

**Kehillat Beth Israel
Board of Directors
November 16, 2021
Zoom Meeting
Minutes**

Present:

Adina Libin
Norm Ferkin
Jeff Greenberg
David Lyman

Jaimee Mitzmacher
Victor Rabinovitch
David Roytenberg
Jeremy Rudin

Judah Silverman
Donna Strauss
Olga Streltchenko
Harland Tanner
Madelaine Werier

Secretary:

Jodi Gitter

Clergy Present:

Cantor Jason Green
Rabbi Eytan Kenter
Rabbi Deborah Zuker

Staff Present:

Rena Garshowitz

Regrets:

None

1.0 PRELIMINARY MATTERS

1.1 Call to Order

Victor Rabinovitch

The meeting was called to order at 7:00 PM.

1.2 Call for Declaration of Conflict of Interest

Victor Rabinovitch

None of the members present declared a conflict of interest.

1.3 D'Var Torah

Rabbi Kenter

1.4 Moment of Silence to Commemorate Those Congregants Who Have Passed Away Since the Last Board Meeting Victor Rabinovitch

Marilyn Bard-Stegegna
Abe Feinstein
Stanley Hock
Dorothy Hymes
Chuck Polowin
Sarah Resnick
Emanuel Singer

1.5 Approval of the Agenda of November 16, 2021 Victor Rabinovitch

A motion was made by Madelaine Werier and seconded by Donna Strauss to approve the agenda of November 16, 2021.

All were in favour. The motion was carried.

1.6 Approval of Board Minutes From the Meeting Held on October 7, 2021 Victor Rabinovitch

A motion was made by Jodi Gitter and seconded by Norm Ferkin to approve the Board minutes from the meeting held on October 7, 2021.

All were in favour. The motion was carried.

1.7 Business Arising from Previous Minutes Victor Rabinovitch

None

2.0 REPORTING WITH DISCUSSION AND VOTE

2.1 Business Raised By Any Director Requiring Board Decision and Authority

1. Operating Policy #13: Rules of Order for Meetings

The purpose of Operating Policy #13 is to establish a set of rules and customs to be followed at Annual General meetings, Special General Meetings, and Board of Directors' Meetings so that these meetings can be run as efficiently as

possible. This should allow for people to get through the substance of the meeting without unnecessary procedural distractions.

David Lyman explained that a congregant noticed a gap during the AGM whereby no rules existed for how to run an AGM or any meeting other than a Board Meeting. Hence, revisions were made to Operating Policy #13.

- Victor asked if amendments could be made in the future. David Lyman replied that they could be made.
- Norm mentioned that Operating Policy changes fall under the purview of the Board while Bylaw changes need to be made at AGMs.

A motion was made by David Lyman and seconded by Norm Ferkin to repeal the Operating Policy #13 that was enacted by Resolution of the Board at a meeting held on October 7, 2021 and replaced by the new Operating Policy #13 that was presented to the Board on this day, November 16, 2021.

All were in favour. The motion was carried.

2. Appointment of Past President

Pursuant to By-law No. 1, section 6.06, a motion was made Victor Rabinovitch seconded by David Roytenberg to appoint the Immediate Past-President, Judah Silverman, as a Director of the Corporation and member of the Board of Directors.

All were in favour. The motion was carried.

3. Appointment of Committee Chairs

Pursuant to General Operating By-law No. 1, Sections 9.02 through 9.07, the Board of Directors must appoint committee chairs for each standing committee.

- Victor said that he would speak to Committee Chairs to obtain a list of their Committee members and the Committees' Terms of Reference.
- Victor said that he would like to strike a Building the Land Committee to look at building upkeep and enhancements.
- Victor spoke eloquently about each Committee's Chair.

A motion was made by Madelaine Werier and seconded by David Lyman to appoint the following individuals as Chairs of the Standing Committees and other committees.

Nominating Committee – Judah Silverman

Ritual Committee - Ralph Anzarouth

Finance & Audit Committee - Adina Libin

Governance Committee – Stephen Bindman
Membership Relations Committee - Helen Zipes
Youth Committee - Jackie Luffman & Anne Read
OTT/KBI Project - Jeremy Rudin
Life and Legacy Committee - Howard Cohen
Inclusion Committee - Madelaine Hill
Adult Education Committee - David Roytenberg
Fundraising Committee - Judah Silverman

All were in favour. The motion was carried.

Discussion ensued about how the passion for committee work is not always shared by Board Members and vice versa. Therefore, some Committee Chairs are not Board Members.

4. Appointment of Personnel Committee Chair

A motion was made by Norm Ferkin and seconded by David Lyman that Victor Rabinovitch, President, will step aside as the Chair of the Personnel Committee, and that Harland Tanner, who has agreed to continue to serve in this position, will serve in this position.

All were in favour. The motion was carried.

5. Appointment of Synagogue Representatives

Pursuant to General Operating By-law No. 1, Section 9.08, the synagogue requires representation on several community-based organizations. The Board of Directors must appoint these individuals each year. The Board shall appoint these individuals to hold office for a term expiring no later than the close of the next Annual General Meeting of Members.

A motion was made by Norm Ferkin and seconded by Donna Strauss to appoint the following individuals as synagogue representatives for one year:

Jewish Memorial Gardens – Leon (Liney) Bronstein and Harvey Slack
Masorti Canada - Mercaz Canada - David Roytenberg

All were in favour. The motion was carried.

6. Designation of Signing Officers

There is a need to establish the designated signing officers for the shul. To do so, a corporate resolution is required.

A motion was made by Judah Silverman and seconded by Jaimee Mitzmacher to name the following individuals as designated signing

officers: Victor Rabinovitch, Jeremy Rudin, Adina Libin, and Rena Garshowitz, and to negate any previous assignments.

All were in favour. The motion was carried.

3.0 REPORTING WITH DISCUSSION BUT WITHOUT VOTE

3.1 President's Briefing

Victor Rabinovitch

Victor shared his ideas and his sense of momentum and targets that he hopes we can achieve for the coming year.

He spoke about his three goals.

1. EDUCATE:
 - To inform congregants and non-congregants of happenings and programs
 - To train congregants and non-congregants in any and all areas connected to Judaism and its practices and customs
 - To create a stronger identity and respect for being active, modern Jews
 - To build on the good education that exists now and strengthen and expand upon what KBI already does
2. PARTICIPATE:
 - To allow for meaningful opportunities to participate in rituals and help congregants overcome a possible lack of knowledge
 - Board Members are encouraged to participate on various Committees
3. REPAIR:
 - The building is in deep disrepair and needs immediate attention

3.2 Report on Committee on Committees

Jeremy Rudin

Jeremy reminded the Board that the findings of the Committee on Committees were that a successful Committee has:

1. A clear role
2. Terms of Reference
3. An annual mandate
4. A good working relationship with Clergy and Staff Members
5. Members who do not direct the Clergy or Staff
6. An obligation to provide regular reports to the Board
7. Ongoing liaison with the Board and ideally, one member of the Committee sits on the Board too

Victor asked Rena to re-circulate the report as it will help guide the Board in its work with the Committees.

3.3 Update on Ottawa Talmud Torah

Jeremy Rudin

Jeremy asked Rabbi Kenter to speak to the Board about why an Afternoon School is essential.

Rabbi Kenter began by speaking about how this would allow KBI to offer a high quality Jewish education to congregational families whose children do not attend a day school. It could also help attract more (and younger) member families. It could also be an opportunity to serve the wider Jewish community of Ottawa.

Jeremy explained that Board Members would enter into an Agreement in Principle (AIP) with OTT only with Board approval.

If the AIP is approved, due diligence is satisfactory, and OTT remains willing, the Board will need to approve the following:

1. Governance Matters
2. Financial Matters
3. Legal Matters

Jeremy presented a timeline with the goal of its launch for September 2022.

Discussion ensued about the motives, goals and desired outcomes of both parties. Rabbi Kenter explained that KBI would like OTT under our auspices and OTT would like the involvement of KBI's clergy to assist with the religious piece of the curriculum. Madelaine asked about protocols, safety and how our Board will be involved. These are all areas that require further exploration and work.

The big question remains: Is a merger agreement with OTT possible?

4.0 FINANCIAL MATTERS

4.1 Executive Director's Written Statement Respecting the Status of Staff Salaries and remittances to Government Rena Garshowitz

Rena presented the statement for employee wages to the Board.

4.2 Review of Financial Statement and Q1 Analysis

Adina Libin

Adina walked the Board through the Q1 financials. She explained that she would be reporting about actual dues accrued and that those dues will be allocated for

each month of the financial year. From a revenue perspective, KBI is doing well and better than budgeted. Focus ought to be to get dues revenue up.

Credit card processing fees need to be examined.

This will be the first year that the investment income will be used to correct KBI's deficit.

Conversations will need to take place about the investment income and how much we will want to allocate toward the Capital Repair Fund and how much of a deficit we as a Board are comfortable with.

Judah, as Chair of Fundraising, would like to get the cost of the tents used during the High Holy Days, retroactively covered.

Rabbi Kenter spoke about the importance of congregants stepping up to sponsor kiddushes. Birthdays and anniversaries are incentives to sponsor.

Jaimee spoke about the possibility of preparing kiddushes in-house.

5.0 REPORTING OPTIONS WITHOUT DISCUSSION OR VOTE

5.1 Other Business Raised by Any Director

Committee Reports had been circulated in advance of the Board Meeting.

- The Life and Legacy Committee is calling for volunteers
- The Youth (Tots to Teens) report is very fulsome and a presentation will be necessary

6.0 IN CAMERA

7.0 ADJOURNMENT

The meeting was adjourned at 8:58 PM.

The next Board Meeting will be on December 16, 2021 at 7:00 PM

