

TEMPLE BETH TORAH BY-LAWS

ARTICLE I. NAME & MISSION

This Congregation shall be known as TEMPLE BETH TORAH. Its purpose shall be to maintain a House of Worship in accordance with the principles of Conservative Judaism; a Religious School, which shall be called the Morris B. Nirenberg Religious School, for the training of our children in the religion, traditions, and culture of the Jewish people, to strengthen the bonds which unite us with Jewish people throughout the world; to contribute to the moral and physical well-being of the general community and thereby reinforce the spiritual foundations upon which our civilization rests.

ARTICLE II. MEMBERSHIP

Section 1: Any person of the Jewish faith, 13 years of age or older, of good moral character, shall be eligible for membership.

Section 2: Categories of membership shall be established by the Board of Directions and reviewed as may be determined by said Board of Directors.

Section 3: Each household shall have one vote.

Section 4: The congregation shall address Jewish identify based upon the principles established by the United Synagogue of Conservative Judaism (USCJ).

Section 5: A Member of the Congregation, in good standing, being a member who has paid all dues and assessments, pursuant to ARTICLE III, shall be entitled to all the services and privileges provided by the Temple.

Section 6: Communication with the Membership: Any notices or correspondence required to be sent by any Board Member to the Congregation or any individual Congregant may instead be sent by electronic means to the congregant's email address or all Congregants' email addresses as they appears in the data base of the Congregation. Such electronic communication will have the same force and effect as if it had been sent by regular mail. If a Congregant does not have an email address in the data base of the Congregation then that correspondence shall instead be mailed to their regular mailing address in said records.

ARTICLE III. FINANCES

Section 1: The Fiscal Year of the Congregation shall extend from July 1 through June 30 of the following calendar year.

Section 2: The annual dues and tuition for Religious School, for all members shall be in such amounts as shall be determined by the Temple Board and approved by the Congregation.

Section 3: Special assessment which may be required from time to time shall be determined by the Temple Board of Directors and approved by the Congregation.

Section 4: Other fees shall be set, due and payable as prescribed by the Temple Board of Directors.

Section 5: Annual dues, building fund, and tuition for Religious School are due, in their entirety on July 1st. An installment payment schedule may be set by the Temple Board at its discretion. Any member whose indebtedness to the Congregation remains unpaid for a period of sixty (60))

days shall be deemed in arrears. The Temple Board will then notify the member who will have 30 days from receipt of notification to make amends. If, after these 30 days, amends have not been made, the membership may be suspended and all privileges and services cease. Subsequent to this, the unpaid portion of the annual dues, building fund and tuition must be paid for membership to be reinstated.

Section 6: Dues and other financial obligations of members may be adjusted according to need as determine by the Board of Director Policy and Procedures.

ARTICLE IV. MEETINGS

Section 1: The Annual Meeting of the Congregation and election of Officers and Chairs shall be held during the month of May each year, on such day as the President may designate. Notice of the Annual Meeting and a specific agenda shall be generated by the President or designee of the Congregation and shall cause it to be sent to all members of the Congregation, directed to their addresses as they appear in the data base of the Congregation, or by electronic means to each Congregant's email address as they appear in the data base of the Congregation, and sent not less than two (2) weeks prior to such meeting.

Section 2: Special meetings of the Congregation may be called at the discretion of the President, and shall be called by the President at the written request of fifteen (15) percent of households of the Congregation, in good standing, or of thirty (30) percent of the Temple Board. Said request shall state the reason for and purpose of the meeting. In the event that the President fails to issue a call for the Special Meeting within five (5) days after being requested to do so, any other Officer may issue such call. Special meetings shall be held within twenty-one (21) days after the receipt of the written request.

Section 3 Written notice containing the nature of business to be transacted at such special meeting shall be sent to the Congregation, directed to their addresses, as they appear in the data base of the Congregation, or by electronic means to each Congregant's email address as they appear in the data base of the Congregation, at least seven (7) days before any special meeting. No business shall be transacted at any Special Meeting, except for the purposes stated in the call.

Section 4: At all meetings of the Congregation, regular and special, a quorum for the transaction of business shall consist of fifteen (15) households of the Congregation, in good standing, including Officers present, but a lesser number may adjourn the meeting to some future time, not less than six (6) or more than twenty (20) days from the date thereof, and a written notice of such adjourned meeting shall be sent by mail or electronic means by the President or designee to all members who were absent from said meeting at least five (5) days prior to such meeting.

ARTICLE V. TEMPLE BOARD

Section 1: The management and administration of the property and affairs of the Congregation shall be vested in a Temple Board.

Section 2: The Temple Board shall be composed of:

a. The Officers of the Congregation (President, First Vice President, Second Vice President, Treasurer, and the Secretary.),

b. The immediate past President of the Congregation, the President of the Sisterhood and the President of the Brotherhood, and

c. The chairpersons of the Standing Committees, each of whom shall be elected for a term of two (2) years, for overlapping terms in such a manner that in alternating years the terms of office of some, but not all, of the Chairpersons shall expire. Terms of office will coincide with the Fiscal year, and

d. Three members-at-large, each of whom shall be elected for two (2) years, for overlapping terms in such a manner that in alternating years the terms of office of some, but not all, members-at-large shall expire. Terms of office will coincide with the Fiscal year.

Section 3: All members of the Temple Board shall be chosen from members of the Congregation who are in good standing. A member of the Temple Board may not vote on any matter that presents a conflict of interest.

Section 4: The Temple Board shall be charged with the general administration of the Congregation and in accordance therewith shall assume control of all the property of the Congregation; shall designate the bank or other financial institution wherein the funds of the Congregation shall be deposited; shall be responsible for all expenditure and disposal of the Congregational funds and property, but shall not invest any of the funds of the Congregation in any investment which is not fully insured, nor set aside in any fund which would avoid the oversight of the President and Treasurer; and shall approve applications for membership in the Congregation.

Section 5: The Temple Board shall make such rules and regulations, consistent with these By-Laws, as it shall deem advisable, for the proper conduct of their meetings, and for the furtherance of the general purpose of the Congregation, which rules and regulations shall be set forth in a Written Policy Manual, maintained with the records of the Congregation and available for review by all members. The Congregation may supersede any action of the Temple Board at any meeting held as designated by ARTICLE IV.

Section 6: The Temple Board shall have a minimum of ten (10) monthly meetings each year, on such day as the Board, by resolution, may designate to conduct the business of the Congregation.

Section 7: Any matter may be voted upon by the Temple Board provided there is a quorum present. A quorum consists of 50% plus one (1) members of the Board. In the event a matter requiring a vote of the Board is one that, at the discretion of the President, does not require in person discussion and deliberation by the Board and must be decided prior to the next scheduled Board meeting, then the President may, in his/her discretion, notify Board members by electronic means and take a vote by electronic means. If the President exercises this discretion, the President may set forth the parameters for voting by electronic means and any matter decided by email shall be considered the same as if it had been voted at a meeting. In the case of a vote occurring by electronic means, the President shall notify the Board members of the decision and note the decision in the minutes at the next Board meeting.

Section 8: Special meetings of the Temple Board may be called by written request of the President or at the written request of five (5) Board Members. Said request shall be sent to all Temple Board members and state the reason for and purpose of the meeting. No business shall be transacted at any Special meeting of the Board, except for the purposes stated in the call.

Section 9: All meetings, except for Executive Sessions, shall be open to all members of the Congregation. Executive Sessions shall be used only when discussing personnel and employment matters. Any individuals who will be discussed at such session, and any member of their immediate family, shall not be allowed to attend. The minutes of all meetings, except Executive Sessions, shall be available to the Congregation.

Section 10: Any Officer or Chair may be removed from office for cause during his/her tenure by a two-thirds (2/3) vote of the entire Temple Board, and shall be so removed for failing to attend two (2) successive Board Meetings or a total of three (3) Board Meetings per year without due cause.

Section 11: In the event of a vacancy of any member of the Temple Board, the President, with the ratification of the Temple Board, may appoint any Temple member to fill that vacancy. No appointment by the President and ratification by the Temple Board shall extend beyond the next annual meeting.

ARTICLE VI. OFFICERS AND CHAIRS

Section 1: The Officers and Standing Committee Chairs of the Congregation shall be as follows:

- a. President
- b. First Vice President
- c. Second Vice President
- d. Treasurer
- e. Secretary
- f. Community Relations Chair
- g. B'nai Mitzvah Chair
- h. Membership Chair
- i. Facilities Chair
- j. Ritual Chair
- k. Education Chair
- l. Finance Chair
- m. Fund Raising Chair
- n. Tikkun Olam Chair
- o. Early Childhood Chair
- p. Youth Chair
- q. Israel Action Chair

Section 2: The President shall

- a. Preside at and be the Chair of all meetings of the Congregation and of the Temple Board
- b. Call all meetings of the Congregation and of the Temple Board
- c. Appoint all Select Committee Chairs from among the members of the Congregation in good standing, after consultation with the other Officers and subject to the Board's confirmation of each appointment
- d. Be an ex-officio member of all committees except the Nominating Committee, without the right to vote
- e. Present a written report at each meeting of the Congregation on the Board's activities since the previous meeting of the Congregation
- f. Present a written report on the status of the Congregation at the Annual Meeting
- g. Sign all agreements, contracts, deeds, and other legal documents for the Congregation or the Temple Board
- h. Notwithstanding any other provision contained herein, the President may, with the concurrence of the Board, reassign duties or assign additional duties to any member of the Temple Board

Section 3: In succession, the Vice Presidents shall assist in discharging the duties of the President, and shall have the authority to perform all duties in the absence, resignation, death, or disability of the President. They shall perform all such other duties as may be assigned to them by the President and/or the Temple Board, provided such functions are not in violation of any other provision of these By-Laws.

Section 4: The Treasurer shall receive all money belonging to the Congregation, give receipts therefore when necessary, and shall be responsible for distribution of all billing and assessment notices. All money so received shall be deposited in the name of the Congregation in such banks, or other insured investments, as the Temple Board shall direct.

The Treasurer shall pay all properly approved bills, in a timely fashion, make a written monthly report to the Temple Board and a written Annual Report on the condition of the Treasury to the Congregation at the Annual Meeting of the Congregation. The Treasurer shall be a member of the Finance Committee without vote, shall attend meetings of the Finance Committee, and have books and accounts ready for settlement at the expiration of tenure.

Section 5: The Secretary shall keep an accurate record, to be maintained within the Temple Building, of all of the proceedings of the Congregation and of the Temple Board, and have such proceedings available to the Congregation, shall ensure through oversight of the office staff keep an up-to-date record of all policies, shall notify members of the Temple Board who are absent from meetings of the provisions of ARTICLE V, Section 8; and perform such other duties as the office requires.

Section 6: As terms of office warrant, Officers, Standing Committee Chairs and members-at-large shall be elected at the Annual Meeting for a term of two (2) years and typically may be re-elected for not more than two (2) additional successive terms. They will assume office on the commencement of the Fiscal Year following their election.

Section 7: Each Standing Committee Chair shall report on the activities of that committee at each Temple Board meeting, as needed.

ARTICLE VII. NOMINATION AND ELECTION OF OFFICERS AND CHAIRS

Section 1: The Nominating Committee shall consist of five (5) members, three (3) of whom shall be elected at the annual meeting in May for a one (1) year term, and two (2) of whom shall be elected for a one (1) year term by the Temple Board at the first meeting of the Temple Board following the Annual Meeting of the Congregation. The Nominating Committee will elect its Chair. Vacancies on the Nominating Committee shall be filled by appointment of the President with ratification of the Temple Board.

Section 2: The Chair of the Nominating Committee shall report its nominations to the President and be responsible for generating the notification of the slate and causing it to be sent or emailed to the Temple Membership. This shall be done at least two (2) weeks prior to the Annual Meeting in May. No member of the Nominating Committee may be nominated for any office by the Nominating Committee.

Section 3: Any member in good standing may propose a nomination at the Annual/Election Meeting. Such nomination must be seconded and the nominee must indicate acceptance at that time to be included on the ballot. The nominee may present written acceptance in the event of not being present.

Section 4: However,

a. No additional individuals from the same immediate family shall serve as elected members of the Temple Board at the same time.

b. No member may hold more than one Board position at the same time.

Section 5: Elections of Officers and Board Members will be by the slate of nominees. In the event of a contested position, there shall be a separate vote for that position prior to the presentation of the slate. The winner of that contested election becomes a part of the slate of nominees.

Section 6: If any voting member present at the meeting requests a written ballot, then the voting will be conducted by a written ballot.

ARTICLE VIII. THE RABBI

Section 1: The position of a Spiritual Leader of this Congregation shall be occupied by a Rabbi willing to support the principles of the United Synagogue of Conservative Judaism (USCJ) elected by the Temple Board at a regular meeting, or at a Special Meeting called for that purpose.

Section 2: The terms under which the Rabbi shall be employed shall be determined by the Temple Board.

Section 3: The Rabbi shall have the overall responsibility of implementing the aims and objectives of the Congregation. She/He shall enjoy Freedom of the Pulpit. At the same time, she/he shall seek the advice and guidance of the Temple Board, through various committees to determine the views of the Congregation and the most effective way of discharging her/his duties.

Section 4: In the event that this position is not filled, the Temple Board may choose an interim Spiritual Advisor.

ARTICLE IX. THE EDUCATION DIRECTOR AND CANTOR

Section 1: The Education Director of this Congregation shall be employed by the Temple Board, at a regular meeting or at a Special Meeting called for that purpose.

Section 2: The Education Director shall be the Principal of the Religious School and shall be responsible for the programming activities of the Congregation, as determined by the Temple Board. The Education Director shall be guided in the performance of his/her duties by the Education Committee, the Rabbi and/or Spiritual Advisor and by the Temple Board, and shall perform other duties as assigned by the Temple Board.

Section 3: The Cantor of this Congregation shall be employed by the Temple Board, at a regular meeting or at a Special Meeting called for that purpose. The Cantor may be employed in a part-time or full-time position, as determined by the Temple Board and under such terms as the Temple Board may determine. The Cantor shall be guided in the performance of his/her duties by the Rabbi and/or Spiritual Advisor and by the Temple Board.

ARTICLE X. COMMITTEES

Section 1: There will be Standing Committees and Select Committees. Each Standing Committee will have a Chair.

Section 2. An employee or immediate family member may not be on a committee that has direct responsibility for that employee's area of employment.

Section 3: The Standing Committees shall consist of:

- a. THE MEMBERSHIP COMMITTEE shall promote activities to retain current members and to increase the membership of the Congregation. This Committee shall also prepare appropriate membership application forms.
- b. THE FACILITIES COMMITTEE shall keep the buildings and properties of the Congregation in good repair; rent or loan equipment and facilities for and of the Congregation; and be assisted by the Corresponding Secretary in keeping a calendar of Congregational and community activities, and scheduling facilities for Congregational activities.
- c. THE RITUAL COMMITTEE shall assist the Rabbi, or Spiritual Advisor, in furthering the religious purposes and aims of the Congregation which includes all religious services, including weddings, funerals, Bar or Bat Mitzvahs, Confirmation, and such other occasions in the synagogue, as needed. It is to encourage and inaugurate a sustained program to stimulate Congregational Membership to attend all services, helping to maintain decorum and dignity of the services at all times. It is to designate Gabbaim, who will assign all honors, and general ritualistic assistance in the synagogue. It shall consult with the Rabbi, or Spiritual Advisor, on ritual problems brought to its attention.. It shall provide a service leader for the Shiva period for congregants upon request.
- d. THE EDUCATION COMMITTEE shall provide support and assistance to the Director of Education. The Chair of the Education Committee shall report to the Temple Board on all matters relating to the Religious School and Adult Education.
- e. THE FINANCE COMMITTEE shall receive from each Committee, no later than March 31st of each year, a detailed estimate of the anticipated income and expenses for the next Fiscal Year. It shall draft, on the basis of these estimates, a budget for the next Fiscal Year and present a balanced budget to the Temple Board. It shall keep a constant check on actual income and expenditures in relation to the budget and shall present to the Temple Board, at any time of the year, any recommendations for changes in the budget.. The Finance Committee shall advise the Board from time to time on the financial future of the Congregation.
- f. THE FUND-RAISING COMMITTEE shall be responsible for developing and conducting programs for the purpose of raising monies as deemed necessary by the Board.
- g. THE B'NAI MITZVAH COMMITTEE shall co-ordinate all the activities related to the B'nai Mitzvah, with the Rabbi, the Treasurer, the Ritual Committee, the Facilities Committee, the Education Committee, and all other bodies of the Temple, as needed. It shall inform the family of each B'nai Mitzvah of their duties and responsibilities and assist them, as required.
- h. THE TIKKUN OLAM COMMITTEE shall be responsible for developing and coordinating programming for the purpose of teaching and fostering social action that fulfills the Jewish responsibility of completing creation through acts of kindness.
- i. THE EARLY CHILDHOOD COMMITTEE shall develop and implement educational and social programs geared to families with young children.
- j. THE YOUTH COMMITTEE shall operate as the policy-making, coordinating, and supervisory agency for all of the Congregation's USY/Kadima activities. It fosters all of the United Synagogue

of America youth programs and obtains the necessary funds for the effective functioning of the Temple-sponsored chapters.

k. THE ISRAEL ACTION COMMITTEE seeks to deepen the relationship of members of Temple Beth Torah with Israel through programs that impact their lives with Israel learning, Passport to Israel and a connection with congregations in Israel.

l. THE COMMUNITY RELATIONS COMMITTEE: The Community Relations Committee will be responsible for publicity and communication both externally to the community and internally to the congregation.

Section 4: The President shall appoint Chairs of Select Committees, who shall be appointed for a term commensurate with the life of the committee. Any member of the Temple may be appointed by the President to be Chair of a Select Committee. These committees, which will be reviewed each Fiscal Year, shall consist of but not be limited to:

a. THE BY-LAWS COMMITTEE shall constantly study the By-Laws and make recommendations for changes or amendments in accordance with ARTICLE XII.

b. THE SOCIAL COMMITTEE shall be responsible for developing a continuous program aimed at furthering fellowship and social activities among the members of the Congregation. It shall also have the responsibility of arranging appropriate programs for the various events, which it may sponsor.

c. THE SCHOLARSHIP COMMITTEE shall be responsible for selecting the annual recipient(s) of the Robert J. Nirenberg Scholarship Fund, as well as any other Scholarship grants that may become available.

d. THE STRATEGIC PLANNING COMMITTEE shall be responsible for the long-range and future development planning of the Temple.

e. THE EXECUTIVE COMMITTEE shall consist of the President, First Vice President, Second Vice President, Treasurer, and the Recording Secretary. Other members of the Temple in good standing may be appointed by the president to serve on the committee for a specific purpose, but shall not have a vote. The primary purpose of the Executive Committee shall be to deal with sensitive personnel and membership issues. Any policy change(s) recommended by the Executive Committee shall be brought to the Temple Board for consideration.

f. The RABBI LIAISON COMMITTEE shall be constituted as per the Rabbi contract, where relevant. The committee will provide support and consultation to the Rabbi to enhance his/her success in meeting the needs of the Congregation.

Section 4: No committee shall have the power to incur liabilities in excess of its budget without the authority of the Temple Board having first been obtained. All committees shall at all times be responsible and subject to the direction of the Temple Board.

Section 5: Each committee shall maintain current and permanent records of the committee's business and have the same available for the Temple Board, the Congregation, and the succeeding committee Chairs.

ARTICLE XI. PARLIAMENTARY PROCEDURE

Section 1: The Parliamentarian shall be appointed by the President from amongst the Temple Board. Robert's Rules of Order, as interpreted by the President, with advice by the

Parliamentarian, shall be the standard for parliamentary procedures in the Congregation, in the absence of any other rule or law governing the procedure in a particular situation.

Section 2: The Presiding Officer may not vote, except to break a tie vote, unless a closed (written) ballot is used.

ARTICLE XII. AMENDMENTS

Any proposed amendment to the By-Laws or any portion of them, may be initiated by the By-Laws Committee or may be submitted in writing to the President who shall refer it to the Committee if it has been signed by at least ten (10) members. Proposals for amendment shall be read at the Annual or Special Meeting called for that purpose; notice whereof shall include the text of the proposed amendment. For adoption of such proposals, the vote of two-thirds (2/3) of all members present and voting shall be required.