

ARTICLE 1. NAME

The synagogue's name is Temple Beth El, Bradenton, Florida, and the corporation's name is the Jewish Community of Manatee County, Incorporated.

ARTICLE 2. MISSION

The purpose of this congregation is to worship G-d in accordance with the faith of Judaism; to cultivate a love and understanding of the Jewish heritage; to adhere to the principles of Reform Judaism; to be welcoming and open to all Jews; and to encourage righteousness and justice in society at large.

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

ARTICLE 3. RELIGIOUS PRACTICE AND AFFILIATION

The congregation may follow the religious practices of Reform Judaism as a guide. The congregation's affiliation with the Union of Reform Judaism shall be determined by a majority vote of the Board of Directors.

ARTICLE 4. MEMBERSHIP

1. *Eligibility.* Any Jewish person and/or member of an interfaith family or domestic partnership or individual enrolled in a Conversion to Judaism class may be eligible to join our Temple, under one of the following categories:
 - a. Family. Family membership shall be open to Jewish and interfaith couples, one of whom is Jewish. Family membership may include dependent children who are residents of the household. Death or divorce cannot terminate the membership of the surviving or remaining individual.
 - b. Individual. Open to any Jewish person who chooses to join our community.
 - c. Associate. For persons who reside in the Tampa Bay area 6 months out of the year or less, or persons that have a membership in another synagogue.
 - d. Converting. Open to non-Jewish people if they participate in our rabbi's "Conversion to Judaism" class. The length of time in the conversion class deemed acceptable for membership will be left up to the discretion of our rabbi.

- e. Young Adult. Open to any Jewish person, under the age of 25, living independently from their parent(s). There will be no fee for this membership type until the young adult member reaches the age of 25 or wishes to enhance their membership to “Individual.”
 - f. Honorary. The majority vote of the Board can be conferred on any individual who enriches our community with his/her outstanding long-term service.
 - q. Friends of TBE. The Board recognizes that on occasion, a person or family may not fit into any of the above categories but have a compelling reason to want membership. Upon input of the Rabbi and approval from the Executive Committee of the Board, these people may be granted membership.
2. *How to Join Our Community.* An application must be made in writing to the Membership Committee. Once the application is approved and any required financial contributions are provided, the candidate joins our Temple family. The applicant must agree to support the Congregation financially and conduct themselves appropriately, that is, in a way that is respectful of the synagogue community and in keeping with the Ethics Code. The Board of Directors has the authority to approve or override the Membership Committee’s recommendation of an application.
3. *Status.* All families or individuals must be in good standing to meet their financial commitment to our community. Except for pre-arranged financial obligations, “good standing” is defined as: a member with no outstanding dues and/or Religious and Hebrew School fees from the previous fiscal year, and the fees for the current fiscal year are no more than ninety (90) days in arrears. The member shall be promptly notified and informed of any change in standing according to the congregation’s membership policy. Questions concerning “good standing” shall be brought before the Executive Committee for disposition and shall be held in confidentiality. Any change in status must be communicated in writing.
- a. Before enrolling their children in religious school, congregants must maintain their “good standing” status. Religious school fees must be prepaid, or special arrangements must be worked out in advance and approved by the President and Treasurer.
 - b. Congregants with “good standing” enjoy the following privileges:
 - i. Attend all congregational and Board meetings.
 - ii. Vote at Congregational meetings.
 - iii. Hold office or chair a committee.
 - iv. Enroll their children in the synagogue religious and Hebrew schools, with the payment of appropriate fees.

v. Enjoy discounted fees for events when applicable.

4. *Revenues, Tuition, Assessments.* These shall be determined by the President and the Treasurer and recommended to the Executive Committee for approval. Upon review, the President and the Treasurer may decide to waive or diminish the dues or fees of any member who makes such a request in writing. Proof of economic hardship may be required. Once the determination has been made, the President shall inform the Executive Committee at its next scheduled meeting. Such waiver or diminution shall be held in the strictest confidence by the parties involved and shall not affect the member's standing. The President and Treasurer shall review these cases periodically who will then update the Executive Committee.

5. *Resignation, Suspensions, And Expulsions.*

- a. Any member of our Temple Family may resign by submitting a letter of resignation to the Board of Directors.
- b. A person may be suspended or expelled from the Temple family for failing to meet their financial commitment to Temple Beth El or by failing to correct behavior that violates the Temple's Ethics Code or disrupts the orderly functioning of the Temple.
- c. Members who are subject to adverse actions such as suspension or termination of membership will have due process rights of appeal. If the cause of the adverse action is a violation of the Ethics Code, those appeal rights are as written in the code. For any other cause, such as failure to fulfill financial obligations, the member may request a hearing before the Executive Board. The request must be made in writing and be received by the Board President within 14 days of notification of the adverse action. Such a hearing should be arranged as soon as possible after receiving the request, and a quorum is required. The member will be given ample opportunity to state their case. The Executive Board's decision will be final.
- d. *Signatures.* Physically written or electronic signatures via keyboard, touchpad, or other mechanical or electronic means will be accepted as legal signatures. Under Florida law, Temple Beth El will not accept electronic signatures for voting.

ARTICLE 5. CONGREGATIONAL MEETING

1. Annual Meetings. Annual meetings shall be held on a Sunday approximately six weeks prior to the end of the fiscal year (May 31st). At this meeting, reports will be submitted by the President, Treasurer, Rabbi, and such other officers, staff affiliates, and committees as may be requested to do so by the Board of Directors. Any new items brought up at a meeting will not be voted upon at that meeting but will be put on the agenda for the next annual or special meeting. A budget for the coming fiscal year shall be approved, and officers will be elected at the annual meeting. The President shall notify all members of the meeting at least twenty-eight days (28) days prior to the date of the meeting, and the notice shall contain the following:

- a. The notice of the congregational meeting should include the following:
 - i. Listing of agenda items, including any special business to be discussed ii. Nominations/elections for that year, if applicable. If an election is to be held at that meeting, notice should include a reminder that absentee ballots will be available upon request.
 - iii. Proposed Bylaws changes
 - iv. Proposed budget
 - v. Notification that members in good standing may request the addition of new business items to the agenda by notifying the President in writing at least twenty (20) days prior to the meeting.
 - b. Notice of election. Every Annual Meeting may include the election of officers. These individuals must be proposed by the Nominating Committee and recommended by the Board to the Congregation for election.
 - i. The nominee must be in good standing and agree to be nominated and serve. ii. Additional nominations may be made in the following manner by congregants in good standing.
 - iii. Additional nominees must be signed by at least five (5) congregants in good standing.
 - iv. Additional nominations must be received by the President at least thirty-five (35) days prior to the Annual Meeting.
2. Special Meetings. Special Meetings may be called by the President as necessary and must be called upon the receipt of a written request from at least five (5) members in good standing. This request for a special meeting shall be sent to the President. Notice of the special meeting shall be placed in the membership portal of the TBE website, mailed, and/or emailed to members in good standing at least ten (10) days before the meeting date and shall include the purpose for which the meeting has been called. Only the business described in the notice may be transacted at the meeting. No other business shall come before a special meeting of the Congregation except that which is stated in the notice of the meeting.
 3. Quorum. A quorum shall consist of 20% of the individual members in good standing to include all ballots, either present or absentee. Proxies are not allowed and cannot be counted toward a quorum. If the required number is not counted, the meeting shall be adjourned to a date no more than three (3) weeks from the original schedule. The President shall give at least ten (10) days written notice of such rescheduled meeting. At the rescheduled meeting, 15% of the individual members in good standing shall constitute a quorum. A Family membership consists of 2 adult votes; Single membership consists of 1 vote only.
 - 4 Absentee Ballots. Absentee ballots will be given only to those who request them. The request may be mailed through US postal service or via e-mail or obtained in person at the temple office. Ballots will only be accepted by an "In-person" drop off to the Temple Office or by US mail. Ballots must be returned to the temple office by the Friday prior to the Sunday meeting. Email ballots will not be accepted.

5 Budget. The Executive Committee must review and approve the proposed budget by a majority vote a minimum of 15 days prior to the congregational meeting.

ARTICLE 6. BOARD OF DIRECTORS

1. *Board Membership.* The management of congregational affairs shall be vested in a Board of Directors consisting of:
 - a. *Elected Officers.* The Elected Officers shall be President, Executive Vice President, Vice President, Secretary, and Treasurer. These officers shall be elected for two-year terms and may be elected to one additional two-year term. Elected Officers shall have voting rights.
 - b. *Board Members At Large.* There shall be two BOARD MEMBERS AT LARGE on the Board. These Board Members At Large will be appointed by the President and have voting privileges. The service term will last up to two years, with an additional two-year term. The president has the authority to remove or replace a member-at-large at his/her discretion.
 - c. *The Immediate Past President.* The Immediate Past President shall serve as a voting member on the Board of Directors and the Executive Committee and shall be counted as part of a quorum.
 - d. *Committee chairs.* All committee chairs will have the right to vote on the Board.
 - e. *Rabbi.* The Rabbi shall serve as an ex-officio member of the Board, have no voting privileges, and not be counted as part of a quorum.
 - f. *Quorum.* The quorum shall consist of one-half plus one of the voting membership of the Board of Directors.
2. *Board Powers.* The Board of Directors shall have the general management of the Congregation's affairs, funds, records, clubs, committees, and property. It shall create and act upon all matters of Congregational policy, appoint an independent auditor, and perform such other duties as the members of the Congregation in regular or special meetings may prescribe.
3. *Executive Committee.* The Executive Committee shall consist of the five (5) elected officers and the immediate Past President. The Executive Committee is authorized to conduct synagogue business between regularly scheduled Board meetings. Its authority to disburse funds is limited to Five Hundred Dollars (\$500) without board approval. Meetings of the Executive Committee shall be called by the President and may be called by the other four (4) Executive Committee members acting together. With regards to a split vote with no majority, the topic will be brought up to the voting board members for a final decision.

4. *Board Meetings.* Meetings of the Board of Directors shall be held monthly, and if possible, at a pre-set day for each month. Special meetings may be called by the President and must be called by the President when at least three (3) Board members submit a written request. The President must communicate to all Board members, stating the purpose of the special Board meeting, no less than three (3) days before the date. A meeting of the Board of Directors that cannot be held because of a lack of a quorum shall be held within ten (10) days of the original schedule, and all Board members must be notified immediately.
5. *Absence from Board Meetings.* Any Board member absent from three (3) consecutive Board meetings without permission of the President may have his/her Board position declared vacant. Written notice that such action is pending shall be sent to the absentee member at least ten (10) days before the action is taken. In the event of death, removal, or resignation, the President shall appoint a member in good standing as a replacement. Such a member shall serve for the remainder of the unexpired term.

ARTICLE 7. OFFICERS

1. *President.* The President shall call and preside at all Congregational, Board, and Executive Committee meetings; sign all contracts, deeds, and legal documents pursuant to appropriate resolution; appoint all Committee Chairs and Board members at large and perform such other duties as the Board may determine. He/she may not serve on the Nominating Committee. He/she shall represent the synagogue at community functions or may appoint someone in his/her place, including the Rabbi. He/she shall be an ex-officio member of all committees without voting rights of said committee. To be eligible as President, he/she must have served for at least one year on the TBE Board. The President will oversee the operations of the entire temple and make recommendations as deemed necessary. All non-elected board members serve at the pleasure of the President.
2. *Executive Vice President.* It shall be the function of the Executive Vice President to serve on the Executive Committee; to serve on the Board of Directors; to assist the President in the discharge of all duties; to assume Presidential responsibility caused by the absence, resignation, disability, or death, of the President and to perform such other duties incident to the office.
3. *Vice-President.* It shall be the function of the Vice President to serve on the Executive Committee to serve on the Board of Directors. The Vice President is responsible for evaluating the efficiency of the temple's overall operations and reporting their findings to the President and Executive Vice President. The Vice President will also assist the President and the Executive Vice President as needed.
4. *Secretary.* It shall be the function of the Secretary to serve on the Executive Committee; to serve on the Board of Directors; to keep accurate and complete official records of all Executive Board, Board of Directors and Congregational meetings; to maintain the Policy

Manual of Board approved Policies, and to perform such other duties as are incident to the office.

5. *Treasurer.* It shall be the function of the Treasurer to serve on the Executive Committee and the Board of Directors; to receive all congregational income, to disburse funds as necessary; to maintain accurate records of all synagogue finances, and to perform such other duties as are incident to the office. The Treasurer is responsible for preparing a written financial statement, with copies for all Board members, for each monthly Board meeting. This report will list all income by category, all disbursements by category, year to date, and the budget under which the congregation operates. The Treasurer is further responsible for preparing the annual congregational budget which must be submitted in writing to the Board of Directors for approval and submitted to the congregation with the notice of the Annual Meeting. Congregational approval is the final step in the budgetary process. There shall be an informal audit by an outside auditor every two years from the adoption of these By-Laws. The report will be submitted at the annual meeting of the year in which the audit is done

ARTICLE 8. COMMITTEES

1. The President shall appoint all committee chairpersons. Committee chairpersons must be in place before the first meeting of the new fiscal year. (July 1st- June 30th) Committee chairpersons shall report at all meetings of the Board of Directors and shall be voting members of the Board of Directors. To ensure balance within the Board of Directors, no department of the Temple's operational environment shall have more than one vote on the Board of Directors. In other words, committee chairpersons who represent a function that has an elected officer as its operational head shall be given no separate vote on Board matters.
2. No committee shall create any liability for or on behalf of the congregation unless specifically authorized in advance by the Board.
3. The Standing Committees of the congregation shall be: Religious Education, Finance, Publicity, Ritual, Membership, Mitzvah/Community Affairs, Ways & Means (Fundraising), Social Activities, and Security. Board Members may chair the Standing Committees. Standing Committees of the congregation shall consist of a minimum of three individual members, whenever possible; however, the committee may ask for volunteers to complete a specific task. The President may appoint ad hoc committees for any special purpose with Board approval. Ad hoc committee chairs do not have voting board rights and shall cease to function once their purpose has been served. Each Standing Committee requiring funding shall submit a budget request 6 weeks prior to the annual meeting.
 - a. *Religious Education Committee.* This committee shall be responsible for the creation and ongoing supervision of the synagogue's child-centered Religious and Hebrew

Schools, and the Life-Long Learning opportunities for adults. The committee, shall create the policies and procedures, create, or monitor curriculum purchased from outside sources, the schedule, and the calendar for the Religious and Hebrew Schools. It shall engage Religious and Hebrew School teachers as needed. The committee shall submit an annual budget request to the Treasurer at least six (6) weeks prior to the Annual Meeting so that the annual budget can accurately reflect the religious education needs of the congregation

- b. *Finance Committee*. The basic responsibility of this committee is to monitor the budget throughout the fiscal year so that any problems may be brought promptly to the attention of the Board. Additionally, this committee shall assist the Treasurer in preparing the annual budget for Board approval and subsequent membership approval at the Annual Meeting. The Treasurer will serve as chairperson of this committee.
- c. *Publicity Committee*. This committee shall be responsible for marketing the Temple and for submitting to all publications, advertising of events and website input and for submitting all articles about the Temple in Jewish Publications. The committee will also utilize social media outlets to promote the temple.
- d. *Ritual Committee*. This committee shall be responsible for working closely with the Rabbi and, if in residence, the Cantor, in terms of congregational observances of Shabbat and all Holy Days. If the congregation has the service of only part time religious professionals, it is the responsibility of this committee to create, expand and work with a Lay Leadership Group, which will be responsible for worship leadership on those occasions when religious professionals are not available.
- e. *Membership Committee*. This committee will coordinate all activities that may fall within the attraction, selection and nurturing of new members and their families. This committee will also be responsible for maintaining a record of membership resignations and the reasons for such, through the process of holding exit interviews with all resigning members to the extent possible.
- f. *Mitzvah/Community Affairs*. The Community Affairs Chair shall be responsible for building and maintaining a relationship between Temple Beth El and the Manatee community through programs and events. This committee shall provide the opportunity for all of Temple Beth El's congregants to fulfill their obligations as Jews to make a difference in the world by helping our community.
- g. *Ways and Means Committee*. The Ways and Means Committee is responsible for initiating and coordinating fundraising activities designed to keep Temple Beth El financially solvent.
- h. *Social Activities Committee*. This committee shall provide organized activities for enjoyment or special interest within or outside the Temple for all congregants, members, or non-members, for the purpose of encouraging fellowship and inclusion.

- i. *Security Committee.* The Security Committee is charged with formulating policies and procedures that will result in a safe and healthy environment for people participating in Temple functions inside as well as outside of the Temple building. Implementation of these policies and procedures requires a majority vote of the Board of Directors.
- j. *Nominating Committee.* In years where Executive Committee member elections are to be held, a special ad hoc committee shall be formed between the January and February Board meetings for the purpose of creating a slate of officers for election at the annual meeting. The President shall appoint the committee chairperson, and he/she will select the committee. One member of the Executive Committee shall serve on the Nominating Committee. The committee will seek out candidates whose qualifications meet the requirements of these By-Laws for the offices that will be elected that year.

ARTICLE 9. CLUBS

1. *Club Oversight.* A club is a subset of temple members with a defined purpose and membership criteria. Any temple member who meets those criteria and wishes to join may do so.
 - a. Creating a club. Any group of three or more temple members may request the creation of a new club. Requests must include a brief statement of purpose and any membership criteria. The temple president will submit such requests, subject to approval by a majority vote of the temple Board.
 - b. The purpose or activities of the club may not be counter to the mission and values of the temple.
2. *Club Governance*
 - a. Each club will be responsible for defining its leadership structure.
 - b. Club members will select their leader(s). subject to the approval of the temple executive board. The Executive Committee may remove a club leader if they determine that the leader in question is not acting in the best interest of the temple. There will be no appellate rights as a result of such action.
 - c. The Executive Committee may suspend the activities or completely terminate a committee.
 - d. Club leadership does not convey Temple Board membership or voting rights.
 - e. Clubs may require membership dues.
 - f. The Executive Committee may remove any club leader who is not in good standing.

ARTICLE 10. CLERGY

1. *Rabbi*. The Rabbi shall have the overall responsibility for implementing synagogue goals and objectives in keeping with the guidelines of the Union for Reform Judaism (the Union) and the Central Conference of American Rabbis (CCAR). The Rabbi shall enjoy freedom of the pulpit in terms of preaching and teaching. Our Rabbi will be our primary educator, particularly for our adult membership. The Rabbi shall work very closely with the Board of Directors and relevant committees to determine the most effective ways of performing rabbinic responsibilities within the general scope of the rabbinate and congregational policies.
 - a. *Guidelines for Selection and Relationship*. The congregation should consider, in its selection of and relationship with the Rabbi:
 - i. The rules and regulations of the Joint Rabbinic Placement Commission for the Union, the CCAR, and the Hebrew Union College Jewish Institute of Religion.
 - ii. The Guidelines for Rabbinical Congregation Relationships as adopted and recommended by The Union Board and the Central Conference of American Rabbis.
 - iii. At a minimum, each finalist must conduct at least one (1) Friday night and one (1) Saturday morning Shabbat service and be available to meet with the congregation.
 - iv. Upon a successful vote by the congregation, the President and Treasurer will be empowered to negotiate the terms of a contract, which will then require the approval of the Board of Directors
 - b. *Initial Election*. The Rabbi shall be elected in the following manner:
 - i. A Search Committee appointed by the President with the approval of the Board of Directors shall recommend a candidate to be elected.
 - ii. Upon approval of the Board of Directors, this recommendation shall be submitted to the congregation at a regular or special congregational meeting.
 - iii. A 2/3 vote of the congregation present and voting shall be required for the initial selection of the Rabbi
 - c. *Re-election*. Upon completion of the Rabbi's initial contracted period of service, the Board shall make a recommendation as to the Rabbi's re-election. This recommendation shall be submitted to a regular or special congregational meeting. A majority vote of those members present and voting shall be required to act upon the recommendation of the Board of Directors. Following the Rabbi's initial re-election, the congregation should consider the guidelines recommended by the CCAR and the Union in reference to appropriate review, continued service, tenure, retirement, termination of service and Rabbi/Congregational relationship.

2. *Cantor.* The synagogue may seek to have a professional Cantor on either a full time or part-time basis.
 - a *Election.* A Search Committee appointed by the President shall work with the Rabbi to select a candidate for recommendation to the Board of Directors, which may elect a Cantor by majority vote.
 - b *Meetings.* The Cantor shall be invited to attend all meetings of the Board of Directors, without voting rights, and all Congregational meetings, except when requested to absent themselves.
 - c *Guidelines.* In the selection of and relationship with an invested Cantor, the congregation may consider the guidelines, rules, and regulations of the Joint Cantorial Placement Commission of the American Conference of Cantors (ACC), the Union, and the Hebrew Union College-Jewish Institute of Religion School of Sacred Music.

ARTICLE 11. AMENDMENTS & POLICIES

1. *Amendments.* Any proposal to amend, repeal, revise, or add to these By-Laws shall be submitted in writing to the Board of Directors, signed by at least five (5) members in good standing. The Board shall study the suggestion and make a recommendation as to the action to be taken. A congregational meeting shall be called within 30 days after Board consideration to vote on its proposal. A proposal to amend, repeal, revise, or add to the By-Laws shall be considered adopted if it receives more than 60 percent of the total vote cast. No proxies shall be permitted.
2. *Policies.* Operating procedures are written to clarify and expand (where necessary) the By-Laws and cover important procedural items not included in or inappropriate to the By-Laws. These procedural documents are intended to be fluid. They can be modified, canceled, or new procedures added as appropriate after approval by the Board of Directors without congregational approval.

ARTICLE 12. PARLIAMENTARY PROCEDURE

Robert's Rules of Order shall be the standard for all synagogue meetings.

ARTICLE 13. PROHIBITED ACTIVITIES

1. No member of the congregation shall receive any of the earnings or pecuniary profit from the operations of the congregation. This shall not prevent the payment to any person for reasonable compensation for services rendered, or of the reasonable retail value of goods sold to or for the congregation, in carrying out any of its tax-exempt purposes.

2. Notwithstanding any other provision of these By-Laws, no Officer, Board Member, Clergy Member, Professional Staff or other employee or representative of the congregation shall take any action or carry out any activity by or on behalf of the congregation not permitted to be taken on or carried out by an organization exempt under section 501 c(3) of the Internal Revenue Code of 1986 (hereinafter referred to as "the Code") and regulations promulgated thereunder to which contributions are deductible under section 170 (2) of the Code and regulations promulgated thereunder, as they now exist or as they may hereafter be amended.

ARTICLE 14. INSURANCE

The congregation shall purchase and maintain Property and Liability Insurance for its premises and Directors and Officers Liability Insurance for its representatives. If it is fiscally reasonable to do so, the congregation shall attempt to purchase and maintain such other forms of insurance as may be deemed necessary.

ARTICLE 15. DISSOLUTION OR MERGER

In the event of the dissolution or merger of the congregation, no Officer, Board Member, Clergy Member, Professional Staff, employee, agent or representative of the congregation shall be entitled to any distribution or division of its remaining property, assets or proceeds. The balance of all money and other assets or property owned, held or received by the congregation from any source, after payment of all debts and obligations of the congregations, shall be used exclusively for exempt purposes within the intention of the Code as it now exists or may be amended from time to time, or it shall be distributed to an organization or organizations exempt under said section of the Code. Moreover, any such use or distribution of money or property of the congregation shall, to the extent possible, be in accord with the congregation's purpose as set forth above, and, to the extent possible, shall promote similar or related purposes and shall be approved at a special congregational meeting by at least two-thirds of those present and in good standing.