

Bylaws of Temple Beth Israel Brotherhood

Approved by the Members on May 13, 2014.

Article I - Name

This organization shall be known as the Temple Beth Israel Brotherhood or TBI Brotherhood (referred to hereinafter as, “the Brotherhood”).

Article II – Goals

The Brotherhood exists to:

- A. Foster fellowship and opportunities for growth and development among its members through regular social, athletic, educational, religious, and social action events, activities, and programs.
- B. To help plan, participate in, and support various events activities, and programs of and for the benefit of TBI and of the Eugene Jewish community, including fund raising for specific projects and programs and providing a pool of volunteers where needed for congregational and community programs and events.

Article III - Membership and Dues

- A. Men of all generations over the age of 21 who reside in Lane County are eligible to be active members of the Brotherhood, whether or not they are affiliated with Temple Beth Israel or any other Jewish congregation.
- B. Members support the Mission and Goals of the Brotherhood.
- C. Active members shall pay annual dues to the Brotherhood in an amount determined each year by the Executive Committee before the start of the fiscal year.
 1. Active membership is conditioned on the timely payment of annual dues. Members who are in arrears of their annual dues may lose the right to vote or to hold office in the Brotherhood and may, upon 2/3 vote of Executive Committee, be stricken from the membership role.
 2. The Brotherhood’s fiscal year shall be from July 1 through June 30. Subject to the provisions of sub-paragraph 3, below, dues for active members shall be paid by or before July 31 of each year. Dues for members joining midyear shall be prorated and shall be paid within 30 days of joining.
 3. The Rabbi(s) and any other clergy of Temple Beth Israel who belong to the Brotherhood are not obligated to pay membership dues.
 4. No one shall be denied membership due to lack of resources, and the Executive Committee has authority to waive or adjust dues, or to set a periodic payment schedule, on an annual basis for any active member who requires financial assistance.

5. Annual dues received from members, as well as any other contributions received by the Brotherhood shall be deposited and maintained in one checking account at a reputable bank or other financial institution in Eugene, Oregon. All officers shall be authorized signers on that account, and the signature or other written approval of two officers shall be required on any check or other withdrawal from that account.

Article IV – Governance

A. An Executive Committee, consisting of the officers listed below, is authorized to, and shall, conduct the business of the Brotherhood, including programming, finances, and its relationship with Temple Beth Israel. The Executive Committee is authorized and empowered to, and shall:

1. Select, approve, and facilitate the organization of programs, activities, and events in which the Brotherhood will participate during the year, consistently with its Mission and Goals.

2. Approve an annual budget for recommendation to the members at their annual meeting and spend Brotherhood funds, consisting of annual members' dues and other contributions, consistently with that budget and with the Brotherhood's Mission Statement and its stated goals.

3. Recommend a slate or nomination of proposed officers to the members for a vote at their annual meeting, per paragraphs B and E, below.

4. Approve the waiver or reduction of annual membership dues, or a periodic payment plan, for any active member in need of financial assistance.

5. Fill vacancies on the Executive Committee, except for the President, pursuant to paragraph D, below.

6. Make all other decisions related to the governance of the Brotherhood other than those decisions reserved to the Membership in these Bylaws.

Unless otherwise specifically provided in these Bylaws, any decision by the Executive Committee may be by a simple majority of a quorum of its members present at a meeting. A quorum consists of three officers present at a meeting of the Executive Committee.

B. Officers shall be elected by the membership at its annual meeting and shall serve a two year term. In addition to any slate or nomination of officers recommended by the Executive Committee, any active member at the annual meeting may nominate another active member in good standing for an officer's position. Only an active member in good standing may be an officer. In order to encourage broad membership participation in the governance of the Brotherhood, no member may hold a specific officer's position for more than two consecutive terms.

C. The officers, who shall constitute the Executive Committee, shall be as follows and shall have the following responsibilities:

1. President, who shall be responsible to:

- a. Schedule and conduct monthly meetings of the Executive Committee, the annual meeting of the membership (see paragraph E, below), and any special meeting of the members called pursuant to paragraph F, below.
 - b. Prepare the agenda for Executive Committee meetings, the annual membership meeting and any special membership meetings. In preparing meeting agendas, the President will take into account his communications with other officers and with the general membership concerning goals, concerns, and other issues that require consideration or action by the Executive Committee.. The agenda for the annual meeting must be approved in advance by a majority of the Executive Committee. If a special business meeting pursuant to paragraph F, below, is called by the Executive Committee, a majority of that Committee must approve the special meeting agenda. If the special business meeting is called by five or more active members in good standing, the agenda must contain and be limited to the matter(s) raised by that group in its request for the meeting.
 - c. Provide overall executive leadership and responsibility for the conduct of the Executive Committee in the discharge of its various duties.
 - d. With the approval of the Executive Committee, create such other committees as may be appropriate and necessary to the conduct of Brotherhood business and the fulfillment of the Brotherhood's Mission and Goals, and appoint chairs for those committees.
 - e. Be the Brotherhood's liaison to the Temple Beth Israel Board of Directors.
2. Vice-President, who shall be responsible to:
 - a. Assume the responsibilities of the President whenever the latter is absent from a meeting or otherwise unavailable to carry out his responsibilities.
 - b. Provide oversight and facilitate organization of Brotherhood programs, activities, and events.
 - c. Provide oversight and facilitate organization of Brotherhood support for and participation in Temple Beth Israel and other community programs, activities, and events.
 - d. Oversee and facilitate the recruitment of new members and maintain current and accurate membership records and mailing lists.
 3. Secretary/Treasurer, who shall be responsible to:
 - a. Maintain and reconcile the Brotherhood's financial records, and report monthly on the Brotherhood's finances to the Executive Committee and annually to the membership at its annual meeting.
 - b. Prepare an annual budget for the approval of the Executive Committee (to then be referred to the members for a vote at the annual meeting).
 - c. Collect, remit to the Brotherhood's bank account, and account for members' dues and any other moneys received by the Brotherhood

d. Take appropriate steps to collect delinquent dues, including make recommendations to the Executive Committee to waive, reduce, or enter into a periodic payment plan with any member in need of financial assistance.

e. Record minutes of Executive Committee and membership meetings and submit them to the respective bodies for approval at the next meeting thereof.

f. Prepare and send notices to members of the annual meeting and special meetings.

g. Prepare or facilitate other notices and communications with the members as necessary.

D. Except as provided below for a vacancy in the Presidency, the Executive Committee shall, by majority vote, appoint a member to fill any vacancy caused by an elected officer's inability to fulfill his term, in whole or in part, until the next general election. In the event of a vacancy in the Presidency, the First Vice-President shall assume the Presidency until the next general election, and in that case, the First Vice-President position shall be considered vacant and shall be filled by appointment by the Executive Committee.

E. The Brotherhood's members will meet annually in June of each year. The exact date, time, and place shall be set by the President.

1. This annual meeting will be for the following business purposes:

1. Evaluate activities of the previous year;
2. Set goals for the coming year;
3. Elect officers;
4. Approve the budget proposed by the Executive Committee;
5. Vote on any proposed amendment of these Bylaws.
6. Consider or vote on such other matters as may be included on the meeting agenda by a majority of the Executive Committee or by appropriate motion and second by active members from the floor of the meeting.

2. A notice of the date, time, and place of the annual meeting and its agenda, including any officer nominations recommended by the Executive Committee, shall be sent to the members not less than 30 days before the meeting date.

3. Unless otherwise provided in these Bylaws, any decision by the members at the annual meeting shall be by a simple majority of a quorum present at the meeting. A quorum consists of 50% of the active members then listed in the Brotherhood's membership records as of the date of the meeting.

1. On a motion approved by a majority of the Executive Committee, or upon the written request of at least five active members in good standing submitted to the Executive Committee, the President shall schedule a special business meeting of the membership.

1. A notice of the date, time, and place of the special business meeting, including a succinct statement of the reason for the meeting and the matter(s) to be considered or voted on, shall be sent to the members not less than 30 days, nor more than 60 days, before the meeting date.

2. Unless otherwise provided in these Bylaws, any decision by the members at the annual meeting shall be by a simple majority of a quorum present at the meeting. A quorum consists of 50% of the active members then listed in the Brotherhood's membership records as of the date of the meeting.

Article V – Officer's Obligations; Limitation of Liability

A. A member serving as an officer of the Brotherhood shall not be liable to the Brotherhood for monetary damages for a breach of his fiduciary duty unless the duty is imposed by state or federal law. However, this Article shall not eliminate or limit the liability of a volunteer officer for any of the following:

- 1) A breach of the officer's duty of loyalty to the Brotherhood,
- 2) Acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law,
- 3) A transaction from which the volunteer officer derived an improper personal benefit.
- 4) An act or omission that is grossly negligent.
- 5) Voting for, or concur in, any of the following actions:
 - a) Distribution of Brotherhood assets contrary to any restriction in the Bylaws.
 - b) Distribution of Brotherhood assets during or after dissolution of the organization without paying, or adequately providing for, all known debts, obligations, and liabilities of the organization.
 - c) Making of a loan to an officer of the Brotherhood, or employee of Temple Beth Israel.

B. Any repeal or modification of this Article by the members shall not adversely affect any right or protection of any volunteer officer of Brotherhood existing at the time of, or for or with respect to, any acts or omissions occurring before such repeal or modification.

Article VI – Amendment

These Bylaws may not be amended or changed except by a 2/3 vote of a quorum of the Brotherhood's members at the annual membership meeting or at a special business meeting called for that purpose. A quorum shall be 50% of the active members in good standing as of the date of the vote. No vote to amend or change these Bylaws will be effective unless a concise statement of the proposed amendment or change has been sent to the members in writing at least 30 days before the vote is held.