

**BY-LAWS
OF THE
GREENBRIAR OCEANAIRE MEN'S CLUB**

**ARTICLE I
NAME**

The name of the organization shall be Greenbriar Oceanaire Men's Club (GOMC).

**ARTICLE II
PURPOSE**

Section 1: The purpose of the men's club is to cultivate an environment of sociability, communal spirit and to develop, support and promote common interests, activities and experiences. The primary focuses of the group will be social, educational and charitable.

Section 2: Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3: No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by any organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE III
MEMBERSHIP**

Section 1: To be eligible for membership, a member must reside in the Greenbriar Oceanaire Community.

Section 2: To become a member, the resident will complete an application form. The application form and a check for his dues shall be given to the Membership Committee Chair. All new members will be introduced at the next general meeting by the Chair of the Membership Committee.

Section 3: Dues shall be \$24.00 per year and payable by January 1st of each year. Said dues amount may be altered by the Executive Board.

Section 4: On March 1st, those members whose dues are in arrears shall be notified by the Membership Chair. Any member who has not made payment or payment arrangements for dues by June 1st will be considered as having resigned from the Men's Club.

Section 5: A member who has resigned may reapply for membership by forwarding an application form and check for his dues to the Membership Committee.

**ARTICLE IV
VOTING FOR OFFICERS**

To be eligible to vote for officers at the April general meeting, a member must be in good standing as of the March general meeting.

ARTICLE V
OFFICERS OF EXECUTIVE BOARD

Section 1: The officers shall be: President, 1st Vice President, 2nd Vice-President, Treasurer, Assistant Treasurer, Recording Secretary, and four 4 At large Trustees. Alternate trustees may be appointed as required by the President. The immediate Past President will serve as an ex-officio officer.

Section 2: To serve as an officer of the club, a candidate must be a member in good standing as of the March general meeting.

Section 3: At the March general meeting, the President, with assistance and approval of the Executive Board shall recommend three members to serve as the Nominating Committee. An additional 2 nominations may be recommended for the committee from the floor. The Nominating Committee shall elect a Chair.

No candidate shall be nominated without his express consent.

At the April general meeting, the Nominating Committee shall make its recommendations. The committee may nominate one person for each office. Additional nominations may be made from the floor. At the close of nominations, any office with more than one nominee will require a ballot to determine the outcome. If only one member is nominated for an office, the recording secretary shall cast one vote on behalf of the membership. The newly elected officers shall commence their term upon installation at the May general membership meeting.

The term of office shall be for one year.

Section 4: Duties of Officers:

President: Shall preside at the general meetings and Executive Board. He shall appoint or remove, if necessary, the Chairs of all committees, except the nominating committee, and serve as an ex-officio member of all committees.

1st Vice-President: Shall have such duties as assigned by the President and be responsible for Membership, programming for meetings and Community Relations (CRC). He shall report results to the Executive Board. Committee responsibilities are subject to be changed.

2nd Vice-President: Shall have such duties as assigned by the President and be responsible for the Social Committee, Publicity and Fund Raising. He shall report results to the Executive Board. Committee responsibilities are subject to be changed.

The Vice-Presidents shall perform the duties of the President in his absence.

Recording Secretary: Shall keep type written records of all general and Executive Board Meetings and provide a written report at each meeting. He shall take care of all business and social correspondence as directed by the President. He shall report all correspondence at the Executive Board meetings. All outgoing correspondence shall be approved by the President or a Vice-President at his absence or by the Executive Board.

Treasurer shall: (1) receive dues from membership chair; (2) have charge of all club funds; (3) deposit all monies received in a bank, or set up special accounts, approved by the Executive Board of the GOMC; (4) balance the account monthly; (5) pay by check such sums approved by the Executive Board; (6) keep accurate accounts of all monies received and expended; (7) render a written statement at all general and Executive Board meetings; (8) should render an audited report at the close of each fiscal year of the organization; (9) prepare an annual budget and chair the annual budget meeting in March; (10) submit all appropriate financial filings; (11) should have a yearend audit to be done by person chosen by the Executive Board.

Assistant Treasurer: (1) Shall assist the treasurer in all his duties as the need arises; (2) keep a file of all receipts and financial reports for a period of four years; (3) In case of a prolonged absence of the treasurer, take charge of all duties.

Trustees and Alternate Trustees: Shall be responsible for the Annual Golf Outing, By-law changes and shall help and have direct responsibility for functions required of various committees as appointed by the President with approval of the Executive Board.

Immediate Past President: Shall serve as ex officio officer.

ARTICLE VI EXECUTIVE BOARD

Section 1: The Executive Board shall consist of all elected officers.

Section 2: By a two-thirds vote may remove any officer or Chair of his duties.

Section 3: Will meet on the first Thursday of each month at 7:30 PM or at such time as the President or Executive Board may determine.

Section 4: Special meetings may be called by the President.

Section 5: A quorum shall consist of a majority of the elected officers.

Section 6: Any vacancies on the Executive Board shall be filled by the President with the approval of the Board.

Section 7: Shall be empowered to approve any expenses up to \$10,000.00.

ARTICLE VII MEETINGS

Section 1: General meetings will be held on the third Thursday of each month at 7:30 P.M. or at a time and date determined by the President or Executive Board with notice to all members.

Section 2: Installation of officers will be held at the May general meeting.

Section 3: A quorum shall consist of a minimum of fifteen percent (15%) of the total membership in good standing.

Section 4: A majority vote, of the members present and voting, carries all decisions unless otherwise stated in these Bylaws.

ARTICLE VIII COMMITTEES

There may be the following committees: Membership, Program, Publicity, Fund Raising, Community Relations and such other committees as the President and/or Executive Board shall determine to carry out the functions of the club. Committee Chairs will report to the Vice President in charge, who will then report to the Executive Board and give reports at the general membership meetings.

ARTICLE IX FISCAL YEAR

The fiscal year for the Greenbriar Oceanaire Men's Club shall be from May 1st to April 30th.

ARTICLE X PARLIAMENTARY AUTHORITY

The rules contained in the current edition of "Robert's Rules of Order, Newly Revised" shall govern all meetings and are not inconsistent with these Bylaws.

ARTICLE XI LIMITATION OF LIABILITY AND INDEMNITY

Section 1. No person shall be liable to the Club for any loss or damage suffered by it on account of any action taken or omitted to be taken by him or her as a member, officer, or agent of the Club, if such person, in the reasonable opinion of the majority of the members of the Club, at a meeting called for such purpose, discharged

his or her duties in good faith and with that degree of diligence, care and skill which an ordinarily prudent person would exercise under similar circumstances in like positions.

Section 2. Each officer and member of the Club, whether or not then in office, shall be held harmless and indemnified by the Club, to the fullest extent permitted by New Jersey law, against all claims and liabilities and all expenses reasonably incurred or imposed upon him or her in connection with or settlement or compromise thereof, to which he may be made party by reason of any action, suit or proceeding, civil or criminal, or the settlement or compromise thereof, to which he may be made party by reason of any action taken or omitted by him or her as a member or agent of the Club, provided that such person, in the reasonable opinion of a majority of the Club, at a meeting called for such purpose, discharged his duties in good faith and with that degree of diligence, care and skill which an ordinary prudent person would exercise under similar circumstances in like positions. The foregoing shall not be exclusive of other rights and defenses to which such person may be entitled under New Jersey law.

ARTICLE XII AMENDMENTS

These Bylaws may be amended at any general meeting by a majority vote of those members present and voting, providing that such proposed amendment(s) shall have been presented in writing at a general meeting held at least one month prior to the meeting at which the vote is taken.

ARTICLE XIII DISSOLUTION

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV

These By-Laws replace any and all previous Bylaws.

Adopted: 5/6/2004

Modified: 9/29/2005

Modified: 4/20/2006

Modified: 4/17/2008

Modified: 7/18/2013

Modified: 5/29/2014

Modified: 2/19/2015