

**Southernmost Coconut Castaways, Inc.**  
**Bylaws**

**ARTICLE I: NAME AND PURPOSE**

**Name:** The organization will be called Southernmost Coconut Castaways, Inc., established in March 2011.

**Purpose:** The mission of the organization is to promote Southernmost Coconut Castaways as a non-profit organization whose purposes are to:

1. Assist in community services through volunteering.
2. Provide a variety of social activities.
3. Function as an official fan club of Howard Livingston and the Mile Marker 24 Band.

**ARTICLE II: MEMBERSHIP AND DUES**

- A. Membership in Southernmost Coconut Castaways, Inc. shall be open to anyone, regardless of religion, gender, national origin, creed or sexual preference.
- B. Membership guidelines shall be as follows:
  1. A person must be 21 years or older to be a member.
  2. A member must complete and submit, with dues, a membership application.
  3. Failure to renew after one month in arrears shall result in termination of membership.
  4. A former member waives the rights to logos, names and membership lists of the Southernmost Coconut Castaways, Inc.
- C. The Board reserves the right to refuse or terminate any membership (with a majority vote of Board members). The Board, by majority vote, may terminate the membership of a member who violates any provision of the bylaws, or whose actions are determined to be detrimental to the club.
- D. Payment of dues:
  1. Annual dues for a Single membership are \$20.
  2. Annual dues for a 2-person membership (consisting of any two adults) are \$35.
  3. Membership renewal notices will be sent in one month prior to each member's anniversary date.
  4. Renewal membership fees are due prior to each member's anniversary date.
  5. By a majority vote, the Board can waive, reduce or extend the deadline for payment of dues for any member.
  6. If renewals have not been received by the end of the grace period

(one month after the member's anniversary date), membership will be discontinued, and members will have to re-apply.

Any member may resign their membership with Southernmost Coconut Castaways, Inc. by sending a written request to the Membership Director. Refunds will not be issued regardless of the reason of the termination of membership.

### **ARTICLE III: BOARD OF DIRECTORS**

- A. All elected and appointed members of the Board must be current members in good standing of the organization (Article II, Membership Paragraph B).
- B. The organization will be managed and operated by the Board, which is composed of the following positions: President, Vice President, Secretary, Treasurer, Director of Marketing and Promotions, and Membership Director. There may also be up to four Associate Board Members. Associate Members are optional and at the discretion of the Board.
- C. The Board will meet monthly, and the President may convene additional meetings at his/her discretion.
- D. The quorum for any meeting shall consist of a majority vote of the members of the Board with at least one member being either the President or Vice President.
- E. All members of the Board will be entitled to one vote on all matters of administration. In the event of a tie vote, the President will cast the deciding vote. A majority vote is required to adopt any motion introduced at any Board meeting.
- F. All members of the Board shall have access to the Internet and email, to address business issues in a timely manner.
- G. An elected Board member shall be the only person to respond to any inquiries or issues related to Southernmost Coconut Castaways, Inc.
- H. All Board members are required to attend 75% of the Board Meetings during each calendar year.
- I. Upon leaving office, every Board member shall pass on all records, computer files, and club-owned equipment related to their position to the Board at a designated time.
- J. If a Board member resigns his/her position mid-term, he/she will forfeit all rights to hold any Board position for a length of time not less than two full terms.

### **ARTICLE IV: OFFICERS AND DUTIES**

- A. **President**  
The President shall:

1. Be the executive officer of the club.
2. Chair meetings of the Board and preside over Jump Up events.
3. Communicate with club members as necessary.
4. Act as club contact for vendors and distributors.
5. Approve website content.
6. Act as authorized signer on club's bank account.

**B. Vice President**

The Vice President shall:

1. Assist the President in overseeing club business.
2. Preside over club and Board meetings and Jump Up events in the absence of the President.
3. Act as club contact for charity organizations, along with the Caribbean Soul committee chair.
4. Oversee Caribbean Soul committee.
5. Report information to the Board.
6. Serve out the President's term if the position becomes vacant and preside until the position has been filled, with the approval of the Board, or until the next election.

**C. Secretary**

The Secretary shall:

1. Take notes and keep minutes of all Board meetings.
2. Furnish copies of the minutes to all Board members in designated time period.
3. Send written correspondence on behalf of club (including thank you notes) as necessary.
4. Maintain club bylaws.

**D. Treasurer**

The Treasurer shall:

1. Maintain club financial records.
2. Present Treasurer's report at Board meetings.
3. Maintain responsibility for the club's bank account, including checks, deposits and balancing the account.
4. Distribute donation receipts as necessary.
5. Act as authorized signer on club's bank account.

**E. Membership Director**

The Membership Director shall:

1. Welcome new members immediately.
2. Distribute welcome packets in a timely manner.
3. Recruit assistance for membership drives as necessary.
4. Track attendance at Jump Up events.
5. Oversee the Membership Committee.

**F. Director of Marketing and Promotions**

The Director of Marketing and Promotions shall:

1. Act as club contact for media, including newspaper, radio and social media.

2. Attend Jump Ups and other club events.
3. Act as official photographer at club events; post photos on social media and newspaper, if applicable.

**G. Associate Board Member**

The Associate Board Member shall:

1. Attend the Board meetings, as available
2. Serve as a special agent in specific matters as requested by the Board.
3. Assist the Board in organizing special events (as assigned).
4. Assist the Board with committees (as assigned).

**ARTICLE V: PERIOD OF SERVICE**

- A. Except for the initial Board of Directors, elected Board members' terms will consist of two years, running from July 1 to June 30, and will be selected by a majority vote of ballots received from the membership. Terms for the Vice President, Secretary, and Marketing Director shall end in years ending in an odd number (first election will take place in 2013). Terms for the President, Treasurer, and Membership Director shall end in years ending in an even number (first election will take place in 2014).
- B. Appointed Associate Board Members will have terms of one year from the time they are appointed to the Board.

**ARTICLE VI: BOARD MEETINGS**

- A. Board meetings are open to all members of the organization, but only Board officers may vote.
- B. The club will have one Board meeting each month. These dates will be posted on the club's website.
- C. If a decision needs to be made before the next scheduled Board meeting, all officers must be consulted, and a majority of the officers will be required to vote for the item to pass.

**ARTICLE VII: ELECTIONS AND VOTING**

- A. Elections and Voting
  1. General elections will be held in June with results announced no later than June 25th.
  2. Election Notice: An election notice will be sent to all members on the fifteenth of May via email. This notice will include the offices to be elected and the way the election will be conducted. Nominations for each office will be accepted until June 1st of each voting year. Nominations will be accepted from any member. Self-nominations will be allowed.
  3. An Election Chairperson (must be a member in good standing, but not a current member of the Board) will be appointed by the

President and approved by majority vote of the Board. The Election Chairperson will be responsible for accepting nominations, conducting the election, and reporting results to the Board by June 25th.

4. Special Elections can be held at any time for any reason by a majority vote of the Board. Only the Board can present motions to be voted on by the general membership or before the Board.
  5. If there is only one person running for a position, that person will be automatically considered an elected member of the Board and will not be on the ballot. Additionally, if there are no opposed positions for any office, there will be no ballots emailed to the general membership, and these persons will assume responsibilities of the Board on the designated date.
  6. In the event of a tie vote of any general membership vote, a run-off election will be held between the two persons.
  7. The Election Chairperson can be removed for failure to perform any of his/ her duties in a timely and objective fashion by a 2/3 vote of the Board.
  8. Only members meeting the eligibility criteria outlined in Article VII Paragraph 10 will be considered for nomination to any elected position. (Article II, Membership Paragraph B). Membership must be current throughout the election process.
  9. Each club member in good standing at least 90 days prior to the nomination start date is allowed one vote. Membership must be current throughout the election process.
- B. Eligibility criteria to hold office
1. Member of the Southernmost Coconut Castaways for at least the past two years;
  2. Serve on a committee prior to running for office;
  3. Attend at least 3 board meetings in the prior 12 months (can be remote attendance if residing outside the Keys);
  4. Play an active role in the organization by attending Jump Ups and volunteering when possible;
  5. In order to hold the position of President or Vice-President, you must first serve in another board capacity.

#### **ARTICLE VIII: APPOINTED POSITIONS**

- A. The Board can select Associate Board Members and members to head committees.
- B. The position of webmaster will be appointed by the Board.
- C. The Newsletter editor will be appointed by the Board.
- D. The tasks of each appointed person and his/her committee will be defined by the Board.
- E. The committee positions' terms of office will be determined by the Board.

- F. The appointed position may be removed by a majority vote of the Board.
- G. The appointed committee chairperson can select his/her own committee members.

#### **ARTICLE IX: MISCELLANEOUS**

- A. Expenses more than any pre-approved amount should be discussed in advance of expenditure to receive authorization from the Board.
  - 1. Event monies may be dispersed in advance to the committee chairperson, but receipts must be provided to support expenses. Any unused monies must be returned by the next Board meeting.
  - 2. The Board shall determine the budget for each event.
- B. Any property belonging to the organization shall not be used by any person without written consent of the Board and an approval by majority vote of the Board. The property shall be returned to the appropriate Board member upon completion of the event.
- C. Any use of club logos or the name Southernmost Coconut Castaways shall be approved by the Board.
- D. The President, Vice President and Treasurer are the authorized signatures of the organization's bank account.

#### **ARTICLE X: AMENDMENTS TO BYLAWS**

- A. Amendments to these Bylaws can be brought to a vote in two manners:
  - 1. Club members may submit items for consideration by the Board at the Annual Review of the Bylaws.
  - 2. The Board can present to the general membership amendments which have been approved by a majority vote of the Board.

#### **ARTICLE XI: ADOPTION OF BYLAWS**

- A. Revisions to the Bylaws shall be ratified by majority vote of the Board.