



**Kol Simcha
Messianic
Congregation**

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"Kol Sason V'Kol Simcha, Kol Chatan V'Kol Kala"

"The voice of joy, and the voice of gladness, the voice of the bridegroom, and the voice of the bride..." (Jer. 33:11)

A family-oriented congregation of Jewish and Gentile believers who worship Israel's Messiah, *Y'shua HaMashiach (Jesus Christ)*, in the context of Jewish lifestyle and identity. We are committed to restoring the family unit and the Biblical/Jewish roots of our faith in the God of Abraham, Isaac and Jacob. *Come share the joy!*

January 15, 2010 {Removed Physical Address for Publishing on the Web}

KOL SIMCHA MESSIANIC CONGREGATION BY-LAWS

Article I - Name and Principal Office

The name of the organization is Kol Simcha Messianic Congregation (Kehilat Kol Simcha). The principal office for transacting business and conducting services is fixed and located at Alachua County, Florida. The Ruling Elders and/or Shamashim may at any time or from time to time change the location of the principal office from one location to another within the county of Alachua. Kol Simcha was organized October 17, 1992 in Gainesville, Florida.

Article II - Purpose and Goals

Section 1. The purpose for which Kol Simcha Messianic Congregation is organized is exclusively religious within the meaning of a non-profit religious organization as defined by the U.S. Constitution.

Section 2. The Congregation goals are to:

- a. Foster the spiritual growth of those Jewish and non-Jewish people who have already received Yeshua as the Messiah as foretold by the Holy Scriptures.
- b. Help other people to receive Yeshua as their Messiah, to the Jew first then to the nations.
- c. Help combat anti-Semitism.
- d. Assist G-d's people in making Aliyah.
- e. Provide occasion for fellowship amongst Messianic believers.
- f. Identify with Jewish people everywhere.
- g. Assist worthwhile Jewish causes by practical deeds.
- h. Support Messianic literature outreach programs.
- i. To provide for a Messianic Jewish education for adults and children.

Article III - Membership

Section 1. Qualification Reception to Membership.

The membership shall be open to any person 18 years old or older who has accepted Yeshua HaMashiach as his/her Lord and Savior, has read and is willing to subscribe to the Statement of Faith and By-Laws, and acknowledges a desire to participate in unity and peace as part of the body of this Congregation. Membership is voluntary and may be terminated by the member at any time or by the Ruling Elders and/or Shamashim in accordance with the procedures described in the Scriptures (Matthew 18:15-18). Application for membership must be approved by the Ruling Elders and/or Shamashim and may be disapproved by a 2/3 majority vote of the Ruling Elders and/or Shamashim. Specific requirements are that they:

- a. Be at least 18 years of age.
- b. Confess and repent of personal sin.
- c. Accept Yeshua as the promised Jewish Messiah.
- d. Follow Messiah Yeshua into mikvah.
- e. Have participated regularly for a period of approximately 6 months. (This time period may be waived at the discretion of the Rabbi.)
- f. Acknowledge this Congregation (Kol Simcha) as the principle place of worship for each eligible person within the family unit.
- g. Accept the Kol Simcha Statement of Faith.
- h. Agree to tithe to Kol Simcha.
- i. Agree to actively participate in the ministry.
- j. Must complete membership instruction.
- g. Complete and sign the membership application form. Applications are to be reviewed and approved by the Board of Directors.

Section 2. Privileges of Membership

The Congregation shall have one class of membership. Each member shall be entitled to one vote on all matters brought before the body at Assembly Meetings. The privilege of voting may not be delegated by proxy to another person.

Section 3. Liability of the Members

No member of the Congregation, its elected officials or appointed leaders shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors shall look only to the assets of the Congregation for payment. The Congregation may indemnify its elders, officers, and members as allowed by law.

Section 4. Inactive Members

Members that miss four or more consecutive services may be considered to be inactive members. Members of inactive status may not have voting privileges.

Section 5. Removal of Membership

The Rabbi may remove any person at any time from the membership roll for unworthy conduct, lack of attendance or the discontinuance of the stated faith in the Messiah and in the Scriptures. Such removal shall be in accord with Biblical principles of testimony and judicial authority of the body of believers (Matthew 18:15-17).

Section 6. Reaffirmation of Membership (added October 2007)

Each member must reaffirm their membership yearly during the twelfth month (December) of the each calendar year and not later than two weeks before the Annual Business Conference.

Article IV - Government

Section 1. Headship – The government of the Congregation shall be focused on seeking and maintaining the Leadership and direction of G-d over His Body. Those raised up in authority shall continually seek divine direction through the Word of G-d in His Scriptures and the Ruach HaKodesh in all actions and decisions.

Section 2. Overseeing His body by the Ruling Elders

The Congregation shall be directed by Ruling Elders and/or Shamashim, headed by a Messianic Rabbi as the Leading Elder (final authority). The number of Ruling Elders and/or Shamashim shall be a maximum of five, including the Messianic Rabbi. Elders shall be nominated based on fulfilling the qualifications defined in the Scriptures. Nominations shall be confirmed by unanimous consent of the Elders then in office. An Elder serves on a voluntary basis and may resign at any time as led by G-d. An Elder may be removed from office by a 2/3 majority vote of the other Ruling Elders and/or Shamashim. The Ruling Elders and/or Shamashim shall govern the Congregation Scripturally by precept and example under the direction of the Messianic Rabbi as the Leading Elder. The Ruling Elders and/or Shamashim shall join together frequently in person and by telephone for prayer and mutual counsel over the affairs of the Congregation. The Messianic Rabbi may choose to exercise authority in the name of the Ruling Elders and/or Shamashim whenever he believes he is operating within the mutual counsel of the Ruling Elders and/or Shamashim. Each Elder shall receive such compensation as determined by majority vote of the Board of directors.

Section 3. The Spiritual Leader (Messianic Rabbi)

The Messianic Rabbi is anointed by G-d appointed by a 2/3 majority vote of the Ruling Elders and/or Shamashim, and then confirmed by a 2/3 majority vote of the General Membership at an Assembly Meeting. The Messianic Rabbi may be removed if he loses the Messianic Vision and/or if his life changes in such a way that it does not line up with Scripture. This may be accomplished by a unanimous vote of the Ruling Elders and/or Shamashim and then by a 3/4 vote of the General Membership at an Assembly Meeting. He conducts Shabbat services, holiday services, marriages, funerals, mikvahs, bar and bat mitzvahs, baby naming and all sacerdotal functions associated with a Messianic Rabbi. He has the power to certify ordination as recognized by the State of Florida. He functions as the President and Executive Director, executes the directives of the Board of Directors and serves as an ex-officio member of every committee with voice and vote.

Section 4. The Shamashim (Deacons)

The Shamashim shall carry out the various ministries to meet the physical needs of the Congregation under the direction and encouragement of the Ruling Elders. The number of Shamashim shall be determined by the Messianic Rabbi according to the needs of the Congregation.

With the counsel of the Ruling Elders, the Messianic Rabbi shall appoint each Shamash based on fulfillment of Scriptural qualifications. The Messianic Rabbi shall also designate one Elder under whose guidance the Shamash shall operate his/her ministry. The term of this appointment shall be one year. Reappointment shall be at the discretion of the Messianic Rabbi, considering the recommendation of the Elder assigned to guide the Shamash. Each Shamash serves on a voluntary basis and may resign at any time as led by G-d. The Shamash may be removed

from office by a 2/3 majority vote of the Ruling Elders. Each Shamash shall receive such compensation as determined by majority vote of the Ruling Elders.

Article V - Officers of the Congregation

Section 1. Board of Directors

The Board of Directors of the Congregation, made up of the President, Vice President, Secretary and Treasurer (as a minimum), shall meet monthly to consider the day-to-day operations of the Congregation. (The Board of Directors may be the same as the Board of Ruling Elders and/or Shamashim.) The members of the Board shall not be less than three. The Board members may be removed with cause, but without the necessity of disclosure by the Board of Directors or the President of the Board. This will protect the rights of the affected Board member as well as the rights of the Congregation. The Board shall make decisions on routine business matters of the Congregation and make recommendations to the Ruling Elders and/or Shamashim concerning the annual budget plan for the Congregation (including compensation for the Elders, Shamashim and Officers), amendments to the By-Laws and other matters to be brought before the general membership at assembly meetings.

Section 2. President

The Messianic Rabbi is the President and Chairman of the Board of the Congregation. He shall have the authority to hire, dismiss and to set the salaries of all staff and office members of Kol Simcha. He shall direct the operations of the Congregation, supervise the activities of the officers and preside over the assembly meetings. The President may delegate such duties and authority as necessary and proper to meet the needs of the Congregation. In such a time that the Rabbi would be incapacitated to function as President of the Board of Directors, the

Rebbitzen would chair the Board for a period of not more than one year. The President shall receive such compensation as determined by majority vote of the Ruling Elders and/or Shamashim.

Section 3. Vice-President

The Vice-President shall perform those duties assigned by the president. The Vice-President shall direct the operations of the Congregation in the absence or disability of the President until the vacancy is filled. The Vice President is appointed to office by the Ruling Elders and/or shamashim and may be removed from office by 2/3 majority vote of the Ruling Elders and/or Shamashim. The Vice President shall receive such compensation as determined by majority vote of the Ruling Elders and/or Shamashim.

Section 4. Secretary

The Secretary shall keep full and complete records of all proceedings of the Board of Directors and assembly meetings, prepare and distribute all official correspondence as may be required to conduct the business of the Congregation, serve notice of meetings and events, supervise the office and records of the Congregation and perform other duties as assigned by the President. The Secretary is appointed to office by the Ruling Elders and/or shamashim and may be removed from office by 2/3 majority vote of the Ruling Elders and/or Shamashim. The Secretary shall receive such compensation as determined by majority vote of the Ruling Elders and/or Shamashim.

Section 5. Treasurer

The Treasurer shall keep all funds of the Congregation and shall deposit them in a bank as designated by the Ruling Elders and/or Shamashim. Those funds shall be paid out on checks of the Congregation signed by the Treasurer or any officer. Checks in excess of \$2,000.00 must be approved by the Board of Directors. The Treasurer shall maintain the financial records belonging to the Congregation, including full and accurate account of all receipts and disbursements. The Treasurer will see that all the tithes and offerings are counted in the presence of at least two members of the Congregation on the day of collection, providing a copy of the contributions to the President and maintaining a copy in the financial records of the Congregation. The Treasurer shall have custody of tithes and offerings and cause them to be deposited in a timely manner (usually the next business day). The Treasurer shall make financial status reports to the Board of Directors monthly and quarterly, plus an annual report to the members at assembly Meetings and provide receipts on request for contributions made to the Congregation. The Treasurer is appointed to office by the Ruling Elders and/or Shamashim and may be removed from office by 2/3 majority votes of the Ruling Elders and/or Shamashim.

Section 6. Quorum

The majority of the Board of Directors shall constitute a quorum for transaction of business at any meeting of the Board. The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless a greater number is required by law or these by-laws. In the event of a tie vote, the President will cast the deciding vote.

Section 7. Vacancies

In the event of a vacancy, the Board of Elders may appoint a person to fill that vacancy until the next annual time of appointment as specified in the By-Laws.

Section 8. Records

All records of the Congregation are to be held and secured at the Congregation office at such time when there is a central office.

Section 9. General Provisions

Officers of the Congregation must be members in good standing in order to serve as Elders or Shamashim. Officers shall serve a term of one year and may be elected to serve consecutive terms of office. Officers may resign at any time as led by G-d and may be removed from office by 2/3 majority vote of the Ruling Elders and/or Shamashim.

Article VI - Annual Reporting Period

The annual accounting period for the Congregation shall begin on January 1 and end on December 31 of the current calendar year. The Board of Directors shall prepare an annual budget for review and approval by the Ruling Elders and/or Shamashim and present it to the members at the Assembly Meeting each year. Status reviews of actual receipts and outlays compared to the budget plan shall be presented by the Treasurer to the Board of Directors quarterly. The financial records of the Congregation shall be made available by the Treasurer for public inspection on request to the Board of Directors.

Article VII - Assembly Meetings

The general membership shall be convened at least once each year for an Assembly Meeting. The Secretary shall announce the time, location and

key topics at least 21 days prior to each Assembly Meeting. The annual Assembly Meeting shall include presentation of the financial report and annual budget. Other topics may be raised by the membership as led by G-d. A quorum shall be at least 10 members in good standing as of 21 days prior to the Assembly Meeting. A special assembly meeting may be called by the Ruling Elders and/or Shamashim at any time, with location and key topics to be announced by the Secretary at least 15 days prior.

Article VIII - Auxiliaries

Any organization, group or club whose membership is primarily of the Congregation and whose activities are primarily for the Congregation shall be chartered by and under the authority of the Ruling Elders and/or Shamashim. Such Auxiliaries shall be subject to the By-Laws of the Congregation and shall exist only in cooperation with the Messianic Rabbi and the Ruling Elders and/or Shamashim. The Messianic Rabbi shall form and dissolve an Auxiliary of the Congregation with the concurrence of majority of the Ruling Elders and/or Shamashim.

Article IX - Amendments

The By-Laws may be amended or repealed and new By-Laws adopted by a 2/3 majority vote of the members of an Assembly meeting.

Article X - Miscellaneous

Section 1. Execution of Documents

The Ruling Elders may authorize by unanimous vote any Officer or agent to enter into any contract or execute any instrument in the name of and on behalf of the Congregation and such authority may be general or confined to specific instances. Unless so authorized, no Officer or Agent or other person shall have any power or authority to bind the Congregation or engage or to pledge its credit or to render it liable for any purpose or any amount

Section 2. Inspection of By-Laws

The Congregation shall keep in its principal office the original or a copy of its by-laws, as amended to date, certified by the Secretary, which shall be open to inspection at all reasonable times during office hours. A copy of the By-Laws shall be made available to be read by persons considering membership in the Congregation as a condition of membership.

Section 3. Construction and Definitions

Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the Florida General Non-Profit Corporation Law shall govern the construction of these By-Laws.

References to Scriptural procedures shall be in accordance with the Holy Scriptures.

Section 4. Rules of Order

The rules contained in Robert's Rules of Order (Revised Edition), shall be the general guide to govern all business meetings of the Congregation, except in instances of conflict between these Robert's Rule of order and the by-laws of the Congregation or provisions of law,

or when deemed necessary for good order by the officer presiding over the meeting.

Article XI - Dissolution

In the event of dissolution, the residual assets of the Body will be turned over to one or more organizations, which will be chosen by said Congregation. Selected organizations, which will themselves be exempt as described in the US Constitution or corresponding sections of any prior or future law, Federal, State or Local government for exclusive public purposes. This must be a Messianic organization with a Messianic vision.

This corporation shall be financed according to the scriptural method of tithes and offerings of the members and friends of the organization (Malachi 3:10, Matthew 23:23, Hebrews 7:4-9). Thus, this corporation is organized on a nonstock basis.

Article XII - Property

Section 1. All property, real or chattel, shall be taken, held, sold, leased, transferred or conveyed in the name of the Body in accordance with Florida State Law.

Section 2. No real property of the Congregation shall be sold or mortgaged without approval by the majority of the Board. Any amount over \$20,000.00 must be presented to the Congregation and approved by a majority of those present at a special called meeting.