

**BYLAWS**  
**OF**  
**JEWISH COMMUNITY CENTER OF SANTA CRUZ, CALIFORNIA, INC.,**  
**A California Nonprofit Religious Corporation**

**Adopted by Temple Beth El Board of Directors June 19, 1991**  
**Amended 1992-93; 1993-94; 95-96; 99-00; 01-02; 03-04; 06-07**

**TABLE OF CONTENTS**

Article I — Name and Location.....	1
Article II — Purposes.....	1
Article III — Membership.....	1
Section 1. <u>Qualification for Membership.</u> .....	1
Section 2. <u>Unit of Membership.</u> .....	2
Section 3. <u>Voting Rights.</u> .....	2
Section 4. <u>Resignation.</u> .....	2
Section 5. <u>Termination of Membership.</u> .....	2
Section 6. <u>Associate Membership</u> .....	2
Section 7. <u>Miscellaneous Membership</u> .....	2
ARTICLE IV — Dues; Assessments; Budget; and Fiscal Year.....	3
Section 1. <u>Dues.</u> .....	3
Section 2. <u>Budget.</u> .....	3
Section 3. <u>Special Assessments.</u> .....	3
Section 4. <u>Building Fund Assessment.</u> .....	3
Section 5. <u>Arrearage; Nonpayment of Dues.</u> .....	4
ARTICLE V — Board of Directors.....	4
Section 1. <u>Directors.</u> .....	4
Section 2. <u>Classification of Directors.</u> .....	4
Section 3. <u>Authority of the Board.</u> .....	4
Section 4. <u>Officers.</u> .....	4
Section 5. <u>Executive Committee.</u> .....	5
Section 6. <u>Board Meetings.</u> .....	5
Section 7. <u>Board Quorum.</u> .....	5
Section 8. <u>Board Participation.</u> .....	5

Section 9. <u>Open Board Meetings</u> .....	5
Section 10. <u>Board Vacancy</u> .....	6
Section 11. <u>Agenda; Order of Business</u> .....	6
Section 12. <u>Bylaw Omissions</u> .....	6
ARTICLE VI — Duties of Officers.....	6
Section 1. <u>Officers and Term of Office</u> .....	6
Section 2. <u>President</u> .....	6
Section 3. <u>Vice Presidents</u> .....	7
Section 4. <u>Secretary</u> .....	7
Section 5. <u>Treasurer</u> .....	7
Section 6. <u>Immediate Past President</u> .....	8
ARTICLE VII — Rabbis and Cantor .....	8
Section 1. <u>Senior Rabbi</u> .....	8
Section 2. <u>Pulpit Committee</u> .....	8
Section 3. <u>UAHC Requirements</u> .....	9
ARTICLE VIII — Committees .....	9
Section 1. <u>Standing Committees</u> .....	9
Section 2. <u>Standing Committee Duties</u> .....	9
Section 3. <u>Reports of Committees</u> .....	9
ARTICLE IX — Policies, Rules, and Regulations .....	10
ARTICLE X — Nominations for Directors and Officers.....	10
Section 1. <u>Nominating Committee</u> .....	10
Section 2. <u>Presentation of Slate</u> .....	10
Section 3. <u>Notice of Slate</u> .....	10
Section 4. <u>Write-In Request</u> .....	10
Section 5. <u>Election of Officers and Directors</u> .....	11
Section 6. <u>Removal of Officers and Directors by a Vote of the</u> <u>Membership</u> .....	11
ARTICLE XI — Annual Meeting .....	11
Section 1. <u>Notice</u> .....	11
Section 2. <u>Voting</u> .....	11
ARTICLE XII — Temple Endorsements .....	12
ARTICLE XIII — Rules of Order.....	12
ARTICLE XIV — Amendments to Bylaws .....	12

## **Article I — Name and Location**

The name of the Corporation is JEWISH COMMUNITY CENTER OF SANTA CRUZ, CALIFORNIA, INC., commonly known as and hereinafter referred to as Temple Beth El. The principal place of business of the Corporation shall be located at 3055 Porter Gulch Road, Aptos, California. For purposes of brevity, all further references to the Corporation in these Bylaws shall be to "the Temple."

## **Article II — Purposes**

The purposes of the Temple shall be to perpetuate, promote, administer and maintain a synagogue supported by congregants, Jewish Community Center activities, and such other religious, educational, cultural, social and recreational programs as shall from time to time meet the needs of the greater Jewish community of Santa Cruz County, California. Temple facilities shall be made available at all reasonable times to serve the religious needs of its members without restriction as to those varying degrees of religious observance as may be practiced by members. The Temple is currently affiliated with the Union of American Hebrew Congregations (UAHC).

## **Article III — Membership**

**Section 1. Qualification for Membership.** The following two conditions are prerequisites for Temple membership:

- (a)** Any person who meets one of these criteria:
- a person who is Jewish by birth, either through matrilineal or patrilineal descent, or conversion;
  - a person who is not Jewish but supports the Jewish beliefs, practices, and Temple involvement of their Jewish spouse, committed partner, or children;
  - a person, regardless of faith, who was previously part of a Temple member family unit and now agrees to support Jewish beliefs and practices and the mission of Temple Beth El;
  - a person who is a continuing Temple member at the time these criteria are adopted.

The Senior Rabbi shall be the arbiter of the above-stated criteria and has the discretion to decide cases not covered by these criteria.

- (b)** Maintenance of membership status requires payment of dues in accordance with the policies of the Board of Directors.

**Section 2. Unit of Membership.** For the purposes of dues and assessments and entitlement to member benefits, the unit of membership shall be any single individual or the family. For the purposes of membership, a family shall include a single parent or a husband and wife or committed partners, along with any unmarried children under the age of thirty (30).

**Section 3. Voting Rights.** There shall be one class of members, and all members in good standing shall be entitled to vote at membership meetings; a family unit shall have one vote. No proxy votes shall be accepted.

**Section 4. Resignation.** The resignation of any member shall not relieve that member from an accrued financial obligation owed the Temple at the time of resignation, excepting such relief as may be given by the Finance Committee.

**Section 5. Termination of Membership.** No membership shall be terminated by the Temple except for nonpayment of dues without sufficient cause or except for commission of specific acts deemed detrimental and contrary to Temple purposes. However, no member shall be expelled without first having been given written notice and an opportunity to appear before the Board. A two-thirds vote of a quorum of the board of Directors shall be required for expulsion of any member.

**Section 6. Associate Membership.** A member otherwise qualified for membership in the Temple whose primary residence is not in the counties of Santa Cruz, Santa Clara, Monterey or San Benito, and who is a member of a Jewish house of worship in a county other than those listed above, may become an “associate member” of the Temple and enjoy all benefits of Temple membership, except such an associate member shall have no voting privileges in any Temple matters. Associate members shall pay reduced membership dues to the Temple, as determined from time to time by the Board, and shall not be required to contribute to the Temple’s building fund. The Membership Committee shall review requests for associate membership, and make appropriate recommendations to the Board. The Membership Committee shall be entitled to request documentation that establishes an associate member’s primary residence and membership in another Jewish house of worship, and the Board reserves the right to determine from time to time whether an associate member continues to qualify for an associate membership.

**Section 7. Miscellaneous Membership.** Nothing in Article III shall prevent the Membership Committee or the Board from considering on a case-by-case basis any applications for membership in the Temple that do not meet the qualifications of any category of membership currently included in the Bylaws or policies of the Temple.

## **ARTICLE IV — Dues; Assessments; Budget; and Fiscal Year**

**Section 1. Dues.** Dues shall be assessed annually by the Board for the purpose of raising sufficient revenue to provide for the continued administration, operation, and maintenance of the Temple in order to meet the annual operating budget. It shall be up to the Board to promulgate Temple policy from time to time concerning the amount of dues to be paid by members. Temple members will be expected to pay their fair share of dues predicated upon each member's annual income with relation to total Temple membership and total annual operating expenses. In addition, the Board shall fix minimum annual dues in its discretion. The Finance Committee shall have authority to accept lesser dues from those Temple members who present due evidence of financial hardship and inability to pay minimum dues.

**Section 2. Budget.** An annual Budget shall be prepared under the auspices of the Board of Directors, and it shall be approved by the Board each new fiscal year. The Treasurer, along with the Executive Committee and the Chairs of the Finance Committee and the Human Resources Committee, shall be primarily responsible for preparing an adequate Budget for the next fiscal year for Temple operations. All recipients of Temple funds, including but not limited to the Rabbi, administration, employees, school, programs, building and grounds, etc., shall submit requests and the Budget Committee shall meet with such applications to prepare a draft Budget, and present said draft Budget to the Board for review and discussion. The Budget Committee shall commence consideration and preparation of the new Budget no later than four months prior to expiration of the fiscal year. The Board shall adopt the final Budget no later than 20 days before the Annual Congregational Meeting, pending ratification by the membership, as provided in ARTICLE XI, Annual Meeting.

**Section 3. Special Assessments.** The Board of Directors may, at any time, adopt the levy of a special assessment upon the membership for the purpose of raising additional monies not expected to be raised from dues, for the purpose of meeting financial emergencies affecting the financial security of the Temple. Special levies shall be fairly apportioned among the membership on a pro rata basis commensurate with the category of dues paid by members on a fair-share basis.

**Section 4. Building Fund Assessment.** All members shall be required to make a Building Fund pledge to pay that pledge over a term of three years. The amount of the pledges shall be equivalent to two and one-half times the annual dues then pledged or paid by such member. This shall be a minimum pledge. New members shall be required to make a Building Fund pledge at the inception of such member's second full Temple fiscal year of membership. The Finance Committee shall have authority to reduce the amount of said pledge in the event of financial hardship. The

purpose of this Building Fund pledge is to assure continued funding for building improvements and replacements, as shall be approved by the Board.

**Section 5. Arrearage; Nonpayment of Dues.** Membership dues are payable on July 1 of each year, either in full, with authorized monthly automatic bank account deductions, or with pre-authorized planned credit card payments. Any member who is in arrears in the payment of dues, assessments, or Building Fund pledge may, by a two-thirds vote of the Board of Directors, be suspended from membership after the following has occurred: (1) Said member has been previously requested, in writing, to make payment; (2) Thirty days shall have elapsed from the first written notice, followed by a second written notice warning of possible suspension of membership if delinquent dues are not paid within 30 days; and (3) a final 30-day notice sent by certified mail informing said member of pending action by the Board to suspend said member's privileges. Suspension shall not apply in the case of financial hardship, and the Finance Committee shall be authorized to reduce or waive payments as may be appropriate upon a showing of financial hardship.

## **ARTICLE V — Board of Directors**

**Section 1. Directors.** The number of directors shall be flexible and at the discretion of the Board, so long as the number of directors shall not be less than thirteen (13) in number during any one term.

**Section 2. Classification of Directors.** The President, First Vice President, Second Vice President, Third Vice President, Fourth Vice President, Secretary, Treasurer, and Immediate Past President shall all be considered directors. The remaining directors shall be classified according to title as chairpersons of separate committees deemed necessary for Board representation as determined by the Board from time to time. The Rabbis, Cantor, and Executive Director shall be considered Ex-Officio members of the Board with no voting privileges.

**Section 3. Authority of the Board.** The Board of Directors shall have authority over the general management of the Temple, its financial affairs, Temple administration, and personnel. The Board shall be responsible for all Temple policies, maintenance and administration of Temple facilities and grounds, Temple Cemetery, and such other duties and functions as are necessary and proper to carry out the purposes and objectives of these Bylaws.

**Section 4. Officers.** The officers of the Temple shall consist of a President, a First Vice President, a Second Vice President, a Third Vice President, Fourth Vice President, a Secretary, a Treasurer, and Immediate Past President.

**Section 5. Executive Committee.** The eight (8) Temple officers shall constitute an Executive Committee, which shall meet no less than once a month, and prior to scheduled monthly Board meetings, for the purpose of reviewing Temple affairs, and addressing matters and problems which are of an urgent nature and require resolution before they can reasonably be brought to the Board, or for the purpose of reviewing and preparing matters to be brought to the attention of the Board. Any action taken by the Executive Committee shall be subject to review by the Board of Directors. The Executive Committee may invite any one or more Board Members to attend Executive Committee sessions as needed. These invited members shall not have the right to vote at the Executive Committee sessions. The Senior Rabbi and Executive Director are ex officio members of the Executive Committee and have no voting privileges.

**Section 6. Board Meetings.** The Board of Directors shall meet at least once monthly, at regularly scheduled meetings. In addition, the President, or Acting President, in the President's absence, may call a special meeting of the Board of Directors should there be compelling reason to conduct Temple Board business prior to the next regularly-scheduled board meeting. In the absence of the President, the First Vice President shall assume the temporary role of Acting President, and if not available, then the Second Vice President and Third Vice President, in turn.

**Section 7. Board Quorum.** Fifty-one percent (51%) of existing Board composition shall constitute a quorum for the transaction of business at any meeting of the Board. Each director shall have one vote, with the exception of the President, who shall vote only in the event of a tie. Unless otherwise specified in these Bylaws, a majority vote will be sufficient to approve any Board Resolution or Board action.

**Section 8. Board Participation.** All elected directors shall be expected to attend regular and special meetings of the Board. Any director who is absent for three (3) consecutive Board meetings or who materially fails to perform the duties of the position without reasonable excuse shall be subject to removal by a majority vote of the Board of Directors. The President shall appoint a replacement, subject to ratification by the Board of Directors. Directors may send a substitute for informational purposes, but without voting privileges. Committees with a Board representative shall have only one designated voting Board person.

**Section 9. Open Board Meetings.** All regular meetings of the Board of Directors (with the exception of sensitive personnel sessions, called when the Board must consider issues such as hiring, firing, promotion, or personnel actions regarding a specific individual or job position) are open to attendance by all members of the Temple who are in good standing. Temple members shall be given advance notice of Temple Board meetings in the Shofar.

**Section 10. Board Vacancy.** The President shall fill a vacancy on the Board of directors or any elective office (officers), subject to ratification by the Board of Directors.

**Section 11. Agenda; Order of Business.** The President shall prepare the Agenda for each Board meeting, after consultation with the Executive Director. An Agenda and Notice of Meeting shall be sent to each Director and posted in the Temple lobby in advance of each scheduled meeting. The order of business at all regular scheduled meetings of the Board of Directors shall be as follows:

- (a) Roll Call and approval of agenda
- (b) D'var Torah
- (c) Reading and Approval of Minutes of Previous Meeting
- (d) Treasurer's Report
- (e) Other Scheduled Reports and Action Thereon
- (f) Scheduled Committee Reports
- (g) Reading of Important Correspondence
- (h) Unfinished Business
- (i) New Business
- (j) Executive Director's Report
- (k) President's Report
- (l) Rabbi's Remarks

**Section 12. Bylaw Omissions.** The board of Directors shall have the authority to act on all matters concerning the Congregation for which action has not been specifically reserved to the Congregation in these Bylaws.

## **ARTICLE VI — Duties of Officers**

**Section 1. Officers and Term of Office.** The officers for this congregation shall consist of a President, three or four Vice Presidents, Secretary, Treasurer, and immediate Past President. The term of office of each officer shall commence July 1 and expire June 30 of each year. In case the President shall be elected to serve a second term, the Immediate Past President shall serve an additional term on the Board of Directors. Vice Presidents shall be considered as primary candidates to succeed to the Presidency, and shall be selected with such criterion in mind.

**Section 2. President.** The President shall preside at Executive Committee sessions, monthly Board meetings, and congregational meetings. The President shall represent the Temple at scheduled Temple programs and outside community events. The president shall appoint all committee chairs, subject to ratification by the Board of

Directors. The president shall be an ex-officio member of the Personnel and Finance Committees. The President shall prepare the monthly board agenda. The President shall appoint ad hoc committees. The President shall meet with the three Vice Presidents, Rabbi, and Executive Director at least once a month, or as often as necessary. The President shall sit on the Bima at Temple services whenever personal schedule allows. In the event that the President is unable to serve, the Executive Committee shall designate an interim President, to be confirmed by the board at the next meeting.

**Section 3. Vice Presidents.** The Vice Presidents shall take turns representing the President at Temple cultural and religious events when the President is unable to attend. Each Vice President shall be responsible for monitoring and supervising designated committees. The committees shall be designated and divided between the Vice Presidents at the beginning of the fiscal year in consultation with the President. The Vice Presidents shall encourage regular committee meetings, and shall be available to committee heads. The Vice Presidents shall be responsible for bringing the concerns of these committees to the Executive Committee. The Vice Presidents shall attend all monthly board meetings and Executive Committee meetings and shall consult with the President as necessary.

**Section 4. Secretary.** The Secretary shall keep accurate minutes of Board meetings, Executive Committee meetings, and congregational meetings. The minutes of those meetings shall be prepared and submitted to Board members at or prior to each succeeding meeting. The Secretary shall write all correspondence initiated by the Board and shall perform all other duties requested by the President.

**Section 5. Treasurer.** The Board shall designate the bank or banks in which congregational funds shall be deposited, including the Building fund. The Treasurer shall keep or cause to be kept accurate financial records of all congregational funds, including receipts and disbursements. The Treasurer shall cause adequate records to be kept of all dues pledged, dues paid, and dues owed; donations received and accounts payable. The Treasurer shall convene and lead the Budget Committee. The Treasurer shall coordinate with the Executive Director and Temple Staff and shall monitor expenditures of all committees and departments as those expenses bear to the budget adopted for those committees and departments at the commencement of each fiscal year. The Treasurer shall act as a disbursing agent together with the President or Vice Presidents of the congregation as authorized by the Board. The Treasurer shall report the financial condition of the Temple monthly to the Board of Directors. The Treasurer shall oversee and supervise Temple accounting procedures and shall ensure that the Executive Director and staff is utilizing proper accounting procedures, including

tax reporting as required by law. The Treasurer shall coordinate regularly with the Finance Committee with respect to payment of dues by members.

**Section 6. Immediate Past President.** The Immediate Past President shall provide the president and the Executive Committee with advice and counsel and shall assist the Executive Committee in those matters as may be requested by the President. The Immediate Past President shall attend Board meetings and shall be entitled to vote. The Past President shall be responsible for the duties of parliamentarian and shall chair the Nominating Committee and shall be responsible for insuring compliance with the By-Laws and with Robert's Rules of Order for Conduct of Meetings.

## **ARTICLE VII — Rabbis and Cantor**

**Section 1. Senior Rabbi.** The Senior Rabbi shall be the chief religious officer of the Temple Beth El and shall have jurisdiction over all personnel when engaged in religious activities.

**Section 2. Pulpit Committee.** Nine months before the expiration of any contract or other agreement of employment with a Rabbi or Cantor serving in a clergy position, an ad hoc Pulpit Committee composed of five (5) members shall be appointed by the President of the Congregation, with the approval of a simple majority of the Board of Directors. Two of the members shall be members of the upcoming Budget Committee.

**(a)** This committee shall investigate fully the retention and compensation of the Rabbi or Cantor then in office. The committee shall report the results of its investigation and recommendations at a meeting of the Board of Directors not later than ninety (90) days after the appointment of the committee.

**(b)** At this meeting of the Board of Directors, the Board shall give full consideration of the report, and either adopt, reject, or modify and adopt as modified, the report and recommendations of the committee. In the event that the Pulpit Committee recommends not renewing the contract of a Rabbi or Cantor, the Board shall solicit the advice of the congregation, and any decision shall be postponed until the next meeting of the Board of Directors.

**(c)** If the final decision of the Board is that the Rabbi or Cantor then in office not be retained, the Pulpit Committee shall explore and investigate fully the availability of a replacement for the Rabbi or Cantor and make a

full report, including the proposed conditions or contract to be offered to another Rabbi or Cantor, at a meeting of the Board. The Board shall then report its decision to the membership as soon as possible.

**Section 3. UAHC Requirements.** The board shall take into account all UAHC requirements and recommendations for financial and other employment benefits to be offered the clergy, based upon years of service, and size of congregation, such as pension plan, sabbaticals, and other customary benefits.

## **ARTICLE VIII — Committees**

**Section 1. Standing Committees.** Standing committees shall be determined from time to time by the Board of Directors, which shall also determine which standing committees shall have Board representation. The President may establish committees and appoint chairpersons of committees subject to the ratification of the Board of Directors. The chairperson of each committee shall have the power to appoint persons to their committee (except as otherwise provided by these Bylaws). Notwithstanding the foregoing, the Board of Directors, by resolution, may appoint committee members.

**Section 2. Standing Committee Duties.** The Board shall adopt and maintain separate written summaries of the duties and responsibilities for each Standing Committee. Each new committee chairperson shall receive a copy of said written summary at the time of commencement of said chairperson's duties. The Temple Board and Executive Director shall maintain a list of Standing Committee's responsibilities in a separate binder, which shall also include statements of policy adopted by the Board from time to time.

**Section 3. Reports of Committees.** The President shall call for reports from all committee chairpersons from time to time, to be presented at Board meetings. All committee chairpersons shall, upon appointment, prepare and submit a written statement of proposed plan of operation for said committee for the current fiscal year. Copies of said statements from each committee shall be furnished to all Board members. Each committee shall be required to submit a written six-month progress report to be filed with the Secretary in January, with copies to be furnished to all Board members. Each committee chairperson shall submit a yearly summary report at the time for the annual budget request, with recommendations for said committee for the next fiscal year. It shall be the duty of the respective Vice Presidents to remind committee chairpersons of these requirements.

## **ARTICLE IX — Policies, Rules, and Regulations**

The Executive Director, with input from the Board, the committees, and the membership, shall be responsible for the promulgation and adoption of policies, rules, and regulations regarding use of Temple facilities and grounds. All policies shall be first considered by and then approved by the Board. Upon approval, all adopted policies and regulations shall be placed in a separate binder, along with lists of committees, their duties and functions. This binder shall be separate from Minutes of Board Meetings kept by the Secretary and shall be kept by the Executive Director. All changes or modifications to policies, rules, and regulations shall be separately detailed in writing and added to said binder for the purpose of providing a current record for reference.

## **ARTICLE X — Nominations for Directors and Officers**

**Section 1. Nominating Committee.** The President shall appoint a special committee, no later than ninety (90) days prior to the end of the Temple fiscal year, for the purpose of selecting nominees to fill Board positions for Directors and Officers for the coming fiscal year. This Nominating Committee shall be comprised of the President, not fewer than three (3) Board members (including the immediate Past President, who shall chair the Committee), and two (2) members at large, selected by the President, all subject to ratification by the Board.

**Section 2. Presentation of Slate.** Within thirty days after formation of said committee, said committee shall prepare a report and recommendation to the Board, recommending a slate of Directors and Officers for the coming fiscal year. There shall be no prohibition against nominating any existing director for a second term. No nominations shall be presented to the Board unless each nominee has first been approached by the Nominating Committee and has agreed to serve.

**Section 3. Notice of Slate.** Once the Board has approved the slate of officers and directors for the coming fiscal year, the proposed slate shall be mailed to all Temple members, along with notice of Annual Congregational Meeting and other information sent to members in advance of the said Annual Congregational Meeting called in June.

**Section 4. Write-In Request.** A member in good standing may submit a written request to run as a write-in candidate for any Board position. Write-in requests must be filed with the secretary at least 25 days before the Annual Meeting. There shall be no nominations from the floor at the Annual Meeting.

**Section 5. Election of Officers and Directors.** Election of officers and directors shall be held at the Annual Congregational Meeting in May. The slate of officers and any write-in candidates shall be submitted to the membership for a vote at

the Annual Congregational Meeting, as provided in ARTICLE XI, Annual Meeting. Nominations for officers and directors shall not be accepted at the Annual Congregational Meeting. Temple members interested in becoming future Board members shall evidence their interest by attending Board meetings or volunteering their services on Standing Committees.

**Section 6. Removal of Officers and Directors by a Vote of the Membership.**

A special Membership meeting must be held upon petition to the Board of Directors signed by 20% of the members of the congregation (member units as defined in Article III, Section 2) for the purpose of calling a special election of the Board of Directors to remove or replace members of the Board of Directors. A quorum at this meeting is 51 % of the membership. Votes shall be by signed paper ballot, one per member unit; they must be handled in such a way as to preserve the confidentiality of the vote.

**ARTICLE XI — Annual Meeting**

There shall be an Annual Congregational Meeting of the membership, which shall be held in early June of each year.

**Section 1. Notice.** Notice of the Annual Congregational Meeting shall be mailed to all members no later than two weeks prior to said meeting. Included with the notice shall be the following: (1) an Agenda; (2) the proposed slate of new officers and directors approved by the Board and write-in candidates to be voted upon by the membership; (3) a summary of the proposed Budget for the next fiscal year, approved by the Board and to be voted upon by the membership.

**Section 2. Voting.** A majority vote of the member units present at the membership meeting shall be sufficient to approve and ratify Board Actions and recommendations made to the membership. However, election of officers and ratification of the annual Budget shall require a quorum of one third of the current member units in good standing as of the end of the Board meeting preceding the Annual Meeting, with a simple majority to pass or not pass. Each member unit present at the meeting receives one vote. If a quorum is not reached, the approval of the slate of officers and the ratification of the Budget at the prior Board meeting shall stand as the final decision. If a quorum is not reached and there are write-in candidates for the slate of officers, the Board of Directors will decide upon any position under contest at the next scheduled Board meeting.

## **ARTICLE XII — Temple Endorsements**

No Temple endorsement or approval of political, social, or controversial movements or campaigns shall be made by the Temple until such time as such matter has been presented to the Board, considered, and approved by at least two-thirds vote of the Board.

## **ARTICLE XIII — Rules of Order**

In all matters not specified by these Bylaws and all matters of procedure, Roberts Rules of Order, latest revised edition, shall govern the Temple meetings.

## **ARTICLE XIV — Amendments to Bylaws**

These Bylaws and any Amendments thereto shall be submitted in writing to all Board members prior to adoption. These Bylaws, or amendments thereto, shall be adopted by affirmative vote of at least two-thirds of those Board Members present at the time of voting. Adoption of Bylaws and Amendments thereto need not be approved by vote of the membership. However, copies of all Bylaws adopted and copies of amendments to Bylaws adopted shall be provided to the membership.