

Temple Beth Shira Bylaws

(Revised June 25, 2014)

MISSION STATEMENT

It is the mission of Temple Beth Shira to promote, develop and maintain a Jewish Community congregation in the area of West Boca Raton, Florida --- a close, warm and caring intergenerational community bound together by the concept of K'lal Yisrael --- the Peoplehood of Israel --- and a commitment to Judaism's principles and values.

ARTICLE I NAME AND LOCATION

Temple Beth Shira, Inc.
Boca Raton, Florida

ARTICLE II STATEMENT OF PURPOSE

The purpose of Temple Beth Shira is to promote the fundamental and enduring principles of Judaism within the broad context of Reform Judaism; to create a warm communal spirit and foster a relationship with G-d through communal worship that emphasizes and further develops the musical traditions of the Jewish people; to foster love and identification with the State of Israel as the historical and eternal homeland of the Jewish people; and to apply the principles of Reform Judaism to the values and conduct of the individual, the family, and the society in which we live.

Subject to any restrictions in the Bylaws, the congregation may engage in any lawful activity consistent with its tax-exempt status for which corporations may be organized under the applicable laws of Florida for nonprofit corporations.

ARTICLE III AFFILIATION

Temple Beth Shira shall apply for membership in the Union for Reform Judaism (URJ) and, if admitted, will be a member of the URJ, will abide by the Constitution and Bylaws of the Union, and will pay dues to the Union as specified in the Union's Bylaws.

The board of directors by a two thirds vote may suspend Article III in part or its entirety.

ARTICLE IV MEMBERSHIP

SECTION 1. Any adult Jewish person (eighteen years of age or older) or the spouse or partner of a Jewish person may be elected to membership upon approval of his or her application by a vote of the board of directors. Any member that resigns shall be removed from the membership role upon receipt of their resignation. Any member not in good standing as defined by Article IV Section 3 for a continuous period of 90 days shall be removed from the membership role.

SECTION 2. The unit of Regular membership shall be either the individual or the family. Except as otherwise herein provided, the family unit shall reside in the same household. The family unit shall consist of: (1) one or two adults with one or more dependent children or other dependents; or (2) two adults. Unmarried children up to the age of twenty-five shall be included in the family unit (but not for voting purposes) wherever

they reside. Honorary and Complimentary members are not included in membership counts.

SECTION 3. Member in good standing is the status assigned to a Member of Temple Beth Shira when he or she has remained current on dues. Member's good standing may be revoked with a vote of two thirds (2/3) of the Board of Directors for violating any of the following affirmations. Being a Member in good standing affirms the Member's commitment to the vision of Temple Beth Shira, reflected in its Code of Ethics, to which all members are bound, and to the Temple Beth Shira Bylaws and other policies. It is expected that members in good standing will work collaboratively to strengthen the Temple and will not engage in any activities that put the Temple in financial or structural jeopardy, nor engage in any activities that will bring discredit to the Temple.

SECTION 4. Voting: An individual Regular membership unit shall have one vote, and a family membership unit shall have one vote per eligible adult member but in no event more than two votes. Only members in good standing are eligible to vote. Honorary and Complimentary members do not have voting privileges.

ARTICLE V MEETINGS AND PROCEDURES

SECTION 1. The Board of Directors shall determine the date, place, and time of the Annual Meeting of the congregation, to be held during the last two months of the fiscal year. At this meeting, reports shall be submitted by the President, the Treasurer, the Spiritual Leader, and such other officers, staff, committees, and others as may be requested to do so by the President or the Board of Directors. A budget for the coming fiscal year shall be approved, and Directors shall be elected at the annual meeting. Every membership unit and individual member of the Congregation shall be notified by mail and/or e-mail at least thirty (30) days prior to the holding of the annual meeting of the date, time and place of the meeting, the matters to be considered at the meeting, and the names of all nominees for the Board of Directors.

SECTION 2. Special meetings of the congregation may be called by the President or at the request of a majority of the Board of Directors or on written application signed by at least one third of the voting members of the congregation. The call for a special meeting shall set for the purpose of the meeting, and written notice thereof shall be sent by mail and/or e-mail to the membership at least fifteen (15) days prior to the time of such meeting. No business shall be transacted at a special meeting except that specified in the notice.

SECTION 3. Only eligible Members who are present at a meeting will be eligible to vote. Proxy and absentee votes will not be accepted.

SECTION 4. The quorum for all congregation meetings shall be 15% of the members eligible to vote

SECTION 5. The policy and Halacha law of Temple Beth Shira will be decided upon by the Board of Directors. When no policy has been set then the following responsa will determine the policy and or Halacha law in the order listed.

1. The response presented by the Temple Beth Shira Responsa Committee and approved by the Board of Directors.

2. The response set forth by Union for Reform Judaism.
3. The response set forth by the Central Conference of American Rabbis.
4. The response set forth by the United Synagogue of Conservative Judaism.
5. The response set forth by the Committee on Jewish Law and Standards.
6. The response presented by the Temple Beth Shira Responsa Committee and under consideration but not voted upon by the Board of Directors.

ARTICLE VI BOARD OF DIRECTORS

SECTION 1. The board of directors shall consist of 11 voting members elected by the Congregation for terms of three years. The board may temporarily reduce the number of voting members if it is more than ten percent of the number of member units in the congregation. The temporary number may not be reduced to less than ten percent of the member units or three whichever is greater. No sitting member's position can be eliminated to temporarily reduce the number of board members. The presidents of the sisterhood and brotherhood as well as anyone else the board deems appropriate shall be nonvoting ex-officio members of the board. Being an ex-officio member shall not prevent a member from being an elected voting member of the board. Newly elected Directors shall assume office at the start of the next fiscal year. Only one member of a family unit may serve as a voting member on the board of directors at any one time. Only Jews may serve on the Board of Directors.

SECTION 2. At its first election, the Congregation shall elect three Directors to serve for one year, two Directors to serve for two years, and two Directors to serve for three years. As the above terms expire, the Congregation shall thereafter elect each Director for a term of three years.

SECTION 3. Only adult Regular members of the congregation may serve as voting board members.

SECTION 4. The Board of Directors shall have responsibility for the general management of the affairs, funds, records, and property of the Congregation. The Board may establish policies, guidelines, and direction with respect to matters within its management and control. The Board, or its designees, shall act on all matters of policy. The Board shall perform such other duties as the Members of the Congregation in the annual or in special meetings may prescribe.

SECTION 5. The Board of Directors shall fill any vacancy on the Board of Directors with an eligible Member until the next annual meeting. At that time the Congregation will elect candidates to fill any unexpired Board terms.

SECTION 6. The Board of Directors shall meet on a regular schedule at least monthly. In addition, the Board of Directors may meet at the call of the President or by petition of at least three Board Members.

SECTION 7. A majority of voting members of the Board of directors shall constitute a quorum.

SECTION 8. The Board of Directors shall have the authority to engage a Spiritual Leader and, except as hereinafter otherwise provided, other employees; and, in consultation with the Spiritual Leader, to engage other clergy and professional staff, and to establish their duties and compensation.

SECTION 9. The Board of Directors shall designate the depositories for deposit of the Congregation's funds.

SECTION 10. Members of the Board of Directors, as the chosen lay leaders of the Congregation, shall individually and collectively be an example to the Membership by regular attendance at worship services and by active participation in the life and activities of Temple Beth Shira.

ARTICLE VII OFFICERS

SECTION 1. The Officers of the Board of Directors shall be a President, one or more numbered Vice Presidents, a Treasurer, and a Secretary. Officers shall be elected by the Board of Directors from among the elected Members of the Board at a meeting called by the outgoing President at a time not to exceed two weeks after the annual meeting but before the start of the next fiscal year. All Officers shall be elected for one year terms, and they may be re-elected for one year terms during their tenure as Board Members. Newly elected Officers shall assume office at the start of the next fiscal year. Only Jewish Members may serve as Officers of the Board.

SECTION 2. The duties of the President shall be to preside as chair at all Congregation and Board meetings. The President shall be an ex-officio member of all committees except the Nominating Committee. The President shall call the annual meeting and special meetings, and perform such other duties as are incident to the office. The President shall appoint the chairpersons of all committees unless otherwise provided in these Bylaws.

SECTION 3. The First Vice President shall perform such duties as may be assigned by the President. The First Vice President shall automatically succeed to the office of President in case of vacancy and shall act for the President in case of his or her absence or disability. In the case of a vacancy each vice president will move up one position.

SECTION 4. The Treasurer shall be the custodian of all funds of the Congregation and shall be the disbursing agent of the Congregation. The Treasurer shall present a financial report at all meetings of the Board of Directors and of the Congregation. The Treasurer shall chair or serve on the Budget and Finance Committee and on any other committees directly involving financial matters of the Congregation.

SECTION 5. The Secretary shall keep accurate and complete minutes of meetings of the Congregation and the Board of Directors; maintain the Policy Manual of Board approved policies; send out notices of all meetings; and perform such other duties as are appropriate to the office.

SECTION 6. All disbursements of Congregation funds shall require the authorization of the Treasurer or President.

ARTICLE VIII REMOVAL FROM OFFICE

SECTION 1. The office of any Officer or Director who is absent without adequate excuse from three successive meetings of the Board of Directors may be declared vacant by the Board.

SECTION 2. An Officer or Director may be removed from office for cause by a two-thirds vote of the Members of the Congregation present at any special meeting of the Congregation called for the purpose of acting upon such removal. Said special meeting is to be called (1) at the request of a majority of the Board of Directors or (2) by petition requesting such a meeting signed by at least one-third of the Congregation Members in good standing. Reasonable written notice must be served on the Officer or Director proceeded against, and an opportunity to be heard must be given by both the Board of Directors and the Congregation.

ARTICLE IX CLERGY

SECTION 1. The Spiritual Leader shall be a Cantor or Rabbi with appropriate credentials (investiture or ordination) in the Reform movement or any branch of Judaism deemed appropriate by the Board of Directors.

SECTION 2. The Spiritual Leader shall be elected in the following manner: (1) The Board of Directors shall serve as the selection committee and electing authority; (2) a majority vote of the entire Board shall be required for the election of the Spiritual Leader.

SECTION 3. The Spiritual Leader shall have the right to attend all meetings of the Board of Directors and the Congregation, without voting rights, except when requested to be absent. The Spiritual Leader shall be a nonvoting member of all committees.

ARTICLE X PROFESSIONAL STAFF

The selection, engagement and retention of professional staff members shall be upon recommendation to the Board of Directors by the Spiritual Leader and, where applicable, the appropriate Congregational committee. Professional staff may include but are not limited to other clergy, educators and youth advisors.

ARTICLE XI COMMITTEES

SECTION 1. Standing Committees

A. Ritual

The conduct of worship services and life cycle ceremonies are primarily the responsibility of the Spiritual Leader. When changes are under consideration, the Spiritual Leader should consult with the Ritual Committee and seek consensus. The Spiritual Leader's special competence in the area of ritual should be recognized. Together with the Spiritual Leader, the Ritual Committee should promote practices in the home that will enhance the values of Jewish living. The Ritual Committee will also act as the Responsa Committee in association with the Temple Beth Shira Clergy.

B. Education

The Education Committee shall assist the Spiritual Leader in developing the education programs for children and adults, supervising the operation of the school, and establishing youth and adult education programs.

C. Membership

The Membership Committee shall recruit new Members for the Congregation and develop programs for the orientation, integration, and retention of all Members.

D. Budget and Finance

The Budget and Finance Committee shall make a detailed estimate of the income and operating expenses, and shall submit an annual budget for the ensuing fiscal year. The Committee shall maintain a continuing concern for the financial condition of the Congregation and may make recommendations to the Treasurer.

E. Nominating

The Nominating Committee shall recruit and nominate Congregation Members to serve as Members of the Board of Directors. The Committee shall maintain job descriptions of the responsibilities of the Board Members and Officers and promote the development of future leaders of the Congregation.

SECTION 2. Such additional committees as are deemed appropriate to accomplish the purpose and activities of the Congregation may be created or dissolved from time to time by the Board of Directors. All committees shall be considered subcommittees of the Board of Directors, empowered by and responsible to the Board.

ARTICLE XII NOMINATIONS AND ELECTION

SECTION 1. Nominations of Directors shall be made by the Nominating Committee appointed by the President, with the approval of the Board of Directors. The Nominating Committee shall consist of two Members of the Board of Directors and three Members of the Congregation at large. The President may not serve as the Chairperson of the Nominating Committee.

SECTION 2. The Nominating Committee shall nominate one candidate for each position to be filled.

SECTION 3. Selections of the Nominating Committee shall be reported to the Board of Directors, and notice of said nominations shall be sent by mail and/or e-mail to all Members of the Congregation at least thirty (30) days prior to the annual meeting.

SECTION 4. Nominations of Directors may also be made by petition of ten (10) Members of the Congregation, said nominations to be filed with the Secretary at least fifteen (15) days prior to the annual meeting. Notice of nominations by petition must be sent by mail and/or e-mail to all Members of the Congregation at least ten (10) days prior to the annual meeting. Nominations from the floor may only be made if no candidates have been nominated for the open position prior to the annual meeting.

SECTION 5. Directors shall be elected at the annual meeting by a majority vote of the Members present and voting.

SECTION 6. There shall be no nominations from the floor at the annual meeting unless no candidates have been nominated for the open position prior to the annual meeting.

ARTICLE XIII REAL ESTATE

Before any contract shall be entered into for the purchase, sale, transfer, encumbrance, or lease of real estate by or for the Congregation, the Board of Directors shall ascertain all of the relevant material facts and submit them to the Congregation at a special meeting called for that purpose. A vote of two-thirds of the Members present and voting shall be required to authorize any such action. This section is not meant to prevent the Board of Directors from signing short term leases for part time use of shared facilities.

ARTICLE XIV CONTRACTS AND LEGAL DOCUMENTS

Deeds, contracts, and other legal documents obligating the Congregation shall require the approval of the Board of Directors and, if approved, must be signed by the President of the Congregation. All such legal documents shall be reviewed and approved as to form, completion, and tax-exempt status impact.

ARTICLE XV FISCAL YEAR

The fiscal year of the Congregation shall be January 1 to December 31. The membership term does not need to correspond with the fiscal year and will be determine by the Board of directors.

ARTICLE XVI AMENDMENTS

Amendments to the Bylaws shall be initiated by the Board of Directors or by at least ten (10) Members of the Congregation. The amendments shall be presented in writing to the Secretary of the Congregation. The proposed amendments shall be acted on at the annual meeting of the Congregation or at any special meeting called for that purpose. Copies of the proposed amendments shall be sent by mail and/or e-mail to each Member along with the notice of the meeting at least thirty (30) days prior to the meeting. An affirmative vote of two-thirds of the Members present and voting shall be necessary to adopt any amendment.

ARTICLE XVII PARLIAMENTARY AUTHORITY

The rules of procedure at Congregation, Board of Directors, and Committee meetings shall be governed by Robert's Rules of Order, latest revised edition, except where these Bylaws state otherwise.

ARTICLE XVIII DISILLUSIONMENT

Upon the dissolution of this 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 federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.