



CONGREGATION SHIR AMI

Congregation Shir Ami Bylaws May, 2012

I. NAME

The Name of the Organization shall be *Congregation Shir Ami*, a Reform Jewish Congregation.

II. MISSION STATEMENT

Congregation Shir Ami in Castro Valley, California is an intimate, inclusive, intergenerational Reform Jewish community that welcomes interfaith families. We nurture our members' spiritual growth and cultural identity, and we make Jewish education fun and joyful for children and adults alike. We strive to embody the Jewish values of lovingkindness and righteous action. Shir Ami is a place where people feel wanted and where they want to be.

III. MEMBERSHIP

1. Anyone who affirms the central tenets of Judaism—God, Torah and Israel—while acknowledging the diversity of Reform Jewish beliefs and practices, shall be eligible for membership.
2. For purposes of these bylaws, “member” refers either to an individual or to a family. A family is defined as two or more persons residing in one household. In all cases, each member unit shall be entitled to one vote.
3. Any such individual/family shall become a member upon submission of an application and subsequent Board of Directors approval.
4. A member is considered to be not in good standing if their financial commitment to the Congregation is more than three (3) months in arrears.

Said member shall be notified in writing by the President or a delegate without delay.

5. A member may also be declared not in good standing by a two-thirds vote of the Board of Directors if their conduct is inconsistent with the basic tenets of Reform Judaism as practiced by Congregation Shir Ami, or if their conduct places the Congregation at legal risk. Said member shall be notified in writing without delay about their membership status.

IV. MEETINGS

1. Congregational

- A. The Board of Directors shall call an Annual Membership Meeting in the month of May. This meeting shall be used for the election of officers, approval of changes to dues, and such other business as may come before the meeting.
- B. Special Meetings may be called by the President, the Board of Directors or upon the written request of 20% of the members of the Congregation.
- C. Not less than five (5) days notice of each meeting shall be sent to each member by electronic or paper mail.
- D. Twenty percent (20%) of all member units in good standing of the Congregation shall constitute a quorum at all Congregational meetings.

2. Board of Directors

- A. The Board of Directors shall meet monthly not less than ten (10) times a year. The Annual Membership Meeting shall count as one of these meetings.
- B. Special meetings of the Board may be called by the President or by any five (5) members of the Board. Notice of time and place of special meetings shall be received by Board members at least 24 hours before the meeting.
- C. A quorum shall consist of 30% of the Board. Decision shall be by majority present unless specified otherwise.

- D. Any action permitted to be taken by the Board at a meeting may also be taken without a meeting by written consent, by electronic or paper mail, of a majority of the members of the Board. Such action shall be filed with the minutes and shall have the same force and effect as a majority vote at a meeting.
- E. The office of any member of the Board of Directors absent without adequate excuse from three (3) or more successive meetings may be declared vacant by the President at the next regular meeting of the Board. The Secretary shall notify by written notice the member so affected of the action taken.

V. COMMITTEES

The President shall designate volunteer Committees in support of the Congregation's operations. Committee membership is open to any member in good standing. Committee Chairs (or Co-Chairs) shall be appointed by the President. Any member may be a Committee Chair but the Religious Committee chair (co-chairs) must be Jewish. Chairs of standing Committees can and are encouraged to serve as members of the Board of Directors. Committee Chairs engage Congregation members to promote involvement and develop new leadership.

Standing Committees may include, but are not limited to, the following:

1. Communications

This Committee oversees communications with membership and the wider community. This includes providing direction for and management of the Congregational calendar, the Bulletin, the Web site, social networking, telephone and email communications, event publicity, and media relations.

2. Religious

This Committee oversees the religious life of the Congregation. This includes setting religious policy/minhag; contracting with HUC for rabbinic interns and supervising the rabbinic interns; contracting with and supervising cantorial soloists, summer service leaders, and other occasional clergy; planning the religious calendar and holiday observances, including High Holiday services; setting b'nai mitzvah and Confirmation standards and dates; providing religious expense projections for the annual budgeting

process; and other activities related to the religious life of the Congregation. Because of their responsibility for religious policy and practice, the Religious Committee Chair (or Co-Chairs) must be Jewish.

3. Membership Outreach

This Committee is responsible for outreach and welcome activities to attract potential members and help integrate new members into the Congregation. Activities include proposing and sponsoring programs to attract prospective members from various segments of the local community; following up with people who have expressed interest in the Congregation; and helping interested families complete the membership enrollment process.

4. Membership Lifecycle

This Committee is responsible for membership retention activities throughout the membership lifecycle. Activities include proposing and planning programs to improve engagement and retention of existing members. It also includes, when appropriate, interviewing members who choose to leave the Congregation with a goal of improving future member affiliation and retention.

5. School

This Committee is responsible for coordinating Religious and Hebrew instruction for member children in grades preschool through high school. Responsibilities may include hiring/managing a school director; managing the relationship in the case of a shared school with another congregation; establishing a school budget; and setting curriculum policy in coordination with the religious committee. This Committee is responsible for communication between the school, families, and the Congregation.

6. Building and Grounds

This Committee is responsible for ensuring that the facilities of the Congregation meet the needs of its members. It is charged with assessing and documenting the condition of the synagogue building and surrounding property annually, and overseeing periodic clean-up, repair, and maintenance activities necessary to keep the synagogue building and

grounds operational and safe. This Committee will advise the Board of Directors on maintenance priorities and necessary expenditures.

7. Religious Events

This Committee cultivates volunteers to support religious events throughout the year. The Events Chair identifies volunteers to host events in support of the religious calendar, such as Yom Kippur Break Fast, Sukkah decorating, and Tu B'Shevat Seder. The Committee provides volunteers with information, support and recognition, but it is not responsible for hosting events itself.

8. Social Activities Committee

This Committee organizes and communicates opportunities for members of the Congregation to engage in social activities with other congregants and with guests from the broader community. It sponsors activities that build community and offer enjoyment, yet may not have specific religious content. Examples may include, but are not limited to, a progressive dinner, a games night, a field trip, or an exercise or crafts class.

9. Sisterhood

This Committee sponsors social, religious, and educational opportunities for women. The Sisterhood committee supports individual, congregational, and community activities and projects. Sisterhood may collect dues from its members and hold the funds in a separate bank account, but any such funds are the property of the congregation.

10. Men's Club

This Committee sponsors social, religious, and educational opportunities for men. Its purpose is to stimulate fellowship among men, cultivate their interest in Jewish worship and study, and organize them for service to the Congregation, the Jewish Community, and the community at large. The Men's Club may collect dues from its members and hold the funds in a separate bank account, but any such funds are the property of the congregation.

11. Social Action

This Committee organizes and communicates opportunities for members of the Congregation to engage in *tikkun olam*, “repair of the world.” This Committee identifies issues of social injustice affecting the Congregation, the Jewish Community, or the community at large (for example: hunger, interfaith understanding) and recommends action to be taken by the Board of Directors and general membership of the Congregation.

12. Adult Education

This Committee provides and promotes Jewish learning opportunities for adult learners in the Congregation and the community.

VI. BOARD OF DIRECTORS

1. The affairs of the Congregation shall be vested in the Board of Directors.
2. The Board of Directors shall be an elected body consisting of Executive Officers (President, Vice-President, Secretary, Treasurer-Receivables, and Treasurer-Payables), three Trustees, chairpersons of the standing Committees, and one to three Members at Large.
3. Each member of the Board of Directors is entitled to one vote. No individual shall be entitled to more than one vote.

VII. ELECTION OF BOARD OF DIRECTORS

1. Not later than April 1 each year, the President shall appoint a Nominating Committee Chair to determine a slate of members of the Board of Directors for the upcoming fiscal year. No more than half of the Committee shall be members of the Board. The Committee shall nominate at least one person for each office, and confirm that person’s interest and intent to fulfill the duties of that office. The Committee shall communicate the slate to all Congregation members at least ten (10) days before the Annual Membership Meeting via email, paper mail, or publication in the Bulletin.

2. The Executive Officers (President, Vice-President, Secretary, Treasurer-Receivables, and Treasurer-Payables) shall be elected annually for a term of one year.
3. Trustees shall serve a three (3) year term, the term of one trustee to expire each year. The three-year trusteeship shall be filled by the immediate Past-President, unless the immediate Past-President succeeds him/herself, in which case the three-year Trusteeship shall be open to members selected by the Nominating Committee.
4. Members at Large are elected annually for a term of one year.
5. Chairpersons of standing Committees are encouraged to serve as members of the Congregation's Board of Directors. Committee Chairs who serve as Board members are elected annually for a term of one year.
6. An individual nominated or elected to the Board of Directors must be a member of the Congregation in good standing. Individuals nominated for the positions of President, Vice-President, and Religious Committee Chair(s) must be Jewish.
7. Board Members shall be elected at the Annual Membership Meeting by a vote of majority members present and voting, one vote per member unit.
8. If any position is contested by more than one candidate, that office shall be voted separately from the rest of the slate.
9. Board Members-elect shall assume office as of July 1 each year, coinciding with the start of the Congregation's fiscal year.
10. In the event of vacancies in any office during the year, the President (in consultation with the Board of Directors) shall make an interim appointment. The office shall then be filled by vote of the membership at the next Annual Membership Meeting or a special membership meeting.
11. Board Members may be removed by a vote of majority members present and voting at a special membership meeting, one vote per member unit.

VIII. DUTIES OF THE EXECUTIVE OFFICERS AND TRUSTEES

1. Duties of the President

- A. The President shall preside at all Congregation and Board of Directors meetings.
- B. The President shall be the Chief Executive Officer of the Congregation (Organization).
- C. The President shall appoint all committees and committee chairpersons, call the Annual and special meetings, and perform such other duties as are incident to the office.
- D. The President may grant dues adjustments to any member or prospective member based on financial need. The President may consult with the Trustee who was the Immediate Past President and with the Membership Committee Chair on any such adjustments. The President shall notify the Treasurer-Receivables of such dues adjustments.
- E. Only the President or his/her delegate shall be empowered to speak on behalf of the Congregation.

2. Duties of the Vice-President

- A. The Vice-President shall preside at meetings of the Board of Directors or membership in the absence of the President.
- B. The Vice-President shall educate him/herself on the duties of the President and other information key to serving as President.
- C. The Vice-President shall automatically succeed to the office of the President if the President is unable to fulfill his/her term of office.
- D. The Vice-President shall perform other duties as prescribed by the President and/or Board of Directors.

3. Duties of the Secretary

- A. The Secretary shall take minutes at all Board of Directors meetings and the annual membership meeting.
- B. The Secretary shall distribute minutes to meetings within two weeks of the meeting.
- C. The Secretary shall retain records of all minutes in a manner that makes them accessible to any member upon request.
- D. The Secretary shall be responsible for outgoing correspondence as requested by the President.

4. Duties of the Treasurer-Receiveables

- A. The Treasurer-Receiveables shall issue invoices for dues and other fees and/or assessments to all members at the start of the fiscal year, and shall issue subsequent statements as needed.
- B. The Treasurer-Receiveables shall record and deposit all payments and donations received by the Congregation.
- C. The Treasurer-Receiveables shall inform the President and Membership Lifecycle Chair of persistent nonpayment of dues.
- D. The Treasurer-Receiveables shall issue contribution statements to all members by January 31 of the year following the contribution.

5. Duties of the Treasurer-Payables

- A. The Treasurer-Payables shall pay all obligations on behalf of the Congregation.
- B. The Treasurer-Payables shall pay the Maintenance of Union Membership (MUM) owed to the Union for Reform Judaism (URJ) by the Congregation, and is responsible for reporting membership information to the URJ.
- C. The Treasurer-Payables shall prepare, in consultation with the President and the relevant Committee Chairs, an annual budget for approval by the Board of Directors at its April meeting.

D. The Treasurer-Payables shall monitor the Congregation's financial performance and present periodic status reports to the Board of Directors.

E. The Treasurer-Payables shall ensure that periodic financial audits are conducted and that any required tax filings are submitted.

6. Duties of the Trustees

A. The Trustees shall be available for consultation on all matters pertaining to the Congregation.

B. The Trustees shall lead special projects at the request of the President and Board of Directors.

C. The Trustees shall provide the President and Board of Directors with advice pertaining to investing and expenditures of the Congregation's general and capital funds.

IX. RABBI / RABBINIC INTERNS

1. Congregation Shir Ami participates in the Rabbinic Intern program of the Hebrew Union College – Jewish Institute of Religion, Los Angeles.

2. In addition to the services of HUC-JIR rabbinic interns, the Congregation may contract with other rabbis, cantors, and/or lay leaders to provide religious leadership to the Congregation.

3. At such future time as the HUC-JIR Rabbinic Intern program no longer meets the needs of the Congregation, these bylaws shall be amended to specify a process and guidelines for engaging appropriate clergy.

4. The Board of Directors will use its discretion in engaging religious leadership for a period of up to two (2) years while such bylaws update is in progress.

X. DUES and ASSESSMENTS

1. The Congregation shall assess annual membership dues.

2. The amount and structure of these dues shall be recommended by the Board of Directors as part of its annual budgeting process, and shall be subject to approval by a majority vote of member units present at the Annual Membership Meeting.
3. Dues adjustments on the basis of financial need may be granted by the President or, in the case of new members, by the Membership Outreach Chair. Such adjustments shall be reviewed annually in a confidential conversation between the member and the President.
4. Any special assessment for capital expenditures shall be subject to approval by a two-thirds vote of member units present at the Annual Membership Meeting or special membership meeting.

XI. DISSOLUTION / MERGER

1. Any dissolution or merger of the congregation shall be subject to approval by a two-thirds vote of the Board of Directors and a two-thirds vote of the membership units present at the Annual Membership Meeting or special membership meeting.
2. In the event of the dissolution or merger of the Congregation, no officer, member or representative shall be entitled to any distribution or division of its remaining property, assets or proceeds.
3. The balance of all money and other assets or property owned or held by the Congregation, after payment of all debts and obligations owed by the Congregation, shall be distributed by majority vote of the Board, exclusively in the support of organizations with similar or related purposes to the Congregation, and that are exempt under the IRS code.

XI. UPDATES AND AMENDMENTS

1. At the discretion of the Board of Directors, an ad hoc Bylaws Committee shall convene to review the content of these bylaws.
2. The committee shall propose revisions or amendments and present them for consideration to the Board of Directors.

3. Upon approval by the Board of Directors, changes to the bylaws will be presented for a vote of the Congregation membership at the Annual Membership Meeting or a special meeting, with approval by at least two-thirds of the member units present required.
4. Written notice of proposed bylaws changes shall be given to members at least twenty (20) days before the meeting at which voting will take place.