

BY-LAWS OF SKIPPERS COVE BEACH CLUB INC.

(Apr 2011 revision)

Article I

Name

The name of the *Association* is "Skippers Cove Beach Club, Inc" hereinafter referred to as the Club. The Mens Club of Skippers Cove Beach Club and the Skipperettes of Skippers Cove Beach Club are satellite organizations of the Skippers Cove Beach Club, Inc. The Beachcombers shall be an independent, nonprofit affiliate of the Skippers Cove Beach Club whose purpose shall include the welfare, recreational and educational support of the community.

Article II

Purpose

Section 1

The purpose for which this nonprofit club, and its satellites, is formed is:

- (a) To promote and protect the general welfare of the members in their use and enjoyment of Club property.
- (b) To encourage social activity among members.
- (c) To encourage participation in civic activities in the community.
- (d) To assist ill, disabled or needy members in any way possible.
- (e) To purchase, lease, hold, sell, mortgage, convey or acquire dispose of, or encumber real or personal property of every type and description, as the members may deem necessary for the benefit of the Club.

Section 2

The purpose for the affiliate known as the Beachcombers is:

- (a) To promote and support the general welfare of the community through the approved use(s) of Club property.
- (b) To promote the recreational and educational support of the community at both non-Club scheduled events and pre-approved Club scheduled events. The Beachcombers shall not utilize Club property without authorization from the Clubs Board of Directors or its official designee.
- (c) To donate excess funds generated by the Beachcombers to approved charities.

Article III

Membership

Section 1.

(a) Membership in the Club shall be by households. Any owner of a property located within the area shown and described on the composite of filed maps for Skippers Cove, Township of Ocean, New Jersey, prepared by Fellows and Read, Civil Engineers and Surveyors, dated August 4, 1960, approved by the Ocean Township Committee on July 18, 1960, and approved by the Ocean Township Planning Board on June 23, 1960, which map is one filed in the office of the Clerk of Ocean County, New Jersey, is automatically qualified as a member of the Club.

Additionally, owners of other properties which are not included in the filed maps but which are located contiguous to properties identified in said filed maps and which can be accessed only through the main entrance on Skippers Blvd (e.g. #10 & #12 Stevenson and #100 Hornblower) shall also qualify for Club membership with the following provisos:

1. These property owners must amend their property deeds to include the identical deed restrictions as in the initial Skippers Cove property owners deeds, including that of mandatory membership. Proof of this action MUST be submitted to the Board of Directors for verification.
2. All associated costs pertaining to the deed changes, by-laws reprinting, and postal fees are to be borne by these new property owners equally.
3. Lastly, a signed letter of understanding that the owner agrees not to modify their deed restrictions in any way prior to the sale of their home without notifying the Board of Directors via certified mail. Receipt of said letter will immediately disqualify the property owner for membership under Art III, Section 1(a) of these by-laws.

(b) All members shall, upon payment of the required dues, enjoy the full benefits and privileges of the Club, be eligible to hold elective office, be entitled to one vote per household and have equity in the common areas of the Club (hereinafter referred to as Property Rights).

- (c) All family members permanently residing with members in good standing and guests of members in good standing shall be entitled to the use of recreational facilities of the clubhouse, beach area, and marina launching ramp.
- (d) Each household shall provide the Club with an address for notification. If no address is provided, the address of the Skippers Cove property shall be deemed the address for all notifications.

Section 2. Qualifications for Membership

Membership in Skippers Cove Beach Club, Inc. is mandated by a deed restriction in the owners deed or through chain of title. Property owners become Club members upon passing of title. No further application for membership is required. Property owners are accepted as members in good standing when all required dues are paid. No person who is otherwise eligible shall be denied membership by reason of race, creed, color, ethnic background or sexual preference

Section 3. Eligibility for Elective Office

All members, in good standing, are eligible to hold elective office and appointment to committees. However, only one member of a household may hold elective office at any one time.

Article IV

Meetings

Section 1.

Regularly Scheduled Meetings

The Annual Membership Meeting of the Club shall be held during the first (3) weeks in November at a time and place designated by the Board of Directors. The General Membership Meetings of the Club shall be held on the 3rd Saturday in January, April, June, and September or as determined by the Board of Directors. Regular Board meetings will be held each month at a time and date specified by the Board, unless specifically cancelled by the President with approval of the majority of the Board.

Section 2.

Special Meetings

The President may call a special meeting with the approval of a majority of the Board of Directors. It shall be mandatory for the President to call a special meeting upon receipt of a written request signed by twenty-five (25) members of the Club specifying the reason for such meeting. Such meeting shall be called within thirty (30) days of receipt of the request unless a regularly scheduled meeting falls within this period and if in the Presidents judgment the matter can be taken up at the next scheduled membership meeting.

Section 3.

Notice in Writing

Notice in writing of any and all General Membership Meetings and the Annual Membership Meeting of the Club must be mailed first class or otherwise delivered at least ten (10) calendar days prior to the date of the meeting. These notices will include any known issues requiring a vote.

Section 4.

Quorum

- (a) No business shall be transacted at any meeting of the Club unless a quorum is present.
- (b) Fifteen (15%) percent of voting households in good standing (all dues paid) present shall constitute a quorum at all General Membership and Annual Meetings.
- (c) A majority of the members of the Board shall constitute a quorum at a Board meeting. At any meeting of the Board any action taken must have the approval of a majority of the members present.

Section 5.

Democratic Vote

- (a) A simple majority of eligible households present (or represented by absentee ballot) and voting will indicate a favorable vote on all matters, except as otherwise provided herein, if properly moved and seconded, and approved by the membership. Each household in good standing represented at the meeting of the Club shall be entitled to one vote. No household shall be entitled to more than one vote.
- (b) At all meetings of the Club and Board, votes may be cast by (1) Voice Vote (2) Division by Hand or Stand (3) Absentee Ballots (4) Roll Call Vote or, if required by the bylaws, (5) Formal Written Ballot. The presiding officer shall determine how the issue presented shall be voted. If the issue requires a formal vote by written ballot then the ballots cast shall be tallied by a special tellers committee of three (3) members appointed by the presiding officer.

Section 6.

Order of Business

The order of business at all regular or special meetings of the Club shall be as follows:

- (a) Call to order by the presiding officer
- (b) Pledge of Allegiance to the Flag of the United States of America
- (c) Roll Call by the Secretary, following which the Second Vice President or Secretary shall report to the presiding officers the number of eligible voting households present and whether or not a quorum is present. A sign-in sheet may take the place of a roll call.
- (d) Minutes of last meeting
- (e) The Treasurers Report
- (f) Committee Reports
- (g) Correspondence
- (h) Unfinished Business
- (i) New Business
- (j) Discussion
- (k) Adjournment

Section 7.

Non Payment of Club Dues

All privileges and benefits of the Club will be suspended if a household is not in good standing. Non-payment of the Club Dues will result in legal action to recover the unpaid dues and assessments owed. In addition, penalties, court costs and other fees as described in ART VIII. Sec 2 shall apply. Unsatisfied court judgments will be filed as a lien against the real property and/or satisfied by wage garnishment or any other methods as may be allowed under New Jersey law, at the discretion of the Board of Directors.

The property owners responsibility, under NJ law, includes compulsory disclosure of any and all information regarding dues and assessments at time of potential listing or sale. The obligation to pay all outstanding dues and assessments is not transferable. The property owner is further obligated, under NJ law, to disclose that Skippers Cove is a Deed Restricted community through current title and/or chain of title.

Failure to comply with Art IV, Sec 7 does not alleviate the property owner from the obligations under Art VIII Sec 1 and Sec 2 of these by laws.

Article V

Officers & Duties

Section 1.

Officers

The officers of the Club shall be the President, First Vice President, Second Vice President, Secretary, Treasurer, and four (4) Directors. These nine (9) members shall constitute the Board of Directors (hereinafter referred to as the "Board"). Officers and Directors may appoint assistants of their own choosing to help them in the discharge of their duties. Under no circumstance shall such assistants have voting privileges on the Board.

Section 2.

Duties of the President

The President shall:

- (a) Be Chairman of the Board
- (b) Be the presiding officer at all regular and special Club meetings and entitled to vote as a member of the Board
- (c) Be an ex-officio member of all committees
- (d) Submit a proposed budget for the ensuing fiscal year to the membership for adoption at the November meeting
- (e) Appoint all standing committee chairpersons at the January meeting, except for the Nominating Committee, which is formed at the June meeting
- (f) Appoint such other committees as required

Section 3.

Duties of the First Vice President

The First Vice President shall:

- (a) Act as presiding officer in the absence of the President
- (b) Be chairperson of the Social and Entertainment Committee (Ref. Article VII, Section 1a)
- (c) Perform such other duties as may be assigned by the President

Section 4.

Duties of the Second Vice President

The Second Vice President shall:

- (a) Act as presiding officer in the absence of the President and First Vice President
- (b) Be chairperson of the Membership Committee (Ref. VII, Section 1b).
- (c) Maintain the official roster of membership of the Club with inclusive dates of membership.
- (d) Furnish a current membership list to the tellers committee ahead of any written ballot voting issue.
- (e) Perform such other duties as may be assigned by the President. _ _

Section 5.

Duties of the Treasurer

The Treasurer shall:

- (a) Have custody of all monies; or funds belonging to the Club.
- (b) Pay bills or other obligations of the Club when approved by the Board of Directors or as directed by a majority vote of the membership. Recurring utility bills, taxes and statutory license fees shall be paid as received and due. All requests for payment must be accompanied by a voucher explaining the reason for expenditure.
- (c) File on or before their due date such tax and corporate reports as are required by Federal or State statutes.
- (d) Furnish a financial Report at the regular Board and all Membership meetings. This report may be examined by any member of the Club upon request.
- (e) Be bonded up to an amount set by the Board of Directors, the cost of said bond to be borne by the Club.
- (f) Prepare budget for review by the Board at their October meeting. Provide a copy of the proposed budget as approved by the Board to each member in good standing for approval by written ballot.
- (g) Perform all other duties that customarily pertain to this office or as may be assigned by the President.

Section 6.

Duties of the Secretary

The Secretary shall:

- (a) Record and preserve the minutes of all official membership and Board of Directors meetings. Provide one copy

President, Second Vice President and Secretary shall be elected in even years. The Treasurer and four (4) Directors shall be elected in odd years.

Section 8 **Date of Initial Duty for Board Members**

Members of the Board shall take office and assume the duties of their respective offices on January 1st.

Section 9. **Length of Term**

- (a) Each member of the Board may be re-elected, not to exceed two (2) consecutive terms of two (2) years in the same office, except as stated in Art VI, Sec 9, Par (b) below.
- (b) If the Nominating Committee decides that the best candidate for a position is the incumbent then the incumbent may, if he/she so desires, run for additional terms. Nominations by Written Petition will be in accordance with Art VII, Sec 1, Par (h) of these by-laws. No nominations will be accepted from the floor.

Section 10. **Vacancy**

When a vacancy occurs on the Board, the remaining members of the Board shall, by majority vote, elect a member of the Club to fill the vacancy and to serve until a successor is elected by the membership at the next membership meeting of the Club. Nominations for this office shall be made at the next membership meeting and election shall be by majority vote of the members present or represented by absentee ballot.

Section 11. **Board Member Removal**

At the request of the Board, or at the written request signed by thirty-six (36) voting households in good standing, any member of the Board may be removed from office by the majority vote by formal written ballot.

Article VII **Committees and Responsibilities**

Section 1. **Committees**

The President shall appoint all committee chairpersons as hereinafter provided. The ultimate authority and responsibility for all committee business lies with the Board of Directors. There shall be the following ten standing committees: (a) Social and Entertainment, (b) Membership, (c) House, (d) Club Bar, (e) Grounds, (f) Marina, (g) Audit, (h) Nominating, (i) Fellowship, (j) Ways and Means.

(a) **Social and Entertainment**

This Committee shall be chaired by the First Vice President and shall plan and schedule at least one activity each month for the membership to enjoy. All social and entertainment programs shall be subject to Board approval.

(b) **Membership:**

This committee shall be chaired by the Second Vice President and shall be responsible for the renewal memberships. It shall (1) maintain a complete and up to date record of names; address and telephone numbers of all members, including a historical record of the dates dues were paid yearly, since January 1, 1997. (2) Render statements on or before December 1st for annual dues, which are due and payable on January 1st of the coming year. Take action as necessary to notify members of their delinquency. (3) Collect all dues and assessments owing to the Club and forward same to the Treasurer. (4) Report delinquencies to the Board monthly. (5) When advised that properties are up for sale, notify homeowners and Real Estate broker, if any, that this is a deed restricted community requiring yearly mandatory payment of dues, which are due January 1st of each year. (6) Perform other such duties as may be assigned by the President.

(c) **House:**

This committee shall be chaired by a Director and shall be responsible for (1) all operations pertaining to the use of the clubhouse by organizations and individuals, (2) keeping and posting a calendar showing the clubhouse reservations, (3) renting of clubhouse and collecting rental fees, (4) promulgating rules for proper conduct of members and guests in the clubhouse, (5) recommending changes in the clubhouse rental rates for

approval by the Board of Directors, (6) maintaining all clubhouse property, (7) setting timers and maintaining night lights and navigation beacon, (8) assuring that thermostat settings are not abused by renters and other users of clubhouse, (9) custodianship of the card tables and any other indoor recreational facilities that belong to the Club, (10) advising the Bar Manager of the need for bartenders when requested by renters, if appropriate, (11) posting of all licenses and notices as required by law or by insurance carriers, (12) performing such other duties as may be assigned by the President.

(d) Club Bar:

This committee shall be chaired by an Officer or Director and shall be responsible for (1) all operations pertaining to the bar and sale of beverages, (2) purchasing all beverages and bar needs, (3) setting bar prices with approval of the Board of Directors, (4) taking a monthly inventory on the first day of each month and giving a copy to the Treasurer, (5) setting rules and regulations for the proper conduct of patrons with approval of the Board, (6) coordinating with the House Committee Chairperson, (7) preparing all applications for renewal of liquor licenses, (8) performing such other duties as may be assigned by the President.

(e) Grounds:

This committee shall be chaired by a Director and shall be responsible for (1) all operations pertaining to outdoor bay front property including the recreational areas, i.e., basketball court, horseshoe pits, bocce ball court, shuffleboard, etc. This may require coordination with the House Committee Chairperson, (2) maintaining beach grounds within budgetary limitation. This includes all grass cutting, seaweed removal and landscaping around the clubhouse perimeter and grounds, (3) custodianship of outdoor recreational equipment, (4) recommending changes or improvements requiring over-budget expenditures to the Board of Directors, (5) performing such other duties as may be assigned by the President.

(f) Marina :

This committee shall be chaired by a Director and shall be responsible for (1) all operations pertaining to the management of the marina area on Hornblower Drive, including weed control, (2) renting slips and collecting rental fees, (3) recommending changes in slip rental rates to the Board of Directors for consideration, (4) maintaining all slips including setting and re-setting of pilings, walkway bulkhead and water and other utility services as available, (5) ascertaining that the street light at the marina is functioning and reporting outages to the proper agency, (6) proposing rules and regulations for proper use and care of the marina property subject to approval by the Board, (7) keeping the Board informed of shoaling and other conditions affecting the waterway leading to the marina and recommending remedial action, (8) performing such other duties as may be assigned by the President.

(g) Audit:

This committee consisting of at least three (3) members of whom are appointed by the President at the January meeting, shall audit the finances, books and records of the Club and report thereon to the membership at the April meeting.

(h) Nominating:

This committee shall consist of five (5) members of the Club, two (2) of whom shall be appointed by the President and three (3) of whom shall be elected at the June meeting by the membership. The President shall appoint the Chairperson. The Nominating Committee shall submit a list of candidates for the elective offices at the September meeting. The Nominating Committee shall list one (1) or more names for each office to be filled. Additional nominations for any office may be made by means of a written petition, signed by twenty-five (25) voting households submitted to the Nominating Committee in time to be included on the printed ballot. A ballot listing the names of all candidates for each office shall be hand delivered or be mailed first class by the Secretary at least ten (10) days prior to the November meeting, to each voting household. All the nominations shall be closed by October 10th . If there should be no nominations by written petition, and if the nominating committee selects only one candidate per office, then the Secretary will be asked to cast one ballot for the election of the slate.

(i) **Fellowship:**

This committee consisting of at least two (2) members of the Club shall (1) bring to the attention of the Board any conditions of health, financial or other suffering by any Club members, (2) assist any such persons to any reasonable degree possible, consistent with direction from the Board, (3) visit and/or send “get well” cards to hospitalized members, and (4) attend wakes and/or send sympathy bouquet to the family home of the deceased member, (5) arrange for timely delivery of Club notices and flyers to members as appropriate.

(j) **Ways and Means:**

This committee shall schedule and conduct an Annual Flea Market and promote other fund raising activities as deemed necessary by the Committee or the Board.

Section 2. **Appointments to a Committee**

Committee Chairpersons shall appoint members of their own choosing to their respective committees.

Section 3. **Appointment to a Special Committee**

(a) Special Committees may be appointed by the President, acting on his or her own initiative or by direction of the Board or the membership.

(b) Chairpersons of Special Committees shall render their reports to the President as requested.

Section 4. **Reporting of Committee Activities**

The President or Committee Chairperson shall report to the membership upon the activities of all committees at general and Annual Meetings.

Article VIII **Club Dues and Assessments**

Section 1. **Purpose and Amount**

Club dues and assessments shall be used for the operation and maintenance of the Club. The amount shall be determined by the Board of Directors based upon the budget approved by the membership.

Section 2. **Due Date and Penalties**

(a) Club dues, and assessments if applicable, shall become due and payable on January 1st of each year. Dues, and assessment if applicable, notices shall be mailed or otherwise delivered no later than December 1st of the prior year.

(b) A 20% late payment penalty shall apply to all members who have not paid their dues and assessments owed by March 1st. Additional late payment penalties of 20% of all monies owed shall apply every three months thereafter until the outstanding balance has been paid in full.

(c) The provisions of Art IV, Section 7 of these by-laws shall apply to any member who has not paid their dues and assessments owed by May 1st. Should legal action be required, the costs of such legal action shall be paid by the defendant(s) and may include any items directly associated with the legal action including, but not limited to, administrative costs and lost wages as may be allowed under the law.

Section 3. **Assessment Approval**

Prior to becoming an obligation of the membership, all assessments must be submitted to and approved by the membership by a simple majority of the votes cast by formal written ballot.

Section 4. **New Members Dues & Financial Hardship Application Process**

- (a) Club dues and assessments of new members shall be due and payable at the time of closing, when title passes to them. Credit for dues already paid by the prior property owner will apply when applicable.
- (b) In cases of extreme financial hardship, and upon application to and approval by the Board, dues may be reduced, but in no case shall they be reduced to less than 50% of the dues in effect at the time. These cases shall be reviewed annually.

Section 5. **Non-Refundable**

Dues and assessments paid are non-refundable except by action of the Board.

Article IX **General Provisions**

Section 1. **General Procedure for all Meetings**

The proceeding of all meetings of the Club shall conform to the provisions of these by-laws and Roberts Rules of Parliamentary Procedure.

Section 2. **Fiscal Year**

The Clubs fiscal year shall start on January 1st and end on December 31st.

Section 3. **Circumstances Requiring Written Ballots**

Written ballots, delivered to each voting member shall be used for:

- (a) Election of officers and directors whenever more than one names is in nomination for any office.
- (b) All proposed changes in the bylaws.
- (c) Approval of proposed budget and assessments.
- (d) To vote on any proposal, issue, or question which constitutes a sizable outlay of unbudgeted funds (more than \$1000) or unusual change in Club practice.
- (e) Removal of a member of the Board.
- (f) Initiating any litigation or lawsuit, excluding legal action taken for collection of unpaid dues and/or liens placed on personal property as the result of unpaid court judgments, or as referenced elsewhere in these bylaws.
- (g) Dissolution and liquidation of the Club.

Section 4. **Formal Written Ballots and Absentee Ballots**

- (a) Ballots submitted by members not able to attend a meeting are considered absentee ballots and if properly submitted will be tallied in the vote. To obtain an absentee ballot, the member must make the request from the Secretary no later than three (3) days prior to the meeting, except in cases of dire emergency. Only the approved absentee ballot form may be used. The secretary shall maintain a stock of absentee ballot forms.
- (b) The completed and signed absentee ballot must be delivered to the Secretary prior to the starting hour of the meeting at which the issue is being voted on. The absentee ballots may be mailed or hand delivered but must be received by the Secretary prior to the starting hour of the meeting.
- (c) Absentee ballots must be sealed in a plain envelope. The envelope must contain the signature of the voting member casting the vote and the Skippers Cove property address.
- (d) Formal Written Ballots require the appointment of a special tellers committee of three (3) members, appointed

by the presiding officer, to verify, certify and count all Formal Written Ballots. The Second Vice President shall furnish the tellers committee with an up-to-date list of all eligible paid up members for their use in validating the ballots. The presiding officer shall furnish detailed written instructions to the tellers committee.

- (e) Challenged ballots shall be referred to the tellers committee for validation.
- (f) The tellers committee shall certify the final results to the presiding officer.

Section 5.

Alternate Dispute Resolution (ADR)

- (a) There shall be a committee consisting of four (4) impartial members not associated with the Board {three (3) regular and one (1) alternate}. The 4th member shall replace any member officially challenged for his/her impartial status. All ADR hearings and proceedings shall consist of not less than three (3) members.
- (b) The ADR Committee is a non-binding, fact finding entity which will hear and decide on all matters pertaining to perceived violations of governing documents or other legal requirements.
- (c) ADR involvement is not applicable, and will not be implemented, in routine matters of discretionary board management decisions.
- (d) All requests for an ADR hearing must be in writing to the Board and contain a detailed description of the specific procedure or governing regulation that is perceived to be violated.
- (e) ADR response shall be in accordance with the approved ADR Committee procedures, be in compliance with the ADR resolution passed February 17, 2001, and be in compliance with the N.J.S.A. 46:8B-14 and 45:22A-46.
- (f) Either party has the right to appeal the decision of the ADR to the courts.

Section 6.

Annual Budget

- (a) The proposed budget shall be mailed, or otherwise delivered to each member in good standing, following its tentative approval by the Board of Directors at the October meeting.
- (b) The proposed budget will be considered approved following an affirmative vote by written ballot of a simple majority of eligible voting members. This process should be completed and the results known by the Annual Meeting in November.
- (c) The existing budget shall remain in effect until December 31st, or until the new proposed budget is approved.

Article X

Dissolution and Liquidation

Section 1.

Authority and Procedure

- (a) Dissolution and liquidation of Skippers Cove Beach Club, Inc., shall be effected only upon approval of two-thirds (2/3) majority vote of the members in good standing. (See Article III, Section 1) Voting shall be in accordance with Article IX, Sections 3 & 4.
- (b) All assets of the Club shall be divided equally on a "per household" basis among all members who are currently and have been in good standing for a period of two (2) full years prior to the date of the membership meeting at which dissolution or liquidation action was first instituted.
- (c) Former members have no entitlement to property rights.

Article XI

Bylaws Amendments

Section 1.

Amendment Procedures

- (a) Amendments to these bylaws may be proposed by the Board of Directors or by written petition signed by fifteen percent (15%) of the households in good standing. The proposal shall be presented to the President, who shall present it to the membership for action at the next general or special meeting of the Club.
- (b) A written notice, containing the proposed amendment(s), stating the time and place of the meeting for the purpose of acting on the proposed amendments shall be mailed by first class mail or delivered to each member entitled to vote to the address of record for notification at least twenty (20) days prior to said meeting.
- (c) Any proposed amendment to the bylaws shall be adopted upon affirmative vote of two-thirds (2/3) of the votes

cast by all households in good standing by formal written ballot.

Article XII

Responsibility of Membership

Section 1.

Members Responsibility

Members are responsible for the financial obligations, conduct, and liability of themselves, their guests, and other members of their household and their guests.

Section 2.

Bylaws Shall Be Followed

Under no circumstances shall these bylaws be circumvented!