

Central Texas Parrot Head Club Bylaws

Article I General

A. Name

The organization shall be called Central Texas Parrot Head Club (CTXPHC).

B. Purpose

The purpose of the organization is to promote CTXPHC as a humanitarian group-sharing community and environmental information for majority approved benefits. The organization will engage in activities which are charitable, high spirited, and promote the general welfare of the community.

C. Statement of Purpose

CTXPHC is a non-profit corporation, incorporated in the State of Texas, whose purpose is to assist in community and environmental concerns and provide a variety of social activities for people who are interested in the music of Jimmy Buffett and the tropical lifestyle he personifies.

D. Disclaimer

We are recognized by, but in no way attached to, Jimmy Buffett and his business interests in Key West, New Orleans, Charleston, and Orlando. 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 "Parrot Head" are all registered trademarks and should not be used for the pursuit of profit. Clubs are allowed to use the term "Parrot Head" on t-shirts, etc., but NOT Jimmy Buffett's name.

Although group tickets are made available to the clubs through Jimmy's management, each club must first show some level of community service activity, over an initial ONE YEAR period, and submit a report bi-annually (through information in their respective club newsletters or by letter/email) to the Director of Membership of Parrot Heads in Paradise, Inc. All clubs are required to comply with the guidelines set forth by Parrot Heads in Paradise, Inc.

Article II Membership and Dues

A. Club Membership

Membership in CTXPHC shall be open to all, regardless of sex, creed, national origin, or sexual preference. A member will be considered in good standing so long as his/her dues are current. Members must be 18 years old or older (unless under a Family Membership) and that they agree to abide by the CTXPHC Code of Conduct and pay their dues by 1/31 of every year to be in good standing.

B. Dues

The annual dues of CTXPHC will be as follows:

1. The annual dues every year will run continuous with one year enrollment. All renewals are due 1/31, regardless of the day the member joined. Any new member joining after 9/30 will get the remainder of the year included for free with their one year membership.
2. Renewal of dues is due on January 31st of each year and not later than the end of March of each year. Dues not received by the last day of March, will result in the removal of past due member from the club roster and no longer able to attend membership-only functions. The Board of Directors can extend the renewal deadline through the last day of March should they deem it necessary.

3. Cost-individual: \$25.00, and with children \$30.00, family: \$40.00 per couple and \$45.00 per household. An individual member is considered to be one adult. An individual with children is considered to be one adult with dependent children at the same address. A couple is considered as two adults sharing a single address but without children. A family is considered to be two adults and any dependent children living at a single address.

C. Code of Conduct

All members agree to recognize and adhere to the attached Code of Conduct; Infractions to the "Code" are subject to action by CTXPHC. All members are expected to show respect for:

- 1) other members
- 2) property at all events
- 3) members of the community

All members are expected to conduct themselves in a manner that insures that:

- 1) the "Parrothead Spirit" maintain a positive impression in our community
- 2) all members have a good time
- 3) good is done in our community

A club member may have their membership revoked with a pro-rated refund of dues if a formal complaint is presented to a member of the Board of Directors and the Board agrees by a majority vote that the complaint is serious enough to warrant such action.

Article III Meetings

A. Social Events

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. Board of Director Meetings

A BOD Meeting will be conducted monthly at a time and place deemed agreeable to all BOD Members and that any member is welcome to attend. All club decisions made at these meetings will be by a majority vote of BOD Members that are present. Minutes will be taken at the BOD Meetings, reviewed and approved by the majority of the BOD Members. The Minutes will then be posted for the membership before the next BOD Meeting the following month. In the event that there is a disagreement about the Minutes by the majority of the BOD, the dispute will be discussed at the following BOD Meeting and the Minutes will not be posted until AFTER the BOD discussion and a resolution has been decided upon.

C. General Meetings

A General Meeting will be conducted on a quarterly basis and all members are urged to attend. Any member can present business at a General Meeting for discussion. Any items requiring further action will be addressed at the following Board of Director's Meeting.

Article IV Officers and Committees

A. Officers

1. The Officers shall comprise of the Board of Directors. "Officers", "Board of Directors" and "Board" are synonymous for the purposes of these guidelines. Officers are elected by majority vote of the Membership during the year.

2. Requirements for Elected Officers

- Must be nominated by a member who is in Good Standing with the club.
- Must be a member in good standing with the club.
- Must possess general experience and resources necessary for the position.
- Display enthusiasm for the growth and development of the club.

- BOD Members cannot miss more than 3 BOD Meetings per year unless there are extenuating circumstances that the BOD has been made aware of and have approved.
- Officers should make reasonable efforts to attend all events that their personal situations permit. If not present arrangements should be made for duties to be covered in advance.

B. Receiving the New Board of Directors:

- January hand-off meeting for the incoming and outgoing Board of Directors must be attended by all previous Board Members and new Board Members. All officers shall pass on all materials, books, notes and records for the present and prior years to the new Board of Directors.

C. Responsibilities of Officers:

President

- Shall be the Chief Executive Officer and liaison with other local groups and any other appointive officers with the approval of a majority vote of the Board of Directors.
- Shall chair all meetings and ensure that all meetings start on time and being with a basic overview of club business.
- Shall appoint all committee chairmen and any other appointive officers with the approval of the majority vote of the Board of Directors and shall make any other appointments deemed necessary by that body. Shall appoint and oversee all committee chairpersons.
- Shall be exclusively responsible for communication by e-mail to the general club membership and other clubs in Parrot Heads in Paradise, Inc. unless otherwise delegated by the President .
- Shall foster and maintain communication with other Parrot Head Clubs, local groups and other organizations when necessary .
- Shall be the official liaison between the club and Parrot Heads in Paradise, Inc. and Margaritaville, Inc. as provided for by the by-laws of Parrot Heads in Paradise, Inc. and prescribed by the guidelines set forth by Jimmy Buffett and Margaritaville, Inc.
- Shall cast one vote on all matters before the Board of Directors concerning club issues.
- In the event that a tiebreaker is necessary, a re-vote will take place to include Board of Directors, Committee and club members that are present at the meeting.
- Responsible for the concert ticket distribution based upon members' accumulated Parrot Points.
- Can organize a Bylaw Committee should it become necessary to make any modifications or amendments to the existing Club Bylaws.
- In the event of a vacancy on the BOD (unable to serve out term whether it be due to resignation or anything else), the vacancy will be filled by a member in good standing of the CTXPHC by the President, subject to a majority vote of the remaining BOD Members. The newly appointed member shall fill the remainder of the unexpired term of the BOD Member that is being replaced.

Vice President

- Shall attend Board of Director meetings.
- Shall assist the President in administering the business of the organization.
- Shall cast one vote on all matters before the Board of Directors concerning club issues.
- If the President's position should become vacant due to being unable to serve out their term, the Vice President shall preside until the next Presidential election.
- Shall be available to act in a supporting role to all other positions as needs may require.

Treasurer

- This position must be held by someone who has a working knowledge of basic accounting principles.
- Shall attend Board of Director meetings and have financial updates available.

- Shall manage all accounting and financial activities of the club.
- Shall maintain adequate books for the club according to accepted accounting practices.
- Shall have the books of the club ready for examination by any member of the Board of Directors upon request.
- Shall maintain the club's checking account.
- Shall file all official tax or financial papers in compliance with Federal, State and Local laws.
- Shall cast one vote on all matters before the Board of Directors concerning club issues.

Membership/Administration Director

- Shall attend Board of Director meetings.
- Shall promote club growth through new membership drives and events.
- Shall be responsible for welcoming new members, including a personal welcome, both by phone or e-mail and in person at their first event.
- Shall solicit new members at events when possible.
- Shall deliver a packet of information to all new members that includes pertinent club information.
- Shall add updated E-mail address corrections to distribution lists, as needed, to all of the club's distribution lists.
- Shall keep track of all members' accumulated Parrot Points in an electronic format that can be made available to any member upon request.
- Shall take Minutes at BOD and General Meetings and have them available in an electronic format.
- Shall provide manpower to man membership tables with knowledgeable and enthusiastic members at designated events.
- Shall cast one vote on all matters before the Board of Directors concerning club issues.

Philanthropy Chairperson/Committee

- Shall be responsible for the solicitation and promotion of ideas for activities in charitable areas.
- Shall oversee the organization and implementation of all charitable events and may request membership help in the form of committees to help accomplish these activities.
- Shall coordinate monthly, special charitable events with vendors, venues, sponsors, and club members.
- The elected Philanthropy Chairperson and President may choose 2 Philanthropy Committee Members and then those 2 committee members will additionally be approved by the BOD.
- The Philanthropy Chairperson/Committee would cast one vote (agreed upon by all 3 committee members) on all matters before the Board of Directors concerning club issues.
- At least one (if not all three) of the Philanthropy Committee Members shall be present at all BOD Meetings.
- Philanthropy Committee Members must abide by the same guidelines as other BOD Members.
- Selected events and/or activities sponsored by CTPHC will have a portion of the proceeds raised donated to a designated charity. The club will donate time and/or monies to at least one local charity and be involved in at least one environmental and/or community service cause each year.

Promotions Chairperson/Committee

- At least one (if not all three) of the Promotions Committee Members shall be present at all BOD Meetings.
- Shall be the primary contact for Regional Activities and Special Events.
- Along with the President, shall interface with other regional clubs for the advancement of the club and the Parrot Heads in Paradise, Inc.
- Shall coordinate with vendors, venues, sponsors and club members for special monthly events.

- Shall be in charge of notifying the local media of club events and functions when appropriate.
- The elected Promotions Chairperson and President may choose 2 Promotions Committee members and then those 2 committee members will additionally be approved by the BOD.
- The Promotions Chairperson/Committee would cast one vote (agreed upon by all 3 committee members) on all matters before the BOD concerning club issues.
- All Promotions Committee Members must abide by the same guidelines as other BOD Members.

D. Committees

General: The President shall appoint all Committee Chairpersons with the approval of the majority vote of the Board of Directors.

- No appointed chairperson will have a vote in any Board of Director decision.
- The Board of Directors will determine the chairperson's term of office.
- The chairperson may be removed by a 2/3 vote of the Board of Directors.
- The chairpersons may include, but are not limited to the following:

Webmaster

- Shall be responsible for the web site design and maintenance.
- Shall be responsible for updating the web site with electronic pictures.
- Shall be responsible for submitting an expense report in a timely manner to the Treasurer for reimbursement of hosting costs.
- Is required to maintain a current back-up of all files and documents related to the club website.
- Is encouraged to attend Board of Director Meetings and provide any status updates.

Newsletter Editor

- Is encouraged to attend Board of Director's Meetings.
- Shall design format of newsletter along with writing and drafting the content to produce the newsletter on a regular basis decided upon by the BOD.
- Shall have a designated proofreader proof content prior to production.

Article V

Terms of Service and Elections

A. Terms of service are from the first business day in January through first business day in January.

B. Term Limits:

An officer may be re-elected an unlimited number of times, but may not serve more than five (5) consecutive terms in the same office. The organization will be managed and operated by the Board of Directors. Beginning with the election held in 2013 for terms beginning the first business day in January 2014, the terms of the President, Treasurer and Philanthropy Chairperson/Committee shall be 2 years. Beginning with the election held in 2014 for terms beginning the first business day in January 2015, the terms of the Vice President, Promotions Chairperson/Committee and Membership/Administration Director shall be 2 years. (This will ensure that the entire BOD is not replaced all at one time.) This 2 year term rotation will continue as specified after 2015. In all following elections the President, Treasurer and Philanthropy positions shall be elected in odd numbered years. In all following elections the Vice President, Promotions and Membership/Administration positions shall be elected in even numbered years.

- No later than September 15th of each year, an "Elections Chairperson" will be selected by the current President 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 Central Texas Parrot Head Club.

- The Elections Chairperson shall call for nominations between October 1st – 15th of each year. The Elections Chairperson will compile a list of nominations and seek acceptance or refusal from the individuals nominated before November 1st.
- Individuals may nominate themselves or other members in good standing. No member shall run for more than one elected position.
- The Elections Chairperson will present the slate of accepted nominees to the BOD and club members via current CTXPHC communications and then make the announcement that voting by the general membership is open from November 1st - 15th.
- All ballots shall have the member's name on them to ensure that no member cast more than one ballot; however, the vote choices of each member shall remain confidential to the general membership and the Board of Directors except the President and the Elections Chairperson."
- If the President is running for office in the current election, then a club member in good standing that is not running in the current election will be chosen and voted on by the BOD to assist the Elections Chairperson.
- As soon as feasible after the election, the Elections Chairperson shall tally the vote in the presence of the President, or chosen designee. Upon a majority vote of the Board of Directors, any member so requesting can inspect the ballots.
- The Elections Chairperson announces the voting results the first week in December.
- In the event that there is only one member running for a position, that position will be automatically considered an elected member of the new BOD.

Article VI

Removal of Board Member

- Any member of the Board of Directors may be removed from office for "just cause" including, but not limited to, failure to perform duties of office as defined in Article IV, or violations to the Code of Conduct.
- A written motion for removal will be brought before the entire Board of Directors by any member for consideration of a removal.
- 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.
- A two-thirds majority of the balance of the Board of the Directors is necessary for removal.

Article VII

Contracts, Checks, Deposits and Funds

A. Contracts

- The Board of Directors may authorize any officer(s), agent or agents, and/or committee members, in addition to those mentioned and authorized in these Bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of CTXPHC such authority may be general or restricted to specific instances. All authorizations are to be in writing from the Board of Directors. No charter, club member or charter member, shall have the authority to represent CTXPHC in any capacity, contract, obligation, function or event without the express written authorization of the Board of Directors.

B. Checks, Drafts, Etc.

- The Treasurer and/or President 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 corporation. The BOD shall have the authority to designate other officers as authorized signatories as deemed necessary.

C. Deposit

- Receipts of the organization shall be deposited at least monthly to the credit of the CTXPHC in such federally insured institutions, savings and loans, trust companies, or other depositories as the Board of Directors may select.

D. Funds

- All fundraising monies will be sent directly to the charity as soon as expenses incurred for this fundraiser are paid.
- The Treasurer may approve a cash advance of not more than \$100 per occurrence without prior approval from other board members. Cash advance requests must be made in writing stating the reason for the expenditure.
- All other cash advances and purchases must be approved by a majority vote of the Board of Directors in order to be funded by CTXPHC.
- All expenses must be approved prior to reimbursement. Receipts for all expenses, regardless of dollar amount, must be provided in order to be considered for reimbursement along with a CTXPHC expense report. (CTXPHC Expense Reports are necessary if there is a large reimbursement, like for instance, for a large club event.)
- All club members shall be responsible for any club property entrusted in their care.

Article VIII

Guidelines to Concert Tickets

In the event of concert ticket availability, the following guidelines will apply:

- PHiP requires the President of the club to coordinate ticket activities within the club and the President will coordinate and correspond with the PHiP Ticket Coordinator.
- PHiP tickets are for use by current Parrothead Club members only and may not be transferred or sold to an individual that is not a current Parrothead Club member. (THIS IS A PHiP POLICY AND CANNOT BE CHANGED!)
- All concert tickets will be regarded as PHiP tickets and will be available only to current CTXPHC members based on Parrot Point accumulation.
- Current CTXPHC members will be notified of ticket availability through current club communications.
- Ticket orders will be paid in advance via cash, check or through PayPal. Checks will be made payable to the Central Texas Parrot Head Club.
- Failure to follow the above ticket guidelines will result in the loss of concert ticket privileges for the club.

Article IX

Parrot Points

A. Parrot Points are the mechanism by which the club will acknowledge member activities that support the club purposes as defined in Article I.

B. Criteria for assignment of Parrot Points:

- Members with the most accumulated Parrot Points for the past 18 months, prior to a PHiP announcement that CTXPHC is eligible for tickets for a particular Jimmy Buffett concert, get first opportunity for club allotted tickets.
- Parrot Points cannot be awarded to family members under the age of 18.
- Board of Directors are not eligible for Parrot Point accumulation prizes at the end of the year however, their accumulated Parrot Points can be tallied for club concert ticket eligibility.
- 1st, 2nd and 3rd place Parrot Point standings will be announced on a quarterly basis.
- Parrot Point Values:

- Five (5) Parrot Points will be awarded to each member who has a working participation in a club sanctioned charity event.
- One (1) Parrot Point will be awarded to each member who wears tropical flare at any CTXPHC event to include wearing club ID badge.
- One (1) Parrot Point will be awarded to each member who attends a CTXPHC Happy Hour.
- Two (2) Parrot Points will be awarded to each member who attends a CTXPHC scheduled event that is other than a Happy Hour or charity event.
- Two (2) Parrot Points will be awarded to each member for actively helping with a CTXPHC event to include hosting, decorating, manning a registration table, etc.
- Five (5) Parrot Points can be awarded to member (s) recognized at a monthly BOD Meeting by a BOD Member that has gone above and beyond in an endeavor for the club.
- Ten (10) Parrot Points can be awarded to a member (s) recognized at the November BOD Meeting for their cumulative club efforts for the year.
- Membership Director will keep an electronic record of accumulated Parrot Points and will make available to any club member their Parrot Point standings upon request.

C. Parrot Point Prizes—Parrot Points are tallied throughout the year and winners announced at the annual CTXPHC Christmas Party. The Membership Director will keep an electronic record of accumulated Parrot Points which can be made available to any club member upon request. (This was already mentioned in the Membership Director's duties that were added but may be necessary to repeat again in this paragraph.)

- 1.) 1ST PLACE: 1 year of free membership dues for yourself and free admission to 2 CTXPHC events of your choice.
- 2.) 2ND PLACE: 1 year of free membership dues for yourself and free admission to 1 CTXPHC event of your choice.
- 3.) 3RD PLACE: 1 year of free membership dues for yourself.

Article X

By-Laws Modifications/Amendments/Adoption

- A. Resulting amendments will be brought to a General Meeting for a majority vote of all members present. A meeting shall be held after 30 days of notice to give all members time to review the proposed amendments.
- B. These Club Bylaw modifications/amendments will go into effect at an appointed time that the Bylaw Committee agrees upon.

BY VITURE OF YOUR MEMBERSHIP IN "CENTRAL TEXAS PHC" YOU HAVE AGREED TO "PARTY WITH A PURPOSE" IN A MOST RESPONSIBLE AND RESPECTFUL FASHION!