

BY-LAWS
JEWISH COMMUNITY OF MANATEE COUNTY, Inc.
d/b/a TEMPLE BETH EL
As REVISED APRIL 2022
Revised January 20, 2023

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 as a guide the religious practices of Reform Judaism. 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

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. A family membership shall include dependent children under the age of 21 and resident in 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. *Honorary.* The majority vote of the Board can be conferred on any individual who enriches our community with his/her outstanding long-term service.

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. The Board of Directors has the authority to override the Membership Committee's approval of an application.

3. *Status.* All families or individuals must be up to date in meeting their financial commitment to our community. Questions concerning "good standing" shall be brought before the Executive Committee for disposition and shall be held confidentially. 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. Any special arrangements must be worked out in advance and approved by the Board of Directors.
- b. Only congregants with "good standing" status can vote at congregational meetings.
- c. Only congregants with "good standing" status can hold office.

1.PRIVILEGES. Each member in good standing may:

- a. Attend all congregational and Board meetings.
- b. Vote at Congregational meetings.
- c. Hold office.
- d. Enroll their children in the synagogue religious and Hebrew schools, with the payment of appropriate fees.

4. REVENUES, TUITION, ASSESSMENTS. These shall be determined by the Finance Committee and recommended to the Board for approval. The President and the Treasurer may decide, upon review, to waive or diminish The dues or fees of any member who makes such a request in writing and Will require financial documents as proof for diminished dues. Such waiver Or diminution shall be held in the strictest confidence by the parties Involved and shall not affect the member's standing. These cases shall Be reviewed periodically by 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 disrupts the orderly functioning of the Temple.
- c. In cases of resignation, suspension, or expulsion the Executive Committee will determine the financial obligation of the member. Such action requires a majority vote of the Board of Directors. Such members must first have the opportunity for a hearing before the Board of Directors. Said member may request a hearing before the Board of Directors. The member must be notified in writing of the hearing date. This notification shall be delivered by registered mail. The hearing must take place prior to any vote of the Board.

6. SIGNATURES. Physically written, electronic signatures via keyboard, touchpad, or another mechanical or electronic way of producing a signature will be accepted as a legal signature. Temple Beth El will not accept electronic signatures for voting unless approved by the Temple Board of Directors.

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 shall be elected at the Annual Meeting. The President shall notify all members of the meeting at least 28 days prior to the date of the meeting, and the notice shall contain the following:

a. Notice of the agenda and any special business to be discussed. Notice must also include nominations/elections, By-law changes and those absentee ballots will be available upon request. Members in good standing may request the addition of new business items to the agenda by notifying the President in writing at least ten (10) 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. Additional nominations may be made in the following manner by congregants in good standing:

i. The nominee is in good standing and agrees to be nominated and serve.

ii. Additional nominees must be signed by at least five (5) congregants in good standing.

iii. Additional nominations must be received by the President at least ten (10) 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 mailed 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 to only those who request them. The ballot may be mailed through US postal service or via e-mail but may only be accepted by an "In-person" drop off to the Temple Office or by US mail. Ballots must be returned in person to the temple office by the Friday prior to the start of Shabbat or by US mail to be received no later than the Friday prior to the Sunday meeting. Email ballots will not be counted.

5. *Budget.* Executive Committee must view/vote by a majority on the budget 2 weeks prior to the congregational meeting, then sent out to those who request absentee ballots and present to membership at annual meeting for approval.

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.

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 with approval from the entire board.

c. *The Immediate Past President.* The Immediate Past President shall serve as ~~ex-officio~~ a voting member on the Board of Directors and the Executive Committee ~~without a vote~~ and shall ~~not be counted as part of a~~ quorum. With regards to a split vote with no majority, the topic will be brought up to the full board for a final decision.

- d. **Rabbi.** The Rabbi shall serve as an ex-officio member of the Board, shall have no voting privileges, and shall not be counted as part of a quorum.
- e. **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, 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 as an ex-officio member without a vote.** 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 full 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.

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 at three (3) Board members 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 and the Executive Vice President shall jointly appoint a member in good standing as a replacement. Such 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. He/she shall be an ex-officio member of all committees without voting rights 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. 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.**

2. ***The 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. ***Membership Vice-President.*** It shall be the ~~duty~~ the function of the Vice President to serve on the Executive Committee, to serve on the Board of Directors. ~~of the Membership VP to coordinate all activities that may fall within the attraction, selection and nurturing of new members and their families. As well as be responsible for maintaining a record of membership, resignations and the reasons for such by holding exit interviews with all resigning members to the extent possible.~~ The VP is also responsible for evaluating the efficiency of the temple's overall operations and reporting finding to the President and Exec. Vice-President. The Vice President will also assist the President and Exec VP 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, listing previous month, and year-to-date, and the budget under which the congregation is operating. 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 outside auditor every two years from the adoption of these By-Laws. The report will be submitted at the annual meeting of the year the audit is done.

ARTICLE 9. 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, Security, Men's Club, and Sisterhood. In addition, a special committee, the Nominating Committee, shall be considered a Standing Committee. 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. The ad hoc committee shall cease to function once its 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 may serve as chairperson of this committee if he/she desires to do so. In any case, the Treasurer will be one of the three (3) committee members.**
 - 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 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 thru 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.*** A special 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 or she will select the committee members. 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 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 to 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 Shabbat services and be available to meet with the Congregation.

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 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 12. 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. Also, to cover important procedural items not included, or not appropriate to, the By-Laws. These procedures are intended to be fluid documents. They can, be modified, canceled, or new ones added as appropriate after approval by the Board of Directors without congregational approval.**

ARTICLE 13. PARLIAMENTARY PROCEDURE.

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

ARTICLE 14. 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 of 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 there under, as they now exist or as they may hereafter be amended.**

ARTICLE 15. 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 16. 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.