

# **BY-LAWS OF CONGREGATION B'NAI TIKVAH**

(Dated: 8 April 1996, Amended: 15 May 2011)

## **ARTICLE I**

### **NAME**

This congregation shall be known as Congregation B'nai Tikvah.

## **ARTICLE II**

### **PURPOSE**

The purpose of the congregation shall be to affirm for its members their faithful attachment to Judaism and their adherence to its liberal interpretation, to unite for the purpose of discharging its members' responsibilities under the protection of a benign Providence, and to apply the principles of Judaism to their personal conduct, to family life and to society.

## **ARTICLE III**

### **RITUAL AND RELIGIOUS PRACTICES**

Section 1. The congregation shall interpret Judaism in the tradition of Reform Judaism.

Section 2. Location of seats in the place of worship shall be unassigned. It shall, however, be the duty of the Board of Trustees, whenever it may be necessary on special occasions, to reserve a sufficient number of seats to accommodate the membership, it being understood that no specific assignment to individuals shall be made within said reservation.

## **ARTICLE IV**

### **MEMBERSHIP**

Section 1. Any person eighteen (18) years of age or over who ascribes to the Purpose and Ritual and Religious Practices as described above in Articles II and III, respectively, may apply for membership in the Congregation. The congregation shall encourage and facilitate children of members to become full members in their own right.

Section 2. The Board of Trustees may establish special membership classifications with such provisions as it shall deem advisable, such as: family, singles, single parent family, retired persons, senior citizens and students.

Section 3. For the purposes of these By-Laws, the membership unit shall be construed to mean those individuals, together with their unmarried children who are not self-supporting, who together share a common household. This unit shall alternately be referred to as a "member" or "member unit."

Section 4. Members shall pay such annual dues, assessments and other fees as shall be recommended by the Board of Trustees and approved by the Congregation.

Section 5. The Board of Trustees may waive, extend or modify any financial obligation due from a member. The Board may delegate this authority to the President and/or Treasurer.

Section 6. A membership unit shall be considered to be in good standing if all financial obligations then currently due from the membership unit have been paid.

Section 7. Each membership unit in good standing shall have the right to vote on all matters coming before the meetings of the congregation. The privilege of voting shall be vested in the membership unit and each unit, regardless of its size, shall be entitled to one vote. Voting may be by written proxy.

Section 8. Members who fail to pay their financial obligation due the congregation within 60 (sixty) days after such obligation shall become due and payable, may be suspended and deprived of all membership rights and privileges upon vote of the Board of Trustees, after they shall have been notified by certified mail of their impending suspension.

## **ARTICLE V**

### **CONGREGATIONAL MEETINGS**

Section 1. The Annual Meeting of the congregation shall be convened by the President during the month of May. At this meeting, reports shall be submitted by the President, the Rabbi, and such other officers, officials, auxiliaries and committees as may be requested to do so by the Board of Trustees; a budget for the coming fiscal year shall be approved or disapproved. Every member of the congregation shall be notified by mail at least thirty (30) days prior to the holding of the Annual Meeting or of any adjourned annual meeting. Notice published in the congregation's monthly newsletter and mailed to all congregants shall be deemed sufficient notice to the congregation.

Section 2. Special meetings of the congregation may be called by the President, or shall be called at the request of a majority of the Board of Trustees, or on written application of two thirds (2/3) of the membership in good standing at the time of such call. The call notice thereof shall be mailed to such members at least 15 days prior to the time of such meeting. No business shall be transacted at such meeting except that specified in the call.

Section 3. Fifteen (15) percent of the members in good standing of the congregation, including those voting by proxy, shall constitute a quorum.

Section 4. At any meeting of the membership, a member entitled to vote may vote by written proxy executed by the member. All proxies shall expire eleven (11) months after the date of execution.

## **ARTICLE VI**

### **OFFICERS**

Section 1. The officers of this congregation shall consist of a President, three Vice-Presidents, a Recording/Corresponding Secretary, and a Treasurer, all to be elected for a term of two years, at the annual meeting of the congregation. These officers shall assume office on July 1 of that same year. In order to be an officer, the individual must be a member in good standing of the congregation.

Section 2. The duties of the President shall be to act as chairperson at all congregational and board meetings, to appoint committees, of all of which s/he is to be an ex-officio member, to call special meetings, to sign all legal documents, and to perform such other duties as are incident to the office.

Section 3. The First Vice-President, Second Vice-President and Third Vice-President, in order, shall automatically succeed to the office of President in case of vacancy and shall act for the President in case of his/her absence or disability. They shall perform such duties as may be assigned to them by the President or the Board of Trustees.

Section 4. The Treasurer shall be the custodian of all funds of the congregation and shall be the disbursing agent of the congregation as authorized by the Board of Trustees. S/he shall report monthly to the Board of Trustees. S/he shall present a financial report to the congregation at all regular meetings. The Treasurer, in the absence of the President or Vice-Presidents, shall assume the duties and responsibilities incumbent upon the office of President.

Section 5. It shall be the duty of the Secretary to serve as Secretary of the congregation and of the Board of Trustees. S/he shall keep the minutes of both bodies, keep a register of all the members of the congregation, send out notices of all meetings and perform such other duties as are incident to the office.

Section 6. Mid-term vacancies in the offices of Vice-President, Secretary or Treasurer shall be filled by appointment by the President from among the members of the Board of Trustees. Such appointees must be confirmed by a majority vote of the remaining Members of the Board of Trustees.

Section 7. Before assuming office, all officers and trustees shall be covered by a blanket position Fidelity Bond and Directors and Officers Errors and Omissions Bond, the cost of which shall be borne by the congregation.

Section 8. All disbursement of congregation funds in excess of one thousand dollars (\$1,000) shall require the signature of at least two (2) officers as designated by the Board of Trustees, one of whom shall be the Treasurer.

## **ARTICLE VII**

### **BOARD OF TRUSTEES**

**Section 1.** The Board of Trustees shall consist of the officers of the congregation: nine (9) at-large members elected by the congregation; the immediate Past President of the congregation; the presidents, chairpersons or their designees, of the service clubs of the congregation listed in Article XI, section 17; the chairperson of the Religious School Committee; and the chairperson of the Ritual Committee. Any officer or at-large member who also serves as president or chairperson of a service club or enumerated committee is entitled to only one seat on the Board of Trustees.

**Section 2.** The Executive Board shall be made up of the officers of the congregation and the Immediate Past President and shall do the business of the congregation in the absence of a meeting of the full Board of Trustees.

**Section 3.** At each annual meeting the congregation shall elect three (3) at-large members for a term of three years, provided, however, that no trustees shall be elected for more than four (4) successive three (3) year at-large terms.

**Section 4.** The Board of Trustees shall have the general management of the affairs, funds, records and property of the congregation. It shall act on all matters of policy and perform such other duties as the members of the congregation in regular or special meetings may prescribe.

**Section 5.** The Board of Trustees shall meet once a month and, in addition, may meet at the call of the President or by petition of one-half (1/2) and one (1) members of the Board.

**Section 6.** One-half (1/2) and one (1) members of the Board of Trustees shall constitute a quorum.

**Section 7.** The office of any Trustee who is absent without adequate excuse from three (3) successive regular meetings of the Board of Trustees may be declared vacant by the Board.

**Section 8.** Mid-term vacancies among the at-large members of the Board of Trustees shall be filled by appointment of the President. Such appointees must be confirmed by a majority vote of the Board of Trustees.

**Section 9.** The Board of Trustees shall have the authority to engage professional staff and other employees and to fix their duties and compensation.

**Section 10.** The Board of Trustees shall designate the bank, banks or trust company, or companies, for deposit of congregational funds. It shall have the authority to borrow money up to a limit of ten thousand dollars (\$10,000.00) and to pledge for the repayment thereof any assets of the congregation.

**Section 11.** Members of the Board, as the chosen lay leaders of the congregation, shall individually and collectively set the example to the membership by regular attendance at worship services and by active participation in the life and activities of the congregation. In order to be a Trustee, the individual must be a member in good standing of the congregation.

## **ARTICLE VIII**

### **RABBI**

**Section 1.** This congregation shall abide, in its selection of a Rabbi, by the rules and regulations of the Rabbinical Placement Commission of the Union of American Hebrew Congregations (UAHC), the Central Conference of American Rabbis (CCAR) and the Hebrew Union College-Jewish Institute of Religion (HUC-JIR).

**Section 2.** The Rabbi shall be selected by a special Pulpit Committee appointed by the President of the congregation with the approval of the Board of Trustees. This committee shall recommend to the Board of Trustees a Rabbi to be elected. Upon approval of the Board of Trustees, this recommendation shall be presented to the congregation at a congregational meeting. A two-thirds (2/3) vote of the voting members (present or by proxy) shall be required for the election of a Rabbi to a first contract term.

**Section 3.** Upon completion of the term of the Rabbi's first contract, the Board shall make a recommendation as to the Rabbi's election to a second contract. This recommendation shall be submitted to a meeting of the congregation. A majority vote of those voting members (present or by proxy) shall be required to act upon the recommendation of the Board. The congregation shall be guided in reference to the Rabbi's future tenure, life tenure, retirement or termination of service, as well as Rabbi-congregational relationship, by the procedures recommended by the CCAR and UAHC.

**Section 4.** The Rabbi shall have the right to attend all meetings of the Board of Trustees and the congregation, except when requested for some special reason to be absent. The Rabbi shall be an ex-officio, non-voting member of all committees.

## ARTICLE IX

### CANTOR

Section 1. This congregation shall abide, in its selection of a Cantor, by the rules and regulations of the Cantorial Placement Commission of the Union of American Hebrew Congregations (UAHC), the American Conference of Cantors (ACC) and the Hebrew Union College-Jewish Institute of Religion (HUC-JIR).

Section 2. The Cantor shall be selected by a special Cantorial Search Committee appointed by the President of the congregation with the approval of the Board of Trustees. This committee shall recommend to the Board of Trustees a Cantor to be elected. Upon approval of the Board of Trustees, this recommendation shall be presented to the congregation at a congregational meeting. A two-thirds (2/3) vote of the voting members (present or by proxy) shall be required for the election of a Cantor to a first contract term.

Section 3. Upon completion of the term of the Cantor's first contract, the Board shall make a recommendation as to the Cantor's election to a second contract. This recommendation shall be submitted to a meeting of the congregation. A majority vote of those voting members (present or by proxy) shall be required to act upon the recommendation of the Board. The congregation shall be guided in reference to the Cantor's future tenure, life tenure, retirement or termination of service, as well as Cantor-congregational relationship, by the procedures recommended by the ACC and UAHC.

Section 4. The Cantor shall have the right to attend all meetings of the Board of Trustees and the congregation, except when requested for some special reason to be absent. The Cantor shall be an ex-officio, non-voting member of all committees.

## ARTICLE X

### PROFESSIONAL STAFF

The Board of Trustees may create and fill such professional staff positions as:

Section 1. Administrator. In so doing, the Board of Trustees may utilize the services of the Placement Service of the National Association of Temple Administrators (NATA). In defining the Administrator's duties, the Board shall be guided by the code of practice formulated by NATA. The Administrator may be selected from among the membership of the congregation.

Section 2. Religious School Director. In so doing, the Board of Trustees may utilize the services of the Placement Service of the National Association of Temple Educators (NATE).

**ARTICLE XI**

**COMMITTEES**

Section 1. The following standing committees shall be established by the President:

A building and grounds committee.

A membership committee.

A religious school committee.

A ritual committee.

Section 2. The following committees may be established by the Board of Trustees:

A cemetery committee.

A budget and finance committee.

A music and choir committee.

A legal affairs committee.

An adult education committee.

A long-range planning committee.

A youth committee.

A public relations committee.

An Israel affairs committee.

A college activities committee.

A personnel liaison committee.

A fundraising committee.

A social action committee.

An interfaith relations committee.

An oneg committee.

Section 3. All members of congregational committees must be members in good standing of the congregation.

Section 4. Committee chairs shall be filled by appointment of the President. Such appointees must be confirmed by a majority vote of the Board of Trustees.

Section 5. It shall be the duty of the Budget and Finance Committee to make a detailed estimate of the income and operating expenses for the ensuing year, to submit an annual budget for the ensuing year, and to supervise any audit for the accounts of the congregation.

Section 6. It shall be the duty of the Building and Grounds Committee to keep the building and property of the congregation in good order and repair and to establish, with the approval of the Board of Trustees, rules and regulations for the use of the congregation's physical facilities.

Section 7. It shall be the duty of the Music and Choir Committee, in cooperation with the Rabbi and Cantor, to promote music and congregational singing during divine worship, and such other times during the year as may be appropriate.

Section 8. It shall be the duty of the Membership Committee to welcome and encourage members of the community who have expressed an interest in B'nai Tikvah to become members of the congregation, and to develop a program for their orientation, activation and retention.

Section 9. It shall be the duty of the Religious School Committee, in cooperation with the Rabbi, Cantor and Religious School Director, to make all regulations and recommendations necessary for the establishment and governance of the school and to submit an annual budget to the Board of Trustees.

Section 10. It shall be the duty of the Cemetery Committee to oversee any cemetery arrangements in cooperation with the Rabbi and subject to authorization of the Board of Trustees.

Section 11. It shall be the duty of the Ritual Committee, in cooperation with the Rabbi, to consider the rituals and observances of the synagogue and to promote such practices in the home as will enhance the values of Jewish life.

Section 12. It shall be the duty of the Adult Education Committee to promote educational activities and programs for the congregation and community in order to increase the knowledge of our Jewish heritage.

Section 13. It shall be the duty of the Youth Committee to promote all manner of activities on the part of the young people which contribute to their knowledge of Jewish tradition, their respect for Jewish religion, and their participation in wholesome social activities.

Section 14. It shall be the duty of the Public Relations Committee to take charge of the publicity and publications of the congregation, to insure that its program and goals are understood, and to advise the Rabbi and the Board of Trustees on matters of communication with the membership and community.

Section 15. It shall be the duty of the Social Action Committee to analyze issues and problems of the community and nation in relation to the principles of Judaism and to sensitize the membership to their moral implications. It shall cooperate with the Commissions on Social Action for Reform Judaism and local Jewish community organizations, but shall speak in the name of the congregation only with prior approval of the Board of Trustees.

Section 16. It shall be the duty of the Committee on Interfaith Relations to develop bonds of fellowship with other religions groups and to cooperate with the UAHC-CCR-JCS's Commission on Interfaith Activities.

Section 17. The Board of Trustees shall franchise service clubs of the congregation. Service clubs of the congregation are Sisterhood, Brotherhood, Youth Group and Chavurot.

## **ARTICLE XII**

### **NOMINATIONS & ELECTIONS**

Section 1. Nominations of officers and trustees shall be made by a Nomination Committee appointed by the President, with the consent of the majority of the Board of Trustees. The Nominating Committee shall consist of three (3) members of the Board of Trustees whose terms of office do not expire at the next ensuing election and two (2) members of the congregation at large.

Section 2. The slate of nominees shall consist of one nomination for each officer and for each trustee whose term of office shall expire at the close of the then current fiscal year.

Section 3. (Amended May 15, 2011)

The Nominating Committee shall name for the office of President someone who either (a) is currently serving on the Executive Board and who will, at the time of taking office, have served for at least two (2) years on the Executive Board, or (b) will, at the time of taking office, have served for at least two (2) years as Chair of the Ritual Committee or the Religious School Committee. Nominations from the congregation for the office of President must also be for someone who either (a) is currently serving on the Executive Board and who will, at the time of taking office, have served for at least two (2) years on the Executive Board, or (b) will, at the time of taking office, have served for at least two (2) years as Chair of the Ritual Committee or the Religious School Committee.

Section 4. Selections of the Nominating Committee shall be reported to the Board of Trustees, and notice of said nominations shall be mailed to the congregation at least thirty (30) days prior to the annual meeting.

Section 5. Nominations for any elective office may be made by petition of one-third (1/3) of the members of the congregation, said nominations to be filed with the Secretary at least fifteen (15) days before the election.

Section 6. Notice of nominations by petition must be mailed to all members of the congregation at least seven (7) days before the election.

Section 7. Elections shall be held by ballot (voted by those present or by proxy) at the annual meeting.

### **ARTICLE XIII**

#### **CEMETERY**

Section 1. The congregation may lease or own land and other property for use as a cemetery. The Congregation may also purchase cemetery plots for resale as more fully described in the attached Congregation B'nai Tikvah Cemetery Policy.

Section 2. The Board of Trustees shall delegate the management of the cemetery and any management of cemetery plots to a Cemetery Committee. The Cemetery Committee shall promulgate rules and regulations for the operation of the cemetery, set the charges for burial space, issue permits for burial and arrange for maintenance and perpetual care, subject to review and approval by the Board of Trustees. It shall establish regulations for any landscaping of lots and other spaces in the cemetery and for the erection of monuments. Any plans for monuments and landscaping must be submitted to the Cemetery Committee in advance for its approval.

Section 3. Any surplus funds that are derived from the management of any cemetery property owned by the congregation may be used by the congregation, but it shall be the responsibility of the Board of Trustees to provide for sufficient funds to maintain the cemetery in perpetuity. A special fund may be established for this purpose to be administered by the Board of Trustees.

Section 4. The Cemetery Committee shall render an annual report to the Board of Trustees.

### **ARTICLE XIV**

#### **REAL ESTATE**

Before any contract shall be entered into for the purchase, sale or alienation of real estate by or for the congregation, the Board of Trustees shall ascertain all of the relevant material facts and submit them to the congregation at a regular or special meeting to be called for that purpose. It shall require a vote of two-thirds (2/3) of the voting members (present or by proxy) to authorize any purchase, sale or alienation of real estate.

**ARTICLE XV**

**FISCAL YEAR**

The fiscal year shall begin annually on July 1.

**ARTICLE XVI**

**AMENDMENTS**

Proposed amendments to the constitution and By-Laws shall be presented in writing and shall be initiated by the Board of Trustees or by at least one-third (1/3) of the members of the congregation, and shall be filed with the Secretary. Such proposed amendments may be acted on at any regular meeting of the congregation or at any special meeting called for that purpose. Copies of the proposed amendments, with the arguments for and against them shall be mailed to each member along with the notice of the meeting at least 30 days prior thereto. An affirmative vote of two-thirds (2/3) of the voting members (present or by proxy) shall be necessary to adopt any amendment.

**ARTICLE XVII**

**QUORUM**

All meetings of the congregation, either annual or specially called, shall require a quorum pursuant to Article V, Section 3 of these By-Laws.

**ARTICLE XVIII**

**RULES OF ORDER**

The rules of procedure at meetings shall be determined by Robert's Rules of Order, latest revised edition.

(srk:CBT/ByLaws8Apr96)