

**BY-LAWS  
OF  
TEMPLE BETH EL OF FORT MYERS, FLORIDA, INC.  
a.k.a.  
TEMPLE BETH EL**

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**BY-LAWS  
OF  
TEMPLE BETH EL OF FORT MYERS, FLORIDA, INC.  
a.k.a.  
TEMPLE BETH EL**

The members of Temple Beth El of Fort Myers, Florida, Inc., also known as Temple Beth El ("Temple" or "Congregation") adopt for their government the following By-Laws, hereby abrogating and annulling all others:

**PREAMBLE**

Mission. The purpose of this Temple is to maintain a congregation devoted to the principles of Reform Judaism and to ensure the continuity of the Jewish people. These By-Laws have been written as a means of governing this Temple with the belief and understanding of the Congregation that full participation from our diverse and broad-based membership will enable us to fulfill this mission.

Goal. In the spirit of Reform Judaism, and with the belief in our future as an active and progressive community of Jews, it shall continue to be the goal of this Congregation to develop a relationship with God through communal worship, study of Torah, and assembly; to provide an institutional framework for Jewish culture; to provide Jewish historical, cultural and ceremonial knowledge to children, youth and adults; to apply the principles of Reform Judaism to the values and conduct of the individual, the family and our society.

**ARTICLE I: NAME**

Temple Beth El of Fort Myers, Florida, Inc. shall be known as Temple Beth El (hereafter referred to as the "Temple") located in Fort Myers, Florida.

**ARTICLE II: REFORM JUDAISM**

Guidance for Religious Practice. This Temple shall interpret Judaism in the context of Reform Judaism.

- A. Affiliation. This Temple, upon approval of its Board of Trustees ("Board"), may continue to affiliate itself with the Union for Reform Judaism (URJ) or any successor organization.

### ARTICLE III: MEMBERSHIP

- A. Unit of Membership. For the purposes of dues and assessments and entitlement to member benefits, the unit of membership shall be any single individual or a family. A family shall include a single parent, husband and wife or committed partners, along with any unmarried children under thirty (30) years of age.
- B. Lifetime Membership A Lifetime Member is the unit of membership making a non-refundable contribution, set by the Board from time to time, to be applied towards capital improvement, reduction of debt, or a designated endowment to be named by the donor. Acceptance and designation of Lifetime Membership is at the Board's discretion. This membership shall be terminated upon the death of the Lifetime Member (if married, the death of the last spouse of the original contributing couple), resignation, or termination of the member for any reason set forth in Article III, Section J, 1 below. Should such member permanently move from the Fort Myers area, the member's lifetime membership shall not be terminated, unless the member resigns.
- C. Honorary Members. Honorary Membership may be conferred upon such individuals as the Board determines from time to time. The Rabbi Emeritus, the Rabbi and the Cantor/Cantorial Soloist and their families shall be designated as Honorary Members. Honorary members shall not have voting rights.
- D. Special Membership Classifications. The Board may establish special membership classifications.
- E. Qualifications and Admission for Membership. Any person who meets one of the following prerequisites is eligible for Temple membership:
1. A person who is Jewish by birth, either through matrilineal or patrilineal descent, or by conversion;
  2. A person who is not Jewish but supports the Jewish beliefs, practices and Temple involvement of their Jewish spouse, committed partner, or children;
  3. A person, regardless of faith, who was previously part of a Temple member family unit and now agrees to support the mission of Temple Beth El;
  4. A person who continues Temple membership from the time these By-Laws are adopted.
- F. Membership Status
1. Good Standing. A member shall be in "good standing" when the member has met his/her/their financial obligations to the Temple and has abided by these By-laws. Hereafter the term "member" or "members" shall refer to member or members in good standing.
  2. Annual membership dues and other assessments shall be billed and be due and payable in a manner deemed appropriate by the Board.

Any member who is in arrears for a period of sixty (60) days from the due date shall be automatically deprived of the privileges of membership upon written notice by the Board unless other satisfactory arrangements have been made. Such notice shall be sent by certified mail, return receipt requested, and concurrently by regular mail.

3. A member may be reinstated by payment of all arrearages within thirty (30) days of receipt of such notice. Any member who wishes to reinstate membership after the thirty (30) days have elapsed must make satisfactory arrangements with the Board.

#### G. Benefits of Membership.

1. Participation in Temple Life. Members in good standing may participate in all activities of the Temple, including but not limited to:
  - a) Weekly and holiday services
  - b) Life cycle events
  - c) Religious school
  - d) *B'nei Mitzvah*
  - e) Confirmations
  - f) Additional educational opportunities
  - g) Social activities
  - h) Receipt of mailing and publications
  - i) Use of Temple facilities

Participation and use is subject to the rules, regulations, and charges as established by the Board. Benefits of membership shall include such participation in other activities and special events as may arise.

Participation privileges of any non-members in Temple life activities is at the discretion of the Board and shall only be permitted with approval of the Board or its designee(s).

2. Voting. Only members as defined in Article III, Section A, and such other classifications of membership as approved by the board to vote shall be eligible to vote on all matters coming before the Congregation. Each adult member shall have one vote. There shall be not more than two (2) votes from any membership unit.

#### H. Membership Dues and Financial Obligations

1. A member shall pay such annual dues and special assessments as shall be determined by the Board. Special assessments must be approved by a vote of at least seventy-five (75%) percent of the Board;
2. Should a new member be admitted to the Temple after December 1 of any year, that member's financial obligation shall be prorated.

#### I. Resignation of Member

1. A Member may resign from membership at any time upon written notice to the Board. Such resignation shall not relieve that member from any outstanding financial obligations. The Vice President - Membership shall ascertain the reasons for any member's resignation(s) and report same to the Board or its designee(s);

2. Members who resign shall be permitted to reapply for membership provided their financial obligations have been fulfilled and they otherwise meet the requirements for membership as set forth herein.

J. Termination of Membership

1. Should a member engage in conduct or take any actions(s) which is considered to be detrimental to the good and welfare of the Temple (i.e. failure to meet their financial obligations to the Temple; intentional actions which interfere with the stated purposes of the Temple, etc.) their membership may be terminated by a vote of two-thirds (2/3) of the Board;
2. Written notification shall be given to a member whose membership is proposed to be terminated. Such notice shall be given by certified mail, return receipt requested, at least ten (10) days in advance of the meeting to discuss and vote on the termination, and shall state the grounds for the terminations. The member shall be allowed to appear before the Board.

#### **ARTICLE IV: MEETINGS OF THE CONGREGATION**

A. Procedure for Meetings

1. Quorum. The quorum for a Congregational meeting in this Article shall be five (5%) percent of the total number of member units entitled to vote. Proxies shall not be considered for purposes of a quorum;
2. Eligibility. All eligible adult members (per Article III, Section F, 1) present at meetings including those by proxy (see below), shall be entitled to vote;
3. Vote Required. A vote on any matter shall be deemed to have passed when a majority of those present, in person or by proxy vote in favor thereof, unless otherwise provided for in these By-laws;
4. Notice. Every membership unit shall be notified in writing by first class U.S. mail at the member's last known address postmarked at least fourteen (14) days before any meeting, unless otherwise provided for in these By-laws. Members are responsible for keeping their addresses current with the Temple office;
5. Agenda. An agenda for all meetings in this Article shall be determined by the President, and shall be included with the scheduling notice to membership units, unless otherwise provided for in these By-Laws. The agenda shall include those issues or matters to be voted upon by the membership at the meeting and shall include a listing of those members nominated as Officers and Trustees.

B. Congregational Meetings. There shall be one Congregational meeting each year, during the month of March. The specific time, date and place of this meeting shall be determined by the Board.

C. Special Meetings. Special meetings of the Congregation may be called by the following: the President; a majority vote of the Executive Committee or the Board; a signed written petition of members based on a number representing at

least ten percent (10%) of membership units entitled to vote. Notification shall be by U.S. mail, first class, post marked at least five (5) days before the meeting. The purpose of the meeting shall be included in the notification in lieu of an agenda. No other business shall be conducted at this meeting.

D. Proxy and Mail-In Voting.

1. Purpose of the Proxy. All members are encouraged to attend meetings, participate in discussions, and to vote on matters presented. These procedures are designed to accommodate those members who are unable to attend meetings;
2. Proxy Procedure. An adult member may designate, in writing, signed and dated by the member, another adult member to vote on behalf of the signer of the proxy on any or all issues presented for vote at any of the meetings described in this Article except those involving the election of Board Trustees/Officers. The proxy holder may only be designated for two proxies per meeting. The proxy shall clearly state the name of the member who shall vote and the date of the meeting on a form provided by the Parliamentarian. Said proxy shall be fully completed and signed and presented to the Parliamentarian or his/her designee for validation at least 24 hours prior to the start of the meeting. Proxies will not be accepted at the time of the meeting;
3. Mail-In Voting. All voting for the election of Board Trustees and/or Officers shall be done exclusively by mail-in voting. The election ballot shall be mailed to members with instructions for voting. The ballot shall be submitted in an envelope provided with the ballot which will be sealed and signed by the submitting member and mailed to the Parliamentarian or his/her designee by a deadline date determined by the Board and included in the instructions accompanying the ballot.

## **ARTICLE V: ELECTION OF OFFICERS AND TRUSTEES**

- A. Election. The Officers and Trustees of the Temple shall be elected at the Congregational Meeting held in March.
- B. Nominating Process. All dates referenced in the following section shall apply to all years subsequent to the adoption of these By-Laws. If the date falls on a weekend, holiday or Jewish holiday, the first following day of business shall apply. The Congregation shall be notified by the Parliamentarian no later than November 1st, by Temple newsletter of the Board Trustee and/or Officer positions available for the next election and of the nominating process. Names to be considered for nomination for each position must be submitted in writing to the Election Committee care of the Temple office and received no later than December 1st. The Election Committee shall review and determine the eligibility, as provided in Article V, Section D, of each submitted candidate and shall notify the Board and the candidates in writing by mail postmarked by December 15th. If there is a dispute between the Election Committee and any submitted candidate over that candidate's eligibility for office that dispute will be resolved by the Board no later than January 15th of the following year. Such

resolution will occur at a meeting at which the disputed candidate will be permitted to state their case for eligibility. Each candidate will be notified at least one week in advance of the date of said Board meeting. The Board will vote in closed session.

In the event only one person is a candidate for a position, and upon the Election Committee's determination of eligibility, that candidate shall be elected. In the event that there are no names submitted for a particular position, the nominating process shall be kept open for such periods of time as the Board shall determine, from time to time, to allow for submission of candidates until no later than February 1st. Any position still remaining open shall then be filled by the President in office after the start of the next fiscal year as a vacancy as provided in Article V, Section G.

- C. Voting Process The Board shall inform the Congregation by mail postmarked no later than January 20th of the list of eligible candidates for all available positions. Candidates for each position shall be listed alphabetically. All candidates shall submit biographies and qualifications, limited to two hundred words, in time for publication in the February newsletter. In the event of a contest for any officer and/or trustee position, there shall be held a Candidate's Forum at the Temple at which time the candidates will have the opportunity to present their positions and the Congregation shall have a chance to meet each candidate. The format, time and date of the Candidate's Forum will be determined by the Board. Ballots will be mailed to Temple members eligible to vote no later than February 10th. Ballots must be received by the Temple office no later than March 1st. Ballots received will remain sealed and kept secure under the direction of the Parliamentarian. Ballots will be tallied by the Parliamentarian, Secretary and Treasurer within the twenty-four (24) hour period prior to the Congregational Meeting. In the event the current Parliamentarian, Secretary and/or Treasurer are running for re-election, a replacement person will be named by the President to tally the votes. Results will be announced at the Congregational Meeting. In contested elections, the candidate with the most votes shall be declared the winner. The ballots will be retained by the Parliamentarian for a period of at least one year following the Congregational Meeting.
- D. Eligibility for Officer and Trustee. To be a Board Trustee and/or Officer, such candidate must be a member in good standing (as provided for in Article III, Section F, Paragraph 1), have been a member for at least one year prior to taking office and be Jewish. In such instances where a person would serve as trustee due to their position in an affiliated organization as provided elsewhere in these By-Laws (i.e. Men's Club, Sisterhood, Preschool, etc.) and they are not Jewish, that person may not serve and the next highest officer in such affiliated organization who is Jewish shall serve in the position as trustee. No person, who is otherwise qualified herein to serve as Board Trustee and/or Officer, shall be permitted to hold office while an officer in another Temple or Synagogue in the following Florida Counties: Lee, Collier, Charlotte, Hendry and Glades.
- E. Term of Office. Each Officer and Trustee shall be elected for a two year term. The term of office begins the first day of the fiscal year following each election.

- F. Term limits. No person may serve for more than two (2) consecutive terms in the same Officer capacity and no Trustee shall serve as Trustee for more than four (4) consecutive terms in any capacity. Officers are simultaneously considered trustees for all purposes provided for in these By-Laws.
- G. Vacancies. All vacancies created for any reason during the term of each respective Board position or for lack of a candidate as described in paragraph B above, shall be filled by the President (at the time the vacancy exists) with the advice of the Election Committee and confirmed by the Board.
- H. Election Committee. The Election Committee shall consist of the following: Parliamentarian, Immediate Past President, one other member of the Board and two other non-Board Temple members chosen by the President and confirmed by the Board. No member of the Election Committee shall be eligible for consideration of any upcoming open position. In the event that the Parliamentarian desires to run for any open position, the President shall appoint another Board member who has not declared himself or herself a candidate for any such open Board position.

## **ARTICLE VI: BOARD OF TRUSTEES**

- A. Number and Designation of the Board of Trustees. The Youth Group may have one *ex officio* member. The Board (hereinafter referred to as "The Board") shall consist of twenty (20) members, as follows:
  - 1. Trustees/Officers
    - a) President
    - b) Immediate Past President
    - c) Executive Vice President
    - d) Treasurer
    - e) Secretary
    - f) Parliamentarian
    - g) Vice President - Administration
    - h) Vice President - Buildings and Grounds
    - i) Vice President - Education
    - j) Vice President - Membership
    - k) Vice President - Ritual
  - 2. Trustee/Committee Chairs
    - a) Caring and Sharing
    - b) Cemetery
    - c) Fundraising
    - d) Public Relations
    - e) Social Action
    - f) Volunteer
  - 3. Trustee/Auxiliary Organizations
    - a) Men's Club
    - b) Sisterhood
    - c) Pre-school

- B. Election and Term. All trustees shall be elected or appointed in accordance with Article V above, except as provided below:
1. The Immediate Past President shall automatically serve for a period of two years immediately following the end of that person's term as President and during that time shall not be eligible to serve in any other Trustee position or capacity;
  2. The appointments and terms of the representatives of auxiliary organizations shall be determined by those organizations.
- C. Powers and Duties are as follows:
1. The Board controls all aspects of the business of the Temple. The Board may delegate specific authority and responsibilities, from time to time, to committees, officers, or staff as it deems appropriate.
- D. Meetings. The Board shall meet at least once a month at such time and place as determined by the President. Additional Meetings may be called by the President, majority of the Executive Committee or majority of the Board. Notice of meetings shall be mailed (electronically or otherwise) at least five (5) days prior to such meeting except in the case of an emergency. A majority of the members of the Board shall constitute a quorum.
- E. Termination of Trustees
1. A Board member may be terminated as Trustee and removed from office for cause and/or for the following reasons, which may include but not be limited to: excessive absences, as defined as three consecutive absences or five or more missed meetings in any nine month consecutive period; no longer a member in good standing; conviction of a felony; or unresolved conflict of interest. Voting on the issue of the Trustee's termination shall be by secret ballot by the remaining Trustees. The Trustee at issue shall have the opportunity to state their case to the remaining trustees at a closed meeting and notification of such meeting shall be at least five (5) days in advance by mail (electronically or otherwise). However, the terminated Trustee may appeal the decision of the Board to the Congregation by notifying the Board in writing within fourteen (14) days of the wish to appeal. A special Congregational Meeting shall be called within thirty (30) days at which the Congregation may vote, by closed ballot, to reverse the Board's decision. The reversal must be by two-thirds (2/3) vote of the Congregation members present at the special meeting. Proxies or mail-in ballots shall not be permitted at this meeting.

## **ARTICLE VII: FINANCIAL OBLIGATIONS**

- A. Regular Expenditures: Except for recurring expenditures (i.e. utilities, mortgage payments, dues, etc.) expenditures shall be authorized in the following manner:
1. \$500.00 or less: Committee chairs, officers and/or authorized staff persons may approve such expenditures up to \$500.00 for such

- items or services within the scope of their duties/responsibilities without prior approval.
2. Between \$500.00 and \$2,000.00: Expenditures for any single items and/or services between the amounts of \$500.00 and \$2,000.00 must be approved in advance by the Executive Committee.
  3. Above \$2,000.00: Expenditures for any items and/or services in the amount above \$2,000.00 must be approved in advance by the Board.
- B. Emergency Expenditures: The President, Executive Vice President, Treasurer and/or Administrative Vice President may authorize any expenditure in the event of an emergency without prior approval. In such event, such expenditure shall be reported to the Board at its next meeting for review. For purposes of this paragraph, an emergency is defined as an event or series of events which place persons and/or property in imminent peril.
- C. Signing Checks: All financial obligations, including checks and other negotiable instruments, shall require the signature of both the President and the Treasurer. In the absence of one of these officers, the Executive Vice President shall have such authority. In the absence of both the President and Treasurer, the Executive Vice President and the Vice President of Administration shall have such authority. Credit/debit cards, payroll and petty cash accounts may be maintained upon such conditions as the Board deems appropriate. All checks for Temple organizations that maintain their own checking accounts shall be signed in accordance with their by-laws, regulations and policies.
- D. Legal Documents: The President and the Treasurer shall be required to co-sign all legal documents that obligate the Temple for more than thirty (30) days and/or more than one percent (1%) of the annual budget. In the absence of the Treasurer, the Secretary or Executive Vice President may sign such legal documents.

## ARTICLE VIII: OFFICERS

- A. Composition. The officers of the Congregation shall be:
1. President
  2. Immediate Past President
  3. Executive Vice President
  4. Treasurer
  5. Secretary
  6. Parliamentarian
  7. Vice President - Administration
  8. Vice President - Buildings and Grounds
  9. Vice President - Education
  10. Vice President - Membership
  11. Vice President - Ritual

All officers shall perform all duties as are usually incident to their office, including, but not limited to, the duties set forth in these By-Laws, and except for the President, shall report to the President and the Board.

- B. President: The President shall be the principal executive officer of the Congregation and shall perform duties, including, but not limited to, the following:
1. Meetings. Preside at all meetings of the Congregation, Board and Executive Board and special meetings when appropriate.  
The President shall be the official spokesperson for the Temple on all matters other than spiritual and religious, unless otherwise delegated by the President or as provided elsewhere in the By-Laws.
  2. Actions by Board. Execute all resolutions and other actions decided by the Board and the Congregation pursuant to these By-Laws.
  3. Documents. Sign all legal documents as provided for in these By-Laws.
  4. Committee and Other Appointments. Appoint standing and ad hoc committees, committee chairpersons, except as may be provided for in these By-Laws; appoint with the consent of the Board, representatives of the Congregation to all bodies wherein the Congregation may be entitled to representation (i.e. Jewish Federation); serve as *ex-officio* member of all committees and governing bodies of auxiliary Temple organizations.
  5. Board Vacancies. Fill vacancies on the Board in accordance with these By-Laws.
  6. Reports. Report Temple activities to the Board, the Executive Committee and the Congregation.
  7. Executive Vice President. Assign to the Executive Vice President such assignments and responsibilities that are consistent with these By-Laws.
  8. Newsletter. Exercise editorial oversight of the Temple Newsletter.
  9. Other Responsibilities. All officers and trustees shall be directly responsible to the President and, in addition, shall perform such other duties as may be assigned from time to time by the Board.
- C. Executive Vice President: The Executive Vice President shall perform duties, including, but not limited to, the following:
1. Assist the President;
  2. Perform all duties of the President in the absence of the President;
  3. Serve *ex-officio* on all committees of the Temple;
  4. Perform such other duties as assigned by the President or Board;
  5. Upon the death, resignation, disability or disqualification from office of the President, shall immediately become President for the remainder of the term. Should the

Executive Vice President be unable to fulfill the office of President during the term of the former President, the Board shall convene a special meeting for the purpose of determining which officer shall fulfill the remaining term of the President.

- D. Treasurer. The Treasurer shall perform duties, including, but not limited to, the following:
1. Custodian of all funds of the Temple;
  2. Chair the Finance Committee;
  3. Responsibility for maintaining a complete and accurate set of books and records of the financial condition of the Temple in accordance with generally accepted accounting principles as prescribed for non-profit organizations;
  4. Disburse the funds of the Temple after proper verification, and deposit funds of the Temple in its name in such financial institutions as designated by the Board;
  5. Render financial statements of the financial condition of the Temple at all Board, and Congregational meetings. A written financial statement shall be distributed to the Congregation before or at the Congregational or Special Meetings;
  6. Procure an audit of the books and records of the Congregation by a Certified Public Accountant as directed by the Board;
  7. With the assistance of the Finance Committee, prepare a budget for the upcoming year and present it to the Board at its meeting held before the Congregational meeting;
- E. Secretary The Secretary shall perform duties, including, but not limited to, the following:
1. Chair the standing Communications Committee, and appoint its members;
  2. Prepare notices of all meetings of the Congregation, Executive Committee and Board;
  3. Provide for the recording (either electronically or manually), maintenance and dissemination of complete and accurate minutes of all Board, Executive Committee and Congregational and Special Meetings.
  4. Maintain custody of correspondence directed to the Board, and shall be responsible for preparing correspondence at the direction of the Board;
  5. Maintain lists of committee members, including terms of office for Board and committee members. Maintain copies of minutes of all those Temple organizations that are required to keep minutes.

6. Be responsible for such duties customarily performed by the secretary of a corporate body, except those specifically delegated in these By-Laws.
- F. Parliamentarian The Parliamentarian shall perform duties, including, but not limited to, the following:
1. Chair the Election, By-Laws and Legal Committees;
  2. Advise the President, Executive Committee, all approved Committee Chairs and Board on matters involving parliamentary procedure and By-Laws as it applies to Temple activities;
  3. Certify minutes of Congregational, Board and Executive Committee meetings;
  4. Upon the direction of either the Board or the Executive Committee, to seek the services of legal counsel, whose hiring is subject to Board approval;
  5. Advise the President and Board on nominating procedures;
  6. Such other responsibilities as may be prescribed by the President, Executive Committee and/or Board.
- G. Vice President - Administration The Vice President - Administration shall perform duties, including, but not limited to, the following:
1. Responsibility for all administrative functions;
  2. Chair the Administration Committee;
  3. Oversee and supervise the daily operations of the Temple office and its administrative staff, including recommendations to the Board for hiring, termination, promotions, salary, and benefit changes relating to the Temple administrative staff.
  4. Oversee all facility activities, including the coordination of the use of Temple facilities and its security.
  5. Oversee securing and maintaining adequate insurance coverage.
  6. In consultation with the Rabbi, oversee the maintenance of the Temple Calendar. Oversee the maintenance of Temple records, including but not limited to *Yahrzeits*, Temple calendar, life-cycle events, databases and such other records required by the Board and/or Executive committee.
  7. Such other responsibilities as may be prescribed by the President, Executive Committee and Board.
- H. Vice President - Buildings and Grounds. The Vice President - Buildings and Grounds shall maintain the integrity of the structure and function of building and grounds and supervise all Temple maintenance employees, including recommendations to the Board for hiring, termination, promotions, salary and benefit changes relating to the Temple maintenance staff.
- I. Vice President - Education The Vice President - Education shall chair the Education Committee; work with the Clergy and chairpersons of all educational advisory committees, the Religious School Director and the Pre-school; serve *ex officio* on those committees. The Vice President - Education shall

oversee and supervise the Religious School Director and Pre-School Director, including recommendations to the Board for hiring, termination, promotions, salary and benefit changes.

- J. Vice President - Membership The Vice President - Membership shall chair the Membership Committee and supervise all recruitment and retention activities.
- K. Vice President - Ritual The Vice President - Ritual shall chair the Ritual Committee and appoint a subcommittee for Music when appropriate.

#### **ARTICLE IX: EXECUTIVE COMMITTEE**

- A. Members. The membership shall consist of the Temple Officers.
- B. Meetings. Meetings may be called by the President, and/or a majority of the members of the Executive Committee at such times and locations as they deem appropriate.
- C. Responsibilities and Authority. The responsibilities and authority of the Executive Committee shall be the following:
  - 1. Make recommendations and report to the Board;
  - 2. Authorize any emergency expenditure and/or take such other action when the Board is not in session, and cannot be called into session on a timely basis, to preserve or safeguard the interest or property of the Temple and report same to the Board at its next meeting.
  - 3. Implement resolutions and directives of the Board that are not inconsistent with these By-Laws;

#### **ARTICLE X: COMMITTEES**

- A. Purpose. The purpose of committees is to assist the Officers and Trustees in the operations of the Temple and to encourage a wide participation of membership in Temple activities.
  - 1. Chair. The chair of each committee as set forth in this article shall be an elected officer or trustee. The President and Executive Vice President shall be *ex officio* members of all committees except for those they chair-
  - 2. Appointment to Committees. Appointments to committees shall be made by each Chair within thirty (30) days after the election. Committees shall be in place and prepared to function by the beginning of the new fiscal year. Each committee shall consist of no less than three members including the Chair.
  - 3. Meetings. Each committee shall meet as determined by its Chair.
  - 4. Reports/Minutes. All committees shall prepare reports to be presented to the Board at the regular monthly meetings, and shall prepare such other reports as the President deems necessary for Congregational and Special meetings. Minutes of meetings shall be prepared for each committee and submitted to the Board's secretary.
  - 5. Subcommittees. Each committee may establish subcommittees whose Chair shall be appointed by the committee Chair.

6. Ad hoc Committees. The President with the approval of the Board shall have the authority to establish ad hoc Committees deemed necessary or appropriate and appoint its Chair.
  7. Coordination. When committee activities and functions involve a mutual interest or concern of more than one committee, the committees shall coordinate their efforts under the supervision of the Executive Vice President.
  8. Operating Manual. Each committee shall develop and maintain an operational manual of its policies and procedures to be approved by the Board.
  9. Duties. The responsibilities of each committee are set forth in the following sections.
- B. Finance Committee. Chaired by the Treasurer, shall:
1. Assist the Treasurer in regularly reviewing the Temple finances;
  2. Develop and implement with the consent of the Board, systems and procedures for the management of finances;
  3. Assist the Treasurer in overseeing the bookkeeper's maintenance of financial records and reports;
  4. Review and analyze financial reports prepared by the bookkeeper;
  5. Make recommendations to the Board regarding all financial matters;
  6. Facilitate audits by a Certified Public Account at the Board's direction;
  7. Maintain and establish bank accounts and investment accounts, at the direction of the Board;
  8. Prepare a detailed proposed annual budget based on reasonably anticipated income and expenditures for the ensuing fiscal year, and submit the proposed budget to the Board for approval prior the to Congregational meeting.
  9. Coordinate with the Vice President - Membership regarding the status of individual members.
- C. Education Committee. Chaired by the Vice President - Education, shall:
1. Include representatives from various Temple Education programs as may exist from time to time;
  2. Establish, develop and maintain educational programs and appoint chairs of Temple Education programs;
  3. Act as liaison to the Board for all education-related committees, functions, organizations and activities, including, but not limited to, the religious school and adult religious/cultural/educational programs;
  4. Coordinate with outside organizations to provide Jewish education for the community;
  5. Maintain a calendar of events with the office and with other Jewish organizations;
- D. Membership Committee. Chaired by the Vice President - Membership, shall:
1. Develop activities, programs and procedures for the recruitment, retention, follow-up, orientation and integration of members;

2. Develop membership materials;
  3. Coordinate and encourage Membership Committee members and volunteers to be present at Temple functions;
  4. Coordinate efforts with the Finance Committee to encourage members to achieve the status of good standing and report to the Board for further action, those members whose good standing has not been achieved;
  5. Determine all changes in membership status.
- E. Ritual Committee. Chaired by the Vice President - Ritual, shall:
1. Assist the Rabbi on matters related to the administration of rituals and observance, including, but not limited to, assignment of Honors at Sabbath and High Holy Day Services, usher assignments, seating arrangements, *Bimah* assignments and selection of prayer books and materials.
- F. Administration Committee. Chaired by the Vice President - Administration., shall:
1. Assist the Vice President of Administration in all duties of this office;
  2. Appoint the Chair of the Cultural Resources subcommittee which shall be responsible for the Art, Archives and Library of the Temple.
    - a. Art: This subcommittee shall be responsible for overseeing the aesthetic aspects of the Temple. All artwork owned by or offered to the Temple shall be the responsibility of this subcommittee, including the acquisition, preservation, placement and ultimate disposition, subject to such approval as may be required by the Board.
    - b. Archives: This subcommittee shall be responsible for collecting and preserving all available historical information about the Temple.
    - c. Library: This subcommittee shall be responsible for the operation of the Temple Library, subject to such approval as may be required by the Board.
  3. Coordinate with the Buildings and Grounds Committee regarding food service operations and facilities.
- G. Buildings and Grounds Committee. Chaired by the Vice President - Buildings and Grounds, shall:
1. Assist the Vice President - Buildings and Grounds in all duties of this office.
- H. Communications Committee. Chaired by the Secretary, shall:
1. Assist the secretary in all duties regarding communications and public relations, including the distribution of the Temple Newsletter.
- I. Elections Committee. Chaired by the Parliamentarian, shall:
1. Review and make recommendations to the Board for Officer and Trustee vacancies. Assist the Parliamentarian in the implementation of the election process described in Article IV, Section D.

- J. Fundraising Committee. Chaired by the Fundraising Trustee, shall:
  1. Organize, plan and coordinate all fundraising activities, except for dues or annual pledges, for the short and long term needs of the Temple, as directed by the Board.
- K. Social Action Committee. Chaired by the Social Action Trustee, shall:
  1. Identify projects and programs on a local, national and international level which may warrant the Temple's participation;
  2. Promote *tikkun olam* through social advocacy, social justice and *mitzvot*.
- L. Public Relations Committee. Chaired by the Public Relations Trustee, shall:
  1. Be responsible for all publicity and publications to members;
  2. Market the Temple;
  3. Coordinate public relations and advertising, and;
  4. Compile the Temple newsletter.
- M. Planning Committee. Chaired by the Immediate Past President, shall:
  1. Include the Executive Vice President and all past Presidents;
  2. Study and formulate plans for short and long term goals of the Temple;
  3. Prepare an annual report to the Board of its planning goals.
- N. Caring and Sharing Committee. Chaired by the Caring and Sharing Trustee, shall:
  1. Coordinate Temple activities to meet the personal needs of members during illness or hardship;
  2. Coordinate celebration of life cycle events, and;
  3. Coordinate personal bereavement observances.
- O. Volunteers Committee. Chaired by the Volunteers Trustee, shall:
  1. Recruit, organize and coordinate volunteers for Temple activities.
- P. Clergy Liaison Committee, chaired by the President, shall:
  1. Include the Executive Vice President, the Vice President Ritual and three (3) other members of the Congregation;
  2. Be responsible for meeting with the Clergy, define, discuss and make recommendations regarding the relationship between the Congregation and Clergy;
  3. Submit a written annual evaluation of Clergy for Board's review.

## ARTICLE XI: CLERGY

- A. Rabbi.
  1. The Rabbi shall be the religious leader of the Temple and have the responsibility to teach and exemplify the spiritual, educational and social traditions of Reform Judaism. The specific duties of the Rabbi shall be detailed in a written agreement between the Temple and the Rabbi. The Rabbi shall have the freedom of the pulpit to preach and teach Judaism. The Rabbi shall report to the President and give reports at all regular Board and Congregational meetings unless excused by the President.
  2. The Rabbi shall abide by the guidelines for Rabbinic Congregational Relations of the Union for Reform Judaism (URJ) and the

Central Conference of American Rabbis (CCAR), as may be amended from time to time, except as otherwise provided for by the Board.

- B. Assistant Rabbi. The Temple may employ an Assistant Rabbi, whose duties shall be defined by the Rabbi and the Board. Prior to the selection of the Assistant Rabbi, the Rabbi, in consultation with the Board, shall define the areas in which the Assistant Rabbi is to function. The Assistant Rabbi shall be responsible to report to the Rabbi. The duties of the Assistant Rabbi shall be detailed in a written agreement between the Assistant Rabbi and the Temple.
- C. Rabbi Emeritus. The Rabbi Emeritus may be a past rabbi(s) who, after designation as such by the Board, shall have limited rabbinic privileges, as defined from time to time by the Rabbi and Board.
- D. Cantor/Cantorial Soloist(s) ("Cantor"). The Cantor may have responsibility for the musical portions of the services, festivals, holidays, musical training and choir. The duties of the Cantor shall be detailed in a written agreement between the Temple and the Cantor, with the advice of the Rabbi. The Cantor shall be responsible to report to the Rabbi.
- E. Selection of Clergy.
  - 1. Ad Hoc Clergy Committees.
    - a. Selection/Retention Committee. The Selection/Retention Committee shall be comprised of the following: Executive Vice President, Vice President - Ritual, at least two (2) other Board members and at least five (5) non-Board Temple members. The Committee shall have no less than nine (9) and no greater than thirteen (13) members and be chaired by a non-Board member. The President shall be an *ex-officio* member. The Committee members shall be chosen by the President with the advice and consent of the Board and shall remain in office upon the terms as delineated by the Board. The purpose of this Committee is to investigate and make recommendations with regard to the selection of clergy for vacant positions and retention of existing clergy. Except as may be otherwise provided in this Article, the procedures and criteria shall be determined by the Committee. Reports of its findings and recommendations shall be made to the Board.
    - b. Contract Committee. The Contract Committee shall be comprised of the President, Executive Vice President, one other Board member and two (2) non-Board Temple members. The Committee shall be chaired by the President and the members chosen by the President with the advice and consent of the Board. The purpose of this Committee is to negotiate, draft and make recommendations regarding contracts with Clergy for Board and Temple approval as provided below.
  - 2. Selection of Rabbi. Upon a vacancy in the Rabbi's position, the Selection/Retention Committee shall be convened to take all appropriate action to find a replacement. This Committee shall use all available

resources and guidelines of the URJ and CCAR, but are not bound by same. Should this Committee deviate from such guidelines, an explanation of how and why shall be provided in any report to the Board. The Board shall consider such recommendations from the Selection/Retention Committee and any such selection of a new Rabbi must be approved by at least two-thirds (2/3) of the entire Board. After such approval, the Board will refer this matter to the Contract Committee for negotiation and drafting of a contract with the prospective Rabbi. The proposed contract will be brought to the Board for consideration and approval. Approval of the proposed contract must be made by two-thirds (2/3) of the entire Board. After Board approval, a properly convened meeting of the Congregation shall be called for consideration and approval of the prospective Rabbi's proposed contract. The vote by the Congregation shall be by secret written ballot and shall require at least two-thirds (2/3) approval of Temple members so voting. During the selection process of the new Rabbi, the Board may employ an Interim Rabbi. Any contract between the Interim Rabbi and the Temple shall be in writing and valid for a period no greater than one (1) year.

3. Retention of Rabbi. At least one (1) year prior to the end of any Rabbi's term of office, the Selection/Retention Committee shall be convened to consider the Rabbi's retention. The process and criteria used shall be consistent with the URJ and CCAR guidelines as well as these By-Laws and the Rabbi's current contract. This Committee shall, in addition to other resources, specifically confer with the Clergy Liaison and Ritual Committees. No later than eleven (11) months prior to the end of any existing Rabbi's term of office, the Committee shall make its recommendations to the Board. Should the Board approve retention of the existing Rabbi(s), the Board shall immediately refer this matter to the Contract Committee for negotiation and drafting of a new contract. In the event the Contract Committee and Rabbi agree on the terms of a new contract the Contract Committee shall then make its recommendations to the Board for consideration. The proposed contract must be approved by two-thirds (2/3) of the entire Board. After Board approval, a properly convened meeting of the Congregation shall be called for consideration and approval of the Rabbi's proposed contract. The vote by the Congregation shall be by secret written ballot and shall require at least two-thirds (2/3) approval of Temple members so voting. Failure at any point to approve retention of any Rabbi shall create a vacancy in that Rabbi position and require the Board to take action described in Article XI, Section E, Number 2 or 3.
4. Assistant Rabbi. In the event the Board and Rabbi make a recommendation for the hiring of an Assistant Rabbi, the Board shall convene the Selection/Retention Committee for selection of same. Such Assistant Rabbi's specific duties (full or part time) shall be established in advance by the Rabbi and Board. The Selection/Retention Committee shall fulfill its obligations in the same manner as described in

Paragraph 2 above. The Board shall consider the recommendations of the Selection/Retention Committee and any such selection of the Assistant Rabbi must be approved by at least two thirds (2/3) of all Board members for final approval. Approval by the general membership shall not be necessary. After such approval, the Board will refer this matter to the Contract Committee for negotiation and drafting of a contract with the prospective Assistant Rabbi and bring its recommendations and report to the Board for consideration. Board approval of the contract with the Assistant Rabbi shall require at least two-thirds (2/3) approval of the entire Board.

5. Cantor/Cantorial Soloist(s). The selection of a Cantor shall be made by the Board with the approval of the Rabbi. In the event of a vacancy in the Cantor position the Board shall convene the Selection/Retention Committee who, in consultation with the Rabbi, shall recommend a Cantor to the Board. In the event the Board approves such selection with the Rabbi's consent, the Board shall refer such recommendation to the Contract Committee for the negotiation and drafting of a contract with the prospective Cantor. Such contract shall be subject to Board approval by a two thirds (2/3) majority of the Board members. Retention of an existing Cantor shall be considered prior to the termination of the existing Cantor's contract and shall be considered in the same fashion as selection process. There shall not be Congregational vote on the selection or retention of a Cantor.

## **ARTICLE XII: CEMETERY**

The Temple now and/or in the future may own, lease and/or control cemetery space that is appropriate for Jewish burials. The Temple currently operates the Garden of Memories ("cemetery") in Ft. Myers. The Cemetery Committee shall be responsible for the oversight and management of the Cemetery and shall:

- A. Establish its own rules and procedures and membership criteria subject to approval by the Board.
- B. Establish rules, regulations and fee structures related to use of the Cemetery.
- C. Establish means for raising funds for the Cemetery. Such Garden of Memories Cemetery Fund shall be a separate bank account not commingled with any other Temple funds and shall be used exclusively without exception for Cemetery purposes so long as the Cemetery continues in existence.
- D. Take appropriate actions necessary for the maintenance and beautification of the Cemetery.
- E. Appoint a member of the Cemetery Committee as its representative on the Board as the Cemetery Trustee.

## **ARTICLE XIII: AUXILIARY ORGANIZATIONS/DIVISIONS**

- A. Sisterhood, Men's Club, Parent Teacher Organization and Youth Group.  
 Sisterhood, Men's Club, Parent Teacher Organization and Youth Group are authorized auxiliary organizations of the Temple. Their constitutions and/or by-laws, are subject to the approval of the Board. The Sisterhood and Men's Club shall each have a representative member on the Board as chosen by their respective organizations. The Youth Group shall be represented by its President or his/her designee, as an *ex officio* member of the Board. The Board shall have the authority to examine and audit the books and financial records of the Auxiliary organizations at its discretion. In the event any such Auxiliary organization shall disband for any reason, its funds and assets shall merge with and remain Temple property.
- B. Temple Beth El Pre-school
1. The Temple Beth El Pre-school ("Pre-school"), currently doing business as The Learning Tree, is a nondenominational, developmental pre-school, licensed to operate under the laws of the State of Florida. The Pre-school's operations, written rules and procedures are subject to the approval of the Board. The Board shall have the authority to examine and audit the books and financial records of the Pre-school at its discretion.
  2. The Pre-school shall:
    - a) Operate under the direction of the Temple Beth El Board of Trustees;
    - b) Operate under the day-to-day direction of the Pre-school Director.
  3. The Preschool Director shall:
    - a) Report to the Vice President - Education or his/her designee;
    - b) Occupy a seat on the Education Committee;
    - c) Implement decisions and recommendations of the Temple Board and Education Committee;
    - d) Meet regularly with the Pre-school's Parent Advisory Council ("PAC")
    - e) Provide financial data, as requested, to the Temple Treasurer;
    - f) Provide an annual budget to the Temple Board for approval.
  4. Parent Advisory Council. The PAC shall:
    - a) Include parents of enrolled students and at least one member appointed by the Temple Board;
    - b) Establish its own by-laws, rules and/or procedures subject to approval of the Board, and elect its own officers;
    - c) Provide support (financial and otherwise) for the benefit of the Pre-school's students, teachers and staff.

#### **ARTICLE XIV: FISCAL YEAR**

The fiscal year is from June 1 to the following May 31. The Board, by two-thirds (2/3) vote, may establish a new fiscal year.

## **ARTICLE XV: AMENDMENTS**

- A. Proposal for amendments to these By-Laws may come from: The Board by majority vote; The Executive Committee by two-thirds (2/3) vote; or any member by a petition signed by twenty-five (25) members in good standing. All proposals shall be in writing and shall be reviewed by the Parliamentarian for proper form and procedures and to exclude conflicts with existing By-Laws.
- B. Any properly proposed amendment shall be brought before the Congregation at its next scheduled meeting, if at least twenty (20) days advance notice of the proposed amendment is given in writing to the membership. A special meeting may be called for such amendment to be considered. Approval by the membership by two-third (2/3) of members present at a properly convened meeting is necessary to pass such an amendment.

## **ARTICLE XVI: INDEMNIFICATION**

- A. The Congregation shall indemnify any person who is, or who is threatened to be made, a party to any legal proceeding because he or she was a trustee, officer, employee, professional staff, Clergy, or agent of the Temple. This indemnification shall apply to expenses (including attorney's fees), judgments, fines and amounts paid in settlement (if approved by the Board of Trustees in advance) and actually and reasonably incurred by him/her in connection with such action, suit, or proceeding, if he/she reasonably believed to be acting in the Temple's interests. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of *nolo contendere* or its equivalent shall not, of itself, create a presumption that the person did not act in a manner which he/she reasonably believed to be in or not opposed to the interests of the Congregation, and with respect to any criminal action or proceeding, has no reasonable cause to believe that his/her conduct was unlawful.
- B. The Temple shall attempt to purchase and maintain insurance on behalf of any person(s) who are indemnified by A above.

## **ARTICLE XVII: DISSOLUTION OR MERGER**

In the event of the dissolution or merger of the Temple, no officer, trustee, employee, or representative of the Temple 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 Temple from any source, after the payment of all debts and obligations of the Temple, shall be distributed in accordance with the applicable provisions of the IRS code as it now exists or is hereafter amended. Moreover, any such use or distribution of the money or property of the Temple shall be in accord with the Temple's purpose as set forth above, and, to the extent possible, shall promote similar or related purposes.

## **ARTICLE XVIII: EFFECTIVE DATE**

These By-Laws shall take effect immediately.

## **ARTICLE XIX: MERGER OF TEMPLE EMANU-EL OF LEHIGH ACRES, FLORIDA, INC. WITH TEMPLE BETH EL OF FORT MYERS, FLORIDA, INC.**

- A. In accordance with the Florida Not for Profit Corporation Act, and pursuant to Section 617.1105, Florida Statutes, Articles of Merger and a Plan of Merger, both dated as of May 23, 2007, were heretofore duly filed with the Florida Department of State, by which Temple Emanu-El of Lehigh Acres, Florida, Inc., as merging corporation, merged with Temple Beth El of Fort Myers, Florida, Inc., as surviving corporation (hereinafter referred to as the “merger”).
- B. Pursuant to Article III, A., 8. of these By-Laws, the members of the former Temple Emanu-El of Lehigh Acres, Florida, Inc., heretofore admitted to the full privileges of membership in Temple Beth El of Fort Myers, Florida, Inc., shall be classified as “Chai Members”, and shall not presently, nor at any time in the future, be required to pay any dues, assessments (including, without limitation, building fund assessments) or other fees imposed upon members of Temple Beth El of Fort Myers, Florida, Inc., in order to retain their lifetime status therein or their rights attendant thereto.
- C. Notwithstanding the provisions of Article V, C. of these By-Laws, by virtue of the merger, the members of the former Temple Emanu-El of Lehigh Acres, Florida, Inc., upon their admission as members of Temple Beth El of Fort Myers, Florida, Inc., shall have been deemed to be members in good standing of Temple Beth El of Fort Myers, Florida, Inc. for over one (1) year prior to the effective date of such merger, and, as such, shall be eligible to hold office as an officer or trustee on the Board of Trustees of Temple Beth El of Fort Myers, Florida, Inc.
- D. Notwithstanding the provisions of Article VI, A. of these By-Laws, by virtue of the merger, the Board of Trustees of Temple Beth El of Fort Myers, Florida, Inc. shall be increased from twenty (20) members to twenty-two (22) members, until June 1, 2009 only, during which time the two (2) additional members of the Board of Trustees shall be representatives selected by the members of the former Temple Emanu-El of Lehigh Acres, Florida, Inc., who shall sit as voting Trustees. This provision shall expire without any further amendment or action necessary on June 1, 2009, whereupon the Board of Trustees of Temple Beth El of Fort Myers, Florida, Inc. shall revert back to twenty (20) members who shall take office on that date.
- E. This Amendment to the By-Laws of Temple Beth-El of Fort Myers, Florida, Inc. shall take effect immediately upon its adoption.

ADOPTED by the Congregation of Temple Beth El of Fort Myers, Florida, Inc., this 20th day of November, 2008.

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Linda Sweet, President

Attest: \_\_\_\_\_, Secretary

Attest: \_\_\_\_\_, Parliamentarian