Proposed Bylaw Changes for the Congregation’s Consideration
at the Annual Meeting on June 3, 2019

OVERVIEW OF PROPOSED BYLAW CHANGES:

1. Authorize the VP of Governance to recruit members of
   Nominating Committee, with consent of the majority of the Board

2. Add an additional Board member making the composition of the Nominating Committee be (4) non-
   Board community members and (2) Board members.

3. Add VP of Marketing and Communications position to the Board and Executive Committee. Change
   VP of Membership and Communications to VP of Membership

4. Make Bylaw text consistent to reflect two-year terms for trustees at-large

5. Remove the reference to “even years” as irrelevant with regards to the year in which an Executive
   Vice President is elected.

1 & 2. NOMINATING COMMITTEE

Current Bylaws
6.02 The duties of the President shall be to act as Chairperson at all Member and Board meetings; to
   establish and disband committees, task forces and like groups (except for the Nominating Committee provided
   for in Section 11.01), all of which the President is to be an ex-officio member; to call special meetings; and to
   perform such other duties as are incident to the office.

6.05 The Vice President of Governance shall be a member of the Executive Committee, shall oversee the
   following matters (including, without limitation, any committees established with respect to such
   matters): Bylaws, Leadership Development, Personnel, Long Range and Nominating, and shall be an ex-officio
   member of any committee created for any matter for which the Vice President of Governance is responsible
   for oversight.

11.01 Nominations of Officers and trustees at-large shall be made by a Nominating Committee appointed by
   the President, with the consent of the majority of the Board. The Nominating Committee shall consist of one
   (1) member of the Board, excluding the President, and four (4) members of the Temple at large. (It gives
   appointment responsibility of the Nominating Committee to the President, which is in conflict with 6.02 and
   6.05 above)

Proposed Changes
1. Provide consistency in sections 6.02, 6.05 and 11.01, change “President” to “Vice President of
   Governance” in section 11.01.
   This change will give the Vice President of the Governance the authority to recruit the members of
   the Nominating Committee, subject to the consent of the majority of the Board.
2. Change the number of Board members on the Nominating Committee to two (2).
   Adding an additional Board member will give greater insight to the Nominating Committee of
   current Board members’ talents and contributions.

Questions?
Please contact VP Governance,
Amy Packer at 949-280-4605 or
apackermom@gmail.com
Nominations of Officers and trustees at-large shall be made by a Nominating Committee appointed by the President Vice President of Governance, with the consent of the majority of the Board. The Nominating Committee shall consist of one (1) member, two (2) members of the Board, excluding the President, and four (4) members of the Temple at large.

3. VP OF MARKETING AND COMMUNICATIONS

Current Bylaws
6.08. The Vice President of Membership and Communications shall be a member of the Executive Committee, shall oversee the following matters (including, without limitation, any committees established with respect to such matters): Membership/Outreach, Auxiliary Organizations, Communications, Information Technology and Marketing, and shall be an ex-officio member of any committee created for any matter for which the Vice President of Membership and Communications is responsible for oversight. Subject to the consent of the President, the Vice President of Membership and Communications shall appoint, and be authorized to remove, the chairperson of each committee established pursuant to section 6.02 to carry out the aforementioned matters. The Vice President of Membership and Communications shall be responsible for developing, organizing and implementing programs and resources to facilitate affiliation with the Temple including (A) recruitment of new Members, (B) integration of new Members and (C) retention of the current Members through events and activities which promote and solidify the social and collective fabric of the Temple.

Background
The Vice President of Membership and Communications has been primarily focused on programming for the following:

- Welcome new members
- Outreach to current members
- Encourage community involvement

In order for our congregation to increase our visibility in South Orange County and achieve growth in the future, the Vice President of Marketing and Communications’ position would focus on the following:

- Provide overall leadership and direction for strategic marketing and communications for Temple Beth El of South Orange County
- Develop overall communications strategies to promote TBESOC across multimedia (traditional, digital and social media) platforms
- Seek creative solutions to TBESOC’s communications challenges
- Oversee the development, distribution and maintenance of all of TBESOC’s organizational and programming content – Temple Talk, weekly E-blast, website, flyers, brochures, ads, etc.
- Ensure consistency in communications across all outlets

Proposed Changes
1. Change Vice President of Membership and Communications to Vice President of Membership.
2. Create a new position: Vice President of Marketing and Communications

6.08. The Vice President of Membership and Communications shall be a member of the Executive Committee, shall oversee the following matters (including, without limitation, any committees established with respect to such matters): Membership/Outreach, and Auxiliary Organizations, Communications, Information Technology and Marketing, and shall be an ex-officio member of any committee created for...
any matter for which the Vice President of Membership and Communications is responsible for oversight. Subject to the consent of the President, the Vice President of Membership and Communications shall appoint, and be authorized to remove, the chairperson of each committee established pursuant to section 6.02 to carry out the aforementioned matters. The Vice President of Membership and Communications shall be responsible for developing, organizing and implementing programs and resources to facilitate affiliation with the Temple including (A) recruitment of new Members, (B) integration of new Members and (C) retention of the current Members through events and activities which promote and solidify the social and collective fabric of the Temple.

(NEW)
The Vice President of Marketing and Communications shall be a member of the Executive Committee, shall oversee the following matters (including, without limitation, any committees established with respect to such matters): Communications, Information Technology and Marketing, and shall be an ex-officio member of any committee created for any matter for which the Vice President of Marketing and Communications is responsible. The VP of Marketing and Communications will oversee the development, distribution and maintenance of all of TBESOC’s organizational and programming content – Temple Talk, weekly E-blast, website, flyers, brochures, ads, etc. and ensure consistency in communications across all outlets. The Vice President of Marketing and Communications shall be responsible for developing, organizing and implementing programs and resources to support the Board’s vision and facilitate development and promote a strong, positive and welcoming public image of the Temple.

Note: If the above proposal is approved by the Board, the Nominating Committee will be instructed to fill the VP of Marketing and Communications position on the Slate of Nominees, subject to approval by the Members at the Congregational Meeting in June 2019.

4. TRUSTEE AT-LARGE TWO-YEAR TERM (NEED FOR CONSISTENT LANGUAGE IN BYLAWS)

Current Bylaws:
6.12. At each annual meeting, the Members shall elect trustees at large to serve one-year terms commencing July 1; In calendar years ending in odd numbers, the Members shall elect the President and all Officers (except the Executive Vice President) to serve a two-year term commencing July 1 of that year. In calendar years ending in even numbers, at the request of the President, the Members shall elect an Executive Vice President to serve a one-year term commencing July 1 of that year, pursuant to section 6.03. If a vacancy has occurred in any office since the last annual meeting, the Members shall elect a person to fill that office for the remainder of the term.

7.09. The Members shall elect not less than six (6) (in years in which there is an Executive Vice President) or seven (7) (in years in which there is not an Executive Vice President) nor more than thirteen trustees at large to serve for a two-year term. The number of trustees at large shall be determined by the Board and nominations shall be made as set forth in Section 11.01 below.

Background
In practice, Trustees at-large having been serving two-year terms.

Proposed Change
Change text to consistently state that Trustee at-large terms to be two years.

6.12 At each annual meeting, the Members shall elect trustees at large to serve a one-year two-year terms commencing July 1; In calendar years ending in odd numbers, the Members shall elect the President
and all Officers (except the Executive Vice President) to serve a two-year term commencing July 1 of that year. In calendar years ending in even numbers, at the request of the President, the Members shall elect an Executive Vice President to serve a one-year term commencing July 1 of that year, pursuant to section 6.03. If a vacancy has occurred in any office since the last annual meeting, the Members shall elect a person to fill that office for the remainder of the term.

5. EXECUTIVE VICE-PRESIDENT TO BE ELECTED IN ODD-NUMBERED YEARS

Current Bylaws

6.03 The position of Executive Vice President shall be held in the final year of the President’s term. The position Executive Vice President is intended to prepare an individual to succeed the President if so nominated and elected at the next election. The Executive Vice President shall be a member of the Executive Committee and shall assist the President and preside at meetings when the President is unavailable or so requests.

6.12 At each annual meeting, the Members shall elect trustees at large to serve one-year terms commencing July 1; In calendar years ending in odd numbers, the Members shall elect the President and all Officers (except the Executive Vice President) to serve a two-year term commencing July 1 of that year. In calendar years ending in even numbers, at the request of the President, the Members shall elect an Executive Vice President to serve a one-year term commencing July 1 of that year, pursuant to section 6.03. If a vacancy has occurred in any office since the last annual meeting, the Members shall elect a person to fill that office for the remainder of the term.

Background

As an example, the current President, William Spector was elected in 2018 to serve from July 2018 to June 2020. In the second year of his term (2019-an odd numbered year), assuming he is doing a two-year term, an Executive Vice President should be elected for July 2019 to June 2020.

Proposed Change

Remove the reference to even numbered years and only focus on odd-numbered years, which is when the Executive Vice Presidents are elected.

6.12 At each annual meeting, the Members shall elect trustees at large to serve one-year (proposed change described above) terms commencing July 1; In calendar years ending in odd numbers, the Members shall elect the President and all Officers (except the Executive Vice President) to serve a two-year term commencing July 1 of that year. In calendar years ending in even numbers, and at the request of the President, the Members shall elect an Executive Vice President to serve a one-year term commencing July 1 of that year, pursuant to section 6.03. If a vacancy has occurred in any office since the last annual meeting, the Members shall elect a person to fill that office for the remainder of the term.