



## **BY-LAWS**

### **ARTICLE ONE - NAME AND MISSION STATEMENT**

#### **NAME**

This incorporation shall be known as the PHUN COAST PARROT HEAD CLUB, INC of Flagler County Florida and be referred to hereafter as The Club.

The Club is a Not for Profit Certificate of Incorporation, which provides a variety of volunteer and charity efforts in the local, regional and national community for social and environmental causes. The Club is open to anyone with a tropical spirit and desire to contribute to the betterment of the community.

#### **MISSION STATEMENT**

The motto of The Club is “Party with a Purpose”, promoting friendship and social events for people with similar interests, including the enjoyment of the tropical spirit of Jimmy Buffett’s music. In the process of making new friends and having fun, we believe in leaving something positive behind through volunteer and charity efforts.

### **ARTICLE TWO - MEMBERSHIPS & DUES**

#### **QUALIFICATIONS**

The Club membership shall be open to all persons, regardless of sex, creed, national origin or sexual orientation with an interest in “Trop Rock” music, Jimmy Buffett and his island lifestyle he personifies.

An applicant shall complete a membership form - sign, attach fee and submit to the Board of Directors for approval.

It is the responsibility of each member or legal guardian to act in a responsible manner and adhere to all laws, specifically as they pertain to alcohol. The Club will not provide open alcohol to any club member.

#### **TYPES OF MEMBERSHIPS**

Types of memberships are the following;

1. A membership is an individual, 18 years of age and over.
2. A parakeet membership is a non-voting, non-dues paying child under the age of 18 residing with

a member.

3. An honorary membership is a non-voting, non-dues paying club member approved by the Board of Directors.

A club member in good standing shall;

1. Pay dues set forth in By-Laws.
2. Follow The Club By-Laws.
3. Have an interest in “Trop Rock” and Jimmy Buffett’s music.
4. Have an interest in community service and environmental concerns.
5. Have a commitment toward achieving the goals of The Club.

### **ANNUAL DUES**

Annual dues are as follows;

1. The membership year will run from January 1, to December 31.
2. Membership dues are \$15.00.
3. Renewal emails are sent to club members beginning October 1, thru December 31, with reminder notices in the last newsletter of the year.
4. If dues are not received by January 31, the membership will be forfeited.
5. Refunds will not be issued regardless of reason due to termination of membership.
6. The Board may change dues without changing the By-Laws.

### **NATIONAL DUES**

National dues are as follows;

1. The Club is required to pay national dues each January to Parrot Heads in Paradise, Inc., to enjoy the benefits of charter membership.
2. Annual renewal dues are \$75.00 plus \$1.00 for every membership over the initial 75, based on end of year count of memberships.
3. The Club will comply with all changes in national dues without changing the By-Laws.

### **TERMINATION OF MEMBERSHIP**

Any membership may be terminated for just cause, including but not limited to; illegal drugs, illegal substances, unlawful possession of a firearm, misconduct at events and misrepresentation of The Club outside of club activities. Any member may be expelled from The Club after written charges have been presented by the Board of Directors.

A written notice containing the charges and date of the hearing must be mailed to the charged member at least fourteen (14) days prior to the date of the Board of Directors special meeting at which time these charges will be considered. The charged member shall have the right to attend and answer the charges, or file an answer in writing to the President prior to the meeting.

A terminated membership must reapply per above qualifications and be placed on a mandatory six (6) months’ probation period.

Ticket privileges and club activities will be revoked if a member is terminated and shall not receive a refund of dues.

## **ARTICLE THREE - MEETINGS**

### **BOARD OF DIRECTORS MEETINGS**

The Board of Directors shall meet once a month or as needed. Meeting minutes may be made available to club members on request.

### **SOCIAL MEETINGS**

The Club shall have one social meeting a month, scheduled on the 3<sup>rd</sup> Saturday of each month, unless rescheduled by the Board of Directors. Social meetings may include a charity fund raising event.

### **BUSINESS MEETINGS**

The Club shall have two general business meetings per year, open to all club members. Additional meetings may be scheduled by the Board of Directors. All decisions will be by a simple majority vote of members present. A majority of the Board of Directors must be present to hold any vote.

## **ARTICLE FOUR - ELECTIONS**

The Club will elect the following officers for a two-year term alternating between President/Treasurer/Director-at-Large/Communication Director (odd year) and Vice President/Secretary/Membership Director (even year) in order to maintain continuity of information and club momentum.

An Election Officer shall be appointed by the President and will be responsible for selecting an election date, accepting nominations, conducting the election and reporting results to the Board of Directors prior to December 1<sup>st</sup>, of each calendar year.

An election notice will be sent to all members in October via e-mail and newsletter. This notice will include the offices to be elected and the manner in which the election will be conducted. Nominations for each office will be accepted until November 1<sup>st</sup> from Club Members. Self-nominations are permitted.

Each Board of Director will work with incoming officers and make available all materials, books notes and records in good condition from the present and prior years to insure a smooth transition of leadership. All materials must be delivered to incoming officers by January 31<sup>st</sup>, following the election.

## **ARTICLE FIVE – BOARD of DIRECTORS**

The Board of Directors shall be responsible for insuring The Club activities are conducted within the By-Laws of Parrot Heads In Paradise Inc. and Phun Coast Parrot Head Club, Inc. By-Laws. Copies of By-Laws are available through each club's website.

### **The PRESIDENT shall;**

1. Be the executive officer of The Club and the liaison with Parrot Heads In Paradise, Inc.
2. Be a voting member of the Board of Directors, with signatory privileges.
3. Complete and submit annual renewal application, semi-annual and annual charity reports.
4. Preside over all meetings when present, and have the power to call special club and Board of Director meetings.

5. Appoint, subject to approval of the Board of Directors, vacancies in the Board of Directors and committee chairpersons & members.
6. Oversee the Communication Director, Charity Chairperson(s) and Special Events Chairperson(s).
7. Work to resolve complaints and issues within The Club and PHIP.

**The VICE PRESIDENT shall;**

1. Be a voting member of the Board of Directors, with signatory privileges.
2. Have the powers and duties of the President in the absence of the President and succeed to the Presidency if the current President is unable to complete term of office.
3. Helps oversee the Communication Director, Charity Chairperson(s) and Special Events Chairperson(s).
4. Coordinate activity to obtain and distribute concert tickets.
5. Coordinate activity from participating Clubs and outside of The Club events.
6. Insure all PHIP and local charity guidelines are met.
7. Work with matters that are delegated by the President or Board of Directors.
8. Be responsible for the collection and distribution of club mail

**The SECRETARY shall;**

1. Be a voting member of the Board of Directors, with signatory privileges.
2. Insure meeting minutes are recorded at Board of Director and General Business meetings and distributed as required or requested.
3. Handle all correspondence on behalf of The Club as deemed necessary.
4. Be the custodian of all records and the seal upon incorporation of The Club
5. Act as President in the absence of the President and the Vice President

**The TREASURER shall;**

1. Be a voting member of the Board of Directors, with signatory privileges.
2. Maintain The Club's bank account.
3. Maintain list of member dues.
4. Collect, deposit, record and track all financial functions and transactions in a timely manner.
5. Balance account and issue checks with authorized signatures for expenditures and charity donations.
6. Compile and present an accounting update of finances at Board of Directors meetings.
7. Act as President in the absence of the President, Vice President and Secretary.

**The COMMUNICATION DIRECTOR shall;**

1. Coordinate activity with the President and/or Vice-President and recruit other club members to assist completion of task.
2. Be a voting member of the Board of Directors.
3. Oversee and maintain the Tiki Bar Times, [www.phuncoastparrotheads.com](http://www.phuncoastparrotheads.com) and Phuncoast Phc (facebook) publications.
4. Inform club members, via email of scheduled events. Post club members special occasions.

**The MEMBERSHIP DIRECTOR shall;**

1. Be a voting member of the Board of Directors.
2. Maintain membership list.
3. Maintain attendance log .
4. Coordinate ticket sales at scheduled events

5. Coordinate distribution of Club badges to club members.
6. Create and send a welcome package to new members and welcome new members.
7. Serve as Liaison between the Board of Directors and club members.

### **REMOVAL from OFFICE**

Any Board Member may be removed from office for just cause, including but not limited to; malfeasance, nonfeasance, misfeasance, gross negligence, and omissions as determined by the remaining Board of Directors to be a detriment to The Club.

Any Board Member missing three consecutive scheduled meetings without just cause are deemed removed.

A written motion for removal will be brought before the Board of Directors by any member of the Board of Directors who shall distribute the motion to the remaining Board members for consideration.

This motion will be voted upon within seven (7) working days of receipt by the Board members unless written dispute or clarification is requested by any Board member. Such request shall be filed within seven (7) working days with the remaining Board members who are required to respond in the same time frame. This correspondence shall continue until the matter is resolved and voted upon.

A majority vote of the remaining Board of Directors is necessary to conduct business.

### **ARTICLE SIX - NON-ELECTED COMMITTEES**

The following standing committees will serve one-year terms. The President shall appoint, subject to approval of the Board of Directors, Chairpersons to the following committees. The Board of Directors may establish other committees as needed.

1. Charity Chairperson
2. Special Events Chairperson (for one or more special events)
3. Social Events Chairperson (for one or more social events)

### **COMMITTEE ROLES**

The purpose of committees is to ensure that day-to-day functions and scheduled events are completed in a timely manner and to encourage club participation. Committees, working with a Chairperson, are given the detailed responsibility of a specific event or activity. Committees are expected to work closely with appointed members of the Board of Directors.

### **COMMITTEE DEFINITIONS**

**The CHARITY CHAIRPERSON shall;**

1. Coordinate activities with the President and/or Vice-President and recruit other club members to assist completion of task.
2. Serve as liaison between The Club and all approved club charities.
3. Insure The Club maintains an active charity program and maintain and update on a regular bases records of money, time and items donated to charity.
4. Establish partnerships with local and national corporations with the intention to raise funds for club supported charities.
5. Coordinate sponsorship promotions programs and events through corporate partnerships.

**The SPECIAL EVENTS CHAIRPERSON(s) shall;**

1. Coordinate activity with the President and/or Vice-President and recruit other club members to assist completion of task.
2. Plan and coordinate activity for one or more special events, such as; the Christmas Party, July 4th & Christmas parades, The Club's birthday party, a Cruise and "Phuncoast Parrothead Day" (1st Friday in April).
3. Scout appropriate locations and coordinate with bar/restaurant owners and keep in mind The Club's mission statement to "Party with a Purpose" and tropical spirit.
4. Prepare and submit a budget and proposed date of each activity for Board of Directors approval.
5. Represent the club as the contact person for community and environmental events.
6. Ensure musical entertainment may be provided at scheduled events and approved by the Board of Directors.

**The SOCIAL EVENTS CHAIRPERSON(s) shall;**

1. Coordinate activities with the President and/or Vice-President and recruit other club members to assist completion of task.
2. Plan and coordinate activity for one or more social events, such as; phlockings, happy hours, beach parties, road cleanup and beach cleanup.
3. Scout appropriate locations and coordinate with bar/restaurant owners and keep in mind The Club's mission statement to "Party with a Purpose" and tropical spirit.
4. Review suggestions received from club members related to social events and recommend what action should be taken.
5. Prepare and submit projected costs and schedule of dates to the Director(s) at Large with adequate time to approve costs and notify club members of dates
6. Be responsible for the purchase of all necessary supplies, party favors, etc.

**ARTICLE SEVEN - EXPENDITURES**

Club members requesting reimbursement for materials, supplies or other expenditures related to club activities and events shall:

1. Obtain permission from the Board of Directors for any expenditure.
2. Obtain written approval from the Board of Directors and majority vote from club members for expenditures of \$500.00 (Five Hundred Dollars) or more.
3. To obtain reimbursement, the member shall submit the written approval along with original copies of the receipts to the Treasurer. Or seek to have the company invoice The Club directly.

**ARTICLE EIGHT - ALTRUISM**

Designated charities shall be approved by the Board of Directors. Events and activities will have a portion of the proceeds donated to a designated charity, determined prior to the event. 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. Club members may recommend charities to the Board of Directors.

**ARTICLE NINE - MISCELLANEOUS**

All material, including t-shirts, promotional items, raffle donations, auction donations / gifts, material of financial, acquired by any member in the name of The Club for express purpose of The Club use must be

presented to the Board of Directors. Items may not be used for personal use. The Board of Directors will vote for disposition of all items acquired for The Club.

Any charges imposed on The Club due to insufficient funds by any club member will be charged to that club member. The Club shall not loan money or guarantee the obligations of any member of The Club.

### **ARTICLE TEN - WAIVER OF LIABILITY**

The Club neither approves nor assumes responsibility for actions by any member which may result in deliberate injury to persons or damage to property. The Club is not responsible for loss or damage to personal property at any club event or any personal injury.

No club member, officer or entity of The Club is authorized to contact HQ Management or Margaritaville, Inc., its successors and/or assigns, regarding promotional materials provided by the said organizations to The Club or any other matter pertaining thereto. All contacts to the aforementioned entities must be through PHIP.

The Club will not directly purchase or provide alcohol for any event. Members are responsible for their own actions and asked to drink responsibly.

### **ARTICLE ELEVEN - AMENDMENT AND ADOPTION OF BY-LAWS**

Once adopted, the By-Laws can be changed in the following manner:

1. Any proposed revision must be presented to the Board of Directors for approval.
2. Any approved revision will be presented to club members to review and comment for a period of thirty (30) days. After review period, club members shall accept or deny any revision by a simple majority vote taken via e-mail.

These By-Laws have been approved by the Board of Directors and now require final approval by club members with a simple majority vote taken via e-mail.

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President:

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Vice President:

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Secretary:

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Treasurer:

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Membership Director:

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Communication Director