

**BYLAWS OF THE
LOWER ALABAMA PARROT HEAD CLUB**

ARTICLE I - NAME AND PURPOSE

- Section 1 - **Name:** The name of the Club shall be the Lower Alabama Parrot Head Club.
- Section 2 - **Purpose:** The activities of the Lower Alabama Parrot Head Club are dedicated to providing support for local community projects, assisting local and national charitable organizations through events/ fundraisers and preserving the environment.

ARTICLE II - MEMBERSHIP

Section 1 - **Membership Requirements:**

A. *Membership:* Membership in the Club is open to both men and women, twenty-one years of age and older, having an interest in community service and improving the environment. Each person should be committed to achieving the goals of the Club and should enjoy listening to the music of Jimmy Buffett.

1. Membership Categories

1a. Active Member

Individual is current in payment of annual Club dues.

Individual has attended 25% of the Club meetings and/or Club functions in the previous twelve months.

Individual can be a candidate for an elected position on the Executive Board.

Individual can vote in the election of officers on the Executive Board.

Individual can be appointed as a Committee Chairperson.

Individual can serve on a committee of an appointed Club chairperson.

Individual can vote on issues presented at a general Club membership meeting.

Individual can accrue Club Points

1b. Member

Individual is current in payment of annual Club dues.
Individual has not attended 25% of the Club meetings
and/or Club functions in the previous twelve months.
Individual can not be a candidate for an elected position
on the Executive Board.

Individual cannot vote in the election of officers on the
Executive Board.

Individual cannot be appointed as a Committee
Chairperson.

Individual can serve on a committee of an appointed Club
chairperson.

Individual can vote on issues presented at a general Club
membership meeting.

Individual can accrue Club Points.

1c. Honorary Member

Individual does not pay Club dues.

Individual does not vote in any Club election or business
decision.

Individual cannot hold an elected or appointed office in the
Club.

Individual cannot serve on a committee of an appointed
Club chairperson.

Individual cannot vote on issues presented at a general
Club membership meeting.

Individual cannot accrue Club Points.

2. Membership Responsibilities

Members that attend any Club function will be held personally
accountable for their actions and the actions of their guest.

Members shall not hold the Club responsible for their actions.

3. Removal of Individual Membership

The membership of any member of the Club can be revoked by
the Executive Board if they determine the member has
committed an act which is detrimental to the reputation or
well-being of the Club. A majority vote of the Executive
Board is required to revoke the membership.

Acts considered as possible causes for revoking a membership
included, but are not limited to, misfeasance, malfeasance,
misrepresentation, fraud and misuse of club assets.

4. Denial of Membership

The acts causing the removal of a membership are also reasons that can result in the denial of a request for membership into the Club.

B. *Membership Dues:* Each member will have dues for the following year that must be paid by December 31 of the current year. A dues schedule will be established and approved by the Executive Board prior to November 1 of each year. A “Club Dues Billing Notice” will be sent to each member on December 1 of each year.

1. Payment of Dues

Members, joining the Club before July 1 of each year, will pay 100% of the established dues rate. Members, joining the Club on or after July 1, will pay 60% of the established dues rate.

Individuals who have not paid their dues by December 31 will have their Club membership terminated. During the month of January, these individuals have a “second chance” to renew their membership and maintain their “Club Points”. This renewal fee will be the standard dues plus a \$5 “late” penalty charge. After January 31, the names of members not renewing their membership will be removed from the Club roster and all their “Club Points” will be eliminated.

With a majority vote, the Executive Board can waive, reduce, or extend the deadline for dues payment for any member experiencing financial hardship. A request for this action must be submitted, in writing, to any Executive Board Member by December 1.

2. Refund of Dues

Members, facing Club membership termination, can have a portion of their dues refunded. A majority vote of the Executive Board will be required to approve this refund. The amount of the refund will be prorated based on the days remaining in the membership year.

ARTICLE III - ELECTED CLUB OFFICERS

Section 1 - **Executive Board:**

A. Officers: The elected Club officers on the Executive Board are President, Vice President, Secretary, Treasurer and an At-large Representative.

1. Qualifications

Club members seeking an elected position on the Executive Board must qualify as an Active Member (Article II, Section 1, 1, 1a).

2. Length of Term

Each elected member of the Executive Board will have a term of one year, beginning January 1 and ending December 31.

3. Conflict of Interest

Each elected member of the Executive Board is required to sign a commitment to the prevention of any conflict of interest. Executive Board members will abstain from voting on any issues brought before the Executive Board where there exists a perceived or actual personal interest in the outcome of the vote on the issue.

B. Meetings: The Executive Board will meet a minimum of one time every three months. If needed, the Club President can arrange additional meetings. If deemed necessary by the Club President, meetings can also be conducted over the telephone or by email.

1. Official Meeting

For any meeting of the Executive Board to be official, the Club President and a minimum of three of the four remaining Board members must be present.

2. Meeting Proxy

Any member of the Executive Board that is unable to attend a scheduled meeting can provide a written proxy noting their voting preference on items being voted upon by the Executive Board at said meeting. The proxy must be presented, to the Club President by the Executive Board member wishing to vote in absentia, prior to the scheduled meeting. The proxy may also be presented at the Executive Committee meeting by a member that has been chosen and named, in writing as the proxy provider.

3. General Club Membership Attendance

The general Club membership can attend any meeting of the Executive Board. While in attendance, the general Club membership will not join in the discussion of Club business conducted by the Executive Board, unless requested to do so by the Club President.

3. General Club Membership Requests

Any business that a Club member wishes to have presented at a general Club membership meeting must be submitted, in a written outline form, to the Club President two weeks prior to the scheduled Executive Board meeting. If the Executive Board approves the subject, the Club President will make the presentation to the general Club membership at the next scheduled general Club membership meeting.

C. Voting: Each member of the Executive Board, with the exception of the Club President, will have one vote on all matters governed by the Club.

1. Approval Vote

A majority vote is needed to approve all Club matters voted upon by the Executive Board. This majority vote would be three of the four voting Executive Board members or two of the three voting Executive Board members under the minimum official meeting requirements noted in Article III, Section 1, B, 1.

2. Vote by Club President

The Club President will only vote to break ties, if they occur.

3. Voting Limits

The elected members of the Executive Board are the only Club members that will vote on Club business handle by the Executive Board. Club members appointed to or volunteering for Club Committees will not have a vote.

Section 2 - **Elected Club Officer's Responsibilities:**

A. President: The Club President is the Chief Executive Officer of the Club.

1. Responsibilities

The responsibilities of the Club President will include, but not be limited to, the following:

1a Serve as liaison between the Club and Parrot Heads in Paradise, Inc. and Margaretville, Inc. as provided in the By-laws of Parrot Heads in Paradise, Inc. and as prescribed by the guidelines set forth by Jimmy Buffett and Margaretville, Inc.

2a Represent the Club in Club activities involving other groups after receiving the approval of the Executive Board.

3a Conduct and preside over all Club meetings. Roberts Rules of Order shall be adopted by LAPHC.

4a Appoint all Club committee chairpersons, other appointed officers and other appointments considered necessary after receiving the approval of the Executive Board.

5a Communicate exclusively with the general Club membership and other clubs in Parrot Heads in Paradise.

6a Insure that Club activities that are planned to support the community and meet the goals of the Club.

B. Vice President: The Club Vice President will assist the Club President in administering the business of the Club.

1. Responsibilities

The responsibilities of the Club Vice President will include, but not be limited to, the following:

- 1a. Conduct Club business in the absence of the Club President.
- 2a. Succeed to the position of Club President if the Club President is unable or unwilling to complete a term.
- 3a. Supervise the planning and application of Club activities.
- 4a. Schedule and arrange location of general Club membership meetings. Notify Club President of time and location of meeting at least 30 days prior to scheduled meeting.
- 5a. Maintain the Club Parrot Head Point System. Have an updated copy at each general Club membership meeting for members to see.

C. Secretary: The Club Secretary will record the business of the Club, distribute same to Club members, maintain Club Records and prepare and issue Club correspondence when needed.

1. Responsibilities

The responsibilities of the Club Secretary will include, but not be limited to, the following:

- 1a. Take the minutes of all Executive Board meetings and general Club membership meetings.
- 2a. Provide minutes of the Executive Board meeting to all members of the Executive Board within 10 days of the last meeting. Presentation can be a hardcopy or by email.
- 3a. Read Executive Board meeting minutes at the next scheduled Executive Board meeting.
- 4a. Provide a copy of the Executive Board meeting minutes to any Club member requesting it.

- 5a. Provide minutes of the general Club membership meeting to the Club President within 10 days of the last meeting. Presentation can be a hardcopy or by email.
- 6a. Read prior general Club membership meeting minutes at the next scheduled general Club membership meeting.
- 7a. Respond to outside correspondence directed to the Club, under the direction of the Club President.
- 8a. Create, improve, prepare and distribute the monthly Club Newsletter to all Club members. Distribution can be by snail mail or email.
- 9a. Maintain an updated general Club membership roster. Distribute roster updates to the Executive Board and the general Club membership on a quarterly basis. Roster distributed to General Club membership should honor member's request for exclusion of certain information.
- 10a. When leaving office, present materials, books, notes, and records for the present and prior years, in good condition, to the succeeding Club Secretary.

D. Treasurer: The Club Treasurer will be responsible for the financial matters of the Club.

1. Responsibilities

The responsibilities of the Club Treasurer will include, but not be limited to, the following:

- 1a. Sign all approved Club checks for payment.
- 2a. Maintain a detailed and updated record of the financial status of the Club. Have this status report ready for presentation at any Executive Board or general Club membership meeting or when requested by any member of the Executive Board.
- 3a. Prepare and present a financial summary report at each general Club membership meeting.
- 4a. Prepare a quarterly report of the financial status of the Club for presentation to the general Club membership.

5a. Assist the Club President in preparing the bi-annual report for Parrot Heads in Paradise, Inc.

6a. When leaving office, present all funds, books and records for the present and prior years, in good condition, to the succeeding Club Treasurer.

E. At Large Representative: The Club At Large Representative will be the voice of the membership on the Executive Board.

1. Responsibilities

The responsibilities of the Club At Large Representative will include, but not be limited to, the following:

1a. Act as a liaison between all Club members and the Executive Board.

2a. Assist in organizing special Club events approved by the Executive Board.

Section 3 - **Executive Board Financial Approval Responsibilities:**

A. Member Expenses: Requests for payment of expenses of the general Club membership are given to the Club Treasurer. The following requests for payment of general Club membership expenses must be approved by the Executive Board prior to payment.

1. Expenses in excess of \$50.00 submitted with documentation, including receipts. Expenses less than \$50.00 submitted with documentation, including receipts, can be paid by the Club Treasurer without approval of the Executive Board.

2. Mileage reimbursements at a value equal to the current IRS allowance.

3. Payment of time and services related to a Club function for an Active Club member. All Club members should be encouraged to donate their time and services to Club activities.

B. Club Expenses: All expenses, incurred by the Club, must be approved by the Executive Board prior to payment by the Club Treasurer. Receipts and related documentation are required for each expense payment requested. When payment approval has been given by the Executive Board, the Club President will notify and send the related documentation and receipts to the Club Treasurer. The Club Treasurer will prepare, sign and forward a Club check for the approved payment.

Section 4 - **Replacement of Elected Club Officers:**

A. President: If the Club President's position on the Executive Board is vacated for any reason, the Club Vice President will assume the duties of the Club President. If the Club Vice President chooses not to accept this responsibility, the position is offered to the other members of the Executive Board in the order of Club Secretary, Club Treasurer and Club At-Large Representative.

B. Temporary Replacement: With the exception of the position of Club President, vacated positions on the Executive Board can be filled on a temporary basis. The Club President can nominate, an Active Club member, to the remaining members of the Executive Board, as a replacement. A majority vote of approval by the remaining members of the Executive Board is required for this nominated Active Club member to temporarily fill the vacated position.

Following the approval of the temporary replacement to the Executive Board, the Club President will notify the general Club membership, in writing, of the temporary replacement selection. This will be done within 14 days of the approval.

C. Elected Replacement: Within 30 days of the vacancy of an office on the Executive Board, with the exception of the Club President, an election will be initiated to fill the vacated position. Procedures noted in Article VI will be used for this election.

Section 5 - **Recall of Elected Club Officer:**

A. Recall Petition: Any member of the general Club membership can initiate the recall of an elected Club officer using a recall petition. The petition must be prepared, describing the reason for the recall, and signed by a majority of the members that are considered Active on the date that the petition is presented to the Executive Board.

B. Member Dismissal: Upon receiving and reviewing the submitted recall petition, the Executive Board will dismiss the recalled elected Club officer.

C. Member Replacement: The recalled elected Club officer will be replaced using the procedure noted in Article III, Section 3.

D. General Membership Notification: Within 14 days of the recall action against an elected Club officer, the Club President will notify the general Club membership, in writing, of the recall action and the plans for replacing the elected Club officer.

ARTICLE IV - APPOINTED CLUB CHAIRPERSONS

Section 1 - **Appointments:**

A. Appointed Positions: Positions requiring appointed Club Chairpersons may include, but are not limited to, the following. Additional appointed Club chairperson positions can be created with the approval of the Executive Board.

By-Laws, Social Activities, Historian, Elections, Membership, Public Relations, Special Events, Phone.

B. Appointment Procedures: The Club President selects and recommends to the Executive Board, individuals, having an Active Club Member status, for any appointed Club chairperson position. After a majority vote approval by the Executive Board, the individual is appointed to the appointed Club chairperson position by the Club President.

Individuals considered for appointed as chairperson for the Election Committee, shall not be a member of the Executive Board nor a candidate in the election that is to be organized and conducted by the same committee.

Section 2 - **Meetings:**

A. Meetings for Appointed Club Chairpersons: All Active Members that have been appointed to an appointed Club chairperson position will meet with the Executive Board.

Section 3 - **Voting:**

A. Voting Responsibilities: Appointed Club chairpersons **will not vote** on Club decisions made by the Executive Board.

Section 4 - **Duties and Responsibilities:**

A. Duties and Responsibilities of Appointed Club Chairpersons: The appointed Club chairperson will have the following duties:

1. Selection of Club Committee Members

With the exception of the Election Committee, committee members will be chosen by the appointed Club chairperson from Active Club members and members of the Club. The number of committee members will vary with each committee and will be determined by the appointed Club chairperson.

2. Direction of Club Committee Members

The appointed Club chairperson will be responsible for the supervision and direction of the selected Club committee members.

3. Accomplishment of Club Committee Tasks

The appointed Club chairperson will receive defined tasks and goals from the Executive Board.

Section 6 - **Removal Of An Appointed Club Chairperson And Committee Members:**

A. Removal from Committees: Any appointed Club chairperson and/or any Club committee member can be removed from a committee by a majority vote of the Executive Board.

Section 7 - **Election Committee Structure and Responsibilities:**

A. Appointments: The Election Committee members will be selected from Active Club members, approved by a majority vote of the Executive Board and appointed by the Club President.

The Active Club members, selected for the Election Committee, shall not be a member of the Executive Board nor a candidate in the election that is to be organized and conducted by the same committee.

B. Responsibilities: The Election Committee will have the following responsibilities for the Club election to which they have been appointed.

1. Election Ballot Preparation

The election ballot that will be presented to each Active Club member will be prepared by the Election Committee.

2. Election Ballot Distribution

The election ballot will be distributed to each Active Club member by the Election Committee.

3. Election Ballot Collection, Tabulation and Certification

The Election Committee will collect and tabulated the completed ballots from Active Club members and certify the final results of the election.

4. Final Results of Election

The Election Committee chairperson will present the final results of the election to the Executive Board.

ARTICLE V - GENERAL CLUB MEMBERSHIP MEETINGS

Section 1 - **Meetings:**

A. Schedule: The meetings of the general Club membership will be held at least once every 90 days. Notification of the time and location of the meeting will be provided to the general Club membership using telephone, email or the Club newsletter.

If a general Club membership meeting has not occurred for at least six months, any Club member may call for a meeting by sending a written request to each member of the Executive Board.

B. Quorum: When conducting Club business or making Club decisions, not normally conducted at Executive Board meetings, a quorum of Active Club members is required for the approval /disapproval vote on said business and decisions. This quorum is also required for the approval / disapproval vote on any Club business presented by the Executive Board at a general Club membership meeting. For this application, a quorum will be defined as having at least 10% of the Active Club members present at the general Club membership meeting when the business or the decisions are presented to the general Club membership for an approval or disapproval vote.

C. Approval / Disapproval Vote: A majority vote is required to approve / disapprove any Club business or to make any Club decisions, not normally conducted at Executive Board meetings. The same majority vote is required to approve / disapprove any Club business presented by the Executive Board. At general Club membership meetings, this majority will be based on the number of Active Club members present while maintaining the minimum requirement of 10% of the Active Club members being present before a vote can occur.

ARTICLE VI - ELECTION OF EXECUTIVE BOARD MEMBERS

Section 1 - Election Procedures:

A. By October 15th of each year, an “Election Officer” will be selected by the current President, to serve as the individual who takes nominations and counts the votes for the Executive Board. This individual will not be a current member of the Executive Board and must be a member in good standing of LAPHC.

B. The Election Officer will notify the general membership via email and accept nominations for each office from members in good standing. Members may nominate themselves or another person. If another person is nominated, the Election Officer must verify that person’s intent to run for office. Each position must have at least one candidate nominated.

C. Any Executive Board member not wishing to serve the following calendar year should inform the Elections Officer that they do not wish to continue.

D. All nominations must be received by the Election Officer by

November 1. Any current Executive Board officer whose term is about to expire will submit their own nomination no later than October 31. Failure to do so will result in that term ending on December 31.

E. The Election Officer will present the slate of candidates to the Executive Board by November 1st of each year.

F. Candidates may campaign for office to the general membership.

G. Due to excessive emails, a candidate may only solicit votes via email to the general membership, three (3) times per election period.

H. In the event all positions are uncontested the current Executive Board may vote to accept the new slate of candidates in lieu of a full election

I. The Election Officer will send a minimum of three (3) emails to the membership explaining the details of the election and the proper procedure to be determined by the Executive Board, to vote for the candidates on the ballot.

J. All voting by the membership for the next year officers should be completed by December 15. If the ballot is electronic voting ends at 12:00 midnight December 14.

K. In case of a tie the President will call for a show of hands by members present at the January membership meeting.

L. LAPHC terms of office are from January 1 thru December 31.

ARTICLE VII - MISCELLANEOUS CLUB INFORMATION

Section 1 - **Club Events:**

A. Event Budget: In the planning of special Club events, the Executive Board should be notified if the costs for the event exceed those expected or considered budgeted. The objective of any special Club event is to “break even” financially.

B. Fundraiser Event: For any Club sponsored fundraising event, the Club shall retain their expenses for the event plus 20% of the funds received. With the approval of the Executive Board, the percentage retained from the funds received can be modified.

Section 2 - **Club Property:**

A. Misuse: Any property, including real or unreal, tangible or intangible, that is owned by the Club shall not be used or consumed by anyone without the approval of the Executive Board.

B. Membership Directory: The following statement shall be added to each printed membership directory of the Club. "This directory is for the exclusive use of the Lower Alabama Parrot Head Club members. It is not to be utilized for any purpose not associated with the Lower Alabama Parrot Head Club, nor is it to be released to any other parties without the approval of the Executive Board of the Lower Alabama Parrot Head Club".

ARTICLE VIII - AMENDMENT / REVISION OF EXISTING BY-LAWS

Section 1 - **Amend and / or Revise Existing By-Laws:**

A. Proposal: Any Club member can propose an amendment or a revision to the existing By-laws.

B. Submission to Executive Board: The proposed amendment or revision to the existing By-laws must be submitted to the Executive Board in writing.

C. Presentation to Club members: The proposed amendment or revision to the existing By-laws is reviewed by the Executive Board. The proposed amendment or revision is written for presentation to the general Club membership by the Executive Board. All Club members are notified of the date of a general Club membership meeting where the proposed amendment or revision will be read and discussed. Copies of the proposed amendment or revision are made available at this meeting for review of all Club members. All Club members are notified at this general Club membership meeting of the date of the following general Club membership meeting when the vote to approve or disapprove the proposed amendment or revision will be held.

D. Voting by General Club Membership: At the general Club membership meeting following the reading of the proposed amendment or revision to the By-laws, Club members and Active Club members will vote to approve or disapprove the proposal (Article V, Section 1, C).

E. Adoption of Amendment or Revision to By-Laws: An approved amendment or revision to the By-laws will go into effect immediately after the vote has been approved by the Executive Board.

By-laws accepted and approved by the Club members present at the February 2017 Meeting