

Highlights from the Board of Directors Meeting on May 3, 2017:

- Rabbi Cohen welcomed everyone to the meeting and shared a D'var Torah about the significance of the work we do as a Board of Directors, reminding us that Torah is always in the middle of our space. She noted that this is especially true in light of the Temple by-laws work we are doing. She asked us to remember that all of us are holy and that the work we do here is sacred work.
- Andrea Wasserman, TBS President, welcomed those congregants who accepted the Board's invitation at the Special Congregational Meeting held on April 17, 2017 to attend tonight's meeting and be part of the discussion about revising the TBS By-Laws. Those congregants in attendance were Natalie Bergman, Gene Brown, Chelle Friedman, Marty Graffman and Bernie Horwitz. These individuals were invited to provide comments and ask questions about the new by-laws. The Board then decided to permit non-Board members in attendance to participate in the by-laws discussion once the Board meeting was called to order.
- Andrea Wasserman then called the Board meeting to order and introduced Esther Herst, our new Interim Executive Director. Each member of the Board introduced themselves to Esther and welcomed her to Temple Beth Shalom.
- Jack Holmes, Executive Vice-President, reported on the ongoing modifications to the TBS by-laws since the Special Congregational Meeting was held on April 17, 2017. He noted receipt of fourteen (14) e-mails from congregants during the open comment period containing both comments and suggested amendments. These were processed by the TBS By-Laws Committee and a revised red-lined version of the by-laws document prepared and sent to all Board members. The committee reviewed all suggestions with due consideration and focused on four (4) main issues that had broad-based support from congregants: past-president voting rights, overall term limits, position term limits, and structure of the Board. The committee recommended adding a Director-At-Large of Financial Development, reinstating voting rights for the Immediate Past President and eliminating term limits for Board members. They also added Board indemnification language.

Andrea Wasserman then stepped through each Article of the proposed amended by-laws, asking both Board members and non-Board members in attendance for comments and concurrence on each section and each proposed change. During this process, the group agreed on several other minor modifications, including the requirement that accounting reports be provided by the Treasurer to the Board no less often than once per calendar quarter. Following this productive discussion, Andrea Wasserman called for a vote on the amended TBS By-Laws. Jack Holmes made a formal motion to approve the TBS By-Laws as further amended at this meeting; Jerry Rothblum seconded this motion. By show of hands, the motion was unanimously approved with no abstentions or objections. This latest version of the amended by-laws will be brought to another Special Congregational Meeting to be held on Wednesday, May 17, 2017 for approval.

Andrea Wasserman then announced the Board would be moving to Executive Session and once again thanked non-Board members for attending the meeting this evening and for their interest and participation in vetting the revised TBS By-Laws. They were then excused from the meeting.

- Jerry Rothblum, Treasurer, reviewed the latest and final financial forecast for the 2016-17 fiscal year. This most recent forecast now stands at a \$38K deficit before transfers; this is an improvement from a projected \$82K deficit from the prior forecast. Jerry touched on several causals in this forecast including, dues income, ED expenses, utility and maintenance expenses, memorial plaque income, payroll taxes, copier expenses, and facilities rental income. She also noted income from the upcoming Spring Gala as a potential "wildcard" for balancing the budget. After transfers, we are projecting a year-end net loss of \$26.8K.

- Esther Herst, Interim Executive Director, provided a brief overview of her professional experience. She noted that she considers her work as holy work. Her plan for TBS is to observe systems, procedures, habits and behaviors and to share her observations with the Board each month. She will challenge our perceptions of what a synagogue should be doing, looking at elements including finances, fundraising, personnel and leadership development to determine what it takes for us to be successful. She will also guide us through the process for recruiting a new Executive Director. Prior to her departure, she will present a "white paper" summarizing everything she learned during her tenure at TBS. She concluded by stating that it is an honor and a privilege to be here at TBS! She also noted that the staff has been overwhelmingly supportive of her thus far.

Jeff Winston
Board Secretary