

BY-LAWS
OF
SKIPPER'S COVE BEACH CLUB, INC.

DATED: JUNE 20, 1962
REVISED: JULY 14, 1962

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OF
SKIPPER'S COVE BEACH CLUB, INC.

ARTICLE I:

Name

The name of this Association is "Skipper's Cove Beach Club, Inc.

ARTICLE II:

Objects

The objects for which this Association is formed are:

- (a) To participate in any meritorious effort for the betterment of Ocean Township and to aid and assist the local governing body, when called upon, in the solution of problems with which the Township from time to time may be confronted;
- (b) To protect and conserve the value of houses and property belonging to the members of this Association;
- (c) To promote the continuation of the character of the neighborhood and area in which the members of the Association reside, as a residential community;
- (d) To represent the best interests of the members of the Association, for the purpose of carrying out the objectives of the Association, before governmental agencies or authorities having jurisdiction over the persons and property of such members;
- (e) To encourage social activity among the members of the Association;
- (f) To encourage and promote boating, bathing and other aquatic activity among the members of the Association;

(g) To acquire by grant, gift, device or bequest and to hold or dispose of such property, real, personal or mixed, as the aims of the Association shall require, subject to such limitations as may be prescribed by law, for the benefit of the objects of the Association and not for pecuniary profit;

(h) To take, purchase, exchange, hire, lease or otherwise acquire, to hold unlimitedly, and to occupy, control, sell, convey, lease, exchange, sublet, or otherwise alienate or dispose of, such real or personal property for the purpose of carrying out the objects of the Association; and to develop or to erect or cause to be developed or erected, any land or building for the purpose of fostering and carrying out the objects of the Association;

(i) To perform and do any lawful act reasonably calculated to achieve the objects of the Association.

ARTICLE III:

Membership

Section 1. Membership in the Association shall be by households. Any household residing and owning property within the area shown and described on the composite of filed maps for Skipper's Cove, Ocean Township, 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 on file in the office of the Clerk of Ocean County, New Jersey, is eligible for membership in the Association.

Section 2. All applications for membership shall be referred to the Membership Committee for action as indicated in Article VII, Section 1(a). Membership may then be granted by action of the Board of Trustees, a favorable vote by four (4) Trustees being affirmative of such action.

Section 3. Any and all adult members of a household shall be eligible for office and for appointment to Committees.

Section 4. Each Household represented at a meeting of the Association shall be entitled to one vote in matters coming before the meeting. Such vote may be cast by any one adult member of the household in attendance of the meeting. A simple majority of eligibles present and voting will indicate a favorable vote on all matters except as herein otherwise provided. If any member shall request, and two members second the request, the presiding officer shall require balloting in writing in accordance with the procedure set forth in Article XI.

Section 5. Membership in the Association may be terminated by:

(a) A written notice of the withdrawal to the President to be effective as of the next scheduled dues payment.

(b) Action of the Board of Trustees in accordance with Section 6 of this Article.

(c) Failure to meet the requirements of residence and ownership set forth in Section 1 of this Article, which shall be certified by the Membership Committee of the Association to the Board of Trustees;

(d) Conduct unbecoming a member of the Association, in which case such member shall be served by the Board of Trustees with

written notice of the charge preferred against him. Service of such notice shall be made by registered mail, return receipt requested, directed to his place of residence. Answer to the charges shall be made in writing within thirty (30) days of receipt of the notice thereof and served upon the Secretary of the Association. Within ten (10) days from the receipt of the answer by the Secretary, the Board of Trustees shall forthwith conduct a hearing on said charges. Upon conclusion of such hearing, the Board shall immediately call a special meeting of the Association and shall submit a report of its findings at such meeting for action by the members. A member may be expelled for conduct unbecoming a member if two-thirds (2/3) of the members present at such a meeting shall vote in favor of such expulsion.

Section 6.

(a) Failure of a member to pay all dues and assessments regularly imposed by the Association within thirty (30) days after the same are due shall result in the suspension of membership in the Association with the suspension of all rights and privileges.

(b) The status of all suspended members shall be reviewed by the Board of Trustees within thirty (30) days after suspension. In the event of extenuating circumstances the Board may continue suspension for not over thirty (30) days, otherwise the Board shall declare the membership terminated.

(c) Suspended members may regain full membership by paying past dues and assessments prior to termination.

(d) Any person who shall cease to be a member of the Association shall forfeit all right or interest in the property of the Association.

ARTICLE IV:

Meetings

Section 1. The Annual Meeting of the Association shall be held during the first two weeks in June in each calendar year at a time and place determined by the Board of Trustees.

Section 2. The President of the Association may call special meetings of the Association from time to time as he shall deem necessary. He shall call a special meeting upon receipt of a written request by two (2) Trustees or by ten (10) members of the Association.

Section 3. Notice in writing of any meeting of the Association must be mailed or otherwise delivered to each member at least ten (10) days in advance of meeting. Such notice shall include the matters to be acted upon at such meeting.

Section 4. The first order of business at all regular or special meetings of the Association shall be a roll call by the Secretary, following which the Secretary shall report to the presiding officer the number of members in good standing present. At the same time, the Secretary shall report to the presiding officer the number of members eligible to attend the meeting.

Section 5. No business shall be transacted at any meeting of the Association unless ten (10) member households or 10% of all member households, whichever number shall be the larger, are represented by adult members of the households. In determining the presence or absence of a quorum, the presiding officer shall rely on the Secretary's roll call and membership

report. If a quorum is established, the presiding officer shall remind those present of the voting rules governing meetings of the Association by reading Article III, Section 4, to the assemblage.

Section 6. All meetings of the Association shall be conducted within Ocean Township, Ocean County, or at such other places as the Board of Trustees shall find convenient for the the members of the Association.

ARTICLE V:

Officers

Section 1. The officers of this Association shall consist of the President, a President-Elect, a Past-President, a Treasurer, and a Secretary. The President-Elect shall be elected at the Annual Meeting of the Association for a term of one (1) year and shall automatically become President the following year and Past-President for the second following year and shall serve until the next Annual Meeting or until his respective successors are elected. The Treasurer and the Secretary shall be elected for a term of one (1) year, by the Board of Trustees from the members of the Board at the Board's first meeting following the Annual Meeting of the Association and shall serve until the next such meeting of the Board or until their respective successors are elected.

Section 2. The President shall be the Chief Executive Officer of the Association and shall preside at all meetings of the Association and of the Board of Trustees. He shall appoint members to all committees of the Association as soon after the Annual Meeting as may be practicable.

Section 3. The President-Elect shall perform the duties of the President in the event of the latter's death, resignation, absence or inability to serve. In addition, the President-Elect shall perform such special duties as may be assigned to him from time to time by the President or the Board of Trustees.

Section 4. The Past-President shall perform the duties of the President Elect or the President in the event of their respective deaths, resignations or inability to perform the duties of their offices. In addition, the Past-President shall perform such special duties as may be assigned to him from time to time by the President or the Board of Trustees.

Section 5. The Treasurer shall:

- (a) Have custody of all monies or funds belonging to the Association;
- (b) Collect all dues or other assessments owing to the Association;
- (c) Pay bills or other obligations of the Association when so directed by the Board of Trustees;
- (d) Be bonded in an amount to be determined by the Board of Trustees, the cost of said bond to be borne by the Association;
- (e) Perform such special duties as may be assigned to him from time to time by the President or the Board of Trustees;
- (f) Render statements for annual dues on April 1, and for all other assessments on such dates as determined by the Board of Trustees;

(g) ~~Receive funds and make disbursements for authorized committee or officer activity~~ only upon the receipt of information in such detail as to permit the transaction to be properly reflected on the books of the Association. Such information shall be generally requested on a standard form developed by the Treasurer for this purpose;

(h) Certify to the Board of Trustees any delinquency occasioned by the failure of any member to pay all dues and assessments regularly imposed by the Association within forty-five (45) days after the same are due, such certification to be made to the individual members of the Board of Trustees by regular mail addressed to their residence not more than fifty (50) days after the due date of such dues and/or assessments.

(i) File on or before their due date such tax and corporate reports as are required by Federal and State Statutes.

Section 6. The Secretary shall:

(a) Maintain the official record of membership of the Association;

(b) Keep and preserve the minutes of all meetings of the Association and of the Board of Trustees, sending a copy of all such minutes to all members of the Board of Trustees within two (2) weeks after each meeting;

(c) Perform all such other duties as usually appertain to this office or as may be assigned by the President or the Board of Trustees.

ARTICLE VI:

Board of Trustees

Section 1. The entire control and management of the club and its affairs and property, shall, except as provided in these By-Laws, be vested in a Board of Seven (7) Trustees, three (3) of whom shall be the President, President-Elect, and Past-President of the Association, and four (4) additional trustees elected from the membership at large. The Trustees at large shall be elected by ballot at each annual meeting of the Club. Their term shall be for three (3) years. Members of the Board of Trustees shall serve until their respective successors are elected.

Section 2. The Board of Trustees shall meet within ten (10) days after the Annual Meeting of the Association. In addition thereto, the President may, at his discretion, call special meetings of the Board of Trustees as he shall deem necessary and proper and shall call a meeting of the Board when requested by two (2) Trustees thereof.

Section 3. Four (4) Trustees shall constitute a quorum for the transaction of such business as may come before the Board.

Section 4. The Board of Trustees shall conduct the business of the Association between meetings. In addition, it shall appoint members to fill any vacancy occurring in the offices of the Association or in the membership of the Board, such members to serve for the unexpired term of their respective offices.

ARTICLE VII:

Committees

Section 1. There shall be the following standing committees:

- (a) A Membership Committee which shall consist of at least

three (3) members of the Association who shall determine the qualifications of any household applying for membership in the Association in accordance with Article III, Section 1, and shall report thereon to the Board of Trustees prior to the election of such household to membership. The Membership Committee shall be responsible for the solicitation of new members.

(b) A Program Committee which shall consist of at least five (5) members of the Association and which shall plan for social functions and such other meetings of the Association as may be requested by the President;

(c) An Audit Committee which shall consist of at least three (3) members of the Association and which subsequent to the end of the fiscal year and prior to the Annual Meeting of the Association shall render a report of audit of the finances and books and records of the Association;

(d) A Yachting Committee which shall consist of the Commodore, a Vice Commodore, and 3 Rear Commodores and which shall organize, conduct and supervise the yachting, bathing and other aquatic activities of the Association;

(e) A Nominating Committee which shall consist of at least three (3) members of the Association which shall submit candidates for the elective offices and trusteeships of the Association. The nominations of this Committee, which shall comprise one (1) name for each opening to be filled, shall be mailed to the membership of the Association between four (4) and two (2) weeks prior to the Annual Meeting. Additional nominations for any office or trusteeship may be made by written petition signed by

ARTICLE VIII:

Dues and Assessments

Section 1. The amount of dues and assessments levied by the Association shall be determined by the Board of Trustees.

Section 2. Annual dues shall be payable on or before June 1 of each year, and shall be for the fiscal year starting June 1.

Section 3. Annual dues of new members admitted to the Association during any fiscal year shall be due and payable at the time of election to membership. If elected prior to September 1, payment of dues shall be credited to the current fiscal year, with dues again becoming payable on June 1 for the following fiscal year. If elected subsequent to September 1, the annual dues paid shall be considered as applicable to the balance of the present fiscal year and the entire subsequent fiscal year.

ARTICLE IX:

Section 1. Most of the Deeds to property in Skipper's Cove bear the restriction, "All property owners of this development are required to be members of Skipper's Cove Beach Club, a property owners' association and shall be bound by the rules and regulations adopted by the members of said Club. No sale, resale or rental of any residential property shall be made to any person who is not approved for membership in said Club according to the rules adopted by said Club for membership. The Club House and bathing beaches in the Skippers Cove Development are for the exclusive use of members of said Beach Club", or a similar restriction.

Section 2. Questions relating to the above or similar restrictions involving the Association shall be referred to the Board of Trustees. The Association will not assume the enforcement of any restriction making membership in the Association a prerequisite for the owning of property in Skipper's Cove.

Section 3. In order to facilitate the transferability of property in Skipper's Cove, the Association will not unreasonably refuse membership to any qualified applicant.

ARTICLE X:

General Provisions

Section 1. The proceedings of all meetings of the Association shall conform to the provisions of these By-Laws and otherwise be governed by the procedures set forth in the latest edition of Roberts' Rules of Order.

Section 2. No officer or member of the Association shall enter into any agreement or undertaking which binds the Association without prior approval of the Board of Trustees.

Section 3. The fiscal year of the Association shall start on June 1 of each year and end on May 31 of the following year.

ARTICLE XI:

Amendments

Section 1. Amendments of these By-Laws, except Amendments to Article IX, shall be submitted in writing to the President of the Association by no less than ten (10) members or by the Board of Trustees. The President shall, within ten (10) days, call a special meeting of the Association to be held

within twenty-four (24) days from the date of submission of the proposed amendments. The call for such meeting shall set forth in full the amendment proposed. The amendment shall be ratified if two-thirds (2/3) of the members present at such meeting shall vote in favor thereof.

Section 2. Amendments to Article IX of these By-Laws shall be submitted in writing to the President of the Association by no less than ten (10) members or by the Board of Trustees. The President shall within thirty (30) days call a special meeting of the Association to be held within forty-five (45) days from the submission of the proposed amendment. The call for such meeting shall set forth in full the amendment proposed. The amendment shall be ratified if all of the members of the Association shall vote in favor thereof.

Section 3. Ballots on all proposed changes in the By-Laws and on the election of officers shall be in writing with the ballot folded and sealed in a special ballot envelope provided by the Secretary. This ballot envelope shall then be inserted in another envelope which shall bear the signature of the individual casting the ballot. A special verification committee of three (3) appointed by the Chairman of the meeting from the members present shall verify the names of those balloting by checking the signature against the official records of the Secretary, and all verified ballots shall be removed from their covering envelopes and turned over unopened to the Tellers Committee for counting. Ballot envelopes from households, not members in good standing, shall be destroyed by the Verification Committee without

opening. If more than one ballot envelope shall be cast by any household, all such ballot envelopes from that household shall be destroyed without opening. This procedure shall be followed on all written ballots requested from the floor on any question.