

PHINdy Parrot Head Club
Of Indianapolis
Bylaws
Last updated July 10, 2006



I. ARTICLE I – GENERAL

A. Name: The organization shall be called the PHINdy Parrot Head Club of Indianapolis.

B. Mission: The mission of the organization is to promote the PHINdy Parrot Head Club of Indianapolis as a humanitarian group that shares information for community and environmental mutual benefits. The organization will engage in activities that are charitable, educational, high spirited, and promote the general welfare of the community.

C. Purpose: The PHINdy Parrot Head Club of Indianapolis 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 the tropical lifestyle he personifies.

II. ARTICLE II – MEMBERSHIP & DUES

A. Club Membership: Membership in the PHINdy Parrot Head Club of Indianapolis shall be open to all persons, regardless of sex, creed, national origin, or sexual orientation.

B. An active member in good standing shall:

1. Pay dues set forth by the Executive Board of Directors.
2. Adhere to bylaws adopted by the membership of the PHINdy Parrot Head Club as well as Parrot Heads in Paradise, Inc.
3. Have an interest in Jimmy Buffett's music.
4. Have an interest in community service and environmental concerns.
5. Have a commitment towards achieving the goals of the organization. Conduct deemed detrimental to the good of the club shall be grounds for probation or immediate dismissal pending the severity and is decided upon by the Executive Board.
6. Participate in 50% of the PHINdy Parrot Head Club activities.
7. Club members shall NOT act on behalf of the Club without written approval from the Executive Board. This applies, but is not limited, in planning events, requesting donations and posting to internet sites.
8. Have a completed membership form and signed membership form addendum on file.
9. Pursuant to the request of HK Management, The Howard Rose Agency, and Margaritaville Holdings, Inc., NO club member, founder, or club president 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.

C. Annual Dues: Membership fees are based on a standard calendar year and is January to December of each year.

1. Renewal membership fees are due by January 25th of each membership year.
2. Membership renewal notices will be sent in November with a reminder note in the last issue of the newsletter for the year.
3. Initial Dues- Individual \$20.00, Family \$40.00. Renewal dues– Individual \$15.00, Family \$30.00. Dues will be pro-rated at the time of initial enrollment. Dues will be reduced by 50% if enrollment is received after September 1 of each calendar year.
4. Refunds will not be issued regardless of the reason of the termination of membership.

III. ARTICLE III – MEETINGS

A. Social Meetings: The Club will try to have at least one social event a month. These events may include a charity fund raising event. One member of the Executive Board must be present to be an “Official” PHC function.

B. Business Meetings: will occur at least every other month, but may be held more often as determined by the Executive Board.

1. These meetings will be conducted by the Club President or in his absence, a designated member of The Executive Board.
2. Any member in good standing may attend the business meeting. Anyone who cannot conduct him or her self in a professional manner will be asked to leave the meeting until they can conduct themselves in a professional manner.
3. All club decisions at the business meeting will be by a simple majority vote of those present.
4. Minutes will be taken at all meetings and reported at the following meeting.

C. Board of Directors Meetings: will meet 30 minutes prior to the general business meeting to address outstanding issues and prepare any recommendations for the business meeting. This meeting is open to all members of the organization but only the Board of Directors will have a vote in the matters addressed.

D. Executive Board Meetings: The Board will meet on an as needed basis, or as called by the President, with a minimum of twice annually. Minutes from these Executive Board meetings will be made available to all members in good standing and reported at the next general business meeting.

IV. ARTICLE IV - CLUB BOARDS & RESPONSIBILITIES

A. Executive Board

1. The Executive Board will consist of the Club President, Vice- President, Secretary, Treasurer, Members at Large, and the Founder, if not presently in office or the previous President in absence of the Founder.
2. The Executive Board will be responsible for ensuring all club activities are conducted within the guidelines of Parrot Head in Paradise Inc., as established in the PHIP bylaws established at the 1997 Meeting of the Minds, and the Club Statement of Purpose. The Executive Board will be empowered to make decisions between business meetings to ensure these goals are met.
 - a)The Executive Board will meet to make decisions dealing with topics such as legal issues, taxes, PHIP, issues that require a response based on time or date considerations. Pursuant to the above, the Executive Board must review the decision with the club members at the next scheduled Bidness meeting. The Executive Board will make available all the information leading to that decision.
3. All decisions will be by consensus, with each Executive Board Member having one vote. The President may serve as a tiebreaker if consensus cannot be reached. Any and all Executive Board decisions will be reported at the next general business meeting.
4. The Executive Board will pass on all materials, books, notes, and records for the present and prior years in good condition to the succeeding officers.
5. All Officers must be computer literate and proficient in Office software and have access to Internet/email.

B. Responsibilities of Executive Positions

1. President: The President shall
 - a)Preside at all general business meetings, special meetings, and meetings of the Executive Board and the Board of Directors. The President shall cast the deciding vote in case of any tie and is empowered to call a reasonable time limit on speakers and motions.
 - b)Work with Committee Chairpersons and the Vice President in order to help ensure all assigned tasks are completed in a timely manner.
 - c)Have the power to call Special Meetings of the Club, the Executive Board, and the Board of Directors.
 - d)Appoint, subject to the approval of the Executive Board, members to the Standing and Special Committees.
 - e)Deal with matters that may be placed in his or her charge by the Executive Board, Board of Directors or general membership.

f)Resolve complaints and issues within the Club and with PHIP.

g)Serve as liaison with PHIP or designate this role to another member of the Executive Board on a case-by-case basis.

2. Vice President: The Vice President 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 PHINdy Parrot Head committees.

c)Handle matters and/or powers that are delegated to the position by the President or the Executive Board.

d)Work with the Charity Committee to ensure that all PHIP/local charity guidelines are met.

3. Secretary: The Secretary shall

a)Record the minutes at all club meetings and provide complete, typed minutes to the Webmaster, Membership Director and Newsletter Editor within 30 days of the meeting.

b)If unable to attend any club meeting, it is up to the Secretary to find a substitute and make sure that the minutes are distributed to the appropriate individuals.

c)Work with the Newsletter editor to ensure that the Club Newsletter is published on a regular basis, as established below.

d)Handle all correspondence on behalf of the club as deemed necessary.

e)Collect and retain all Ad-Hoc Committee chairperson reports.

f)Update bylaws, if amended, and make amended copies available to club members.

4. Treasurer: The Treasurer shall

a)Record and keep track of all financial functions and transactions. These records should include detailed descriptions of each transaction to include the origination of deposits, description of withdrawals, amount paid, amount outstanding, etc.

b)Shall prepare financial reports that include income, expenses and balance for presentation at monthly business meetings. This report will be made available to any member in good standing upon request.

c)Have the books of the organization ready for examination by any member of the Executive Board upon request.

d)Work with the President & Membership Director to keep a current membership list in order to ensure that renewal notices are issued to all members.

5. Members at Large (2): The Members at Large shall:

a) Assist the President and Board of Directors in organizing special events voted on by the Board of Directors.

b) Be a liaison between the Executive Board and all club members.

C. Board of Directors

1. The Board of Directors consists of the Executive Board and Committee Chairpersons.

2. All Board of Director positions are selected, approved and appointed by majority vote of the Executive Board. Committee Chairpersons will continue in their role unless they would like to resign or the Board designates a new chairperson.

3. The Board of Directors will act on recommendations from the general membership meetings and forward projects/concepts to the general membership meetings for approval and enactment.

4. These appointments may be extended for additional periods or eliminated at the discretion of the Board of Directors and final approval by the President.

5. All Directors must be computer literate and proficient in Microsoft Office software and have access to the Internet and email.

6. The Board of Directors will pass on all materials, books, notes, and records for the present and prior years in good condition to the succeeding directors.

7. Any/all director responsibilities listed herein may be added to, taken from, and/or modified as seen fit by the President to accomplish the needs of the organization in the most efficient manner.

D. Responsibilities of the Board of Directors

1. Director of Business Relations and Advertising: The Director of Business Relations and Advertising shall:

a) Work with local media to establish and maintain positive relations and publicity. This should involve publications in local newspapers (free and paid ads), radio announcements of upcoming events including charity events.

b) Be responsible for securing newsletter advertising, if applicable.

c) Contact organizations and offer free advertising in the newsletter and on the club web site to secure discounts for club members. Final authorization is subject to approval by the Executive Board.

2. Charity Coordinator: The Charity Coordinator shall

a)Co-ordinate the raising of monies for local and national charities to ensure that the Club maintains an active charity program.

b)Make recommendations to the membership as to what charities to support.

c)Maintain record of monies, time, and/or items donated to individual charities.

d)Provide list of participating members to the President or the person responsible for maintaining the Membership Directory for the tracking of parrot points.

3. Newsletter Editor: The Newsletter Editor shall:

a)Work with the Director of Business Relations and Advertising and the Secretary to produce the newsletter on a timely basis. Generally, this will be on a quarterly basis.

b)Be morally correct, not slanderous or biased in language, intent or format in the newsletter.

c)Refrain from foul, off-color or vulgar language in the newsletter.

d)Refrain from using the newsletter to voice personal political opinions.

e)Submit the newsletter to the President for review prior to publication.

f)Promote good will for the PHINdy Parrot Head Club.

g)This position may be held concurrently with another position on the Board of Directors.

4. Director of Merchandising: The Director of Merchandising shall:

a)Be the coordinator of the PHINdy Parrot Head Club prize giveaways. Other Board Members may participate in acquiring prize donations, but final distribution and usage will be at the discretion of the Director of Merchandising.

b)Prizes donated to the club will not be held for personal use. The Director should monitor this. Any reports of misuse should be reported immediately to the Board of Directors.

c)Maintain an inventory of all goods.

d)Follow club guidelines set forth regarding club expenditures.

e)This position may be held concurrently with another position on the Board of Directors.

5. Ticket Administrator: The Ticket Administrator shall

a)Work under the PHIP guidelines and from the local point system established below, to ensure all qualified members in good standing are awarded an opportunity to purchase PHIP designated concert tickets.

b) This position may be held concurrently with another position on the Board of Directors.

6. Director of Membership: The Director of Membership shall

a) Ensure that there is an active recruiting program for new members and renewals within the club.

b) Respond to requests for membership information.

c) Distribute membership packet, which includes membership card, welcome letter and current copies of the club bylaws and newsletter.

d) Work with Treasurer to ensure membership lists are accurate and renewals are sent out on time.

e) Work with the President or the person responsible for maintaining the Membership Directory for the tracking of parrot points

f) Ensure that all active club members have a current membership form and a signed membership form addendum on file by timely distributing these forms to club members

7. Webmaster: The Webmaster shall:

a) Maintain Club Internet Web Site ensuring it reflects current information.

b) Be morally correct, not slanderous or biased in language, intent or format on the club web site.

c) Refrain from foul, off-color or vulgar language on the club web site.

d) Refrain from using the club web site to voice personal political opinions.

e) Discuss new content or extreme content changes with Executive Board or President prior to publishing.

f) Promote good will for the PHINdy Parrot Head Club.

g) This position may be held concurrently with another position on the Board of Directors.

E. Removal of Any Board Member

1. Any Board member may be removed from office for just cause including, but not limited to, wrongdoing, 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.

2. A written motion for removal can be submitted by any club member in good standing to any member of the Executive Board who shall disperse such motion to the rest of the Board of Directors for consideration. Members of the Board of Directors have seven (7) working days to request clarification or to dispute the motion. Such requests shall be filed within seven (7) working days with the Executive

Board, who then is required to respond in the same time frame. This correspondence shall continue until the matter is resolved.

3. The motion will be voted upon at the next Board of Directors' meeting, following the completion of correspondence. A two-thirds majority of the balance of the Board of Directors is necessary for action.

V. ARTICLE V - NON-BOARD MEMBER POSITIONS

A. AD-HOC COMMITTEES: Ad-Hoc Committees will be formed on an as needed basis to organize and coordinate special Club events and functions.

B. Committee chairperson(s) and members shall

1. Ensure that special events and functions are planned and completed in a timely manner.
2. Are expected to work closely with the Board of Directors on all projects/events.
3. Be required to keep the Board of Directors informed of all plans and progress.
4. Committees will not be formed without the specific guidance and knowledge of the Board of Directors.
5. Upon completion of event/function, the chairperson or a designated person on the committee will provide a detailed report summarizing the event, recommendations for the future of the event and a list of participating members for the tracking of parrot points.

C. LEGAL COUNSEL: An Attorney-At-Law may be employed by the organization at any time deemed necessary by the Executive Board to perform legal duties for the organization. He/she shall receive such remuneration for services as deemed necessary.

VI. ARTICLE VI - NOMINATIONS, VOTING, AND ELECTIONS

The club will elect the following officers for a two year term under the conditions listed below; President, Vice President, Secretary, Treasurer, Member At Large (2).

A. NOMINATION REQUIREMENTS:

1. All nominees must be full-time residents of the State of IN and at least twenty-one (21) years of age.
2. All nominees must be a member in good standing in the PHINdy PHC for one (1) full year and must be an active member to be eligible to run for an elected position.
3. All nominees must comply with the requirements for the position as stated in the PHINdy PHC bylaws.

4. Nominees may apply for only one elected position.
5. Nominees will not solicit votes through email, telephone calls, or any other PHINdy PHC functions.
6. Any elected position running uncontested without a competitor will automatically be given to the sole participant for that position provided they have met all qualifications as specified in these bylaws. In the event that the seat has no nominees, the President, with two-thirds majority approval by the existing Executive Board, will fill the position as an appointment for the full upcoming term.
7. Failure to comply with any of these requirements will immediately nullify the submission and the nominee will not be considered for candidacy.
8. All open positions will be announced at the July business meeting and/or included in the July newsletter or on the club web site. Floor nominations or self-nominations will be accepted during the meeting or by contacting the election officer until one week prior to the August business meeting.
9. Any member wishing to run for an office will be entitled to a 1-2 minute speech during the August business meeting. Ballots will be distributed at the August business meeting and must be returned by one week prior to the September business meeting. No write-in nominations will be accepted.
10. The Election Chairperson will handle the election process.

B. VOTING RIGHTS:

1. Each club member in good standing that has attained the age of eighteen (18) or older is allowed one vote when issues for local vote are presented.
2. Failure to cast one's vote in writing and sign the ballot by the time indicated on the ballot is considered an abstention and no extension of time will be given.
3. All ballots must be received one week prior to the September business meeting. Ballots will be made available through the club web site or from the election chairperson if not received at the August business meeting by the member.
4. Club votes shall be collected and counted by the Election Chairperson prior to the September business meeting and verified by a member of the Executive Board not running for office.

C. ELECTION OF OFFICERS:

1. All winners will be announced at the September Business Meeting.
2. The new officers will assume their roles on October 1st.
3. All winners' names will be posted on the club web site and will appear in the first issue of the newsletter or email following the election.

4. All elected officials will abide by these bylaws.
5. All elected officials are mandated to attend the majority of PHINdy PHC functions, including but not limited to, Board of Directors Meetings, business meetings, socials, and other functions. At least twelve (12) combined Board of Directors Meetings, business meetings, socials, and community service activities must be attended in a one (1) year period to maintain the Board Member's position. This encourages non-Board member participation as members view the Board as role models, and additionally guarantees an unbiased vote at Board of Director Meetings.
6. The Board of Directors may grant an official leave of absence to an elected official provided a 2/3 majority vote is achieved for reasons including, but not limited to, illness, life crisis, job-related, etc
7. Any elected official may resign his or her position with a written notification submitted to Board of Directors with a forty-eight (48) hour notification. The Executive Board will replace that individual for the remainder of his/her term by calling for applicants, reviewing their respective qualifications and by casting a vote. In the event of a tie, the President shall determine who will be designated as the new board member. If the President resigns, the Vice President shall assume the role of the President and fill the vacancy provided by his or her promotion.
8. Any elected or appointed member of the Board of Directors who resigns from office will not be eligible to run for any Board of Directors position for a period of two years from the date of their resignation unless their resignation is a result of running for another board position.
9. No calls for special elections will be honored.

VII. ARTICLE VII - CONTRACTS, CHECKS, DEPOSITS AND FUNDS

A. CONTRACTS: The Executive Board may authorize any officer or officers, agent or agents, and/or committee members, in addition to these bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of this organization and any such authority may be general or confined to specific instances. Further, any and all authorizations are to be in writing from the Executive Board. No club or club member shall have the authority to represent PHINdy Parrot Head Club in any capacity, contract, obligation, function or event without the express written authorization of the Executive Board of this organization.

B. CHECKS, DRAFTS, etc.:

1. All checks, drafts, or other orders for the payment of moneys, notes or other evidence of indebtedness issued in the name of the organization, shall be signed by the Treasurer, President and/or the Vice-President of this organization.
2. The President shall have the authority to designate other persons as authorized and described herein as deemed necessary.
3. Any charges imposed on the club due to insufficient funds (NSF) by a club member will be charged to that club member.

C. DEPOSITS: Receipts of the organization shall be deposited on a timely basis. Any amounts due the PHINDy Parrot Head Club must be remitted within five (5) days of receipt of the service or merchandise. Credit will not be extended to any member of the club including the Board of Directors. Any incidental sum of money owed the club must be remitted prior to receipt of any concert tickets.

D. CLUB EXPENDITURES:

1. Club members wishing to be reimbursed for club-related activities or supplies necessary for official club events prior to spending monies shall:

a) Obtain approval, either verbally or via email, from a member of the Executive Board for expenditures less than \$50.00

b) Obtain approval, in writing, from any executive board member for expenditures from \$50.00 to \$100.00. (Email is acceptable.)

c) Obtain approval, in writing, from the entire executive board for expenditures of \$100.01 to \$999.99.

d) Expenditures of \$1,000.00 or more shall not be approved by the executive board without first obtaining a vote of approval from the membership.

e) To obtain reimbursement, the member shall submit the written approval, as required, along with the original receipts to the Treasurer.

f) Club members who anticipate incurring expenses for club-related activities should (after obtaining proper Executive 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 in normal procedures set forth.

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. Until such time that the organization receives an IRS tax exempt determination letter, the following disclosure statement must be included on all new member 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."

3. All and any contribution or gift must be turned over to the Director of Merchandising or Executive Board.

VIII. CONCERT TICKET GUIDELINES & PRINCIPLES

A. Concert Ticket Guidelines & Principles

1. Tickets, when made available to the PHINDy PHC, are a privilege, not a right. They are made available to the most "active" club members as a reward for their volunteerism throughout the year.
2. The most active members will be given first choice on purchasing tickets through the club. Refer to club concert point system. Ties may be broken by lottery.
3. Members must participate in a minimum of two (2) charity events to be considered for club tickets. The event year is defined as the twelve (12) months prior to the announcement of ticket availability.
4. The maximum number of tickets available to each active membership is two tickets regardless of the number of shows at that venue. The Executive Board may adjust this figure based on ticket availability.
5. A member is only allowed to accept tickets from one (1) PHIP chartered club.
6. The Executive Board may designate one or two tickets for charity fundraisers.
7. If an eligible member turns down their ticket option, it passes on to the next eligible active member at the discretion of the Ticket Administrator. The ticket acceptance/declination form must be returned to the Ticket Administrator.
8. 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 payment for tickets as well. (The PHINDy Parrot Head Club will not be held responsible for cash sent through the mail.)
9. If a ticket is purchased and then cannot be used for any reason, that ticket must be returned to the PHINDY PHC to be made available to the next eligible member. 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.
10. The PHINDy Parrot Head Club must follow the rules of PHiP or our privilege for club tickets will be forfeited. These rules are:
 - a) No sales to non-members, this means any friends or family who are not members.
 - b) Best seats assigned to the most active club members.
 - c) No tickets are sold for more than face value, unless by an earlier majority vote of the Board, with proceeds going to charity.
 - d) Tickets may not be sold to scalpers. If you cannot use your ticket, you must return it to the club.
 - e) Do not call ANYONE regarding club seats except the President or Club Ticket Administrator.
 - f) Any infraction of these rules will immediately result in the following:
 - (1) Removal from the club;

(2) Loss of dues;

(3) Loss of privileges in both the PHINDy PHC and PHiP;

g)Members on probation:

(1) If the club member is issued a written warning prior to concert ticket distribution, and that member is eligible and has accepted a concert ticket via a valid signed PHINDy PHC contract, the offer will be rescinded immediately with any and all monies returned to the member.

(2) If the club member is issued a written warning and is currently holding a club concert ticket, that ticket must be returned immediately. If sufficient time is provided for the PHINDY PHC to re-sell that ticket, ticket monies will be refunded to the member. The member will otherwise assume liability for the unsold ticket. If the member refuses to return the ticket, the member will immediately forfeit their club membership, and as such, the privilege to sit in that club seat. PHiP and all clubs within the Midwest Region will be notified immediately of the refusal to return the ticket and of the termination of said membership.

(3) Ticket privileges will be revoked if a membership is terminated regardless of the reason.

B. CLUB CONCERT POINT SYSTEM

1. Parrot Points

a)Elected Officials, 24 pts (providing duties are performed);

b)Board of Directors, 12 pts (providing duties are performed);

c)Ad-Hoc Committee Chair, 10 pts.

d)Organize an Event, 5 pts (outside the normal duties specified for Board or Committee Chair);

e)Actively serve on any committee, 5 pts;

f)Participate in a charity event (excludes donations at business meetings), 5 pts;

g)Attend business meeting, 3 pts (+2 if bring charity donation);

h)Special Projects (write newsletter article, design logo, buttons, sell 50/50 tickets, etc.), 2 pts;

i)Refer new member, 2pts per new member;

j)Attend social event, 1 pt;

k)Additional single points may be issued for other activities determined by the Executive Board.

C. Goodwill Tickets:

a)At the discretion of the Ticket Administrator and the Executive Board, up to six (6) tickets will be held aside each year and made available as a goodwill gesture to other clubs outside of Indianapolis. The number of tickets will vary depending upon the total number received for that ticket season.

b)Remote PHINdy PHC members (outside a fifty mile area from the club's official address) will also be eligible for these tickets provided they have donated services, time, or merchandise to justify the receipt of tickets. The Ticket Administrator will determine this justification.

c)Any non-PHINdy PHC member must be an active member in good standing in his or her own local club. Notification will be sent to the individuals' club president requesting validation of ticket worthiness.

d)All club presidents will be notified prior to concert time that the PHINdy PHC is making tickets available. This notification will be handled through the PHiP Club Presidents email list serve.

e)Management of ticket distribution – Should the response to this offer be overwhelming and exceed the ticket availability, all interested member names will be entered into a pool, and a lottery style drawing will ensue. This will allow the PHINdy PHC to distribute the tickets as fairly as possible. Three members of the PHINdy PHC Board of Directors will be present for the drawing.

IX. ALTRUISM

1. Events and/or activities sponsored by the club will have a portion of the proceeds raised donated to a designated charity.
2. The club will donate time and/or money to at least two charities each year, preferably local charities.
3. The club will be involved in at least one environmental cause a year.
4. The Charity Coordinator 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 Charity Committee.
5. Whenever possible, the designated charity shall be decided upon by Club members at a general business meeting.

X. MISCELLANEOUS

A. Any property belonging to the organization shall not be used or consumed by any person without written consent of the Executive Board and an approval by majority vote of it. The term "property" includes all property real or personal, tangible or intangible, which may be owned, created by or in the possession of the organization absent an overriding legally enforceable contract, including the club logo.

B. The fiscal year for PHINdy Parrot Head Club shall begin on January 1 and end on December 31.

C. The following statement is to be added to each printed and/or published membership directory: *"This directory is for the exclusive use of PHINdy PHC. It is not to be utilized for any purpose not directly associated with our bylaws nor is it to be released to other parties without the approval of the Executive Board."*

D. Use of club mailing lists by PHINdy club members or leaders for solicitation purposes of any kind (including charitable) are strictly prohibited without prior written approval of the President.

E. No solicitation of club members will be authorized at any club function. Solicitation includes distribution of personal invitations, business pamphlets, propaganda, or any material that could be construed as non-club related. Solicitation of club members can result in removal from the PHC.

F. The Club does not assume responsibility for the conduct, actions or behavior of any member.

G. Club funds will not be used to purchase alcohol for any event or function. No exceptions.

H. Membership in the Club does not allow individual members to use the name, lyrics, song titles, names of businesses, or copyrighted or reserved material owned by Jimmy Buffett.

XI. ADOPTION OF BYLAWS

A. These bylaws will go into effect for an indefinite period no later than July 24, 2002.

B. INFRACTIONS OF BYLAWS:

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

2. The Executive Board will inform, by letter, the club member of the alleged infraction/s against her or him. The member will be given 30 days to provide a written response to the Executive Board. If the member chooses not to respond within 30 days, the Executive Board will move forward to a decision without the member's input.

3. At the next scheduled club Executive Board Meeting, after the 30 day deadline, the Executive Board will evaluate the alleged infraction/s and make one of the following decisions:

a) No Action - the Executive Board has considered the alleged infraction and the Executive Board will take no action.

b) Action – The Executive Board has reviewed the alleged infraction and an appropriate action has been determined as 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. The member will be informed in writing within 30 days of the club 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. Club Executive Board decisions are considered final.
6. At the next scheduled club business meeting, the membership shall be informed of the decision, and the information will be properly recorded in the minutes.

C. AMENDING BYLAW PROCEDURES

1. Proposed amendments should be submitted in writing to a member of the Executive Board.
2. The proposed amendment(s) will be read at the next business meeting.
3. A vote will be taken at the following business meeting. A favorable vote of 2/3 of members present shall be considered an effective change to the bylaws.
4. If the bylaws are amended, the modified bylaws will be made available to club members within 30 days.

XII. CONFLICT OF INTEREST

A. Any possible conflict of interest of any member of the Board of Directors or member of the organization shall be disclosed in writing to the Executive Board.

B. Where the transaction involving a Board Member, trustee or officer exceeds five hundred dollars (\$500) but is less than five thousand dollars (\$5,000) in a fiscal year, a two-thirds vote of the disinterested directors is required.

C. Where the transaction exceeds five thousand dollars (\$5,000) in a fiscal year, then a two-thirds vote of the disinterested directors and publication in the newsletter is required. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself.

D. Every new member of the Board will be advised of this policy upon entering his or her office, and shall sign a statement acknowledging, understanding of and agreement to this policy.

XIII. DISSOLUTION OF CLUB

A. Dissolution

Dissolution of the club shall require an affirmative vote of a majority of active members, entitled to vote thereon, who are present at a meeting called exclusively for such purpose.

B. Club Property

1. Consists of all property owned by the club at the time of the decision to dissolve the club.
2. The property shall either be sold to the Club's current members or donated to another Parrot head Club.
3. Money raised by the sale of property will be deposited into the Club account.

C. Club Funds

Upon dissolution of the Club, the Executive Board, after paying or making provision for the payment of all of the liabilities of the Club, shall arrange for the distribution of the remaining assets to a charity of the Executive Board's choice.