

## **BY-LAWS OF THE SUNRISE BEACH CLUB**

*(Effective May 1994 and amended October 25, 1996, May 23, 1997, May 25, 2001, May 24, 2002, October 25, 2002, October 24, 2003, May 27, 2005, October 27, 2006, October 26, 2007, October 22, 2021, and October 27, 2023)*

### **NAME**

**SECTION 1:** The name shall be known as "Sunrise Beach Club", hereafter called "the Club". Section headings are contained herein for convenience and are not intended to limit the provisions following them. *(Amended May 23, 1997).*

### **OBJECTIVE**

**SECTION 2:** This Club is formed in order that it may solve problems of common interest, cultivate and maintain cooperation between members, and maintain the beach and recreation areas of the community known as Sunrise Beach (Forked River) located in the Township of Lacey, County of Ocean, State of New Jersey.

### **DEFINITIONS**

#### **SECTION 3:**

**Address of Record:** Current and correct address provided to the Club by the property owner. All mailings will be sent to that address unless otherwise requested in writing.

#### **Dues – Paying Property:**

- a. Any Sunrise Beach property that has been developed is defined as a dues-paying property.
- b. A property that has not been developed and is the only property owned in Sunrise Beach is defined as a dues-paying property.
- c. If several undeveloped properties are owned by the same person(s), only one undeveloped property is considered as a dues-paying property.

**Note:** If one person(s) own both developed and undeveloped Sunrise Beach properties, dues are paid only for the developed property/properties.

#### **Dues - Payment:**

- a. Dues for the current year are due on January 1. Late fee is assessed on January 31. *(Amended October 27, 2023)*
- b. Property owners are deemed in arrears if dues for the current year are not paid by January 31. *(Amended October 27, 2023).*

- c. Voting privileges for the current year will be lost if dues for the current year are not paid by January 31. The United States Postal Service postmark shall determine payment date. Property owners who make payments after January 31 of the current year will be ineligible to vote at membership meetings. *(Amended October 27, 2023).*
- d. Once voting privileges have been lost for the current year they will not be restored until after January 1 of the following year, and then only if all dues owed and any penalties have been paid prior to January 31 of that year. *(Amended October 27, 2023).*
- e. If the settlement date for a property is on or after October 1, no dues are owed for that year.

Member: A person of any age owning a Sunrise Beach property. Only Owners of Sunrise Beach properties may be members . *(Amended October 23, 2023)*

Member in Good Standing: A member who owns a Sunrise Beach property that has complied with Dues - Payment. Only members in good standing have voting privileges.*(Amended October 27, 2023)*

Quorum: Those voting members at a meeting.

Social Media Usage: Facebook page named Sunrise Beach Club is accessible to every property owner in Sunrise Beach. The Committee shall maintain rules for usage of social media. The Committee will also post meeting minutes of all general meetings after they are approved.

Voting Member: Member in Good Standing for the current year for a dues - paying property. Only voting Members are eligible to serve on the Executive Committee. *(Amended October 27, 2023).*

## **MEMBERSHIP**

SECTION 4: When dues have been paid for the current year on a specific property, the Club shall record the date of payment. The date of payment shall determine the member status for the remainder of the year. On matters requiring voting, one vote per property will be cast. *(Amended October 27, 2023).*

SECTION 5: Voting members shall be the only persons entitled to hold office, serve as Trustee, or chair any of the committees of the Club.

SECTION 6: Membership in the Club is subject at all times to the current By-Laws of the Club, and all other rules and regulations adopted by the Club.

SECTION 6.1: Members in good standing, who have been assigned a boat ramp key, must surrender their key and dues card for inspection to any club officer or trustee upon request. *(Amended October 26, 2007).*

SECTION 6.2: Boat ramp keys remain the property of the Sunrise Beach Club and must be returned to the Club upon transfer of the property. If any key is not returned or is lost or stolen, a \$150.00 fee will be assessed against the property. Leased keys may be transferred to the new property owners at the time of real estate closing. *(Amended October 27, 2023).*

SECTION 6.3: Boat ramp keys remain the property of the Sunrise Beach Club and must be returned to the Club upon transfer of the property. New boat ramp keys may be leased from the Club for a one-time fee of \$15.00. *(Added October 27, 2023)*

## **OFFICERS AND TRUSTEES**

SECTION 7: The Club members shall elect from the voting members a President, a Vice President, a Secretary, a Treasurer, and seven Trustees. This group shall be called the Executive Committee, hereafter called "the Committee". The Committee shall manage the affairs of the Club. Each Committee member shall have a working knowledge of these By-laws and is expected to attend a minimum of 8 meetings per year. *(Amended October 27, 2023)*

SECTION 8: Officers shall be elected for a two-year term; Trustees shall be elected for a three-year term.

SECTION 9: The President shall preside at all general meetings of the Club, and with the Executive Committee's approval, shall enforce all rules and regulations of the Club. With the Secretary, the President shall sign all written contracts and written obligations of the Club. The President shall appoint members to such committees as shall be deemed necessary.

SECTION 10: The Secretary shall keep the minutes and perform other such duties as the Committee may request.

SECTION 11: The Treasurer shall keep all financial records of the Club. The Treasurer and the President shall sign all checks issued by the Club. The Treasurer shall be bonded; the expense of the bond shall be borne by the Club.

SECTION 12: In the absence or incapacity of the President, the Vice-President shall perform the President's duties.

SECTION 13: In the event of a vacancy in the office of the President, the Vice-President shall succeed. In the event of vacancy in any other office, the remaining members of the Committee shall elect a Trustee to that office. In the event of a vacancy among the Trustees, the remaining members of the Committee shall elect a new Trustee. Officers or Trustees elected by the Committee to fill vacancies shall serve until the next annual election.

SECTION 13.1: Any officer or trustee elected by the members or appointed by the Committee may be removed by a  $\frac{3}{4}$  vote of the remaining Committee. A resolution passed by a minimum of 8 Committee members stating the reasons for the action is to be passed by the full Committee at a regular monthly meeting. *(Added October 23, 2023)*

SECTION 13.2: Each Committee member is encouraged to attend all meetings. Reasons for missing any regular meeting shall be reported in advance to an Officer. *(Added October 23, 2023)*

SECTION 14: The Committee shall determine its own rules of procedure, not inconsistent with these By-Laws. A minimum of six members of the Committee are needed to conduct business. The minutes of each meeting shall be signed by the officer presiding and by the Secretary and shall be open to inspection by any member in good standing.

SECTION 14.1: In the absence of fraud or bad faith, agents, Officers and Trustees of the Sunrise Beach Club shall not personally be liable for debts, obligations or liabilities of the Club.

An agent of the Sunrise Beach Club shall be any person who is or was an Officer, Trustee, an employee or other agent of this Corporation or of any constituent corporation absorbed by this Corporation in a consolidation or merger, and other persons serving at the request of the Sunrise Beach Club as an Officer, Trustee, an employee or other agent of this Corporation. The Sunrise Beach Club shall have the authority and obligation to indemnify any such agents against expenses including attorney's fees, judgments, fines and amounts paid in settlement, incurred in connection with any pending or threatened action, suit or proceeding, whether civil, criminal, administrative, or investigative, with respect to which the agent is a party, or is threatened to be made a party, to the full extent permitted by law. The indemnification provided in this paragraph shall not be deemed exclusive of any other right to which an agent may be entitled under any by-law, agreement, vote of the members or disinterested Trustees, or otherwise, both as to action in that corporate agent's official capacity and as to action in another capacity. However, no indemnification shall be made to any corporate agent if a judgment or other final adjudication establishes that the agent engaged in conduct that (1) breached the duty of loyalty to the Corporation or

the members (2) was not undertaken in good faith (3) involved a knowing violation of the law, or (4) resulted in the receipt of the agent of an improper personal benefit. These indemnification rights shall inure to the benefits of heirs, executors and administrators of the agent. The Corporation shall have the power to purchase and maintain insurance on behalf of any corporate agent against any liability asserted against the agent and incurred by the agent in any capacity arising out of the agent's status as an agent of the Sunrise Beach Club, whether or not the Corporation would have the power to indemnify the agent against the liability under the provisions of this indemnification by-law. *(Amended May 23, 1997).*

SECTION 14.2: The Committee shall hire on retainer an attorney to provide advice on matters of procedure and policy. *(Amended October 27, 2023)*

## **MEETINGS**

SECTION 15: A regular meeting of the Committee shall be held without notice on the fourth Friday of most months, at a designated meeting place.

- a. Only members in good standing will be permitted to attend and participate in meetings. Verification will be made at the door upon entry. Up to 2 persons per property may enter, unless more persons are named on the deed.
- b. Correspondence will be reviewed and other normal business will be conducted.
- c. Proposals by members of the Committee may be brought on any topic. It is preferable that any such proposal be written in advance.
- d. The normal process will be that proposals be tabled for further consideration and action the following meeting unless immediate action is deemed essential to the club.
- e. A record of all discussions, proposals and assignments shall be recorded by the Secretary and distributed to the Committee for review and clarification promptly after the meeting. This documentation will be maintained in a secure cloud-based system maintained by the Committee for Committee access and reference. The minutes of the General Meetings will be posted. *(Amended October 27, 2023)*

SECTION 16: There shall be two general membership meetings annually, one in the spring and the other in the fall. Email notification of the time and location will be provided at least 10 days in advance to every member with a registered email account. Signage will be posted weeks in advance on the Club's sign on Sunrise Boulevard. *(Amended October 27, 2023).*

SECTION 17: Special meetings of the Committee may be called by the President, or at the request of four (4) Committee members. Notification must be given to all members of the Committee.

SECTION 18: The President, with the approval of the Committee, or on petition of at least ten percent of the voting members, may call a special meeting of the Club. Ten days written notice must be given in advance of any special meeting. No business shall be transacted at a special meeting other than the business specified in the call for such a meeting.

SECTION 19: Any vote may be carried by a  $\frac{3}{4}$  majority (75%) of voting members in attendance at that meeting. (*Amended October 27, 2023*)

SECTION 20: The order of business at the first general meeting shall be as follows:

- a. greetings and salute to the flag
- b. roll call of officers
- c. reading of the prior general meeting minutes
- d. reports of all standing committees
- e. reports of all special committees
- f. financial report
- g. consideration of the budget
- h. call for the approval of the budget
- i. report of the nominating committee
- j. nominations from the floor
- k. elections
- l. unfinished business
- m. new business
- n. good and welfare

A record of all discussions and decisions, and a record of motions and seconds shall be recorded by the Secretary and distributed to the Committee for review and clarification promptly after the meeting. (*Amended October 27, 2023*)

SECTION 21: The order of business at the second general meeting shall be as follows:

- a. greetings and salute to the flag
- b. roll call of officers
- c. reading of the minutes of the prior general meeting
- d. report of the standing committees
- e. report of the special committees
- f. financial report
- g. unfinished business
- h. new business
- i. good and welfare

A record of all discussions and decisions, and a record of motions and seconds shall be recorded by the Secretary and distributed to the Committee for review and clarification promptly after the meeting. (*Amended October 27, 2023*)

SECTION 22: General meeting etiquette. A respectful atmosphere is to be maintained at all times. During the public comment sessions, everyone is given 2 minutes to verbalize their thoughts. Other members shall not interrupt. Doing so will be cause for being disinvented to the remainder of the meeting after one warning from the presiding officer. Generally, continued unruliness will be cause to adjourn the meeting. (*Amended October 27, 2023*)

## **FINANCES**

SECTION 23: The annual budget of the Club shall be prepared by the Committee. The budget shall be itemized to show anticipated expenses and income, and planned improvements to the beach. Any member in good standing shall have the right to present objections to any item.

SECTION 24: The Committee shall not contract to spend any sum of money in excess of the amount appropriated in the budget under normal circumstances. (*Amended October 26, 2007*).

SECTION 25: The Committee shall be empowered to spend up to the cash on hand with the approval of the majority of the committee in extraordinary circumstances. (*Amended October 26, 2007*).

SECTION 26: The Committee shall not be empowered to mortgage or pledge any of the common properties of the Club or properties under its supervision, or borrow money, except by a vote of the Club at a general meeting. Any vote may be carried by a majority of those in attendance at that meeting.

Section 26.1: Action, as deemed necessary by the Committee, may be taken against any property owner whose dues are in arrears or who is in violation of any Deed Restriction.

- a. Dues which are in arrears shall accrue interest at the judgment rate from the date due until paid.
- b. The Club, through the Committee, shall have the discretion to institute a suit at law against any property owner(s) whose dues are in arrears for the entry of a judgment for the amount of the unpaid dues, interest as aforesaid, together with all costs and expenses incurred by the Committee in connection with such a law suit, including reasonable attorney's fees, in an amount not less than \$250.00. (*Amended May 23, 1997*).
- c. Annual dues are payable in advance, due on January 1. (*Amended October 27, 2023*).

- d. The amount of the annual dues may be fixed from time to time by a vote of the membership at any regular meeting. *(Amended October 25, 2002)*.
- e. The association known as Sunrise Beach Club and the individual members and property owners agree and consent enforcement of these By-Laws to include, but not limited to, enforcement of monetary and dues obligation shall be enforced in a Superior Court of New Jersey and venue shall be Ocean County. *(Amended October 27, 2006)*.
- f. The Dues Collection Policy shall be posted on the Club's social media page.*(Amended October 27, 2023)*

SECTION 26.2: Any member who violates a Deed Restriction and fails to correct the violation after demand therefore and thereby causes the Club to enforce same through suit, shall be responsible to reimburse the Club for reasonable attorney fee, expert witness fees, and suit costs incurred for any litigation brought against the member to compel compliance. *(Amended October 25, 1996)*.

SECTION 27: The Committee shall be responsible for obtaining liability insurance and legal advice for the Club as required. The cost for both shall be borne by the Club.

SECTION 28: Examination of the Club's financial records shall be performed at the end of each fiscal year by an audit committee. A financial statement shall be reviewed by an Independent Certified Public Accountant every five years. The cost shall be borne by the Club. *(Amended October 27, 2023)*.

SECTION 28.1: A Capital Reserve Fund shall be established and dedicated for the renewal or replacement of the Club's beach and recreational areas. *(Amended October 24, 2003)*.

- a. Initially and annually thereafter the Club shall transfer to the Capital Reserve Fund an amount of \$15.00 per dues paying member. Such funding shall continue until an updated Capital Reserve Fund Study shall determine that either more or less is required. The cost of future Capital Reserve Fund Studies shall be funded out of the Capital Reserve Fund.
- b. The Capital Reserve Fund will be maintained separately from the club's General Fund.
- c. The Capital Reserve Fund will be invested in non-risk investments/accounts (FDIC insured accounts, CD's, Money Market accounts, Municipal Bonds rated A or better, etc.).
- d. With the approval of a majority of the members present at a General Membership Meeting, the Club may borrow from the Capital Reserve Fund for unexpected operating expenses under the following conditions:
  - 1. The borrowed funds will be repaid within 5 years.
  - 2. A currently prevailing interest rate will be charged on the borrowed funds and compounded on a simple basis.

- e. The permitting costs, as identified in the Capital Reserve Study used in support for any proposed dredging shall only support dredging projects that accrue to the direct benefit of every Sunrise Beach Club member (i.e. from the common property boat ramp eastward to the open bay).  
*(Amended October 27, 2023)*

## **COMMITTEES**

**SECTION 29:** The following committees shall be standing committees.

- a. audit committee *(Amended May 27, 2005)*.
- b. beach committee
- c. club activities committee
- d. membership committee
- e. hardship committee
- f. social media/website committee *(Added October 27, 2023)*

**SECTION 30:** Each year, after the first regular meeting, the President shall designate a chair and members for all committees from members in good standing. The committees so constituted shall assist and advise the Committee in the formation of policy and planning and solving of community problems.

**SECTION 31:** The Committee shall, from time to time, create or dispense with standing and special committees as needed.

## **PARLIAMENTARY AUTHORITY**

**SECTION 32:** The rules contained in the Roberts' Rules of Order, revised, shall govern this Club in all cases to which they are applicable, and in which they are not inconsistent with the By-Laws or the special rules of the order of this Club.

## **AMENDMENT OF THE BY-LAWS**

**SECTION 33:** Any amendment(s) to the By-Laws may be proposed by any member in good standing at any meeting of the Club or of the Committee. Proposed amendments to these By-Laws must be submitted in writing, signed by not less than ten voting members of the Club and be acted upon as follows:

- a. The Committee shall study these amendments and report their recommendations at the next general meeting, at which time a vote shall be taken for or against the amendments.
  - b. An affirmative vote of two - thirds of the voting members in attendance at the meeting designated for action upon the proposed amendments shall be necessary for the adoption of any amendment(s).
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