

HAUTIAN OCEAN PARROT HEAD CLUB
BY LAWS
Adopted: 6-21-2005

Article I - General

A. Name: The organization shall be called the Hautian Ocean Parrot Head Club, Inc.

B. Purpose: The purpose of the organization is to promote the Hautian Ocean Parrot Head Club, Inc. as a humanitarian group sharing community and environmental information for majority approved mutual benefits. The organization will engage in activities which are charitable, educational, high spirited, and promote the general welfare of the community.

C. Statement of Purpose: The Hautian Ocean Parrot Head Club, Inc. is a not for profit organization dedicated to preserving and improving the environment, 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 in Key West, New Orleans, Charleston, and Orlando, or any other city. We are not associated with HK Management, MCA Records, Island Records, Mailboat 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.

Article II - Membership and Dues

A. Club Membership: Membership in Hautian Ocean Parrot Head Club, Inc. 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.

B. Dues: The annual dues of Hautian Ocean Parrot Head Club, Inc. will be as follows:

1. The annual dues year will run continuous with one year enrollment beginning on July 1, and ending on June 30 of each year.
2. Dues renewals are due not later than the end of the first month following each dues cycle.
3. Membership renewal notices will be mailed in the month prior to renewal.
4. Membership will entitle a member to all benefits based upon membership classification.
5. Dues are set annually by the Executive Board, and approved by the membership. An individual member is considered to be an adult living at a single address. A family is considered to be two adults and any dependent children living at a single address. A student must be 21 years of age and currently enrolled in a college or university. An Associate Member is someone living outside the Terre Haute area who wishes to join. A Contributing Member is someone who cannot be active, but wants to contribute to the club's efforts and mission.
6. Membership classifications, dues, and benefits are set by the board and found in the current membership brochure.

C. Denial of Membership: The Executive Board may deny membership in to any person whom the entire Executive Board determines by a unanimous vote does not meet the requirements for membership.

D. Conduct: All members agree to recognize and adhere to the attached "Code of Conduct". Infractions to the "Code" are subject to actions as stated in Section VI.B.

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 semi-annually. These meetings will be conducted by the Club President or in his absence, a designated member of The Executive Board. Any member in good standing may attend the business meeting and will conduct themselves in a professional manner or be asked to leave the meeting until they feel they can conduct themselves 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 meetings and reported out at the following meeting. All meetings will be held within the geographical boundaries of the club.

C. Executive Board Meetings: The Board will meet on an as needed basis, at least annually. Minutes from these Executive Board meetings will be made available to all members in good standing and reported out at the next general business meeting.

Article IV - Chapter Officers, Executive Board and Elections

A. Officers and Elections

1. Officers: The club will elect the following officers for a two year term under the conditions listed below; President, President Elect, Immediate Past President, Secretary, and Treasurer.

2. Election Officer: The Executive Board shall appoint the Immediate Past President to conduct and oversee the next election procedure on or before April 1 of each election year. The President Elect shall operate within the guidelines provided by the Executive Board. The Immediate Past President shall maintain the privacy and integrity of all assigned duties.

3. Nominations: The Immediate Past President shall mail, via e-mail, a "call for nominations" to all members in good standing for all offices to be elected in the upcoming year on or before May 1 of each election year. This notice will include the offices to be elected, 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 sent in writing to the club address of record, e-mailed no later than May 15. or in person at the May social meeting. Qualified nominees, as determined by the Bylaws and/or Executive Board, shall be placed on the ballot.

4. Elections: The Immediate Past President shall mail, via e-mail, ballots to all members in good standing on or before June 1. A single membership shall receive one ballot and a family membership shall receive a ballot for each member listed on membership. Each ballot shall 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 contain the name of the President Elect and an address to where they can be mailed. All mailed ballots must be received by the Immediate Past President postmarked no later than June 15. Ballots may also be delivered directly to the Immediate Past President in person at the June social meeting. Final results of the election shall be tabulated before the end of the June social meeting and announced at that time. The Immediate Past President shall then seal all ballots to be maintained for 30 days and then destroyed in accordance with the President Elect duties in A.2.

B. Executive Board: The Executive Board will consist of the Club President, President Elect, Immediate Past President, Secretary, Treasurer, and 3 members elected at-large. The Executive Board will be responsible for insuring all club activities are conducted within the guidelines of Parrot Head in Paradise Inc. and the Club Statement of Purpose as outlined in Article I-B. The board will be empowered to make decisions between business meetings to insure these goals are met. All decisions will be by simple majority, with each member having one vote. The President may serve as a tie breaker if consensus cannot

be reached. Any and all Board decisions will be reported at the next general business meeting. The Board will act on recommendations received from the general membership at the general business meetings and forward projects/concepts to the general membership at the general business meetings. A quorum of 5 members is required to conduct business.

C. Responsibilities of Officers:

President: The President shall a. Have such powers and duties as are usually exercised by such an office. b. Be Executive Officer of the Club and preside at all general business meetings, special meetings, and meeting of the Executive Board. c. Work with Committee Chairpersons and President Elects in order to help insure all assigned tasks are completed in a timely manner. d. Have the power to call Special Meetings of the Club and the Executive Board. e. Appoint, subject to the approval of the Executive Board, and except as provided elsewhere in these bylaws, members to the Standing and Special Committees, including vacancies. f. Deal with other matters as may be placed in his or her charge by the Executive Committee or membership. g. Deal with and try to resolve complaints and issues within the Club and with PHiP. h. Serve as liaison with PHiP or designate this role to another member of the Executive Board on a case by case basis. This is a 1 year term.

Immediate Past President: The Immediate Past President will act as the Election Officer and will help transition the new President into their new duties. This is a 1 year term.

President Elect: The President Elect shall a. In the absence of the President have the powers and duties of the President. b. Serve as Liaison with other parrot head clubs and HOPHC committees. c. Deal with other matters and or powers that are delegated to the position by the President or the Executive Board. d. Work to insure all PHiP/local charity guidelines are met. This is a 1 year term.

Secretary: the Secretary shall: a. Ensure that minutes are recorded at all business and Executive Board meetings. b. Perform other duties as designated by the President and Executive Board. c. The Secretary will post the minutes via group email list (or other standard email distribution method) within fourteen days of the meeting. This is a 2 year term.

Treasurer: The Treasurer shall a. Record and keep track of all financial function and transactions. b. Balance account, issue checks for all charities and expenditures, based on receipts supplied. c. Other duties as designated by the President and Executive Board. This is a 2 year term.

D. Eligibility Requirements: All Officers/Executive Board Members shall be members in good standing for a period of no less than one year prior to nomination/appointment.

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

F. Abandonment and just cause will be determined by a unanimous vote of all Board Members and Founders.

Article V - Committees

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, Historian. Other special committees may be established by the President, Executive Board and/or general membership to deal with specific projects.

B. Committee Roles: The purpose of all committees is to ensure that day to day functions and special events are completed in a timely manner. To this end the committees, working under a Chairperson, are given the detailed responsibility of specific events and activities. The committees are expected to work closely with the Executive Board on all projects/events. They are also required to keep the President and Board informed of all plans and progress.

1. Web Page - Maintain and keep Club Internet Web Site current. This includes a free membership.

2. Newsletter-Ensure the Club newsletter is published at least four times a year, normally January, April, July and October delivery.

3. Membership - Ensure that there is an active recruiting program for new members and renewals. Work with Treasurer to ensure membership lists are accurate and renewals are sent out on time. Maintain membership roles and renewals, and communicate all changes to the Executive Board on a monthly basis.

4. Merchandise - Maintain an adequate supply of club merchandise with proceeds going toward funding club events.

5. Events: Coordinate schedule of all club social and charitable activities and communicate to the Executive Board on a monthly basis.

6. Historian: Maintain a scrapbook, and other records of a historical nature.

7. PHiP Contact: Maintains records with PHiP and is in communication with PHiP at a regular basis to keep members informed.

8. Fund Raising/Awareness: Organizes fund raising for club and keeps awareness in the local and state wide media.

C. Ad Hoc Committees: Ad Hoc committees may be created at the discretion of the President.

Article VI - Miscellaneous

A. Adoption of Bylaws: These bylaws have been approved by a majority of members in good standing at a general business meeting. Future modifications/amendments to the bylaws will be researched and proposed by a specially appointed Committee. Approval of changes shall be accomplished by approval of recommendations from the Bylaws Committee (ad-hoc), by a majority vote of eligible voting members.

B. Infractions of Bylaws:

1. Any current member may submit in writing only (signed, dated and clearly written), within 30 days of the occurrence of the stated infraction/s, to the Executive Board, a detailed statement regarding the alleged infraction/s of the By-Laws, by any other current member.

2. The Board will inform, by letter, member of the alleged infraction/s against them, along with the name of the member who has submitted the infraction. The member will be given 30 days to provide a written response to the Board. If the member chooses not to respond within 30 days, the 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 Board will evaluate the alleged infraction/s and make one of the following decisions: A. No Action - The alleged infraction has

been considered by the Board and the Board will take no action. B. Action - The alleged infraction has been considered by the Board and action is being taken as determined by a unanimous decision of 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 a member for an infraction/s of the By Laws, the member will be informed in writing within 30 days of the Executive Board's decision. The member who submitted the original statement of alleged infraction/s shall be provided with a copy of the Board's decision.

5. The Executive Board may suspend from any member whom the entire Executive Board determines no longer meets the requirements for membership set forth in Article II of these By-Laws and/or "Code of Conduct". This must be done by a unanimous vote. The vote suspends such member's membership and all rights and privileges associated therewith.

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

7. Executive Board decisions are considered final.

C. Altruism: Events and/or activities sponsored by the club 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 each year. The club will be involved in at least one environmental cause a 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 and should do so through the Events Committee.

E. Expenditures/Reimbursements/Budgets: Members wishing to be reimbursed or approved for expenditures for related activities such as, but not limited to; construction materials, necessary supplies for official club events, other official and/or club sponsored functions, prior to spending moneys shall:

Obtain approval, in writing, from any executive board member for expenditures not to exceed \$50.00.

Obtain approval, in writing, from the executive board for expenditures of \$50.01 to \$999.99

Obtain approval, in writing, from the executive board for expenditures of \$1000.00 or more and, in addition, expenditures of \$1000.00 or more shall not be approved by the executive board without first obtaining a vote of approval from the membership at a general business meeting.

To obtain reimbursement, the member shall submit the written approval along with the receipts to the Treasurer. Reimbursement requests submitted after the adoption of this subsection will not be granted without meeting all of the requirements of this subsection. No exceptions. Members who anticipate incurring expenses for club related activities should (after obtaining proper Board approval) seek to have the company invoice the club directly for the amount due. If this is not possible, then submit the receipts to the Treasurer as indicated in the last paragraph.

End of Document

Hautian Ocean Parrot Head Club, Inc.
"CODE OF CONDUCT"

It is the intention of the "Hautian Ocean Parrot Head Club, Inc." to provide social 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 personal 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.

Members, 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 other members, guests and hosts or their personal 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 charitable ideals that we seek to uphold.

The Hautian Ocean Parrot Head Club, Inc .will not condone behavior contrary to our objectives nor that which we feel is harmful or injurious to others. By virtue of your membership you have indeed agreed to "Party with a Purpose" in a most responsible fashion!