

Philip Phlop Phlockers Bylaws
Adopted __08.16.2023__

Article I - General

A. Name: The formal name of our organization shall be the Philip Phlop Phlockers Parrot Head Club. More simply, we will call ourselves the Philip Phlop Phlockers or just PH3. Philip Phlop Phlockers Parrot Head Club will also be referred to as "Club" in this document.

B. Statement of Purpose: The purpose of the Philip Phlop Phlockers Parrot Head Club is to act as a non-profit organization that will assist in community and environmental concerns by providing a variety of social activities for people interested in the lifestyle and music of Jimmy Buffett and the tropical spirit.

C. Disclaimer: We are recognized by but in no way are attached to Jimmy Buffett and his business interests. We are not associated with HK Management or any record label. 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 by the Club for the pursuit of profit. We may use the term "Parrot Head" on items produced by the club (t-shirts, koozies, etc.) but NOT Jimmy Buffett's name.

Article II: Club Membership

- A. Membership in the Club shall be open to all regardless of sex, creed, race, religious belief, national origin or sexual preference.
- B. A member will be considered in good standing as long as their dues are current and they have not violated any by-laws.
- C. Membership rosters are updated monthly and will be submitted to Parrot Heads in Paradise (PHIP) upon request.
- D. Club Guest Policy:
1. Guests are welcome to attend meetings and activities.
- E. Club Membership Dues: Annual dues for the club will be as follows:
1. Dues will be collected in February and will provide membership from February 1 through January 31.
 2. Dues must be submitted to the club by the end of February each year.
 3. Membership renewal notices will be announced during the January and February monthly meetings and through e-mail.
 4. There will be 2 types of memberships:
 - a. Single - cost will be \$25.00 per year
 - b. Family (Life partners, parents and children under 21 living in the same household) - \$35.00
 5. Payment of dues entitles each member to membership identifications, and the right to participate in all activities and club business. Single membership gives

the owner the right to one (1) vote in all club business. Family membership gives the owners the right to two (2) votes in all club business.

F. Conduct: Members, by virtue of their membership, agree to demonstrate the values and behaviors listed in the code of conduct (see Code of Conduct Page). Membership may be revoked by a majority vote of the Board of Directors any time that a member is found to have committed any of the following acts: malfeasance, misrepresentation, fraud, misuse of club assets (including the membership roster), infractions of the Philip Phlop Phlockers Parrot Head Club by-laws or any other act that the board of directors deems to be detrimental to the reputation or well-being of the club. This proceeding may also be used to deny membership to any potential member that poses the above risks to the club.

Article III - Meetings

A. Social Meeting: The Club will attempt to schedule at least one social event each month. These events may include some type of charity supporting event.

B. Business Meetings: the club will attempt to have a business meeting each month on a predetermined recurring day of the month which will be established by the Board of Directors.

1. Meetings will be conducted by the Club President or in his/her absence, by a designated club officer.

2. Any members in good standing and their guests may attend the business meetings and will conduct themselves in a professional manner.

3. All Club decisions at the business meeting will be made by a simple majority vote, with the exception of a change to the bylaws, which will require a 2/3 majority. All by-law changes will require a first, second, and final reading before they can be voted on. These readings may be done by electronic communication (email), but at least one reading will be done at a business meeting.

4. Minutes will be taken at all meetings and reported at the following meeting

5. Prospective members may attend but will not be allowed to vote.

C. Executive Board Meetings:

1. The Board will meet prior to each monthly business meeting to discuss the agenda for that meeting.

2. In the event that a decision needs to be made by the board, all board members must be consulted and a majority of them will have to vote in the affirmative for the item to pass.

3. Minutes from Executive Board Meeting will be taken and reported to all members at the next business meeting.

Article IV - Officers and Elections

A. Executive Board:

1. The Executive Board will consist of the following officers: President, Vice President, Treasurer, Secretary and Activities Director.

2. Additional board positions may be appointed by elected Board Members, including but not limited to Social Media Director and Membership Director.

3. The Executive Board will be responsible for ensuring that all club activities are conducted in accordance with the guidelines and bylaws of the Parrot Heads in Paradise, Inc. (PHIP) and the Philip Phlop Phlockers Parrot Head Club (PH3).
4. All money disbursements will be approved by the Executive Board.
5. The Executive Board will be empowered to make decisions between business meetings. All decisions will be by consensus with each member of the board having one vote. The President may serve as a tiebreaker if a consensus cannot be reached. Any and all Board decisions will be reported at the next business meeting.
6. The Executive Board will act on recommendations from the general membership and forward future projects/concepts for approval and enactment.
7. Terms Elected Officers:
 1. President and Treasurer will be elected in February of odd numbered years while the Vice President, Secretary and Activities Director will be elected in even numbered years. Terms will be served from March 1 to the last day of the February in their second year.
 2. Appointed Officers will be appointed by the new Executive Board and will begin their duties on March 1 each year.

B. Elections

1. Election Officer: The Executive Board shall appoint an Election Officer (EO) to conduct and oversee the next election. The EO shall operate within the guidelines provided by the Executive Board and will maintain the privacy and integrity of all assigned duties
2. Nominations:
 - a. the Election Officer shall issue a “Call for Nominations” to all members in good standing for all offices to be elected in the upcoming year.
 - b. Nominations will be opened at the January business meeting and remain open through the last day of January.
 - c. Nominations may be presented in person at a club meeting or sent via email
 - d. Nominees will be verified to in good standing and will be asked if they wish to be on the ballot
3. The Elections Officer will generate a ballot that includes all offices to be elected and the names of all eligible nominees
4. Ballots will be emailed it to all group members as well as presented at the February business meeting.
5. Final results of the election will be tabulated by the Elections Officer and presented to members at the February business meeting.
6. Newly elected officers will begin their terms on March 1.

C. Responsibilities of Elected Officers:

1. President
 - Oversee all offices held within the Club
 - Coordinate officers to work together in achieving common goals
 - Represent the Club in regards to all PHIP communication
 - Continue to promote our “Statement of Purpose” through affiliations the Club becomes involved with in our community and elsewhere
2. Vice President

- In the absence of the President, have the powers and duties of the President
- Serve as Liaison with other Parrot Head clubs
- Handle matters and/or powers that are delegated to the position by the President or the Executive Board
- Work with the Charity Committee to ensure that all PHIP/local charity guidelines are met

3. Treasurer

- Responsible for all Club finances, including but not limited to:
- Collect annual dues
- Maintain Club bank accounts
- Make payment of PHIP dues
- Make charitable check contributions as directed by the Executive Board
- Make Club purchases based on board/membership approval
- Submit a treasurer's report monthly

4. Secretary

- Record the minutes at all Club meetings
- Provide complete, typed minutes within 30 days of each meeting
- If unable to attend any Club meeting, it is up to the Secretary to find a substitute to take minutes, and make sure those minutes are distributed appropriately.

5. Activities Director

- Represent the Club as the contact person for all outside activities
- Coordinate all social and volunteer activities
- Designate sub-committees to maintain a strong presence in all activities
- Plan and coordinate social functions and parties

D. Responsibilities of Commonly Appointed Positions:

1. Membership Director

- Maintain and update a current membership roster that includes members' names, address, phone numbers, e-mail and birthday
- Maintain event/meeting rosters to record member participation and tabulate member points based on the point system in article VI(C)
- Have membership information available at every Club function

2. Media/Social Media Director

- Responsible for proactively maintaining existing media assets and establishing new media opportunities at the direction of the Executive Board.
- Assets include, but are not limited to PH3 website, social media and local media outlets

E. Vacancies:

1. Vacancies in all positions may occur due to:

- a. Resignation
- b. Abandonment: an officer is absent from all business meetings without just cause for a period of three consecutive months. This is determined by a unanimous vote of the remaining Executive Board members
- c. Just Cause: violation of any articles of the bylaws or the Code of Conduct as determined by unanimous vote of the remaining Executive Board members.

2. Vacated positions shall be filled by appointment made by a majority vote of the

remaining Executive Board.

Article V: Committees

- A. Committees will be established in order to maximize involvement and participation of the Club members.
- B. Committees may include but are not limited to social activities, phone/email, charity liaison.
- C. Committees will keep the Board informed of all plans and progress.

Article Vi: Miscellaneous

- A. Adoption of Bylaws: These bylaws have been approved by a majority of the members in good standing. Future modifications/amendments to the bylaws will be sent to all members via electronic communication and will be voted on at the next business meeting. It is each member's responsibility to familiarize themselves with any addendum changes.
- B. Infractions of Bylaws:
 - 1. No member shall conduct him/herself in a manner that would adversely impact the reputation or well being of the Philip Phlop Phlockers Parrot Head Club (PH3), Parrot Heads in Paradise (PHIP), or any affiliated club.
 - 2. Any current member may submit in writing (signed, dated, and clearly written) the occurrence of a bylaw infraction or illegal activity to the Executive Board. It is the responsibility of the Executive Board to review the alleged infraction and by a simple majority, either accept or reject. If it is accepted, the board will proceed to number 3 below.
 - 3. The Executive Board will inform the member by letter of the alleged infraction(s) against them. The member will be given thirty (30) days to provide a written response to the Board. If the member chooses not to respond within this time limit, the Executive Board will move forward on a decision without the member's input.
 - 4. At the next Executive Board meeting after the 30-day deadline, the Board will evaluate the alleged infraction and make one of the following decisions.
 - a. No Action - the Board has considered the alleged infraction and has decided to take no further action
 - b. Action: the Board has considered the alleged infraction and action is being taken as determined by a majority decision. The specific action is entirely left to the discretion of the Executive Board and is based solely upon the written infraction.
 - 5. If action is taken against a member, the member will be informed in writing within thirty (30) days of the Executive Board's decision. The member who submitted the original statement of alleged infraction(s) shall be provided with a copy of the Board's decision.
 - 6. The Executive Board's decisions are considered final unless an appeal is made to hear the case before the entire membership with all pertinent facts being

communicated. A simple majority decision will be required to uphold the Board's decision.

C. Membership Point System:

1. This point system will be used for the following:
 - a. eligibility for Executive Board positions (see Article IV.A)
 - b. rewarding members for outstanding service,
 - c. in the event that the number of members that want concert tickets exceeds those made available to the club the Membership Point System will be used to determine who receives tickets.
2. Points will be awarded as follows:
 - Officers - 5 points
 - Committee Chairs/Event Organizers - 4 points
 - Active Service on any committee - 2 points
 - Participation in an approved charity/volunteer event - 2 points
 - Participation in an approved environmental support event - 3 points
 - Attend Meeting of the Minds - 4 points
 - Attend other PHIP sanctioned events - 2 points
 - Attend Club Business Meeting - 2 points
 - Attend Club Social Event - 1 point
 - Contribution to Fundraising or Drive - 2 points
 - Special Projects (design logo, shirt, etc) - 2 points
 - Pay dues on time - 1 point
3. Bonus Points may also be determined and awarded by the Executive Board for service of any member deemed "above and beyond"

D. Altruism:

1. Events and/or Activities sponsored by the Club will have a portion of the proceeds donated to a designated charity.
2. The Club will donate time and/or money to a minimum of one local charity each year.
3. The Club will be involved in at least one environmental cause a year.
4. Altruistic events and/or activities will be determined by the general membership at regularly scheduled business meetings.

Philip Phlock Phlockers Code of Conduct

It is the intention of the Philip Phlop Phlockers Parrot Head Club to provide social and charitable activities for the enjoyment and benefit of all our members, guests, hosts and charities. We seek to provide a pleasant atmosphere in which to share our common love of the tropical lifestyle and to further the charitable ideals that we seek to uphold. Members, by virtue of their membership, agree to demonstrate the following:

1. All members shall be required to treat fellow members, guests and hosts as well as their personal property with respect conducive to the setting.
2. All members agree to demonstrate personal responsibility for their and guest's words, actions and deeds.
3. All members and their guests are not to exhibit behavior that would be harmful to themselves or other members, guests, hosts or their personal property.
4. Members agree to abide by all local, state and federal laws including, but not limited to, those that govern the misuse of personal privileges, personal property and controlled substances.