

2020 0419 Proposed by-laws amendments:

Article IV: Add new Section 5:

Section 5. State of Emergency. In the event that a state or federal emergency is ongoing and the Board of Trustees determines that the conditions of such emergency are reasonably likely to interfere with the regular in-person conduct of the Annual Meeting described in Section 1 of this Article IV, the Board of Trustees may determine that the Annual Meeting shall be held remotely by teleconference, videoconference, email or other technology, or some combination thereof, and make arrangements to conduct the Annual Meeting accordingly. Notwithstanding anything in the preceding sentence, the Board of Trustees is not authorized pursuant to this Section 5 to change the month in which the Annual Meeting will take place or to modify the notice period, quorum or agenda requirements applicable to the Annual Meeting, in each case as set forth in this Article IV. The Board of Trustees shall make all reasonable accommodations necessary in order to facilitate the membership's participation in any Annual Meeting conducted pursuant to this Section 5.

Article VI:

Add the following sentence to Section 5 (Meetings) after the sentence "*Trustees may not vote by proxy.*" and before the sentence "*The Leadership Council shall meet at least quarterly, to hear a report of the state of the congregation and to provide a forum for discussion of whatever matters seem appropriate.*"

In the event that a state or federal emergency is ongoing and the President determines that the conditions of such emergency are reasonably likely to interfere the with the regular in-person conduct of meetings of the Board of Trustees, the President may make arrangements for the Board of Trustees to meet remotely by teleconference, videoconference, email or other technology permitting Trustees to be identified and to engage in real-time discussions.

Add the following sentence to Section 7 (Board Meetings):

If a meeting of the Board of Trustees is held remotely pursuant to Section 5 of this Article VI, the Board of Trustees shall make all reasonable accommodations necessary in order to facilitate the membership's attendance at such meeting (other than with respect to any executive session).

Add new Section 6A following Section 6:

Section 6A. Emergency Action. In the event that a state or federal emergency is ongoing and the President determines that it is necessary or advisable for the Temple to act prior to the next meeting of the Board of Trustees (including any special meeting that could be convened by 3 days' notice pursuant to Section 6 of this Article VI) (such action, an "emergency action"), the President may take, or designate another officer to take, such emergency action if the President (a) notifies the entire Board of Trustees of the proposed action via email at least 24 hours prior to the time the proposed action would be taken, (b) explains in the notification why the action must be taken sooner than a special meeting would allow, and (c) receives the affirmative email

approval of at least two Trustees (other than the President) and one member of the Temple clergy. In the event that an emergency action is authorized under the procedure outlined in this Section 6A then (x) a single officer's signature shall be sufficient on any document necessary to implement such emergency action and (y) the President shall promptly notify the entire Board of Trustees of all actions taken pursuant to this Section 6A.