

OPERATING POLICY Number 13

Rules of Order for Board of Directors' Meetings

WHEREAS Subsection 3.07 of General Operating By-law No. 1 of Kehillat Beth Israel Congregation provides for the adoption of Operating Policies by Ordinary Resolution;

AND WHEREAS Kehillat Beth Israel Congregation wishes to adopt a set of rules to govern the process of Board of Directors' meetings;

NOW THEREFORE BE IT ESTABLISHED as an Operating Policy of Kehillat Beth Israel Congregation as follows:

Part I – Purpose

The purpose of this Operating Policy is to establish a unique set of rules and customs to be followed at Board of Directors meetings so that the meetings can be run as efficiently as possible to get through the substance of the meeting without unnecessary procedural distractions.

Part II – Agenda

1. The President shall preside over the meeting and shall manage the discussions in order to complete the agenda in the time allotted for the meeting.
2. The main part of the agenda shall be divided into items for information, items for discussion, and items for decision (discussion with vote). Within each category, items that have been deferred from a previous meeting shall be dealt with, if practical or urgent, before new business in that category.
3. There shall be a separate category on each agenda for members to raise any matter that is not on the agenda that they wish to raise (Other Business).
4. There shall be a separate category on each agenda for items to be discussed by Directors in the absence of Clergy and staff, including the Executive Director (In Camera Session).

Part III – Guiding Principles for Discussion

1. Every member in attendance has the right to participate in the discussions.
2. Every member has the right to know what is going on at all times.
3. Where an item contains a recommendation or an action, that recommendation or action is not adopted by the Board unless it is the subject of a motion and a vote. The minutes of the meeting should record whether the motion passed or failed.

Part IV – The Process

1. To bring a recommendation or action up for discussion requires a motion.
2. A motion requires a second for the motion to go to the floor for discussion or consideration.
3. The Director who moved the adoption of the motion is the first person entitled to the floor.
4. Debate must be confined to the merits of the motion.

5. The Chair shall ensure that opponents of the motion are given an opportunity to speak equal to that given to the friends of the motion so that both sides of a topic are presented before a vote is taken and a decision is made.
6. After debate on a motion is closed, the President restates the motion, then calls for a vote. The Board can, by majority vote, require the vote on any matter to be taken by roll call or ballot. Any Director may require that their vote be recorded in the minutes of the meeting regardless of how the vote is counted.
7. Any Director that is in a conflict of interest or where there is the appearance of a conflict of interest should recuse themselves any discussion or voting on the motion.

This Operating Policy shall take effect when enacted by Resolution of the Board. This Operating Policy may be amended by Resolution of the Board and shall remain in effect until repealed by Resolution of the Board.

CERTIFIED to be a true copy of Operating Policy Number 13 passed by Resolution of the Board of Directors of Kehillat Beth Israel Congregation at a meeting of the Board held on the 7th day of October 2021.

Jodi Gitter – Secretary