

TEMPLE BETH SHOLOM  
1809 WHITNEY AVENUE  
HAMDEN, CONNECTICUT, 06517-1401

## CONSTITUTION AND BY-LAWS

Effective ~~June 9, 2009~~ June 15, 2010

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## ARTICLE I NAME

1. The name of the Congregation shall be Temple Beth Sholom of Hamden, Connecticut, Incorporated.

## ARTICLE II LOCATION

1. The location of the Congregation shall be 1809 Whitney Avenue, Hamden, Connecticut, 06517.

## ARTICLE III OBJECT

1. The purpose of this Congregation shall be to maintain a Synagogue, a Religious School, a Cemetery, and such other educational, social and religious activities that will tend to strengthen Conservative Judaism according to its best traditions.

## ARTICLE IV AFFILIATION

1. This Congregation shall maintain membership in, and be affiliated with, the United Synagogue of *Conservative Judaism*.~~America~~.

## ARTICLE V CREED

1. Observance - This Congregation shall observe the tenets of Conservative Judaism as propounded by the United Synagogue of *Conservative Judaism*.~~America~~.

## ARTICLE VI MEMBERSHIP

1. Any person of the Jewish faith of good moral character shall be eligible for membership in this Congregation.

## ARTICLE VII RIGHTS OF MEMBERS

1. Subject to the restriction contained in Article XV, Section 11, every member of the Congregation in good standing shall have these rights:

- a. to attend and take part in all meetings of the Congregation;
- b. to the matriculation of his/her children in the religious school;
- c. for the ~~Bar Mitzvah, Bat B'nai~~ Mitzvah *of him/herself* and *the B'nai Mitzvah and* Confirmation of his/her children in the Synagogue;

- d. to make use of the Synagogue for weddings for himself/herself and his/her children;
- e. to attend services with his/her family;
- f. to a cemetery plot in the cemetery; and
- g. to the services of the Rabbi upon all proper occasions;

all in accordance with the rules that may from time to time be established. All of the foregoing shall be subject to the provisions of this Constitution and By-Laws, and the Rules, Regulations and Resolutions of the Board of Directors.

## ARTICLE VIII OFFICERS, TRUSTEES AND BOARD OF DIRECTORS

1. The Officers of this Congregation shall be a President; Ritual Vice President; Membership Vice President; House Vice President; Education Vice President; Communications Vice President; *Ways & Means Vice President*; Treasurer; Recording Secretary; School Treasurer; and Financial Secretary; ~~and five Trustees.~~

2. The Board of Directors shall consist of the following:

- a. The Officers and *five* Trustees.
- b. The *twenty-four* elected Directors from the membership of the Congregation.
- c. The President of the Sisterhood.
- d. The President of the Men's Club.
- e. The past Presidents who are members of the Congregation in good standing.
- f. Chairs of the standing Committees. ~~The President of U.S.Y.~~

3. Vacancies on the Board of Directors, Trustees or Officers shall be filled by a majority vote of the Board of Directors, except the office of President, which shall be filled under Article XVI.2.g. In the discretion of the President, a nominating committee may be convened to address vacancies on the Board of Directors or in any of the Officer or Trustee positions.

4. No member shall be eligible to hold office until he/she shall have been a member for at least two years and in good standing at the time of election.

5. No member shall be eligible for the Board of Directors until he/she shall have been a member for one year and be in good standing at the time of election.

6. No member holding office in any other Congregation or Synagogue shall hold office in this Congregation while holding such other office.

7. No member shall be eligible for the Board of Trustees until he/she has been a member for at least five years and in good standing at the time of election.

## ARTICLE IX TERM OF OFFICE AND ~~TERM LIMITS~~ SUCCESSION IN OFFICE

### 1. Term of office.

- a. Each Officer shall have a term of one year or until a successor is chosen in his/her place or if elected subsequent to the Annual Meeting, then until the next Annual Meeting,
- b. Each Trustee shall have a term of five years, and
- c. Each Director shall have a term of three years.

### 2. ~~Succession in office~~ Term Limits.

- a. No Officer *or Trustee* of the Congregation ~~other than the House Vice President, the Recording Secretary, and the Trustees~~ shall serve more than two consecutive *full* terms in the same office.
- b. No member of the Board of Directors who may have served for three consecutive years may succeed himself/herself in office. A retiring member of the Board of Directors may, however, be elected as an Officer or Trustee or may be appointed Chair of a Standing Committee.
- c. Chairs of Standing Committees may succeed themselves ~~in office~~, except as otherwise provided herein.

## ARTICLE X MEETINGS OF THE CONGREGATION

1. **Annual Meeting.** An annual meeting of the Congregation shall be held at the Synagogue during the month of June in each year on such date, as the Board of Directors shall determine. ~~The Recording Secretary shall send w~~Written notice of such meeting *shall be sent* to all members at their *postal* addresses as recorded on the books of the Congregation at least fifteen days prior thereto. *The written notice shall include as a minimum, the agenda of the meeting; and if any changes to the Constitution and Bylaws have been proposed, then the full text of such proposed changes shall be posted in the Synagogue and on the Synagogue's website.*

2. **Quorum.** Twenty-five members in good standing of the Congregation shall constitute a quorum for the transaction of business at the annual meeting.

### 2. **3. Special Meetings.** Special Meetings of the Congregation shall be called

- a. by the President at his/her discretion
- b. Upon the written request of ~~five~~*eight* or more members of the Board of Directors, or

e. Upon the written request of twenty-five members in good standing of the Congregation. All such requests shall state the purpose or purposes of said meeting. In the event that the President fails to call a meeting within five days of being requested to do so, the Communications Vice President shall issue such call. ~~The Recording Secretary shall send~~ A written notices of such meeting *shall be sent* to all members at their *postal* addresses as recorded on the books of the Congregation at least fifteen days prior thereto *The written notice shall include as a minimum, the agenda of the meeting; and if any changes to the Constitution and Bylaws have been proposed, then the full text of such proposed changes shall be posted in the Synagogue and on the Synagogue's website.*

## ARTICLE XI NOMINATIONS

Nominating Committee. At the meeting of the Board of Directors in the month of February in each year, a nominating committee of seven members and two alternates for the election of the officers and directors of the Congregation shall be designated. The nominating committee shall be constituted as follows: The President shall designate three members, one of whom may be appointed by him/her as Chair; the Board of Directors shall designate four members and two alternates. Only members of the Congregation in good standing who shall have been members five years may serve on the nominating committee. The nominating committee shall be responsible for identifying nominees for all vacant offices, Board of Director positions and Trustee positions.

In the event that a President is nominated to serve a second consecutive term, the nominating committee shall nominate a "President Elect" at least one year prior to the expiration of the President's second term. The President Elect must meet the qualifications to serve as an Officer of the Congregation and should be a current or immediate past Officer, or a current trustee or current member of the Board of Directors. The President Elect shall not have separate duties other than those already held by the person nominated, nor shall the President Elect become an Officer of the Congregation unless the person nominated already is an Officer.

*Notwithstanding any provisions of Article X to the contrary, no later than thirty days before the Annual Meeting, the nominating committee shall certify to the ~~Secretary~~ Board of Directors the nominees for ~~the officers, trustees~~ and directors to be voted *on*, and the list shall be posted ~~conspicuously~~ in the Synagogue *and on the Synagogue's website* ~~open to the inspection of the members of the Congregation~~ at least twenty days before the Annual Meeting, and a copy of the list shall be mailed to each member of the Congregation ~~not less than ten days prior to~~ *together with the notice of* the Annual Meeting.*

In addition to the nominees on the nominating committee list, written nominations may be made from the floor at the Annual Meeting, provided that such nominations shall carry the signatures of at least ten members in good standing. In the event that a nominating committee is convened to fill mid-term vacancies, reasonable notice of the committee's recommendations shall

be provided to the Congregation, before such nominees are submitted to the Board of Directors pursuant to Article VIII.3.

## ARTICLE XII ELECTIONS

1. Election of officers, trustees and members of the Board of Directors shall take place at the Annual Meeting and shall be by a majority vote.
2. All elected Officers, trustees and members of the Board of Directors ~~shall be inducted in June and~~ shall take office on July 1.
- ~~3. The Directors shall have a term of three years with eight Directors being elected each year.~~
4. No member shall be eligible to cast a ballot unless he/she is in good standing at the time of the election.
5. For purposes of voting, each member shall be entitled to cast one ballot. No proxies shall be permitted.

## ARTICLE XIII ADMINISTRATION

- ~~3.~~The Board of Directors *shall*:
  - a. ~~shall~~ have the control and management of the *Congregation's* property, real and personal, *tangible and intangible;*  
~~and the equipment and facilities of every kind belonging to the Congregation;~~
  - b. ~~it shall~~ enunciate and direct the policies of the Congregation and of its auxiliaries;
  - c. ~~it shall~~ set all dues, fees, and charges in and about the Congregation;
  - d. ~~it shall~~ engage all necessary dignitaries and employees;
  - e. ~~it shall~~ pass upon all applications for membership, and
  - f. ~~it shall, in general,~~ administer the affairs of the Congregation according to the Constitution and By-Laws and *its rules and regulations.*

## ARTICLE XIV AMENDMENTS

This Constitution and By-Laws or any part thereof, may be amended, altered or repealed in the following manner: A petition in writing signed by any member of the Congregation, setting forth the proposed amendment, alteration or repeal, shall be filed with and considered by the Board of Directors, and if the Board of Directors recommends the adoption of such amendment, alteration or repeal, the same shall then be ~~read~~*presented* at the next Annual Meeting of the Congregation or at a special meeting called for that purpose. If the Board of

Directors does not recommend said petition, then upon the written petition of twenty-five members in good standing, the President shall present the proposed amendment, alteration or repeal to the next meeting of the Congregation. If such proposed amendment, alteration or repeal receiveds the affirmative vote of at least two-thirds of the members present at such meeting, it shall become part of the Constitution ~~or and~~ By-Laws, ~~as the case may be.~~

## ARTICLE XV THE BOARD OF DIRECTORS

1. **Regular meetings** of the Board of Directors shall be held monthly. The Board of Directors shall determine the monthly night.

2. **A special meeting** of the Board of Directors shall be called ~~by the President~~
- a. *by the President at his/her discretion, or*
  - b. *Upon the written request of eight or more members of the Board of Directors, or*
  - c. *Upon the written request of twenty-five members in good standing of the Congregation. All such requests shall state the purpose or purposes of said meeting. In the event that the President fails to call a meeting within five days of being requested to do so, the Communications Vice President shall issue such call. A written notice of such meeting shall be sent to all members at their postal addresses as recorded on the books of the Congregation at least fifteen days prior thereto. The written notice shall include as a minimum, the agenda of the meeting, and if any changes to the Constitution and Bylaws have been proposed, then the full text of such proposed changes shall be posted in the Synagogue and on the Synagogue's website. at the request in writing of not less than eight members of the Board of Directors to the President. All such requests shall state the purpose or purposes of said meeting. Notice of such meeting shall be sent to each Director not less than three days prior to such meeting by the Recording Secretary of the Congregation in writing by mail to all members of the Board of Directors, directed to their addresses as they appear on the books of the Congregation.*

3. **No business**, other than as stated in said notice shall be transacted at a special meeting whether of the Congregation or Board of Directors without the unanimous consent of all members present at said meeting.

4. **Quorum and voting.** ~~Fifteen~~ *Twenty-one* members of the Board of Directors shall constitute a quorum for the transaction of business. A majority vote of those directors present shall be required, unless otherwise provided herein.



5. **Absences.** Any member of the Board of Directors who is absent from three consecutive meetings of the Board of Directors without good and sufficient cause may have his/her office declared vacant by the Board of Directors at a regular or special meeting of the Board of Directors, provided notice of such proposed action shall have been sent by mail to such member of the Board of Directors at the address appearing on the books of the Congregation, and a hearing given such member thereon.

6. **Suspensions and Expulsions.** At a regular or special meeting the Board of Directors, in its sole judgment and determination, may suspend or expel any member of the Congregation who is not in good standing, or for other good and sufficient cause, upon sending notice thereof to such member, by registered or certified mail, to the address on the books of the Congregation. Such member shall then have the right, within 10 days after the mailing of such notice, to make a written request of the Recording Secretary for a hearing before the Board of Directors. In such event, such hearing shall be held within 60 days from the date of receipt of the written request for a hearing, and written notice of the hearing date shall be sent to such member at least ten days prior to the date of the hearing. A vote of at least 3/4 of the members present shall be required for action hereunder.

7. **Committees.** The Board of Directors shall administer its duties through standing committees and appointed committees. Each member of the Board of Directors shall serve on at least one committee.

8. **Supervision.** All committees shall function under the Board of Directors' supervision.

9. **Reports.** The Board of Directors shall keep accurate minutes, roll calls and records of its meeting, and its Officers and committees shall make full written reports of their doings at each Annual meeting of the Congregation.

10. **Regular meetings** of the Board of Directors shall be open to members of the Congregation.

11. **Obligations.** No member will be issued tickets for any High Holiday services unless he/she is in good standing and pays a portion of his/her dues for the current *fiscal* year.  
~~as may be decided upon by the Board of Directors from time to time; provided that the Board of Directors may, in its discretion, waive this requirement.~~

12. **Application for Membership.** Each application shall be accompanied by a payment of at least one-quarter year's dues or such other amount as the Board of Directors may determine. *The membership chair will report any past obligations of members reapplying for membership to the Board of Directors prior to voting.* A vote of ~~at least three-fourths the majority~~ of the members present at such meeting shall be necessary to accept any application. The President shall send to each new member a letter of notification of acceptance and welcome.

13. **Rules and Regulations.** To promote the welfare and carryout the purposes of the Congregation, the Board of Directors shall, from time to time, adopt, promulgate and enforce such rules and regulations, and take such action, as it may deem necessary: for the governing of all property, finances and affairs of the Congregation; for the conduct and management of all persons while on its premises or engaged in its activities; for the use of any of its properties or facilities; and for any other matters that may come within its jurisdiction.

14. **Auxiliary Groups.**

- a. No auxiliary groups connected with or functioning under the auspices of the Congregation shall be formed unless approved by a two-thirds vote of the Board of Directors, which shall at all times retain supervision and control over the activities of such groups.
- b. The Constitution *and/or* By-Laws and actions of such groups must receive prior approval by a majority vote of the Board of Directors.
- c. All funds of such groups in excess of working funds, which will be established by agreement with the Board of Directors, shall be turned over to the Congregation.

15. No ~~Temple member who is also~~ *member who is also* employed by ~~the~~ Temple *Beth Sholom* for more than an average of 10 hours per week shall be eligible to hold office or serve on the Board of Directors *or serve as a trustee*.

## ARTICLE XVI OFFICERS AND TRUSTEES

1. **The President.** It shall be the duty of the President to:
  - a. preside at all meetings of the Congregation and of the Board of Directors;
  - b. call all the meetings of the Congregation;
  - c. sign all agreements, contracts, deeds and other documents ~~with of~~ the Congregation pursuant to appropriate resolutions by the Board of Directors, the Congregation, or the Board of Trustees;
  - d. countersign all checks, vouchers and notes, together with the Treasurer, *and approve online transactions and all electronic transfers of funds,* ~~as may be directed by the Board of Directors, the Congregation, or the Board of Trustees;~~
  - e. represent the Congregation, to carry on the business of the Congregation in accordance with these By-Laws and the rules and regulations of the Board of Directors; and
  - f. ~~to~~ appoint the chairs of all committees not otherwise provided in these By-Laws ~~not otherwise provided for in these By-laws and the Parliamentary.~~
  - g. ~~He/she shall~~ be an ex-officio member of all committees except the Nominating Committee.
  - h. ~~He/she shall~~ give a written progress report to the Congregation at the end of the year, which report shall also be read at the Annual Meeting of the Congregation.

2. There shall be ~~five~~-six Vice Presidents.

a. **The Ritual Vice President** shall be chair of the Ritual Committee and a member of the Cemetery Committee. *In the absence of either the President or the Treasurer, he/she may countersign checks or vouchers.*

b. **The Membership Vice President** shall be chair of the Membership and Retention Committee ~~and shall coordinate the auxiliary membership retention and involvement efforts of the Sisterhood, Men's Club, and Youth Activities Committee.~~

c. **The House Vice President** shall be chair of the House Committee.

d. **The Education Vice President** shall be responsible for coordinating the efforts of the Board of Education, Adult Education, Family Education, Youth Activities and Library Committees.

e. **The Communications Vice President** shall be *chair of the Communications Committee and shall be* responsible for coordinating communications, *advertising revenue*, and publicity within and without the Congregation.

*f. The Ways & Means Vice President shall be the chair of the Ways & Means Committee and shall be a member of the Finance and Budget Committee.*

~~f.g.~~ All Vice Presidents shall otherwise assist the President in the performance of his/her duties.

~~g.h.~~ In the event of the President's absence, incapacity or inability to act, the Ritual Vice President shall assume the President's duties. In the event that the Ritual Vice President is unable or unwilling to do so, the ~~five~~-six vice presidents shall determine, by majority vote, which of the remaining vice presidents shall assume the President's duties.

3. **The Recording Secretary.** The Recording Secretary shall make and keep proper minutes of all meetings of the Congregation and of the Board of Directors, maintain a permanently running record of all resolutions of the Board of Directors, and shall perform such other duties as may be prescribed by the governing body.

~~2.4.~~ **The Treasurer.** The Treasurer shall be the chief financial officer of the Congregation, ~~and shall~~

~~i.1.~~ ~~He/she shall~~ supervise the Budget of the Congregation and shall control all receipts and disbursements of the Congregation; -

~~ii.2.~~ ~~He/she shall~~ keep an accurate record of the receipts and expenditures of the Congregation and of the accounts between the Congregation, its members and others, which records shall be at all times open for inspection by the Board of Directors and the Officers;

- ~~iii.3.~~ receive all monies which shall, from time to time be payable to the Congregation, giving his/her receipt therefore and cause the same to be deposited or invested in the Congregation's name as directed by the Board of Directors;-
- ~~iv.4.~~ ~~He/she shall~~ make withdrawals upon an order from the President and then only by check or voucher signed by him/her and countersigned by the President;-
- ~~v.5.~~ ~~He/she shall~~ render a written report of the finances of the Congregation at the meetings of the Board of Directors, at the Annual Meeting of the Congregation and such other times as he/she may be directed to do so by the Board of Directors;-
- ~~vi.6.~~ ~~He/she shall~~ serve as Chair of the Finance and Budget Committee and coordinate the efforts of the School Treasurer and Financial Secretary.

5. **The School Treasurer.** The School Treasurer shall *prepare, submit and* supervise the Budget of the Congregation's Religious School and its Nursery School, ~~and~~ shall *have final approval of school budget disbursements, and shall be a member of the Finance and Budget Committee.* ~~also assist the Treasurer in the discharge of his/her duties.~~

6. **The Financial Secretary.** The Financial Secretary shall supervise the billing and collection of all obligations payable to the Congregation, and shall *be a member of the Finance and Budget Committee.* ~~also assist the Treasurer in the discharge of his/her duties.~~ *He/she shall chair a committee consisting of the President and the Membership Vice President that may reduce any financial obligation of a member, when in their discretion, they deem such action justifiable.*

7. **The Trustees.**

- a. There shall be a Board of Trustees of five persons.
- b. The Board of Trustees shall act by majority vote.
- c. The Board of Trustees shall keep minutes of their meetings and financial records and such other records as are necessary for their proper function.
- d. All minutes and records of whatever kind shall be available to the Board of Directors.
- e. The Board of Trustees shall make an annual written report of their doings to the Congregation and Board of Directors.
- f. All monies and other property entrusted to the Board of Trustees shall be used for the purchase of land and the construction, maintenance and equipment of buildings owned or to be owned by the Congregation.

g. The Board of Trustees shall deposit monies entrusted to them in a savings account and may invest said monies in accordance with the laws of the State of Connecticut pertaining to investment of funds by a savings bank.

h. All acts of the Congregation and Board of Directors which will result in the expenditure of trust property must be referred to and approved by the Board of Trustees, such acts, whether of the Congregation or of the Board of Directors, shall be referred back to the Board of Directors; and if approved by two-thirds of the Directors at a meeting at which three-fourths of the Directors are present, the same shall be approved by the Board of Trustees.

i. All trust property shall be held by the Board of Trustees in the name of the Congregation.

## ARTICLE XVII COMMITTEES

1. The standing committees of the Congregation shall be as follows: Ritual; Membership and Retention; House; Finance and Budget; Cemetery; ~~Constitution and By-Laws;~~ Endowment; Library; Youth Activities; ~~Bulletin; Publicity; United Synagogue of America;~~ Board of Education; Social Action; *Communications; Office; Designated Funds; Ways & Means; Adult Education;* and Israel Affairs.

2. Except as otherwise provided in these By-Laws:

a. The President shall appoint each Chair of a committee, who shall serve for a one-year term; and

b. Each Chair shall appoint the members of his/her committee, who shall also serve for a one-year term. *All members of the committee shall be members of the Congregation.*

3. Committees shall incur no liability nor make expenditures without prior authority of the Board of Directors, except as approved in the annual budget.

4. Every standing committee shall meet as often as it deems necessary but at least once a year, and shall make an annual written report of its doings and such other reports as requested by the Board of Directors, and shall keep records of its affairs.

a. **Ritual.** This Committee shall enforce all religious laws and customs in the Congregation and shall consider and recommend to the Board of Directors any changes in ritual; it may engage the choir and supervise its activities; it shall have charge of ushering at all services. The committee shall consist of the Ritual Vice President as chair and twelve appointed members. Four members shall be appointed annually for a three year term. *In addition to all appointed members, all past Ritual Vice Presidents shall be voting members of the committee.*; ~~and as ex-officio voting members, past Ritual~~

~~Vice President appointed by the Chair for one year terms who are members of the Congregation in good standing.~~ The Rabbi, by virtue of his/her election as spiritual leader of the Congregation, is the authority on all matters of Jewish law and practice and its interpretation and shall so advise this committee.

b. **Membership and Retention.** This Committee shall be in charge of increasing membership, *retention, and membership* applications. ~~as aforementioned. It shall also have the duty of devising ways and means of keeping the membership at maximum strength.~~

c. **House.** This Committee shall have charge of the Synagogue and any buildings and grounds connected therewith, with the exception of the cemetery, and the equipment and facilities thereof and their maintenance. It shall, with the advice and consent of the Board, prepare and publish the rules governing the use of such property, equipment and facilities and shall have charge of the rentals of same and shall, in consultation with the Finance and Budget Committee, prepare a schedule of rentals for the use of the same.

d. **Finance and Budget.** This Committee shall *consist of the Treasurer as chair, the Financial Secretary, the School Treasurer, the Ways & Means Vice President and three appointed members of the Congregation. It shall*

- (i) ~~annually~~ *annually* prepare the budget of the Congregation and submit the same to the Board of Directors for approval,
- (ii) ~~shall review at least quarterly and control~~ *quarterly review* the finances of the Congregation within the framework of the budget, ~~and~~
- (iii) ~~shall at least annually review and~~ *annually review and* maintain the insurance coverage for the Congregation, ~~and~~;
- (iv) *publish, maintain, and annually review standard operating procedures for all income and expenditures.*

e. **Cemetery.** This Committee shall have charge of the cemeteries and the care and maintenance thereof, the sale of plots, and interment matters and shall maintain permanent records thereof. It shall, ~~with the advice and consent of the Ritual Vice President and the Board of Directors,~~ prepare and publish rules and regulations, including fees and charges, *with the advice and consent of the Board of Directors.*

f. **Designated Funds.** *This committee shall coordinate funding, promotion and distribution of all designated funds.* ~~Constitution and By-Laws. This Committee shall oversee, recommend and draft changes in the Constitution and By-Laws of the Congregation. The chair of this Committee shall also serve as Parliamentarian for the Board of Directors.~~

g. **Endowment.** This Committee shall manage and administer a special fund to be known as the Endowment Fund of the Congregation.

i. The Endowment Fund shall consist of all property, real, personal or intangible, including but not limited to cash, securities, notes, and life insurance policies and proceeds thereof, received from all sources, whether by contribution, gift, bequest, devise or other allocation or distribution.

ii. This Committee shall consist of ten members, five of which shall be the Board of Trustees and five of which shall be appointed by the President.

(a) Each member shall serve a term of three years, except that Trustees shall serve for the duration of their term as Trustee, and except that two of the initial appointees shall serve for a two year term.

(b) Initial appointments and vacancies shall be filled by the President.

(c) The Chair shall be a Committee member, and may serve as Chair for not more than six consecutive years.

(d) The members shall annually elect a Secretary and such other officers and subcommittee chairs, as they deem advisable.

iii. The Committee shall hold an annual meeting within sixty days preceding the annual meeting of the Congregation, and regular meetings at least quarterly. Other meetings may be called by the Chair, or by the Committee Secretary upon written request of six Committee members.

iv. At all Committee meetings, six members shall constitute a quorum. A majority vote, but not less than four, of members present shall be required.

v. Committee accounts and investments shall be maintained in the name of the Congregation, but shall be kept separately from the Congregation's general fund.

(a) The corpus and accumulated undistributed income shall be invested in such accounts, securities, interests and investments as may be proper for trusts under Connecticut law.

(b) Property transferred to the Endowment Fund, regardless of its character, may be retained by the Committee.

(c) Investments may be made with a view to production of income, or capital appreciation, or both.

vi. Income of the Endowment Fund shall be used for any purpose of the Congregation consistent with the Congregation's Constitution and By-Laws, except those funds that have been restricted by the donor for specific purposes with the restriction acceptable to the Endowment Committee.

(a) The Committee may lend Endowment Fund money to the Congregation upon such terms and conditions, as the Committee shall deem proper based on such interest rates, terms and conditions as then existing credit market circumstances warrant.

vii. In addition to inherent, implied and/or statutory powers vested in and duties imposed upon trustees and other fiduciaries by law, and in addition to powers and duties hereinabove contained, the Committee shall have, without limitation, the following powers and duties:

(a) It shall adopt rules and regulations, not inconsistent with the Constitution and By-Laws, pursuant to which it will accept and maintain property received by the Endowment Fund.

(b) It shall invest the corpus of the Endowment Fund and distribute income from the Endowment Fund as herein set forth.

(c) It shall file an annual report, compiled in accordance with generally accepted accounting principles, with the Board of Directors at least thirty days prior to the Annual Meeting of the Congregation.

(d) It may undertake the establishment of programs of life insurance on such terms and in such manner, as it deems appropriate with a view to the increase in the Endowment Fund.

(e) It shall publicize the existence and purposes of the Endowment Fund in such manner, as it deems appropriate.

(f) It shall maintain permanent financial records in accordance with proper accounting procedures.

(g) Property of the Endowment Fund shall be transferred in the name of the Congregation upon the duly authorized vote of the Committee, and with the signature of any two of the following: the President, the Committee Chair, or the Committee Secretary.

(h) It shall distribute to the Congregation, as income, within the fiscal year in which accounted for or the next fiscal year: (1) all interest and dividends; (2) on a discretionary basis, short and long term realized capital gains; and (3) on a discretionary basis, net unrealized



capital gains and losses. Provided that said distributions under subsections (2) and (3) of this paragraph shall not either: (a) reduce the corpus or principal of the Endowment Fund below the total amount of all donors' original contributions and all additional contributions made from time to time; or (b) exceed, in any one fiscal year, 25% of the net sum of subsections (2) plus (3) of this paragraph; and provided further that in no event shall the total of all income distributed in a fiscal year exceed 6% of the corpus or principal of the Endowment Fund at the beginning of that fiscal year.

(i) It may hire such investment advisors, as it deems necessary. *Such advisors shall not serve as custodians.*

(j) It may form subcommittees to assist in the investment, solicitation and distribution of funds.

(k) *The fiscal year of the Endowment Fund shall begin on January 1<sup>st</sup> and end on December 31<sup>st</sup> each year. All calculations for disbursements to the Congregation shall be based on the closing balances of the investments and the corpus or principal at the end of the Endowment Fund's fiscal year.*

h. **Library.** This Committee shall have charge of the library.

i. **Youth Activities.** This Committee shall have charge of all youth groups and their activities.

j. *Communications. ~~Bulletin.~~* This Committee shall edit, publish and distribute ~~a periodical~~ *information to the Congregation and publicize the Congregation in the community.*

k. *Office. This committee shall publish, maintain, and annually review standard operating procedures for all office functions. ~~Publicity. This Committee shall publicize the Congregation in the community.~~*

l. *Ways & Means. This committee shall develop methods of supplementing the Congregation's income and assist in implementing the methods proposed. It shall act as a liaison among all committees and auxiliaries that engage in fund raising. ~~United Synagogue of America. This Committee shall be the representative of the Congregation to the United Synagogue of America and shall act as liaison between the United Synagogue of America and the Congregation.~~*

m. **Board of Education**

1. The Board of Education shall have charge of the School System, consisting of the Religious School and the Nursery School.

2. The School System of the Congregation shall be under the supervision of the Rabbi, the Religious School Educational Director, the *Nursery School* Education Director Vice President, and the School Treasurer. ~~subject to approval of the Board of Directors.~~ This Committee shall *have final approval of all personnel contracts, subject to Board of Directors approval. This Committee shall have final approval of curricula and all rules and regulations for the conduct thereof. Any expenditure of the Board of Education that may exceed and/or is not a specific line item of the approved budget shall be subject to the prior approval of the Board of Directors.* ~~engage the necessary teachers and other personnel for the School System, and prescribe the curricula and all rules and regulations for the conduct thereof. All acts of the Board of Education shall be subject to the approval of the Board of Directors.~~

3. The Board of Education shall consist of eight members: *the chair appointed by the President; five others*, ~~six of which shall be~~ from the Congregation; ~~plus~~ one *congregant* appointed by Sisterhood and one *congregant* appointed by Men's Club. The Rabbi, the Religious School Educational Director and the Nursery School Educational Director, *the School Treasurer and the Education Vice President* shall be members ex-officio.

4. Each member of the Board of Education shall serve for a term of ~~at least~~ three years, *not to exceed two consecutive terms.*

n. **Social Action.** This committee shall engage in social service programs in the community.

o. **Israel Affairs.** This committee shall support programs benefiting and raising awareness of Israel.

p. **Adult Education.** *This committee shall be responsible for providing the congregation's adult members with educational programs that will enhance their appreciation of, and knowledge of their Jewish identity.*

## ARTICLE XVIII      DIGNITARIES

1.      **Rabbi.** The Rabbi of the Congregation shall be duly ordained and shall profess and observe the tenets of Conservative Judaism. He/she must be qualified to deliver religious sermons in English. He/she shall have direction of all activities having to do with the pulpit. He/she shall supervise and guide the religious, educational and cultural activities of the Congregation. He/she shall perform any other duties traditionally pertaining to his/her position. He/she shall report on his/her activities, whenever requested, to the Board of Directors or to the Congregation.

2.      **Cantor.** If the Congregation engages a full time Cantor, the Cantor shall profess and observe the tenets of Conservative Judaism, and shall have a thorough knowledge of Hebrew liturgy and music. He/she shall be versed in the Hebrew and English languages. He/she shall attend religious services and recite the customary prayers and songs at said services. He/she shall organize and train youth and adult choirs. He/she shall cooperate with various auxiliary boards of the Synagogue in the furtherance of their musical programs, and shall engage in any other activities customarily pertaining to his/her position. If the Congregation engages a part-time cantor, the cantor's qualifications and duties shall be determined by the Ritual Committee.

3.      The engagement of any Rabbi or Cantor shall require the prior approval of the Board of Directors.

## ARTICLE XIX      MEMBERSHIP DUES, ~~AND OBLIGATIONS;~~ **AND GOOD STANDING**

1.      Membership dues shall be assessed for each fiscal year. Members joining the Congregation after the beginning of the fiscal year shall be assessed dues on a prorated basis except that such assessment shall not be less than for a three month period and provided that a fractional quarter shall be treated as a full quarter, and provided further that anyone joining between July 1 and the High Holidays shall not be entitled to a prorating of dues. Membership dues shall be payable quarterly in advance. Any member who is in arrears for six months in any financial obligation, including but not limited to dues, school fees or building fund, shall not be in good standing, and no member shall be considered in good standing, who at the end of the fiscal year shall be indebted to the Congregation for any reason whatsoever. ~~except for cemetery purposes.~~

2.      A committee consisting of the President, Membership Vice President, and Financial Secretary may reduce, in whole or in part, any financial obligation of a member when, in its discretion, it deems such action ~~desirable.~~ *justifiable.*

## ARTICLE XX      THE FISCAL YEAR

The year of the Congregation shall be a fiscal year beginning on July 1 and ending on June 30 in each year.

## **ARTICLE XXI OBLIGATIONS**

The Congregation shall not be bound on any obligation, unless such obligation is either:

1. Approved by the Board of Directors, or
2. Approved as part of the annual budget.

## **ARTICLE XXII PARLIAMENTARY PRACTICE**

Robert's Rules of Order shall be the standard for parliamentary practice or procedure at all meetings of the Congregation and of the Board of Directors.

## **ARTICLE XXIII BOND**

The Board of Directors, at its discretion, may require any person handling funds of the Congregation to be bonded in an amount to be set by ~~such~~*the* Board of Directors.

## **ARTICLE XXIV AUDIT**

The books and records of the Congregation shall be audited by a qualified accountant at the discretion of the Board of Directors.

## **ARTICLE XXV FUTURE EXPANSION**

The Board of Directors may, in a fiscal year, set aside a maximum of 5% of the annual dues in a fund for future expansion, which fund shall be controlled by the Board of Trustees.