

Houston Parrot Head Club Bylaws

I GENERAL

A. NAME

The organization will be called the Houston Parrot Head Club, herein referred to as "the Club"

B. STATEMENT OF PURPOSE

The Club (a not-for-profit organization) and Parrot Heads In Paradise (a non-profit organization) is for people who enjoy Jimmy Buffett's music and possess a tropical spirit. Our function is to provide members with social activities and to be involved in community service.

II MEMBERSHIP

A. The Club shall not discriminate based on gender, race, creed, color, religious belief or disability and membership shall be open to anyone meeting the membership requirements specified in Article II, Sections B & C.

B. Membership requirements shall be as follows:

1. A member shall pay dues according to a schedule set and approved by a majority vote of the Board of Directors (BOD) prior to January 31st of each year.
2. The person must have an interest in Jimmy Buffett music and the tropical lifestyle he personifies.
3. The person must have an interest in community service and environmental concerns.
4. The person must have a commitment toward the success of achieving the goals of the organization.

C. Payment of Dues

1. Payment of dues will be made annually by January 31 of each year for all dues annualized for all members.
2. Dues are currently set at \$20.00 for one person and \$30.00 per family.
3. By majority vote of the Board of Directors, cost of annual memberships may be changed should the economy warrant such a change.
4. Any person joining after June 30th will be assessed fifteen (15) dollars for single and twenty (20) dollars for family.
5. By a majority vote the Board of Directors can waive, reduce or extend the deadline for payment of dues for any member due to financial hardship.
6. Any person who has not paid dues by January 31st of the new year will be considered to have terminated his membership.
7. Payment of dues will reinstate membership for that year.

D. Refund of Dues

1. Refunds of dues are only made with a majority vote of the Board of Directors.
2. Any persons wishing to terminate his/her membership will not be refunded any portion of their dues without a majority vote of the Board of Directors.

E. Lifetime Memberships

1. Lifetime memberships may be issued by a unanimous vote of a given year's Board of Directors at any time if, upon careful consideration, a Club member in good standing is found to have, over the years, consistently been supportive of Club goals and efforts, a person who has demonstrated by example what the Parrot Head Nation envisions as being what the ideal Parrot Head's behavior should be like, one who is committed to the Club as demonstrated by running for the Board of Directors, and then upon election, serving in the position in a way that sets a high bar for excellence in the respective position.
2. Lifetime Memberships shall be documented by the presentation of official Club Credentials identifying the holder of said documents as a Houston Parrot Head Club Lifetime Member. Credentials will be issued in sequential order, and the individual's photo will be affixed to the credentials.

F. Removal of Membership

1. Membership may be revoked by a majority vote of the Board of Directors at any time if that member is found to have committed any of the following acts: misfeasance, malfeasance, misrepresentation, fraud, misuse of the Club's assets (including its membership roster), or any other act that the Board of Directors deems to be detrimental to the reputation or well being of the Club. The preceding may also be used as reasons for denial of membership to any potential member.
2. Any membership fees paid prior to removal will not be refunded

III BOARD OF DIRECTORS

1. The Board of Directors of the Club shall manage all business matters.
2. All elected and appointed members of the Board of Directors must be current members in good standing of the organization.
3. The Board of Directors will be composed of the following positions: President, Vice President, Secretary, Treasurer, Activities Director, Membership Director, Historian and Communications/Web Master/Web Master Director, and Voting Member At Large.
4. The Board of Directors will meet at least quarterly and the President can convene additional meetings at his/her discretion.
5. The quorum shall consist of at least 5 of the 9 members of the Board of Directors, represented in person or by proxy.
6. No member of the Board of Directors may hold more than one proxy for a meeting of the Board of Directors.
7. All members of the Board of Directors will be entitled to vote on all matters of administration unless otherwise specified in the bylaws. A majority vote is required to adopt any motion introduced at a Board of Directors meeting.
8. In the event of a tie vote in which each member of the Board of Directors has cast a vote, the tie will be broken by a vote of the President.
9. Failure to attend or submit a proxy for three (3) consecutive meetings by any member of the Board of Directors shall be viewed by the Board of Directors as the resignation from that office and that member is ineligible to run for any Board position for a period of two years from the date of resignation.
10. In the event that any business must be decided by the Board of Directors between scheduled meetings, the President may conduct a meeting by telephone or e-mail of each member of the Board of Directors, either individually, or as a group. Regular quorum rules apply with each voting member considered present.
11. In the event that a matter requires that a vote be taken via telephone, the President will contact each Board member and will be responsible for reporting the results of the vote, complete with each Board member's vote to the Secretary/Treasurer.

IV PERIOD OF SERVICE

- A. All Board of Director terms are to be staggered and shall run, starting with the 2010 BOD elections, two (2) years from January 1st to December 31st of the following year and will be selected by a majority vote of the general membership
- B. Vacancies on the Board of Directors
 1. Should the office of President become vacant, the Vice President shall automatically be named President and exercise all duties, rights, and responsibilities of the President's office for the rest of the remaining term.
 2. Should the office of Vice President become vacant, the President shall choose a member of the current Board of Directors, with a concurrence of the remainder of the Board of Directors, to assume the office of Vice President and exercise all duties, rights and responsibilities of the Vice President's office for the rest of the remaining term. Should no current member of the Board of Directors wish to assume that position, the President shall choose a member in good standing from the General membership to assume the vacant position, with the concurrence of the remainder of the Board of Directors.
 3. If any other elected office becomes vacant, that position will be filled by the remaining Board of Directors at their earliest convenience. The vacancy may be filled by majority vote of the Board of Directors until the next election by the general membership.
- C. Executive Committee Membership
 1. The Board of Directors may appoint (by majority vote) non-voting members to the Executive Committee in at large positions for a term of no more than one year beginning no earlier than December 5th.
 2. Any member of the Executive Committee must be a member in good standing.
 3. The Board of Directors may appoint (by majority vote) event chairpersons who will become a non-voting member of the Executive Committee from the time of their appointment until the date of the event for which they were appointed.
 4. Any former President of the Houston Parrot Head Club who is in good standing may be called in as a nonvoting advisor to the Board of Directors at the Board's discretion.

V. OFFICERS AND DUTIES

A. President

1. The President shall be the Chief Executive Officer, in charge of the business and affairs of the Club and have such duties exercised by such an officer.
2. The President shall be the official liaison with other local groups and any other organization with which the Club wishes to communicate unless otherwise delegated by the President.
3. The President shall preside over all meetings of the Board of Directors and General Membership.
4. The President shall be the official liaison between the Club and Parrot Heads in Paradise, Inc. and Margaritaville, Inc as provided for by the Bylaws of Parrot Heads in Paradise, Inc. and prescribed by the guidelines set forth by Jimmy Buffett and Margaritaville, Inc.
5. The President shall be the official liaison between the Club and all beer and liquor manufacturers, their agents and distributors, unless otherwise delegated by the President.
6. The President shall be exclusively responsible for Communications/Web Master by e-mail to the general Club membership and other Clubs in Parrot Heads in Paradise, Inc. unless otherwise delegated by the President.
7. The President shall have the authority to co-sign checks from all Club checking accounts, including the Mud Bug Ball account. In the absence of the Treasurer the Vice-President shall have the authority to co-sign.
8. The President shall be listed as the Administrator of all accounts pertaining to the Club website and the Club's domain name.
9. The President shall be an ex-officio member of all committees.
10. The President shall have the power to call special meetings of the organization and special meetings of the Board of Directors.
11. The President shall manage all other matters assigned by the Board of Directors.
12. The President shall be responsible for the timely transfer of all documents related to this position.
13. The President will cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club, except in the case of breaking a tie as described in Article III, Section 8.

B. Vice President

1. The Vice President shall, actively assist the President in administrating the business of the organization, shall preside in the absence of the President and shall succeed to the term of President if the President is unable to serve out the term.
2. In the event that there is no voluntary Chairperson for the major annual charity event, the Vice President shall Chair this event.
3. The Vice President shall be responsible for maintaining the Club's point system for concert tickets.
4. The Vice President shall perform all other duties incidental to the office or as assigned by the President or the Board of Directors.
5. The Vice President shall represent the Club in the absence of the President.
6. The Vice President shall, as closely as possible, perform the duties of other Club Board of Director Members who are not able to attend a given Board of Directors' Meeting
7. The Vice President shall have co-signature privileges for Club checks and/or mud Bug Ball checks as they relate to official Club business as determined by the Club Treasurer and/or Club President.
8. The Vice President shall be responsible for the timely transfer of all documents related to this position.
9. The Vice President will cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.

C. Secretary

1. The Secretary shall keep minutes of all the Board of Director meetings and General Membership Meetings..
2. The Secretary shall furnish copies of the minutes to all members of the Board of Directors.
3. The Secretary shall respond or correspond with other groups or individuals as requested by the Board of Directors or President.
4. The Secretary shall be in charge of filing any and all documents for HPHC incorporation, and its 501 (c) 3 status, including but not limited to initializing such status/classification as well as any subsequent reports and/or updating documents to assure that the status/classification is maintained, once it is established.
5. The Secretary shall cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.
6. The Secretary shall be responsible for the timely transfer of all documents related to this position.

D. Treasurer

1. The Treasurer shall manage all accounting and financial activities of the Club.
2. The Treasurer shall maintain adequate books for the Club according to accepted accounting practices.
3. The Treasurer shall attend Board of Director meetings and have a report available for each member of the Board of Directors.
4. The Treasurer shall have the books of the Club ready for examination by any member of the Board of Directors upon request.
5. The Treasurer shall maintain the Club's checking accounts.
6. Any and all monies related to the HPHC or Club activities must go through the Treasurer for proper recording.
7. The Treasurer has the authority to delegate other Board of Director members to accept outright cash/check donations to the club. Membership money, merchandise money, Happy Hour donations, as long as the transaction is documented, with the eventual documents/receipts/debit records going to the Treasurer in a timely manner.
8. The Treasurer shall file all official tax or financial papers on an annual or "as needed" basis in compliance with federal, state and local laws.
9. The Treasurer shall cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.
10. The Treasurer shall be responsible for the timely transfer of all documents related to this position.

E. Activities Director

1. The Activities Director shall be responsible for the solicitation and promotion of ideas for activities in both social and charitable areas.
2. The Activities Director shall be the primary contact for Regional Activities and Special events as deemed appropriate by a majority of the Board of Directors. The Activities Director shall interface with other regional clubs for the advancement of the Houston Parrot Head Club and the Parrot Heads In Paradise.
3. The Activities Director shall oversee the organization and implementation of all events and may request membership help in the form of committees to help accomplish these activities.
4. The Activities Director shall coordinate monthly, special social and charitable events with vendors, venues, sponsors, and club members.
5. The Activities Director shall cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.
6. The Activities Director shall be responsible for the timely transfer of all documents related to this position.

F. Membership Director

1. The Membership Director shall promote club growth through new membership drives and events.
2. The Membership Director shall be responsible for welcoming new members, including a personal welcome, both by phone or e-mail and in person at their first event.
3. The Membership Director shall solicit new members at events when possible.
4. The Membership Director shall deliver a packet of information to all new members that contains the following: A nametag, the Club history, bylaws and its connection to Parrot Heads in Paradise, Inc., including concert ticket policies, a personal note from the current HPHC President, and any other information the Board of Directors deem pertinent.
5. Provide the Communications/Web Master Director with new and existing member e-mail addresses in a timely manner.
6. The Membership Director shall provide manpower to man membership tables with knowledgeable and enthusiastic members at designated events.
7. The Membership Director shall cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.
8. The Membership Director shall be responsible for the timely transfer of all documents related to this position.

G. Historian

1. The Historian shall be responsible for the documentation of all Club events photographically.
2. The Historian shall be responsible for coordinating schedules so that the Historian or his/her designate will be in attendance and that pictures will be taken at all Club events, including happy hours.
3. The Historian shall be responsible for the updating of Club scrapbooks and photo albums and being sure the aforementioned are available at all Club functions.
4. The Historian shall be responsible for delivering pictures electronically or otherwise to the Webmaster for posting on the Club's website.
5. The Historian shall be responsible for the timely transfer of all documents related to this position.
6. The Historian shall cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.

H. Communications/Web Master Director

1. The Communications/Web Master Director shall respond or correspond with other groups or individuals as requested by the Board of Directors or President.
2. The Communications/Web Master Director shall coordinate and publish the Club's newsletter
3. The Communications/Web Master Director shall see that the newsletter is printed and distributed to the members upon its completion.
4. The Communications/Web Master Director is responsible for the creation and maintenance of the Club website, including the timely updating of the HPHC event calendar as well as adding photos from HPHC events
5. The Communications/Web Master Director is responsible for the creation, maintenance of a Club Phone Directory.
6. The Communications/Web Master Director is responsible for communicating with the local media.
7. The Communications/Web Master shall update any and all links to PayPal accounts.
8. The Communications/Web Master shall add new and updated e-mail addresses to Webmail distributions lists
9. The Communications/Web Master Director shall cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.
10. The Communications/Web Master Director shall be responsible for the timely transfer of all documents related to this position, including passwords and any other HPHC Website related information regarding accessing the site.

I. Voting Member at Large

1. It is the responsibility of the Voting Member at Large to attend the Board of Director meetings and to present, in good faith, the issues and concerns of the members of the organization who are not members of the Board of Directors.
2. A Voting Member at Large is intended to serve the General Membership in a Board of Directors elected position, in any and all matters not usually addressed by the other Board of Director members in their respective positions.
3. The intent for the addition of this Board position is for the Voting Member at Large to be the voice of the General Membership.
4. The Voting Member at Large shall cast one vote in all matters before the Board of Directors concerning the Houston Parrot Head Club.
5. The Voting Member at Large shall be responsible for the timely transfer of all documents related to this position.

VI. APPOINTIVE CHAIRPERSONS

1. The President can select any necessary committee chairperson from the membership at large, subject to a majority vote of the Board of Directors to serve in a committee position that the Board has created.
2. No appointed chairperson will have a vote in any Board of Directors decision.
3. The tasks of the appointed chairperson and his/her committee will be defined by the Board of Directors for a specified project and a specific period of time.
4. Committee members serve at the discretion of the committee chairperson in charge of that committee.
5. The committee chairperson's terms of office will be determined by the Board of Directors.
6. The committee chairperson may be removed by a 2/3 vote of the Board of Directors.
7. The appointed chairperson may appoint his/her committee members except for the Elections chairperson.
8. The appointed chairpersons may include but are not limited to the following chairpersons: Elections, Newsletter Editor, Public Relations, Mud Bug Ball Chairperson. Other chairpersons may be established and appointed as the need arises by means of a majority vote by the Board of Directors.

VII ELECTIONS AND VOTING

A. General

1. Elections can be held at anytime for any reason by a majority vote of the Board of Directors. Only the Board of Directors can present motions to be voted on by the general membership or before the Board of Directors.
2. No later than August 20th of each year, an "Elections Chairperson" will be selected by the current Board of Directors to serve as the individual who takes nominations and counts the votes for the Board members. This individual will not be a current member of the Board or running for an elected position and must be a member in good standing of the Houston Parrot Head Club.
2. The Board of Directors as a whole or in part will not endorse any candidate for any elected office.
3. Any election or voting for any reason not otherwise covered in these bylaws that require membership vote will be communicated in writing and all votes will be based on majority votes of present membership or responding members if the vote is held by mail/email. Only Members at the time any such election is advertised will be eligible to vote.
4. Any items to be voted on by the general membership must be communicated to the members at least 3 weeks prior to the deadline for voting. The Elections Chairperson will determine the deadline by which mail-in votes must be postmarked and only those responses will be counted.
5. For voting by mail, the ballot will contain the name and address to which the ballot must be returned with a clear communication of the deadline for voting.
6. The Club is not required to pay return postage on any ballots.
7. The Elections Chairman overseeing the election of the Board of Directors shall abide by the course of action as described in Article VII Section B. The Elections Chairman can be removed for failure to perform any of his/her duties in a timely and objective fashion by a 2/3 vote of the Board of Directors.
8. A tie vote in any election will be decided by a majority vote of the Board of Directors.

B. Nominating and Election Procedures

1. Only members in good standing as of July 1 of the election year will be considered for nomination to any elected position.
2. The recall of any elected officer may be affected for any of the following reasons:
 - a. Mental or physical disability resulting in substantial inability to execute the duties of office.
 - b. Malfeasance, misfeasance or nonfeasance or gross negligence in office, omissions or actions determined by the Board of Directors to be a detriment to the Houston Parrot Head Club.
 - c. Upon presentation of such a petition to the President, a Special Election Chairman shall be appointed to supervise the voting, to receive and count ballots and to certify the results, in writing to the President with a copy for distribution to the membership. Such petition, together with a ballot shall be communicated to the membership via email or mail if no email address is provided.
 - d. Balloting rules of a regular election or vote shall apply, except that the designated date for the final receipt of ballots shall be no less than 15 days nor more than 30 days from the date of the written notification of the election or vote.
 - e. In recall elections, a minimum vote of ten percent of the membership must be received in order to affect a recall. A simple majority of the ballots cast will determine rejection or approval.
3. The Elections Chairperson will call for nominations no later than September 1st of each year and will accept nominations until September 30th of said year. The Elections Chairperson will compile a list of nominations and seek acceptance or refusal of the nomination from the individuals nominated.
4. Each position should have at least one candidate nominated. Individuals may nominate themselves or other members in good standing.
5. The Elections Chairperson will present the slate of candidates to the current President no later than October 5th of each year for distribution to the general membership via e-mail or mail.
6. The period of October 5th to October 31st will be deemed campaign time and the Elections Chairperson will Email (or mail to those without email) ballots beginning October 5th. Email reminders will be sent weekly to Club Members.
7. Voting by the general membership will take place from November 1st to November 15th. Voting may be done by mail or e-mail and must contain the voting member's name.
8. All ballots must be received by the Elections Chairperson by November 15th. The ballots must be counted by the Elections Chairperson, witnessed by a non-member of the Club and the results reported to the Board of Directors and all nominees for office within 48 hours.
9. Write-in candidates will not be allowed.
10. The Elections Chairperson's term expires at the close of this election, but that person may be recalled by the Board of Directors at any time until June 30th of the following year to conduct a special election.
11. The Elections Chairperson will keep electronic records of votes received by e-mail and an electronic copy of a paper copy (if mailed) of all nominations

and ballots for a period of one year following the election. At that point, the nominations and ballots may be destroyed.

12. The President shall inform the membership in writing via the newsletter and e-mail of the results no later than ten (10) days following the certification or the election.
13. The Treasurer is limited to one consecutive term.

C. Campaign Rules

Campaigning rules are simple. A person running for office may actively campaign if they so desire. This may be done via personal email, US Postal mail, other written communication and phone calls. (TAKEN FROM PHIP RULES.)

D. Terms of Office (beginning with the 2010 Board of Directors Election)

1. Candidates will start serving staggered two year terms
2. In the 2010 Board of Directors election, the positions of President, Historian, Membership, and Communications/Web Master shall run for, and be elected to, two year terms.
3. In all subsequent Board of Directors elections held in even-numbered years, the positions for President, Historian, Membership, and Communications/Web Master shall run for, and be elected to, two year terms.
4. In the 2010 Board of Directors election, the positions of Vice-President, Secretary, Activities, Treasurer, and Voting Member at Large shall run for, and be elected to, one year terms.
5. In the 2011 Board of Directors election, the positions of Vice-President, Secretary, Activities, Treasurer, and Voting Member at Large shall run for, and be elected to, two year terms.
6. In all subsequent Board of Directors elections held in odd-numbered years, the positions for Vice-President, Secretary, Activities, Treasurer, and Voting Member at Large shall run for, and be elected to, two year terms.

The intent of Article VII, Section E, Terms of Office, is to always have a returning core of Board Members, elected in the prior year, to assist the new Board members in their assimilation into their respective elected positions.

VIII CONTRACTS, CHECKS, DEPOSITS AND FUNDS

1. All contracts must be approved by a majority of the Board of Directors. Only the President shall have the authority to enter into any contract or execute and deliver any instrument in the name and in behalf of the Houston Parrot Head Club. No Club member shall have the authority to represent the Houston Parrot Head Club in any capacity, function or event without the written authorization of the Board of Directors.
2. The President and Treasurer or Vice President (in absence of Treasurer) shall sign all checks, drafts, or other orders for the payment of monies, notes or other evidence of indebtedness issued in the name of the Club.
3. The President may approve a purchase \$100.00 per occurrence without prior approval from the Board of Directors. All other purchases exceeding \$100.00 must be approved by a majority vote of the Board of Directors.
4. Submission of officers receipts for reimbursements will be approved in the same manner except the officer will be ineligible to vote on the issue of reimbursement
5. Reimbursement of expenses to any member who has incurred expenses on behalf of the Club must be accompanied by a written request for reimbursement to the President or Secretary/ Treasurer within 60 days of the incurrence of the charge. Proper documentation including receipts must be submitted for consideration.
6. Mileage reimbursements will be equal to the current IRS allowance.
7. The Board of Directors may accept, on behalf of the Houston Parrot Head Club, any contribution, gift, bequest or device with the intent of applying same toward a Club selected Charity or a specific Club event.
8. Any property belonging to the Houston Parrot Head Club shall not be used or consumed by any person without consent of the Board of Directors following a majority vote of same. The term "property" includes all property real or personal, tangible or intangible, which may be owned, created by or in the possession of the Club absent an overriding legally enforceable contract.
9. The fiscal year for the Houston Parrot Head Club shall begin on January 1st and end on December 31st.
10. The Board of Directors shall set the advertising rates for the Club newsletter.
11. The following statement is to be added to each and every membership directory, printed or electronic that is distributed to anyone other than a member of the Board of Directors of the Club or the Executive Committee of Parrot Heads in Paradise. Inc.

"This directory is for the exclusive use of Houston Parrot Head Club members. It is not to be utilized for any purpose not directly associated with the Houston Parrot Head Club, nor is it not to be released to other parties without the express written Consent of the Board of Directors of the Houston Parrot Head Club."

12. All special events shall be budgeted to do no worse than break even financially. If a deficit appears likely, it will be reported to the Board of Directors promptly.

13. A majority vote of the Board of Directors is required before a member of the Board may accept payment or compensation of any sort for time and services related to Club functions. All members should be encouraged to donate their time and services for the benefit of the Club.
14. The Club shall retain their expenses plus no less than 20% of the monies raised at any Club sponsored fundraiser. The above stated portion can be modified on a case-by-case basis by majority vote of the Board of Directors.

IX AMENDMENT TO BYLAWS

1. Amendments to these bylaws may be proposed by a petition signed by 50 members in good standing or 20% of the total membership (whichever is less) and presented to the President. The Board of Directors can present, for general membership vote, any amendments to the bylaws, which have been approved by the Board of Directors by a 2/3 vote.
2. Balloting rules of a regular election shall apply, except that the Board may adjust balloting dates to meet the need, with no less than one newsletter mailing for an election balloting time period.

X ADOPTION OF BYLAWS

1. Adoption of the bylaws or revisions thereof, which are approved by majority vote of the Board of Directors shall be ratified by a majority vote of the general membership.
2. These amended bylaws will go into effect October 31, 2009 at 12:01 a.m.

XI RULES

Robert's Rules of Order, Second Edition (first printing, May 1998) shall govern any issue not covered in these bylaws,