

Bylaws of Temple Sholom

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I. Name and Statement of Purpose

1. This Congregation shall be known as Temple Sholom of Plainfield, New Jersey
2. Statement of Purpose: This Congregation has been established to promote the worship of God in accordance with the faith of Judaism, and to provide a place of assembly for communal worship, study of Torah, and celebration to ensure the perpetuation of the Jewish People, and of the ethical and moral values for which Judaism stands. Temple Sholom strives to be an inclusive and accessible synagogue, welcoming traditional and non-traditional Jewish families, and seeking to create a

warm and caring atmosphere that fosters inclusiveness and community. Temple Sholom engages in life-long learning, lifecycle events and social action (Tikun Olam), while cultivating a love and understanding of Jewish heritage. In pursuit of this mission, Temple Sholom will adhere to the principles and values of Reform Judaism, and will maintain its status as a member in good standing of the Union for Reform Judaism.

II. Membership in the Congregation

1. Eligibility: Membership in the Congregation is open to any individual over the age of eighteen, and to any family who wishes to practice the Jewish faith according to the tenets of Reform Judaism as practiced at Temple Sholom. A person of the Jewish faith shall have been born of a Jewish parent, or shall have formally converted to Judaism. For the purposes of this Article, a family shall comprise one or more adults of the Jewish faith and their dependent children and/or parents residing in the same household. Individuals or families may become members through the approval of their application by a majority vote of the Board of Trustees. Death or divorce will not terminate the membership of surviving family members.
2. Financial Responsibility: Members of the Congregation are expected to contribute their fair share of the revenues required to support the operations of the Temple. The Board of Trustees and its relevant committees will develop the particular methodology for assessing and collecting member contributions, and will inform the congregation of their decisions at each annual meeting. All contributions are due at the beginning of the fiscal year, July 1st, and must be paid in full before the close of the fiscal year on June 30th. Members with children in the Religious School will be expected to pay tuition outside of their membership contribution. Members may also be assessed fees for specific services, including, but not limited to fees for Bar and Bat Mitzvah preparations, and fees for use of facilities. These must also be paid before the close of the fiscal year in which the services are provided.

From time to time, members may also be asked to pay a special assessment, subject to the approval of the congregation at a regular or special meeting. In this event, information concerning the purpose and amount of the special assessment will be provided to members in advance of the meeting.

3. Failure to Meet Financial Responsibilities: To remain in good standing, members must be current in all their payments owed to the Temple. Should a member be unable to fulfill his or her agreed-upon schedule of payments, they must contact an officer of the Temple or an appointee to provide an explanation, and to negotiate a new payment schedule. If no satisfactory solution can be reached, the member may be suspended on the vote of the Board of Trustees, and will forfeit all privileges associated with membership in the congregation.
4. Rights of Members: All members in good standing shall enjoy the following:
 - a. The right to worship at the Temple, and to participate in any appropriate activities sponsored by the Temple and its affiliated organizations, as defined in Article XII.
 - b. The right to attend High Holy Day Services.
 - c. The right to enroll children in the Religious School, subject to its established policies and procedures. Members may also participate in adult education programs.
 - d. The right to have children celebrate Bar or Bat Mitzvahs and Confirmation according to the precepts of Reform Judaism and the policies and procedures of Temple Sholom.
 - e. The right to receive the services of clergy of the Congregation for all life cycle events, provided that those services are in agreement with clergy's religious principles, and are consistent with the policies, procedures and calendar established by the Board of Trustees, in accordance with existing Clergy contracts.
 - f. The right of access to Temple facilities, subject to rules and conditions established by the Board of Trustees.

- g. To vote in all Temple elections, and on all matters requiring the approval of a majority of the Congregation. Each member in good standing shall have one vote. In family memberships, up to two adults shall each have one vote.
- h. The right to purchase Temple-owned burial plots.

III. Meetings of the Congregation

1. The Annual Meeting: The Annual Meeting of the Congregation will be held between May 1st and June 30th so that congregants may elect a slate of officers and Trustees, review and approve a budget for the coming fiscal year, and conduct any other business that may come before the congregation. The Board of Trustees will set the agenda for this meeting, and will request reports from the President, the Rabbi, the Treasurer, and from any other congregant as deemed appropriate by the Board. Congregants will be notified of the date, time and place of the meeting, the proposed meeting agenda, and proposed slate of officers and board members by mail or by electronic means at least 30 days prior to the date established for the meeting.
2. Special Meetings: A special meeting may be called by the President, a majority of the Board of Trustees, or by the application of at least twenty percent of the Congregation's membership to the President. Congregants will be notified by mail or by electronic means of the date, time and purpose of the special meeting at least 15 days prior to the meeting. No business other than that specified in the special meeting notice will be addressed at the meeting.
3. Quorums: A quorum for any congregational meeting is defined as ten percent of member units eligible to vote. Members must be present to vote. Elections are carried by a simple majority of member units present.

IV. The Board of Trustees

1. Composition: The Board of Trustees comprises the officers of Temple Sholom, the immediate Past President, and ten members of the Congregation. The Board may also include honorary members, past or present Board members who have been nominated by the Board and elected by the congregation in recognition of their outstanding

- service. These members shall have full voting rights. The Rabbi and Cantor serve as non-voting members of the Board, and may attend all meetings except when requested not to do so by the President.
2. Powers and Responsibilities: The Board of Trustees is responsible for the governance of the Temple. These responsibilities include:
 - a. Defining the mission and purposes of Temple Sholom, developing appropriate policies, and ensuring effective planning to support the realization of those policies.
 - b. Ensuring the short and long-term financial health of the Temple, by managing and protecting the assets of the Temple, by providing adequate oversight, and by ensuring the receipt of funds adequate to support the day-to-day operations of the Temple.
 - c. Recruiting a Rabbi and Cantor as necessary, and providing them with effective support and periodic evaluation.
 - d. Monitoring and strengthening the programs and services offered to the Congregation to ensure their consistency with the stated mission and purposes of the congregation. To this end, all Board members are required to serve on one or more committees, as established by the President, and the Board of Trustees.
 - e. Enhancing the reputation of the Temple by ensuring legal and ethical integrity, supporting diversity and by serving as ambassadors to the congregation and to the larger community
 - f. Ensuring continuity of leadership through recruitment and training of new Board members and committee chairs.
 - g. Reviewing and voting upon applications for membership, and resignations from the Temple.
 3. Meetings: The Board of Trustees shall meet once monthly at a time and place to be set by the Board, except in July and August, when only one meeting need be held. Special meetings may also be called by the President at any time, or at the request of a majority of the Board, provided that two days notice is given, and the purpose of the meeting is specified. All meetings will have an open portion, and a closed portion at the discretion of the Board

4. Absences: Members of the Board of Trustees are expected to attend all meetings. Any member who is absent from four meetings of Board within a fiscal year will be presumed to have resigned, and their seat vacated. After three absences, an attempt will be made to contact the member to advise them of this provision. A record will be kept of all such contacts.
5. Terms: Members of the Board of Trustees shall be elected to serve a three-year term, of whom three shall be elected in the first and second year, and four shall be elected in the third year. Members shall serve no more than two consecutive terms.
6. Vacancies: Any vacancies on the Board of Trustees will be filled by majority vote of the Board, following the recommendation of the Nominating Taskforce, as defined in Article IX (1) below.
7. Quorum: A majority of the members of the Board of Trustees (nine individuals) shall constitute a quorum. Honorary members who are present at a meeting of the Board may be counted toward the quorum at the President's discretion.
8. Voting: Providing a quorum is present, motions shall be carried by a majority vote of those present. Honorary members have full voting rights at the meetings where they are in attendance.

V. Officers

1. Officers: The officers of this congregation shall include the President, the First Vice President, the Second Vice President, the Treasurer, the Assistant Treasurer and the Secretary. The duties of each officer are:
 - a. President: The President shall serve as chairperson at all Board, Executive Committee, and congregational meetings, and appoint all committee chairs. The President shall serve as an ex-officio member of all committees, taskforces and working groups except the Nominating Taskforce, shall serve as Chair of the Executive Committee, and the Religious Education Oversight Committee (Section VII (1)(e), and shall serve as liaison to the Religious School Board of Education. He or she shall call the Annual Meeting of the Congregation, any special meetings that might be required, and perform such

other duties that are incidental to the office. The President shall be entitled to sign such deeds, contracts and legal documents obligating the Temple as approved by a majority of the Board of Trustees, and to disburse funds from the President's Discretionary Fund, into which donations may be made by any congregant, or by the Temple itself, on a confidential basis to further the mission of the Temple. A report concerning the use of these funds shall be shared with the Executive Committee on an annual basis.

- b. First Vice President: The First Vice President shall assume responsibility for the maintenance and enhancement of the Temple's physical plant and property. He or she shall also perform such other duties as might be assigned by the President. The First Vice President will automatically succeed to the office of President in case of vacancy, and will act for the President in his/her absence.
- c. Second Vice President: The Second Vice President shall assume responsibility for developing long-range plans and policies that support the mission and vision of the Temple, and for overseeing activities that support the spiritual and social mission of the Temple. He or she shall also lead membership recruitment and retention efforts, and perform such other duties as might be assigned by the President. The Second Vice President will automatically succeed to the office of first Vice President upon vacancy, and will act for the first Vice President in his/her absence.
- d. Treasurer: The Treasurer shall be the custodian of all the funds of the Congregation except the Rabbi's Discretionary Fund, the Cantor's Discretionary Fund, and the President's Discretionary Fund, and shall be the dispersing agent for the Congregation as authorized by the Board of Trustees. The Treasurer shall have full authority to invest or reinvest all funds in any investment deemed lawful under the laws of the state of New Jersey and the United States of America. The Treasurer shall present financial reports at each meeting of the Board of Trustees, and at each annual meeting of the congregation. The Treasurer shall assume responsibility for the financial health of the Temple, and shall serve on all committees, taskforces or working

groups addressing the financial health of the congregation. Finally, the Treasurer shall ensure that member statements of account are accurate and delivered in a timely fashion, and that any issues surrounding member accounts are handled in an appropriate manner.

- e. Assistant Treasurer: The Assistant Treasurer will aid the Treasurer in all aspects of his/her work, and will act for the Treasurer in case of absence or disability. In the normal course of events, the Assistant Treasurer will succeed to the office of Treasurer.
 - f. Secretary: The Secretary shall keep accurate and complete minutes of all meetings of the Board of Trustees and congregational meetings. The Secretary shall also maintain any documents relating to the governance of the Temple, and provide copies of those documents to the Temple office to be available to congregants upon request. The Secretary will keep the Seal of the Congregation, send out all meeting notices, compile the Temple's directory of officers, trustees and congregation members, supervise the Congregation's communications with external organizations, maintain documents relating to the policies and procedures established by the Oversight Committees, and perform such other duties as might be incidental to the office. Some of these tasks may be delegated to the Temple Administrator by approval of the Executive Committee, but the Secretary retains responsibility for their satisfactory completion.
2. Eligibility for Office: Nominees for the position of President must be Jewish, and must have served on the Executive Committee for at least two years. Nominees for the position of First Vice President or Second Vice President must be Jewish, and must have served on the Board of Trustees for at least one year.
 3. Elections: Officers shall be elected at the Annual Meeting for a term of one year. The President shall serve no more than two consecutive terms in office, unless the Congregation decides by a two-thirds vote of those present that special circumstances warrant a third term. The First Vice President and the Second Vice President shall serve no more than two years in their specific positions. The Treasurer, Assistant Treasurer and Secretary may serve three consecutive terms.

4. Vacancies: If a vacancy arises in an officer position between elections and not filled by normal succession, a replacement shall be nominated by the Nominating Taskforce and elected by a majority vote of the Board of Trustees to serve until the next Annual Meeting of the Congregation.
5. Signatory Authority: All officers are authorized to approve the disbursement of funds on behalf of the congregation, and to sign checks issued against the Temple's accounts.

VI. The Executive Committee

1. Composition: The Executive Committee is chaired by the President, and includes all current officers of the Temple, the Immediate Past President, and the Rabbi and Cantor as ex-officio members. The President may also invite other members of the congregation whose input on specific issues facing the congregation may be necessary to support decision-making. These guests will have no vote in the proceedings of the Executive Committee.
2. Duties and Responsibilities: The Executive Committee is charged with managing the operations and strategic direction of the Temple, as well as other functions delegated to it by the Board of Trustees. These shall include, but are not limited to:
 - a. Serving as the decision-making body for matters arising from the normal business of the Temple between meetings of the Board of Trustees. This shall include the authority to disburse funds on emergent issues associated with building the Temple community. The Executive Committee shall also be authorized to settle outstanding expenses associated with measures previously approved by the Board, provided that a majority of the Executive Committee approves of the disbursement.
 - b. Finalizing the financial reports to be presented at up-coming Board meetings, and formulating recommendations concerning financial controls.
 - c. Reviewing and approving the annual budget in advance of its referral to the Board of Trustees.
 - d. Supporting activities centered on long-range planning, Temple governance, and recruitment of professional staff.

- e. Providing oversight of the committees described in Section VII, and formulating recommendations to the Board on their operations might be improved.
3. Meetings: The Executive Committee will meet on a monthly basis, except in the summer month for which no Board meeting is scheduled. The President may also call a special meeting of the Executive Committee, should the need arise.
4. Quorums: A quorum shall be defined as a majority of the Executive Committee's voting members.

VII. Temple Oversight Committees

1. Purpose: Responsibility for recommending and implementing policies and programs in support of the Temple's mission rests with the various committees, working groups and taskforces established for this purpose by the Board of Trustees and the Executive Committee. These groups shall be organized by functional area and placed under the supervision of an oversight committee to (1) facilitate communication between these groups and the Board of Trustees; (2) clarify lines of responsibility and streamline the Temple's administrative structure; (3) ensure clear accountability, and (4) ensure timely review of recommendations of committees, taskforces and working groups.
2. Membership of Oversight Committees: Each oversight committee shall comprise the officer in charge of that oversight committee, and the heads of each committee, taskforce or working group operating under the supervision of that oversight committee.
3. Structure: The following six oversight committees shall be charged with overseeing the work of the Temple :
 - a. Financial Well-Being: This committee ensures the availability and effective deployment of financial resources required to support the Temple's continued operation. It oversees the development of the annual budget, and of the particular methodology for assessing and collecting member contributions. It also monitors monthly income and expenditures, makes recommendations concerning investments, and oversees the development of reports for use of the Executive Committee, the Board of Trustees, and the Congregation. It works to ensure the future by monitoring efforts to build the Temple's Endowment Fund and by overseeing the administration of donor recognition programs. This committee is

chaired by the Treasurer. The Assistant Treasurer and the First Vice President serve as standing members of this committee.

- b. Facilities Maintenance: The Facilities Maintenance Committee is charged with maintaining the Temple's physical plant and property in good working order, managing the technologies used to support the Temple's mission, proposing plant and property improvements, and establishing, with Board approval, regulations and fees for the use of Temple facilities. The Temple's safety and security initiatives and emergency response programs are overseen by this committee. This committee is chaired by the First Vice President.
- c. Membership Services: The Membership Services Committee is charged with overseeing programs to recruit new members, and with developing programs and activities to ensure the orientation, integration and retention of all members of congregation. Activities include marketing, hospitality, external and congregational communications, and development of accommodations for congregants with special needs. The management and sale of Temple-owned cemetery plots also falls within the responsibilities of this committee. The Second Vice President serves as chairperson of the Membership Services Committee, The Secretary oversees activities relating to external communications, marketing and public relations.
- d. Religious Well-Being: This committee supports the development of activities that promote the spiritual and social mission of the Temple. These include establishing rituals and observances for the Temple, developing projects that support ideals of social justice and community involvement, overseeing the Bar/Bat Mitzvah and Confirmation programs, and supporting congregants in times of need. The Second Vice President chairs this committee.
- e. Religious Education: This committee oversees the development of programs for life-long learning about the Jewish religion and history. This oversight committee is chaired by the President, who also serves as liaison between the Board of Trustees and the Religious School Board of Education, described in Section XI of these Bylaws.

- f. Leadership Development: This committee seeks to ensure the continuity of the Temple's programs by overseeing the recruitment and training future leaders of the congregation, and by encouraging the continued engagement and participation of past officers and Trustees. The Leadership Development Committee also manages the Temple's contact with external organizations such as the Union for Reform Judaism (URJ) and the National Federation of Temple Youth (NFTY). The President, will chair this committee.
4. Duties and Responsibilities of Oversight Committee Chairs: Each Chairperson of an Oversight Committee shall be responsible for the following:
 - a. Creating, maintaining, and supervising such committees, taskforces and working groups as might be necessary to forward the strategic goals of the Temple. Oversight committee chairs shall advise the Board of Trustees of the function and membership of these groups, and shall serve as liaison between these groups and the Board of Trustees. Oversight committee chairs may also disband committees, taskforces or working groups when the work of the group is no longer required. Oversight committee chairs shall serve as ex-officio members of the groups they supervise.
 - b. Recruiting committee members from members of the congregation, with the assistance of the Board of Trustees. All members of the congregation are encouraged to serve on one or more of the committees established by the Board of Trustees.
 - c. Facilitating cross-group communications and collaboration in support of the Temple's mission.
 - d. Overseeing the preparation and submission of budget requests reflecting the anticipated expense associated with its work to the Treasurer for inclusion in the Temple's preliminary annual budget. Chairpersons are authorized to request disbursement of funds within their authorized final budget allocation unless directed otherwise by the Treasurer. Chairpersons must seek Board approval for expenditures not reflected in their budget allocation. Any use of dedicated funds must be requested of the Treasurer and approved by the Board of Trustees.

- e. Maintaining procedures for the ongoing operation of the Oversight Committee and its component groups, and providing written documentation of those procedures to the Secretary
5. Role of the Executive Committee and the Board of Trustee: The Executive Committee and the Board of Trustees may request that an Oversight Committee establish or disband a taskforce or working group at any point during the year if, in its judgement, such action is required to promote the work of the Temple.

VIII. Funds

1. Funds Maintenance: The Treasurer shall be responsible for the maintenance of all funds of the Temple.
2. Capital Reserve Fund: The Treasurer shall maintain a Capital Reserve Fund, the principal and income form which shall be used exclusively for improvements to the physical plant of the Temple, the expansion of Temple facilities, and for reducing the principal of any loan or mortgage of the Temple. The monies to be held in this fund include:
 - a. Any special assessments or contribution increase attributable to the capital reserve.
 - b. All funds received by the Congregation from the sale of any capital asset of the Temple.
 - c. All funds received by the Congregation from any special assessments to support new building or expansion of existing facilities.
 - d. All funds received by the Congregation for memorials or special gifts. Funds received from the sale of memorial plaques, tablets, windows or the like may be used as determined by the Board of Trustees.
3. Special Purpose Funds: The Treasurer shall establish and maintain such special purpose funds as may be approved by the Board of Trustees. When establishing a new special purpose fund, the Treasurer shall develop rules regarding the administration of the Fund, and disbursements from the Fund. Board approval is required for borrowing from dedicated or restricted funds. Donor or Donor Family permission must be obtained, if possible, when borrowings are made from the principal of principal-protected funds.

4. Utilization of Funds: The Treasurer may utilize funds from the Capital Reserve Fund to meet obligations of the Temple. The Executive Committee must be notified of all utilizations that are less than ten percent (10%) of the Fund's value in any single year. The Executive Committee must approve utilizations of amounts that are between ten percent (10%) and twenty percent (20%) of the Fund's value in any single year. The Treasurer must seek approval from the Board of Trustees for utilizations that exceed twenty percent (20%) of the Fund's value in any single year.

IX. Nominations

1. Nominations: Nominations of congregants in good standing to serve as officers of the Temple, and/or to fill vacancies on the Board of Trustees shall be advanced by a Nominating Taskforce, chaired by the Immediate Past President, and comprising six additional members. Three of these members shall be current Trustees who are not up for re-election, and three shall be drawn from the Congregation at large.
2. Schedule: No later than January 15th, the Nominating Taskforce shall send notice to the Congregation identifying the members of the Taskforce, and summarizing the duties and responsibilities of the positions to be filled at the next Annual Meeting. This notice shall solicit nominations from the Congregation to fill open positions. Any such nominations must be received by February 15th. The Nominating Taskforce will then advise the Board of its chosen slate of candidates. The slate of nominees shall then be sent by mail or by electronic means to the congregation no later than thirty days prior to the Annual Meeting.
3. Honorary Trustees: Any past or present member of the Board of Trustees may be nominated as Honorary Trustee by the Board of Trustees, with full voting rights, in recognition of outstanding service to the Congregation, and elected by the Congregation at its Annual Meeting.

X. Clergy

1. Recognized URJ Affiliate Organizations: In selecting a Rabbi, Temple Sholom shall consider the rules and regulations of the Rabbinical Placement Commission of the Union for Reform Judaism (URJ), the Central Conference of American Rabbis (CCAR), and the

Hebrew Union College-Jewish Institute of Religion (HUC-JIR). In selecting a Cantor, the Temple shall consider the guidelines established by the American Conference of Cantors (ACC), the URJ, and the HUC-JIR Debbie Friedman School of Sacred Music.

2. Selection of Clergy: Should a vacancy arise, a special taskforce comprising three Trustees and three members of the Congregation will be chosen by the President and approved by the Board. This taskforce will establish procedures for identifying suitable candidates, and will recommend a candidate to be elected to the vacant position. Upon approval of the Board of Trustees, a taskforce will be established to negotiate the terms of employment, including salary, benefits, duration of employment, and all other financial details. This initial contract will be presented to the Board of Trustees for approval. The candidate, and the recommended contract will then be presented at a regular or special meeting of the congregation. A two-thirds vote of the members in attendance shall be required to approve the candidate.

3. Duties and Privileges:

a. The Rabbi: The Rabbi is the spiritual leader of the Congregation. He/she shall officiate at services of the congregation and at religious ceremonies of the Temple, advise the Board of Education regarding Religious School curricula, support the Director of Education and youth group advisers, and perform other such duties as may be defined by contract or requested by the Board of Trustees. He/she shall have freedom of the pulpit and the right to decide who may lead or officiate at a worship service or life cycle event either in the Temple's space or in the name of Temple Sholom. Should the Congregation have more than one Rabbi, or have a Rabbi Emeritus, the Board of Trustees shall define the functions of each. A Rabbi may be elected as Rabbi Emeritus for life upon a two-thirds vote of the member units present at an Annual Meeting or a special meeting of the Congregation called for that purpose. The Rabbi serves as an ex-officio member of the Board and of the Executive Committee, and may serve as a non-voting member of any committee. The Rabbi and Rabbi Emeritus and their families are ex-officio members of the congregation.

b. The Cantor: The Cantor shall serve as spiritual co-leader of the Congregation. He/she shall oversee the Congregation's music, lead the Congregation in prayer,

assume administrative direction of the Bar and Bat Mitzvah program, and perform such other duties as may be usual and incidental to his/her office or required by the terms of his/her contract with the Congregation. The Cantor shall share in the pastoral duties of the congregation, and shall serve as an ex-officio member of the Board of Trustees and the Executive Committee, and may serve as a non-voting member on any committee. The Cantor shares in the freedom of the pulpit, and the right to decide who may lead or officiate at worship services and lifecycle events. The Cantor and the Cantor's family are ex-officio members of the Congregation.

- c. Availability: The Rabbi and the Cantor must notify the Board of Trustees if, for any reason, they will be unavailable to perform their duties as outlined above.
4. Renewals: The Executive Committee shall make a recommendation regarding the Rabbi's and/or the Cantor's renewal of contract prior to expiration, per the terms of the current contract, to the Board of Trustees. In formulating its recommendation, the Executive Committee shall consider the guidelines and recommendations of the CCAR, the ACC, and the URJ with respect to continued service, appropriate supervision and review, tenure, retirement, termination of service and congregational relations.
5. Retirement Funds: The Board of Trustees is authorized to provide and maintain, or contribute to a retirement Pension Fund for the Rabbi and Cantor if provided for under contract.
6. Discretionary Funds: The Congregation may maintain funds known as the "Rabbi's Discretionary Fund" and the "Cantor's Discretionary Fund" into which any donations may be made by any person or by the Temple itself to enable the Rabbi or the Cantor to disburse funds on a confidential basis in furtherance of the mission and values of the Temple. An annual accounting of these funds will be made to the Treasurer or to the Assistant Treasurer, and, unless otherwise required by law, kept confidential.

XI. The Religious School Board of Education

The Religious School Board of Education shall develop and implement programs for the religious education of the children of the Congregation, and supervise the operation of the Religious School.

1. Membership: The Board of Education shall be composed of eight to ten members, appointed by the Temple President, in consultation with the Executive Committee and the current Chairperson of the Board of Education. Each member shall be appointed for a two-year term, and may serve for a maximum of three consecutive terms. Terms shall be staggered so that approximately one-third of the Board's membership is appointed each year. The Chairperson of the Board of Education shall be appointed by the President from among those members of the Board of Education who have served for at least two years. The Rabbi and the Director of Education will serve as ex-officio members of the Board of Education. The President shall serve as liaison between the Board of Education and the Board of Trustees.
2. Duties and Responsibilities of the Board of Education: The Religious School Board of Education shall assume responsibility for the following:
 - a. Preparing an itemized budget within the total appropriated by the Board of Trustees and such outside sources of funds as it may obtain. This budget shall be submitted to the Treasurer for inclusion in the Temple's annual budget.
 - b. Supervising the hiring of all teachers and other school personnel, as proposed by the director of Education and the President of the Board of Education, within limits imposed by the annual budget. The Rabbi shall be consulted on all matters related to the hiring of Religious School personnel.
 - c. Establishing rules for the governance of the Religious School, and for the conduct of all Board of Education meeting.
 - d. Assisting in the hiring of the Director of Education through participation in the creation of a special taskforce to be appointed by the President in consultation with the Board of Directors and the Board of Education. The Rabbi shall be an ex-officio member of this taskforce. Candidates selected by the taskforce must be approved by the Board of Education before they can be proposed to the Board of Trustees
 - e. Initiating contract renewals for the Director of Education, subject to review of the Board of Trustees

XII. Auxiliary Units

1. Auxiliary units of the congregation, such as the Temple Sisterhood, Temple Men's Club, and Shalom Again, may be formed with the approval, by majority vote, of the Board of Trustees.
2. The bylaws, regulations and policies of any auxiliary organizations shall conform to those of the Temple, as established by the Board of Trustees, and shall be subject to the Board's supervision and approval. The Board of Trustees shall mediate any conflicts of activities or policies that may arise among auxiliary organizations, or between auxiliary organizations and the congregation as a whole, and their decisions shall be dispositive.
3. No auxiliary unit may be disbanded by its members without the consent, by majority vote, of the Board of Trustees.

XIII. Cemetery

1. The Congregation shall have the authority to acquire and maintain cemetery plots for the burial of members of the Congregation and their family members, and may lease or own land for this purpose.
2. The Board of Trustees shall set charges for burial space, and may arrange for maintenance and perpetual care within the applicable regulations of any cemetery in which the Temple may own property. It may establish regulations governing the erection of monuments and for the landscaping of lots and other spaces within the cemetery.
3. The Treasurer shall maintain and administer a separate Cemetery Fund for the payment of any charges to the Temple, and for the provision of any necessary reserves for perpetual care.

XIV. Real Estate

1. The purchase, sale, mortgaging or refinancing of real property by the Congregation shall require a majority vote of members present at a special meeting or an annual meeting of the Congregation.

2. The Board of Trustees shall have the authority to accept gifts of real estate without the approval of the Congregation, and to sell or otherwise dispose of that property, provided that the sale or disposition occurs within twelve months of the receipt of the gift.

XV. Amendments to the Bylaws

Amendments to these Bylaws shall be initiated by a majority vote of the Board of Trustees, or by petition of at least twenty percent of the Congregation, and acted upon at any regularly scheduled or special Congregational meeting. The proposed amendments shall be presented in writing to the Secretary of the Congregation. Copies of the proposed amendments shall then be sent by mail or by verifiable electronic means to members of the Congregation, along with notice of the meeting at least twenty-five days prior to the date of the meeting. An affirmative vote of two-thirds of the members present and voting at the Congregational meeting shall be required to adopt the amendment. No amendments of a substantive nature shall be received from the floor.

XVI. Rules of Order

Official meetings of the Board of Trustees, the Executive Committee, and the Congregation shall be conducted by the President or the President's designee. The President may invoke an appropriately modified version of Robert's Rules of Order, should circumstances warrant such action.

XVII. Prohibited Activities

1. 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.
2. Notwithstanding any other provisions of these Bylaws, no Officer, Trustee, Member, employee or representative of the congregation shall undertake any action or carry on any activity by on behalf of the Congregation that might endanger the Temple's tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, or that might endanger the

deductibility of contributions to the Temple under Section 170(c)(2) of the Internal Revenue code.

XVIII. Indemnification

1. All Officers, Trustees, Clergy, employees, and authorized representatives of the Congregation are indemnified by the Congregation against all reasonable and customary expenses and all reasonable and customary liabilities incurred in connection with any legal proceeding or settlement thereof, in which they may have been named as parties by virtue of their office or position, provided that they (a) acted in good faith on behalf of the Congregation and had no reason to believe that their actions were unlawful, (b) that the expenses and liabilities in question are not covered under insurance, and (c) the indemnification does not cause the Temple to incur additional debt. Expenses and liabilities include attorney's fees, judgements, fines and amounts paid in settlement, provided such amounts are judged to be reasonable and are approved by the Board of Trustees. If it is ultimately determined that the individual is not entitled to indemnification under the terms of this Article, he or she shall be required to repay the Congregation for any expenses or liabilities incurred by the Congregation on their behalf.
2. Any indemnification under Section 1 of this article (unless ordered by a court) shall be made by the Congregation only as authorized in the specific case, upon the determination that the indemnification of the person is proper under the standard set forth in Section 1 above. Such a determination shall be made by the Board of Trustees by a majority vote of Trustees who are not parties to the action, suit or proceeding, or, if no quorum can be reached, by the affirmative vote of the majority of the regular members of the Congregation, excluding those who are parties to the action.
3. If it is fiscally reasonable to do so, as determined by the Treasurer and the Board of Trustees, the Congregation shall attempt to purchase and maintain insurance on behalf of the Congregation and any person who is indemnified under Section 1.

XIX. Dissolution and Merger

In the event of the dissolution or merger of the Congregation, no officer, Board Member, Clergy, employee, member or representative of the congregation shall be entitled to any distribution or division of the Congregation's remaining assets, property or proceeds other than as provided by contract. The balance of all money, assets or property owned, held or received by the Congregation from any source, after the payment of all debts and obligations of the Congregation, shall be used exclusively for exempt purposes, as defined by the IRS code as it now exists or may be amended, or it shall be distributed to an organization or organizations that are exempt under the relevant sections of the IRS code. Moreover, any use of distribution of the funds or property of the Congregation shall be in accord with the congregation's purpose, and, to the extent possible, shall promote similar or related purposes.