

ACTIVITIES UNLIMITED INC.

BY LAWS

ARTICLE I: NAME AND PURPOSE

Section 1. Name

The name of this organization shall be Activities Unlimited Inc. (the Club).

Section 2. Purpose

The Club is organized as a non-profit social and recreational organization under Section 501(c)(7) of the Internal Revenue Code. Its purpose is to provide social, recreational, and fellowship activities for its members. The Club shall operate exclusively for the benefit and pleasure of its members and shall comply with all IRS requirements applicable to social clubs. The Club shall be non-profit, non-political and non-sectarian.

Section 3. Restrictions

The Club shall not engage in activities inconsistent with its tax-exempt status, including

- 3.1 Providing personal benefit to any individual member.
- 3.2 Generating excessive non-member income.
- 3.3 Engaging in political campaigns or substantial lobbying.

ARTICLE II: MEMBERSHIP

Section 1.

A candidate for membership must be a retired or semi-retired man and shall submit a properly completed application and dues check to the Membership Chairman for action.

Section 2. Associate Members

Members who move out of the area but wish to maintain a relationship with the Club, may become Associate Members on request to the Membership Committee. Associate Members have all rights and privileges except serving on active committees and voting in elections.

ARTICLE III: BOARD OF DIRECTORS

Section 1.

Board Director terms will begin January 1 of the next calendar year after elections and will coincide with the fiscal year.

Section 2.

The elected Board of Directors (Board) of the Club are the President, First Vice President, Second Vice President, Treasurer, Assistant Treasurer, and Secretary. Each shall have one vote, and their term as a Director is one year.

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Section 3.

The non-elected voting Directors shall be the Immediate Past President and the Outgoing Past President. The appointed Directors shall be the Membership Chairman, the Parliamentarian, and the Compliance Officer. Each shall have one vote, count towards quorum and a one-year term.

Section 4.

The Board shall appoint additional voting Directors and non-voting Directors. Each shall serve a one-year term.

Section 5.

The Board shall meet at the pleasure of the President, or the petition of three or more members of the Club to consider specific matters regarding the Club.

ARTICLE IV: DUTIES OF THE DIRECTORS

Section 1. President

- 1.1 Shall be the Chief Executive Officer of the Club and Chairman of the Board. The Chairman of the Board shall not vote except in the case of a tie.
- 1.2 Shall preside at the Board meetings and General Meetings at which he is present. He shall prepare an agenda for each Board meeting and General Meeting, with the assistance, if necessary, of other Directors, committee chairmen, or members.
- 1.3 Shall appoint the chairmen for the Standing Committees except the Nominating Committee, and for the approved activities. He shall be an ex-officio member of all committees, except the Nominating Committee.
- 1.4 Shall schedule a Board Meeting in December to approve the budget for the next calendar year.

Section 2. First Vice President

- 2.1 Shall perform all the duties of the President in his absence or temporary inability to serve.
- 2.2 Shall form and chair an Entertainment Program Committee which is responsible for the entertainment program at each General Meeting beginning with the March meeting of the first year in office to January and February of the following calendar year.

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Section 3. Second Vice President

- 3.1 Shall perform the duties of the First Vice-President in his absence or temporary inability to serve.
- 3.2 Shall be concerned with developing means of helping the various activities achieve widest participation by all interested members.
- 3.3 Shall assist the Chairmen in maintaining up-to-date records of member participation in respective activities.
- 3.4 Shall serve on the Entertainment Program Committee, assisting the First Vice President.
- 3.5 Shall be responsible for arranging the Club Spring Luncheon and Fall Breakfast.

Section 4. Secretary

- 4.1 Shall keep a record and issue minutes of all monthly meetings, official special meetings, and Board meetings. The record shall also include the Parliamentarian's report and archived on the Club's website.
- 4.2 Receive and/or record reports from the chairmen of the various activities.
- 4.3 Conduct such correspondence as may be necessary.

Section 5. Treasurer

- 5.1 Shall be required to have sufficient skills in finance and accounting.
- 5.2 Maintain the books and records and be responsible to collect and disburse the Club's funds.
- 5.3 Prepare financial reports monthly for the Board and give a report at the monthly General Meeting.
- 5.4 Shall establish, in conjunction with the Board, an annual budget for approval at the Annual Meeting.

Section 6. Assistant Treasurer

- 6.1 Shall assume the duties of the Treasurer in his absence.
- 6.2 Shall assist the Treasurer in the preparation of the budget, and, as necessary, in implementing the fiscal policies of the Club.

Section 7. Immediate Past President

- 7.1 Shall be a counselor to the Board.
- 7.2 Shall count towards quorum.

Section 8. Outgoing Past President

- 8.1 Shall be a counselor to the Board.
- 8.2 Shall form the Nominating Committee but not a member.
- 8.3 Shall count towards quorum.

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ARTICLE V: APPOINTEES

Section 1. Standing Committees

1.1. The Standing Committees are

- 1.1.1 Bulletin Board
- 1.1.2 Cares and Concerns
- 1.1.3 Communications
- 1.1.4 Data Base
- 1.1.5 Membership
- 1.1.6 Trips & Tours and Special Events
- 1.1.7 Web Master

1.2 Each January, the President shall appoint a chairman for each Standing Committee.

Section 2. Editor

2.1 The Editor shall be appointed each January by the President.

Section 3.

Though these committees and the Editor operate in cooperation with the Board, it is the responsibility of the Board to assure they are staffed and function to provide their vital services and take actions necessary to maintain and preserve the status of the Club as a valid nonprofit social and recreational organization under Section 501(c)(7) of the Internal Revenue Code as provided in Article I.

Section 4.

The Chair of each Committee and the Editor may solicit additional members to assist with their respective responsibilities. The Chairs of these Committees and the Editor are to follow their respective section of the Club's Policies, Practices, and Procedures Manual.

ARTICLE VI: NOMINATING COMMITTEE

Section 1.

In July of each calendar year, the outgoing Past President will organize a Nominating Committee and select a date for the first meeting. The Nominating Committee shall consist of five members of the Club except sitting Directors. The committee shall select its own Chairman.

Section 2.

The Committee shall propose a slate of suggested Directors for the Board at the October Board meeting. Upon approval by the Board, the slate will be presented at the October General meeting. Members may make additional

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nominations from the floor at this meeting.

Section 3.

The slate of nominated Directors of the Board, nominations from the floor at the October General Meeting and nominations from the floor at November General meeting (the Annual Meeting) shall be voted on at the Annual Meeting. The election of Directors will be by voice vote. However, if there is more than one nominee for a particular Director position voting shall be done by ballot.

Section 4.

At the option of the Nominating Committee, the Treasurer, Assistant Treasurer and Secretary may be elected for a second consecutive term.

Section 5.

The Nominating Committee may also propose a one time, third consecutive term nomination for the Treasurer, Assistant Treasurer or Secretary.

Section 6.

Except as otherwise provided herein, a director may again be elected to the same position provided at least one term has elapsed. This does not restrict directors from being elected to a different position on the Board in the interim.

ARTICLE VII: MEETINGS

Section 1.

General Meetings shall be held on the second Tuesday of each month, at the discretion of the Board.

Section 2.

The members in attendance shall constitute a quorum at General Meetings. Unless otherwise stated in the By Laws, matters coming before the General Meeting shall be decided by a majority vote of those members present.

Section 3.

Special meetings of the membership may be called upon written request of not less than ten members in good standing, submitted to the Board at least ten days before the date of the requested meeting. Reasons for the request shall be included. Only the specific business for which the meeting is called may be transacted.

Section 4.

The Annual Meeting of the Club shall be held on the second Tuesday of November unless otherwise ordered by the Board.

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Section 5.

The time and place of meetings of the various activities shall be arranged by each Activity Chairman.

ARTICLE VIII: DUES

Section 1.

The amount of individual annual dues of the Club for the ensuing year shall be established by the Board and communicated to the membership in the October Newsletter

ARTICLE IX: ACTIVITIES

Section 1.

Funds derived from dues and contributions shall flow into the general treasury through the Treasurer. These funds are to be used for general operating expenses and such other purposes as approved by the Board.

Section 2.

Activities or hobbies shall be as diverse as necessary to fulfill the varied interests of the membership.

Section 3.

Expenses in connection with an activity shall be the responsibility of the members participating in that activity.

Section 4.

New activities may be started by any group of members who have met collectively to establish the specific activity desired. Signatures of commitment shall be obtained from interested members and the proposed activity submitted to the Second Vice President for the approval of the Board, after which it can be publicized and encouraged.

Section 5.

Reports of hobbies and activities shall become part of the proceedings of the Board.

ARTICLE X: AMENDMENTS

These By Laws may be amended by the membership at any General Meeting or duly called special meeting, provided notice of the proposed amendment(s) shall have been given at a previous meeting and shall be voted on at the next meeting. The Newsletter, of the month which voting will take place, shall

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remind members of the vote and shall also publish the amendment. The members of the Club in attendance shall constitute a quorum. A majority of affirmative votes of members present is necessary to amend.

ARTICLE XI: PARLIAMENTARY AUTHORITY

Roberts Rules of Order, Newly Revised, shall govern the conduct of business of the Club in all applicable cases.

ARTICLE XII: INDEMNIFICATION

The Club shall indemnify elected, non-elected, appointed Directors and volunteers to the fullest extent permitted by New Jersey law. The Club shall maintain liability insurance as determined by the Board.

ARTICLE XIII: COMPLIANCE

The Club shall comply with all federal, state, and local laws and shall operate in accordance with IRS requirements for 501(c)(7) organizations.

DOCUMENT CONTROL

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