**Board Orientation Program**



**Sunday, June 14, 2020 / 22 Sivan, 5780**

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**Agenda**

1. **President’s Welcome**
2. **Personal Introduction Activity**
3. **Discussion of Board Member Roles and Responsibilities**
4. **Our Financial Strength**
5. **Review of Programs, Initiatives and Our Programming Process**
6. **Discussion of Committee Structure and Choosing Our Committees**
7. **Building Relationships as we Market Our Club**
8. **Calendar Review and Program Planning (Don’t let me forget Men’s Club Shabbat)**
9. **Rabbi Wolk—How can we both help each other best?**
10. **Next Steps and Wrap-up**

**President’s Welcome**

**Thank you so much for stepping forward to serve!**

**In his book Building a Successful Volunteer Culture—Finding Meaning in Service in the Jewish Community Rabbi Chuck Simon, former Executive Director of the International Federation of Jewish Men’s Clubs (FJMC), wrote that “Men will volunteer if they are asked, if they sense a need, feel personally needed, and are treated with dignity and respect.”**

**You were asked, I am happy that you sense a need because you *are* personally needed, and you will be treated with dignity and respect! He went on to say that “Men will keep volunteering if their involvement provides a challenge or satisfying experience and if the volunteer experience reflects the core values of the volunteer and of the organization.” We will build a strong, sustainable, and relevant Men’s Club if the volunteer experience reflects our core values.”**

**Core values and culture are linked. A basic definition of organizational culture is “the way we typically do things in this organization.” We can solidify our culture when we act consistently according to this statement of our core belief:**

**“We believe in challenging men and accepting the challenge to build stronger relationships and live more meaningful Jewish lives through a culture of friendship.”**

**Our core values support this core belief. What are our core values?**

**Compassion, inclusion, flexibility, humanity, respect for each other, gratitude, fun, and trust.**

**Providing a structure for both volunteer and leadership development is a necessary reflection of our core values and of our job as Men’s Club leaders. If we focus on the people—building stronger relationships, developing volunteers and leaders, and challenging each other to live more meaningful Jewish lives, the programs will come along for the ride. This will be our definition of a relevant, sustainable Men’s Club.**

**As we slowly come out of our Covid-19 hibernation, our work will be even more important to the overall strength of Temple Israel. We have a vital role to play in providing the encouragement and opportunities to return to rebuild an active Temple Israel Kehillah.**

**Pirkei Avot, Ethics of our Fathers says, “You are not obligated to complete the work, but neither are you free to desist from it (2:21).” Thanks again for volunteering and let’s get started.**

*Mike Eisner* **Mike Eisner  
President**

**Personal Introduction Activity**

**We will break up into Chavrutas (groups of two), taking no more than 10 minutes to learn some things about each other. We will then get back together and each of us will have a chance to present their partner to the rest of the group in 2 minutes each. Some starter questions, but feel free to add more to learn the “story” of your co-leader:**

* **What is your favorite Jewish holiday and a favorite story from it?**
* **What was something memorable about your Bar Mitzvah?**
* **If Brit Milah were totally optional (according to Jewish law, your wife, your family, and friends), and you had a new son, would you still do it? Why or why not?**
* **What is your favorite Yiddish word?**
* **What does it mean to “be a man?”**

**Board Members’ Roles and Responsibilities**

**Your Roles:**

* **Collaborate as part of Club leadership to set or confirm and then stay true to our Mission, Core Belief and Core Values**
* **Work as part of the leadership team to help the Club make sound financial decisions**
* **Lead or serve on specific committees to help our Club grow and run smoothly**
* **Serve as part of the Membership Committee to invite men to join and to have valid reasons ready for why membership is a good idea**
* **Serve as an extension of the Marketing Committee to help tell our story and to invite men to participate in our programs and events and to consider volunteering**

**Your Responsibilities:**

* **Show up and be fully present and engaged as much as possible as often as possible**
* **Know something of our unique history and what makes our Club special**
* **Model positive Jewish living as representatives of TI and the Club:**
  + **Be aware of kashrut at Club events**
  + **Avoid conducting Club business by phone or email on Shabbat and Festivals**
  + **Attend TI services often and make a point to greet others and share our story**
* **Have fun and help others to have fun**
* **Don’t take the Club or your role too seriously**

**Programs, Initiatives, and Our Programming Process**

**Programs are one-time events and initiatives are on-going efforts toward a longer-term goal. We will succeed by using both as vehicles for us to share our core belief with our communities—both inside Temple Israel and beyond. Clubs and Synagogues have traditionally relied on programs to establish value for their memberships, however, initiatives that can grow and develop organically are much more important to long-term success and volunteer development. Once a program is completed, people go home. Once an initiative takes root, relationships are created and strengthened, and even better things happen. Re-constructing this Board is our first new initiative!**

**To give ourselves the greatest chance to succeed, we will create processes within our leadership and committee structure to make what we do more easily repeatable in a way that honors our core values.**

**Examples of programs:**

* **New Member’s Cookout**
* **Constructing & de-constructing the TI Sukkah**
* **World-Wide Wrap & Breakfast**
* **Men’s Club Shabbat**
* **Family Night Sports Dinner**
* **Mother’s Day Brunch**
* **Regional Shabbaton at Camp Ramah Darom**

**Programs, Initiatives, and Our Process, continued**

**Examples of initiatives:**

* **Hebrew literacy one-on-one tutoring**
* **He’Bros Coffee Club (Sunday TIRS Coffee Drop-in)**
* **Last Monday of the Month Gatherings with Themes**
* **Tikun Olam-Community Service Initiative**
* **Men’s Wellness Initiative**
* **Men’s Jewish Investment Club**

**We will use our committee structure to help make sure that people are not overwhelmed by feeling like they must do everything for a given program or initiative alone. This will also be a good way to let guys participate in areas they are interested in. The bank executive might prefer working in the kitchen to being on the finance committee!**

**Here is one idea for a procedure we can use to give our programs and initiatives the greatest chance to succeed:**

1. **The Programming Committee creates a program or initiative idea, receives one from a member or friend, or steals one.**
2. **The Executive Committee discusses the idea to make sure it is consistent with our Core Belief and is aligned with our Core Values and it fits within our overall Club priorities.**
3. **Once approved, VP-Programming checks TI and SP calendar with Ariel DiDonato and a date is set.**
4. **Once on the calendar, VP-Programming completes the Program Planning Form to help with details—program overview, purpose, MC Committee resource needs, budget, and timeline. A program chair may emerge (especially someone who brought us the idea!).**
5. **With the task list created, all committees will be asked to engage volunteers for their area of program participation. This is how men can become engaged in a low-risk way—taking part in a specific program or initiative in a specific, limited way. They control their time commitment, feel needed, valued, and respected, have fun, meet new people, have the chance to make new friends, and to have an overall satisfying experience.**
6. **We will then follow all the necessary steps to execute the successful program or initiative, including personally inviting as many men to participate as possible, finishing with gratitude to all involved and an invitation to get involved again.**

**Some Proposed Committees**

**Budget & Finance: Chair: Steve Moore**

**Main tasks:** To monitor revenue and expenses; to reconcile TI statements with our own membership list; to implement a system for creating event budgets with both prior review and post-event follow-up; to provide the Board with monthly updates; and other tasks as determined by the treasurer.

**Works with:** Member Services, Programming, Kitchen & Food

**Member Services: Chair: Leon Golynsky**

**Main tasks:** Together with the programming committee plan and execute the new member cookout; build and maintain a database of members and prospective members including contact information and other key information; work with Marketing & Communication committee to develop and execute plans for member-to-member communications; and other tasks as determined by the committee. Creates a plan for birthday greetings and condolence cards.

**Works with:** Budget & Finance, Programming, Marketing & Communication

**Programming: Chair: Josh Loewensteiner**

**Main Tasks:** Manage communicating with Ariel to get events on the TI and SP calendar; Plan and execute macro like the World Wide Wrap, Men’s Club Shabbat, New Member Cook-out, and others as selected; plan and execute micro events like our monthly meetings, He’Bros Coffee Club TIRS programs, and others as selected; and other tasks as determined by the committee.

**Works with:** Budget & Finance, Member Services, Marketing & Communication, Kitchen & Food

**Marketing & Communication: Chair: Avi Rasowsky**

**Main Tasks:** Work with Betsy in TI Marketing Dept. to create a re-branding campaign; update social media platforms, website, MailChimp templates; create protocols for regular, effective group communications; create direct mail as needed, communicate with the community via press-release as needed (coordinated with TI Marketing Dept); create content for monthly TI Bulletin, monthly MC Newsletter, and end-of year annual report submissions; and other tasks as determined by the committee.

**Works with:** Member Services, Programming

**Proposed Committees, continued**

**Kitchen & Food: Chair: Steve Moore**

**Main Tasks:** Work with Programming Committee and Jared Mond at TI to create a TI Kitchen Certified User program to include an overview of kashrut at TI, food safety, equipment use, cleaning and sanitizing, shopping, and food preparations, and TI Expectations; plan and execute kitchen-related tasks for Men’s Club Shabbat, New Member Cookout, World-Wide Wrap, and other events to be determined.

**Works with:** Programming, Budget & Finance, Marketing & Communication

**Kehillah Relations (TI, TIRS, and Community): Chair: Michael Abadi**

**Main Tasks:** Coordinate with the leadership of TI, TIRS, and the TI Social Action committee to enhance our effectiveness at including their needs in our activities and also to work to make sure we receive the services and value we need from them; coordinate bi-monthly TIRS Dads Coffee Drop-ins; and other tasks as determined by the committee.

**Works with:** Programming, Member Services, Kitchen & Food, Marketing & Communication, Budget & Finance

**FJMC Retreats: Chair: Moishe Mogilevsky**

**Main Tasks:** Coordinate communication with FJMC and our Anshei Darom region; work to encourage participation in the 2021 Regional Retreat and International Convention; encourage regional participation in our Men’s Club Shabbat; help bring the benefits of FJMC membership to our club.

**Works with:** Programming, Member Services, Marketing & Communication

**Executive: Chair: Mike Eisner**

**Members:** Steve Moore, Nick Rose, Josh Loewensteiner, Leon Golynsky

**Main Tasks:** Manage meetings and to serve as the “hub” connecting the “spokes” of the committees and program and initiative teams; work on Leadership Development and Volunteer Engagement initiatives.

**Works with:** Budget & Finance, Programming, Member Services, Marketing & Communication, Kitchen & Food, Kehillah Relations

**Ideas to Build Relationships as we Market Our Club**

**People will not build relationships because of an e-mail, bulletin article, or newsletter. A person will build a relationship with another person through contact, things in common, and the desire to make new friends. By making the effort to sincerely reach out to our fellow men, we will build relationships as we build our sustainable and relevant Men’s Club! Here are some ideas that may help:**

1. **Call each member who joins for 2020-21 to thank them for joining and to invite them to our inaugural “Last-Monday-of-the-Month” program**
2. **As we collect membership forms and see what areas of interest men check off, we follow up with them to see how we can put the information to good use.**
3. **After the TI Membership Commitment Renewals “Deadline” we will be able to send an e-mail and perhaps a direct mail piece to the TI men who DID NOT join Men’s Club. We can give them another opportunity and we can invite them to Opt-in to our communications list. Then we will know those who do not want to hear from us and can concentrate on the rest.**
4. **There are 7 He’Bros Coffee Club Sunday Drop-ins scheduled and 14 of us. We can form teams to take ownership of each one and invite members (cross-referenced with the TIRS list) to participate (even though it is an open drop-in). If someone says he will be there, maybe we can ask them to bring another dad they know.**
5. **We have 10 “Last-Monday-of-the-Month” programs scheduled. There are 3-4 individual elements of each one—Site selection & planning, Program Theme, Invitations, and Follow Up. This gives us a great chance to engage up to 40 different guys in small bites, either coordinating or assisting—and if they help set up the program, chances are good they will attend and maybe even bring a friend. These 40 guys will provide the next group of volunteer leaders.**
6. **We can create a “Relational Phone-Tree.” If all 14 of us can find 3 guys willing to be responsible for personal calls to just 3-4 guys, we can probably cover our entire membership. Aspire to greatness!**
7. **Regular communication is key. We can send birthday cards or make birthday calls (or is Cantor Roochvarg’s call enough?).**
8. **We can give an inexpensive welcome gift to members—customized kippah or lapel pin.**
9. **As for marketing, should we change our name? There are pros and cons. If yes, to what?**

**Available Resources**

**Thankfully, we are not on an island having to do everything out for ourselves. There are many great resources available to help us, and we do not need to “reinvent every wheel.”**

**These are the key resources to help us “Git ‘er done.”**

**For TI Marketing: Betsy is the Temple Israel Marketing Department:** [**marketing@templeisraelnc.org**](mailto:marketing@templeisraelnc.org)

**For TI Financial: Barbara and Maria are key money people:**[**BPaterek@templeisraelnc.org**](mailto:BPaterek@templeisraelnc.org)[**mleonard@templeisraelnc.org**](mailto:mleonard@templeisraelnc.org)

**For TI/SP Calendar Ariel DiDonato  
& Space Reservations:** [**adidonato@templeisraelnc.org**](mailto:adidonato@templeisraelnc.org)

**For TI Religious School: Melissa Lefko\***[**TIRS@templeisraelnc.org​​​​​​​**](http://TIRS@templeisraelnc.org/)

**Rabbi Helene Kornsgold**[**hkornsgold@templeisraelnc.org**](mailto:hkornsgold@templeisraelnc.org)

**\*Experience shows that Melissa is the best first contact: “Melissa, I need \_\_\_\_ from Rabbi Kornsgold. Can you help?”**

**For TI Member Information: Erin Goldstein**[**egoldstein@templeisraelnc.org**](http://egoldstein@templeisraelnc.org/)

**To meet with Clergy: Katherine Wood**[**kwood@templeisraelnc.org**](mailto:kwood@templeisraelnc.org)

**These are helpful resources for ideas, programs, initiatives, and more:**

**International Federation of Jewish Men’s Clubs: fjmc.org**

**United Synagogue of Conservative Judaism: uscj.org**

**Jewish Education Resources: kulanu.org**

**American Jewish Committee: ajc.org**

**Tentative Calendar**

**10 Last Monday Gatherings**

**7 He’Bros Coffee Club Sunday Drop-ins**

**Summer, 2020: Board Orientation, 6/14 2:00 pm, Club J-Loew**

**Last Monday Gatherings: 7/27, 8/31**

**New member cookout (Date TBD)**

**Fall, 2020: 9/13/20 First Day of TIRS Welcome (No Breakfast)**

**9/30/20 Sukkah Building**

**MC dinner in the Sukkah 10/4-8?**

**10/14/20 Tear Down**

**10/18/20, 11/8/20 He’Bros Coffee Club Sunday Drop-ins**

**Last Monday Gatherings: 9/21, 10/26, 11/30**

**Winter, 2021: FJMC Retreat at Camp Ramah Darom (February)**

**11/22/20, 12/6/20, 1/10/21, 2/21/21 He’Bros Coffee Club Sunday Drop-ins**

**Last Monday Gatherings: 12/28, 1/25, 2/22**

**Family Sports Night Dinner (date & details TBD)**

**Spring, 2021:** **3/7/21 He’Bros Coffee Club Sunday Drop-in**

**Yom HaShoah Candle Distribution Sunday, March 21**

**Men’s Club Shabbat & Man of the Year Dinner (April 9-11)**

**Last Monday Gatherings: 3/21, 4/26**

**Mommy & Me Sponsorship 5/2**

**Last-Monday-of-the-Month Program Ideas**

**The purpose of these gatherings is to provide members and potential members with a regularly scheduled opportunity to build stronger relationships in a fun, social setting. A small portion of the gatherings will be dedicated to “Club business.” These gatherings may take place at a beer garden, bowling alley, ax-throwing club, homeless shelter, comedy club, music venue, or even Temple Israel. These programs must always include fun and fellowship and can include a theme, a guest speaker who keeps it short and sweet, and Jewish context in one form or another.**

**Jewish celebration ideas**

**Dinner in the Sukkah (Monday, October 5 is the only available night)**

**World-Wide Wrap Build-a-Pair Program with TIRS**

**Purim Poker Tournament (Wednesday, February 24, 2021)**

**Lag b’Omer “Sort-of” Bonfire (Saturday, April 30, 2021): People bring their own fire pits, plus music, food, and fun beginning with a communal Havdallah service.**

**2020-21 Board Roster**

**President: Mike Eisner 704-779-0768** [**eisner@outlook.com**](mailto:eisner@outlook.com)

**Treasurer: Steve Moore 330-221-2859** [**semoore62@hotmail.com**](mailto:semoore62@hotmail.com)

**Secretary: Nick Rose 704-752-9320** [**speedbird286@hotmail.com**](mailto:speedbird286@hotmail.com)

**VP-Programming: Josh Loewensteiner 704-280-2382** [**joshloew@yahoo.com**](mailto:joshloew@yahoo.com)

**VP-Membership: Leon Golynsky 704-607-6074** [**lg6728@yahoo.com**](mailto:lg6728@yahoo.com)

**At-Large: Michael Abadi** **704-957-5980 abadim7470@aol.com**

**George Schneider 704-365-2147 schneidgws@aol.com**

**Moishe Mogilevski**  **mikhailmogilevsky@hotmail.com**

**David Cohen idocdc@carolina.rr.com**

**Marc Sokolowicz 305 206 0847 marcsok@aol.com**

**Avi Rasowsky avirasowsky@gmail.com**

**Dana Goldfarb goldfarb.dana@yahoo.com**

**Mike Fried mikefried99@hotmail.com**

**Erik Wind 516-946-3399 erik@ewdc.net**

**Jon Berger 704-995-1732** [**jbergertisa@gmail.com**](mailto:jbergertisa@gmail.com)

**Spiritual Advisor:** Rabbi Michael Wolk(B’nai Mitzvah conflict) **rabbiwolk@templeisraelnc.org**

**Current By-laws**

# TEMPLE ISRAEL MEN’S CLUB

# CHARLOTTE, NORTH CAROLINA

# BYLAWS

THESE BYLAWS OF THE TEMPLE ISRAEL MEN’S CLUB are made effective as of \_December 16, 2015 (these “Bylaws”) by the members of the Temple Israel Men’s Club (the “Club”).

**RECITALS**

1. WHEREAS, the Club is an auxiliary group affiliated with Temple Israel, Inc., a North Carolina religious association (“Temple Israel”), and is not a distinct legal entity;
2. WHEREAS, it is the purpose of these Bylaws to set forth the management and operation of the Club;
3. WHEREAS, the Club has a proud history going back to the founding of Temple Israel;
4. WHEREAS, throughout the existence of Temple Israel, the Club has provided a forum for friendship, support, and connection among its members; and
5. WHEREAS, a healthy and vibrant Club is integral to the missions and values of Temple Israel;
6. NOW THEREFORE, in consideration of the foregoing and for good and valuable consideration, the Club does hereby acknowledge and agree as follows.

## **ARTICLE I**

## **NAME**

The name of the Club shall be: TEMPLE ISRAEL MEN’S CLUB

###### **ARTICLE II**

###### **PURPOSE**

Section 2.01 Affiliation with Temple Israel. The purpose of the Club is to organize, establish, promote, develop, and foster a Jewish Men’s Club that is a constituent part of, and affiliated with, Temple Israel and for the Club to further become and remain an affiliated club with the Federation.

Section 2.02 Mission Statement. In accordance with Section 2.01, the Club shall act in accordance with the following mission statement:

Temple Israel Men’s Club seeks to involve Jewish men in Jewish life by providing programs for our members, mentoring leaders, connecting individuals of all ages to the Masorti/Conservative community, and forming meaningful and long-lasting relationships based on camaraderie, common interests and core values. We are an integral part of Temple Israel, and as such we encourage our members to become involved in Temple Israel and our greater communities.

###### **ARTICLE III**

###### **INTERPRETATION**

Section 3.01 Definitions. In these Bylaws, the following capitalized terms shall have the following meanings:

“Board” means the Board of Directors of the Club.

“Bylaws” has the meaning set forth in the introductory paragraph hereof.

“Club” has the meaning set forth in the introductory paragraph hereof.

“Club Secretary” has the meaning set forth in Section 6.05.

“Director” has the meaning set forth in Section 5.02.

“Dues” has the meaning set forth in Section 4.03.

“Federation” means the Federation of Jewish Men’s Clubs, Inc., or any successor entity, or any other national or international association of like clubs with whom the Board has determined that the Club shall be affiliated, if any, or, as the context may require, any or all of such associations.

“Fiscal Year” means the fiscal year of Temple Israel, which, as of the date of these Bylaws, is July 1 through June 30.

“Immediate Past President” means the former President of the Club who held such office under these Bylaws immediately prior to the current President and, if no such person exists, there shall be no Immediate Past President.

“Member” has the meaning set forth in Section 4.02.

“Officer” means each of the President, Vice-President of Programming, Vice-President of Member Services, Treasurer, and Club Secretary.

“President” has the meaning set forth in Section 6.05.

“Register” has the meaning set forth in Section 4.04.

“Temple Israel” has the meaning set forth in Section 2.01.

“Treasurer” has the meaning set forth in Section 6.05.

“Vice-President of Member Services” has the meaning set forth in Section 6.05.

“Vice-President of Programming” has the meaning set forth in Section 6.05.

Section 3.02 Headings. The Headings or Titles of Articles, Sections, or Sub-Sections shall be for descriptive purposes only and shall not be considered or used to ascertain or interpret the meaning of any part of these Bylaws.

Section 3.03 Principles of Construction. All references to sections and schedules are to sections and schedules in or to these Bylaws unless otherwise specified. Unless otherwise specified, the words “hereof,” “herein,” and “hereunder” and words of similar import when used in these Bylaws shall refer to these Bylaws as a whole and not to any particular provision of these Bylaws and the word “including” shall mean “including but not limited to”. Unless otherwise specified, all meanings attributed to defined terms herein shall be equally applicable to both the singular and plural forms of the terms so defined.

#### **ARTICLE IV**

#### **MEMBERSHIP AND DUES**

Section 4.01 Member Eligibility.

(a) A person shall be eligible for membership in the Club if such person:

1. Is a current member in good standing of Temple Israel; and
2. Is a male of 13 years of age or more, or who has made Bar-Mitzvah.

For the avoidance of doubt, it is not necessary a person be Jewish to be a Member; however, it is required a person be Jewish to be a Director or Officer.

(b) For any male that is made Bar-Mitzvah at Temple Israel, membership in the Club shall be gifted to such person on the occasion of his Bar-Mitzvah and such person shall not be required to pay Dues until the beginning of the first Fiscal Year after his twenty-first (21st) birthday.

(c) Notwithstanding his membership in the Club, no Member shall be permitted to consume alcohol, use tobacco products, or participate in any other activities if his doing so would be in violation of the laws of the jurisdiction in which such activity is taking place, including, for the avoidance of doubt, laws requiring minimum ages in order to consume alcohol or use tobacco products.

(d) Each male Rabbi, Cantor, or other clergy at Temple Israel shall be a Member and shall not be required to pay Dues.

Section 4.02 Membership.

1. A person shall be a member of the Club (a “Member”) if such person meets the qualifications set forth in Section 4.01 and has paid his Dues for the then current Fiscal Year.
2. Dues shall be determined in accordance with Section 4.03 and shall be assessed annually simultaneously with the membership dues for Temple Israel.
3. An existing Member who has failed timely to pay his Dues (a “Defaulting Member”) shall be shall be deemed in arrears and not in good standing. Such Defaulting Member shall not be entitled to vote at any meeting of the Members or serve as an Officer or Director of the Club, but shall otherwise be treated as a Member for other purposes.
4. A Defaulting Member that is in arrears in the payment of his Dues for fewer than two (2) years shall be reinstated or restored to good standing upon his payment in full of all accrued and outstanding Dues owing by him.
5. A Defaulting Member that is in arrears in the payment of his Dues for two (2) or more years may be reinstated or restored to good standing upon such terms and conditions as may be determined by the Board.

Section 4.03 Dues.

1. Each Member of the Club shall pay annual dues (“Dues”) to the Club in an amount determined by the Board. First year male members of Temple Israel shall be exempt from paying dues during that Fiscal Year.
2. Dues shall be determined by the Board for the upcoming Fiscal Year in accordance with the timing required by Temple Israel for such Dues to be noted on and included with the annual membership dues assessed by Temple Israel.
3. In the event that Dues for an upcoming Fiscal Year cannot, for any reason, be determined by the Board in conformance with the timing required in Section 4.03(b), the Dues shall be determined to be equal to the Dues for the immediately prior Fiscal Year.
4. When determining Dues, the Board shall consider the following:
5. The amount of the Dues assessed for prior Fiscal Years;
6. The financial performance of the Club for prior Fiscal Years;
7. Planned or anticipated programming or expenses for the then upcoming Fiscal Year;
8. Current obligations or liabilities of the Club that remain unpaid or otherwise outstanding;
9. Dues assessed or otherwise owing by the Club to the Federation or like entity or organization; and
10. Any other circumstances, events, or concerns determined by the Board reasonably to influence the needs of the Club for upcoming Fiscal Year.
11. Determinations of Dues shall be made in accordance with the requirements for other Board actions and determinations.

Section 4.04 Membership Register.

1. The Club Secretary shall (with input from the Treasurer as needed), be responsible for maintaining and updating a register (the “Register”) of the Members of the Club.

1. The Register shall be in electronic format generally accessible and accepted by the Board (e.g., files compatible with Microsoft Word, Microsoft Excel, or other like programs) and shall be made available to any Director or Officer at such person’s request.
2. The Register shall contain, at a minimum, the following information (and may, at the discretion of the Board and Club Secretary, contain other information) and it shall be the duty of the Club Secretary to diligently seek to obtain such information from all Members:
3. The name of each Member;
4. A phone number for each Member;
5. An email address for each Member;
6. A physical mailing or home address for each Member;
7. Whether such Member has paid his current Dues; and
8. The date upon which payment of such Dues was received (if in cash), deposited (if in a check), or charged (if on a credit or debit card or other method of electronic payment).
9. The Register shall be updated not less than once each fiscal quarter and distributed by the Club Secretary to the Board via email.
10. The Register may be shared with Temple Israel, other clubs or entities affiliated with Temple Israel, or the Federation; *provided*, that all information regarding the assessment, payment, or receipt of Dues of any Member, shall be redacted prior to distribution to any other entity or person; *provided*, *further*, *however*, that aggregated information concerning the number of Members, amount of Dues assessed or collected, or the overall financial performance of the Club may be shared in accordance with the above.

Section 4.05 Suspension or Expulsion of a Member. The Board may, upon a written complaint against a Member, upon reasonable notice to such Member and after a hearing (at which hearing such Member shall be entitled to be represented and heard), (i) suspend the membership rights and privileges of such Member for a fixed or indefinite period, or (ii) expel such Member from the Club. Any such suspension or expulsion shall require the vote of two-thirds (2/3) of the Directors (excluding, if applicable, any Director against whom the complaint was lodged) to implement.

**ARTICLE V**

**BOARD OF DIRECTORS**

## Section 5.01 Powers and Duties of the Board of Directors. The Board shall manage and administer the affairs of the Club and may exercise all powers and do all the things that may be done by the Club that are not required or expressly directed by Bylaws, or by law, to be done by the Members.

Section 5.02 Terms of Directors.

(a) Each member of the Board (each a “Director” and, collectively, the “Directors”) shall hold office until his successor has duly taken office. The whole Board of Directors shall be retired at the conclusion of the second Fiscal Year immediately following its election; *provided* that elected Directors shall be eligible for re-election if otherwise qualified, subject to Section 5.05.

(b) The Board may, upon a written complaint against a Director, upon reasonable notice to such Director and after a hearing (at which hearing such Director shall be entitled to be represented and heard), (i) remove such Director from his position on the Board, (ii) suspend the membership rights and privileges of such Director for a fixed or indefinite period, or (iii) expel such Director from the Club. Any such suspension or expulsion shall require the vote of three-quarters (3/4) of the Directors (excluding the Director against whom the complaint was lodged) to implement.

Section 5.03 Meetings of Board.

1. *Scheduled Meetings*. The Board shall meet not less than once each fiscal quarter at such times and places as shall be directed by the President.
2. *Special Meetings.* The President shall call a meeting of the Board upon receipt of a request in writing for such a meeting, which states the purpose of the meeting, by not less than (i) two (2) Officers (which may include the President), (ii) five (5) Directors (which may include any Officer, including the President), or (iii) ten (10) Members (which may include any Officer, including the President). The Club Secretary shall call the meeting in the absence of the President or if the President fails or refuses to do so.
3. *Time For and Business of Requested Board Meeting*. A special meeting of the Board called in accordance with Section 5.03(b) shall be held not more than thirty (30) days after the receipt of the written request for such a meeting by the President. No business other than stated in the notice requesting the special meeting shall be conducted without the consent of two-thirds of the Directors present at such meeting.
4. *Notice of Board Meetings*. Notice of every meeting of the Board, stating the nature of the business to be conducted at the meeting, shall be given to each Director not less than one week before the meeting is to take place.

Section 5.04 Composition of the Board; Initial Board.

1. The Board shall consist of the following Directors:
2. The Immediate Past President;
3. Each Officer; and
4. Additional elected Directors, to be elected by the Members in accordance herewith such that the Board is composed of nine Directors.
5. The composition of the initial Board (and Officers) shall be as set forth on Schedule I hereto, which such Board shall serve until elections are held in accordance herewith (*provided, however*, that those individuals set forth on Schedule I shall constitute the nominating committee for such elections and shall not be disqualified from running for office based on such participation), which such elections shall take place prior to the beginning of the Fiscal Year beginning July 1, 2016, and the results of which shall take effect on such date; *provided, further*, that the service of those individuals set forth on Schedule I on the initial Board shall not be counted toward the limits set forth in Sections 5.05 or 6.04.

Section 5.05 Limits on Term. No elected member of the Board shall serve more than four consecutive two-year terms.

Section 5.06 Filling a Vacancy on the Board of Directors. A vacancy on the Board, however caused, may be filled by election by the Directors, if they shall see fit to do so, subject to Section 5.07; otherwise, such vacancy shall be filled at the next election. A Director elected to fill a vacancy shall serve until his successor is elected in accordance herewith.

Section 5.07 Change to Number of Directors. The Board may change the number of Directors on the Board from time to time upon the unanimous consent of the Board. If such change reduces the number of Directors below the number currently serving as Directors, such change shall not take effect until the earliest to occur of (i) a vacancy on the Board corresponding with such reduced number of Directors, or (ii) the immediately following election.

Section 5.08 Quorum. More than fifty percent (50%) of the Directors (either in person, or through live electronic communication) shall constitute a quorum for the transaction of business by the Board.

Section 5.09 Spiritual Advisor. The Board may, but shall not be required to, appoint a spiritual advisor of the Board, who shall be an ex-officio member without voting privileges of the Board of Directors.

Section 5.10 Adoption of Rules. The Board may adopt such rules and regulations in furtherance and not in conflict with the provisions hereof as it may deem necessary and proper for the carrying out of its responsibilities.

###### **ARTICLE VI**

###### **OFFICERS**

Section 6.01 Officers. The following Officers shall be elected by the Members in accordance herewith:

1. President;
2. Vice-President of Programming;
3. Vice-President of Member Services;
4. Treasurer; and
5. Club Secretary.

Section 6.02 Terms of Officers. Each Officer shall remain in office until his successor has been duly elected or he has been removed in accordance herewith.

Section 6.03 Immediate Past President. The Immediate Past President shall be deemed to be an Officer of the Club, however, for all intents and purpose, the Immediate Past President shall not be deemed to be an elected Officer.

Section 6.04 Limits on Terms. No person shall be eligible to serve in the following offices for more than the number of consecutive two-year terms listed in [brackets] opposite the office:

1. President [two terms];
2. Vice-President of Programming [two terms];
3. Vice-President of Member Services [two terms];
4. Treasurer [two terms]; and
5. Club Secretary [two terms].

Section 6.05 Duties of Officers.

1. The duties of the Officers shall be (i) those usually appertaining to their respective offices (and, in the case of the Club Secretary, those duties usually appertaining to a Secretary), (ii) the development of Members into future leaders for the Club, Temple Israel, and the larger community, and (iii) such other duties as may be assigned by the President or the Board.
2. It shall be the duty of the President to represent the Club at meetings of the Board of Directors for Temple Israel and, as applicable, to serve as the representative of the Club on such Board of Directors. Such person shall also be the chairperson of the committee tasked with liaising with Temple Israel.
3. In addition to, and not in substitution of, the above and including any other duties required to be performed by a certain Officer hereunder, the following Officers shall be responsible for the tasks set forth to the right of their respective office below:

|  |  |
| --- | --- |
| Officer | Enumerated Responsibility |
| President | * Set the agenda for meetings of the Board and serve as the chairperson of such meetings; * In the event of a tie vote of the Board, cast an additional tie-breaking vote; * Generally oversee the programming, budget, direction, and operations of the Club; and * Update the Board through email, phone, mailings or other methods as to upcoming meetings, agendas, or other items of importance to the Club. |
| Vice-President of Programming | * In the absence of the President, perform any of his duties, including to set the agenda for meetings of the Board and serve as the chairperson of such meetings; and * Serve as a point person for programming and ensure that all planning is appropriate and that events are on target in terms of budget, outreach, participation and related items. |
| Vice-President of Member Services | * In the absence of both the President and the Vice-President of Programming, perform any of his duties, including to set the agenda for meetings of the Board and serve as the chairperson of such meetings; * Serve as the primary contact for the Members of the Club to have their concerns addressed at Board meetings; * Solicit feedback from Members of the Club and otherwise oversee outreach and member services; * Generally serve as the communicating or corresponding secretary for the Club. |
| Treasurer | * Keep all books and records and prepare all reports and summaries as required by Article VIII; and * Maintain the accounts of the Club; deposit, or cause to be deposited, all Dues collected from Members. |
| Club Secretary | * Keep minutes at each meeting of the Board; * Distribute minutes from prior meetings to Board within two weeks of such meetings; * Be responsible for the integrity of the records of the Club, including these Bylaws and any amendments thereto; and * Maintain and distribute the Register in accordance with Section 4.04. |

Section 6.06 Death, Resignation, or Incapacity of Officers. In the event of the death, resignation, or incapacity of the President, the Vice-President of Programming shall succeed to the office of President to serve for the unexpired term. All other vacancies in Officers (including the vacancy of the office of Vice-President of Programming as a result of the operation of this Section 6.06) shall be filled by the Board to serve for the unexpired term or terms.

**ARTICLE VII**

**NOMINATIONS AND ELECTIONS**

Section 7.01 Nominating Committee. Not less than six (6) months prior to the next succeeding election, the President shall appoint a Nominating Committee composed of the Immediate Past President, who shall be chairman thereof, three (3) other Directors, and one (1) Member who is not also a Director. No member of the Nominating Committee shall be eligible for nomination or election as an Officer.

Section 7.02 Slate of Nominations.

1. The Nominating Committee shall prepare a complete slate of nominations for all offices and shall present its written report of the slate to the Board and to each Member not less than two (2) months before the election.
2. Any additional nomination for an office shall be made by petition, in writing, signed by not less than five (5) Members. A nomination by petition for an office shall be presented to the Board not less than thirty (30) days before the election and shall include the consent, in writing, of the person so nominated.
3. In the event that one or more valid nominations by petition for an office, or offices, are presented as provided, the Nominating Committee shall prepare a revised report containing all nominations and shall cause the complete report to be presented to each Member prior to the election via email, posting on an internet site, through informational materials distributed at or by Temple Israel, or other reasonable communication method.
4. Where no additional valid nominations by petition for an officer are presented, the nomination report of the Nominating Committee shall constitute the electoral ballot for such office.

Section 7.03 Nominations to Board of Directors. The Nominating Committee shall report nominations for Directors simultaneously with the slate of nominations for offices required by Section 7.02(a) and the provisions of Section 7.02 shall apply to the election of Directors, *mutatis mutandis*.

Section 7.04 Manner of Elections.

1. Elections shall be by written or electronic ballot or in such other manner as may reasonably be adopted by the Board.
2. Elections shall take place not less than one (1) month and not more than three (3) months prior to the expiration of the then current fiscal year in which such elections are needed to fill any vacancies on the Board (including due to the mandatory retirement of the Board in accordance with Section 5.02).
3. Election to the Board of Directors or to any office other than President, shall be by a plurality of the votes of the Members.
4. Election to President shall be by a majority of the votes of the voting Members; which such majority may be determined through run-off elections or balloting as adopted by the Board prior to such elections.

Section 7.05 Eligibility.

1. No person shall be eligible for office or membership on the Board unless he is a member in good standing of the Club and Temple Israel.
2. No person shall be eligible for nomination or election to any office unless he has been a member of the Board for not less than one (1) term immediately preceding the election for which he is nominated.

**ARTICLE VIII**

**BANKING SIGNING OFFICERS AND EXPENDITURES**

Section 8.01 Authority to Sign. All documents, including contracts, agreements, cheques, and other banking papers to be executed or signed on behalf of the Club, shall be signed (and sealed, if necessary) by any one (1) of the President, Club Secretary or Treasurer, or in such other manner or by such other persons as may be designated by the Board of Directors; *provided* that any checks or other disbursements in excess of $1,000 at any one time shall require the signature of at least two (2) such Officers.

Section 8.02 Banking of Funds. The Treasurer shall deposit all of the funds of the Club into a single account with a bank or financial institution which has been approved by the Board of Directors, it being understood that each of Wells Fargo Bank, National Association, Bank of America, N.A., and South State Bank are approved.

Section 8.03 Budget; Expenditures of Club.

1. *Annual Budget*. The Board shall approve an annual budget for the next succeeding Fiscal Year prior to the earlier of (1) the date set by Temple Israel, if any, for submission of an annual budget by the Club, and (2) the date that is two months prior to the beginning of such Fiscal Year. Such budget shall set forth in reasonable detail the projected programs, projects, and other expenditures for such Fiscal Year, as well as an estimate of income from Dues or any other sources during such year and shall, in all cases, be based on the reasonable commercial judgment of the Board. The Treasurer and President shall each certify in writing that they have carefully reviewed the approved budget and it is in compliance with this Section 8.03(a) upon its adoption.
2. *Programming Budget*. Notwithstanding the requirement to approve an annual budget in Section 8.03(a), each program, project, or like event requiring any expenditure by the Club or its Members shall propose a written budget to the Board no more than one (1) month and no less than two (2) weeks in advance of such program, project, or event. Such program budget shall set forth in reasonable detail and by line-item each proposed expense associated with such program and the source of funds to cover such spending. The Board shall approve such program budget prior to authorizing any spending in respect of such program.
3. *Expenditures Outside of Budget*. No Officer, Director, employee, or committee of the Club shall make any expenditure or incur any liability on behalf of the Club that has not been provided for in the annual budget adopted by the Board, the program budget approved by the Board, or otherwise approved by the Board of Directors.
4. *President Discretionary Budget*. Notwithstanding the provisions of clauses (a)-(c) of this Section, the President may expend or incur liability for up to two hundred dollars ($200) at any one time outstanding without the prior approval of the Board, or prior provision for the same in the annual budget adopted by the Board of Directors or the program budget approved by the Board.
5. *Guidelines*. Notwithstanding anything to contrary above, the Board is permitted to establish guidelines and rules for expenditures or financial commitments made on behalf of the Club adopted by two thirds (2/3) or more of the Board and approved by the President and the Treasurer.

###### Section 8.03 Books and Records. The Treasurer shall maintain books and records for the Club setting forth, in reasonable detail, all income and expenditures of the Club for the current Fiscal Year. The Treasurer shall further prepare an executive summary of the Club’s income and expenses and shall distribute such report to the Board for review and discussion at each scheduled meeting of the Board, which such summary shall include a breakdown of the income and expenses since the prior delivered report and contain Fiscal Year-to-date notes, as well as any other notes or explanations reasonably necessary to convey to the Board the overall financial health and status of the Club. At the request of any Director, such books and records shall be made available to such Director.

Section 8.04 Temple Israel Budget Requirements. Notwithstanding anything to contrary herein, all requirements and guidelines of Temple Israel with respect to the budgets and accounts of its affiliate organizations shall supersede the provisions hereof and all practices of the Club shall, in all respects, comport with such requirements and guidelines, including, for the avoidance of doubt, an annual audit of the accounts and financial information of the Club if so requested by Temple Israel. The Treasurer shall take all reasonable actions to ensure such comportment and shall provide all materials requested by the treasurer or other officer of the Board of Directors of Temple Israel.

###### **ARTICLE IX**

###### **COMMITTEES**

Section 9.01 Power to Delegate. The Board may delegate some or all of its responsibilities to one or more committees appointed in accordance herewith. Each committee shall include at least one Director, which such Director shall be the chairperson or co-chairperson of such committee.

Section 9.02 Standing Committees. The Board shall appoint the following Standing Committees and the Chairmen thereof at the beginning of each Fiscal Year:

1. Budget and Finance (to be chaired by the Treasurer);
2. Member Services (to be chaired by the Vice-President of Member Services);
3. Nominating (to be chaired by the Immediate Past President and appointed as set forth in Article VII);
4. Temple Israel Relations (to be chaired by the President); and
5. Conventions and Federation.

Section 9.03 Special Committees. The Board may appoint such other Special Committees which it deems necessary or appropriate to carry out the work or administer the affairs of the Club. It is anticipated that these committees shall be responsible for planning programs, among other duties to be determined at the time of appointment.

###### **ARTICLE X**

###### **MISCELLANEOUS**

Section 10.01 Amendments. These Bylaws may be amended by a two thirds (2/3) majority of the entire Board at a duly called meeting, the notice of which incorporated the proposed amendment.

Section 10.02 Procedure. In the absence of rules of procedure adopted by the Board all meetings shall be governed by the rules of parliamentary procedure as set out in Robert's Rules of Order.

Section 10.03 Federation. For so long as the Club is a member of the Federation, the Club shall govern itself in a manner that would not disqualify the Club from so being a part of the Federation.

Section 10.04 Temple Israel. The Club shall govern itself in a manner consistent with any applicable requirements, restrictions, or guidelines of Temple Israel.

**Amendment 04262001** (Passed April 26, 2020): In order to facilitate the restructuring of the Board with the goal of growing a more relevant and sustainable Club, the following sections of these by-laws will be suspended until January 1, 2021:

* Article VII, Section 7.01: (Following this section would mean we are prohibited from holding an election until October 2020 because no nominating committee has currently been formed. Further, we currently have three non-officer Directors, and this section would eliminate them from consideration for election to the next Board. Finally, there is no provision to appoint a chair of the Nominating Committee other than the Immediate Past President who, in this case may decline to participate on the committee (in this case Mark Greenberg)).
* Article VII, Section 7.02: (Following this section would mean we are prohibited from realistically holding an election until after the start of the next fiscal year unless the Nominating Committee can complete its work by the end of April. The earliest the election could then take place would be July 1, the start of the next fiscal year).
* Article VII, Section 7.04 b: (According to this section, our election must take place before June 1, which would conflict with other provisions).

Article VII, Section 7.05 b: (According to this section, Nick Rose and Steve Moore are the only men eligible to be elected to office, which is not a large enough pool of potential candidates and would also preclude them from serving on the Nominating Committee).