

**BET KNESSET BAMIDBAR IN SUN CITY SUMMERLIN  
BYLAWS REVISED 2019**

**Article 1 – NAME**

The name of this congregation shall be BET KNESSET BAMIDBAR in Sun City Summerlin, Las Vegas, Nevada, hereinafter referenced as BKB or Congregation.

**Article 2 – DEFINITIONS**

CONGREGATION – Members who have gathered together for a religious purpose.

MEMBER – A person or a couple who has (have) joined the Congregation and paid their annual dues.

COUPLE – For the purposes of membership in BKB, a couple is defined as two people living in the same household who have paid their dues.

**Article 3 – PURPOSE**

Section 1. BKB is a non-profit organization. The purpose of this Congregation is to promote the enduring and fundamental principles of Judaism and to ensure the continuity of the Jewish People, to enable its adherents to develop a relationship with God through communal worship, for study and assembly, and to apply the principles of Judaism to the values and conduct of the individual, the family, and the society in which we live.

Section 2. This organization is organized exclusively for religious purpose within the meaning of Section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provisions of these articles, the organization shall not carry on any other activities not permitted to be carried on:

- a. By an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue Law or
- b. By an organization contributions to which are deductible under Section 170 (c) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law).

**ARTICLE 4 – RITUAL AND PRACTICE**

Section 1. Sabbath services shall be scheduled not less than two (2) Friday evenings of each month – those being the 2nd and 4th Fridays.

Section 2. High Holy Days and other observances shall be held as approved by the Board of Directors.

Section 3. The Board of Directors is responsible for arranging Friday night services, High Holy Days services or any other holiday service approved by the Board. Their duties include the hiring of professional staff (Rabbi, Cantor, Choir Master and maintenance staff) without having to seek Congregational approval.

Section 4. No one may speak or perform from the Bimah except for the Rabbi, Cantor, Officers of the Congregation, President of the Men’s Club, President of the Sisterhood and President of the Singles Group, any Chairperson of a Congregation Committee any assistant to the aforementioned, or anyone approved by a majority vote of the Board of Directors. The designees of the Jewish War Veterans and Holocaust Survivors of Southern Nevada may speak from the Bimah.

Section 5. The professional staff (Rabbi, Cantor and Choir Master) may be dismissed only by a ¾ vote of the Board of Directors for a violation of their contract, their professional ethics or misconduct, and performance.

**ARTICLE 5 – MEMBERSHIP**

Any person, 50 years old or a couple, either of whom is 50 years old or older, or their children at 18 years old and living with them, all of whom are interested in the objectives of the Congregation, may become a member upon payment of the annual dues.

## **ARTICLE 6 – Dues**

Section 1. Dues shall be established by the Board of Directors and shall be subject to periodic review and change. Dues may not be raised more than \$20.00 per annum per person.

Section 2. Membership dues, fees and other assessments are to be billed for the calendar year January 1 through December 31. After February 15, if dues are not paid, membership will be terminated.

Section 3. Persons joining the Congregation between October 1 and December 31 shall have their dues applied to the remainder of that calendar year and to the next calendar year.

## **ARTICLE 7 – ANNUAL MEETING**

Section 1. The Annual meeting of the Congregation shall be held in April with the date, time and place determined by the Executive Board.

Section 2. Written notice of the annual meeting must be sent to the Congregation not less than thirty (30) days prior to the meeting. This shall be done by posting a notice in the monthly newsletter, by electronic means and/or U.S. Mail.

## **ARTICLE 8 – MEETINGS**

Section 1. A Congregational meeting can be called in any of the following ways:

- a. By the President of the Congregation
- b. By written petition of sixty (60) percent of the Board of Directors.
- c. By a written petition signed by one hundred (100) members in good standing.

Section 2. Written notice of a Congregational meeting shall be sent to the members no less than thirty (30) days prior to the meeting and provide the time, date and place of the meeting and the major item(s) to be discussed.

Section 3. The decision of a majority of the members attending the meeting shall be binding.

## **ARTICLE 9 – GOVERNING BODY**

Section 1. The Board of Directors shall be the Governing Body of the Congregation.

Section 2. Duties

The Board of Directors shall concern itself with the matters of policy, finances and subjects of general interest to the Congregation.

Section 3. Composition

The Board of Directors shall consist of seventeen (17) or fewer congregants in good standing consisting of six (6) officers and up to seven (7) Directors elected by the Congregation, the President of the Sisterhood, the President of the Men's Club, and the President of the Singles Group and the immediate Past President of the Congregation.

- a. Only one (1) member of a family (spouse, blood relative or significant other) may be on the Board at the same time.
- b. A congregant must be a member of the Congregation in good standing for the previous (12) twelve months before running for a Director position on the Board.
- c. A congregant must have served on the Board for one year before being eligible for the Presidency. If there is no candidate for the presidency, the office may be filled by co-presidents.
- d. Members of the Board of Directors will maintain positive relationships with their fellow Board members; they will demonstrate the ability to respond appropriately to challenging situations and disagreeing opinions. In addition, members of the Board of Directors will, at all times, be cognizant of the fact that they

represent the congregation of BKB; they will show respect to members of the Board of Directors, Congregants, visitors and the public.

#### Section 4. Meetings

- a. The Board of Directors shall meet monthly with the date, time and location to be determined by the President
- b. A quorum of greater than half the total number of Board members elected or appointed is necessary to conduct business
- c. Any Congregant may attend meetings of the Board and at the discretion of the President, may be given permission to speak

#### Section 5. Voting

- a. Each member of the Board of Directors shall have one (1) vote. Voting shall be at Board Meeting, alternatively electronically, only in case of emergency. The President shall vote only to break a tie. Electronic vote by name shall be made known to all Board members.
- b. Proxy votes are not permitted except when the matter to be voted upon was tabled from a previous meeting at which the member was present.
- c. Proxy votes must be submitted to the Secretary of Board in a sealed envelope signed by the voter prior to the vote.

#### Section 6. Removal

- a. Causes for Removal:
  - (1) A Board Member may be removed from the Board of Directors because of a lack of attendance at board meetings. Any Board member missing three (3) consecutive Board meetings without due cause (to be determined by Executive Committee) shall be deemed to have resigned.
  - (2) A Board Member may be removed from the Board of Directors because of unauthorized or inappropriate use of Congregational assets
  - (3) A Board Member may be removed from the Board of Directors because of behavior deemed to be not in the best interests of BKB. Expected behaviors of members of the Board of Directors are delineated in Article 9, Section 3.
- b. Removal Process:
  - (1) A member of the Board of Directors proposed to be removed for causes one (1) or two (2) in Section 6a above, shall have the right to a hearing before the Executive Committee.
    - (a) Notice of a hearing shall be sent to the member in writing by mail or email as soon as possible after the infraction has been called to the attention of the Board of Directors.
    - (b) In order to insure a speedy adjudication, as soon as possible after the hearing, the Board of Directors will meet to hear the Executive Committee's findings and recommendations and to vote on the proposed removal. The member being proposed for removal will be given notice of this Board meeting at the close of the Executive Committee's hearing.
    - (c) A 2/3 majority of the Board members in attendance, provided there is a quorum, will be required for passage of a motion to remove a member from the Board of Directors.

(cont.)

(2) A member of the Board of Directors whose behavior at a Board meeting is deemed to be an infraction of the expected behavior or in any way disruptive to conducting business will be warned about the improper behavior and be asked to desist. If the warning is ignored, the member can be subject to any of the following penalties: censure, suspension or expulsion from the Board of Directors.

(a) The Board will suspend its agenda and meet as a-committee-of-the-whole to hold an immediate hearing to determine the appropriate action to be taken.

(b) The member is expected to remain at the meeting during this determination, but is not required to do so.

(c) A 2/3 majority of the Board members in attendance, provided there is a quorum, will be required for passage of a motion determining the action to be taken.

## **ARTICLE 10 – EXECUTIVE COMMITTEE**

Section 1. The Executive Committee shall consist of the six (6) elected officers of the Board.

Section 2. The Executive Committee shall meet as needed to discuss such business as may come before it and to make recommendations to the Board of Directors.

## **ARTICLE 11 – OFFICERS**

The elected officers of the Congregation shall be: President, Executive Vice-President, Vice President of Ritual, Vice President of Membership, Secretary and Treasurer.

## **ARTICLE 12 – TERMS OF OFFICE**

Section 1. All terms of office shall run from January 1st through December 31st.

Section 2. Terms of office for elected officers shall be one (1) year. An officer may not serve more than four consecutive terms in one office.

Section 3. Terms of office for Directors shall be two (2) years. A Director may not serve more than two (2) consecutive terms.

Section 4. After serving two (2) consecutive two (2) year terms a Director must be off the Board of Directors at least one (1) year before being eligible for re-election. However, this does not preclude appointment of that person as an Officer of the Congregation or to a vacant board position by the President with approval of a majority of the quorum of the Board.

Section 5. After a total of six (6) consecutive years on the Board in any capacity, a congregant shall be ineligible for any Board position for at least two (2) years. An exception shall be made for a retiring President who will automatically assume the role of Past President.

Section 6. If an appointment is made within the first (1st) four (4) months of a new term, that appointment will be considered as a term. If appointee has already served four (4) years, then the appointment will be for term only and after term ends the appointee must be off the Board for one (1) year.

## **ARTICLE 13 – DUTIES OF OFFICERS**

### Section 1. President

- a. The President shall preside at all meetings of the Board of Directors and of the Congregation, see that the meetings are conducted in an orderly manner, according to Robert's Rules of Order, and see that all officers and Board members perform their respective duties.
- b. The President shall be responsible for ensuring that the aims and purposes of the Congregation according to the Bylaws are carried out.
- c. The President shall be an ex-officio member of all standing and special committees except the Nominating Committee.

### Section 2. Executive Vice President

- a. The Executive Vice President shall assume the duties of the President in the event of his/her inability, disability or resignation from office.
- b. The Executive Vice President shall perform such other tasks to assist the President as the President may request.
- c. The Executive Vice President shall accept this position with the understanding that he/she will run for the Presidency when the President's term expires, unless the sitting President runs again.

### Section 3. Vice President of Ritual

The Vice President of Ritual with the assistance of the Ritual Committee shall help carry out the purposes of the Congregation and motivate, stimulate, share knowledge with and assist committees that come under his/her direction. He/she shall be the direct liaison to the Rabbi, Cantor and Choir, and assist in providing a Minyan when required.

### Section 4. Vice President of Membership

The Vice President of Membership is responsible to help carry out the purposes of the Congregation and should motivate, stimulate and share knowledge with and assist committees that come under his/her direction, keep an up-to-date list of congregants and make same available to other Officers, Directors, and committees upon request and approval and work with any committee designated by the President and liaise with the High Holy Day Chair to validate membership. This office is also responsible for maintaining and disseminating all Yahrzeit, Birthday, and Anniversary information as needed.

### Section 5. Secretary

- a. The Secretary shall keep an accurate record of all Congregation and Board of Directors meetings.
- b. The Secretary shall be in charge of all Congregational correspondence. The Secretary shall maintain a filing system for all incoming and outgoing correspondence, and shall perform such other and further related duties as may be designated by the President.
- c. The Secretary shall record all discussions of the monthly meetings and all special meetings of the Board of Directors. The minutes will contain only that which was discussed at the meeting(s). The minutes will not be read at the Board meetings, but will be transmitted electronically to Board members no less than five (5) business days prior to the next meeting. Corrections to the minutes, if any, will be made at the meeting by discussion and agreement on the corrections.
- d. A summary of the minutes is to be sent to the Newsletter editor, with the approval of the President.

Section 6. The Treasurer is the financial officer of the Congregation and as such shall keep a ledger of receipts and expenditures, shall deposit receipts promptly in the Congregation's bank account, and shall pay all bills after the Board has given approval. He/she shall keep Congregational reports on a calendar year (January 1 through December 31), shall render written monthly financial reports to the Board of Directors showing profit and loss and to the Congregation at the annual meeting and render financial statements at other times as required by the President.

## **ARTICLE 14 – SUCCESSION OF OFFICE**

Section 1. Should a vacancy occur in the office of the President, the Executive Vice President **shall** complete the term, if the Executive Vice President is unable to assume the duties of the President the next in line shall be the Membership Vice President followed by the Ritual Vice President if neither is available a quorum of the remaining Board must select a President for the remaining term. Should there be a vacancy in any other office or on the Board; the vacancy shall be filled by appointment of the President with the approval of the Board by majority vote. This vote shall be taken at the next regularly scheduled Board meeting.

Section 2. The appointment is to complete the unexpired term, where the appointment is made within the first four (4) months of the term it is to be considered a full term as if that person had been elected and at the conclusion of the term, the appointee may be elected to serve in accordance with the provision of the governing elections

## **ARTICLE 15 – COMMITTEES**

Section 1. The following shall be standing committees of the Board of Directors:

- a. Ritual – To be chaired by the Vice President of Ritual.
- b. Membership –To be chaired by the Vice President of Membership.
- c. Budget –To be chaired by the Treasurer.
  - (1) The committee shall consist of at least four (4) members including the treasurer.
  - (2) The committee shall present to the Board, for approval at its November meeting, a proposed budget for the following fiscal year.

Section 2. The President shall appoint the chair of the following additional affiliate committees.

- a. Yahrzeit – The Yahrzeit Committee shall be responsible for compiling and keeping a record of Yahrzeit dates as supplied by the Membership Vice President, for notifying members of the dates when the Yahrzeit will be announced, and for supplying the Newsletter Committee with Yahrzeit information and announcements. The Yahrzeit Chair shall perform such other and further related duties as may be delegated by the President.
- b. Newsletter Committee –The Newsletter Committee shall be responsible for compiling, preparing and distributing the newsletter. The chair may appoint such subcommittees as deemed necessary and shall perform such other and further duties as may be delegated by the President. The Newsletter must be for BKB business only and have prior approval from the President before distribution and dissemination to the congregation. Any articles to be considered for publication shall be signed.
- c. Fundraising: Going On The Town – This committee is responsible for the planning and execution of fundraising (and social activities of the Congregation.) Before implementation or execution, the Chair shall notify the Board. After approval by the Board, the Chair shall organize and implement the activity.

Tzedakah

  - (1) The committee shall be responsible for recommending to the Board what charities are suitable to receive contributions and approval from BKB, the nature and suggested extent of such support at the Board’s discretion.
  - (2) The Tzedakah Chair will be the liaison between BKB and the charity.
- d. Media Committee shall be responsible for compiling, preparing and disseminating pertinent Website and Internet information. Any e-blasts or other forms of electronic communications shall be for BKB business only with the approval of the President.
- e. Sunshine Committee shall be responsible for compiling and disseminating pertinent information provided by Spiritual Leader based on the MiShebeirach list, hospital visits by Rabbi and information from congregants.

Section 3. The President shall appoint the Chair of the following Ad Hoc Committees:

- a. Nominating Committee
  - (1) The Chair of the Nominating Committee is to be appointed in June by the President. The President shall announce such appointment from the Bimah on the 2nd Friday night service in June. All members of the Congregation shall be invited to submit their names for the office they seek to be elected to, to the Nominating Committee Chair. Those not selected shall be notified not later than the 1st Tuesday in August.
  - (2) The committee shall consist of seven (7) members, including a Chairperson.
  - (3) The Sisterhood and Men's Club and the Singles Group each will have one (1) representative on the committee. Presidents of auxiliary groups may not sit on this committee.
  - (4) The Chair with the approval of the Board shall appoint the remaining three (3) members.
  - (5) No more than one (1) Board member may be on the committee, remaining members shall be from the Congregation.
  - (6) Members of the Nominating Committee cannot be candidates for Office or the Board of Directors.
  - (7) In the event there is no active auxiliary Groups, the Chair of the Nominating Committee, with the approval of the Board, shall appoint appropriate number of members to the committee from the general congregation.
  - (8) Once the Nominating Committee is formed the Chair of the Committee shall contact all candidates and offer them an opportunity to address the entire committee and express their views and qualifications related to the desired position.
  - (9) After the vote is taken by committee, ballots must be opened and shown to entire committee
- b. Audit Committee: In January of each year the President shall appoint an Audit Committee, no member of which may be a member of the Board of Directors. Their audit report shall be read at the annual meeting of the Congregation.

Section 4. The President may appoint other committees as necessary.

**ARTICLE 16 – NOMINATIONS AND ELECTIONS**

Section 1. Nominations

- a. The Nominating Committee shall present its slate of candidates for Officers and Directors-at-Large to the Board of Directors no later than the 2nd Tuesday of August. At this time the slate shall be listed on the Website, and an electronic mail message shall be sent to the membership. The candidates shall be announced from the Bimah during the first service that takes place after the presentation of the slate, and their names and positions shall be published in the first newsletter issued after the presentation.
- b. Members in good standing who wish to serve and who are not part of the proposed slate shall notify the Secretary in writing no later than three (3) days before the first service in October. In his/her notice, the member must specify the Officer/Director position desired and make themselves available to the Nominating Committee for an interview within seven (7) days.
- c. A member shall be deemed to be in good standing if his/her financial obligations to BKB are current, and he/she has been a member of BKB for one (1) year (the previous 12 months).
- d. All candidates for office shall be announced from the Bimah during services in October, shall be listed in the November Newsletter and shall be listed on the Website. There will be no nominations from the floor.

## Section 2. Elections

- a. When there is more than one candidate for any position, balloting will take place at a Congregational Meeting in November and the candidate with the most votes for each position shall prevail
- b. Where there are more candidates than positions available for Directors-at-Large, a ballot shall be given to all those present at the Congregational meeting. The placement of the candidate's name on the ballot will be determined by lottery. Each person will be allowed to cast as many votes as there are positions available.
- c. The candidates receiving the highest number of votes will be elected. Thus, if five (5) positions are open, the five (5) candidates receiving the most votes shall be elected.
- d. In the event that three (3) or more candidates run for the same officer position, a candidate must receive more than 50% of the vote in order to be elected. If no candidate receives more than 50%, then the top two (2) vote getters shall have an immediate special election.
- e. The President, with approval from the Board, shall appoint three (3) tellers to tally the votes.
- f. A new member must join BKB at least sixty (60) days prior to the annual election in order to be able to vote.

Section 3. Installation: The incoming President shall determine the date, time, place and program for the installation of officers.

## **ARTICLE 17- CONGREGATIONAL FUNDS**

Section 1. A checking account for the Congregation shall be maintained at a banking institution approved by the Board of Directors.

Section 2. All checks for the withdrawal of Congregational funds shall be signed by two (2) of the three (3) officers: President, Executive Vice President and or Treasurer. Whenever possible the Treasurer should be one (1) of the two (2) signatories. Electronic banking may be used for, but not limited to, personnel and other repeated payments as needed.

Section 3. The Board of Directors may not authorize expenditures of more than two thousand dollars (\$2,000.00) per year per item without Congregational approval except for the following: religious supplies, rent, printing, choir and professional staff.

Section 4. Expenditures of two hundred dollars (\$ 200.00) or less per month may be made by the President by drawing a check and does not require Board approval. Unscheduled expenditures of more than two hundred dollars (\$200.00) must be approved by the Board of Directors. All expenditures must be reported to the Treasurer who will disclose same at the next Board meeting. A budget for the following is to be established by the Board of Directors yearly: Tributes Committee, Sunshine Committee, Membership Committee, and Yahrzeit Committee.

Section 5. No agreement or contract, written or oral, may be made creating an obligation or liability on the part of the Congregation by any member of the Board of Directors or the Congregation without the prior consent of the Board of Directors and the signature of the President of the Congregation.

Section 6. The Board of Directors may approve charitable contributions up to five hundred dollars (\$500.00) per charity per year but the total charitable contributions made by the Congregation in a given year cannot exceed five thousand dollars (\$5,000.00). The recommendations for the donations shall originate with the Tzedakah Committee, when money is available.

## **ARTICLE 18- SUPPORT GROUPS AND CLUBS**

Section 1. The Board of Directors may establish or concur in the formation of those supportive groups as it may deem advisable and in the best interest of the Congregation. Every entity so formed must comply with the bylaws and resolutions of BKB which are then in effect or which thereafter may be adopted.

Section 2. The supportive groups, which are now authorized by the Board of Directors, are: The Sisterhood, The Men's Club and The Singles Group, each of which is an affiliated entity.

Section 3. Each group may elect its own officers, adopt such rules and regulations not in conflict with those of the Congregation, and promote activities which are of interest and benefit to that group and to BKB, and also co-operate with the officers and committees of the Congregation by the interchange of ideas and services

Section 4. All female members of the Congregation are automatically members of The Sisterhood. All male members of the Congregation are automatically members of The Men's Club. All single members of the Congregation and "Socially Single" are automatically members of The Singles Group.

Section 5. The Sisterhood is primarily responsible for the Oneg Shabbat activities and for assistance to a bereaved BKB member in good standing.

Section 6. The purpose of The Men's Club/Sisterhood/Singles Group shall be to promote Jewish ideals, foster fellowship amongst the membership, provide for social activities, and support the Congregation.

Section 7. Each group is required to provide the Board of Directors with a financial statement in writing every February, May, August and November at the regularly scheduled Board meeting. The financial statements shall reflect cumulative results as of the end of each of the previous quarters. Noncompliance loses a vote on the board until in compliance.

Section 8. The assets of each group whatever their nature shall be the property of the Congregation and in the event of the dissolution of the group, the assets shall be transferred to the Congregation.

Section 9. The programs and activities of the groups shall not be scheduled or calendared so as to conflict with any program or activity of the Congregation.

Section 10. No agreement written or oral may be made creating an obligation or liability on the part of the Congregation by any support group without the prior consent of the Board of Directors and the signature of the President of the Congregation. No funds shall be used by any affiliate except for the benefit of the affiliate or BKB without the consent of the Board. No group may make donations, support any other group, and solicit monies from members except for BKB activities.

## **ARTICLE 19 -- DEDICATION OF ASSETS**

The properties and assets of the Congregation are irrevocably dedicated to religious and charitable purposes. On dissolution or otherwise, no monies, properties, or assets shall be used for the benefit of any person or individual, or any member, officer or director of the Congregation. Upon the dissolution or winding up of the organization, its assets remaining after payment of, or provision for payment of all debts and liabilities of this organization, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for Jewish charitable and Jewish religious purposes and which has established IRS tax exempt status under Section 501 (c) (3) of the Internal Revenue Code. Disposition of the funds must be done by Board of Directors, by a majority vote which requires a quorum.

**ARTICLE 20 -- AMENDMENTS TO THE BYLAWS**

These bylaws may be amended at any regular or special Congregational Meeting by a majority of those present after approval by 2/3 vote of the Board of Directors. Notification shall be given to all Members of BKB in writing by US Mail or electronic mail at least thirty (30) but not more than sixty (60) days prior to the Congregational Meeting called for this purpose.

**ARTICLE 21 -- PARLIAMENTARIAN/SERGEANT AT ARMS**

Section 1. Parliamentary Procedure

- a. All parliamentary questions of rules and procedures not otherwise determined by these bylaws shall be decided in accordance with Robert’s Rules of Order, a copy of which shall be brought to all Board meetings.
- b. The President shall appoint a designated Parliamentarian/Sergeant at Arms who will be in attendance at Board of Director meetings. That individual is not a member of the Board of Directors.
- c. If a decision cannot be reached by the conclusion of the meeting, the issue will be tabled and researched. A decision will, if possible, be announced at the next meeting.

Section 2. Sergeant at Arms

The Sergeant at Arms shall be knowledgeable about the expected behaviors of all members of the Board of Directors as delineated in Article 9, Section 3, and shall be enabled to insure that the expected behaviors are adhered to.

**ARTICLE 22 – SUPERSESSION**

These bylaws, once adopted by the Congregation, shall supersede all prior rules, regulations and bylaws which may have been theretofore, adopted, anything to the contrary notwithstanding.

**ARTICLE 23- EFFECTIVE DATE**

Section 1. These bylaws shall be and become effective as of the date and time they are approved by the membership.

Section 2. All acts heretofore done and taken in accord with the terms hereof are hereby ratified and adopted if previously approved by the Board of Directors. I do hereby certify that the members of the Congregation have duly adopted the above bylaws by amendment.

ATTEST \_\_\_\_\_ Date \_\_\_\_\_  
Barbara Rosenberg, President

ATTEST \_\_\_\_\_ Date \_\_\_\_\_  
Leslie Kandel, Secretary