

Temple Constitution and By-laws

PREAMBLE

In order to perpetuate Judaism, to serve the Jewish people by providing a place where they may worship and where the teachings of Judaism may be made known, and to advance the welfare of all those who may come under its influence, we do dedicate ourselves to the task of establishing a Reform Jewish Congregation.

TEMPLE BY-LAWS

Article I: Name

This Congregation shall be known as **Temple Sha'arey Shalom**, located in Springfield, New Jersey. Temple Beth El of Elizabeth is an affiliate of Temple Sha'arey Shalom.

Article II: Purpose

The purpose of this Congregation is to promote the fundamental and enduring principles of Judaism in order to ensure the continuity of the Jewish people; to enable its members to develop a relationship with God through communal worship and study of Torah; and to understand and 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 Articles of Incorporation, the Congregation may engage in any lawful activity consistent with the tax exempt status for which non-profit corporations may be organized under federal laws and those of the state of New Jersey.

Article III: Guidance for Religious Practice

- A. The Congregation shall follow the forms, practices and usages of a liberal interpretation of Judaism, shall affiliate itself with the Union for Reform Judaism (URJ) and shall subscribe to and abide by the By-Laws of the URJ.
- B. The Congregation will pay dues to the URJ in the amounts to be agreed upon by the Board of Trustees annually.

Article IV: Membership

- Section 1: Definition of Temple Member
 - A. Any person of the Jewish faith, or any person seeking to be associated with those holding the Jewish faith, may be elected to membership in the Congregation by the Board of Trustees. Membership shall be without regard to age, gender, disability, race, and/or sexual orientation.
 - B. The unit of membership shall be either the individual or the family.
 - C. A family unit may consist of:
 - (1) a married couple (or two adults living in a committed relationship)
 - (2) a single adult or a married couple, together with one or more
 - a. unmarried dependents under the age of twenty-five; and/or

- b. disabled dependents over twenty-five years of age
Except as may be specifically permitted by the Board of Trustees,
the dependent's permanent residence must be with the family unit.

- Section 2: Positions Limited to Members of the Jewish Faith

Only a member of the Jewish faith can hold the following positions.

- Rabbi
- Cantor
- President
- Vice-Presidents
- Ritual Committee Chairperson
- Religious School Director

- Section 3: Entitlement to Privileges and Responsibilities of Membership

- A. An individual membership unit shall have one vote. A family membership unit shall have one vote per eligible adult member, not to exceed two votes.
- B. Subject to the rules of the Board of Trustees, children of a member shall have the right to receive a religious education in the School of the Congregation in preparation for Bar/Bat Mitzvah and Confirmation in the Sanctuary of the Congregation.
- C. A member is entitled to free admission in the House of Worship of the Congregation; this shall include non-reserved seats for High Holiday services without additional charge.
- D. A member's child is entitled to priority registration in a Temple operated Early Childhood Education Program.
- E. A non-Jewish member may participate in religious services except as proscribed by the Ritual Committee and approved by the Board of Trustees.
- F. A member eligible to vote (*Article IV, Section 3A*) shall be entitled to participate in all the activities held under the auspices of the Congregation and its affiliated bodies except where otherwise stated.
- G. A member eligible to vote (*Article IV, Section 3A*) shall be eligible for election as an Officer or Trustee of the Congregation except for those positions open only to Jewish members (*Article IV, Section 2*).
- H. A member may attend the meeting(s) of the Board of Trustees (except Executive sessions unless permitted by a majority vote of the Board) and may be allowed voice.
- I. A member may submit a proposal to the Board of Trustees to create a Designated Fund for a specific purpose.
- J. A member may make an unsolicited donation to a specific Designated Fund to be used only for the defined fund intent.
- K. A member may request communication of information related to Temple activities (approved by the Board of Trustees or Auxiliary groups) by mail or electronic delivery.
- L. A member is entitled to any rights not listed in this article of these By-Laws but specified elsewhere in these By-Laws.

- Section 4: Membership Classifications

The Board of Trustees shall determine the membership classifications based on criteria determined by the Board of Trustees. The description of these classifications will be communicated to the congregation annually.

- Section 5: Fiscal Responsibility of Members

- A. A member shall pay annual dues and other fees in such amounts and on such payment schedule as the Board of Trustees shall determine. Notification of the fee payment procedures will be communicated to all member units annually.
- B. A member shall pay a Building Fund Obligation as determined by the Board of Trustees.
 - 1. The Building Fund Obligation must be paid in full prior to the first child of a family unit becoming a Bar/Bat Mitzvah.
 - 2. Senior citizens applying as first time members will not have to pay a Building Fund Obligation.
 - 3. Payment of the Building Fund Obligation by individuals and families transferring from another Congregation and providing verification of prior Building Fund payment will be accepted as fulfilling the requirements in proportion to their payment status.
 - 4. In accord with contractual agreement, members who were members of Temple Beth-El of Elizabeth at the time of affiliation and who have maintained continuous membership in Temple Sha'arey Shalom since that time are not responsible for payment of the Building Fund Obligation or any future assessment related to Temple building.
- C. In cases of financial hardship, dues and other financial obligations, including arrearages of past due obligations, may be reduced, waived, forgiven, or otherwise modified in whole or in part at the discretion of the Reduced Dues Committee. Any member who is dissatisfied with the decision of the Reduced Dues Committee may appeal to the Temple President for a final decision.

- Section 6: Consequences of Failure to Meet Fiscal Responsibility

- A. In cases where a member is delinquent in meeting his/her financial responsibilities, the Executive Committee of the Board of Trustees may, in its discretion, take such action as it deems appropriate including: denial of admission to Temple High Holiday worship; denying member's children attendance at Religious school, Bar/Bat Mitzvah and Confirmation classes, loss of voting rights, and suspension or revocation of membership.
- B. Actions in relationship to failure to meet fiscal responsibility shall not be taken until ten (10) days after a notice in writing shall have been sent via certified mail, return receipt requested, or as otherwise stated in these By-Laws. Such members may appeal the suspension to the President. When suspended, a member may apply for reinstatement upon payment of:

1. arrears; or
 2. an amount established by the Executive Committee of the Board of Trustees; or
 3. an amount established by the President on appeal.
- C. The Executive Committee of the Board of Trustees shall have the right to refer all delinquent accounts to appropriate collection agents and/or an attorney.
- Section 7: Resignation and Responsibility for Pre-existing Financial Obligations
 - A. Resignations shall be submitted to the Temple Administrator in writing.
 - B. Resignation does not relieve any member from any previously incurred and unpaid financial obligation.
 - Section 8: Member Expulsion for Cause Other Than Failure to Meet Financial Obligations

Expulsion procedures will follow the process established in *Article IX: Section 2*.

Article V: Meetings

- Section 1: Annual Meeting
 - A. The Board of Trustees shall determine the place, date and time of the Annual Meeting of the Congregation to be held during the last two (2) months of the fiscal year. Every member of the Congregation will be notified at least ten (10) days prior to said meeting. A quorum of the congregation must be present.
 - B. If there is no quorum, the meeting shall stand adjourned, to be called again within thirty (30) days at a time to be designated by the President. Members of the Congregation shall be notified at least five (5) days prior to the holding of the annual meeting and five (5) days prior to the date fixed for reconvening after adjournment.
 - C. The reports of the President, Treasurer and all Committee Chairs shall be presented orally and submitted in writing.
 - D. A simple majority of those present and eligible to vote at the Congregational meeting is required for budget approval.
 - E. All Officers and Trustees shall be elected by a majority of the voting members present.
 - F. Voting on amendments to these By-Laws will follow the procedures in *Article XVIII*.
- Section 2: Special Meetings

Special meetings of the Congregation shall be called by the President, at the request of the majority of the Board of Trustees, or on written application of five (5) percent of membership units of the Congregation. The call for special meetings shall set forth the purpose of the meeting. Notice thereof shall be communicated to each member at least ten (10) days prior to the time of such meeting. No business shall be transacted except that specified in the notice thereof. The Corresponding Secretary shall assure the transmission of notices of the special meeting to the membership.

- Section 3: Quorum
Ten (10) percent of the membership units as of the previous December 31 shall constitute the required number required to act at either the Annual or Special meeting.
- Section 4: Voting Eligibility
Only eligible Members who are present at a meeting will be entitled to vote. Proxy votes will not be accepted.

Article VI: Officers

- Section 1: Positions, Term of Office
 - A. The Officers of the Congregation shall be President, three Vice Presidents, three Secretaries, and Treasurer. All Officer Positions may be a shared responsibility; however, each Officer position is entitled to only one vote. Any reference in these By-Laws to any Officer shall include both parties in shared positions.
 - B. Officers shall be elected at the annual meeting of the Congregation for a term of one (1) year. No member shall serve for more than three (3) successive terms in the same position.
 - C. An Officer will not be required to give a bond for the proper performance of his/her duties.
 - D. No member shall hold more than either one Officer or Trustee position at a time.
 - E. Newly elected Officers shall assume office at the adjournment of the meeting at which the election is held.
- Section 2-1: Presidential Duties
 - A. Serve as the Chairperson at all Congregational and Board meetings.
 - B. Appoint committees of which he/she is to be an ex-officio member, without the right to vote.
 - C. Create an organization chart designating lines of reporting for each member of the Board of Trustees; communicate the same to the Board and the Congregation by the second Board meeting of the Temple year.
 - D. Call special meetings of the Board of Trustees and special meetings of the Congregation. All meetings shall be called in accordance with procedures set forth in *Articles V & VII* of these By-Laws.
 - E. Perform all other duties incident to the office as determined by the Board of Trustees and described in the Robert's Rules of Order: Newly Revised.
- Section 2-2: President: Criteria for Selection
 - A. In addition to the requirements to be President stated in *Article IV* of these By-Laws, the individual must have been a member of the Board of Trustees for the two (2) years immediately preceding his/her election; **or** the Chair of a Committee who has attended seventy (70) percent of the Board meetings for the two years immediately preceding his/her election and has previously held an elected position on the Board.

B. In the absence of the President, the First Vice-President shall act for the President. In event of disability or other cause that prevents the President from fulfilling the responsibilities of office or completing the term of office, the First Vice-President shall fill the remainder of the term. This person shall meet the requirements of these By-Laws: *Article IV, Section 2, except as modified by Article VI, Section 3-2, B.*

- Section 3-1: Vice Presidential Duties

- A. The Vice Presidents shall perform such duties as may be assigned to them by the President or the Board of Trustees.
- B. One of the Vice-Presidents shall be designated as the First Vice-President by the Board of Trustees and shall automatically succeed to the office of the President in case of vacancy during the elected term. He/she shall act for the President in the case of absence or disability.
- C. Each Vice President shall oversee committees associated with his/her designated function. In the absence of a Committee Chair at the Board of Trustees meeting, the responsible Vice President will present the Committee report.
- D. The President will appoint one of the Vice-Presidents to assure the presentation of an orientation program to new members of the Board of Trustees at a specially designated session to be held prior to the first meeting of the newly elected Board of Trustees.
- E. The President will designate one of the Vice-Presidents to oversee the maintenance of the Temple Policy and Procedure Manual and arrange for its updating to incorporate policy and procedural motions adopted by the Board.

- Section 3-2: Vice President: Criteria for Selection

- A. The Vice Presidents shall have been members of the Board of Trustees or the Chair of a Committee who has attended seventy (70) percent of the Board meetings for a minimum of one year immediately preceding election to office.
- B. Should the First Vice President be required to succeed to the office of the President, the two year mandated pre-requisite for the office of President shall be waived.

- Section 4: Treasurer Duties

- A. The Treasurer's responsibilities include, but are not limited to Temple budget preparation, financial reporting and investment activity as well as direct supervision of the person(s) responsible for maintaining the financial ledgers. The Treasurer has the sole authority to direct the bookkeeper to make entries into the Temple's ledgers and/or to answer all questions related to the ledgers. If there are Co-Treasurers, duties may be split at their discretion. Both are directly responsible for the entire financial reporting and investment duties.
- B. The Treasurer will report directly to one of the Vice-Presidents.

- C. The Treasurer will be a member of the Finance Committee. The annual budget prepared by the Treasurer and the Finance Committee shall include all anticipated expenses and revenue as well as recommendation for any assessment when justification for such exists.
 - D. The Treasurer may delegate auditing and/or oversight duties to other members of the Finance Committee. The person(s) to whom these duties are delegated must be an active member of the Finance Committee. Supervision of the person(s) maintaining the financial ledgers and/or investing activity may not be delegated.
 - E. The Treasurer, the designated Vice President and the President are the only persons authorized to direct banking and investment activity. Signature cards must be filed with all the financial institutions with which the Temple has transacting and financial relationships. The names of the designated authorized officers should be supplied annually or as needed to the appropriate contacts at these financial institutions.
- Section 5: Secretary(s) Duties
There shall be three secretaries: A Recording Secretary, a Corresponding Secretary, and a Financial Secretary.
 1. Recording Secretary shall keep the records of the Congregation and the Board of Trustees, monitor the follow-up of tabled procedural motions that need to be included in the subsequent meeting agenda, be custodian of the seal and perform all other duties incident to the office;
 2. Corresponding Secretary shall send and report correspondence of the Board;
 3. Financial Secretary shall pursue collection of arrearages from members; serve as Chairperson of the Reduced Dues Committee and as a member of the Finance Committee.
- Section 6: Congregational Fund Disbursement Authorization.
 - A. No individual, committee or Temple Auxiliary unit shall initiate arrangements or make contractual agreements in the name of the Temple without prior Board approval.
 - B. At the time of budget approval, the Board will determine the amount of money that can be spent without Board approval.
 - C. The Executive Committee may approve expenditure for emergencies when it is not feasible to convene a Board meeting.
 - D. Except as approved by the Board of Trustees, all checks disbursed by a group or individual approved to disburse the same are required to have two (2) signatures.

Article VII: Board of Trustees

- Section 1: Membership
 - A. The Congregation shall elect a Board of Trustees from within its membership. The Board will be composed of the Officers of the Congregation, as set forth in these By-Laws (*Article VI*), **a minimum of nine trustees**; duly elected representatives of Sisterhood, Brotherhood, Youth Group and the Renaissance Group and past Presidents as detailed in *Section B* of this Article.

Based on Temple membership units as of January 1 and where Temple membership exceeds 250 units, a tenth trustee would be added: where Temple membership exceeds 275 an eleventh trustee would be added: where Temple membership exceeds 300 a twelfth trustee is to be added.

These additional trustee openings would be filled as part of the regular board selection process by the nominating committee for a regular three year term.

Where Temple membership declines below one of the thresholds (250, 275, 300) as of January 1, the nominating committee would not replace expiring trustees to coincide with the revised Board composition. For instance were membership to drop from 305 to 265, 2 trustees whose terms were expiring in June would not be replaced.

B. A past President will remain a member of the Board of Trustees with full voting privileges in any Temple year if in the preceding year he/she attends at least half of the meetings of the Temple Board of Trustees.

- Section 2: Election

The Congregation shall elect one-third of the total number of Trustees for a term of three years each year to commence immediately after election.

- Section 3: Term of Office

A Trustee who has served for two full consecutive terms may not be re-elected to a third consecutive term.

- Section 4: Duties

The Board of Trustees shall govern the affairs of the Congregation, controlling revenue and property, and taking such action as, in its judgment, best promotes the welfare thereof.

The Board of Trustees shall have the power to:

- A. Elect members to the Congregation in accord with these By- Laws.
- B. Request that the President call a special meeting of the Congregation when it may be deemed necessary.
- C. Remove any member of the Board of Trustee from office for cause (*Article IX: Section 2*).
- D. Approve the establishment of Designated Funds.
- E. Approve the contents of a Policy & Procedure Manual consistent with these By-Laws.

- Section 5: Filling Vacancy(s)

- A. Should an Officer or Trustee vacancy occur, the President shall nominate a replacement; a majority of the Board will be required for approval.

- B. A vacancy shall be filled no later than the second Board meeting after such vacancy occurs.
- C. Officers or Trustees so appointed shall serve until the next annual meeting at which time a Temple member shall be elected by the Congregation to fill the remaining unexpired term of the Trustee.

- Section 6: Meetings

The Board of Trustees shall meet monthly and at the call of the President as provided for in these By-Laws

- Section 7: Quorum

- A. A majority of the Board of Trustees shall constitute a quorum; failure to achieve a quorum shall result in adjournment of the meeting to a date determined by the President.
- B. Only members present at the Board meeting may vote.

- Section 8: Clergy & Staff Employment Oversight

The Board shall:

- A. Vote on the Personnel Committee's recommendations for selection of employees as may be necessary; approve recommended job descriptions and compensation; or have the authority to remove such employees, unless otherwise prescribed by these By-Laws.
- B. Comply with all state regulatory practices for employment and in consideration of Judaic values.
- C. Approve all contracts for employment.
- D. Communicate openly and truthfully with all employees.

- Section 9: Fiscal Oversight

- A. The Board shall have the power to approve the annual budget prepared by the Treasurer and the Finance Committee.
- B. The Board shall approve the bank or banks for the deposit of Congregational funds as recommended by the Finance Committee.
- C. A two-thirds vote of the majority of the Board at the meeting shall be required to approve the budget for submission to the Congregation at the annual meeting for final approval as specified in *Article V* of these By-Laws.
- D. The Board can request a review of fiscal records of all groups or individuals operating under the aegis of the Temple.
- E. The Board shall request an independent audit of the financial ledgers either annually or upon appointment of a new Treasurer unless a majority of the Board votes to forgo such an audit.

- Section 10: Participation Role Model

Each member of the Board of Trustees shall:

- A. Set an example through personal commitment and actions.
- B. Use their skills to participate fully and thoughtfully in synagogue governance.
- C. Either serve as a committee chairperson or be a member of a committee.

- D. Act as advocates and positive spokespersons for the synagogue, its personnel, programs and policies.
 - E. Act with personal honesty and integrity, including avoiding personal gain and conflict of interest.
 - F. Make decisions based upon Jewish values such as fairness, mutual respect, sensitivity and open-mindedness.
 - G. Create a safe and welcoming environment, built on trust, for all congregants and employees.
 - H. Present a united attitude in support of all approved Board actions.
 - I. Maintain confidentiality when required.
- Section 11: Review of Actions of the Board of Trustees
 - A. Resolutions or other actions of the Board of Trustees are subject to modification or veto by the membership of the congregation at any regularly scheduled meeting where such matter is upon the agenda.
 - B. Modification of resolutions or actions of the Board of Trustees shall be placed upon the agenda by a petition by ten (10) members of the congregation. The Officer then presiding shall list such issue on the agenda of the next regularly scheduled business meeting of the congregation and the Secretary shall give ten (10) days written notice to the membership.
 - C. An affirmative vote of two-thirds of the members present at such meeting shall be required for modification of Board actions.
 - D. Nothing herein shall limit the right of the membership to bring any new business issue or other action not inconsistent with this Article upon the floor for discussion.

Article VIII: Executive Committee

- A. The Executive Committee, chaired by the President, shall consist of the Vice-Presidents, Treasurer, Financial Secretary and the immediate past-President of the Congregation or a President designated Advisor.
- B. The Executive Committee shall have and, subject to review by the Board of Trustees at its next meeting, may exercise the powers authorized to the Board of Trustees (*Article VII: Sections 4,5,8,9*), except as prohibited by law or the Articles of Incorporation of the Congregation.
- C. All actions taken by the Executive Committee pursuant to *Section B* of this Article will be reported to the Board of Trustees.
- D. The Executive Committee shall meet at the discretion of the President, upon reasonable prior notice. A majority of the members of the Executive Committee shall constitute a quorum.
- E. The Executive Committee meetings may be conducted by telephonic conference call, provided that each participant has copies of all materials necessary for full participation in the meeting.

Article IX: Removal from Office

- Section 1: Absence
 - Any trustee, except a past President, who is absent for three (3) successive meetings of

the Board of Trustees, other than special meetings, may be removed from office at the discretion of the Board of Trustees. Removal will require a two-thirds majority of the Board of Trustees present at the meeting where the vote is held.

- Section 2: Cause
 - A. Expulsion: Any member of the Board of Trustees may be expelled from office and or membership in the Congregation for willful violation of the By-Laws of the Congregation, or for any conduct detrimental to the interests and welfare of the Congregation.
 - B. Presentment of charges for expulsion: A member of the Board of Trustees shall not be subject to expulsion except upon written charges and specifications presented by three (3) members of the Board of Trustees, who shall thereupon cause a copy of such charges and specifications to be personally served by the Recording Secretary to the accused.
 - C. Procedure for expulsion: When written charges and specifications are presented, the Board of Trustees shall, upon receipt of such written charges and specifications, select a committee of three (3) members to investigate the case. A member presenting such charges shall not serve on the investigating committee. The committee shall examine the matter and file its report with the Board of Trustees. If the Board of Trustees votes to proceed with the matter, there shall then be a hearing before the Board at a subsequent meeting, at which time the accused is permitted adequate opportunity to rebut the charges. A two-thirds majority vote of the Board of Trustees present at the meeting shall be required for expulsion.

Article X: Clergy

- Section 1: Rabbi
 - A. The Congregation shall employ a Rabbi who shall be the spiritual and religious leader of the Congregation and shall perform all services in fulfillment of that responsibility. A retired Rabbi of the Congregation may be designated Rabbi Emeritus by the Board of Trustees.
 - B. The Rabbi's duties shall be discharged in consonance with the traditions of the Congregation and these By-Laws. The Rabbi shall enjoy the freedom of the pulpit at all times. The Rabbi shall seek the advice and guidance of the Board of Trustees and of the Congregation's Committee established to deal with spiritual and ritual matters in the performance of his/her services.
 - C. The Rabbi shall have the right to attend all meetings of the Board of Trustees except when his/her absence is requested by the President. The Rabbi shall be an ex-officio member of all the Committees of the Congregation with voice but no vote.
 - D. After consultation with the Personnel Committee, the President shall be responsible for conducting an annual performance review of the Rabbi. The review should consider the guidelines recommended by the Central Conference

of American Rabbis (CCAR) and the URJ with reference to appropriate review, continued service, tenure, retirement, termination of service, and Rabbi-Congregation relationships.

E. A report of the annual review shall be presented to the Board in Executive session.

- Section 2: Cantor

A. The Cantor shall provide Cantorial services at scheduled worship, holiday or special events of the Temple. Duties will also include direction/oversight/instruction of staff and congregants in all musically related Temple activities.

B. The Cantor, as co-clergy, can share all duties with the Rabbi as needed (i.e. leading worship services, officiating at weddings and funerals, leading Shiva minyans).

C. The Cantor shall consult with the Rabbi and the Board in exercising all duties.

D. The Cantor shall be invited to attend all meetings of the Board of Trustees, without voting rights, except when the President requests his/her absence.

E. After consultation with the Personnel Committee and the Rabbi, the President shall be responsible for conducting the annual performance review of the Cantor. Following the Cantor's initial re-election by the membership, the Congregation should consider the guidelines recommended by the CCAR and the URJ in reference to appropriate review, continued service, tenure, retirement, termination of service, and clergy-congregation relationships.

F. A report of the annual review shall be presented to the Board in Executive session.

- Section 3-1: Selection of Clergy: Rabbi

A. The Congregation will consider, in its selection of and relationship with the Rabbi: the rules and regulations of the CCAR, the Hebrew Union College–Jewish Institute of Religion (HUC-JIR); and the guidelines for Rabbinical Congregation Relationships (as adopted and recommended by the URJ Board and the CCAR) and the needs and traditions of the Congregation.

B. The Rabbi shall be elected in the following manner:

1. A special Search Committee of nine (9) members including at least two (2) Trustees and one (1) Vice-President and who are representative of diverse member classifications shall be appointed by the President of the Congregation with the approval of the Board of Trustees.

2. The two (2) highest rated candidates for the Rabbi's position shall be invited to lead a Congregational Shabbat service.

3. The Search Committee (*Section 3-2, B, 1*) shall recommend a candidate to be selected to the Board of Trustees.

4. Upon majority approval of the Board of Trustees, this recommendation shall be submitted to the Congregation at a regular or special meeting.

5. Two-thirds vote of the membership present and voting shall be required for the initial employment of the Rabbi.

6. Upon completion of the Rabbi's initial period of service, the Board shall make a recommendation as to the Rabbi's re-employment. This recommendation shall

be submitted to a regular or special meeting of the Congregation. A majority vote of those Members present and voting shall be required to act upon the recommendation of the Board of Trustees.

7. Subject to contractual agreement, termination of employment for cause will follow the procedures established in *Article X* for members of the Board of Trustees. Congregation approval shall be required for removal for cause with a two-third majority of those voting resulting in removal.
- Section 3-2: Selection of Clergy: Cantor
The Cantor shall be elected in the following manner:
 - A. In the selection of and relationship with an invested cantor, the Congregation should consider the guidelines, rules and regulations of the Joint Cantorial Placement Commission of American Conference of Cantors (ACC), URJ, the Hebrew Union College–Jewish Institute of Religion School of Sacred Music, and the needs and traditions of the Congregation.
 - B. The Cantor shall be elected in the following manner:
 1. A special Search Committee of nine (9) members, including at least two (2) Trustees and one (1) Vice-President, and who are representative of diverse member classifications shall be appointed by the President of the Congregation with the approval of the Board of Trustees. The Committee will seek the Rabbi's counsel in the selection of candidates.
 2. The two (2) highest rated candidates for the Cantor's position shall be invited to participate in a Congregational Shabbat service.
 3. The Search Committee (*Section 3-2, B, 1*) shall recommend a candidate to be selected to the Board of Trustees.
 4. A majority vote of the Board of Trustees is required for recommendation of the selected Cantor to the Congregation.
 5. Upon approval of the Board of Trustees, this recommendation shall be submitted to the Congregation at a regular or special meeting;
 6. Two-thirds vote of the membership present and voting shall be required for the initial employment of the Cantor.
 7. Subject to contractual agreement, termination of employment for cause will follow the procedures established in *Article IX*. Congregation approval shall be required for removal for cause with a two-third majority of those voting resulting in removal.

Article XI: Professional Staff

- A. To fulfill the educational, religious, cultural, and administrative needs of the congregation, the Personnel Committee will make recommendations to the Board of Trustees to create or terminate paid positions. The terms of employment shall be approved by the Board of Trustees.
- B. Professional staff will attend a Board of Trustees' meetings and provide information related to their job function at the request of the President.
- C. All professional staff shall submit an annual report to the Board.
- D. Professional staff will provide data as requested for the Budget preparation and comply with budget guidelines.

- Section 1. Administrator
 - A. In the selection of the administrator, the Congregation may utilize the placement services of the National Association of Temple Administrators (NATA). In defining his or her duties, the Congregation should consider the guidelines of practice formulated by NATA and the URJ as well as the needs of the congregation.
 - B. The President or a Vice-President designated by the President shall be the direct supervisor of the Administrator.

- Section 2. Religious School Director
 - A. In the selection of the Director, the Congregation may utilize the services of the placement service of the National Association of Temple Educators (NATE). In defining his or her duties, the Congregation should consider the guidelines of practice formulated by NATE, the URJ and the needs and traditions of the Congregation.
 - B. The President or a Vice-President designated by the President shall be the direct supervisor of the Religious School Director.

- Section 3: Pre-School Director
 - A. A state licensed Early Childhood Education Program, open to the community at-large, can be operated under the auspices of the Temple. In the selection of the Director, the Congregation should consider an experienced teacher with a license as a New Jersey Early Childhood Educator, who has used the resources of the URJ Early Childhood Educators 's Coalition (EDE-RJ) and is familiar with the needs and practices of a Congregation.
 - B. The President or a Vice-President designated by the President shall be the direct supervisor of the Pre-School Director.

- Section 4: Other Professional Staff

The Board of Trustees may approve employment of other professional and support staff as needed by the congregation. The Personnel Committee will present the Board with a job description for each position, the recommended compensation for said employees, and the identification of the direct supervisor for each position.

Article XII: Committees

- A. A Committee is made up of three or more Temple members who work collaboratively (with the Director of the program when such exists) to develop policy and procedures for the assigned area (service) of Temple function. One of the Trustees or Temple members is designated as the Committee Chairperson.
- B. At Board meetings, the Committee Chairperson presents factual information related to the function of the Committee as well as policy recommendations and budget requests from the committee for approval to the Board of Trustees. Policy recommendations include an explanation of factors considered in making the decision in relation to the Temple's mission.
- C. In cases where financial issues are involved, the Finance Committee shall be consulted/contribute to the Committee's recommendation(s).

- D. At the second Board meeting of each newly elected Board, Committee Chairpersons will present annual goals orally or in writing in accord with the Congregation's mission and their designated function.
- E. All Committee Chairs will report directly to an appropriately designated Vice President.
- F. All standing Committee Chairs, except the Nominating Committee Chair, shall provide reports to the Board at least quarterly.
- G. All non-standing Committees shall provide a minimum of an annual report at the Congregational meeting.

- Section I: Standing Committees (Presidential appointment of Chairpersons)

- A. By-Laws, Policy & Procedure
- B. Finance
- C. House
- D. Membership
- E. Nominating
- F. Personnel
- G. Religious Education
- H. Ritual

- Section 2: Additional Committees

The President may establish additional committees as needed by the Temple.

Article XIII: Affiliates

The Board of Trustees may approve the formation of auxiliary units of the Congregation, provided that the Charter of such auxiliary unit provides that:

- A. The auxiliary unit, and the activities thereof, shall have as its purpose the furtherance of the basic principles and precepts of the Congregation, advancement of the interests and the promotion of the betterment of the Congregation;
- B. The use of the Congregation's name and facilities by the auxiliary unit are subject to the approval of the Board of Trustees.
- C. The activities of the auxiliary unit may be reviewed by the Board of Trustees, if in the opinion of the Board of Trustees those activities are deemed to be contrary to the best interests of the Congregation.
- D. The auxiliary units will prepare an annual budget that shall be filed with the Treasurer of the Congregation and will make their financial records available for inspection at the request of the Board of Trustees or the President.
- E. Only members of the Congregation shall be eligible for election to office of any auxiliary unit. The President (or Chairperson) of each Affiliate shall serve on the Board of Trustees with only one vote.
- F. The Board shall have the authority to withdraw its approval of the formation or continuation of an auxiliary unit by two-thirds majority vote of the Board of Trustees present at the meeting where the vote is taken.

Article XIV: Nominations and Elections

- Section 1: Nominating Committee
 - A. Nominations of all Officers and Trustees shall be made by the Nominating Committee appointed by the President with the consent of a majority of the Board of Trustees.
 - B. The Nominating Committee shall consist of two (2) members of the Board of Trustees and three (3) members at large of the Congregation.
 - C. The Committee should seek input from the President of the Temple and the Rabbi prior to making any recommendations.

- Section 2: Number of Candidates Per Position

The Nominating Committee shall nominate at least one (1) candidate for each position to be filled.

- Section 3: Board and Membership Notification/Approval

Nominations by the Nominating Committee shall be reported to the Board of Trustees, and notice of said nominations shall be communicated to the members of the Congregation at least twenty (20) days prior to the election.

- Section 4: Nomination by Congregant Petition
 - A. Nomination for any elective office may be made by petition of ten (10) members of the Congregation, said nominations to be filed with the Secretary at least fifteen (15) days before the election; no nominations shall be made from the floor.
 - B. Notice of nominations by petition must be communicated to all members of the Congregation at least ten (10) days before the election.

- Section 5: Election Scheduled Date

Elections will be held at the Annual Congregational meeting at a date determined by the Board of Trustees (*Article V 1.A*).

Article XV: Real Estate

Before any contract for the purchase or sale of real estate by or for the Congregation shall be entered into, 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. A vote of two-thirds of the members present shall be required to authorize any purchase, sale or alienation of real estate. Re-financing of an existing mortgage shall only require approval by the Board of Trustees.

Article XVI: Contracts & Legal Documents in General

Deeds, contracts, and other legal documents obligating the Congregation shall require the approval of the Board of Trustees and, if approved, must be signed by the President of the Congregation.

Article XVII: Fiscal Year

The Fiscal year shall commence July 1st and end June 30th of the following year.

Article XVIII: Amendments

- A. All amendments to these By-Laws must be approved by the Congregation.
- B. Any proposals to amend these By-Laws must be in writing and must be proposed by the Board of Trustees or by at least twenty members of the Congregation, and filed with the Recording Secretary. Amendments proposed by a least twenty (20) members of the Congregation must be submitted to the Board of Trustees at least thirty (30) days prior to the meeting of the Congregation at which said amendment is to be voted upon.
- C. If necessary, the Board of Trustees may, with a two-thirds majority vote of the Trustees present at that meeting, pass amendments that will function as interim-policy until ratified by the Congregation at the annual meeting or at a special meeting.
- D. Amendments may be acted on at any regular meeting of the Congregation or any special meeting called for that purpose.
- E. Copies of proposed amendments and the notice of the meeting shall be provided to each member at least ten (10) days prior thereto.
- F. An affirmative vote of two-thirds of the members present shall be necessary to adopt any amendment.

Article XIX: Parliamentary Authority

- A. Robert's Rules of Order: Newly Revised (edition 10; or any subsequent edition thereof) shall determine the rules of procedure.
- B. The President may appoint a member of the congregation to serve as the Parliamentarian at all Board meetings.

Article XX: Indemnification

The Congregation shall indemnify each of its Officers, Trustees and members serving on Committees created pursuant to *Article XIII*, whether or not then in office, against all reasonable expenses actually and necessarily incurred by such person, including such expenses incurred in any civil, criminal or administrative suit or proceeding to which he/she may have been made a party because he/she served in such capacity. Such person shall have no right to reimbursement, however, in relation to matters as to which he/she was derelict in the performance of his/her duty by reason of willful misconduct, bad faith, gross negligence or reckless disregard of the duties of his/her office. The right to indemnification for expenses shall also apply to expenses of suits which are compromised or settled if the court having jurisdiction of the action shall approve such settlement. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such person may be entitled.

Article XXI: Insurance

If commercially available, and financially feasible, the Congregation shall carry Directors and Officers insurance in favor of all Officers, Board members and members serving on Committees created pursuant to *Article XIII*, in such amount and upon such terms as the Board may approve.

Article XXII: Prohibited Activities

- Section 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 such person of reasonable compensation for services rendered or of the reasonable value at retail for goods sold to or for the Congregation in carrying out any of its tax-exempt purposes.
- Section 2.
Notwithstanding any other provision of these Bylaws, no Officer, Trustee, Clergy Member, Professional Staff Member or other employee, Director, or representative of the Congregation shall take any action or carry on any activity by or on behalf of the Congregation not permitted to be taken or carried on by an organization exempt under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter referred to as the "Internal Revenue Code") and regulations promulgated there under, as they now exist or as they may hereafter be amended, or by an organization to which contributions are deductible under section 170(c)(2) of the Internal Revenue Code and regulations promulgated there under, as they now exist or as they may hereafter be amended.

Article XXIII: Dissolution or Merger

In the event of the dissolution or merger of the Congregation, no Officer, Trustee, clergy members, professional staff member, Director, 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 the payment of all debts and obligations of the Congregation shall be used exclusively for exempt purposes within the intention and purpose of the Internal Revenue 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 Internal Revenue Code. Moreover, any such use or distribution of the 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.

Approval date by Board of Trustees:

March 7, 2016

Approval date by Congregation: June 6, 2016