

Article I Name

The name of the organization shall be Stonebridge Men's Club (SMC).

Article II Purpose

Section 1:

The purpose of the Stonebridge 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 social, educational and charitable 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 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 thereof. 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. Elected officials may be invited to speak at Men's Club events so long as they appear in a non-election year and discuss topics of community interest avoiding any political campaigning or advocacy of a political position. Notwithstanding any other provision of 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.

Section 4

The Stonebridge Men's Club, in accordance with section 501 (c) 3 of the Internal Revenue Code and state tax code may, from its net proceeds received, make financial allocations to support projects and other expenses in accordance with Article II Section 6.

4.1

The vetting¹ and establishing of any Stonebridge and/or greater community project's worthiness is to be conducted by a committee designated by the Executive Board of the Stonebridge Men's Club (SMC Board), under the chairmanship of the Vice-President of Fundraising.

4.2

The Vice-President of Fundraising prepares and submits a project recommendation, based upon the vetting process, for discussion and authorization to the SMC Board.

¹ Vetting: To confirm the suitability, authenticity, worthiness and appropriateness of an organization as recipient of a potential SMC donation.

Section 5

The Stonebridge Men's Club in accordance with section 501 (c) 3 of the Internal Revenue Code and state tax code may, from its net proceeds received, make financial allocations to support charitable causes and entities in accordance with Article II Section 6.6.

5.1

The vetting and establishing of charitable cause and entity worthiness is to be conducted by a committee designated by the SMC Board under the chairmanship of the Vice-President of Fundraising. The vetting of charities using resources for example Charity Watch or Charity Navigator or requiring submission of specific documentation is an essential pre-requisite for establishing worthiness and need.

5.2

Vice-President of Fundraising prepares and submits a charitable cause/entity recommendation to the SMC Board, based upon the vetting and authentication process for discussion and authorization.

5.3

The SMC Board shall maintain a file for the express purpose of retaining pertinent authentication and vetting information of said community projects and charitable causes and entities.

5.4

No authenticated charitable cause or entity paid from restricted funds² shall receive Stonebridge Men's Club charitable financial support for more than two (2) consecutive calendar years.

5.5

In accordance with all pertaining tax codes, the Stonebridge Men's Club will maintain proper records as well as generate/disseminate documents to contributors as required by the I.R.S. and the state of New Jersey.

Section 6

The Stonebridge Men's Club shall allocate monies from net proceeds received to financially support the following:

6.1

Program Expenses that are directly related to carrying out the mission of the Stonebridge Men's Club in its social, educational and charitable activities.

6.2

Administrative Expenses that are directly related to the operations and management of the Stonebridge Men's Club in its social, educational and charitable activities.

6.3

Fundraising Expenses that are directly related to supporting, publicizing and conducting fund-raising campaigns, maintaining donor lists and records, conducting special fund-raising events, and any other activities related to thereto.

6.4

² Restricted funds: Net receipts less disbursements for charitable activities coming from SMC fundraising activities.

Allocations to support various vetted Stonebridge community projects.

6.5

Allocations to vetted charitable causes and entities in the greater general community.

6.6

Net proceeds received should be maintained in two separate categories:

1. Unrestricted (free) fund³ account(s): for all net receipts less disbursements for non-charitable activities;
2. Restricted fund account(s): for all net receipts less disbursements for charitable activities coming from fundraising activities.

Section 7

The SMC shall not advertise on or otherwise utilize any site or media displaying any content that could reflect negatively on the Men's Club.

Article III Membership

Section 1

To be eligible for membership, a member must reside in the Stonebridge Community.

Section 2

To become a member, the resident may complete an application form or otherwise provide their name and contact information. The application form and a payment for his dues shall be given to the Treasurer. The Vice-President for Membership or his designate will introduce all new members at the next general meeting.

Section 3

Dues shall be payable by July 1st of each year. The Treasurer or Vice-President for Membership, prior to the due date, will send notification of the request for dues payment to the membership. Said dues amount may be altered by the SMC Board to commence with the next fiscal year. Members admitted up to three (3) months prior to the start of the next fiscal year will become members immediately and their dues received in that period will be applied to the next fiscal year.

Section 4

On August 1st, those members whose dues are in arrears shall be notified by the Membership Committee for collection. Any member who has not made payment or payment arrangements for dues by September 1st, or another date as authorized by the SMC Board, 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 payment payable to the Stonebridge Men's Club for any outstanding dues to the Treasurer.

Section 6

For information security and member privacy reasons, the Vice-President for Membership shall limit distribution of complete membership lists to the following SMC Board members: President, Vice-

³ Unrestricted (free) funds: Net receipts less disbursements for operating activities coming from SMC dues and activities.

President of Committees, Treasurer, Secretary and a Secretary designee(s) responsible for web site and email administration. The Vice-President for Membership shall provide the rest of the SMC Board with a summary of any membership changes at least monthly.

Article IV Voting For Officers

To be eligible to vote for officers at the June general meeting, a member must be in good standing.

Article V Officers and Trustees of the Executive Board

Section 1

The Stonebridge Men's Club Executive Board shall consist of the President, Vice-President of Committees, Vice-President of Activities, Vice-President of Fundraising, Vice-President of Membership, Treasurer, Assistant Treasurer (non-voting and a Trustee) and Secretary/Communications Officer. There shall also be a maximum of five at large Trustees as appointed by the President with the approval of the SMC Board for a period not to exceed two 1-year terms. The immediate past President may serve as an ex-officio officer in an advisory role for a period not to exceed two one-year terms subject to appointment by the President and approval of the SMC Board. Only elected officers shall have voting rights.

Section 2

To serve as an officer of the club, a candidate must be a member in good standing for the term to be served.

Section 3

At the March general meeting, the President, with assistance and approval of the SMC Board shall recommend three members to serve as the Nominating Committee. An additional two nominations may be recommended for the Committee from the floor. The Nominating Committee shall elect a Chair. All members of the Nominating Committee must be paid in full members of the Men's Club. No candidate shall be nominated without his express consent. At the June meeting, the Nominating Committee shall make its recommendations to the membership. 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 secret ballot of members present during the meeting to determine the outcome. If only one member is nominated for an office, the Secretary shall cast one vote on behalf of the membership. The newly elected officers shall commence their term on July 1 following their election. In case an officer is unable to serve his entire term, the President, with the approval of the SMC Board, shall select a replacement who will immediately assume his office. The maximum term of office for an officer under a specific title shall be two (2) consecutive one (1) year terms. If no qualified candidate is available to succeed an incumbent officer approaching the end of his term, then, with the approval of the SMC Board excluding said incumbent officer, he will be nominated for an additional 1-year term to be voted on at the next June general membership meeting.

Section 4 Duties of Officers:

President:

Shall preside at the general meetings and SMC Board meetings, fostering positive values of cooperation, teamwork and respect among SMC Board members and the membership at large. 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. Assists various committees as needed. Shall have check signing authority without a co-signatory up to \$400.00. Checks in excess of this signature authority shall require a co-signatory. No officer may sign a check payable to himself.

Vice-President of Committees:

In the event that the President is unable to perform his duties and responsibilities and serve the organization, the Vice-President of Committees shall assume those responsibilities until the President resumes those duties or until the incumbent's term is up for re-election. Shall have responsibility for overseeing the various committees and assisting the committees when necessary and have responsibility for leading the Sunshine Committee. He shall, in consultation with all Committee Chairs, complete an annual update of committee functions and their supporting procedures and if necessary collaboratively make recommendations on any changes. He shall foster positive values of cooperation, teamwork and respect within and between Men's Club committees and the membership at large. Shall have other such duties as assigned by the President or the Executive Board. Shall perform the duties of the President in his absence. Shall have the same check signing privileges as the President and Treasurer. With the recommendation of the Nominating Committee, this individual may stand for election to succeed the current president at the conclusion of the president's term in office.

Vice-President of Activities:

Shall have responsibility for planning, implementing and publicizing the monthly activities of the Men's Club including general meetings, trips and excursions, special events and any other activities that do not have a fund-raising component. Shall have such duties as assigned by the President.

Vice-President of Fundraising:

Shall have overall responsibility for leading fund-raising activities and events and organizing committee support to assist in the management of said events and activities. Shall establish and organize a committee to assist him in the coordination of the vetting and authentication of worthiness of all community and charitable projects. Shall make reasonable efforts to obtain written acknowledgements as required by the IRS. Shall also be responsible for annual updating and distribution of the Vendor List.

Vice-President of Membership:

Shall have responsibility for planning and implementing policies and procedures that promote and encourage membership and affiliation with the Stonebridge Men's Club and for membership retention. Shall securely maintain member records and provide appropriate monthly updates to SMC Board members.

Treasurer:

Shall (1) receive dues and other payments from the members by check, Venmo or similar Board-approved methods; (2) have charge of all SMC funds; (3) deposit all monies received into a bank, or set up special accounts, approved by the SMC Board; (4) reconcile and balance the accounts monthly; (5) pay by check or credit card such sums approved by the SMC Board; (6) keep accurate accounts of all monies received and disbursed; (7) present a verbal summary of the SMC's financial condition at all regular general meetings; (8) render a written or verbal financial update at all regular SMC Board meetings; (9) prepare an annual budget and chair the annual budget meeting in May; (10) submit all appropriate financial filings. Shall have the same check signing authority as the President.

Secretary, Communications Officer:

Shall record and distribute to necessary parties all pertinent information from general and SMC Board meetings. Shall arrange meeting place for SMC Board meetings. Shall inform necessary parties of upcoming meetings in accordance with a schedule to be determined by the SMC Board. Shall report all incoming correspondence at the SMC Board meetings and obtain approval(s) of the President and or SMC Board (as necessary) on all outgoing correspondence. Shall have responsibility for operation and maintenance of the Men's Club Website. Must be able to distribute correspondence in both hard copy and electronic form.

Assistant Treasurer:

Shall be appointed by the Treasurer with the approval of the SMC Board. Shall assist the Treasurer in all his duties as the need arises. Shall keep a file of all receipts and financial reports for a period of four (4) years. In the absence of the Treasurer, shall take charge of all duties with the same

approvals, authorities and restrictions as the Treasurer with the exception of SMC Board voting and including check signing authority. This position is considered to be one of the Trustee positions. This is not an SMC Board voting position. With the recommendation of the Nominating Committee, this individual may stand for election to succeed the current Treasurer at the conclusion of the Treasurer's term in office.

Trustees:

Shall provide an advisory role to the President and Executive Board. Shall also, as required, assist on special committees as appointed by the President with the approval of the SMC Board. A trustee is a non-voting member of the SMC Board. The maximum number of trustees is as specified in Article V, Section 1. Trustees who do not accept or fail to perform leadership and responsibility roles may, at the discretion of the President, be asked to resign or be removed by the President with the approval of the SMC Board.

Article VI Operation of Executive Board

Section 1

By a two-thirds vote the elected officers may remove any officer or Committee Chairperson of his duties. The SMC Board may also remove members who have been detrimental to achieving the Men's Club purpose as stated in Article II, Section 1.

Section 2

Will meet on the first Thursday of each month **or** at such time as the President or elected officers may determine.

Section 3

Any elected officer of the SMC Board may call special meetings. A Committee Chairperson may request a special meeting through an elected board member.

Section 4

A quorum shall consist of a majority of the elected officers.

Section 5

The President with the approval of the other elected officers shall fill any vacancies on the SMC Board.

Section 6

The SMC Board shall be empowered by a majority vote to approve any contracts, purchases, charitable donations and expenses.

6.1

The treasurer has the authority to issue checks or credit card payments to vendors or to reimburse members for minor incidental purchases related to the Men's Club provided appropriate documentation is presented.

6.2

There will be no payment or reimbursement on any invoice/billing to anyone unless there has been prior approval of the SMC Board, and duly noted in the recorded meeting minutes of the Men's Club.

6.3

All events or activities where money is to be collected must have prior approval by the Board and be so indicated in the recorded minutes of a meeting prior to the event or activity being announced. In cases where there is an urgency or spontaneous need to announce an event or activity, the chairperson of the event may elicit approval through email contact with the members of the SMC Board and the approval will be reaffirmed and reflected in the minutes of the next SMC Board meeting. The Treasurer, in consultation with the chairperson of the event/activity, shall provide to the SMC Board within 30 days after the event or activity, a brief financial report on said event/activity delineating clearly monies collected and disbursements.

6.4

A chairperson of an activity or event may purchase materials, food, prizes, etc. without prior consent for each purchase once the chairperson has submitted an expense plan for the event that has received approval from the SMC Board and further where the aforementioned activity or event is self-sustaining as per the fee being charged to members. An SMC Board approved subsidized event or activity that is not self-sustaining, shall require additional approval of the SMC Board for any expenses in excess of the original event estimates. Therefore a non-subsidized event or activity, that covers its cost, should not impede or further restrict the purchasing process of the chairperson.

6.5

An SMC credit card should be used whenever practical to pay for SMC expenses due to their inherent advantages over checks and debit cards. Payments made to a vendor shall be supported by an invoice for the product(s) or service(s) indicated. Reimbursements for cash purchases will require a paid receipt or bill. The Men's Club shall refrain from making cash payments except when there is Board approval, with the exception of a reasonable gratuity.

6.6

All regular/ongoing vendors will be given a blanket tax-exempt certificate if requested.

6.7

Items purchased for resale must be first authorized by the SMC Board and noted in the minutes in a Board meeting prior to said purchase. The chairperson of the event/activity must keep an inventory responsible for those items. Questions regarding inventory procedures should be directed to the treasurer.

6.8

All donation disbursements to charitable organizations shall be by check.

6.9

With the exception of subsidized events and expenses related to refreshments for general membership meetings, a majority vote of the members in attendance at a membership meeting is required to approve any disbursement in excess of \$2,000.

Section 7

Within 90 days of the fiscal year-end, the SMC Board shall have an individual experienced in accounting conduct a review of the financial records of the Men's Club and report on said review to the SMC Board. The SMC Board shall then report the results of the immediately preceding fiscal year at an upcoming general meeting.

Section 8

In the event of government edict(s) or Stonebridge HOA Board decision(s) to temporarily or indefinitely interrupt normal operations of the SMC, whether due to a major accident, emergency, fire, medical or other incident or natural or man-made disaster or similar event, in which access to the Stonebridge clubhouse and/or other Stonebridge community facilities or services are interrupted or blocked, then the SMC Board shall be authorized to take actions it deems appropriate and in the best interests of the club, its members and the Stonebridge community-at-large. These actions shall include but not limited to:

- a) Conducting SMC Board and member meetings via online remote web conferencing services (e.g. Zoom) or at an alternate physical location;
- b) Adjusting, waiving or suspending indefinitely any time-dependent Men's Club and SMC Board business deadlines or schedules such as but not limited to: elections, officer terms, fiscal years, dues collections, etc. as indicated elsewhere in these Bylaws;
- c) Suspending temporarily some or all of the operations and activities of the SMC.

Article VII Meetings

Section 1

General meetings will be held on the fourth Monday of each month or at a time and date determined by the President and/or SMC Board with notice to the members.

Section 2

Installation of officers shall occur on the first day of the new fiscal year specified in Article IX.

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 at each General Meeting carries all decisions unless otherwise stated in these By-laws.

Article VIII Committees

There may be the following committees: Membership, Publicity, Activities, Fund Raising, Vendor, Sunshine, Information Technology and such other committees as the President and the SMC Board shall deem necessary to carry out the functions of the club. Committee Chairs will report to the Vice-President for Committees, and give reports, as necessary at SMC Board and general membership meetings.

Section 1

The Sunshine Committee is responsible for the administration of remembrance policy of the SMC. This policy shall consist of a \$40 donation in the name of a deceased SMC member in good standing or spouse. The donation will be applied in memoriam, in consultation with the family, toward an appropriate charity or institution. The Executive Board shall have discretion to make other remembrance donations for this same amount.

Article IX Fiscal Year

The fiscal year for the Stonebridge Men's Club shall be from July 1st to June 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 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 or was emailed to the membership at least thirty (30) days prior to the general meeting at which the vote will be held.

Article XII 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 tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. All such assets not disposed of shall be disposed of under the laws of the State of New Jersey by the Court System of Middlesex County in which the principal office of the organization is then located, exclusively for such purpose as to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Article XIII History

These Bylaws replace any and all previous Bylaws, changes recorded here - most recent first:

Modified 1/24/2022:

II.3: Added **“Elected officials may be invited to speak at Men’s Club events so long as they appear in a non-election year and discuss topics of community interest avoiding any political campaigning or advocacy of a political position.”**

II.4: The Stonebridge Men's Club, in accordance with section 501 (c) 3 of the Internal Revenue Code and state tax code may, from its net proceeds received, make financial allocations to support ~~Stonebridge community~~ projects **and other expenses** in accordance with Article II Section 6.6.

II.4.1: The **vetting (footnote added: To confirm the suitability, authenticity, worthiness and appropriateness of an organization as recipient of a potential SMC donation.)** and establishing of **any** Stonebridge **and/or greater** community project’s worthiness is to be conducted by a committee designated by the Executive Board of the Stonebridge Men's Club (SMC Board), under the chairmanship of the Vice-President of Fundraising. ~~This committee is to establish and maintain an ongoing communication regime with the Stonebridge HOA Executive Board and Management.~~

II.4.2: The Vice-President of Fundraising prepares and submits a project recommendation, based upon the vetting ~~and authentication~~ process, for discussion and authorization to the SMC Board.

II.5.4: No authenticated charitable cause or entity **paid from restricted funds (footnote added: Net receipts less disbursements for charitable activities coming from SMC fundraising activities.)** shall receive Stonebridge Men's Club charitable financial support for more than two (2) consecutive calendar years. ~~The Stonebridge Community HOA shall be exempt from this clause.~~

II.5.6: The Stonebridge Men's Club shall allocate monies from **net** proceeds received to financially support the following:

II.6.6: Net proceeds received should be maintained in two separate categories:

1. **Unrestricted (free) fund (footnote added: Net receipts less disbursements for operating activities coming from SMC dues and activities.)** account(s): for all net receipts less disbursements for non-charitable activities;

2. Restricted fund account(s): for all net receipts less disbursements for charitable activities coming from fundraising activities.

II.7: **The SMC shall not advertise on or otherwise utilize any site or media displaying any content that could reflect negatively on the Men's Club.**

III.2: To become a member, the resident ~~will~~ **may** complete an application form **or otherwise provide their name and contact information.** The application form and a ~~check~~ **payment** for his dues shall be given to the Treasurer.

III.3: Members admitted **up to three (3) months prior to the start of the next fiscal year** ~~between April 1st and June 30th~~ will become members immediately and their dues received **in that period** ~~between April 1st and June 30th~~ will be applied to the next fiscal year.

III.4: Any member who has not made payment or payment arrangements for dues by September 1st, **or another date as authorized by the SMC Board**, will be considered as having resigned from the Men's Club.

III.5: A member who has resigned may reapply for membership by forwarding an application form and ~~check~~ **payment** payable to the Stonebridge Men's Club for ~~his~~ **any outstanding** dues to the Treasurer.

III.6: **For information security and member privacy reasons, the Vice-President for Membership shall limit distribution of complete membership lists to the following SMC Board members: President, Vice-President of Committees, Treasurer, Secretary and a Secretary designee(s) responsible for web site and email administration. The Vice-President for Membership shall provide the rest of the SMC Board with a summary of any membership changes at least monthly.**

V: **Article V Officers and Trustees of the Executive Board**

V.1: The ~~officers~~ **Stonebridge Men's Club Executive Board** shall ~~be~~ **consist of the** President, Vice-President of Committees, Vice-President of Activities, Vice-President of Fundraising, Vice-President of Membership, Treasurer, **Assistant Treasurer (non-voting and a Trustee)** and Secretary/Communications Officer. There shall also be a maximum of five at large Trustees as appointed by the **President with the approval of the SMC Board for a period not to exceed two 1-year terms.** The immediate past President may serve as an ex-officio officer in an advisory role for a period not to exceed **two one-year terms** ~~one year~~ **subject to appointment by the President and approval of the SMC Board.** Only elected officers shall have voting rights.

V.4: **President:** Shall have ~~single-check~~ signing authority without a co-signatory up to \$400.00. **Checks in excess of this signature authority shall require a co-signatory.**

Vice-President of Committees: Shall have responsibility for overseeing the various committees and assisting the committees when necessary **and have responsibility for leading the Sunshine Committee...He shall, in consultation with all Committee Chairs, complete an annual update of committee functions and their supporting procedures and if necessary collaboratively make recommendations on any changes...Shall have other** such duties as assigned by the President **or the Executive Board.**

Vice-President of Fundraising: Shall also be responsible for annual updating and distribution of the Vendor List.

Vice-President of Membership: Shall have responsibility for planning and implementing policies and procedures that promote ~~activities that~~ **and** encourage membership and affiliation with the Stonebridge Men's Club and for membership retention. **Shall securely maintain member records and provide appropriate monthly updates to SMC Board members.**

Treasurer: Shall (1) receive dues **and other payments** from the members **by check, Venmo or similar Board-approved methods;** (2) have charge of all ~~Club~~ **SMC funds;** (3) deposit all monies received into a bank, or set up special accounts, approved by the SMC Board; (4) **reconcile and** balance the accounts monthly; (5) pay by check **or credit card** such sums approved by the SMC Board; (6) keep accurate accounts of all monies received and disbursed; (7) **present a verbal summary of the SMC's** ~~render a written~~ **financial condition statement** at all **regular** general meetings; (8) **render a written or verbal financial update at all regular** ~~and~~ **SMC Board**

meetings; ~~(8)~~ **(9)** prepare an annual budget and chair the annual budget meeting in May; ~~(9)~~ **(10)** submit all appropriate financial filings.

Assistant Treasurer: With the recommendation of the Nominating Committee, this individual may stand for election to succeed the current Treasurer at the conclusion of the Treasurer's term in office.

Trustees: Shall assist and have direct responsibility for the functions required of various **provide an advisory role to the President and Executive Board. Shall also, as required, assist on special committees as appointed by the President with the approval of the SMC Board.**

VI: Article VI **Operation of Executive Board**

~~VI.1: Deleted Section 1 The SMC Board shall consist of all elected officers. All retained sections renumbered.~~

VI.1: By a two-thirds vote the elected officers may remove any officer or **Committee** Chairperson of his duties.

VI.2: Will meet on the first Thursday of each month **or** at such time as the President or elected officers may determine.

VI.6: The SMC Board shall be empowered by a majority vote to approve any contracts, purchases, **charitable donations** and expenses.

VI.6.1: The treasurer has the authority to issue checks **or credit card payments** to vendors or to reimburse members for minor incidental purchases related to the Men's Club provided appropriate documentation is presented. ~~Checks in excess of the signature authority shall require a co-signatory.~~

VI.6.3: The **Treasurer, in consultation with the** chairperson of the event/activity, ~~is responsible for the submission to the treasurer,~~ **shall provide to the SMC Board** within ~~two (2) weeks~~ **30 days** after the event or activity, of a brief financial report on said event/activity delineating clearly monies collected and disbursements.

VI.6.4: An **SMC Board approved subsidized** event or activity that is not self-sustaining, ~~where the fee charged does not cover expenses/cost, and requires a subsidy, and is authorized as such by the SMC Board, then purchases need SMC Board approval on an ongoing basis~~ **shall require additional approval of the SMC Board for any expenses in excess of the original event estimates.**

VI.6.5: **An SMC credit card should be used whenever practical to pay for SMC expenses due to their inherent advantages over checks and debit cards.**

VI.6.6: All regular/ongoing vendors will be given a blanket tax-exempt certificate **if requested.**

VI.6.7: The ~~designated/authorized individual(s)~~ **chairperson of the event/activity** must keep an inventory responsible for those items.

VI.6.8: All donation disbursements to charitable organizations shall be by check.

VI.6.9: With the exception of ~~charitable donations,~~ **subsidized events** and expenses related to refreshments for general membership meetings, a majority vote of the members in attendance at a membership meeting is required to approve any disbursement in excess of ~~\$1,500~~ **\$2,000.**

VI.7: **Within 90 days of the fiscal year-end,** the SMC Board shall have an individual experienced in accounting conduct a ~~fiscal year-end review in August~~ of the financial records of the Men's Club and report on said review **to the SMC Board. The SMC Board shall then report the results of the immediately preceding fiscal year** at ~~the September~~ **an upcoming** general meeting.

VI.8: **In the event of government edict(s) or Stonebridge HOA Board decision(s) to temporarily or indefinitely interrupt normal operations of the SMC, whether due to a major accident, emergency, fire, medical or other incident or natural or man-made disaster or similar event, in which access to the Stonebridge clubhouse and/or other Stonebridge community facilities or services are interrupted or blocked, then the SMC Board shall be authorized to take actions it deems appropriate and in the best interests of the club, its members and the Stonebridge community-at-large. These actions shall include but not limited to:**

a) Conducting SMC Board and member meetings via online remote web conferencing services (e.g. Zoom) or at an alternate physical location;

b) **Adjusting, waiving or suspending indefinitely any time-dependent Men's Club and SMC Board business deadlines or schedules such as but not limited to: elections, officer terms, fiscal years, dues collections, etc. as indicated elsewhere in these Bylaws;**

c) **Suspending temporarily some or all of the operations and activities of the SMC.**

VII.1: General meetings will be held on the fourth Monday of each month **or** at a time **and date** determined by the President and/or SMC Board with notice to the members.

VII.2: Installation of officers ~~will be held at the July general meeting~~ **shall occur on the first day of the new fiscal year specified in Article IX.**

VII.4: A majority vote of the members present and voting **at each General Meeting** carries all decisions unless otherwise stated in these By-laws.

VIII: There may be the following committees: Membership, ~~Program~~, Publicity, Activities, Fund Raising, ~~Vendor~~, ~~Community Relations~~, ~~Purchasing~~, Sunshine, **Information Technology** and such other committees as the President and the SMC Board shall deem necessary to carry out the functions of the club.

VIII.1: **The Sunshine Committee is responsible for the administration of remembrance policy of the SMC. This policy shall consist of a \$40 donation in the name of a deceased SMC member in good standing or spouse. The donation will be applied in memoriam, in consultation with the family, toward an appropriate charity or institution. The Executive Board shall have discretion to make other remembrance donations for this same amount.**

Modified 03/24/2020:

II.4: Added "in accordance with Article II Section 6.6"

II.5: Added "in accordance with Article II Section 6.6"

II.6.6: Added new section

Net proceeds received should be maintained in two separate categories:

1. Unrestricted account(s): for all net receipts less disbursements for non-charitable activities;
2. Restricted account(s): for all net receipts less disbursements for charitable activities coming from fundraising activities.

III.3: "May" changed to "April"

V.1: The immediate past President may serve as an ex-officio officer **in an advisory role for a period not to exceed one year.**

V.2: To serve as an officer of the club, a candidate must be a member in good standing ~~as of the May general meeting~~ **for the term to be served.**

V.3: In case an officer is unable to serve his entire term, the **President, with the approval of the SMC Stonebridge Men's Club S** Board, shall select a replacement who will immediately assume his office. The maximum term of office for an officer under a specific title shall be two (2) consecutive one (1) year terms. ~~Individuals may run for an office they have previously held provided that the individual has not held that same office for the length of the term of the outgoing officer.~~ **If no qualified candidate is available to succeed an incumbent officer approaching the end of his term, then, with the approval of the SMC Board excluding said incumbent officer, he will be nominated for an additional 1-year term to be voted on at the next June general membership meeting.**

V.4: President: Shall preside at the general meetings and ~~SMC Executive Board~~ meetings, **fostering positive values of cooperation, teamwork and respect among SMC Board members and the membership at large...** Shall have **single** check signing authority **without a co-signatory** up to \$400.00. **No officer may sign a check payable to himself.**

V.4: Vice President of Committees: Shall have responsibility for overseeing the various committees and assist the committees when necessary. **He shall foster positive values of cooperation, teamwork and respect within and between Men's Club committees and the membership at large.**

V.4: Vice President of Activities: Shall have responsibility for planning, ~~and~~ implementing **and publicizing** the monthly activities of the Men's Club including general meetings, trips and excursions, special events and any other activities that do not have a fund-raising component.

V.4: Vice President of Fundraising: Shall establish and organize a committee to assist him in the coordination of the vetting and authentication of worthiness of all community and charitable projects. **Shall make reasonable efforts to obtain written acknowledgements as required by the IRS.**

V.4: Vice President of Membership: Shall have responsibility for planning and implementing policies **and** procedures **that promote** ~~and~~ activities that encourage membership and affiliation with the Stonebridge Men's Club and for membership retention.

V.4: Treasurer: Shall have **the same** check signing authority ~~without a co-signatory~~ **as the President** ~~of up to \$400.00.~~

V.4: Secretary, Communications Officer: Shall report all incoming correspondence at the **SMC Executive Board** meetings and obtain approval(s) of the President and or **SMC Executive Board** (as necessary) on all outgoing correspondence. **Shall have responsibility for operation and maintenance of the Men's Club Website.** Must be able to distribute correspondence in both hard copy and electronic form.

V.4: Trustees: The maximum number of trustees is **as specified in Article V, Section 1** ~~at the discretion of the Executive Board.~~ Trustees who do not accept or fail to perform leadership and responsibility roles may, at the discretion of the President, be asked to resign **or be removed by the President with the approval of the SMC Board.** ~~A trustee shall serve no more than two (2) consecutive years.~~

V.4: Assistant Treasurer: Shall be appointed by the Treasurer **with the approval of the SMC Board.**

VI.7.1: Checks in excess of **the signature authority** ~~\$400.00~~ shall require a co-signatory.

VI.7.2: There will be no payment or reimbursement on any invoice/billing to anyone ~~making a capital purchase with committed and/or uncommitted Men's Club funds,~~ unless there has been prior approval of the **SMC Executive Board**, and duly noted in the recorded meeting minutes of the Men's Club.

VI.7.4: A chairperson of an activity or event may purchase materials, food, prizes, etc. without prior consent for each purchase once the chairperson has submitted an expense plan for the event that has received approval from the **SMC Executive Board** ~~that~~ **and further where** the aforementioned activity or event is self-sustaining as per the fee being charged to members.

VI.7.8: **All donation disbursements to charitable organizations shall be by check.**

VI.7.9: **With the exception of charitable donations and expenses related to refreshments for general membership meetings a majority vote of the members in attendance at a membership meeting is required to approve any disbursement in excess of \$1,500.**

VII.1: General meetings will be held on the fourth ~~Monday~~ **Thursday** of each month at a time determined by the President and/or **SMC Executive Board** with notice to the members.

VII.5: ~~With the exception of expenses related to refreshments for general membership meetings a majority vote of the members in attendance at a membership meeting is required to approve all disbursements in excess of \$750.~~

XI: 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 or was emailed to the membership **at least thirty (30) days** prior to the general meeting **at which the vote will be held.**

Throughout the document:

"Net income" replaced with "net proceeds received" throughout the document.

Also:

Minor typographical and grammatical corrections

Standardized abbreviations or Stonebridge Men's Club as "SMC", Executive Board of the Stonebridge Men's Club as "SMC Board"

Modified 12/08/2018

Updated the duties and responsibilities of the Assistant Treasurer, replacing

In the absence of the Treasurer, take charge of all duties. The Assistant Treasurer does not have check signing privileges.

with:

In the absence of the Treasurer, shall take charge of all duties with the same approvals, authorities and restrictions as the Treasurer with the exception of Executive Board voting. The Assistant Treasurer shall have check signing authority without a cosignatory of up to \$400.

Modified 4/30/2018

According to Article XI, replace Article V, Section 3, last sentence of 3rd paragraph:

The newly elected officers shall commence their term upon installation at the July general membership meeting.

with:

The newly elected officers shall commence their term on July 1 following their election. In case an officer is unable to serve his entire term, the Stonebridge Men's Club Executive Board shall select a replacement who will immediately assume his office.

typographic changes:

fundraising becomes fund-raising

designee becomes designate