

SPACE COAST PARROT HEAD CLUB BYLAWS

ARTICLE I ORGANIZATION

A. Name:

This organization shall be known as Space Coast Parrot Head Club, here in after referred to as SCPHC. No person or group may enter into activities in which the name of SCPHC is used or associated without subsequent approval of the Board of Directors.

B. Purpose:

SCPHC is a 501c7, Federal tax-exempt organization dedicated to preserving and improving the environment. It is a volunteer social organization with community and environmental concerns. The Club strives to be a source of enjoyment, relaxation and fellowship and to provide a variety of activities for people with the tropical spirit personified by Jimmy Buffett music and other Trop Rock musicians.

C. Mission:

The mission of SCPHC is to leave the world a little better than we found it and have a good time doing it.

D. SCPHC's fiscal year shall be January 1 – December 31.

E. The zip code defining SCPHC's "center of activity" for the Parrot Heads In Paradise (PHIP) Inc. PHIP purposes is 32953.

F. SCPHC's official postal address shall be: P O Box 410684, Melbourne, FL 32941.

G. Affiliation:

The Club has been created and chartered under the auspices of the Parrot Heads In Paradise (PHIP) Inc., the nationally sanctioned Parrot Head Club. SCPHC and PHIP maintain no other legal affiliation. PHIP and/or its Board Members will not be held liable or accountable for the actions or behavior of SCPHC or any of its Members. In case of a conflict between bylaws, the bylaws of PHIP shall take precedence. If not covered by SCPHC or PHIP bylaws then Robert's Rules apply.

H. Notification of events must be submitted to President via email for approval and distribution. The appropriate email can be found on the SCPH website.

ARTICLE II MEMBERSHIP

Membership will be open to all who have the desire to contribute for the betterment of their community and environmental concerns while having fun and leaving something positive behind.

A. An active Member in good standing shall:

1. Pay dues set forth by SCPHC.
2. Adhere to bylaws adopted by the Membership of SCPHC as well as Parrot Heads In Paradise, Inc.
3. Have an interest in Community Service and environmental concerns.
4. Participate in Club activities.
5. Not act on behalf of the Club without approval from the Board of Directors. This applies to, but is not limited to, planning events, requesting donations, and posting to internet sites.
6. Have a completed "active" Membership form on file.
7. Pursuant to the request of HK Management, The Howard Rose Agency, and Margaritaville Holdings Inc., no SCPHC Members, Board of Directors Members, or founder is authorized to contact any of these organizations regarding Jimmy Buffett concert tickets or any other matter pertaining to Parrot Heads in Paradise, Inc. Any and all communication shall be through Parrot Heads in Paradise, Inc. (PHIP).

B. Annual dues:

1. Membership dues are based on a standard calendar year of January through December.
2. All new Membership applications received between the September Phlocking and the end of the current calendar year are valid through December 31 of the following year.
3. Membership dues and renewals are due by January 1 of each Membership year.
4. Any Members with dues in arrears will be considered inactive as of January 15. Payment of said dues will reinstate Membership.
5. If Membership is terminated or the Member wishes to withdraw from the Club, dues will not be refunded.
6. The Board of Directors shall determine the Club dues, with input from the general Membership, and what is in the best interest of the Club. Dues are currently \$30 a year for each new Member, and \$25 a year for each renewal. Dues are not required for Keets.
7. Types of Membership.
 - a. Adult with voting privileges
 - b. Keet (children under 21 living in same household as an adult) No voting privileges

8. The Board of Directors can waive, reduce or extend the deadline for payment of dues for any Members due to financial hardship. Requests for such provisions must be submitted in writing to the Board of Directors 30 days prior to the fiscal year.

C. Removal of Membership:

1. Any Member may be terminated or denied renewal of Membership with just cause including but not limited to, gross misconduct, failure to adhere to responsibilities as specified in the bylaws, or actions determined to be a detriment to the organization as a whole.
2. A written motion for removal can be submitted by any SCPHC Member or by any person related to a Club activity, to any Members of the Board. Once the complaint has been received by the Board, a letter outlining the complaint will be sent to the Members against whom the complaint has been filed. The letter should contain the specifics of the complaint, the Club's bylaws regarding processing the complaint, and notice that the Members has the right to respond within 15 days. At the end of the 15 day period, the Board will decide if the complaint was justified and recommend actions as necessary, up to and including terminating Membership. A two-thirds majority of the Board is necessary for action.
3. Upon termination, all items belonging to the Club will be returned to the Club in current/good working order.
4. Once a Member has been terminated or denied renewal in accordance with the bylaws, approval of the Board of Directors is required for reinstatement.

ARTICLE III MEETINGS

A. PHlockings:

1. Will usually be held the third Thursday of each month or as determined by the Board.
2. Will be held at a Parrot Head Phriendly establishment in Brevard County, TBD.
3. Will be open to all Members, their guests, and the general public, a.k.a. potential Members.
4. Will include Club information, major Club issues and PHun night.

B. Board of Director meetings:

1. Will be held on a monthly basis, or as determined by the Board.
2. Meetings and dates will be determined and announced by the Board to promote maximum attendance by Members. Notification of upcoming meetings and a call for agenda items will be given approximately 7 days prior to a Board of Directors 'meeting.

3. Will be held at a Parrot Head Phriendly establishment in Brevard County,
4. Will be open to all Members in good standing. Members are allowed to attend although may request to speak only after business is conducted or on the agenda.

ARTICLE IV BOARD OF DIRECTORS

A. The Board of Directors shall consist of nine Club Members of good standing:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Membership Director
6. Community Service Director
7. Social/Entertainment Director
8. Members-at-Large
9. Past President

Note: the Phounder of the Club who will serve as consultant

- B. No Members that live in the same household can serve on the same Board unless special approval is given by the Board.
- C. A quorum of more than 50% of current Board Members will be required in all Club decisions. An absentee ballot will be allowed on matters of old business (previously discussed topics). A proxy will also be allowed but must be in writing (email acceptable) and state specifically if it covers only specific topics or the agenda as a whole. Email notification and vote is allowed on an important issue and the Secretary must record minutes of the approval email correspondence.
- D. Board of Director Members shall serve a term of two years, January 1 – December 31. To allow for continuity, a minimum of 4 Board Members shall be elected at the end of each year. The President shall not serve two consecutive terms. The President, Treasurer, Membership Director and Community Service Director will be elected one year. The Vice President, Secretary, Social/Entertainment Director, and Members-at-Large will be elected in the alternative year.

- E. The Board of Directors shall handle all business decisions of the Club. The Board will be responsible for ensuring all SCPHC activities are conducted within the guidelines of PHIP Inc. and within the bylaws of SCPHC.
- F. Outgoing/incoming Board Members shall work together for a smooth transition. All materials held by the outgoing Board Members shall be forwarded to the incoming Board Members in a timely manner and those materials shall be current and in good working order.
- G. Any Board Member may resign by filing a written resignation with the Board of Directors.
- H. Any Board Member may be removed from his/her position with “just cause” including, but not limited to, wrong doing, failure to perform job responsibilities, as specified in the bylaws, gross negligence in office, or actions determined to be a detriment to the organization as a whole. A majority vote of the remaining Board of Directors will be needed to remove a Members. Upon termination, all items belonging to the Club will be returned the Club in current/good working order. If a Board Member misses three consecutive meetings, they may be removed from the Board at the decision of the remaining Board Members. The Past President and Phounder are exempt from this rule.
- I. All Board of Director positions will be elected by the Club Members during the regular Club election period. In the event a position does open on the Board between elections, an open invitation must be submitted, via email, to the entire PHlock, soliciting volunteers to apply for the empty seat. Once names have been submitted, the Board will vote on the candidates and make necessary approvals.

ARTICLE V BOARD OF DIRECTOR DUTIES

All Board Members will, to the best of their ability, perform their listed duties and represent the Club in a positive manner.

A. President:

1. Chair all business meetings.
2. Be the designated contact for all PHIP business.
3. Interface with other Clubs and pass items of interest.
4. Shall handle all public relations/publicity.
5. Receive end of year reports from Board Members.
6. Receive committee reports from committee chairs.

7. Can delegate any of these duties to another Board Members or a Members in good standing as needed.
8. Shall submit end of year and mid-year reports to PHIP and to Club scribe for records of the Club.
9. Moderate all communications to the Club Members. This may be delegated to another Board Members.
10. Appoint a committee of three Members who are not currently serving Board Members to conduct an annual audit of the Club's finances. The audit should be conducted as soon as possible after the close of the Club's fiscal year and reported to the President not later than 60 days from the end of the fiscal year.)
11. Submit year-end report to PHIP and the Club Secretary for record keeping.
12. Must be a Members of SCPHC in good standing for at least a year.

B. Vice President:

1. Ensure meetings of the Board of Directors are conducted in an orderly manner and within the guidelines of the SCPHC and PHIP.
2. Maintain and update the bylaws for the SCPHC and amendments thereto as records of the Club.
3. Fulfill any or all duties of the President if/when he/she is unable or incapable of doing so.
4. Ascend to the office of President in the event that the President resigns or is removed from office.
5. Advise and assist the President as necessary.
6. Act as the secondary contact with PHIP.

C. Secretary:

1. Recorder of all meetings.
2. Maintain end of term reports from The President as records of the Club.
3. Maintain committee reports from The President as records of the Club.
4. Notify the President if unable to attend an event so that arrangements can be made for a substitute.
5. Submit the meeting minutes within 10 days to The Board for loading to SCPHC website for viewing by the Membership.

D. Treasurer:

1. Shall secure (with Board of Director approval) and maintain the Club bank account.
2. Prepare and timely file the applicable yearly Tax-Exempt Return with the IRS.
3. Prepare, timely file and pay the annual Corporate Report with the State of Florida.
4. Collect dues, fees, and other funds of the Club and deposit said funds in to the Club bank or financial institution.
5. Record all financial transactions.
6. Submit financial reports monthly at Board of Director meetings to include detail accounts of all expenses.
7. Receive all bills/receipts for reimbursement.
8. Shall submit end of year report to the President.
9. Work with the Membership Director to keep a current Membership list in order to ensure that renewal notices are issued to all Members.
10. Must be a Members of SCPHC in good standing for at least a year and preferably with a background in accounting/bookkeeping.

E. Membership Director:

1. Receive Membership applications and recruitment of new Members and wannabes.
2. Shall keep a current roster of all Members in good standing.
3. Will notify Membership of annual dues renewal in the beginning of fourth quarter.
4. Marketing of the Club to promote the Club and Membership.
5. Respond to requests for Membership information.
6. Work with the Treasurer to ensure Membership lists are accurate and cross-reference dues and renewals payments.
7. Shall submit end of the year report to the President.
8. Make available a monthly Membership report to the Board of Directors, or as needed.
9. Ensure a “Welcome Letter” is emailed to new Members describing the Club’s purpose and coming events.
10. Ensure each Members is provided with an official Club Badge and maintain an adequate supply of badges and laminating pouches.
11. Count the Members at the Phlocking and report at the next Board meeting.

F. Community Service Director:

1. Submit a list of recommendations of Lucky Stars and other Community Service projects to the Board for approval of the Board of Directors at the first Board meeting of the year.
2. Set the Community Service Calendar for each year and adjust as necessary throughout the year.
3. Work with the committee chairpersons in charge of Community Service events.
4. Shall be liaison and coordinate Club Community Service projects.
5. Track volunteer hours for Club Members and after four events, issue appropriate badges and award Community Service T-shirts.
6. Set up raffle table at Phlocking for charities.
7. Set up at least one volunteer opportunity per month.
8. Shall submit a report after each major event to the President.
9. Shall submit end of the year report to the President.

G. Social/Entertainment Director:

1. Submit recommendations of Club social events for approval by the Board of Directors.
2. Oversee all Club social events through coordination of and with committee chairs and event coordinators as appropriate.
3. Coordinate monthly PHlockings and entertainment.
4. Submit the times and locations of all major Club social events to the SCPHC Webmaster for publication to the Membership.
5. Shall submit a report after each major event to the President.
6. Shall submit end of year report to the President.

H. Members-at-Large:

1. Interact with the PHlock and bring their ideas, issues, concerns, or questions to the attention of the Board of Directors.
2. Ensure Website is updated on a consistent basis including the Club calendar

I. Past President:

1. Assist New President with duties of the Office.
2. Assist New President with Reports due to PHIP.
3. Provide Board of Directors with guidance on Club Business.
4. Co-Ordinate Transition with other Club leaders in Region/PHIP.

J. Phounder Of SCPHC is Pat Clawson.

ARTICLE VI ELECTIONS

- A. President will solicit volunteers for Election Officer (EO) during the 4th week of August. Board will vote for the EO from all candidates received. Vote for the EO will take place at the September Board meeting.
- B. The EO is a non-voting position and will expire at the end of the election process. EO must be a Member in good standing and cannot live in the same household as any current officer or nominee.
- C. The EO shall propose at least 2 web-voting sites for the Board to consider using for the election. As a minimum the EO shall provide the website name, web address (URL), any costs for using the site, and key attributes of the websites. The EO will provide the proposed websites to the board two weeks after the September Board meeting. The Board will select the website to be used at the October Board meeting and inform the EO. The EO is responsible for configuring the selected website for the election.
- D. The EO will solicit nominees for open Board positions starting at the September Phlocking with a deadline for nominees of September 30th. On October 1st, the EO will announce the nominees and election date. Nominees who have been nominated by a Member will be contacted by the EO to confirm that they are willing to serve in the position they have been nominated for prior to the election.
- E. Candidates will be able to campaign from October 1st until the October Phlocking.
- F. After the October Phlocking, the EO will send electronic ballots via the Board-approved website to all Members in good standing. Membership Director will provide the list of Members with email addresses to the EO. In the event 2 people in the same household share an email address, one person would be allowed to vote via email to the EO. Voting will be held until October 31st.
- G. The EO will keep results confidential until the voting period has ended. After the voting is complete, the EO will consolidate the results and provide them exclusively to the Board for review, reconciliation, and subsequent announcement.
- H. If a tie vote occurs the tiebreaker for each office will be the majority vote of the Board.
- I. If a nominee runs unopposed, they shall assume the position.
- J. Newly elected Board Members will assume duties on January 1.
- K. The President shall inform the candidates and the PHlock of the election results.

ARTICLE VII SOCIAL/COMMUNITY SERVICE COMMITTEE CHAIRPERSONS

- A. Committee Chairpersons are not required to be on the Board of Directors but must be Members in good standing of SCPHC.
- B. Submit an expense budget during the planning stage to the Board for approval.
- C. Ensure that special events and functions are planned and completed in a timely manner.
- D. Work closely with the Board of Directors on all projects/events.
- E. Keep the Board of Directors informed on all plans and progress.
- F. Committees will not be formed without the specific guidance and knowledge of the SCPHC or the Board of Directors.

ARTICLE VIII FINANCES

A. Contracts:

- 1. No SCPHC Members or director shall have the authority to represent SCPHC in any capacity, contract, obligation, function, or event, without the express authorization of the Board of Directors.
- 2. No loans shall be contracted on behalf of the Club.

B. Checks:

- 1. All checks, drafts, or other orders for the payment of moneys, notes, or other evidence of indebtedness issued in the name of SCPHC shall be signed by the Treasurer and/or the President.
- 2. Any charges imposed on the Club due to insufficient funds by a SCPHC Member will be charged to that SCPHC Club shall be deposited on a timely basis.
- 3. Credit will not be extended to any Members of the SCPHC including the Board of Directors.
- 4. Any funds owed to the SCPHC must be paid prior to receipt of any concert tickets.

C. Reimbursement:

- 1. SCPHC Members wishing to be reimbursed for SCPHC related activities or supplies necessary for official SCPHC events, prior to spending money shall:
 - a. Obtain written approval from the Treasurer for expenditures less than \$50.00.
 - b. Obtain approval from the Board of Directors for expenditures of \$50.00 or more.
 - c. To obtain reimbursement, the Members shall submit the original receipts to the Treasurer.

d. Reimbursement to Members will always be made by check to provide proper documentation and support and will never be made by netting out of receipts or proceeds.

2. Seed funds. Events not funded out of the General Fund may be seeded by the General Fund, at the direction of the Board, but are expected to return the seed money and any profits they make to the General Fund.

3. Distribution of monies raised for specific charities: Committees that raise money for a charitable cause will deposit the monies in the General Fund, and inform the Treasurer which monies will be designated for a specific charity.

E. Gifts:

1. The Board of Directors may accept, on behalf of the organization, any contribution or gift for the general purpose of the organization.

2. Any and all contributions or gifts must be turned over to the Board of Directors.

3. Until such time that the organization receives an IRS tax exemption determination letter, the following disclosure statement must be included on all new Members applications, renewal notices, any written solicitations and broadcast solicitations (including incoming calls in which Membership is discussed): "This contribution is not deductible as a charitable contribution for federal income tax purposes."

ARTICLE IX CONCERT TICKETS

When and if Jimmy Buffett concert tickets should be made available for Club Members to purchase:

A. A ticket administrator will work under the PHIP guidelines and from the local point system to ensure all qualified Members in good standing are awarded an opportunity to purchase PHIP designated concert tickets. These tickets are a privilege, not a right. They are made available to the most "active" SCPHC Members as a reward for their volunteerism. If the event covers more than one day, additional points can be earned for each day worked.

B. Only SCPHC Members in good standing will be eligible for Club tickets. Each eligible SCPHC Member will have access to ONE ticket. Tickets issued by PHIP, Inc. may be used ONLY by SCPHC Members, or Members of a chartered PHIP Club.

C. If a ticket is purchased, and then cannot be used for any reason, that ticket must be returned to the SCPHC to be made available to the next available Members. The ticket administrator will make all attempts to resell the ticket to eligible Members. If a ticket cannot be resold, the original owner of the ticket will assume liability for the unsold ticket.

D. Your check for the ticket must be received by the deadline imposed or you will forfeit your option and your check will be returned without a ticket. If the bank returns your check for insufficient funds, your tickets will be forfeited. Cash or money orders will be accepted as payments for tickets as well.

E. In the event SCPHC has access to concert tickets other than PHIP issued, the Board of Directors may approve non-Club Members use, i.e. when raffled for a charity organization or as a reward for a “Phriend” of the Club.

ARTICLE X DISSOLUTION OF SPACECOAST PARROT HEAD CLUB

- A. Dissolution of the SCPHC shall require an affirmative vote of a majority of active Members, entitled to vote, who are present at a meeting called exclusively for such purpose.
- B. At the time of the decision to dissolve the Club, SCPHC property shall be sold to current Members or donated to another Parrot Head Club or a charitable organization. The money raised by the sale of property will be deposited into the SCPHC bank account.
- C. Upon dissolution, the Board of Directors, after paying or making provision for payment of all the liabilities of the SCPHC, shall arrange for the distribution of the remaining assets to a charity of the Board of Director’s choice.

ARTICLE XI ADOPTION AND AMENDMENT OF BYLAWS

- A. These bylaws will go into effect for an indefinite period no later than 9/7/2021.
- B. A majority vote of the Board of Directors will be required to ratify/accept these bylaws for the PHlock and any future amendments to the bylaws.

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