

# Florida Society of Jewish Deaf

## BYLAWS

Revised as of January 27, 2019

### ARTICLE I – NAME, CORPORATE STATUS, AND ADDRESSES

The name of this organization shall be the Florida Society of Jewish Deaf, Inc. In these bylaws, the organization shall be referred to by its full name, or as FSJD.

FSJD is incorporated under the laws of the State of Florida as a non-stock corporation. Its operation and conduct is for the primary benefit of the community; therefore, non-stock status is essential and unalterable. Consistent with Florida law, FSJD shall not have any shareholders, and all its actions shall be approved and authorized by the membership and/or its Board of Directors.

The principal physical office of FSJD shall be maintained at the home address of the current President.

### ARTICLE II – PURPOSES

The purposes of Florida Society of Jewish Deaf are to:

Serve the cultural, spiritual, educational, and social needs of Jewish Deaf adults and children, and CODAs who reside in the Florida area.

Promote Jewish identity and values,

Celebrate the rich Jewish practices and traditions passed down through generations, and;

Engage in any lawful activities that are in furtherance of the purposes of FSJD.

FSJD shall embrace people from all branches of Judaism. Its meetings, programs, services, and activities shall be as inclusive as possible.

### ARTICLE III – MEMBERS

The fiscal year shall be from January 1 to December 31<sup>st</sup>. Membership dues shall be set by the Board of Directors after the annual meeting. Membership dues are effective for the fiscal year regardless of date of payment.

FSJD shall have two membership categories:

Active members are deaf and hard of hearing persons of the Jewish faith who reside in Florida

year-round. They shall have all privileges of membership, which includes participation in programs.

Social members are those who are of non-Jewish faith, hearing, and/or live outside of Florida. They shall have all privileges of membership, except that of holding office and voting rights.

#### **ARTICLE IV – OFFICERS**

FSJD shall have seven officers: President, Vice President, Secretary, Treasurer, and three Directors. Officers serve a two-year term.

All officers nominated must have been an active member in good standing for at least one year. Nominations may come from any member including self-nominations. A nomination form shall be submitted at least thirty days before the annual meeting. Nominations shall be announced at least two weeks before the annual meeting. If necessary, nominations shall be accepted from the floor at the annual meeting.

The President shall be chairperson of the Board of Directors and shall preside over all Board meetings; shall be present at and preside over annual, regular, and special membership meetings; shall appoint chairs and members of all committees, temporary and permanent.

The Vice President shall, in the event of the absence or inability of the President to exercise office, become acting President of FSJD with all the rights and privileges, as duly elected President. In such cases, the Vice President shall complete the former President's term of office. The Vice President also shall perform such duties as may be assigned.

The Secretary shall keep FSJD minutes and records and shall perform such duties as may be assigned.

The Treasurer shall be in charge and have custody of FSJD funds, securities and other valuable effects; shall keep full and accurate accounts of receipts and disbursements; and shall deposit all monies and other valuable effects in FSJD's name. The Treasurer also shall perform such duties as may be assigned.

The Directors shall represent the interests of the general membership and shall perform such duties as may be assigned to them.

Any member of the board who misses at least two board meetings may be removed or replaced at the discretion of the Board. Absence due to illness and schedule conflicts shall be taken into consideration.

If a Board member resigns or leaves, the President may appoint a replacement, with the approval of the Board, to serve the remainder of the term.

#### **ARTICLE V – MEETINGS**

FSJD shall have general meetings at least two times a year.

An annual meeting shall be held in the fall prior to January 1 for conducting elections of officers. The quorum for an annual meeting shall be 10% of active members in good standing.

The President, the majority of the Board of Directors, or one-tenth of the membership may call a special membership meeting at any time, provided that at least seven days' notice is given. The quorum for a special membership meeting shall be 10% of active members in good standing.

FSJD may hold social gatherings, which may also include Judaic programming.

## **ARTICLE VI – BOARD OF DIRECTORS**

Between general meetings, the duties and powers of FSJD shall be vested in its Board of Directors, which shall serve with all authority provided by Florida law, and shall have charge, control, and management of the policies, property, affairs, and funds of FSJD. Expenditures of up to \$500 may be approved by the Board, and those over \$500 must be approved by the general membership.

Members of the Board of Directors must be aware of the laws in the State of Florida where it is currently incorporated. In addition, all actions taken by the Board of Directors must be consistent with federal, Florida state, and local law, and with FSJD's status as a non-stock corporation.

The Board of Directors shall meet at a minimum quarterly, in person or via videoconference, provided that all members in attendance can see each other at all times.

Members of the Board of Directors may move, discuss, and vote on an urgent matter via electronic mail, provided that its action is ratified at its in-person or videoconference meeting.

The President, or a majority of the Board of Directors' membership, may call special meetings of the Board of Directors, provided that at least 48 hours' notice is given.

In-person Board of Directors meetings shall be open to the membership unless the Board decides to meet in closed session; for example, to discuss matters of a confidential nature.

The quorum for all Board of Directors meetings shall be more than half of the Board's membership.

The Board of Directors may make such rules and regulations covering its meetings as it may determine to be necessary.

## **ARTICLE VII – PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern procedure at all FSJD meetings in all cases to which they are applicable and in which they are not consistent with these bylaws and any special rules of order that FSJD may adopt.

## **ARTICLE VIII – DISSOLUTION**

In the event of the dissolution of FSJD, all funds remaining after payment of bills shall be turned over to a local Jewish deaf organization in the Florida area or one that serves Jewish deaf at the national level in the United States. If no such organization meets this criteria at that time, then the Board shall decide the appropriate dissemination.

#### **ARTICLE IX – AMENDMENTS**

These bylaws may be amended by a two-thirds vote of the FSJD membership present at an annual or general meeting.

Written notice of proposed amendments shall be presented to the Secretary at least sixty (60) days before the meeting at which the vote is to be taken. The text of the proposed amendments shall be included in the notice of the meeting.

Amendments must be consistent with federal, state, and local law, and must not be contrary to the purposes of FSJD or its status as a Florida non-stock corporation and as a charitable and educational organization within the meaning of section 501(c)(3) of the Internal Revenue Code.