



## **BY-LAWS OF CONGREGATION BETH SHOLOM**

Congregation Beth Sholom Ideology – We want our synagogue to provide a meaningful and creative Jewish experience for our members and guests. We believe in membership participation in all phases of synagogue life and recognize our members for their devotion and dedication to Judaism and to our past, current and future heritage.

Congregation Beth Sholom is committed to welcoming the active participation of all Congregants. We cherish diversity in our community, and believe that we are enriched by all who participate in our Congregation. The synagogue is, first and foremost, a Jewish religious institution that is committed to the preservation of Jewish ideals, teaching and values.

### **ARTICLE ONE – Membership**

#### **Section one. Eligibility**

Any person of the Jewish faith or anyone seeking to be associated with those upholding the Jewish faith, 18 years of age or older, shall be eligible for membership.

#### **Section two. Classes of Membership**

- a. Family – Family membership shall consist of any family unit and dependent children.
- b. Individual – Individual membership shall consist of unmarried men or women, including widows and widowers, and others who elect individual membership.

#### **Section three. Rights and privileges**

- a. Family and individual members each shall have the following rights and privileges:
  1. To attend all meetings of the Congregation.

2. To have a voice and a vote; a family unit shall have two votes, provided there are two adults. Every individual member shall have one vote.
3. The following positions are reserved to members of the Jewish faith: President, Vice President, Secretary, and Treasurer.
4. To serve as Committee Chairperson or Committee member.
5. To participate at all religious services and functions in the synagogue, subject to such rules and regulations as may be established by the Board of Directors and the Rabbi.
6. Only one person per household may serve as an officer or board member at the same time.

#### Section four. Maintenance of Membership

Family and individual members shall continue in good standing by paying each year their annual dues as mentioned in Article Two.

#### Section five. Honorary Life Members

Honorary Life Members may be appointed by the President with approval of 2/3 of the Board of Directors present and voting on same; further subject to approval by a majority of members of the Congregation at a regular or special meeting. The notice of such meeting shall indicate that a vote on an Honorary Life Membership will be taken at that meeting. Honorary Life Members shall be exempt from the payment of dues.

## ARTICLE TWO - Dues and Emergency Fund Raising.

#### Section one. Annual Dues

- A. The Board of Directors shall set the amount of annual dues for membership based upon the annual budget projections presented by the Treasurer and Finance Committee and approved by the Board at the July Board Meeting.
- B. Dues notices are to be sent to the congregants by the Treasurer no later than July 15.
- C. Dues become due and payable as of September 1.
- D. New members will have their dues prorated after November 30.
- E. Payment may be adjusted and / or payment plans may be requested of the Treasurer by those members or prospective members who would like a payment plan.
- F. The congregation's fiscal year extends from September 1 to August 31.

## Section two. Emergency Fund Raising

In the event that dire circumstances occur, which the Board of Directors declares to threaten the continued existence of the Congregation, the following procedures will apply. The Board will summarize the facts, the amount needed to rectify the situation and request voluntary contributions from the members.

If the emergency fund raising campaign fails, the Board of Directors at a special or regular meeting shall determine the amount needed from each member to cover the short fall.

At a special or regular meeting of the Congregation called at least on one week's notice, such prior action of the Board must be ratified by a majority vote in order to take effect.

The Treasurer will then send out notices to the members for such emergency funds.

## Section three. Fiscal year

The fiscal year shall commence on September 1<sup>st</sup> of each year and end on the last day of August of the succeeding year.

# Article Three Annual Congregational Meeting

A regular annual meeting of the Congregation shall be held on a Sunday at the beginning of January of each year on such date as may be designated by the board of directors. The meeting shall be for the purpose of electing the officers and board of directors and for any other business that may arise. Newly elected officers and directors shall be installed at the next Sabbath services to be held thereafter in January and shall take office at that time.

Absentee ballots may be received by the Inspectors of Election Committee sent by mail to an address listed on the notice of election prior to the holding of the actual election. In addition, absentee ballots may be submitted to the Inspectors of Election in person prior to the actual election.

A quorum for the transaction of business and the election of officers and directors at the annual meeting shall consist of not less than fifteen (15) percent of the members in good standing. Except as otherwise provided by these by-laws, all business matters shall be determined by a majority vote of the members in good standing, present and voting at such meeting.

## ARTICLE FOUR      Officers and Directors

### Section one. Eligibility.

- A. Congregation Beth Sholom is committed to welcoming the active participation of all congregants. We cherish diversity in our community, and believe that we are enriched by all who participate in our congregation. However, the synagogue is, first and foremost, a Jewish religious institution that is committed to the preservation of Jewish ideals, teachings and values. There are certain positions of key importance that require the perspective, background and education of someone who has always been or has converted to the Jewish faith, and who demonstrates commitment to upholding Jewish values and traditions, commitment to the Statement of Principles of Congregation Beth Sholom and a demonstrated willingness to devote the time necessary to carry out the duties of serving.
- B. The following positions are reserved for those qualifying full members: President, Vice President, Secretary, and Treasurer.
- C. One year of current membership is required in order to be eligible for election or appointment to the position of President, Vice President, Secretary, Treasurer, and Director.

### Section two. The President

- A. The President shall call all meetings of the Congregation and of the Board of Directors and shall preside at such meetings. The President shall appoint the initial Chairpersons of the various committees, except those specifically provided for in these bylaws, and shall be ex-officio a member of the committees. Each committee shall have the discretion to select a Chairperson.
- B. The President shall have the following additional duties:
  - 1. Sit on the Bima during all religious services;
  - 2. Make Congregational Announcements;
  - 3. Attend Congregational functions.

### Section three. The Vice President

The Vice President shall assist the President in his or her duties when called upon and shall preside in the absence of the President. If the office of the President becomes vacant, the Vice President shall succeed to the office.

#### Section four. The Secretary

The Secretary shall record and keep the minutes of all meetings and shall issue notices of all meetings and worship dates. All correspondence shall be handled by the Secretary. The Secretary shall implement the election procedures set forth in these by-laws.

#### Section five The Treasurer

The Treasurer shall keep an accurate record of all receipts and expenditures and shall notify all members of their indebtedness. The Treasurer shall receive and deposit all moneys as directed by the Board. The Treasurer shall render a written report at the Board meetings and at the annual Congregation meetings and must make available all of the Treasurer's records for inspection by the Officers or Board members or any designated individual familiar with accounting practices. The Treasurer is Chairperson of the Budget Committee.

#### Section six Terms of Office

Officers and Board Members shall be elected for a two year term. The President and Secretary shall be elected in odd numbered years and the Vice President and Treasurer in even numbered years. Two Board members shall be elected in the even numbered years and three in odd numbered years.

#### Section seven – Board of Directors

1. The Board of Directors shall consist of the elected officers of the synagogue plus at least three (3), up to five (5), additional members elected by the Congregation. Election of the Board of Directors shall be held at the annual Congregational meeting.
2. It is the duty of the Board of Directors to manage the affairs of the Congregation. Any expenditure necessary for the operation of the synagogue and its building, which is in excess of \$1,000.00, must be approved by the Board. The Treasurer, with approval of the President, shall have the authority to cover an expenditure of an amount up to \$1,000.00 for the normal operation of the building and such other emergency situations when the Board of Directors is unable to convene to act thereon.
3. The Board of Directors shall also have the authority to allow the use of the building to other organizations where it is felt that the use will be in the best interests of both our Congregation and the community at large. Any such use of this building, however, shall not interfere with any religious service or other planned function of the Congregation.
4. The President shall preside as the Chairman of the Board of Directors and may fill any vacancies that may occur. Regular meetings of the Board shall be held on the first Tuesday of every month and on such dates as designated by the President. All

members are invited and encouraged to attend the Board meetings and can have a voice but cannot vote. When there are 7 members of the Board of Directors, five (5) members of the Board present shall constitute a quorum; when there are 8 or 9 members of the Board of Directors, six (6) members of the Board present shall constitute a quorum. A quorum is required for the transaction of business and all matters shall be determined by a majority vote of those present and voting.

5. All board members and officers must be available twelve (12) months a year to attend all meetings of the board of directors.
6. The unexcused absence of any member of the board of directors for two consecutive meetings shall be grounds for removal at the sole discretion of the Board. Any officer or director may obtain advance permission from either the President or Vice President to have an excused absence. Any refusal to excuse an absence is appealable to the entire Board.

## ARTICLE FIVE                      Ritual Committee

This Committee shall supervise and formulate the rules for all religious services and functions. This committee shall not allow the Synagogue to be used by any group for other than Jewish religious services, except as provided in ARTICLE IV, Section 7, Paragraph 3. The Committee shall consist of the President, as its chairperson, the Rabbi, the Sabbath leaders (2) and an additional two members appointed by the President from the Board. All matters brought before the Ritual Committee shall be determined by a majority vote.

## ARTICLE SIX Nominations and Elections

Section one. Determination of date of Annual Meeting by Board.

At least one hundred twenty (120) days prior to the date of the Annual Congregational Meeting, the Board of Directors shall determine the Director's terms, which will have expired, by formal resolution.

Section two. Notice by Secretary of Annual Meeting and Election in Shofar and Request for Nominations.

At least ninety (90) days prior to the date of the Annual Congregation Meeting, the Secretary shall place a notice in the Shofar, the monthly bulletin of the Congregation, which shall state the time, date, and place of the Annual Congregational Meeting and Election together with the officers and directorships open for nominations and shall set a deadline for such nominations to be received for such positions in person by the Secretary of at least thirty (30) days from the date of such publication. The Secretary shall also cause Article Six Sections two and three and Article IV, Section 1A, B, and C of these bylaws to be published.

Section three. Nominating Procedure.

Any member in good standing eligible for election to the position of officer or director as set forth in Article IV, Section 1 A, B, and C of these bylaws, who desires to have his or her name placed on the ballot for office, shall submit his or her name in writing by a signed letter for an expressly designated position by delivering such document to the Secretary in person within the time deadline previously set forth. Such member may, in addition, submit a one hundred word biography or platform together with the letter. No member may seek to be elected to more than one position in the synagogue. Any such document delivered after the stated deadline shall be invalid.

#### Section four. Determination of position on Ballot by lots.

If necessary, the Secretary, upon drawing up the official ballot for the Election, shall call a meeting of all of the candidates for office to cause their positions on such ballot to be drawn by lots.

#### Section five. Preparation and Publication by Secretary of Official Ballot in special Election Edition of Shofar.

The Secretary shall prepare an Official Ballot for the Election and cause it to be published in a special edition of the Shofar together with the previously submitted biographies or platforms of the candidates for office together with a description of the positions and responsibilities of such job as set forth in the bylaws together with a notice of the time, date and place of the election. The nominations for all officers and directors shall be declared closed in writing. Such official ballot shall be prepared no later than fifteen days after the deadline for receipt of all of such nominations and be published in a special edition of the Shofar together with an official absentee ballot envelope and a reply envelope to be included. Any member desiring to vote by absentee ballot may utilize such published documents as an official absentee ballot to be done in accordance with Article VII Section eight of these bylaws and their specific requirements. The Secretary shall also cause a copy of the procedures for voting by absentee ballot as set forth in Article VII Sections six, seven and eight of these bylaws to be published in such special edition of the Shofar. The editor of the Shofar shall cause such special Election Edition to be published as a synagogue expense.

#### Section six. Request by any member of an Absentee Ballot.

Any member desiring to vote by absentee ballot, not having an absentee ballot, may request one from the Secretary. The Secretary shall send out all necessary documents.

#### Section seven. All voting to be by Secret Ballot.

All voting for officers and directors shall be by secret written ballot.

#### Section eight. Procedure for voting by Absentee Ballot.

Each member desiring to vote by absentee ballot shall execute and indicate his or her vote on one absentee ballot and cause it to be placed and sealed in the official absentee ballot envelope. Such member shall then cause the official sealed absentee ballot envelope to be placed in the sealed reply envelope with his or her name clearly printed as the return addressee on the face of the envelope and cause the same to be either mailed or hand delivered to the Inspectors of Election at the address listed on the Notice of Election. If more than one individual in a family desires to cast an absentee ballot, an additional absentee ballot may be obtained from the Secretary and utilized in order to cast a vote. In the event that more than one member in a family votes, the name of each person voting must be set forth on the face of the reply envelope in the return addressee position. All such absentee ballots must be actually received in hand by the Inspectors of Election up to the time of actual voting at the Annual Congregational Meeting.

#### Section nine. Safeguarding of Absentee Ballots by Inspectors of Election and Record of list of voters.

The Inspectors of Election shall separately record the names set forth on each reply envelope and compile a list of those members voting by absentee ballot. They shall safeguard the list of names together with the sealed reply envelopes containing the sealed absentee ballots until the Annual Congregational Meeting.

#### Section ten. Inspectors of Election Committee to supervise Election.

A Committee to be known and designated as Inspectors of the Election shall be appointed by the President one hundred twenty (120) days prior to the Annual Congregational Meeting. The President shall appoint a Chief Inspector to be Chairperson of such Committee, which shall consist of at least three members. In order to be eligible for appointment to such Committee, a member must not be a candidate for office, nor an officer of the synagogue or a member of the Board of Directors and must be a member in good standing. Such Committee shall closely monitor and supervise all voting by secret ballot.

#### Section eleven. Inspectors of Election to Collect, Open and Cast Absentee Ballots in ballot box.

The Inspectors of the Election at the Annual Congregational Meeting shall collect all absentee ballots in their sealed reply envelopes together with the list of names of voters set forth on the face of the reply envelopes. The names of those voting by absentee ballot shall be recorded by the Committee on the official list of voters. The Inspectors shall then open all reply envelopes and remove the sealed absentee ballot envelopes and separate them. Such Inspectors shall then compare each reply envelope to the list of absentee voters previously compiled in order to ensure accuracy. The Inspectors shall then open the absentee ballot sealed envelopes and cause such ballots to be placed in the ballot box. The number of absentee ballots in each official absentee ballot envelope must be consistent with the number of names set forth on the face of the reply envelope. The

Inspectors of the Election shall perform their duties in such a manner so as to safeguard the secrecy of the ballots at all times.

#### Section twelve . Distribution of Official Ballots at Annual Congregational Meeting.

Official ballots shall be distributed by such Committee at the Annual Congregational Meeting to all members in good standing, who shall vote by secret ballot and bring their folded ballots to a ballot box located by the Bima monitored by the Inspectors of the Election. Each such member shall be identified by a Committee member and the names on all reply envelopes containing sealed absentee ballots and the official list of absentee ballot voters previously compiled shall be compared against all members present and voting in person to prevent duplication of votes. A record shall be kept by such Committee of all members casting votes, who shall sign an official list of voters next to their names. In the event a member has previously voted by absentee ballot, the Inspectors of the Election shall reject such ballot.

#### Section thirteen. Compilation and Counting of votes by Inspectors of Election.

Upon all members eligible to vote at the meeting having cast their votes either in person or by absentee ballot, the President or presiding officer shall declare the Election closed and direct the Inspectors of Election to open the ballot box and count the votes for each office. A candidate receiving a plurality of the votes for a particular office shall prevail.

#### Section fourteen. Report of the Inspectors of Election.

The Inspectors of Election shall count the votes and record the total number of votes for each candidate for office and submit an immediate written report to the President or presiding officer at the Meeting with the name of each successful candidate for office.

#### Section fifteen. Announcement of Election Results.

The president or presiding officer at the Meeting, upon receiving the written report of the Inspectors of Election, shall immediately announce the results of the Election to the members present at the meeting and cause such report to be officially entered in the official records of the Congregation. Such successful candidates shall then be deemed to have been officially elected to their respective positions.

## ARTICLE SEVEN Men's Club and Sisterhood

Section one. A Sisterhood and a Men's Club for the betterment of the synagogue are hereby authorized. The Sisterhood and Men's Club may decide at any time by a majority of vote to join together to become one organization known as The Fellowship.

## ARTICLE EIGHT Amendments

### Section one. By-laws

Any proposed amendments shall be submitted in writing to the President and Board of Directors and signed by not less than 15% of the members in good standing of the Congregation. The Board shall consider the proposed amendment and submit its recommendation to the Congregation at a special meeting of the Congregation, which shall be called by the President to be held on a date not less than sixty days thereafter. The call of the meeting shall include the proposed amendment and must have at least seven days notice. If adopted by the Congregation it must be upon the affirmative vote of two thirds of the members present and voting.

### Section two. Charter

The Charter of the Congregation may be amended in the same manner as provided for the amendment of these by-laws, and so becomes effective upon the filing and approval of the same as provided in the Statutes of the State of Florida.

## ARTICLE NINE Severability Clause

Should any part of these Bylaws be rendered or declared invalid by a court of competent jurisdiction of the State of Florida, such invalidation of such part or portion of these Bylaws shall not invalidate the remaining portions thereof, and they shall continue in full force and effect.

## ARTICLE TEN Impossibility of Performance and Waiver of Strict Compliance By Board Resolution

If, for any reason, any particular provision of these Bylaws becomes impossible of strict compliance, the Board of Directors may, upon good cause shown, waive such strict compliance by formal resolution enacted by a majority vote.