

BY-LAWS OF PARROT HEADS OF PORT ARANSAS

ARTICLE I: GENERAL

- A. Name:** The organization shall be called Parrot Heads of Port Aransas.
- B. Purpose:** The purpose of the organization is to promote the Parrot Heads of Port Aransas Club 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:** Port Aransas Parrot. Heads is a not-for-profit organization dedicated to preserving and improving the environment, is active in community oriented projects and concerns as a means of social interaction with like-minded people interested in the lifestyle and music of Jimmy Buffet and a tropical spirit.
- D. DISCLAIMER:** We are recognized but in no way attached to Jimmy Buffet 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. Buffet's name, his song titles, lyrics, name of businesses owned by Mr. Buffet and the term "Parrot Head" are all registered trademarks and should not be used for the pursuit of profits. Clubs are allowed the use the term "Parrot Head" on t-shirts, etc. but not Jimmy Buffet's name.

ARTICLE II: Membership and Dues

- A. Club Membership:** Membership in Parrot Heads of Port Aransas shall be open to all regardless of gender, creed, national origin or sexual preference. A member will be considered in good standing so long as dues are current.
- B. Dues:** Annual dues of Parrot Heads of Port Aransas will be as follows:
Annual dues will run for a calendar year (Jan-Dec). New members joining in Oct, Nov and Dec will be covered for next calendar year.
 - 1. The membership will be reminded to pay dues via email.
 - 2. Membership will entitle a member to Parrot Heads of Port Aransas identification, receipt of the Club newsletter and notification and participation in any club events or activities.
 - 3. Dues: \$20 per person.
- C. Denial of Membership:** The Executive Board may deny membership in Parrot Heads of Port Aransas 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 Article VI.

ARTICLE III: Meetings

A. Social Meetings: The club shall attempt to schedule at least one social event each month.

Business Meeting: An annual General Meeting will occur once a year in January. Any additional business needing membership input or approval may be dealt with at the normally scheduled monthly meeting. These will be conducted by the Club President or in his/her absence a designated member of the Executive Board. Any member in good standing may attend a business meeting and will conduct themselves in a professional manner. All club decisions at the business meeting(s) will be by a simple majority of those present. Minutes will be taken at all business meetings and reported to members via email as will any business needing membership approval.

ARTICLE IV: Officers, Executive Board and Elections

A. Officers and Elections

- 1. Officers:** The club will elect the following officers for a two year term under the conditions listed below: President, Vice-president, Secretary, and Treasurer. To provide continuity of leadership and corporate knowledge, these terms will be staggered (President and Secretary elected together, and Vice-President and Treasurer elected together). This change will phase in starting in 2016. For 2016 the Vice-President and Secretary will be elected for one year only. In the event that the Founder is running for an office, a Member-at-Large office will be on the ballot in order to have a tie-breaker vote in case the Founder, who is normally the tie-breaker (as noted in B), serves an office. If the Founder is not elected, the Member-At-Large will not serve.
- 2. Election Committee:** The Executive Board shall appoint a nominating Election Committee or Officer to conduct and oversee the election procedure on or before Oct. 30th. The Committee or Officer shall operate within the guidelines set by the executive board and maintain the privacy and integrity of assigned duties.
- 3. Nominations:** The Elections Committee or Officer shall notify by email all members in good standing "a call for nominations" on or before Nov 1st. Notice will include the offices to be elected, dates and terms of upcoming elections and a statement that the election will be by ballot with a simple majority. Nominations will be taken in November and thru December 5th. Members must have paid dues for the year that the officers will serve to be considered "in good standing."
- 4. Elections:** The Election Committee or Officer shall mail or email ballots to all members in good standing by December 15th; ballots shall be

received no later than January 6th. Final results must be tabulated by the January business meeting. The Election Committee or Officer shall seal all ballots and maintain for 30 days and then destroy. Ballots must be tabulated by the January meeting (January meeting will occur between the 8th and the 14th on the second Thursday. This gives the committee 48 hours to count the ballots while allowing the longest period of time to vote).

5. In the event there are no contested races, the new officers may be elected by either a show of hands or voice vote at either the December or January meeting.

B. Executive Board: The Executive Board will consist of the **President, Vice-President, Secretary, Treasurer and Founder**. The Executive Board will be responsible for insuring all club activities are conducted within the guidelines of Parrot Heads of Port Aransas and the Club Statement of Purpose as outlined in Article 1-B and C. The board will be empowered to make decisions to insure that these goals are met. All decisions will be by consensus with each member having one vote. The Founder may serve as a tie breaker if consensus cannot be met. Any and all Board decisions will be reported at the next meeting. The Board will act on recommendations received from the membership and forward projects/ concepts to the general membership. All votes of the Executive Board are subject to an 80% quorum of the Board.

C. Responsibilities of Officers

President:

- a. The President shall have such powers and duties as usually defined.
- b. As executive officer, preside at all meetings.
- c. Assign individual responsibilities.
- d. Work with committee chairpersons and Vice-President to help ensure all assigned tasks are completed in a timely manner.
- e. Have the power to call Special Meeting of the Club/Executive Board.
- f. Appoint subject to Executive Board approval members of Standing/Special Committees, including vacancies.
- g. Deal with other matters as may be charged by Executive Board
- h. Deal with and try to resolve issues and complaints.
- i. Serve as liaison with PHiP or designate to another member of the Executive Board on a case-by-case basis.

Vice-President:

- a. In the absence of the President have the powers and duties of the President
- b. Serve as liaison with other PHCs and Port Aransas PHC committees.

- c. Serve as member of ticket committee.
- d. Deal with other matters and delegated powers.
- e. Work to insure that all PHiP/local charities' guidelines are met.

Secretary:

- a. Insure that minutes are recorded at all meetings.
- b. Perform other duties as designated by President and Board.
- c. Post the minutes via email within 14 days. Copies will also be available if requested.

Treasurer:

- a. Record and keep track of all financial functions and transactions.
- b. Balance account, issue checks based upon receipts supplied.
- c. Other duties as designated by President and/or Executive Board.

D. Vacancies: Vacancies in all positions can be created by resignation, abandonment of duties (as further defined,) or by violation of any articles of the by-laws. A position shall be defined as "abandoned" if the officer is absent from all meetings without notification for a period of three (3) consecutive months. Persons filling vacated positions shall be appointed for the duration of the term by a majority vote of the Executive Board. Abandonment and just cause will be determined by a majority vote of all Board Members and Founder.

ARTICLE V: Committees

- A. General:** The following standing committees are established in order to maximize involvement and participation of Club members: Web Page, Newsletter, Events, Social, Merchandise, and Membership. Other special committees may be established by President, Board or general membership.
- B. Committee Rules:** The purpose of all committees is to insure that day-to-day functions and special events are completed in a timely manner. To this end, the committees, working under a *Chairperson* for each committee, to be known as the (committee) Director, are given the detailed responsibilities of 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. Web Page:** Maintain and keep club web site current.
 - 2. Newsletter:** Insure that the Club newsletter is published at least 4 times/year, normally January, April, July and October.
 - 3. Membership:** Insure that there is an active recruiting program for new members and renewals within the Parrot Heads of Port Aransas PHC. Work with the Treasurer to insure that membership lists are accurate and that renewals are sent out in a timely manner. Maintain membership rolls and renewals and communicate all changes to the Executive Board.

4. **Merchandise:** Maintain an adequate supply of club merchandise with proceeds funding Parrot Heads of Port Aransas events.
5. **Events:** Coordinate schedule of all club socials and charitable activities and events with the Executive Board on a monthly basis and either serve as the particular event chair or obtain a chair for that event. Act as liaison to charities that the club supports or works with. Present new charitable ideas to Board and/or membership.
6. **Social:** Arrange a location for monthly 2nd Thursday meetings. Pick a location for monthly 4th Thursday happy hours and advise/obtain approval from businesses of our group attendance in advance. Keep abreast of local and possible distant activities/events that club members would enjoy and communicate such to the membership. Notify Web Page director of any activities needing to be published on club web page. Notify Newsletter Director/Editor of activity news. Post activities on club Facebook page.

ARTICLE VI: Miscellaneous

- A. **Adoption of Bylaws:** These bylaws have been approved by a majority of members in good standing. Future modification/amendments will be researched and proposed by a specially appointed committee. Approval of changes shall be accomplished at the Annual General Meeting or with two email notifications over a two month period that amendments will be considered at a monthly meeting. Changes approved will be implemented for the next calendar year after approval.
- B. **Infraction of Bylaws:**
 1. Any current Parrot Heads of Port Aransas PHC member may submit in writing within 30 days of the occurrence of the stated infraction (s) to the Parrot Heads of Port Aransas PHC Executive Board, a written statement regarding the alleged infraction of the Bylaws by any other Parrot Heads of Port Aransas member.
 2. The board will inform by letter the member of the alleged infraction against them along with the name of the member who 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 with a decision without the member's input.
 3. At the next scheduled Executive Board meeting, after the 30 days, the Board will evaluate the alleged infractions(s) and make one of the following decisions: a. No Action. b. Action-the Board has considered the alleged infraction and action is being taken by a unanimous decision of the Executive Board. The specific action is left to the discretion of the Board and is to be based only on the stated infraction.

4. If action is taken against a member for an infraction of the Bylaws, the member will be informed in writing within 30 days of the Executive Board decision.
5. The Executive Board may suspend from Parrot Heads of Port Aransas PHC any member who the entire Executive Board determines no longer meets the requirements for memberships as set forth in Article II of these Bylaws.. This must be done by a unanimous vote. The vote suspends such membership in Parrot Heads of Port Aransas PHC and all rights and privileges associated therewith.
6. At the next meeting of the Parrot Heads of Port Aransas, the membership shall be informed of the decision and the information will be properly recorded in the minutes.
7. Parrot Heads of Port Aransas PHC Executive Board decisions are considered final.
8. Any person who is removed from office or the club must request a hearing with the Executive Board prior to renewal of membership. The purpose of the hearing is to show cause why their membership should be accepted. The hearing will be conducted as outlined in article IV.

C. Parrot Heads of Port Aransas PHC Current Point System. No more than two (2) tickets per member household will be available to the highest earner. The figure may be adjusted by the Executive Board based upon ticket availability. Ties may be broken by lottery. All qualified members will be given a deadline for purchase of these tickets. If the deadline passes, the opportunity to purchase will go to the member with the next highest total. Tickets will be awarded per the following schedule subject to approval by the Executive Board.

POINTS

- | | |
|---------------------------------------|--|
| 1. Officers/committee Chairs: | 10 points (including newsletter editor.) |
| 2. Organize Charity event | 5 points |
| 3: Any sanctioned event participation | 1 point/hour |
| 4. Additional points/other activities | To be determined by Board |

D. Altruism.

Events and/or activities sponsored by the Parrot Heads of Port Aransas will have a portion of the proceeds donated to a designated charity. The club will donate time and/or money to at least one local charity each year. The club will be involved in at least one environmental cause each year. The Events Committee has the responsibility to make recommendations to the general membership. Individuals may also recommend and should do so through the Events Committee Director.

E. Parrot Heads of Port Aransas PHC Expenditures/Budget/Banking Members wishing to be reimbursed or approved for expenditures for 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 money shall submit written

approvals along with receipts to the Treasurer. Parrot Heads of Port Aransas PHC who anticipate incurring expenses for club related expenses should (after obtaining proper Board approval) have the vendor or company invoice the club. If not possible, then submit receipts as above.

The President and Treasurer will be signers on any club bank accounts. President's and/or Treasurer's signatures will be required for the club bank account on checks. Executive board must approve expenditures (in advance) for amounts over \$500.00.

Any check written to either the President or Treasurer will require the signature of the other officer, and notice to at least one other Executive Board Member is recommended.

Bylaws originally approved January 2009
Amended November 2011
Amended January 2015
Amended January 2016

Parrot Heads of Port Aransas Code of Conduct

It is the intention of the Parrot Heads of Port Aransas (PHOPA) to provide social and charitable activities for the enjoyment and benefit of all our members, guest, hosts and charities. All members of the organization shall be required to treat fellow members, guests and 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 PHOPA, by virtue of their membership agreement, agree to demonstrate personal responsibility for their word, actions and deeds, and not to exhibit behaviors that are harmful to themselves and other members, guests and 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 Buffet and to further the charitable ideals that we seek to uphold.

PHOPA will not condone behavior contrary to our objectives nor that which the members find is harmful or injurious to others. By virtue of your membership in PHOPA, you have indeed agreed to “Party with a Purpose” in a responsible fashion.