

# Capital Region Parrot Head Club Bylaws

## Article I. Name

Section 1.01 This organization will be called the Saratoga-Albany Parrot Head Club.

(a) This club may also be referred to by any of the following nicknames:

(i) "STAPH"

(ii) "Paratoga"

(b) This club has been known and still may be known as any of the following names:

(i) Saratoga-Albany Parrot Head Club

(ii) Phins-Up RDA (Rules Don't Apply)

## Article II. Membership

Section 2.01 Membership in the Saratoga-Albany Parrot Head Club shall be open to anyone meeting the membership requirements specified in Article II - Section 2.02.

Section 2.02 Membership requirements shall be as follows:

(a) A member shall pay dues according to a schedule set and approved by the Board of Directors prior to January 31 of each year.

(b) The person must have an interest in the music of Jimmy Buffett.

(c) The person must have an interest in community service and environmental concerns

(d) The person must participate in a minimum of four club-sponsored events per year. This only applies if the person wants to be eligible for club concert tickets.

(e) The person must have a commitment towards the success of achieving the goals of the club.

(f) Use of illegal drugs at any club function will not be tolerated and will be grounds for membership termination with no refunding of club dues.

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- (g) All members attending any club function will be held accountable for his/her own actions and shall not hold the Saratoga-Albany Parrot Head Club responsible for his/her actions.

## Section 2.03      Payment of Dues

- (a) Payment of dues will be made annually by the end of November for the following calendar year. For new members, dues will be pro-rated depending upon the month they join.

- (i) The pro-rated annual dues schedule is as follows:

Month	Percentage of Annual Assessment Due
January	100%
February	100%
March	100%
April	75%
May	75%
June	75%
July	50%
August	50%
September	50% *
October	*
November	*
December	*

\* - May be waived by BOD if the annual assessment for the following year is paid in full.

- (b) By a majority vote, the Board of Directors (hereafter referred to as the "BOD") can waive, reduce or extend the deadline of dues for any member due to financial hardship. Requests for such provisions must be submitted in writing to any member of the Board of Directors within 30 days of his/her anniversary date.

- (i) A member's anniversary date shall be the date that their initial dues are paid. This applies to their first year as a member. After that, their anniversary date shall be January first.

## Section 2.04      Refund of Dues

- (a) Refunds of dues are only made with the majority vote of the BOD.
- (b) The BOD will not refund any persons wishing to terminate his/her membership between anniversary dates any portion of his/her dues without a majority vote.
- (c) If the BOD determines by the majority vote between anniversary dates that a person does not meet the requirements of the membership stated in Article II -

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Section 2.02, The BOD can refund a portion of that person's dues pro-rated by the days remaining until the anniversary date, thus terminating membership in the club and all rights and privileges there with.

- (d) Any person who has not paid dues by the anniversary date will be considered to have his/her membership terminated and payment of dues will reinstate his/her membership under a new anniversary date providing the said person is in good standing with the club.

### **Article III. Officers and Administration**

Section 3.01 All elected and appointed members of the BOD must meet the following requirements to be considered for their position:

- (a) Be a member in good standing within the organization.
- (b) Have at least one full year of continuous service within the organization.

Section 3.02 The club will be managed and operated by the BOD which is composed of the following individuals: President, Vice President, Secretary, Treasurer, Members at Large, Social Director, Membership Director, Fundraising Director and Merchandise Director.

Section 3.03 The BOD will meet at least quarterly and the President can convene additional meetings at his/her discretion.

Section 3.04 The quorum shall consist, for any meeting, of at least four (4) members of the BOD that are outlined in Section 3.02 above.

Section 3.05 All members of the BOD will be entitled to a vote on all matters of administration unless otherwise specified in these by-laws.

Section 3.06 A majority vote is required to adopt any motion introduced at the BOD meeting.

### **Article IV. Period of Service**

Section 4.01 Each officer's term will consist of one (1) year running from January 1 to December 31 and will be selected by a majority vote of ballots received from the membership. The ballots will be distributed prior to September 31 and only ballots postmarked by October 31 shall be counted.

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Section 4.02 If general membership falls below fifty (50) members, BOD terms will automatically be extended for one (1) additional year. This extension eliminates the need for an election for one calendar year.

### **Article V. Officers**

#### Section 5.01 Officers

- (i) The Officers include the following positions: President, Vice President, Secretary, Treasurer and Members at Large. All of their duties and responsibilities are detailed below.

#### Section 5.02 President

- (a) The President shall be the Chief Executive Officer and liaison with other local groups.
- (b) The President shall chair all meetings of the BOD
- (c) The President shall appoint all Directors and Committee Chairpersons with the approval of the majority vote of the Officers and shall make any other appointments deemed necessary by that body.
  - (i) If the general membership falls below fifty (50) members, the President may combine or eliminate various Directors and Committees with the approval of the majority vote of the Officers.

#### Section 5.03 Vice President

- (a) The Vice President shall assist the President in administering the business of the organization.
- (b) The Vice President shall preside in the absence of the President and shall succeed to the term of President if the President is unable to serve out the term.
- (c) The Vice President shall oversee the planning and execution of group activities.

#### Section 5.04 Secretary

- (a) The Secretary shall keep the minutes of the BOD meetings.

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- (b) The Secretary shall furnish copies of the minutes to all BOD members, appointed officers and to others designated by the BOD or the President.
- (c) The Secretary shall respond and correspond with other groups or individuals as requested by the BOD or President.
- (d) Upon leaving office, the Secretary shall pass on the materials, books, notes, and records, for the present and prior years, in good condition, to the succeeding Secretary.
- (e) The Secretary is responsible for overseeing the creation and publication of the newsletter.

### **Section 5.05 Treasurer**

- (a) The Treasurer shall assume the responsibility for the financial matters of the club, including the financing of the newsletter.
- (b) The Treasurer shall attend BOD meetings and have the books of the organization ready for examination by any member of the BOD upon request.
- (c) The Treasurer shall present the books annually for inspection by a member of the BOD appointed by the President.
- (d) The Treasurer shall prepare quarterly reports for presentation to the BOD.
- (e) Upon leaving office, the Treasurer shall pass on, for the present and prior years, all funds, records and books in good order to the succeeding Treasurer.

### **Section 5.06 Members at Large**

- (a) It is the responsibility of the BOD Members at Large to attend the BOD meetings and to present in good faith, the issues and concerns of members of the organization who are not members of the BOD.
- (b) A Member at Large may accept a request by the BOD or the President to serve as its special agent in specific matters
- (c) The Members at Large are entitled to a single vote.

## **Article VI. Directors**

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Section 6.01 The Directors are as follows: Social Director, Membership Director, Fundraising Director and Merchandise Director. The duties and responsibilities of each position are detailed below.

## Section 6.02 Social Director

- (a) It is the responsibility of the Social Director to attend the BOD meetings.
- (b) It is the responsibility of the Social Director to maintain the social calendar for the organization.
- (c) The Social Director is entitled to vote on all BOD related issues.

## Section 6.03 Membership Director

- (a) It is the responsibility of the Membership Director to attend the BOD meetings.
- (b) It is the responsibility of the Membership Director to maintain the list of members within the organization, collect annual dues, accept and process applications for new members.
- (c) It is the responsibility of the Membership Director to turn in all monies collected for membership to the Treasurer on a regular basis.
- (d) Upon leaving office, the Membership Director shall pass on, for the present and prior years, all records and books in good order to the succeeding Membership Director.
- (e) The Membership Director is entitled to vote on all BOD related issues.

## Section 6.04 Fundraising Director

- (a) It is the responsibility of the Fundraising Director to attend the BOD meetings.
- (b) It is the responsibility of the Fundraising Director to maintain the fundraising and volunteering schedule for the organization.
- (c) The Fundraising Director is entitled to vote on all BOD related issues.

## Section 6.05 Merchandise Director

- (a) It is the responsibility of the Merchandise Director to attend the BOD meetings.

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- (b) It is the responsibility of the Merchandise Director to maintain the inventory of clothing items, party supplies and other club-related goods and supplies. Also, to make sure that there are ample supplies on hand for all upcoming events.
- (c) The Merchandise Director is responsible for collecting all monies for items sold and turning the monies into the Treasurer on a regular basis.
- (d) Upon leaving office, the Merchandise Director shall pass on, for the present and prior years, all records, books and current inventory in good order to the succeeding Merchandise Director.
- (e) The Merchandise Director is entitled to vote on all BOD related issues.

### **Article VII. Committees**

Section 7.01 The President can select any necessary committee chairperson from the membership at large subject to approval of a majority vote of the Officers to serve in committee positions, which the board has created.

Section 7.02 The tasks of the appointed chairperson and his/her committee will be defined by the BOD.

Section 7.03 Committee members serve at the directions of the committee chairperson in charge of that committee.

Section 7.04 The BOD will determine the committee chairperson's terms of office.

Section 7.05 The appointed chairperson may be removed by a 2/3 vote of the BOD.

Section 7.06 The appointed chairperson may appoint his/her own committee members except for the BOD elections committee.

Section 7.07 The appointed officers may include the following chairman:

- (a) Election Coordinator
- (b) Historian/Scrapbook
- (c) Newsletter Editor
- (d) Public Relations

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- (e) Volunteer Events Coordinator
- (f) Special Events Travel Coordinator
- (g) \*Other committees may be established and appointed as the need arises.

## **Article VIII. Meetings**

Section 8.01 A general membership meeting will be held at least quarterly at a time and place to be determined by the BOD and communicate it to the general membership through the newsletter, email or other appropriate method determined by the BOD.

Section 8.02 All BOD meetings are open to all members of the organization but only BOD members can vote at BOD meetings.

Section 8.03 If no general membership meeting has been called for 2 consecutive quarters, any member may call a special membership meeting by sending written notice to each elected and appointed officer.

Section 8.04 A quorum is necessary at any general membership meeting, which has been communicated in good faith.

Section 8.05 Proxy

- (a) Any member of the BOD who cannot attend a scheduled BOD may provide for a written proxy to vote on his/her behalf.
- (b) No members of the BOD will be allowed to vote in abstention through a proxy unless the proxy is in writing and is carried to the meeting by the person selected as proxy.

## **Article IX. Elections & Voting**

Section 9.01 Elections and Voting

- (a) The BOD can hold elections at any time for any reason by a majority vote. Only the BOD can present motions to be voted on by the general membership of before the BOD.
- (b) The BOD will not endorse any candidate, for any office, in any area.

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- (c) Any election or voting for any reason not otherwise covered in these by-laws which require membership vote will be advertised through the newsletter and all votes will be based on majority votes of present membership or responding members if the vote is held by mail.
- (d) Any items to be voted on by the general membership must be communicated to the members at least one (1) month prior to the deadline for voting.
- (e) The BOD will determine the deadline by which mail-in votes must be postmarked and only these responses will be counted.
- (f) For voting by mail, the ballot will contain the name and address to which the ballot must be returned with a clear communication of the deadline for the voting.
- (g) The organization is not required to pay return postage on any ballots.
- (h) Election Committee
  - (i) A person who is not a member of the BOD or planning on running for office will be appointed by unanimous vote of the BOD.
  - (ii) The chairman will be responsible for collecting and tabulating the voting responses and for communicating and certifying the results of any elected director of the BOD.
  - (iii) The Election Committee is responsible for preparing a ballot for timely publication in the newsletter.
- (i) Votes Within the BOD
  - (i) In the event of a tie vote within the BOD, the tie vote in an election or motion, before the BOD will be broken by a vote of the President and the vote of the Members at Large on the BOD who are present. If tie vote remains, the President will break the tie.
- (j) The Elections Chairperson can be removed for failure to perform his/her duties in a timely and objective fashion by a 2/3 vote of the BOD.
- (k) In the event that any business must be decided by the BOD between scheduled meetings, the President may conduct a meeting by telephone of each member of the BOD, either individually or as a group. Regular quorum rules will apply with each voting member considered present.

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## Section 9.02 Nominating

- (a) Candidates can run for any elected office by submitting a nomination to the Elections Committee to be included in the ballot so long as the nomination has been in accordance with procedures communicated to the members in the newsletter.
- (b) Only members in good standing will be considered for any nomination to any elected position as outlined in Section 3.01.
- (c) In the event that an elected officer fails to meet the membership requirements at any time during his/her term, he/she will receive written notice from the BOD that a 30-day grace period will be offered to correct the disqualifying event. At the end of the grace period, any elected officer who has failed to meet the membership requirements will forfeit his/her position on the BOD.

## Section 9.03 Replacement of Members of the BOD

- (a) Within 30 days of the withdrawal of any member of the BOD except the President, the Election Committee will solicit nominations for candidate for replacement. Elections for replacement officers will occur in accordance with procedures outlined for general elections.
- (b) In the event of the vacancy of any position on the BOD, the President can appoint a temporary replacement until the general election can be held. The candidate must meet all of the requirements outlined in Section 3.01 and be approved by a majority vote of the BOD.
- (c) Recalls of any member of the BOD can be made by any member upon presentation of a petition, which describes the reason for the recall. The petition must be signed by at least seventy percent (70%) of the members in good standing at the date on which the petition is presented to President.
  - (i) The recall of any elected officer may be affected for any of the following reasons:
    - 1) Mental or physical disability resulting in substantial inability to execute the duties of that office.
    - 2) Malfeasance, misfeasance, or nonfeasance of office.
  - (ii) Upon presentation of such a petition to the President, a special Election Committee shall be appointed to supervise the voting, to receive and count

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ballots and to certify the results, in writing, to the President, with a copy to the Newsletter Editor for publication. Such petition, together with a ballot, shall appear in the next newsletter, provided that is received by the Editor 3 days prior to a deadline date established by the Newsletter Editor and/or his/her committee.

- (iii) Balloting rules of a regular election shall apply, except that the designated date for the final reception of ballots shall be no less than 90 days nor more than 120 days from the date of newspaper publication.
- (iv) In all recent elections, a minimum vote of ten (10) percent of the membership must be received in order to effect a recall. A simple majority of the ballots cast will determine rejection or approval.
- (v) The President shall inform the membership in writing via the newsletter of the results no later than ten (10) days following the certification of the officer.

### **Article X. Miscellaneous**

Section 10.01 Reimbursement of expense to any member who has incurred expenses on behalf of the organization must be accompanied by a written request for reimbursement to any member of the BOD. Proper documentation including receipts must be submitted for consideration.

Section 10.02 Submission of officers receipts for reimbursement will be approved in the same manner except that officer will excuse himself/herself from the meeting during the discussion of the reimbursement and will not vote on it.

Section 10.03 Expenses in excess of \$50 should be discussed in advance of payment to receive authorization from the BOD.

Section 10.04 Mileage reimbursements will equal the current IRS allowance.

Section 10.05 Any property Belonging to the organization shall not be used or consumed by any person without consent of the BOD and an approval by majority vote of same. The term "property" includes all property real or personal; tangible or intangible which may be owned, created by or in the possession of the organized absent and overriding legally enforceable contract.

Section 10.06 The fiscal year for the Saratoga-Albany Parrot Head Club shall begin on January 1 and end on December 31.

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Section 10.07 The President, Vice President and Treasurer are the authorized signatories of the organization's bank account.

Section 10.08 The Treasurer may issue checks for amounts less than \$300.00 (three hundred dollars). If a check is needed for more than the aforementioned amount, the Treasurer must receive Officer approval before issuing the check.

Section 10.09 Advertising rates shall be approved of the BOD.

Section 10.10 All Special Events shall be budgeted to at least "break even" financially. If a deficit appears likely, it will be reported to the BOD promptly.

### **Article XI. Amendment To By-Laws**

Section 11.01 The BOD can make amendments to the By-Laws, which have been approved by a majority vote of the BOD.

### **Article XII. Adoption Of By-Laws**

Section 12.01 Adoption of the By-Laws or revisions thereof which are approved by the BOD shall be ratified by a 2/3 vote of the BOD.

Section 12.02 These By-Laws will go into effect after the election results are finalized.