

CONGREGATION SHA'ARE SHALOM BY-LAWS

ARTICLE 1

MEETINGS

Congregation Meetings

- 1.1 Annual Meeting – The Annual Meeting of this Congregation shall be held on the first Sunday of May at the synagogue at a time to be established by the Board of Directors. The agenda for this meeting shall, at a minimum, include the items specified in these By-Laws.
- 1.2 Special Meetings – The President may call Special Meetings of the Congregation. The President must call a Special Meeting at the written request of a majority of the Board of Directors or upon written request by 25 members in good standing or twenty-five percent of the members in good standing, whichever is less. If the President fails to issue a call for the Special Meeting within ten days after being requested to do so, any other officer may issue such a call.
- 1.3 Notification – The Corresponding Secretary shall provide written notice of Congregation meetings to all members of the Congregation, directed to the address of each member as it appears on the books of the Congregation, and sent at least 14 days prior to such meeting. The notification to the members shall set forth the purpose of the meeting and shall include an agenda and a copy of the previous Congregation meeting minutes. In addition, the notification for the Annual Meeting shall include these items:
 - a. a summary of the proposed budget;
 - b. a list of all nominees for election;
 - c. a written report from the chairperson of each Standing Committee;
 - d. a summary of the annual Trustees' inventory;
 - e. a summary of the annual CPA's report.
- 1.4 Quorum – At all Annual and Special meetings of the Congregation, a quorum for the transaction of business shall consist of 25 voting members of the Congregation in good standing or twenty-five percent of the members in good standing, whichever is less. Lacking a quorum, a lesser number may adjourn the meeting to some future time, no fewer than 15 nor more than 30 days from the date thereof. The Corresponding Secretary shall thereupon give at least five days notice, by U. S. mail or email, of such adjourned meeting, to all members.
- 1.5 Absentee Voting – Proxy and absentee voting shall not be permitted at any meeting of the Congregation.
- 1.6 Agenda – The agenda for the Annual Meeting shall, at a minimum, include:
 - a. call to order;
 - b. approval of previous Congregation meeting minutes;
 - c. President's report;
 - d. financial report;
 - e. discussion of standing committee reports;
 - f. presentation and approval of annual Congregation budget;
 - g. election of Officers, Directors, and Trustees;
 - h. other business stated in the meeting notification;
 - i. new business.

The financial report to the Congregation shall, at a minimum, include:

- a. a summary of the last audit or review;
- b. a summary of the current fiscal condition including a comparison to the projection made the previous year for the current year.

Items of new business submitted by Congregants adhering to the following criteria shall be included on the agenda of the Annual Meeting.

- a. the written notification of the item is submitted to the Corresponding Secretary a minimum of three days prior to the meeting;
- b. the submission is signed by a minimum of ten members in good standing.

Items submitted in accordance with this procedure shall have precedence over any items raised from the floor during the meeting.

The written report from the chairperson of each Standing Committee shall, at a minimum, include a summary of these items:

- a. accomplishments and/or challenges faced in the current year;
- b. challenges to be faced in the next fiscal year. Reference must be made to any new initiatives that have been committed to or included in the budget.

Board of Directors Meeting

- 1.7 Regular Meeting – The President shall call a Regular Meeting of the Board of Directors at least twelve times a year, but not more than twice a month.
- 1.8 Special Meetings – The President may call a Special Meeting of the Board of Directors. The President must call a Special Meeting of the Board of Directors at the request in writing of a majority of the Board of Directors.
- 1.9 Notification – The Corresponding Secretary shall notify members of the Board of Directors of each Regular Meeting at least five days prior to any such meeting. The notification for each Special Meeting of the Board of Directors shall include the purpose of the meeting and shall be made at least five days prior to such meeting.
- 1.10 Quorum – A majority of the Board of Directors shall constitute a quorum.
- 1.11 Absentee Voting – Proxy and absentee voting shall not be permitted at any meeting of the Board of Directors.

ARTICLE 2

OFFICERS

Duties

The Officers of the Congregation with their corresponding duties are listed below. The Officers shall also perform such duties as may be required of them by the Board of Directors.

- 2.1 President – The duties of the President shall include:
 - a. preside at all meetings of the Congregation, the Board of Directors, and the Executive Committee;
 - b. call all meetings of the Congregation, the Board of Directors, and the Executive Committee;
 - c. sign agreements, contracts, deeds, and other documents on behalf of the Congregation pursuant to resolutions approved by the Congregation or the Board of Directors, except for those documents legally required to be signed by the Trustees;
 - d. serve as a signatory on bank accounts and notes;
 - e. appoint chairpersons for committees of the Board of Directors except the Standing Committees;
 - f. serve as an ex officio member of all committees without the right to vote. The President shall not serve on the Nominating Committee.
- 2.2 First Vice President – The duties of the First Vice President shall include:
 - a. automatically succeed to the office of President in the case of a vacancy in that office, and shall perform the duties and have the same authority as the President in case of the President's absence or disability;
 - b. serve as a signatory on bank accounts;
 - c. sign agreements, contracts, and other documents, which do not require an expenditure in excess of \$500.00 on behalf of the Congregation pursuant to resolutions approved by the Congregation or the Board of Directors, except for those documents legally required to be signed by the Trustees;
 - d. assist the President as requested and take on special assignments as designated by the President.
- 2.3 Second Vice President – The duties of the Second Vice President shall include:
 - a. automatically succeed to the office of First Vice President in the case of a vacancy in that office, and shall perform the duties and have the same authority as the First Vice President in case of the First Vice President's absence or disability;
 - b. serve as a signatory on bank accounts;

- c. sign agreements, contracts, and other documents, which do not require expenditure in excess of \$500.00 on behalf of the Congregation pursuant to resolutions approved by the Congregation or the Board of Directors, except for those documents legally required to be signed by the Trustees;
- d. assist the President as requested and take on special assignments as designated by the President.

2.4 Treasurer – The duties of the Treasurer shall include:

- a. oversee the collection of membership dues, school fees, and other monies payable to the Congregation;
- b. direct the Financial Secretary in the performance of the duties enumerated in section 2.8;
- c. notify the President of receivables overdue by more than 45 days;
- d. supervise the deposit and investment of all funds in a manner approved by the Board of Directors;
- e. oversee disbursement of Congregation funds;
- f. serve as a signatory on bank accounts;
- g. oversee the maintenance of a permanent set of accounting books disclosing monies received, liabilities incurred, and expenditures made in accordance with generally accepted accounting procedures as applicable to religious institutions;
- h. oversee the maintenance of a permanent set of books that shall accurately disclose the status of membership with regard to the payment of dues, pledges, contributions, and assessments;
- i. provide the Board of Directors with a report of finances of the Congregation at all regular meetings of the Board of Directors;
- j. provide the Board of Directors with a written quarterly financial report;
- k. upon request of the Trustees, submit the books and records of the Congregation for an annual audit or review;
- l. ensure that the financial affairs of the Congregation are conducted in accordance with all applicable federal, state, and local statutes and Internal Revenue Service regulations;
- m. serve as a member of the Finance & Budget Committee.

The Treasurer may delegate duties to the Financial Secretary, members of the Finance & Budget Committee, or employees, and establish such internal controls as the Treasurer shall deem appropriate. The Treasurer shall be entitled to rely upon those controls and upon the people to whom duties are delegated.

2.5 Recording Secretary – The duties of the Recording Secretary shall include:

- a. maintain an accurate record of the formal proceedings of all meetings of the Congregation, the Board of Directors, and the Executive Committee;
- b. establish and maintain a separate record of all Board policy decisions;
- c. ensure the secure storage of copies of all records and minutes for which the Recording Secretary is responsible;
- d. maintain the current Constitution and By-Laws of the Congregation and all amendments or revisions;
- e. provide certifications necessary for filing with the Circuit Court of Loudoun County, Virginia, under Section 578 of the Code of Virginia, 1950, as amended, or all such other provisions of law, whenever a new Congregation Sha'are Shalom Trustee is elected or appointed.

2.6 Corresponding Secretary – The duties of the Corresponding Secretary shall include:

- a. send notices of all Congregation and Board of Directors meetings;
- b. conduct the correspondence of the Congregation as directed by the President, the Board of Directors, and the Executive Committee;
- c. distribute to the members of the Congregation an updated copy of the Constitution or By-Laws of the Congregation within 15 days after the adoption of any amendment;
- d. in consultation with the Treasurer or Financial Secretary, acknowledge in writing all contributions and donations to the Congregation;
- e. send appropriate greetings, on behalf of the Congregation, to members in the event of special lifecycle events;
- f. send all correspondence and notifications by U. S. mail.

2.7 Financial Secretary – The duties of the Financial Secretary shall include:

- a. assist the Treasurer in the performance of the duties and responsibilities associated with financial record keeping and disbursing;
- b. maintain accurate records of all monies received or paid by the Congregation and issue any receipts required by statute or Internal Revenue Service Regulation;
- c. collect all monies due or payable to the Congregation and either turn them over to the Treasurer or deposit them into the appropriate bank account in accordance with established procedures;
- d. ensure the preparation and filing of payroll tax returns and tax deposits.

Upon certification by the Board of Directors that the Congregation has hired one or more paid employees to carry out all the responsibilities enumerated above, the office of Financial Secretary shall be abolished.

Election of Officers

- 2.8 The Congregation shall elect Officers annually. A term of office shall be one year, beginning July 1 and ending June 30. The President may not serve more than two consecutive terms in office. No other Officer may serve more than three consecutive terms in the same office.

Vacancy

- 2.9 A vacancy in any office, except the President and First Vice President, shall be filled by appointment by the President with the approval of the Board of Directors.

Removal from Office

- 2.10 An Officer may be removed from office for either of these reasons:
- a. misconduct or dereliction of duty as an Officer;
 - b. failure to attend three consecutive Board of Directors Regular Meetings.
- 2.11 Procedure
- a. Vote Timing – A vote to remove an Officer from office can occur at any meeting of the Board of Directors.
 - b. Votes Required – An affirmative vote of at least three fourths of the entire membership of the Board of Directors shall be required to remove an Officer from office.
 - c. Notification – The Corresponding Secretary shall provide written notice of the meeting and its purpose to the Officer and each member of the Board of Directors at least five days prior to any such meeting.
 - d. Appeal – Any Officer so removed may appeal the decision to a Special Meeting of the Congregation where a simple majority of the votes cast shall repeal the expulsion.

Executive Committee

- 2.12 The Executive Committee of the Congregation shall be composed of the Officers listed in these By-Laws. The Executive Committee shall meet at least once prior to each regular meeting of the Board of Directors for review of the status of committee and Congregational activities. The Executive Committee shall prepare an agenda for each meeting of the Board of Directors and shall make recommendations to the Board of Directors on any actions needed to facilitate Congregation matters. Minutes of Executive Committee shall be recorded and maintained as part of the permanent records of the Congregation. Meetings of the Executive Committee may be closed by a formal vote of the Executive Committee to discuss personnel, legal, or similar matters requiring confidentiality.

ARTICLE 3

BOARD OF DIRECTORS

Composition

- 3.1 The Board of Directors of the Congregation shall be composed of, at most, the following:
- a. officers of the Congregation;
 - b. chairpersons of the Standing Committees;
 - c. two Directors at Large;
 - d. three Trustees;
 - e. Presidents of the Men's Club and Sisterhood;
 - f. past Presidents of the Congregation for two years after leaving office provided that the person has completed at least nine consecutive months of service as President and that the person was not removed from office.

3.2 No person shall, at any one time, hold more than one seat on the Board of Directors.

Duties

3.3 The Board of Directors shall be responsible for the general management and supervision of the affairs of the Congregation with the authority to make appropriate regulations for the conduct of business consistent with the Constitution. Directors at Large shall carry out duties as assigned by the President, including the chairing of ad hoc committees.

Election

3.4 The Congregation shall elect Standing Committee Chairpersons and Directors at Large annually as specified in these By-Laws. A term of office shall be one year beginning July 1 and ending June 30. No person may serve as a Director at Large for more than three consecutive terms. No Standing Committee Chairperson may serve more than two consecutive terms as Chairperson of the same Standing Committee.

Vacancy

3.5 A vacancy of a Standing Committee Chairperson or a Director at Large shall be filled by appointment by the President with the approval of the Board of Directors.

Removal from Office

3.6 A Standing Committee Chairperson or a Director at Large may be removed from office for either of these reasons:

- a. misconduct or dereliction of duty as a Standing Committee Chairperson or a Director at Large;
- b. failure to attend three consecutive Board of Directors Regular Meetings.

3.7 Procedure

- a. Vote timing – A vote to remove a Standing Committee Chairperson or a Director at Large from office can occur at any meeting of the Board of Directors;
- b. Votes Required – An affirmative vote of at least fifty-one percent of the entire membership of the Board of Directors shall be required to remove a Standing Committee Chairperson or a Director at Large from office;
- c. Notification – The Corresponding Secretary shall provide written notice of the meeting and its purpose to the Standing Committee Chairperson or Director at Large and each member of the Board of Directors at least five days prior to any such meeting;
- d. Appeal – Any Standing Committee Chairperson or a Director at Large so removed may appeal the decision to a Special Meeting of the Congregation where a simple majority of the votes cast shall repeal the expulsion.

ARTICLE 4

TRUSTEES

Composition

4.1 The Board of Trustees of the Congregation shall be composed of three members in good standing of the Congregation. All property, whether real or personal, shall be deemed to be vested in the Trustees in trust for the members.

Duties

4.2 The duties of the members of the Board of Trustees shall include:

- a. maintain records of all property of the Congregation and its estimated value;
- b. annually prepare an accurate inventory of the property of the Congregation;
- c. within 30 days after the end of the fiscal year of the Congregation submit a report in writing to the Board of Directors setting forth the status and condition of the property of the Congregation as of the end of the fiscal year;
- d. oversee the conduct of Congregational elections;
- e. cause an audit or review of the books and records of the Congregation to be conducted annually. The Trustees shall bear sole responsibility for determining which one, an audit or a review is appropriate for the current year. The audit or review shall be conducted by a certified public accountant who is not a member of the Congregation. The audit or review shall be performed in accordance with generally accepted auditing standards pertaining to reviews and shall be completed within 45 days after the end of the fiscal year of the Congregation;
- f. make a copy of the audit or review available for review by any member in good standing of the Congregation;

- g. advise the Board of Directors annually by June 1 of the anticipated cost of the audit or review to be conducted at the end of the current fiscal year.

Election

- 4.3 The Congregation shall elect the Trustees at the Annual Meeting. A term of office shall be two years beginning July 1 and ending June 30. No Trustee may serve more than two consecutive terms as a Trustee.

Vacancy

- 4.4 A vacancy on the Board of Trustees shall be filled for the balance of the term by appointment by the President with the approval of the Board of Directors. Any unexpired portion of the term shall then be filled by election at the next Annual Meeting of the Congregation.

Removal from Office

- 4.5 A Trustee may be removed from office for misconduct or dereliction of duty.

- 4.6 Procedure

- a. Vote Timing – A vote to remove a Trustee from office can occur at any meeting of the Board of Directors.
- b. Votes Required – An affirmative vote of at least fifty-one percent of the entire membership of the Board of Directors shall be required to remove a Trustee from office.
- c. Notification – The Corresponding Secretary shall provide written notice of the meeting and its purpose to the Trustee and each member of the Board of Directors at least five days prior to any such meeting.
- d. Appeal – Any Trustee so removed may appeal the decision to a Special Meeting of the Congregation where a simple majority of the votes cast shall repeal the expulsion.

ARTICLE 5

STANDING COMMITTEES

When Filled

- 5.1 The elected officers will determine which standing committees will need to be filled. The officers holding office before an election will determine the standing committees to be filled for the next term. During a term, the officers may form one of the standing committees that are currently inactive by holding a Special Meeting of the Congregation to elect a chairperson for that committee.

Duties

- 5.2 The Standing Committees of this Congregation are delegated by the Board of Directors the authority to execute their duties as follows:
 - a. Ways and Means Committee – This committee shall formulate a set of standards for fund raising appropriate to the synagogue for the Board of Directors' consideration. The standards shall focus on the desirability and practicability of increasing the Congregation's income. The committee shall explore possibilities for increasing income from old and new sources and shall present specific proposals to the Board of Directors for increasing income. This committee shall implement the proposals that are approved by the Board of Directors.
 - b. Religious School Committee – This committee shall supervise the elementary and secondary religious schools of the Congregation, and shall determine policy and formulate rules and regulations for the administration of the schools.
 - c. Ritual Committee – This committee shall be in charge of all religious services of the Congregation, including weddings, B'nai Mitzvah, and funerals, and shall formulate administrative rules and regulations for all such services. It shall offer to the Rabbi advice and guidance regarding the character and mode of the various services. It shall have the responsibility of appointing gabbaim and ushers for the various services.
 - d. Membership Committee – This committee shall be responsible for keeping in touch with Jewish members of the community not affiliated with any Congregation, with the view of inviting them to become members of the Congregation. This committee shall receive and investigate applications for membership. This committee shall carry out a program to encourage membership retention. If required, this committee shall also initiate action for the suspension or expulsion of members.
 - e. Adult Education Committee – This committee shall develop a program of adult education for the Congregation. It shall also determine a policy and formulate rules and regulations for the administration of such a program, subject to the approval of the Board of Directors.

- f. Social Action and Community Relations Committee – This committee shall develop and maintain liaison with other organizations in the community. It shall study community problems that may arise from time to time and make recommendations for appropriate action to the Board of Directors.
- g. Finance & Budget Committee – This committee shall make periodic reviews of the financial operations of the Congregation and shall report its findings, as appropriate, to the Annual Meeting of the Congregation and, from time to time, to meetings of the Board of Directors. It shall also prepare a proposed budget in sufficient time for the Board of Directors approval prior to presentation to the Congregation and approval at the Annual Meeting.
- h. Youth Activities Committee – This committee shall develop a program of youth activities for the Congregation. It shall also determine policy and formulate rules and regulations for the administration of such activities.
- i. Social Committee – This committee shall develop a year round program of social activities aimed at furthering fellowship and sociability among members of the Congregation. The committee shall also arrange appropriate programs for the various events that it may sponsor.
- j. House Committee – This committee shall be responsible for the upkeep and maintenance of the Synagogue building and grounds, supervising repairs as well as capital improvements as ordered by the Board of Directors.
- k. Long Range Planning Committee – This committee shall meet periodically to assess the long range goals of the Congregation and plan for the future. Its reports shall be in the form of recommendations to the Board of Directors.
- l. Personnel Committee – This committee shall formulate policies and procedures for personnel administration for Board of Directors consideration. This committee shall review all personnel contracts prior to being offered to the individual being hired, to ensure such contracts are in accordance with adopted personnel policies and procedures.
- m. Preschool Committee – This committee shall supervise the preschool for the Congregation, and shall determine policy and formulate rules and regulations for the administration of such preschool.

Committee Membership

- 5.3 Each Standing Committee shall have at least three members including the committee chairperson.
- 5.4 Only members in good standing shall be allowed to serve as Standing Committee members.
- 5.5 All Standing Committee meetings shall be open to all members of the Congregation.

ARTICLE 6

AUXILIARY ORGANIZATIONS

Authorization

- 6.1 The Congregation shall have auxiliary organizations as shall be authorized and constituted by the Board of Directors.

Activities

- 6.2 The activities of all auxiliary organizations of this Congregation shall always be conducted in such manner as will be in accordance with the standards of United Synagogue of Conservative Judaism and advance the best interests of the Congregation.

By-Laws

- 6.3 The By-Laws and other regulations of all auxiliary organizations shall be consistent with the Constitution, By-Laws, and policies of the Congregation.

ARTICLE 7

NOMINATIONS AND ELECTIONS

Nominations

- 7.1 The President shall nominate, and the Board of Directors approve, a Chairperson of the Nominating Committee by February 1 of each year. The Chairperson shall select up to six additional committee members, so that the committee shall have no more than three members of the Board of Directors and at least two members of the Congregation who are not members of the Board of Directors. The Executive Committee may, at its discretion, provide nominating criteria to the Committee.
- 7.2 All members of the Nominating Committee must be members in good standing of the Congregation.

- 7.3 The Nominating Committee shall propose a list of nominees for elective office. The Nominating Committee shall not nominate any person without prior consent of the nominee. The Nominating Committee shall not nominate any of its members as an Officer or Trustee.
- 7.4 The Nominating Committee shall report its list of nominees to the Board of Directors and the Congregation by April 1. The report shall also include any nominating criteria given to the Nominating Committee by any member of the Executive Committee.
- 7.5 A nomination to an elective office may be made by petition of five members of the Congregation in good standing with written consent of the proposed nominee. Such a petition and consent shall be filed with the Corresponding Secretary at least three days before the date of the Annual Meeting.
- 7.6 The Annual Meeting notification shall include a list of all Nominating Committee and any petition nominees that have been filed at the date the notification is prepared for sending.
- 7.7 Nominations may be made from the floor during elections. Nominations shall be opened prior to the individual election of each office. Such nominations shall be seconded by three members in good standing and the consent of the nominee.

Qualifications to Hold Office

- 7.8 Only Family and Individual members of the Congregation, in good standing and of the Jewish faith, may be elected to or serve on the Board of Directors.
- 7.9 Employees and other individuals receiving regular compensation from the Congregation shall not serve as an Officer, Trustee, or Director at Large of the Congregation. Occasional paid services such as a substitute teacher shall be excluded from this limitation. Employees or other individuals receiving regular compensation from the Congregation who become candidates for Standing Committee Chairpersons shall agree in writing, at the time of their nomination, to recuse themselves from any budgetary consideration or other Board action that affects their compensation or the compensation or consideration of their immediate supervisor.

Elections

- 7.10 The elections shall be held in the following order: President, First Vice President, Second Vice President, Treasurer, Recording Secretary, Corresponding Secretary, Financial Secretary, individual Standing Committee Chairpersons, Directors at Large, and Trustee(s).
- 7.11 All contested elections shall be by secret ballot.
- 7.12 Election to each office, except Director at Large, shall be by a majority of the votes cast. If there is no majority on the first ballot the nominee with the fewest votes shall be dropped and a second ballot shall be taken. The dropping of a nominee shall continue on successive ballots until there is a majority vote.
- 7.13 The three candidates for Trustees with the highest total vote on the first ballot shall be elected. If the number of nominees for Trustees is equal to the number of positions to be filled, then the Trustees shall be voted upon individually.
- 7.14 The Nominating Committee shall conduct the elections under the supervision of Trustees who are not standing for election.

ARTICLE 8

MEMBERSHIP

Categories of Membership

- 8.1 There shall be four categories of membership.
- a. Family Membership – The family shall be entitled to one vote, which must be cast by a Jew.
 - b. Individual Membership – The individual member shall be entitled by one vote.
 - c. Honorary Membership – Such membership may be conferred by the Board of Directors upon deserving Jews. Honorary members do not have voting rights.
 - d. Associate Membership – Such membership shall be extended to a Jewish individual or family who is a member in good standing of another synagogue. Associate members do not have voting rights.

Application for Membership

- 8.2 Application for membership shall be made in writing to the Membership Committee, which shall review each application to certify compliance with the eligibility criteria in the Constitution. Applicants become members upon payment of appropriate fees and certification by the Membership Committee of compliance with the eligibility criteria.

Removal of a Member from Membership

- 8.3 A member may be expelled for either of these reasons:
- a. conduct that brings discredit upon the Congregation;
 - b. failure to meet financial obligations to the Congregation for a period in excess of one year.

8.4 Procedure

- a. Vote Timing – A vote to expel a member can occur at any meeting of the Board of Directors.
- b. Votes Required – An affirmative vote of at least two-thirds of the entire membership of the Board of Directors shall be required to expel a member.
- c. Notification – The Corresponding Secretary shall provide written notice of the meeting and its purpose to the member and each member of the Board of Directors at least ten days prior to any such meeting.
- d. Appeal – Any person so removed may appeal the decision to a Special Meeting of the Congregation where a simple majority of the votes cast shall repeal the expulsion.

ARTICLE 9

FINANCIAL OBLIGATIONS OF MEMBERSHIP

Dues Categories

9.1 The following dues categories are established:

- a. Family – A family is defined as a married couple, any unmarried children still in school, and other dependents living in the household. If one spouse is non-Jewish, the dues are the same as when both spouses are Jewish. Each family member receives one High Holy Days ticket.
- b. Individual – Single members without dependent children. This member shall receive one High Holy Days ticket.
- c. Couple – Married couple without dependent children. If one spouse is non-Jewish, the dues are the same as when both spouses are Jewish. Each spouse receives one High Holy Days ticket.
- d. Single Parent – Unmarried or separated parent with children still in school. Married couples are not eligible for this category. Each family member receives one High Holy Days ticket.
- e. Young Family – Married couple with all children under five years of age. Both spouses must be under age 35. If one spouse is non-Jewish, the dues are the same as when both spouses are Jewish. Each family member receives one High Holy Days ticket.
- f. Senior Couple – Married couple with at least one spouse age 65 or over. If one spouse is non-Jewish, the dues are the same as when both spouses are Jewish. Each spouse receives one High Holy Days ticket.
- g. Senior Individual – Individual member age 65 or over. This member shall receive one High Holy Days ticket.
- h. Associate – A member in good standing of another synagogue who wishes to associate with Congregation Sha'are Shalom. Each member shall receive one High Holy Days ticket including one ticket for each family member who is still in school.
- i. Alumni – Former members of Congregation Sha'are Shalom wishing to receive the monthly newsletter. This member shall not receive High Holy Days tickets.

Assessments

9.2 All members shall pay assessments based upon the amount and schedule approved by the Congregation at the Annual Meeting or a Special Meeting of the Congregation.

Fees

9.3 All members shall pay fees for program or facility use as approved by the Board of Directors.

New Members

9.6 New members shall be liable for dues starting with the month in which they join.

9.7 New members may apply the cost of their High Holy Day tickets that were purchased while nonmembers towards membership dues. The Board of Directors shall establish the procedures.

9.8 The Board of Directors shall establish procedures for prorating of school tuition and other fees.

Resignations

- 9.9 The resignation of a member shall not relieve that member from payment of any outstanding financial obligation, including dues and tuition prorated to the date of resignation.

Adjustments

- 9.10 The Treasurer, upon agreement with the President, may reduce or defer the amount of dues, assessments, or fees of a member when special circumstances arise.

Member in Good Standing

- 9.11 Any member not more than two months behind in the payment of financial obligations shall be a member in good standing.

Payment Schedule

- 9.12 All dues, assessments and tuitions shall be payable on a monthly, quarterly, semi-annual, or annual schedule.

ARTICLE 10

FINANCIAL MANAGEMENT

Annual Budget

- 10.1 The budget submitted for Congregational approval shall, at a minimum, include the following information by category:
- previous fiscal year's actual expenditures and income;
 - current fiscal year's budgeted expenditures and income;
 - current fiscal year's actual expenditures and income, year to date;
 - current fiscal year's anticipated remaining expenditures and income ;
 - next fiscal year's budgeted expenditures and income.
- 10.2 An explanatory note shall be included for each expense or income category in which there is a variance between the anticipated amount for the current year and the budgeted amount for the next fiscal year, equal to the greater of five percent of the budgeted amount or one hundred dollars.

Restricted Funds

- 10.3 The Board of Directors may establish a Restricted Fund upon the allocation of a minimum of \$1,000.00. When establishing a Restricted Fund, the Board of Directors shall specify, at a minimum:
- the purpose of the fund;
 - the person or entity to control the fund.

The Board of Directors may terminate a Restricted Fund should the balance of the fund fall below \$500.00 for twelve consecutive months or should the fund have no activity for twenty-four consecutive months. Any remaining balance of an expired Restricted Fund may be transferred into any of the Congregation's general funds. The Board of Directors shall determine the distribution of the funds from an expired Restricted Fund.

Petty Cash Accounts

- 10.4 The Board of Directors may establish the following petty cash accounts:
- General account;
 - Religious School account;
 - Preschool account;
 - Youth Activities account.
- 10.5 Each of these accounts may be maintained either in cash or as a checking account. When the Board of Directors establishes a petty cash account it shall specify:
- the maximum dollar amount to be allowed in the account, which shall not to exceed \$500.00 at any one time;
 - the position of the person authorized to serve as a signatory on the checking account, who shall not be authorized as a signatory on any other Congregation account.

The Treasurer shall establish procedures to provide for the requirement of receipts for monies previously disbursed to a petty cash account before the Treasurer, or the person to whom such duties are delegated, disburses additional monies.

Fiscal Year

10.6 The Congregation shall conduct its financial affairs on a fiscal year basis of July 1 through June 30.

Budgeting

10.7 The Board of Directors shall review, approve, or amend the budget proposed by the Finance and Budget Committee. A summary of the budget proposed by the Board of Directors for the following fiscal year shall be included with the notification of the Annual Meeting. The detailed budget shall be available for inspection to any member in good standing upon request.

10.8 Recommendation for the expenditure of funds contained in the proposed annual budget, or otherwise presented to the Congregation, shall be accompanied by a plan detailing the sources of the needed funds.

10.9 The annual budget shall be separated into two parts: an operating budget and a capital budget. All expenditures for real estate and capital improvements to real property shall be included in the capital budget; all other expenditures shall be included in the operating budget.

10.10 The Board of Directors may approve expenditures in the budget up to \$500.00 over the budgeted amount. Except as otherwise provided in these By-Laws, unbudgeted expenditures that exceed \$500.00 shall require the approval of the members a Special Meeting of the Congregation.

Restricted Funds

10.11 The Board of Directors shall establish restricted funds to provide for capital expenditures or for items not part of the normal operating budget. Individual contributions may be made to these funds and the proceeds of fund raising events may be allocated to these funds. Restricted Funds shall be operated as prescribed in the By-Laws.

Approval

10.12 Annual Dues – The annual dues for all membership categories shall be approved at the Annual Meeting as part of the annual budget.

10.13 Assessments – Assessments may be levied by a two-thirds vote at an Annual or Special Meeting of the Congregation, provided that the proposed assessment was included in the notice of the meeting.

10.14 Fees – The Board of Directors shall approve the fees for program or facility use. These fees include, but are not limited to: School tuitions, High Holy Day tickets for nonmembers, Bar/Bat Mitzvah program, and building rental. The Board of Directors shall approve fees for special events and onetime programs prior to each event or program.

10.15 Annual Budget – The annual budget for the Congregation for the following year shall be approved by a majority vote of the Congregation at the Annual Meeting. The operating budget and the capital budget shall each be approved by a separate vote.

10.16 Restricted Funds – Restricted fund monies may be allocated for purposes other than those for which they were originally designated by a two-thirds vote at an Annual or Special Meeting of the Congregation, provided that the proposed reallocation was included in the notice of the meeting.

Financial Institution Accounts

10.17 The Treasurer shall maintain all Congregation funds only in:

- a. accounts at commercial banks or institutions that are insured by the U.S. Government;
- b. federally insured Certificates of Deposit not to exceed \$100,000.00 including interest at commercial banks or other institutions;
- c. money market mutual funds;
- d. direct obligations of the U.S. Government, its agencies and instrumentalities;
- f. Israel Bonds.

10.18 Withdrawal of funds from any Congregation account shall require two authorized signatures. Petty cash accounts shall require only one authorized signature.

10.19 Auxiliary organizations may maintain their own accounts. Auxiliary organizations shall determine the procedures for withdrawal of funds from their own accounts. Auxiliary organizations shall make available in a timely manner their financial records for the annual audit or review when requested by the Trustees.

10.20 The Board of Directors may authorize the Rabbi to maintain a Discretionary Account that requires only the Rabbi's signature subject to the following provisions:

- a. the Rabbi shall give an annual accounting to the Board of Directors of the amounts deposited in the account, the amounts spent, and the general categories of the expenditures;

- b. the Rabbi shall make available in a timely manner all records of the account for the annual audit or review when requested by the Trustees;
- c. additional provisions that the Board of Directors shall determine to be needed for proper oversight of the funds in the account recognizing that all funds in this account are legally the sole property of the Congregation.

ARTICLE 11
SELECTION OF RABBI

Election of a New Rabbi

- 11.1 A new Rabbi shall be elected by the Congregation at its Annual Meeting or at a Special Meeting called for that purpose, upon the recommendation of the Board of Directors.

Continuation of Rabbi

- 11.2 The Board of Directors, prior to starting negotiations to renew the Rabbi's contract, shall obtain the approval of the Congregation to enter the negotiations at a Congregation meeting.

Term

- 11.3 The duration of the contract for a new or continuing Rabbi shall not be more than seven years, unless specifically approved by the Congregation at a meeting of the Congregation.

ARTICLE 12
REAL ESTATE

Acquisition and Maintenance

- 12.1 The Congregation shall acquire and maintain real property to serve as the center(s) for the religious, educational, cultural, and social activities of the Congregation.

Obligation of Funds

- 12.2 The obligation of funds for real estate and real improvements to real property shall require approval of the Board of Directors.

Unbudgeted Expenditures

- 12.3 Unbudgeted expenditures for the purchase of real property or for improvements to real property, excluding maintenance and emergency repairs that exceed \$500.00 shall require approval of the members at a Special Meeting of the Congregation.

ARTICLE 13
RECORDS MAINTENANCE

Meeting Records

- 13.1 The following officials shall supervise the maintenance of the following records:
- a. Treasurer – Financial Records
 - b. Recording Secretary – Administration Records, Executive Committee Records, and Board of Directors Records
 - c. Most recently elected Trustee – Board of Trustees Records
 - d. Committee Chairpersons – Committee Records
- 13.2 Newly elected or appointed officials shall, within thirty days, upon assuming office, verify to the Board of Directors that the records of the prior year are in order.
- 13.3 The Recording Secretary shall maintain a written record of all actions taken at Congregational, Board of Directors, the Executive Committee meetings. The Recording Secretary shall post the minutes of each meeting of the Board of Directors, the Executive Committee, and all Congregational meetings within seven days of their adoption. The Recording Secretary shall include a summary of decisions taken at meetings of the Board of Directors in the monthly congregational newsletter.
- 13.4 Committee Chairpersons shall maintain a written record of all actions taken and items discussed by their respective committees.

Educational Records

- 13.5 The Religious School Principal shall maintain the educational records of the Religious School.

**ARTICLE 14
AMENDMENTS**

Proposal

- 14.1 Any member of the Board of Directors may propose amendments to these By-Laws. The proposed amendments shall be submitted to the President of the Congregation and placed on the agenda for the next meeting of the Board of Directors.

Notification

- 14.2 The text of the Amendments shall be included in next issue of the Congregational newsletter, and sent to all members of the Board of Directors.

Approval

- 14.3 At a Special Meeting of the Board of Directors, duly called in accordance with these By-Laws, at which a quorum is present, following publication of the issue of the Congregational newsletter containing the proposed amendments, the proposed amendment shall be voted upon and adopted if voted favorably by two-thirds of the members present.

Effective Date

- 14.4 Amendments shall be effective at the time of adoption unless specified otherwise in the approving resolution.

Conflict between Constitution and By-Laws

In the event of a conflict between the Constitution and these By-Laws, the Constitution shall control, rule and take precedent over these By-Laws.

IN WITNESS WHEREOF, these By-Laws of Congregation Sha'are Shalom are adopted as of this 3 day of May, 2009.

Nessa Memberg,
Recording Secretary