

**Bylaws of Temple Emanu-El  
Edison, New Jersey**  
*Adopted by the Congregation on 6/1/2020*

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**ARTICLE I**  
**NAME, PURPOSE AND AFFILIATION**

**Section 1. Name.** The Congregation shall be known as “Temple Emanu-El” and shall be identified in these bylaws as the “Temple.” It is located at 100 James Street, Edison, New Jersey 08820 and is incorporated under the laws of the State of New Jersey.

**Section 2. Purpose.** The Temple’s purpose is to promote and perpetuate the fundamental and enduring principles of Judaism and to ensure the continuity and heritage of the Jewish people: to enable its members to develop a relationship with God through communal worship, study of Torah and assembly; to support the State of Israel; and to 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 Temple may engage in any lawful activity consistent with its tax-exempt status for which it may be organized under the applicable laws for nonprofit religious organizations.

**Section 3. Affiliation.** The Temple shall maintain membership in the Union for Reform Judaism (the “URJ”). It shall pay dues to the URJ and be entitled to all services as well as all privileges. The Temple shall be guided in its religious practices by its Rabbi, who shall be a member of the Central Conference of American Rabbis (the CCAR).

**ARTICLE II**  
**MEMBERSHIP AND VOTING**

**Section 1. Eligibility.** Any person of the Jewish faith, his or her spouse or partner, regardless of faith, and their children; and also, those who have religiously affiliated solely with Judaism shall be eligible for membership in the congregation. They shall be admitted to membership by the Board of Directors (hereinafter referred to as the “Board”) in accordance with such rules and regulations as the Board, from time to time, shall have promulgated.

**Section 2. Death or Divorce.** Death or Divorce shall not result in membership termination of their spouse or partner, regardless of faith, and their children as long as they meet the Temple’s financial requirements. In the event of divorce or partner termination, all members shall notify and advise the temple promptly. All members shall notify the temple of their membership intention promptly.

**Section 3. Unit of Membership.** For dues and assessment purposes, the unit of membership shall be the individual or the family as defined by the laws of the State of New Jersey. An unmarried child of the individual or the family (up to and including the age of 25 and residing in the same dwelling as the individual or family) shall be considered part of the family unit. A child over the age of 25 shall not be deemed part of the family unit unless he or she is a full-time student or a person of special needs as determined by the Board on a case by case basis.

**Section 4. Membership Classifications.** The Board may establish and rescind, if necessary, various classifications of membership.

**Section 5. Privileges of a Member in Good Standing.** A member in good standing is a member who is not presently under suspension and is not a delinquent member as defined in Article II, Section 12. A member in good standing shall have, among others, the following rights and privileges:

- a. To vote at all congregational meetings subject to the limitations in Article II, Section 6;
- b. To have the member's children attend the religious school of the congregation;
- c. To have the member's children become Bar/Bat Mitzvah according to the then current policies in the B'nai Mitzvah handbook and be confirmed in the Temple, providing the family remains current in their financial obligations;
- d. To have the services of the clergy and the use of the sanctuary for the immediate family's life-cycle events:
  - Baby naming – for members as parent or grandparent
  - Wedding – for members or member's child
  - Funeral – for members, member's parents or member's child
  - Unveiling – same as for funeral or families may choose to conduct their own service. The clergy may assist by providing a sample service. Dependent upon clergy availability and advance notice the above services are free to temple members. When deemed appropriate by the clergy, a travel reimbursement fee, according to IRS guidelines may be requested for distances greater than sixty (60) miles from the temple.
  - Life-cycle events for extended family members may be available for a fee at the discretion of the clergy.
- e. To have a seat in the temple of the congregation for all religious services;
- f. To participate in all activities held under the auspices of the congregation and its affiliated bodies.

**Section 6. Voting.** For voting purposes, dues paying members in good standing shall entitle each adult member one (1) vote at congregational meetings. Children of family members shall not be entitled to a vote. Remote and early votes shall be permitted per Article II, Section 7.

**Section 7. Remote and Early In-Person Voting.** Members in good standing

will be allowed to vote remotely or early in-person when and only when determined by the Board. Remote voting options will be determined by the Board. All remote and early voting will require the voting member to be named.

**Section 8. Financial Obligations.** As used herein, the financial obligations of every member, as applicable, shall include the obligation: to pay dues, building fund, campaign pledges, fully participatory scrip program requirements, Religious School tuition and fees, special assessments, Bar/Bat Mitzvah fees, late fees, interest charges and penalties, and any other pledges or financial commitments made by or required of such member.

**Section 9. Payment of Financial Obligations.** Members shall pay their financial obligations as proposed by the Board and as approved in accordance with the voting procedures set forth in Article VIII, Section 6 by the congregation voting at a general or special meeting. In the event of a proposed dues change, the congregation shall be advised in writing of such change prior to the meeting in accordance with the provisions set forth in Article VIII, Section 6. Dues shall be payable upon availability of a bill. Payment procedures shall be determined by the Board.

Any member who joins the Temple after the start of the fiscal year and prior to Simchat Torah shall be responsible for the payment of annual financial obligation in full. Any member who joins the Temple after Simchat Torah shall pay pro-rated dues, but in no event less than six (6) months' dues, building fund and religious school fees where applicable. Bar/Bat Mitzvah fees shall be paid in full no later than three months prior to the Bar/Bat Mitzvah.

**Section 10. Special Assessments.** If approved by the members of the Congregation in accordance with Article IV, Section 8, the Board may assess a special assessment upon the congregation.

**Section 11. Membership Resignation.** Resignation from the Temple shall be submitted in writing to the Board. Resignation shall not relieve a member from payment of any financial obligation due to the Temple for the fiscal year in which the resignation occurs. By a majority vote of the members of the Board present at such meeting, for good cause shown, such member may be relieved, in whole or in part, from the financial obligation due.

**Section 12. Financial Obligation Waiver, Modification, or Remission.** Exceptions for need may be granted for up to one (1) year at a time. All matters will be handled confidentially by the Finance committee.

**Section 13. Delinquent Members.** A delinquent member is one whose financial obligations are three (3) months or more in arrears. The delinquent member may be suspended by the Board following thirty (30) days' written notice of the proposed suspension sent by certified mail. Upon the suspension of any member, all of the member's rights and privileges and those of the member's family (including the right to vote) shall terminate. Suspension for failure to pay financial obligations shall be

deemed good cause for revocation of membership.

**Section 14. Reinstatement.** A suspended member shall be reinstated provided that all arrearages have been paid or have been waived.

**Section 15. Membership Revocation.** After due written notice and an opportunity to appear and be heard by the Board, any membership may be revoked for good cause. Conduct of the member or a person in the member's family which impairs or jeopardizes the good and welfare of the Temple and or the temple staff shall be deemed good cause for membership revocation.

### **ARTICLE III** **OFFICERS**

**Section 1. Designation of Officers.** The officers of the congregation, who shall be members in good standing of the Jewish faith, shall be as follows:

- a. President
- b. Vice Presidents; at least three (3), but no more than four (4), consisting of Executive, First (1<sup>st</sup>), Second (2<sup>nd</sup>) and Third (3<sup>rd</sup>) Vice Presidents;
- c. Secretary;
- d. Treasurer;
- e. Assistant Treasurer;
- f. Immediate Past President.

**Section 2. Executive Committee.** The President, Vice Presidents, Secretary, Treasurer, Assistant Treasurer and Immediate Past President, shall constitute the Executive Committee. Other non-voting individuals or guests may be invited as the President shall deem necessary. The President shall act as chairperson. During the interval between the meetings of the Board, the Executive Committee shall have the power of the Board in emergency matters. All actions of the Executive Committee on behalf of the Board shall be immediately reported in writing to all members of the Board. The Executive Committee shall meet on a regularly scheduled basis as determined by the President, but in no event less than ten (10) times per fiscal year. The role of the Executive Committee is to assess and report to the Board on all matters relating to the operations of the Temple and make recommendations to the Board on all policy matters. The Executive Committee shall develop an agenda for Board meetings. They shall seek opinion of legal counsel prior to entering into any actions or agreements that may materially affect the Temple, including, but not limited to, its finances.

**Section 3. Term.** Each officer shall be elected for a term of two (2) years. The term of all officers shall become effective upon the installation of the Board and conclude at the installation ceremony two years thereafter. No officer shall serve in any one office for more than two (2) consecutive terms, with the exception of the President, the Treasurer, and the Assistant Treasurer unless so approved by a vote of no less than seventy five percent (75%) of the members of the Board. After the expiration of one (1)

year, individuals may serve in an office they have held previously. Upon adoption of these bylaws, the eligibility requirements shall take effect and will be applicable to appointments of all future officers.

**Section 4. Election.** The election of officers shall take place at the Spring general meeting of the congregation. The election of any officer shall be in accordance with the provisions contained in Article VI, Section 1.

**Section 5. Powers and Duties of the President.** The President shall preside at all meetings of the congregation and of the Board. The President shall sign all legal documents requiring the signature of an officer of the congregation and shall perform all duties incident to such office. The President will sign in conjunction with the Treasurer any legal documents where monies are involved. The President shall appoint or dismiss for good cause chairpersons of standing committees subject to a vote by the members of the Board. The President shall assign the Vice Presidents to oversee standing committees. The President shall appoint all ad-hoc committees and the chairpersons of such ad-hoc committees. The President shall be an ex-officio member of all committees (other than the Nominating Committee). The President shall meet with the clergy to outline goals and create an implementation strategy for the upcoming year. Twelve (12) months thereafter, a review of this plan will be conducted by the President and the clergy. The President is responsible for mentoring the Vice Presidents to enable them to be effective leaders.

**Section 6. Powers and Duties of the Vice Presidents.** The Executive, First, Second, and Third Vice Presidents shall, in order, succeed to the office of President in case of vacancy and shall act for the President in case of absence or disability. The Vice Presidents shall assist the President in all of their duties. The Vice Presidents shall oversee those committees assigned to them by the President and shall present committee reports at board and congregational meetings.

**Section 7. Powers and Duties of the Secretary.** The Secretary shall:

- a. Prepare and keep minutes of the meetings of the congregation and the Board, including a summary at the end of the minutes of all motions carried;
- b. Make appropriate inquiry and report as to the absence of elected Board Members from general meetings;
- c. Issue notices of all meetings of the congregation and of the Board;
- d. Maintain a record of the sessions of the Executive Committee;
- e. Perform such other duties as are ordinarily incident to this office, or as may be assigned by the Board;
- f. Deliver to the successor in office all records and documents they have maintained in performance of the office of Secretary, at the expiration or prior to termination of his/her term of office;
- g. Read to the Board all communications addressed to it or to the congregation;
- h. Maintain all minutes on the Temple's server.

In the event of the absence or incapacity of the Secretary, the President shall appoint

another board member at such meeting to perform the Secretary's duties.

**Section 8. Powers and Duties of Treasurer and Assistant Treasurer.** The Treasurer shall be the custodian of all the books and records concerning the finances, securities, and investments of the congregation. The Treasurer shall arrange for the deposit of all funds in a recognized depository account or accounts with an institution insured by the FDIC. The Treasurer shall report the financial condition of the congregation to the congregation as and when required and to the Board on a monthly basis and shall perform all other duties incident to that office. Any two of the following people - Treasurer, Assistant Treasurer, President or Executive Vice President - may sign checks issued by the temple.

At the discretion of the Board, the Treasurer shall be bonded at the expense of the congregation. The Treasurer shall serve on the Finance Committee and any other committees directly involving financial matters of the congregation. The Treasurer, in the absence of the President and Vice Presidents, shall assume the duties of the President. The Assistant Treasurer shall assist the Treasurer in all of the Treasurer's duties and in the absence of the Treasurer, he or she shall assume the duties of the Treasurer. The Treasurer along with the President sign all contracts where monies are involved.

#### **ARTICLE IV** **BOARD OF TRUSTEES**

**Section 1. Vesting of Powers.** The Board of Trustees ("The Board") shall have the general management of the affairs of the congregation. It shall establish policies, guidelines, and direction with respect to matters within its management and control. The Board, or its designees, shall act on all matters of policy.

**Section 2. Composition of the Board.** The Board shall consist of:  
(a) the elected officers of the congregation; (b) at least six (6) but no more than fifteen (15) Trustees elected by the congregation from within its membership; (c) the Immediate Past President of the Temple; (d) up to three members of the Council of Past Presidents shall serve in ex-officio, nonvoting capacity; (e) all clergy may serve in ex-officio, nonvoting capacity. Eligibility for membership on the Board shall be reserved to those of the Jewish faith who are also members in good standing.

**Section 3. Term.** Trustees shall be elected by the congregation for a two (2) year term. The congregation shall elect Trustees as their term expires. The term of all offices shall become effective upon installation of the Board and conclude at the installation ceremony two years thereafter. No person who has served as a Trustee for two (2) full consecutive two (2) year terms may be elected for a third consecutive term. Such person may be elected as a Trustee again only after the lapse of at least one (1) year after the completion of the second two (2) year term. Upon adoption of these bylaws, the eligibility requirements shall take effect and will be applicable to appointments of all future Trustees.

**Section 4. Meetings of the Board.** The Board shall meet on a regularly scheduled basis as determined by the President, but in no event less than ten (10) times per fiscal year. In addition, the Board may meet at the call of the President or by written petition of at least fifty (50) per cent of the members of the Board. At such meeting called by written petition, no business shall be transacted other than that set forth in said petition. Each Board Member shall be notified of the time, place, and purpose of such meeting. The written petition shall be made to the Secretary. Any member of the Board failing to attend more than one third (1/3) of a fiscal year's meetings for reasons without good cause, may be terminated as a board member. The notification of said termination shall be in writing. With authorization of the President, meeting attendance is permitted by telephone, conference call, or webcast. The Religious School Principal, the Administrator, and the Youth Director shall attend and report quarterly. Members of the congregation can attend meetings of the Board as observers, but they will not be able to be present for closed sessions. Should any congregant wish to ask questions or present any information at a board meeting, they must reach out to the President prior to the meeting so that it may be added to the agenda.

**Section 5. Vacancies.** Vacancies on the Board shall be filled by appointment made by the President with the approval of a vote of the members of the Board. Trustees shall serve the remainder of the unexpired term.

**Section 6. Quorum.** A quorum shall consist of two thirds (2/3) of the members of the Board.

**Section 7. Voting.** In order to vote, a member of the Board must be in good standing. Except as provided elsewhere in these bylaws, any action required to be taken at a meeting of the Board shall require a majority vote of the members of the Board present at such meeting.

**Section 8. Powers of the Board of Trustees.** The Board shall have general management of the affairs, funds, records, and property of the congregation. It may establish policies, guidelines, and direction with respect to matters within its management and control. The Board shall:

- a. Determine membership dues, financial obligations, and payment procedures subject to the approval of the congregation in accordance with the provisions in these bylaws;
- b. Levy any special assessment, subject to the approval of the congregation in accordance with the provisions in these bylaws;
- c. Approve all unbudgeted contracts (including, but not limited to, employee contracts) in excess of \$599;
- d. Have the exclusive authority to hire and discharge all employees of the Temple;
- e. Call special meetings of the congregation whenever it is deemed necessary by a vote of seventy-five (75) percent of the members of the Board;

- f. Create and approve all business to be considered at a general meeting;
- g. Accept or reject all gifts to the Temple;
- h. Should the congregation vote to dissolve, relocate, or merge the Temple, the Board shall oversee such dissolution, relocation, or merger.

**Section 9. Duties of the Board of Directors.**

- a. To act as an ambassador of the Temple throughout the greater community;
- b. To attend board meetings per Article IV Section 4
- c. To chair or serve on a temple committee(s);
- d. To regularly attend religious services;
- e. To participate at Temple functions/events;
- f. To financially contribute to the Temple's Kol Nidre Appeal;
- g. To serve as a greeter during the High Holy Days, holidays, funerals and Shabbat services throughout the year;
- h. To review, approve for congregational presentation, and present an annual budget for the approval of the congregation;
- i. To consider all matters properly presented to the Board by congregational members pursuant to these bylaws;
- j. To otherwise comply with the Temple Board Brit.

**Section 10. Limitation on Expenditures.** The Board is hereby authorized to expend such sums not to exceed in the aggregate ten thousand dollars (\$10,000) beyond the budget in any fiscal year. Any sums in excess of said ten thousand dollars (\$10,000) in the aggregate shall be approved by the Board and then the congregation at a general or special meeting. Notice of said meeting shall contain a statement advising of the proposed appropriation. In the event of an emergency, congregational approval shall not be required.

**Section 11. Management of Property.** The Board shall be vested with the management of all property (real, personal, and mixed, hereinafter referred to as "property") belonging to the congregation. The purchase, sale, disposition, mortgaging, pledging, or leasing of any property with a value which is either singularly or in the aggregate in excess of ten thousand dollars (\$10,000), shall be subject to the prior approval by a vote of a majority of the members of the Board and thereafter authorized by a two-thirds (2/3) vote of the members of the congregation present at a special meeting. A statement of the proposed purchase, sale, disposition, mortgaging, pledging, or leasing in excess of ten thousand dollars (\$10,000) shall be set forth in the notice of any Board or congregational meeting at which such issue shall be decided, and which notice shall be provided no later than thirty (30) days prior to the date of such Board or congregational meeting.

**Section 12. Taking Action between scheduled meetings.** The Board may also take action without a meeting provided that:

- a. The President or his/her designee shall poll by telephone, in person, or by email, all of the members of the Board in good standing;
- b. Any action taken between meetings of the Board shall require a majority vote of the members of the Board;
- c. The results of the voting between scheduled meetings shall be recorded in writing and appended to the minutes of the next meeting of the Board;
- d. The polling process must be concluded within forty-eight (48) hours. Results of the poll shall be reported to Board members by email within twenty-four (24) hours of the conclusion of the polling process.

## **ARTICLE V** **COUNCIL OF PAST PRESIDENTS**

**Section 1. Purpose and Scope of the Council of Past Presidents.** Having been established by the Temple Emanu-El Board of Directors, the Council of Past Presidents (Council) shall provide an informal forum in which the Temple Emanu-El trustees, officers, staff and clergy may draw upon the experience of Temple Emanu-El's Past Presidents.

**Section 2. Composition of the Council.** The Council shall consist of all past Temple Emanu-El presidents who have completed their term of office, are members in good standing of Temple Emanu-El, and who wish to participate in the work of the Council. The Executive Vice-President shall attend meetings in a non-voting capacity and be present to pursue mentoring from Council members.

**Section 3. Term.** The Council members shall elect a chairperson for a one (1) year term and between 1-3 members to serve as Ex-Officio non-voting members of the Board of the Trustees for the term of one (1) year. The Council will vote to determine which members will join the Board prior to Board installation.

The role of the Immediate Past President remains as stated in the bylaws.

**Section 4. Meetings of the Council.** The Council shall meet on a regularly scheduled basis as determined by its members, but in no event less than one (1) time per quarter. The Council will also consider convening additional meetings if requested by its members, Temple Emanu-El's trustees, officers, clergy or staff. While Temple Emanu-El's trustees, officers, clergy or staff, may suggest topics for the Council's consideration, the Council will develop the agenda for its meetings.

At the discretion of the Council, Temple Emanu-El trustees, officers, clergy or staff may be invited to attend and participate in all or part of individual Council meetings. The President and/or the Rabbi may be asked to brief the Council quarterly on current and anticipated Temple Emanu-El developments, and to participate with Council members in discussing these matters. The Council's Chairperson may, at the direction of the Council, bring to the attention of the trustees, officers or clergy matters and questions that are of concern to the Council.

**Section 5. Duties of the Council of Past Presidents.**

- a. The Council will provide a forum in which the past presidents of Temple Emanu-El will advise and serve as a resource for the clergy and current Board of Trustees in regard to board training, operations and addressing grievances.
- b. The Council will elect one (1) to three (3) member(s) for a one (1) year term to serve as ex-officio non-voting members of the Board of Trustees. Members will attend Board meetings and may attend Executive Board meetings at the request of the President. These members may ask questions and participate in any discussions in regard to any Board related business.
- c. At the Spring and Fall congregational meetings the Council Chair may present a report about the Council's work to the congregation.
- d. Between one (1) to three (3) Council members will serve on clergy search and negotiations committees.
- e. The President of Temple Emanu-El may request the assistance of the Council for special projects as needed.
- f. The Council will develop and administer a grievance process for addressing internal issues regarding lay leadership and professional staff including clergy. The Council will receive grievances and conduct investigations when needed. The Council will issue their findings and suggest a course of action to the Board.
- g. Council members will be honored annually at the Board installation for their work on behalf of the congregation.
- h. The Council members will be the primary mentoring resource for trustees. The Council will determine the topics that should be covered to focus on professional development in order to make sure that those trustees continue to be properly prepared and able to ascend through the ranks of leadership.

**Section 6. Process and Access to Confidential Information.** If a Council member is made aware of a problem between clergy and current lay leadership, the member will provide either party with information about the Council's grievance process.

Council members will be required to sign and adhere to the same confidentiality agreement as board members.

**ARTICLE VI**  
**NOMINATIONS AND REMOVAL OF OFFICERS AND TRUSTEES**

**Section 1. Nominating Committee.** The nomination of all officers and Trustees of the Board shall be made by a Nominating Committee appointed by the President and approved by a vote of the members of the Board. The Nominating Committee will be selected and appointed at the January board meeting. The Nominating Committee shall consist of three (3) members of the Board in good standing including the Immediate Past President plus two (2) at large members of the congregation who are in good standing. The Immediate Past President (or a willing and able Past President if the Immediate Past President is unwilling or unable) shall act as chairperson.

**Section 2. Qualifications of Nominees.** All nominees for office and for the position of Trustee shall be members in good standing of the congregation. No person nominated shall be placed on the slate of nominees unless that person has indicated to the Nominating Committee that they would serve in the position, if elected. The position of Executive Vice President shall only be filled by a candidate who expresses a willingness to serve as President upon the conclusion of the existing President's term. Nothing contained herein shall be construed as requiring the Nominating Committee to nominate the Executive Vice President for the position of President.

**Section 3. Slate of Candidates.** The Nominating Committee shall prepare a slate of candidates for all elective offices and Trusteeships. Notice of the Nominating Committee's slate shall be sent to the congregation no less than six (6) weeks, but no more than seventy (70) days prior to the election at the Spring congregational meeting.

**Section 4. Nomination by Petition.** Nomination for any open elective office may be made by petition signed by ten (10) percent of the members of the congregation in good standing and entitled to vote and shall be filed with the Secretary of the congregation at least thirty (30) days prior to election after which no further nominations will be accepted. Notice of nominations made by petition shall be sent to the congregation at least ten (10) days prior to election.

**Section 5. Removal of Officers/Trustees.** Removal procedures may be instituted by a two-thirds (2/3) vote of the members of the Board or by written petition signed by twenty five percent (25%) of the congregation in good standing and entitled to vote. After due notice, any officer or Trustee may be removed from office for good cause by a two-thirds (2/3) vote of the members of the Board at a special meeting. Said officers or Trustees shall be given thirty (30) days' written notice and shall have the opportunity to be heard by the Board at said special meeting.

## **ARTICLE VII**

### **COMMITTEES AND AFFILIATES**

**Section 1. Designation of Standing Committees.** The following committees may be designated as standing committees, and the members thereof are to be selected according to the provision of these bylaws. All committee members shall be members of the congregation in good standing and shall be appointed by the President and committee chairperson. Each committee chairperson shall be appointed for a term of one (1) year subject to the provisions contained in Article III, Section 5. There shall be no term limit for the position of committee chairpersons. These committees shall include Finance, Religious, Administration and Education and such other sub-committees required to facilitate all other functions of Temple Emanu-El.

**Section 2. Duties of Standing Committees.** Committee chairpersons shall report to their respective Vice President after each committee meeting. Committee chairpersons shall be responsible for the creation of a mission statement and a Brit for all members to comply with.

The standing committees shall have the following duties:

- a. Finance: The committee shall review the accounts, books, and records of the Temple, assist the Treasurer in the preparation of the annual budget, and provide detailed estimates of the income and operating expenses for the ensuing year. The committee will review and ensure that all insurance policies are maintained and meet the current demands of the congregation. The committee will be responsible to evaluate and determine dues Scholarships. The committee shall meet no less than four (4) times per year. Members of this committee will be required to sign a non-disclosure agreement.
- b. Religious: The committee, together with the clergy, shall establish the guidelines for religious services and other ritual needs of the congregation. The committee will work with the congregation to create greeter schedules for religious services. The committee shall inform the congregation about events and issues that may be taken as individuals or as a congregation to implement Jewish ideals. The committee shall attend to the good and welfare of the members of the congregation. The committee shall recruit new Temple members, engage all Temple members to increase participation in Temple life, and retain families as members of the congregation.

- c. Administration: The committee shall be responsible for the supervision of the management, maintenance, and upkeep of the Temple property. The committee shall make recommendations to the board with respect to the hiring, retention, and termination of all employees of the Temple, with the exception of clergy and all religious school staff. The committee shall plan and implement fundraising activities for the congregation. The committee shall create a strategic and long term plan every two (2) years to present to the board. It will review this plan annually. The committee will create and distribute a monthly bulletin and weekly email to the congregation. The committee will review and maintain the employee handbook and ensure its compliance. This committee will be responsible for all public relations.
- d. Education: The committee shall create and promote educational programs for all members of the congregation. The committee shall work with the Rabbi and the Religious School Principal to develop policies and oversee events for the Religious School. The committee shall encourage a greater bond with Reform Judaism for the youth of the congregation through initiatives and activities outside of the Religious School.

**Section 3. Ad Hoc Committees Affiliated with the Congregation.** The Board shall from time to time create ad hoc committees as it may deem proper and delegate to them appropriate power and duties subject to the limitations as contained in these bylaws. The Board shall every five (5) years create an ad hoc committee to review and amend the bylaws.

**Section 4. URJ Affiliates.** URJ Affiliate organizations may be formed with the approval of the Board. Members of such organizations shall be members of the Temple; provided, however, that such organizations may admit non-members of the Temple to its membership but such non-members may not hold any office within such affiliate organization.

**Section 5. Committee Budgets.** Each committee that makes or requires any expenditure of congregational funds must submit a proposed budget to the Finance Committee by February 1<sup>st</sup>. Each committee shall be responsible for operating within the confines of the budget as finally approved by the Board. Each sub-committee shall be responsible for any funds collected by said committee and shall provide such reports and information as requested to the Finance Committee. At the conclusion of the sub-committee's work, a final accounting shall be provided to the Finance Committee.

## **ARTICLE VIII** **CLERGY**

**Section 1. Selection of Clergy.** A special committee, appointed by the President with the approval by vote of the members of the Board, shall conduct a search and recommend a candidate to be selected. The special committee, when selecting a Rabbi, shall follow the rules and regulations of the Rabbinic Placement Commission of the Union for Reform Judaism (URJ), the Central Conference of American Rabbis (CCAR), and Hebrew Union College-Jewish Institute of Religion (HUC-JIR). The special committee, when selecting a Cantor, shall consider, but not be required to follow, the rules of the American Conference of Cantors (ACC) and Hebrew Union College-Jewish Institute of Religion School of Sacred Music. Provided that the members of the Board approve by vote such recommendation, it shall be submitted to the membership for vote at a congregational meeting or at a special meeting of the congregation. A two thirds (2/3) vote of the members in good standing and entitled to vote who are present at said meeting shall be required for the initial election of clergy. The contractual term for clergy's initial period of service shall not exceed three (3) years.

**Section 2. Renewals of Contract.** A special clergy negotiating committee, appointed by the President with the approval of the members of the Board, shall negotiate and recommend renewal of the clergy's contract. The special clergy negotiating committee members shall be appointed by a vote no later than sixteen (16) months prior to clergy contract expiration. Each time the term of the contract of the clergy becomes eligible for renewal, provided the members of the Board approve by vote such renewal, the decision to renew such term shall be submitted to the membership for vote at a congregational meeting or at a special meeting of the congregation. A majority vote of the members per Article II, section 6 shall be required to renew a contract of the clergy. Lifetime contractual terms for clergy are expressly prohibited.

**Section 3. Removal of Clergy.** Provided that the Board approves a resolution for removal of clergy, it shall be submitted to the membership for vote at a congregational meeting or at a special meeting of the congregation. A two thirds (2/3) vote of the members per Article II, section 6 shall be required for the removal of clergy.

**Section 4. Duties of the Rabbi.** The Rabbi shall be the religious leader of the congregation and shall have the responsibility to teach and to exemplify the spiritual, educational, and social traditions of Reform Judaism. The following are the duties of the Rabbi:

- a. The Rabbi shall be responsible for worship and for all religious practices in conjunction with the Religious Committee;
- b. When requested by a congregant, the Rabbi shall officiate at the life-cycle functions which occur in the lives of the members using such rituals and procedures as the Rabbi shall determine, provided that the Rabbi shall have the right not to so officiate when procedures are requested which are contrary to the customs of the congregation or to the Rabbi's personal convictions;
- c. The Rabbi shall be responsible for the preparation of members for Bar and Bat Mitzvah and for Confirmation;
- d. The Rabbi shall have the responsibility for the education of members of the congregation in the traditions of Reform Judaism;
- e. The Rabbi shall have such other duties as are set forth in the Rabbi's employment agreement or, if consistent with the duties of Rabbis generally, as may be assigned to the Rabbi by the Board;
- f. The Rabbi shall perform such other duties as are customary for the Rabbi of a Reform congregation to perform.
- g. The Rabbi shall be available, if necessary, to visit sick and needy families of the congregation when requested by the family. The Rabbi's pastoral obligations may be shared, in the spirit and tradition of Reform Judaism, with the Cantor and with other members of the congregation.
- h. The Rabbi shall have the right to attend, without voting rights, meetings of the officers, the Board, and the congregation, except when requested to absent him or herself.
- i. The Rabbi shall follow the rules and regulations of the Union for Reform Judaism (URJ) and the Central Conference of American Rabbis (CCAR).

**Section 5. Duties of the Cantor.** The following are the duties of the Cantor:

- a. The Cantor shall be responsible for the development and implementation of liturgical music under the supervision and coordination of the Rabbi and the Religious Committee.
- b. The Cantor shall participate at all religious services as delineated in the Cantor's employment contract and work with the Rabbi in implementation of those services;
- c. The Cantor shall be available to officiate as Cantor at weddings and funerals when requested by the families or in the event of the absence of the Rabbi;
- d. Subject to the approval of the Religious Committee, the Cantor shall officiate at all religious services and act as spiritual leader of the congregation in the event of absence or disability of the Rabbi;
- e. The Cantor shall assist in the preparation of members for Bar or Bat Mitzvah and Confirmation;

- f. The Cantor shall be available, if necessary, or in the absence of the Rabbi, to visit sick and needy families of the congregation when requested by the family. The Cantor's pastoral obligations may be shared, in the spirit and tradition of Reform Judaism, with the Rabbi and with other members of the congregation.
- g. The Cantor shall follow the rules and regulations of the Union for Reform Judaism (URJ) and the American Conference of Cantors (ACC).

**Section 6. Ex-Officio Members of the Congregation.** The Rabbi and Cantor and their families shall be ex-officio, nonvoting, members of the congregation and shall be entitled to all the rights and privileges thereof.

**Section 7. Discretionary Fund.** The Clergy of the synagogue is solely authorized to use the monies contributed to these discretionary funds for needs and projects consistent with the religious, educational, and charitable purposes of the synagogue. No monies from these discretionary funds shall be used or distributed for personal purposes of the clergy or their families. Independent auditors shall review the use of the discretionary funds annually to determine that the funds are being used properly. The Clergy's Discretionary Funds are temple funds that belong to the synagogue and remain behind when and if the clergy retires or otherwise leaves the congregation.

## **ARTICLE IX** **MEETINGS OF THE CONGREGATION**

**Section 1. General Meetings.** There shall be a general meeting of the congregation in Spring and Fall. The President shall preside at said meetings, at which all general business of the congregation shall be conducted. The annual budget for the succeeding fiscal year shall be submitted to the congregation for approval at the Spring meeting. The annual budget may be readjusted if necessary at the Fall meeting. The election of officers and Trustees shall be held at the Spring meeting. At this meeting, a report updating the congregation on matters of significance since the last general meeting shall be provided by: the President, the Clergy, the Treasurer, the Administrator, the Religious School Principal and each of the Vice Presidents. Minutes of the meeting shall be taken and minutes from the prior general meeting shall be distributed.

**Section 2. Items for Consideration at General Meetings Presented by Congregational Members.** For an item of business to be considered at a general meeting, congregational members must first submit to the Board, in writing, the matter to be considered no less than six (6) weeks prior to the general meeting. If the Board does not include the item of business submitted by a congregational member on the agenda for the next general meeting, then a congregational member may have that item placed on the agenda of the next general meeting upon presentation to the Board of a written petition signed by no fewer than ten (10) percent of the voting members of the congregation. The petition must be presented at least thirty (30) days prior to the proposed general meeting.

**Section 3. Special Meetings.** Special meetings of the congregation may be called by the President at any time. If directed by the Board as per Article IV, or upon the written petition of twenty five percent (25%) of the voting members of the congregation in good standing, a special meeting may be called. The meeting shall be called after the President determines that those applying for such a meeting have allowed the Board a reasonable opportunity to address the matters for which they want to hold the meeting.

**Section 4. Notices.**

- a. Notices of all general meetings shall be sent to the entire membership of the congregation with at least six (6) weeks but no more than seventy (70) days notice.  
and shall contain a summary of all matters to be considered, along with the date, time and location of such meeting;
- b. Except as provided elsewhere in these bylaws, notices of all special meetings shall be sent to the entire membership of the congregation with at least ten (10) days notice and shall contain a summary of all matters to be considered, along with the date, time and location of such meeting. No business shall be transacted at a special meeting except that specified in the notice.

**Section 5. Quorum.**

- a. A quorum for a general meeting shall consist of no less than ten (10) percent of the congregational membership which is eligible to vote;
- b. A quorum for a special meeting shall consist of no less than twenty-five (25) percent of the congregational membership which is eligible to vote.
- c. Remote and early votes, when applicable, will be counted toward the quorum.

**Section 6. Voting.** Only members in good standing will be entitled to vote. Remote and early votes shall be permitted per Article II, section 7. All in person votes shall be taken by secret ballot. If a quorum is not present, the President shall adjourn the meeting to another time. Subject to any special provisions contained elsewhere in these bylaws, for items being considered at a general meeting, the majority vote standard shall apply. In the event there are items being considered where there are more than two possible outcomes or more than one candidate for an office at a general meeting, the plurality vote standard shall apply. Subject to any special provisions

contained elsewhere in these bylaws, for items being considered at special meetings, the plurality vote standard shall apply.

**ARTICLE X**  
**FISCAL YEAR**

The fiscal year of the Temple shall be from July 1 to June 30.

**ARTICLE XI**  
**PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, revised 2011, shall be the framework for parliamentary procedure in the congregation, in the absence of any other rule or law governing the procedure in a particular situation. Each board may adopt its own methodology to ensure that meetings are fair, efficient, democratic and orderly; allowing for all members to voice their opinions in an orderly manner so that everyone in the meeting can hear and be heard.

**ARTICLE XII**  
**AMENDMENT TO BYLAWS**

Any amendment to these bylaws shall be in writing and shall be proposed by either a majority of those present at a meeting of the members of the Board in good standing or by written petition of at least ten per cent (10%) of the members in good standing of the congregation. Proposed amendments may be voted upon at any general or special meeting of the congregation, provided a statement of the proposed amendment is contained in the notice of the meeting. In order to adopt any proposed amendment, it shall be necessary for a two - thirds (2/3) vote of the congregants in good standing and eligible to vote to approve it.

**ARTICLE XIII**  
**INDEMNIFICATION**

The congregation shall indemnify each of its officers and Trustees, 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 while serving as a Trustee or officer. 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 prior to a final judgment in a court of competent jurisdiction.

## **ARTICLE XIV** **PROHIBITED ACTIVITIES**

No member of the congregation shall receive any 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 to or for the congregation in carrying out any of its tax-exempt purposes.

Notwithstanding any other provision of these bylaws, no officer, employee, trustee, member, or representative of the Temple shall take any action or carry on any activity by or on behalf of the Temple not permitted to be taken or carried on by an organization exempt under applicable federal or state law, including Section 501(c) (3) of the Internal Revenue Code and the regulations promulgated thereunder.

## **ARTICLE XV** **GENERAL PROVISIONS**

**Section 1. Seal of the Congregation.** The seal of the congregation shall contain the name of the congregation, the year and state of its organization, and the words "Corporate Seal, New Jersey."

**Section 2. Notices.** Whenever these bylaws require notice to be given to anyone, personal notice shall not be required unless specifically stated. The notice may be given by email or regular mail, postage prepaid, addressed to such person at his or her last known post office address, provided that a single notice to a family unit (comprised of members residing together) shall constitute notice to all members residing in that household. The time of giving of such notice shall be the time of mailing.

**Section 3. Governing Law.** These bylaws shall be governed by and construed in accordance with the laws of the State of New Jersey.

**Section 4. Directors and Officers Insurance.** All members of the Board shall be insured under a D&O policy, the cost of which shall be paid out of the operating funds of the Temple.

**Section 5. Non-Disparagement.** All Trustees, Officers, Past Presidents, and Clergy agree that they will not (i) disparage and/or criticize the Temple, the Temple's officers, the Temple's past Presidents, the members of the Board, or the Clergy; or encourage or induce others to do so; or (ii) engage in any conduct or induce any other person to engage in any conduct (including, without limitation, making any disparaging or critical statements or writings) that is injurious to the reputation and interests of the Temple, the Temple's officers, the Temple's Past Presidents, the members of the Board, or the Clergy. Nothing in this section shall preclude anyone from responding truthfully to a valid subpoena, a request by a governmental agency in connection with any investigation it is conducting, or as otherwise required by law.

**Section 6. Security of Documents.** All vital documents relating to the establishment and incorporation, capital ownership and sale, contracts, etc. shall be kept in a secure locked location in the temple and shall be backed up and kept on an external drive held by the President.

**ARTICLE XVI**  
**PROVISIONS RELATING TO DISSOLUTION**

No member of the Board, Trustee, officer, employee, member, agent, or representative of the Temple shall be entitled to receive, nor shall said person receive or share in any distribution of the property, assets or proceeds of the sale of any of the Temple's property upon the dissolution of the Temple. Dissolution of the Temple shall be voted upon at a general or special meeting of the Temple.

Upon the dissolution of the Temple, the Board shall take all steps necessary to:

- a. Pay all debts and obligations of the Temple;
- b. Take all measures necessary to dissolve the Temple in accordance with the laws of the State of New Jersey;
- d. Donate all assets of the Temple exclusively to Jewish organizations that are established for charitable, religious or educational purposes, or to other such organizations that are engaged in promoting and perpetuation of the fundamental principles of Reform Judaism and the heritage of the Jewish people. All donations of the assets of the Temple shall be to those organizations that qualify as exempt under Section 501 (C) (3) of the Internal Revenue Code of 1986 as amended.

**ARTICLE XVII**  
**SEVERABILITY**

Every provision of these bylaws is intended to be severable. If any term, provision, or section of these bylaws is illegal or invalid for any reason whatsoever, such illegality or invalidity shall not affect the validity or legality of the remainder of these bylaws.