



By-laws of  
Beth Tikvah Synagogue  
Westborough, MA  
Revision L  
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**By-laws of  
Beth Tikvah Synagogue  
Westborough, MA**

**Article I**

**Name and Object**

The name of this non-profit corporation shall be Beth Tikvah Synagogue. Its purpose shall be to establish and maintain in accordance with the principles of traditional Judaism, a House of Worship, Religious School and Jewish Community.

**Article II**

**Affiliation**

Beth Tikvah shall be unaffiliated with any organized movement of Judaism.

**Article III**

**Membership**

Section 1 Any person interested in joining our Jewish Community, 18 years of age or older of good moral character, shall be eligible for membership. Exceptions to this section may be made by the board on an individual basis. (amended 5/2015)

Section 2 The Membership Committee, under the direction of the VP of Membership shall propose the categories and fees (if any), requirements and responsibilities of membership to be approved by the Board of Directors (hereinafter "Board"). (amended 5/2015)

Section 3 Membership information forms shall be submitted to the VP of Membership. (amended 5/2015)

Section 4 A member unit, as defined for each category of membership by the Membership Committee and approved by the Board, shall be considered a member in good standing as long as they are current in financial obligations to the Synagogue, as determined by the Treasurer.

Section 5 In accordance with their category of membership, members in good standing may enjoy the following privileges of membership:

- A. To attend the general meetings of the Synagogue
- B. To vote at the general meetings of the Synagogue as set forth in Article IX, specifically each member unit gets one vote and is counted for a quorum- (see Article IX, Section 4)
- C. To hold office in the Synagogue as set forth in Articles VII and VIII.
- D. To attend and participate in all religious worship services throughout the year subject to rules and regulations set forth by the Board.

E. To enroll their children in the Religious school, subject to rules and regulations set forth by the Board.

F. To use the Synagogue, Rabbi and/or Cantor at all appropriate life cycle events, including but not limited to, Bar/Bat Mitzvahs, weddings, funerals, subject to rules and regulations set forth by the Board.

#### **Article IV**

##### **Dues**

All members shall pay dues on a timely basis according to categories and/or schedules as determined by the Board.

#### **Article V**

##### **Arrears, Suspensions, charges and expulsions**

Section 1 A member, upon written notice, may be suspended or expelled by a two-thirds vote of the Board for the following reasons:

- A. Failure to pay dues, building fund, pledges and/or assessments in a timely manner.
- B. Conduct seriously injurious to the cause and welfare of the Synagogue. Said member shall have at least (30) days to respond to the notice and/or pay monies owed.

#### **Article VI**

##### **Governmental Organization**

Section 1 The management and administration of the synagogue shall be vested in a Board of Directors, hereinafter "Board", comprised of the following:

- A. Officers of the Synagogue, also known as the Executive Committee, as set forth in article VII.
- B. There will be an equal number of General Board members as the number of Executive Board positions, excluding the President. Each General Board member will assist a specific Executive Board position as assigned by the President.

Section 2 General duties of the Board. The Board shall have the following duties:

- A. The Board shall meet monthly or on such other schedule as the Board may designate by a majority vote. Accurate records of the proceedings shall be kept.
- B. Special meetings of the Board may be called by the President at his/her discretion or must be called by the President upon the written request of three (3) members of the Board. Said request shall state the reason for and purpose of the meeting. Should the President fail to call the

special meeting within five (5) days of the request any other officer may issue the notice of meeting.

C. The Board shall manage the Synagogue's property and funds to ensure the viability of the Synagogue, according to the principles of Traditional Judaism as well as the applicable local, state and federal laws.

D. The Board shall make rules and regulations consistent with these by-laws for the proper conduct of their meetings and to further the general purposes of the Synagogue.

E. In the event of a vacant slot on the Board, or the death or resignation of a member of the Board, the President shall submit to the Board a named successor for approval for the unexpired term.

F. Unless otherwise specifically stated herein, all actions of the Board shall be by majority vote of not less than a duly constituted quorum. A quorum of the Board shall consist of one-half of the actual members.

### Section 3 Conflict of Interest (Amended 6/2013)

A. Whenever a member of the Executive Committee or General Board has a financial or personal interest in any matter coming before the Board of Directors, that member shall ensure that this conflict of interest is fully disclosed. The Board shall determine if a conflict of interest does in fact exist.

B. No such interested Board member shall vote or be counted in determining the existence of a quorum where a conflict of interest exists.

C. The minutes of meetings at which such votes are taken shall record such disclosure per Article VII Section 2B.

D. A member of the Board shall relinquish their oversight and control over any activity where a conflict of interest exists. The Executive Committee shall re-assign these responsibilities to another Board member and will document this in the Board proceedings per Article VII Section 2B.

## **Article VII**

### **Officers**

#### **Officers - Designated**

Section 1 The officers of the Synagogue shall be:

A. President

B. VP of Administration

C. VP of Education

D. VP of Membership and Marketing (amended 6/14 from VP Member Services)

E. VP of Religious Affairs

F. VP of Fundraising and Programming (amended 6/14 from VP of Fundraising and Marketing)

G. Treasurer

## Section 2      Officers - Duties

A. President - The president shall have the following duties, rights and responsibilities:

1. To preside at all meetings of the Synagogue and Board, or to delegate this responsibility to an appropriate person.
2. To call all meetings of the Synagogue and Board.
3. To sign all agreements, contracts, deeds and other documents for the Synagogue, pursuant to appropriate Board resolution, approval and/or rules and regulations.
4. To appoint all committee chairs, as set forth in Article X.
5. To be an ex-officio member of all committees, without a right to vote or to delegate this responsibility to an appropriate person.
6. To vote during a Board and/or Synagogue meeting only to break a tie.
7. To prepare and present an annual written report on the condition of the Synagogue.

A Co-President role may be created to assist the President in the conduct of his/her duties. This person shall be elected and serve a term in accordance with the Article VIII rules for officers.

B. VP of Administration - Duties

1. Keep an accurate record of all the proceedings of the Synagogue and the Board, or designate an appropriate person to do so.
2. Issue notices for meetings, or designate an appropriate person to do so.
3. Sign instruments or documents as may be necessary to carry out internal Synagogue and Board business.
4. Oversee office help.
5. Collect and Distribute mail from PO Box, or designate an appropriate person to do so.
6. Retrieve and respond to phone messages, or designate an appropriate person to do so.
7. Oversee By-Law, Personnel, Rabbi Search, and Nominating Committees as needed.
8. Oversee maintenance of Building including but not limited to security, cleaning and repairs, or designate an appropriate person to do so.
9. Act as liaison to JCC and Federation, including but not limited to coordinating building use schedules and cleaning schedules, attending Federation and other local meeting, or designate an appropriate person to do so.
10. Coordinate synagogue calendar with Religious Affairs, Education and Fundraising/Programing VP's or delegate to an appropriate person(s) (amended 6/2014)

C. VP of Education - Duties

1. Board Liaison with Director of Education.
2. Chair of Education Committee, which provides support for school as needed and curriculum policy.
3. To oversee Adult Education, Family Education and Youth Group committees, or designate an appropriate person or persons to do so.

D. VP of Membership and Marketing – Duties (amended 6/2014)

1. Oversee Community outreach/Tikun Olam; Chesed committees.
2. Oversee Membership, Publicity, and Marketing Committee.
3. Oversee website.
4. All duties may be delegated to an appropriate person(s).

E. VP of Religious Affairs - Duties

1. To set all Service schedules, including Tot Shabbats
2. To assign Bar/Bat Mitzvah dates, in a timely manner, to children currently attending 5<sup>th</sup> grade, or to designate an appropriate person to do so.
3. To establish Usher and Kiddush schedule and oversee reminders, or to designate an appropriate person to do so.
4. To work co-operatively with the Rabbi and Cantor as appropriate to carry out duties.

F. VP of Fundraising and Programming – Duties (amended 6/2014)

1. Oversee the Fundraising and Programming Committees.
2. Oversee publication of the Ad Book/Temple Directory.
3. All duties may be delegated to an appropriate person(s).

G. Treasurer - Duties

1. Responsible for financial records of the Synagogue, which shall be open for inspection by the Officers of the Synagogue. The Treasurer must deliver such records to the Presiding officers upon request.
2. Responsible for managing and delivering the annual budget
3. Oversee Bookkeeper, who shall send out bills to members and pay bills.
4. Administer grant money when applicable
5. Oversee Scrip program, or designate an appropriate person to do so.
6. Provide written summary report of the Synagogue finances at Board meetings and at times directed to do so by the Board.
7. Make withdrawals of Synagogue funds, only by check and co-signed by the President or Board authorized member.

A Co-VP role may be created to assist a Vice President in the conduct of his/her duties. This person shall be elected and serve a term in accordance with Article VIII rules for officers.



Each Officer shall assist the President in the discharge of his/her duties as much as possible. In the case of the absence, resignation, death or disability of the President, the Secretary/Administrator shall take over the Presidency or shall appoint, with majority vote of Board approval, an appropriate replacement.

Should any other officer be unable or unwilling to fulfill their responsibilities, the President shall be able to relieve them of their duties and appoint another appropriate replacement, with majority vote Board approval.

## **Article VIII** **Election of Board**

Section 1 Officers shall be elected for two-year terms and may serve three (3) consecutive terms in the same office, except for the President who may serve two consecutive terms. The general board members shall be elected for a term of three (3) years in such a manner that each year the terms of office of one-third of the members shall expire, and each general board member may serve up to two (2) consecutive terms. (amended 6/2015)

Section 2 Nominating Procedures A nominating committee shall be chaired by the past President and comprised of at least one member of the Board and at least two members of the Synagogue-at-large. The majority of the committee shall always be comprised of members of the Synagogue-at-large. In the absence or unwillingness of the past President to serve, the President shall appoint a candidate to be chair, submitting the name to the Board for approval. The nominating committee shall present the slate of officers and general board members at the annual meeting for ratification by the synagogue members.

Section 3 Executive Committee The Executive Committee shall consist of the officers of the Synagogue. The President or his/her designee shall be the chairperson. The chair shall call meetings of the Executive Committee as needed to operate the Synagogue.

In the event of Emergency circumstances, the Executive Committee shall have the power to do what is required for the maintenance, preservation and continuance of the Synagogue and its inherent functions.

## **Article IX**      **Synagogue Meetings**

Section 1 The annual meeting of Beth Tikvah shall be held within 60 days of the end of the fiscal year, on such a day as the President may designate. The synagogue members shall vote on the slate of officers and board members as presented by the nominating committee.

Section 2 The secretary shall notify all members of the Synagogue by written notice of the annual meeting not less than fourteen (14) days prior to such meeting. (amended 5/2015)

Section 3 Special meetings of the synagogue may be called by the President whenever, s/he deems it necessary, and must be called by him at the written request of 25% of the membership or three (3) board members. Written notice of a special meeting, clearly stating the reason and purpose for the meeting, shall be given to all members by the secretary no less than ten (10) days prior to the meeting.

Section 4 Quorum At all meetings of the Synagogue, a quorum for the transaction of business shall consist of 51% of the member units of the Synagogue, including officers present.

Section 5 Fiscal Year The fiscal year of Beth Tikvah shall run from July 1 through June 30.

## **Article X Standing Committees**

The VP's shall appoint the heads of the following standing committees. Each committee head may select his/her committee. A committee must have at least three members.

- A. Religious Affairs – Ritual, Bar/Bat Mitzvahs/HH Coordinator
- B. Fundraising – Membership, Marketing, Community Relations, publicity
- C. Treasurer - Finance, Budget
- D. Education – Hebrew School, Family and Adult Education, Youth Group
- E. Member Services - Social Action and Community Relations
- F. By-laws

## **Article XI Personnel**

Section 1 Rabbi The pulpit of Beth Tikvah shall be occupied by an ordained rabbi from an accredited rabbinical seminary and approved by the ritual committee.

1(a) The Rabbi shall be elected by the Synagogue at its annual meeting or at a special meeting called for that purpose, upon recommendation of the Board. The contractual terms upon which the Rabbi shall serve shall be determined by the Synagogue based on the Board's recommendation and the standards established by the Ritual Committee.

1(b) The Rabbi shall have the overall responsibility of implementing the aims and objectives of the Synagogue, in accordance with the Board's policies. The Rabbi shall officiate at all customary life cycle events of members in good standing.

Section 2      Cantor The cantor of Beth Tikvah shall be elected upon the recommendation of the Board of Directors and the guidelines set forth by the Ritual Committee.

2(a)      The cantor shall be elected at the annual meeting of the synagogue or at a special meeting called for this purpose. The contractual terms under which the cantor shall be elected shall be determined by the synagogue based on the Board's recommendation and the standards established by the Ritual Committee.

2(b)      The cantor shall be responsible for the musical programs and activities of the Synagogue, guided by the Rabbi and the Board.

Section 3      Religious school coordinator/director - The religious school shall be led by a coordinator/director.

3(a)      The coordinator/director shall be hired by the personnel committee and approved by the Board. The contractual terms under which the coordinator shall be employed shall be determined by the personnel committee with input from the vice president of education.

3(b)      The religious school coordinator/director shall be responsible for all aspects of the operation of the school including the hiring of teachers and staff, and shall be overseen by the vice president of education.

## **Article XII**      **Auxiliary Organizations**

Section 1      Beth Tikvah shall have such auxiliary organizations as shall be authorized by the Board.

Section 2      The activities, by-laws, regulations and/or policies of all auxiliary organizations shall be consistent with the by-laws, regulations and policies of Beth Tikvah.

## **Article XIII**      **Amendments**

Section 1      Any matter not covered in the by-laws shall be governed by Robert's rules of order.

Section 2      This constitution or any portion thereof; may be amended in the following manner:

A.      The proposal to amend or suspend one or more articles of this constitution, or to introduce new articles to it, shall be submitted in writing to the Board, signed by not less than ten (10) members of Beth Tikvah.

B.      The Board shall consider such proposal at its next meeting and submit it to the Synagogue for approval in accordance with Article IX.

C. If a two-thirds (2/3) vote of a duly constituted quorum of Synagogue members favors the proposal, it shall be adopted.

Section 3 A proposal for amendment or suspension which has been rejected by the Synagogue may be re-submitted for consideration after one (1) year, (from the date of rejection).