

TEMPLE SINAI

BYLAWS

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PREAMBLE

We do hereby ordain the following bylaws for Temple Sinai in the State of Rhode Island in order:

to reflect a sacred obligation of worship to God in accordance with the faith of Judaism;

to provide our membership with an opportunity to cultivate an understanding of and love for our Jewish heritage through learning;

to encourage all to participate in community activities which are essential to the continuance of Jewish life; and

to transfer the ethical ideals of our faith into conduct of equal stature in our homes, in our vocations, and in our dialogue with our neighbors, to the end that our society may be thereby enriched, helping to bring about the establishment of God's kingdom on earth.

ARTICLE I

NAME AND PURPOSE

SECTION A.

This Congregation shall be known as TEMPLE SINAI.

SECTION B.

The Congregation shall follow the forms, practices and usage of Reform Judaism and shall affiliate itself with such organizations as the Board shall deem advisable.

ARTICLE II

MEMBERSHIP AND DUES

SECTION A:

An unmarried or married person of the Jewish faith, and his or her spouse, or, if applicable, domestic partner, and/or family members under age twenty-seven (27), regardless of religion, are eligible for a membership in the Congregation. A domestic partnership is defined as a legal or personal relationship between individuals who live together and share a common domestic life, but are not joined in a traditional marriage or common-law marriage. A non-Jewish parent with Jewish children may be members of the Congregation.

SECTION B:

A "member in good standing" shall be a member who has paid his/her dues in accordance with the provisions of Section F of Article II of the within bylaws for the current fiscal year of the Congregation provided that all other financial obligations (including, but not limited to special assessments, school fees, and other adjustments) to the Temple have been fulfilled.

SECTION C:

1. A full member in good standing shall have the following privileges:
 - a. The right to vote at all congregational meetings.
 - b. The right to have his or her children receive religious education, be prepared for Bar or Bat Mitzvah and Confirmation in the Temple subject to the payment of all school fees as established annually by the Board.
 - c. The right to participate in all activities of the Temple subject to the ritual policies of the Congregation.
 - d. The right to be eligible for election as an Officer or Trustee.

- e. **The right to have a seat at religious services and High Holy Days for the member and the member's family as defined in Section A.**
 - f. **The right to continue membership in Temple Sinai for the coming year.**
2. **An affiliate member shall be a member who has paid his/her dues in accordance with Article II, Section F, and shows evidence of being a dues-paying member of another temple in the State of Rhode Island or within a 50 (fifty) mile radius of Temple Sinai.**

An affiliate member can vote at Congregational Meetings.

An affiliate member shall have the following privileges:

- a. **The right to participate in all activities of the Temple.**
 - b. **The right to have a seat at religious services and High Holy Days for the member and the member's family as defined in Section A.**
 - c. **The right to continue membership in Temple Sinai for the coming year.**
3. **An associate member shall be a member who has paid his/her dues in accordance with Article II, Section F, and shows evidence of residing outside a radius of fifty (50) miles from Temple Sinai for more than six (6) months per calendar year.**

An associate member can vote at Congregational Meetings.

An associate member shall have the following privileges:

- a. **The right to participate in all activities of the Temple.**
- b. **The right to have a seat at religious services and High Holy Days for the member and the member's family as defined in Section A.**
- c. **The right to continue membership in Temple Sinai for the coming year.**

4. **The Finance Committee by majority vote can authorize the suspension of members who are delinquent.**

SECTION D:

For the purpose of dues payment, fees, charges and/or building fund pledges, the unit of membership shall be as set forth by the Finance Committee and approved by the Board of Trustees.

SECTION E:

Membership dues and building fund pledges shall be determined and fixed by the Board of Trustees and approved by the Congregation at a regular or special meeting. School fees, special assessments and all other charges shall be determined and fixed by the Board of Trustees. If the Board-approved membership dues are not approved at the Congregational Meeting, any amendment must go back to the Board for consideration and presented at a subsequent Congregational Meeting for approval.

SECTION F:

1. **Dues will be payable according to a payment schedule recommended by the Finance Committee and approved by the Board in November each year for the succeeding year. Late charges and service fees for installment payments will also be recommended by the Finance Committee and approved by the Board in November each year for the succeeding year.**
2. **The Finance Committee shall comprise a review board to evaluate and approve special financial arrangements requested by Congregants without further Board action. These procedures shall be confidential and shall be by majority decision.**

SECTION G:

The fiscal year of this Congregation shall begin January 1 and end on December 31 or as otherwise determined by the Board of Trustees.

ARTICLE III

BOARD OF TRUSTEES

SECTION A:

1. The Board of Trustees shall consist of five (5) to a maximum of six (6) Officers and eight (8) to a maximum of ten (10) Trustees, hereinafter sometimes referred to as “the Board.” The method of reducing the number of Trustees shall be determined by the Board over a period of two years.

2. The Executive Committee shall consist of four (4) to a maximum of six (6) elected Officers. The immediate past President shall also be a member of the Executive Committee for the first year following his or her term of office.

SECTION B:

All past presidents (if still members of the congregation) shall be honorary members of the Board, without a vote and without being counted toward a quorum of the Board. The immediate past President shall be a voting member of the Board, provided said person is still a member of the Congregation. The immediate past President shall also be a voting member of the Executive Board for the first year following his or her term of office.

SECTION C:

The Board shall:

1. Govern the affairs of the Congregation.

2. Control its revenue and property.

3. Determine dues and fees.
 - a. Determine and fix membership dues and building fund pledges for approval by the Congregation.

 - b. Determine and fix school fees, special assessments and all other fees and charges not expressly reserved herein.

4. Hire the Rabbi, Cantor, and any other spiritual or educational leaders upon such terms as may be determined by a two-thirds

vote of the full Board. The initial hiring of the Rabbi and Cantor is subject to the approval of the Congregation.

5. **Hire and dismiss employees.**
6. **Request special meetings to be called provided that no fewer than five (5) members of the Board give a written request to the President. The President shall call a special meeting no later than fifteen (15) days thereafter.**
7. **Remove an Officer or Trustee for cause by a two-thirds (2/3) vote of the full Board.**
8. **Take such other actions as shall in its judgment best promote the welfare of the Congregation.**
9. **Adopt a balanced fiscal budget for the Temple and make amendments thereto.**
10. **Vote by open ballot unless the Board by one-third (1/3) of its members present shall otherwise direct.**

SECTION D:

1. **The Board of Trustees shall meet at least eight (8) times per year and at such other times as may be called by the President.**
2. **Board meetings shall be open to attendance by Congregants and invitees unless the President or Chair, with good and sufficient cause, directs otherwise. Congregants and invitees may speak at such meetings only with permission of the President or Chair.**

SECTION E:

Fifty percent (50%) of the voting members of the Board plus one shall constitute a quorum at the Board of Trustees meeting.

SECTION F:

Terms will be staggered so no member shall be elected by the Congregation to the office of Trustee for more than three (3) consecutive two (2)-year

terms. In 2020 only, half of the Trustees will be elected for one-year terms and half will be elected for two-year terms.

SECTION G:

Each Trustee shall be expected to:

- 1. Attend Board meetings regularly.**
- 2. Accept committee assignments**
- 3. Be familiar with the bylaws.**
- 4. Participate in and support the Temple's educational, cultural, and social functions.**

Each Trustee shall be encouraged to attend Temple Sinai religious services.

SECTION H:

No full-time employee of the Temple (as may be defined by the Board of Trustees) shall be eligible to be an Officer or Trustee of the Temple.

Nothing contained herein to the contrary shall prohibit a part-time employee (as may be defined by the Board of Trustees) from being an Officer or Trustee; provided, however, no part-time employee shall vote and/or participate in any matter (as may be determined by the Board of Trustees) which affects or may affect their employment agreements (as may be determined by the Board of Trustees) with the Temple.

SECTION I:

All resignations of any Board member shall be submitted to the Board in writing.

SECTION J;

Unless specifically precluded in these bylaws, each Board member shall be entitled to one (1) vote.

SECTION K:

- 1. Without limiting the generality of any indemnification provisions contained within the Articles of Incorporation, the Congregation may indemnify, save and hold harmless each of its Trustees and Officers against all liabilities and expenses (including reasonable**

attorney fees) of whatever kind and nature arising directly or indirectly by reason of such individual being a Trustee or Officer, except with respect to any matter as to which he or she shall have been adjudicated not to have acted in good faith in the reasonable belief that his action was in the best interest of the Congregation.

The Congregation may purchase and maintain insurance on behalf of any person who holds or has held any position in the Congregation against any liability which may be incurred by him or her in any such position, or arising out of his or her status as an Officer or Trustee of the Congregation, whether or not the Congregation would have the power to indemnify him or her against any such liability; or the Congregation may reimburse any such person of the reasonable and necessary costs of obtaining and maintaining such personal insurance.

ARTICLE IV

CONGREGATIONAL MEETING

SECTION A:

1. The annual meeting of the congregation shall be held in June of each year at a date and place to be fixed by the President. Election of Officers and Trustees shall be held during the annual meeting.
2. A semi-annual Congregational meeting shall be held in the month of December of each year at a time and place to be fixed by the President.
3. Special meetings of the Congregation may be called at the request of the President or upon the request of thirty (30) members of the Congregation upon written notice to the President. Said meeting to be called not later than twenty (20) days thereafter.
4. Notice of Congregational meetings shall be sent to every congregant by specific email and a letter sent via first-class mail with ten-day notice.

SECTION B:

For the purpose of voting at all Congregational meetings, every member in good standing, as defined in Article II Section B, over the age of eighteen (18) years shall be entitled to one (1) vote. An affiliate or associate member shall not be entitled to vote at any Congregational meeting.

SECTION C:

Twenty (20) members in good standing, as defined in Article II Section B, shall constitute a quorum at any Congregational meeting.

SECTION D:

Voting shall be by open ballot unless the Congregation, by one-third (1/3) of its members present, shall otherwise direct.

ARTICLE V

NOMINATION OF OFFICERS AND TRUSTEES

SECTION A:

- 1. A person to chair the Nominating Committee shall be appointed by the President, with the Executive Board's approval, no later than November 1. Said person shall be expected to attend meetings of the Board.**
- 2. No fewer than five (5) members shall be appointed to the Nominating Committee by the President, with the approval of the Executive Committee, by November 30.**
- 3. All of the above shall be approved by the Board of Trustees at the December Board meeting.**

SECTION B:

A majority of the Nominating Committee shall be in attendance in person, or by a conference call, in order for the Nominating Committee to take any action. In order to nominate a person for office, a majority of the Nominating Committee must vote in favor of a nominee. Upon presentation

of the Slate to the Board, the Finance Committee shall certify that the proposed slate contains nominees who are full members in good standing as defined herein.

SECTION C:

One person may not hold more than one office at any one time.

SECTION D:

The President must present the names of the Nominating Committee to the Board for approval on or before the December Board meeting of each year. Upon approval, through its chairperson, said members of the Nominating Committee shall be made known to the members of the Congregation in the Scroll. The Nominating Committee shall solicit and receive from the Congregation the names of prospective nominees.

SECTION E:

Nominations of the Nominating Committee must be filed and read at the March Board meeting. The Congregation shall be notified of such slate by email or first class mail within one week after said Board meeting together with a notice that any member of the Congregation may also nominate Officers or Trustees in accordance with Section G of Article V.

SECTION F:

Any member of the Congregation may also nominate Officers or Trustees by filing with the Nominating Committee no later than April 20 of each year a petition signed by ten (10) members of the Congregation. The Congregation shall be notified by email or first class mail of the final slate of nominations, which shall include nominations of the Nominating Committee as well as nominations made as here-in-before set forth, no later than April 30 of each year.

SECTION G:

No individual can accept the nomination for more than one office.

ARTICLE VI

ELECTIONS OF OFFICERS AND TRUSTEES

SECTION A:

The Congregation shall annually at its June meeting, elect a President, up to two (2) Vice Presidents, a Treasurer, a Recording Secretary, a Financial Secretary and Trustees in accordance with Article III, Section A, and fill all vacancies open at that time. Said Officers and Trustees shall be qualified in their respective office on the first day of July following each election. Said Trustees shall be elected for two (2) years to take the place of outgoing Trustees as their terms expire.

SECTION B:

In the case of a contested election, elections shall be by written ballot and two inspectors of election shall be appointed by the President to collect and count votes.

SECTION C:

No officer shall be elected to the same office for more than six (6) consecutive years.

ARTICLE VII

THE EXECUTIVE COMMITTEE

SECTION A:

The Executive Committee shall meet on or before the first Board meeting and in advance of each subsequent Board meeting. All decisions of the Executive Committee shall be by majority vote, which majority vote shall consist of no fewer than three (3) votes.

SECTION B:

The Executive Committee shall counsel with and serve as liaison with the Rabbi and other spiritual and educational leaders. The Executive Committee shall also advise and counsel the President and the Board of Trustees.

ARTICLE VIII

DUTIES OF OFFICERS

SECTION A:

The President shall:

- 1. Preside at all meetings of the Executive Committee, the Board of Trustees and the Congregation.**
- 2. In his/her absence, call on one Officer to serve in his/her capacity.**
- 3. Call special meetings at his/her own discretion, or at the request of either the Executive Committee, the Board of Trustees, or the Congregation as heretofore set forth.**
- 4. Cast the deciding vote if there is a deadlock, to determine whether a motion or resolution is carried or is not carried.**
- 5. Be an ex-officio member of all standing committees without a vote.**
- 6. Report on the status of the Congregation at both its semi-annual and annual meetings.**
- 7. Appoint all chairpersons for standing and/or special committees with the advice and consent of the Executive Committee**
- 8. Sign checks.**
- 10. Fill all Trustee vacancies on the Board of Trustees as needed, subject to the approval of the Executive Board.**

SECTION B:

The Vice President shall:

- 1. Upon the request of the President, during some time of vacancy, or in the event of the President's inability to carry out**

his/her term, the Board of Trustees shall select one Vice President to assume all the responsibilities and duties of the President during such time of inability.

SECTION C:

The Recording Secretary shall:

1. **Take and report minutes.**
2. **Report communications.**
3. **Issue all notices of meetings.**
4. **Conduct all correspondence.**

SECTION D:

The Treasurer shall:

1. **Be Chairperson of the Finance Committee**
2. **Be responsible for the maintenance of adequate financial records for the Temple as needed.**
3. **Supervise the receipt, disbursement, and safekeeping of Temple funds and securities.**
4. **Submit monthly reports to the Board on the financial operations of the Temple in relation to the budget.**
5. **Submit complete reports of the financial position and results of operations of the Temple's general and special funds as of December 31 and June 30 to the Board within forty-five (45) days thereof.**
6. **Supervise the bookkeeping staff.**
7. **Sign checks if necessary.**
8. **In absence of the President and two (2) Vice Presidents, assume all duties of the President.**
9. **Submit the annual budget to the Board of Trustees at the November Board meeting to take effect on January 1st of the following year.**

SECTION E:

The Financial Secretary shall act as Assistant to the Treasurer and shall record notes during Financial Committee meetings for the Committee members.

SECTION F:

In the event of the death, resignation or inability of any Officer, with the exception of the President, to carry out his/her term, the Board of Trustees shall fill all such vacancies until the next Congregational election not herein otherwise stated before.

ARTICLE IX

COMMITTEES

SECTION A:

Each committee of the congregation shall have a chairperson. No paid employee nor their spouse and/or their domestic partner shall be eligible to vote on a committee whose function is related to the employee's duties.

SECTION B:

Each committee shall be responsible for assisting the employees in every reasonable manner and, where appropriate, for supervising and directing their activities. Each committee shall regularly report to the Board concerning its own activities.

SECTION C:

1. Each standing committee shall be responsible for maintaining budgetary control over their expenditures and shall submit requests to the Finance Committee and obtain Executive Board approval prior to committing or expending funds for any item in excess of the amount budgeted if said funds are available.

2. **All other committees shall submit a budget to the Finance Committee and Board for approval prior to committing or expending funds on behalf of the congregation.**

SECTION D:

The Standing Committees shall have the duties and authority hereafter set forth and such other duties and authority as shall from time to time be delegated to them by the Board. In addition to the Standing Committees, the President and/or the Board shall have the ability to establish other committees.

RITUAL COMMITTEE:

This committee shall advise and consult with the Rabbi regarding his or her conduct of services, particularly regarding the Congregation's worship and ritual practices for Shabbat, High Holy Days, and Festivals. Said Committee shall provide the staff of ushers to serve during B'nei mitzvah services, the High Holidays, and on other appropriate occasions when a large number of congregants/guests is anticipated to be in attendance in order to make the seating more efficient and to maintain decorum.

HOUSING COMMITTEE:

This committee shall have supervision of the maintenance, improvement and repair of all real and tangible property of the congregation.

MEMBERSHIP COMMITTEE:

This committee shall encourage applications for membership in the Congregation. In addition, said Committee shall investigate all Temple resignations and report to the Board thereon.

SCHOOL COMMITTEE:

This committee shall supervise the general management and conduct of the schools of the Congregation. This committee may contain one non-voting teacher representative.

FINANCE COMMITTEE:

This committee shall have general responsibility of the financial affairs of the Congregation, advise the Board concerning all financial matters requiring consideration and action, prepare the annual budget and cooperate with all other committees concerning financial matters. The Treasurer shall be the Chairperson of said Committee.

FUNDRAISING COMMITTEE:

This committee shall coordinate and supervise all fund-raising activities, which shall be approved by the Board. Said Committee shall have the authority to appoint such sub-committees for specific functions as they shall deem necessary.

SOCIAL ACTION COMMITTEE:

This committee shall advance the cause of social action by strengthening and activating the ideals of Judaism, and relating these ideals to the problems and issues of our time. Said committee shall inform the Congregation on social issues and participate in community activities as approved by the Board. Said Committee shall secure prior approval of the Board before issuance of a public statement.

ADULT EDUCATION COMMITTEE:

This committee shall promote, supervise, and coordinate adult education activities and programs for the members of the Congregation.

ARTICLE X

AMENDMENTS

Amendments to these by-Laws must be in writing and must be proposed by the Board of Trustees, or by at least ten percent (10%) of the members of the Congregation and filed with the Board of Trustees. Such amendments as proposed shall be forwarded to each member of the

Congregation by email and first class mail at least ten (10) days prior to any regular meeting or any special meeting called for that purpose, with the notice that the proposed amendment and/or additional amendments proposed at the congregational meeting will be voted upon at the meeting. An affirmative vote of two thirds (2/3) of the members present shall be necessary to adopt any amendment.

ARTICLE XI

RULES OF PROCEDURE

The Rules of Procedure shall be determined by a relaxed Robert's Rules of Order unless otherwise specified herein.

I hereby certify that this is a true and accurate copy of the Bylaws of Temple Sinai as of February 5, 2020

President, Temple Sinai