

BYLAWS OF
TEMPLE SHALOM BROTHERHOOD
DALLAS, TEXAS

ARTICLE I - NAME and PURPOSE

- 1.1 This organization shall be known as Temple Shalom Brotherhood.
- 1.2 The purpose of this Brotherhood shall be to promote and support the vision and endeavors of Temple Shalom; to foster cultural and educational advancement among Temple Shalom's membership and the Jewish people at large; and to promote the spirit of fellowship within its midst.

ARTICLE II – DEFINITIONS

- 2.1 The term “mail” throughout these bylaws shall be defined to include but not be limited to postal or electronic mail.

ARTICLE III - MEMBERSHIP

- 3.1 Any male member of Temple Shalom of good moral standing shall be eligible for membership.
- 3.2 Honorary memberships may be conferred at the discretion of the Board of Directors. Honorary members shall not be able to vote or hold office.
- 3.3 All non-honorary members are required to pay dues.

ARTICLE IV – Financial

- 4.1 The fiscal year shall be June 1st through May 31st.
- 4.2 The Executive Board, by majority vote, shall have the authority to approve non-budgeted disbursements in an amount not to exceed \$500.00 for each disbursement up to \$2,000 in total during the fiscal year. The Board of Directors, by majority vote of all members of the Board of Directors, shall have the authority to approve non-budgeted disbursements in excess of the Executive Board disbursement limitations.
- 4.3 Membership dues shall be set by the Board of Directors.

ARTICLE V - Officers

- 5.1 The Officers shall be a President, Vice President - Administration, Vice President of Membership, Vice President of Programming, Recording Secretary, Corresponding Secretary, Financial Director, Treasurer, and Immediate Past President.

5.2 The President shall preside at all Brotherhood and Executive Board Meetings, sign all legal documents, assign all committee chairmen, and appoint all committees not provided for herein. He shall be ex-officio member of all committees. The President shall also perform all other duties incident to his office. The President has the authority to call for Special (non previously scheduled) Board and Executive Board meetings as deemed necessary. The President appoints all liaisons, may appoint a parliamentarian for meetings, and is the primary representative of the Brotherhood.

5.3. a. The Vice President - Administration shall: be responsible for acting for the President in the event of his extended absence or disability; preside over regularly scheduled meetings of the Board of Directors when the President is not present; be an ex-officio member of all committees, and; perform all other assignments as delegated by the President. When the President is elected to serve a second consecutive one year term, if the Vice President – Administration is elected to serve a second term, he may serve as the Executive Vice President. The Executive Vice President will be mentored by the President for the purpose of possibly acceding to the office of President the following year. Nothing in this article shall be construed in such a manner as to limit the discretion of the Nominating Committee or the Board to present and elect a slate of officers in any manner other than what is proscribed by this Constitution.

5.3. b. The Vice President - Programming shall: be responsible for establishing and maintaining the Brotherhood's event schedule and for the appropriate execution of Brotherhood events consistent with Brotherhood and Temple practices; have the authority to disburse Brotherhood funds (so allocated by the Board of Directors) in support of Brotherhood events with the advice and consent of the President, and; appoint, at his discretion, Brotherhood members in good standing to a Programming Committee or subcommittees, with the advice and consent of the President.

5.3. c. The Vice President - Membership shall: be responsible for the growth and maintenance of the Brotherhood's membership base; have the authority to disburse Brotherhood funds (so allocated by the Board of Directors) in support of this mission, with the advice and consent of the President; and appoint, in his discretion, Brotherhood members in good standing to a Membership Committee, with the advice and consent of the President.

5.3 d. In the event Executive Vice President or Vice President – Administration cannot act for the President, then the Vice President - Programming shall act as the President. In the event the Vice President - Programming cannot act as the President, the Vice President - Membership shall be empowered to call a Special Meeting of the Board of Directors for the purpose of electing an interim President who will serve until the next regular election is held.

5.4 The Recording Secretary shall take and keep minutes of all meetings of the general membership, the Board of Directors, and Executive Board, and keep all records other than financial records. He shall also perform all other duties incident to his office.

5.5 The Corresponding Secretary shall conduct all official correspondence and issue calls for meetings. He shall also perform all other duties incident to his office. The Corresponding Secretary shall also be responsible for maintaining and disseminating all information.

5.6. a The Financial Director shall be responsible for the Brotherhood's adherence to financial practices consistent with the prudent operation of the Brotherhood, and with Temple Shalom practices. The Financial Director will also chair the Brotherhood's Budget Committee, and assess the financial impact of Brotherhood directives and initiatives.

5.6. b The Treasurer shall be responsible for the management, collection, and disbursement of all Brotherhood funds. He shall keep accurate records and present monthly and annual financial reports concerning the financial condition for the Brotherhood. He shall sit on the Budget Committee. He shall also, at the expiration of this term, transfer to his successor all moneys, assets, and records. He shall perform all other duties incident to his office.

5.7 No Board Member shall hold the same office for more than four (4) consecutive years. However, the President may not be elected to serve more than two (2) consecutive years.

5.8 All vacancies on the Executive Board excluding the office of President, shall be filled by a vote of the Board of Directors at a regular or special meeting. The newly elected member of the Executive Board will serve in that office until the next annual election of Officers. All vacancies on the Board of Directors shall be filled by the President at his discretion from the Brotherhood membership at large. The newly selected member(s) of the Board of Directors will serve the remainder of that vacant term.

5.9 The Board, by two-thirds vote, may remove any Officer or Board Member for good cause. The Officer or Board Member involved shall have the right to request a hearing prior to the Board vote. The hearing shall be presided by the President or his designee, so long as the presiding person is not the person subject to removal. *Any Officer so removed must return to the Board any records or financial papers, pertaining to his relinquished position, immediately.*

5.10 Every person who shall have served at least one full term as President of the Brotherhood and who is a Temple member in good standing shall become an Honorary Director. Honorary Directors, other than the immediate Past President, shall have none of the powers or privileges of the Board Members or Officers as herein designated, but they will be entitled to attend all meetings of the Board of Directors and to participate in all discussions.

Members of the Brotherhood who serve on the National Board of MRJ (Men of Reform Judaism) shall serve on the Board of Directors for a period concurrent with their terms as National Board members and shall have all the powers and privileges of a member of the Board of Directors as herein designated.

5.11 The Clergy and the President of the Congregation shall be honorary members of the Brotherhood and non-voting ex-officio members of the Board.

5.12 The Immediate Past President shall be defined as the most recent past president that is a member in good standing of the Brotherhood.

ARTICLE VI – BOARD MEMBERS and DUTIES

6.1 The Board of Directors shall consist of nineteen (19) members plus one additional member at large for each fifty (50) Brotherhood members over fifty (50), not to exceed 25 total Board Members. Included on this board are the *nine* (9) Officers enumerated in Article V, plus those Board Members serving as committee chairmen of the committees set forth in Section 2 of this Article VI, who will be appointed from the Board Members at large. All Board Members must be members in good standing with the Brotherhood and Temple.

6.2 The committee chairmen and their responsibilities shall be as follows:

- (1) Program - Shall coordinate Brotherhood programming.
- (2) Fund Raising - Shall coordinate all money raising activities for the Brotherhood.
- (3) Sports - Shall coordinate all Brotherhood sports activities.
- (4) Membership - Shall have the duty to maintain and increase the membership of the Brotherhood.
- (5) Publicity - Shall work with corresponding secretary and prepare all Brotherhood publicity.
- (6) Religious - Shall serve to promote spirituality and stimulate the observance of Jewish traditions among the membership and shall promote and coordinate Brotherhood religious activities.
- (7) Sad & Glad – Express the feelings and goodwill of the Brotherhood to all members of the congregation on appropriate occasions.
- (8) Ushering - Shall provide adequate ushers for all Temple functions as requested.
- (9) Budget – Prepare the annual budget for each fiscal year. This committee shall consist of not less than three (3) board members.
- (10) Tikkun Olam – Shall coordinate all Tikkun Olam activities for Brotherhood.
- (11) Historian – Shall record the Brotherhood events during the year to maintain an historical record for future generations.

ARTICLE VII – NOMINATIONS and ELECTIONS

7.1 All Officers and Board Members shall be elected at the Annual Meeting of the Brotherhood in May of each year. The President, Vice-President Administration (or Executive Vice President, if appropriate), the Vice President- Membership, and the Vice President-Programming, and the Recording and Corresponding Secretaries and the Treasurer shall hold office for one year. All Board Members shall be elected for two (2) year terms unless elected to another office.

7.2 At least sixty (60) days prior to the annual election of Officers, the President, with the approval of a majority of the members of the Board of Directors, shall appoint a nominating committee. This committee shall consist of three (3) individuals from the Board of Directors, two (2) alternates from the Board of Directors, four (4) members from the General Membership, and two (2) alternates from the General Membership.

Alternates should attend the nominating committee meetings and participate in discussion, but shall vote only in the absence of a committee member. Additional alternates may be appointed by the President with the approval of a majority of the Board of Directors. Nominees may not attend the nominating committee meetings.

7.3 Any Person who accepts a position on the nominating committee shall be ineligible for nomination by the nominating committee; however, he is eligible for nomination by petition per Section 5 of this Article or from the floor. Consistent with Temple Shalom requirements that all Temple Board Members must be Jewish, and since the Brotherhood President is automatically a member of the Temple Shalom Board, non-Jews are ineligible to be President of Brotherhood.

7.4 A notice shall be sent to the General Membership at least seven (7) days prior to the nominating committee meeting, stating the names of the members of the committee and the date of the said meeting. The nominating committee shall send a slate of nominees for all positions to be filled, to all members of the Brotherhood at least twenty-one (21) days prior to the election.

7.5 Additional nominations may be made by written petition of five (5) members in good standing. Such nominations must be submitted to a member of the nominating committee at least ten (10) days prior to the election of Officers.

7.6 Notice of nominations by petition must be mailed to all members of the Brotherhood at least seven (7) days prior to the election.

7.7 No person may be nominated for President, 1st or 2nd Vice President, unless he shall have served as a Board Member or Officer for at least a one (1) year term during the previous two (2) year period.

ARTICLE VIII - MEETINGS

8.1 The annual meeting, at which Officers and Board Members are elected, shall be held no later than the end of the month of May, the exact date to be fixed by the Board of Directors. Notice of the meeting shall be mailed to the membership no later than twenty-one (21) days prior to the date of the meeting.

8.2 The Board of Directors shall hold regular monthly meetings which are open to all Brotherhood Members.

8.3 Special meetings of the Board of Directors may be called at the discretion of the President or the majority of the Executive Board.

ARTICLE IX – QUORUM

9.1 A minimum of eight (8) board members present and voting shall constitute a quorum not including the Chair, at any regular or special meeting of the Brotherhood.

9.2 The Chair's vote can only be used to break a tie. Should the Chair abstain from voting to break a tie, the motion or business before the Board fails.

ARTICLE X – RULES OF ORDER

10.1 In all governance not specifically covered by this constitution, Robert's Rules of Order (latest revised edition) shall be accepted as authority.

ARTICLE XI - AMENDMENTS

11.1 To propose an amendment to the bylaws requires a majority of the Board present and voting at a regular or special meeting.

11.2 Copies of the proposed amendments must be mailed to each member at least twenty-one (21) days prior to the voting thereon.

11.3 The proposed amendment(s) will again be read and then voted upon at a meeting of the Board. The proposed amendment(s) must pass by a two-thirds majority vote of members present and voting.