

Strange Birds of Little Rock Parrothead Club Bylaws

Article I – General

A. Name: The organization shall be called the Strange Birds of Little Rock, also known as The Little Rock Parrotheads.

B. Purpose: The purpose of this organization is to promote the Strange Birds of Little Rock Parrothead Club as a humanitarian group sharing community and environmental information for majority approved mutual benefits. The organization will engage in activities that are charitable, educational, high-spirited and promote the general welfare of the community.

C. Statement of Purpose: The Strange Birds of Little Rock Parrothead Club is a not for profit organization dedicated to preserving and improving the environment. The Club 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 Buffett and a tropical spirit.

D. Disclaimer: We are recognized by, but in no way attached to Jimmy Buffett and his business interests. We are not associated with HK Management, MCA Records, Island Records or Margaritaville Records. We would like to stress that Mr. Buffett's name, his song titles, lyrics, names of businesses owned by Mr. Buffett, and the term "Parrotheads" are all registered trademarks and should not be used for the pursuit of profit. Clubs are allowed the use of "Parrotheads" on t-shirts and Club merchandise, but not Jimmy Buffett's name.

Article II – Membership and Dues

A. Club Membership: Membership in The Strange Birds of Little Rock shall be open to all, regardless of sex, creed, national origin or sexual preference. A member shall be considered in good standing as long as his/her dues are current.

B. Dues: All Renewals are: \$24 per person; members' children under age 18 are free. Memberships become eligible for renewal annually on January 1, unless prorated for new memberships. (Note: All dues paid online will incur a nominal charge to cover cost of credit card processing.)

C. If you are a brand new member and join between:

1. January 1 to September 30 - Prorate equal to \$2 per month remaining in the current year
2. October to December - \$30 per person (Includes October of current year to December of following year)
3. All applications submitted and paid online will be for the entire year and not prorated. (Note: All dues paid online will incur a nominal charge to cover cost of credit card processing.)

D. Denial of Membership: The Executive Board may deny membership in The Strange Birds of Little Rock to any person whom the Executive Board determines, by unanimous vote, does not meet the requirements for membership.

E. Requirements for Membership: All potential members must have a desire to leave things a little nicer than they found them, enjoy doing things with a Caribbean Flair and desire a License to Chill year-round. All potential members must agree to uphold this Club's motto to "Party With A Purpose!"

F. Conduct: All members agree to recognize and adhere to the club's attached "Code of Conduct." Infractions are subject to actions stated in Article VI.6.

Article III – Meetings

A. Social Meetings: The club shall attempt to schedule at least one social event each month. These events will normally include some type of charity fund raising event.

B. Business Meetings: General business meetings will occur at least once per quarter. These meetings will be conducted by the club president, or in his or her absence using the normal line of succession; the Vice-President, the Treasurer, the Public Relations Officer, and the Keeper of the PHlock. Any member in good standing may attend the business meeting. All present will conduct behavior in a professional manner, or will be asked to leave until they feel they can conduct such behavior in a professional manner. All club decisions at the business meeting will be by a simple majority vote of those present. Minutes will be taken at all business meetings and reported at the following meeting.

C. Executive Board Meetings: The Executive Board will meet on an as-needed basis, at least semi-annually. Semi-annual meetings will occur during the months of February and October, at a minimum. New business from members-at-large may be added to the agenda and presented at Executive Board Meetings with adequate advanced notice to allow time for proper discussion and necessary research. Minutes from these executive meetings will be made available to all members in good standing and reported at the next general business meeting.

Article IV – Chapter Officers, Elections and Executive Board

A. Officers and Elections

1. Officers: Beginning with the election of 2012 – President, Treasurer, and the Public Relations positions will be for a two (2) year term. The Vice-President and the Keeper of the PHlock positions will be for a one (1) year term.

2. Beginning with the election of the 2013 Vice-President and the Keeper of the PHlock positions will be for a two (2) year term. All terms of office will expire on the day of the club's annual birthday party in April of the appropriate year.

3. As of the 2013 elections, all positions will be for a two (2) year term. This will allow for an over-lap of institutional knowledge and sustainment of experience.

4. Election Officer: The Executive Board will appoint an Election Officer to conduct and oversee the next election procedure on or before February 29th. The election officer shall operate within the guidelines provided by the Executive Board. The election officer shall maintain the privacy and integrity of all assigned duties.

5. Nominations: The Election Officer shall initiate a "call for nominations" to all members in good standing for the offices on or before March 1st. This notice will include the offices to be voted on, the dates and terms of the upcoming election and a statement that the election will be by ballots voting for a simple majority. Nominations may be delivered in person at the general meeting of March, and be placed on the ballot.

6. Elections: The election officer shall e-mail ballots to all members in good standing on or before March 15th. A single membership shall receive one ballot and a family membership shall receive two ballots. Each ballot will include the name of the member for whom it is intended. The ballot will include all offices to be elected and all qualified nominees for each office. It shall also include the name of the election officer and an address to where they can be mailed.

7. All ballots must be received by the election officer no later than the April PHlocking. Final results of the election shall be tabulated before the end of the 3rd weekend in April and announced at that time. The election officer shall then seal all ballots to be maintained for 30 days and then destroyed.

B. Executive Board: The Executive Board will consist of the President, Vice-President, Treasurer, Public Relations Officer, the Keeper of the PHlock and the last Past President. The Executive Board will be responsible for insuring all club activities are conducted within the guidelines PHiP and the Club Statement of Purpose outlined in these bylaws.

The Executive Board will be empowered to make decisions between business meetings to ensure these goals are met. All decisions will be by consensus, with each member having one vote. The Past President may serve as a tiebreaker if consensus cannot be reached.

Any and all Executive Board decisions will be reported at the next general business meeting. The Executive Board will act on recommendations received from the general membership at general business meetings. The Executive Board will then forward projects and visions for the club at the next general business meeting. All votes of the Executive Board are subject to a quorum of 3 of the executive board members.

C. Responsibilities of Officers

1. President: The President shall be the principal executive officer of the organization, in charge of the business and affairs of the organization. The President shall assure that the resolutions and directives of the Executive Board are carried out, except in those areas where the Executive Board assigns the responsibilities to another person.

The President shall:

- a. Have such powers and duties as are usually exercised by such an officer.
- b. Be the Executive Officer of the corporation and preside at the Annual Convention, any special meetings and meetings of the Executive Board.
- c. Be an ex-officio member of all committees.
- d. Have the power to call Special Meetings of the organization and Special Meetings of the Executive Board.
- e. Manage all other matters assigned by the Executive Board.

f. Timely transfer of all documents related to this position.

g. Have one vote in all matters before the Executive Board concerning the Little Rock Parrothead Club.

h. Appoint, subject to approval of the Executive Board, and except as provided elsewhere in these bylaws, members to Standing Committees and Special Committees, and vacancies.

i. Deal with and try to resolve complaints and negative issues within the Club and with PHiP.

j. Serve as liaison with PHiP, and with other Parrothead Clubs; or designate this role to another member of the Executive Board.

2. Vice-President

The Vice-President shall:

- a. In the absence of the President, have the powers and duties of the President.
- b. Act as liaison between the committees and the Executive Board.
- c. Participate in solicitation of bids, site selection of phlockings and official gatherings, attend planning sessions when necessary and be knowledgeable in all the aspects of meeting planning for the organization.
- d. Perform all other duties incidental to the office or as assigned by the President or the Executive Board.
- e. Timely transfer all documents related to this position.
- f. Have one vote in all matters before the Executive Board concerning The Little Rock Parrothead Club.

3. Treasurer

The Treasurer shall:

- a. Manage all accounting and financial activities of the organization.
- b. Maintain adequate books for the organization according to accepted accounting practices.
- c. Obtain prior approval of the Executive Board for the administrative costs required for the monthly operation of the organization.
- d. Maintain the checking accounts for the Little Rock Parrothead Club operating budget.
- e. Present all investment proposals to the Executive Board for discussion prior to making the actual investment.

- f. Submit a quarterly financial statement to the Executive Board, and submit an annual financial statement.
- g. File all tax returns and corporation papers on an annual or "as needed" basis in compliance with federal, state and local laws.
- h. Oversee an annual audit of the previous year's records.
- i. Timely transfer all documents related to this position.
- j. Have one vote in all matters before the Executive Board concerning The Little Rock Parrothead Club.
- k. Prepare and present an annual operating budget for the Executive Board's approval.

4. Public Relations Officer

The Public Relations Officer shall:

- a. Communicate, Organize and disseminate all public information concerning the Little Rock Parrothead Club
- b. Inform the news media of charitable club activities in a timely manner
- c. Act as spokesperson for the Little Rock Parrothead Club when needed and prepare others to speak to the news media when appropriate
- d. Maintain a publicity record of club activities and support this information with clippings and other appropriate media
- e. Serve as liaison between club members and various charitable organizations that benefit from sanctioned Little Rock Parrothead activities
- f. Have one vote in all matters before the Executive Board concerning The Little Rock Parrothead Club.

5. Keeper of the PHlock

The Keeper of the PHlock shall:

- a. Develop and initiate retention programs.
- b. Keep an accurate and complete permanent written record of all Executive Board meetings, and posted within 14 days of meeting.
- c. Keep an accurate and complete permanent written record of all business meetings, and posted within 14 days of meeting.
- d. Timely transfer all documents related to this position.
- e. Have one vote in all matters before the Executive Board concerning The Little Rock Parrothead Club.

D. Officer Eligibility Requirements: All Club officers and Executive Board members shall be members in good standing for no less than one year prior to nomination/appointment.

E. Vacancies: Vacancies in all positions can be created by resignation, abandonment of duties or by violation of any articles of the Bylaws. A position shall be defined as abandoned if the officer is absent from all business meetings without just cause for a period of two consecutive months. Persons filling vacancies shall be appointed for the duration of the term by a majority vote of the Executive Board.

F. Removal:

1. Any member of the Executive Board may be removed from office for "just cause" including, but not limited to malfeasance, nonfeasance, and misfeasance, gross negligence in office, omissions or actions determined by the Executive Board to be a detriment to Parroheads in Paradise, Inc.
2. Executive Board members missing three (3) consecutive planned meetings are deemed removed.
3. A written motion for removal will be brought before the entire Executive Board by any member of the Executive Board, who shall distribute the motion to the remaining executive board members for consideration.

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

5. Vacancies in all positions can be created by resignation, abandonment of duties or by violation of any articles of the Bylaws. A position shall be defined as abandoned if the officer is absent from all business meetings without just cause for a period of two consecutive business meetings. Persons filling vacancies shall be appointed for the duration of the term by a majority vote of the Executive Board.

Article V – Committee

A. General: The following standing committees are established in order to maximize involvement and participation of the Club members. Web page, Newsletter, Events, Merchandise, Membership. Other special committees may be established by the President, Executive Board and/or general membership to deal with specific projects. These appointed positions are non-voting positions.

B. Committee Roles:

1. Web page: Maintain and keep Club internet Web Site current

2. Newsletter: Ensure the Club Newsletter is published at least four times annually; normally January, April, July and October delivery.

3. Membership: In conjunction with the Keeper of the PHlock, ensures that there is an active recruiting program for new members and renewals within the Strange Birds of Little Rock PHC. Works with the treasurer to ensure membership lists are accurate and renewals are sent out on time. Maintains membership rolls and renewals, and communicates all changes to the Executive Board on a monthly basis.

4. Merchandise: Maintains an adequate supply of Club merchandise with proceeds going towards funding to Strange Birds of Little Rock PHC events.

Article VI – Miscellaneous

A. Adoption of Bylaws: The power to alter, amend, or repeal the Bylaws or adopt new Bylaws shall be vested in the Executive Board and ratified by the members in good standing. Voting shall comply with Article IV.A, such actions may be taken at regular or special meetings, or by written submission to the President. If the ratification vote is to be by e-mail, each member shall cast a ballot bearing their e-mail address, in a timely manner, not to exceed 14 days from receipt. Failure to comply will be considered abstention. A two-thirds majority of the voting members is required to pass any amendment to these Bylaws.

B. Resignation: Any member may resign their membership with the Little Rock Parrothead Club by filing a written resignation to a member of the Executive Board. Resignation shall not entitle a member to a refund of any dues.

C. Infractions of Bylaws:

1. Any current member of Strange Birds of Little Rock PHC may submit in writing only, a detailed statement regarding the alleged infraction(s) of these Bylaws to the Strange Birds of Little Rock PHC Executive Board. The submission must be made within 30 days of the alleged infraction(s) and must be clearly written, signed and dated.

2. The Executive Board will inform, by letter, the Club member of the alleged infraction(s) against them, along with the name of the accusing member. The member will be given 30 days to provide a written response to the Executive Board. If the member does not respond within 30 days the Executive Board will move forward to a decision without the member's input.

3. At the next scheduled Executive Board meeting, after the 30 day deadline, the Executive Board will make one of the following decisions:

A) No Action – the alleged infraction has been considered by the Executive Board and no action will be taken.

B) Action – The alleged infraction has been considered by the Executive Board and action is being taken as determined by a unanimous decision by the Executive Board. The specific action is entirely left to the discretion of the Executive Board and is to be based only upon the stated infraction.

4. If action is taken against the accused member, a letter informing the member of the Executive Board's decision will be mailed within 30 days of the decision. The member who submitted the infraction will be provided a copy of the Board's decision.

5. The Executive Board may suspend any Strange Birds of Little Rock PHC member whom the Executive Board determines no longer meets the requirements for membership set forth in Article II of these Bylaws and/or Code of Conduct. This requires a unanimous vote, and this will suspend such member's rights, privileges and membership in the Strange Birds of Little Rock PHC.

6. At the next scheduled general meeting, the membership shall be informed of the decision and the information will be properly recorded in the Club's minutes.

7. Strange Birds of Little Rock PHC Executive Board decisions are final.

D. Concert Point System of LRPHC: The point system will run from the first event after the (most) local Jimmy Buffett concert until the points are due for ticket purchase. No more than two tickets per member household will be available to the highest earners. This figure may be adjusted by the Executive Board based on ticket availability. Ties may be broken by lottery. All qualified members will be given a deadline for purchase of these tickets. If that deadline passes the opportunity to purchase will go to the next member with the highest total. All points will be awarded as per the following schedule subject to the approval of the Executive Board:

1. Officers and Committee Chairs: 10 points
2. Organizing a charity: 5 points
3. Actively serve on any committee: 5 points
4. Participate in a charity function, community service project: 3 points
5. Assist in planning a phlocking: 3 points
6. Special contributions/Projects (write newsletter article, attend business meetings, and contribute prizes): 2 points
7. Additional points may be awarded for other activities as determined by the Executive Board.

E. Altruism: Events and activities sponsored by Strange Birds of Little Rock PHC will have a portion of the proceeds raised donated to a designated charity. The Club will donate time and or money to at least one local charity per year. The Club will be involved in at least one environmental cause per year. The Events Committee has the responsibility to make recommendations to the general membership as to which charities to support. Individuals may also recommend charities through the Events Committee.

F. Expenditures/Reimbursements/Budgets: Strange Birds of Little Rock PHC members wishing to be reimbursed or approved for expenditures for club related activities such as, but not limited to, construction materials, necessary supplies for club events and other official club events should, prior to spending moneys shall:

1. Obtain written approval from any Executive Board member for expenditures for less than \$50.00.
2. Obtain written approval from the Executive Board for expenditures of \$50.01 to \$999.99.
3. Obtain written approval from the Executive Board for expenditures of \$1000.00 or more. Approval shall be approved by the Executive Board with first obtaining a vote of approval from the membership at a regular business meeting.
4. To obtain reimbursement, the member shall submit the written approval along with receipts to the Club treasurer.

G. Property: Any property belonging to the Little Rock Parrothead Club shall not be used, transferred, acquired, divested or consumed by any person without written consent of the Executive Board following a majority vote of approval. The term "property" includes all property real or personal, tangible or intangible, which may be owned, created by or in the possession of the Little Rock Parrothead Club absent an overriding legally enforceable contract.

H. Code of Conduct:

1. It is the intention of the Little Rock Parrotheads to provide social, community service, environmental projects 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 and hosts and their 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.

2. Members of the LRPH, by virtue of their membership agreement, agree to demonstrate personal responsibility for their words, actions and deeds and not to exhibit behaviors that are harmful to themselves and the other members, guests and hosts or their 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 community, environment and charitable ideals that we seek to uphold.

3. LRPHC 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 LRPH you have indeed agreed to "Party with a Purpose" in a most responsible fashion!

These Bylaws were most recently amended on December 10, 2016 by a vote presented to the Executive Board.