

Dear Shir Tikvah Community,

Our ancient, ever-renewing tradition provides us with a deep ocean of literature intended to guide us on how we conduct ourselves as a community. There is the written Torah, the [Mishnah](#) and the [Gemara](#) (comprising, together the Talmud), the commentaries of [Rashi](#) and the [Tosefta](#), the [Targumim](#), the [Midrashim](#), the [Responsa](#), and endless commentary on them all. Not to mention the [Zohar](#) and other [Kabbalistic](#) writings, and the medieval attempts to codify and simplify Jewish law for the masses, culminating (for traditional Jews) in the [Shulchan Aruch](#). This ocean could provide one with enough study to last a thousand lifetimes.

And then there are synagogue bylaws.

Shir Tikvah's bylaws have been in need of major revision for a number of years. As we approach the double-*chai* (36 year) anniversary of this community, a community that has grown in membership, in scope, and in dynamism even beyond the big dreams of our founders, our bylaws have remained largely as originally written: for a small community in which everyone knew one another, and could (as our founding story tells so well) sit around a pizza together.

We have been engaged in a year-long process that has involved the board, the executive committee, and a sub-committee made up of committed members of longer and more recent tenure. We will be asking the membership to vote on and, hopefully approve, a new set of bylaws at the Annual meeting to be held via Zoom on June 6th, 2021. After much work and consideration, **the board has unanimously recommended that you approve these new bylaws.**

The intent of these changes is to allow for the smooth, transparent and involved functioning of Shir Tikvah as it faces a future that, whatever unknowns it holds, will be different from the past. These changes intend *Kavod* (deep honor) to our founders and leaders throughout the years, our values, and our traditions, while recognizing and embracing the sacred nature of change. The changes we propose shift our policies to encourage maximal congregational participation alongside the streamlined functioning of an organization.

We will be offering you multiple ways to review the new bylaws, including offering detailed, side-by-side versions, as well as video and "in-person" (the 2020-21 version of "in-person") opportunities to learn

more and ask questions. For those of you who want to take the deep, talmudic dive, we will strap on our metaphorical scuba gear and take that dive with you. Please email [Bruce Manning](mailto:Bruce.Manning@shirtikvah.org) if you'd like the full redline version of the proposal now.

As an introduction, however, and for those of you who want to get right to the nitty-gritty, at the bottom of this letter is a summary of the major changes we will be voting on on June 6th (and that we hope you will feel great about voting "yea" on).

You may have questions, and there will be opportunities to address those questions. For smooth operations at the annual meeting, we would *like to address your questions **before** then*. To that end, please either [email us](mailto:Bruce.Manning@shirtikvah.org) now and keep your eye out for additional opportunities to meet with some of the folks who have guided this project. Invitations will be in the enews to (identical) presentations/question-and-answer sessions on Tuesday, May 4 at 7 pm, Thursday, May 13 at 9 am, and Sunday, May 16 at 10 am. [Click here](#) to join each session via Zoom (it is the same link each time). You will also find this link in our weekly eNews.

The Rabbis, Executive Committee, Board of Trustees, and members who have worked on these bylaw revisions all feel that they build on the bold promises made by our founders and allow this community to ever-renew the Song of Hope we sing. And in this renewal, may do the great work of our people, and govern ourselves in a manner that is in alignment with our shared values. What follows next is a top-level of summary of the proposed changes.

With amazing gratitude to everyone who has ever worked on the bylaws of this amazing congregation,

*Bruce Manning, signing for the most recent collective work, including Ray Anshel, Lillie Benowitz, Amy Funk, MJ Gilbert, Gay Greiter, Howard Orenstein, Abbie Shain, Joel Zimmerman, and Gayle Zoffer.*



## Summary of proposed substantive changes to Shir Tikvah Bylaws

Article references are to proposed Bylaws unless otherwise noted

1. **Mission Statement** (Art. II) The synagogue's mission statement was updated about 10 years ago. But the original (but no longer used) mission statement has remained a part of the bylaws. In this revision, we have removed it (as it is not required to be there) and replaced it with a general statement of purpose for tax exempt status. We can adopt and revise the mission statement in the future, as needed, without bylaws changes. The statement of purpose is "public and charitable purposes and not for private gain, to provide a place of worship, learning and assembly within a progressive and inclusive Jewish context, and to engage in various other activities to promote the spiritual and educational welfare of its members and the community."

### 2. **Membership** (Art. III)

- Changed requirement for membership to a person who is "Jewish-identifying or pursuing conversion" (from the previous requirement that a person must be "a Jewish person or willing to adopt and profess the Jewish faith")
- Introduced the concept of a "Membership Unit" to clarify who votes on what. Each household with at least one person (meeting the requirement for membership stated above) is considered a Membership Unit and everyone in the household is a Member regardless of Jewish status.
- Expanded the definition of who is considered a Voting Member. In the new bylaws, "voting member" is every adult person in a Membership Unit who is over age 26 and all offspring or dependents ages 13-26 (previously over age of confirmation). Adult children over the age of 26 must have their own separate membership in order to vote (but are still considered to be a Member). Note that this change, while providing for a broader range of voices in voting, also means that some Membership Units have a greater number of individual votes than do others. Changes have been made elsewhere in the bylaws (as noted) to compensate for this potential imbalance.

### 3. **Board of Trustees** (Art. IV)

- Bylaws changed to allow removal of a Trustee with  $\frac{3}{4}$  Voting Members present at a meeting from the previous  $\frac{2}{3}$  or  $\frac{2}{3}$  of Board. The change was made to balance out expanded voting.
- Added ability of President, with Lead Rabbi concurrence, to suspend (but not remove) a Trustee for extraordinary cause.
- Board diversity language updated from "reflecting diversity of the Congregation" (which, it could be argued, we have succeeded at) to "includes, welcomes and uplifts historically marginalized identities and people within American Jewish organizations" (which we see as a continuation of the value expressed in the previous language, while reflecting the work of lifting multiple Jewish voices and leaders that is the work this community needs to do).

4. **Officers (Art. V); Powers and Duties of Board and Officers (Art. VI):**

- Changed to allow the Congregation to have co-presidents, if desired
- Combined Recording Secretary and Communications Secretary into a single position
- Clarified Treasurer's responsibilities and the scope of the finance committee

5. **Committees (Art. VII):**

- Changed name of Nominating Committee to Nominating and Leadership Development.
- Changed the process by which a candidate must be added to the proposed slate of trustees from a petition signed by 5 members to a petition signed by 25 Voting Members from different Membership Units or 5% of all Voting Members, whichever is less. This change was made as voting eligibility has been expanded such that a given Membership Unit might have multiple votes, and to balance the voting power of smaller and larger "Membership Units."

6. **Congregational Meetings (Art. VIII)**

- Allows annual and special meetings to be held remotely (e.g., Zoom), in person, or remotely and in person, which permits voting remotely
- Specifies that only matters listed in notice of meeting may be considered for action unless modified by unanimous consent at meeting
- Allows for a Special Meeting (apart from the required annual meeting) to be called by 50 Voting Members from different Membership Units or 10% of all Voting Members, whichever is less (previously 8 members could). This change is intended to provide balance, given that voting has expanded and quorum has shrunk in the new bylaws.
- Changes the requirement for a quorum to 50 Voting Members or 10% of all Voting Members, whichever is less (previously 10% of members).
- Changes the requirement to remove Lead Rabbi or reverse any Board action to a vote of  $\frac{3}{4}$  of the Voting Members present at a meeting (from the previous  $\frac{2}{3}$ ). This change was made to balance expanded voting and the change in quorum above.
- Requires that a proposal to remove the Lead Rabbi, reverse a Board action or remove a trustee have 14 days' prior written notice

7. **Amendments to Bylaws (Art. XI):**

- Specifies that a proposal to amend the Bylaws needs (a) majority of Board or (b) 50 Voting Members, each from a different Membership Unit or 10% of all Voting Members, whichever is less (previously proposed by 5 members, approved by  $\frac{2}{3}$  of members at a meeting).

8. **Deleted articles:**

- Removed a provision concerning Right of Review (current bylaws Art. X) . The Right of Review included personnel policies for grievances against lay people and staff, with the Board as the ultimate arbiter. It is preferable to have stand-alone policies and procedures for such matters developed by the Executive Director.
- Removed a provision concerning Restricted Funds (current bylaws Art. XIV). The Board has the power to create restricted funds by statute so it is unnecessary to include in Bylaws.

