

CONSTITUTION AND BY-LAWS
of
BETH EL CONGREGATION
Harrisonburg, Virginia

May 2015

ARTICLE I

NAME

SECTION 1. NAME: This Congregation shall be known as Beth El Congregation.

ARTICLE II

PURPOSE, PRACTICE AND AFFILIATION

SECTION 1. PURPOSE: The purpose of this Congregation shall be to worship God in accordance with the faith of Judaism; to cultivate a love and understanding of the Jewish heritage; to strengthen the ties within the Jewish community; to strengthen the bonds of loyalty with the Jewish people everywhere; to bring nearer the Dominion of God on earth through an emphasis of the principles of righteousness and harmony in society at large; and to engage in social action projects in pursuit of social justice and Tikkun Olam (repair of the human and nonhuman components of the world).

SECTION 2. PRACTICES: The Congregation shall follow the practices of Reform Judaism.

SECTION 3. FORMS AND AFFILIATION: The Congregation shall affiliate itself with the Union for Reform Judaism.

ARTICLE III

MEMBERSHIP

SECTION 1. MEMBERSHIP: Any person of the Jewish faith, or any person who upholds, embraces and adopts the ideals of Judaism and does not practice another religion, 21 years of age or older (or younger at the discretion of the Board of Directors) may be elected to membership in the Congregation.

SECTION 2. UNIT OF MEMBERSHIP: The unit of membership shall be the individual or in the case of married persons, the spouses, and all unmarried children under the age of 21 years to be known as the family. Unmarried children of members may, at the discretion of the Board of Directors, continue past the age of 21 years as non-voting members if they are full-time students. The Board of Directors will review annually all such case brought to their attention.

SECTION 3. DUES: A member shall pay such minimum annual dues as shall be determined by the Board of Directors. The dues year shall be from June 1st through May 31st. The Board of Directors May, in individual cases, lower the minimum dues or waive them entirely.

SECTION 4. PAYMENT OF DUES: The manner of payment of dues shall be determined by

the Board of Directors.

SECTION 5. VOTING: For the purpose of voting, each of the following shall be entitled to one vote.

- (a) The individual member.
- (b) In the case of the family, the spouses shall each have one vote.
- (c) There shall be no absentee or proxy voting except at regular elections.

SECTION 6. PRIVILEGES OF MEMBERSHIP: A member of the Congregation in good standing shall be entitled to the privileges enumerated below. It is understood that Beth El welcomes its non-Jewish members as part of the Beth El family so that they may share in the spirituality and camaraderie of the Congregation. At the same time, since the synagogue is first and foremost a Jewish religious organization committed to the furtherance of Jewish ideals and values, some differentiation of entitlements for non-Jewish members is incorporated in the following list.

- (a) The right to vote at all meetings of the Congregation.
- (b) The children of each member shall be entitled to receive their religious education in the Religious School of the Congregation subject to the rules as set forth by the Board of Directors.
- (c) Each member shall be entitled to seats in the House of Worship of the Congregation at all times.
- (d) A member shall be entitled to participate in all activities held under the auspices of the Congregation, except that the following shall require membership in the Jewish faith (through either birth or formal conversion): Recitation alone and aloud from the bimah of prayers that contain language declaring that the speaker is a member of the Jewish people. Such prayers include, but are not limited to, Kiddush, blessings for kindling Shabbat candles, and the blessings before and after reading a portion from the Torah.
- (e) The right to use Temple facilities and whatever rabbinical services are currently available, with the permission of the Board of Directors. Families with non-member children over 21 years of age may request use of Temple facilities for life-cycle events in which those children participate until August 31, 1985. Thereafter a schedule of fees will pertain to such children as well as to other non-members.
- (f) A member shall be eligible for election as treasurer, secretary or director of the Congregation as hereinafter stated, provided he or she is a member as previously defined in Article III, Section 1. Eligibility for election as President, Vice-President or Trustee of the Congregation is reserved for Jewish members of the Congregation.
- (g) The right to purchase cemetery plots in accordance with Article XIII.

SECTION 7. DELINQUENT MEMBERS: Any member failing to pay any installment of dues or any assessment within four months after the same shall have become due, shall be deemed to be in arrears, and may, upon 10 days' notice, be suspended from membership and the privileges thereof. Any member suspended from membership may apply for reinstatement by applying to the Board of Trustees and making full payment of money in arrears. In exceptional cases, this may be waived by the Board of Directors upon application for good cause.

ARTICLE IV

BOARD OF DIRECTORS

- SECTION 1. COMPOSITION: The Congregation shall elect a Board of Directors from within its membership, this Board to be composed of five officers, the presidents of the Sisterhood and Men's Club, the Immediate Past President of the Congregation, and the Trustees by virtue of their respective offices, and two additional directors. If the President of the Sisterhood or the Men's Club, or a Trustee is a director by virtue of being also an officer of the Congregation, the Congregation shall elect such additional directors as to make a total of twelve directors. If the Immediate Past President cannot serve or is already on the Board in another capacity, the vacancy shall not be filled, and the Board shall consist of eleven members only.
- SECTION 2. QUORUM: A majority of the Board of Directors shall constitute a quorum.
- SECTION 3. GENERAL POWERS: The Board of Directors shall govern the affairs of the Congregation, control its revenue and property and take such action as shall in its good judgment best promote the welfare thereof, except as otherwise provided herein.
- SECTION 4. SPECIAL POWERS: The Board of Directors shall have the power to:
- (a) Admit members in accordance with these By-Laws.
 - (b) Select such employees as may be necessary, fix their duties and compensation, or remove such employees unless otherwise prescribed by these By-Laws.
 - (c) Remove any officer, director or member from office or membership for cause, but not without a hearing before the Board of Directors in fifteen (15) days notice in writing of any and all charges and concurrence of the vote of two-thirds ($\frac{2}{3}$) of all the members of the Board of Directors. Any person so removed from office or membership may appeal such decision to the Congregation at the very next meeting thereof. It shall require a two-thirds ($\frac{2}{3}$) vote of the Congregation present at such meeting to over-rule or modify the decision of the Board of Directors.
 - (d) Determine dues and assessments and determine the manner of payment thereof.
 - (e) Determine all charges other than dues and assessments.
 - (f) Authorize the deposit of funds of the Congregation in any bank or banking institution, the deposits of which are guaranteed by a Federal agency.
 - (g) Adopt an annual budget of estimated income and disbursements for the ensuing fiscal year. The proposed annual budget shall be made available for inspection to members of the Congregation and the membership shall be notified in writing that the proposed budget is available for inspection and shall be invited to attend the meeting of the Board of Directors at which such budget is to be discussed and acted upon. All members of the Congregation shall be permitted to be heard at such meeting but only Board members shall vote. Any subsequent appropriation or disbursement in excess of the amount provided for in the budget as adopted must be authorized by the Board of Directors.

- SECTION 5. MEETINGS: Ordinarily, the Board of Directors shall meet at least once every month at the call of the President upon five days' notice. Upon petition of 3 members of the Board of Directors, the President shall call a special meeting of the Board of Directors. In the event of the failure, inability or refusal of the President to call such special meeting, any 5 members of the Board of Directors may call such special meeting on 5 days notice in writing to the other members of the Board of Directors. Notice of all special meetings shall be in writing and shall state the purpose thereof and shall be mailed at least seven days before the date of such meeting. All board meetings shall be open to attendance by any members of the Congregation, except when the Board meets in executive session.
- SECTION 6. VACANCY: Should a vacancy occur in any office or any directorship or trusteeship, the Board may fill such vacancy by election by the Board of Directors until the next annual election.
- SECTION 7. BEGINNING OF TERM: All officers and trustees elected at the annual meeting in May shall officially assume their duties on the first day of June next following.

ARTICLE V

OFFICERS

- SECTION 1. ELECTION OF OFFICERS: The Congregation shall annually at its May meeting elect by closed ballot for a term of one year the following officers: President, Vice-President, Treasurer, Recording Secretary, Corresponding Secretary, and two to four Directors at Large.
- SECTION 2. DUTIES OF THE PRESIDENT: The President shall preside at all meetings of the Congregation and of its Board of Directors, shall enforce the By-Laws, shall sign all official documents. It shall be the President's duty to:
- (a) Appoint all committee chairs.
 - (b) Call special meetings of the Congregation upon at least seven days' written notice.
 - (c) Call special meetings of the Board of Directors upon five days' notice.
 - (d) Make a report of the status of the Congregation at its annual meeting.
 - (e) Shall be ex-officio member of all committees except the nominating committee.
 - (f) Perform such other duties as the office requires.
- SECTION 3. DUTIES OF THE VICE-PRESIDENT: The Vice-President shall in the absence or temporary disability of the President assume all of the duties and responsibilities incumbent upon the President. The Vice-President shall also be ex-officio member of those committees designated by the President.
- SECTION 4. DUTIES OF THE TREASURER: It shall be the duty of the Treasurer to:
- (a) Receive all money belonging to the Congregation and give receipts therefore. All money so received shall be deposited in the name of the Congregation.
 - (b) Pay all orders approved by the Board of Directors drawn upon the funds on hand.
 - (c) Make a written monthly report to the Board of Directors and a written annual report to the Congregation on the condition of the Treasury. These reports shall be available at all Congregational meetings.

- (d) Attend the meetings of the Budget and Finance Committee as an ex-officio member, and have the books and accounts ready for settlement at the expiration of the term.
- (e) At the expiration of the term, deliver to a successor when duly qualified, all money and other property of the Congregation in the Treasurer's custody, all books and papers pertaining to this office.
- (f) Sign all checks.
- (g) Post a bond, with a Surety Company approved by the Directors, in an amount set by the Directors.
- (h) Keep a correct account between the Congregation and its members, make out and mail all bills for dues and other charges, and supervise the collection thereof.

SECTION 5. DUTIES OF THE RECORDING SECRETARY: It shall be the duty of the Recording Secretary to:

- (a) Attend all meetings, read minutes, reports and communications and keep a correct record of the proceedings and shall check attendance at meetings of the Board of Directors.
- (b) At the expiration of the term, deliver to the successor, when duly qualified, all properties of the Congregation pertaining to the office of Recording Secretary, which may be in possession of the Recording Secretary.
- (c) Maintain a properly indexed record of all significant resolutions approved by the Board of Directors and the Congregation.
- (d) Perform such other recording clerical duties as are directed by the President.

SECTION 6. DUTIES OF THE CORRESPONDING SECRETARY: It shall be the duty of the Corresponding Secretary to:

- (a) Attend all meetings of the Board of Directors
- (b) Be the custodian of the seal of the Congregation and affix it, together with his/her signature, to all documents emanating from the Congregation or Board of Directors which require the same.
- (c) Issue notices of all meetings of the Congregation and Board of Directors.
- (d) Prepare and issue such correspondence (including acknowledgement of donations) as shall be directed by the President, either for the signature of the President, the Board or the signature of the Corresponding Secretary.

SECTION 7. DUTIES OF DIRECTORS: It shall be the duty of all Directors to:

- (a) Attend all meetings of the Board of Directors.
- (b) Exercise all of the powers, carry out all of the duties and accept all of the responsibilities required of Directors under this Constitution and By-Laws.
- (c) Serve as chair or co-chair of one or more standing or special committees, as directed by the President.

ARTICLE VI

QUALIFICATIONS OF OFFICERS, DIRECTORS AND TRUSTEES

SECTION 1. QUALIFICATIONS OF OFFICERS, DIRECTORS AND TRUSTEES: No person shall be eligible for election as Officer, Director, or Trustee, nor shall any Officer, Director or Trustee continue to hold office, unless such person shall be and remain a member of the Congregation in good standing and unless such person be not in arrears in the payment of any installment of dues or

assessments for a period exceeding four months after the same shall have become due.

- (a) The Officers, Directors and Trustees of the Congregation shall be expected to attend the Religious Services of the Temple; shall work for the best interest of the Temple and participate in its activities.
- (b) The Officers, Directors and Trustees shall abide by the provisions of this Constitution and By-Laws and carry out their respective duties as defined herein; and their refusal or failure to do so shall be deemed a cause for their removal from office in accordance with Art. IV, Section 4(c) of this Constitution and By-Laws.

ARTICLE VII

COMMITTEES

SECTION 1. STANDING COMMITTEES: The chair of the following standing committees shall be appointed by the President at the first meeting of the Board of Directors after the installation of officers.

- (a) BUDGET AND FINANCE COMMITTEE: It shall be the duty of this committee to:
 - (1) make a detailed estimate of the income and expenses for the ensuing year.
 - (2) submit an annual proposed budget to the Board of Directors.
 - (3) review all expenditures and determine to what category such expenditures shall be charged.
- (b) RELIGIOUS SCHOOL COMMITTEE: It shall be the duty of this committee to make all regulations necessary for the operation of the school, including employment of teachers and adoption of the course of study, with the advice of the Rabbi, and subject to the approval of the Board of Directors. The chairperson of the Religious Education Committee shall be the principal of the religious school and a Jewish member of Beth El Congregation.
- (c) RELIGIOUS SERVICES COMMITTEE: It shall be the duty of this committee in cooperation with the Rabbi to consider the rituals and form of worship desired by the Congregation as outlined in Art. II hereof. The Rabbi shall be a member ex-officio of this committee. The chairperson of the Religious Services Committee shall be a Jewish member of the Congregation.
- (d) BUILDING AND GROUNDS COMMITTEE: It shall be the duty of this committee to keep or cause to be kept all property and buildings of the Congregation in good condition and repair and to provide all facilities for Congregational activities.
- (e) YOUTH ACTIVITIES COMMITTEE: It shall be the duty of this committee to promote and supervise all manner of youth activities on the part of the Congregation and community and to contribute to their knowledge of Jewish tradition, their respect for religion, and their participation in wholesome social activities.

- (f) MEMBERSHIP COMMITTEE: It shall be the duty of this committee to periodically survey and maintain records of the Jewish families in the community for the purpose of enlisting membership and arousing interest in the Congregation. It shall receive all applications for membership, make proper record of same and submit such application to the Board of Directors for approval.
- (g) LEGAL COMMITTEE: It shall be the duty of this committee to furnish legal opinions to the President and Board of Trustees when requested.

ARTICLE VIII

MEETINGS

- SECTION 1. ANNUAL MEETING: An annual meeting of this Congregation shall be held in the month of May. Election of Officers, Directors and Trustees shall be held at the annual meeting. Every member of the Congregation shall be notified by mail at least ten (10) days prior to the holding of the annual meeting and five (5) days prior to any postponement thereof. Such notice shall give the names of all nominees for office who have been duly nominated pursuant to the provision herein.
- SECTION 2. SPECIAL MEETINGS: Special meetings of the Congregation may be called by the President. Special meetings of the Congregation may be called by the President at the request of one-third of Directors or on written request of at least ten (10) members in good standing. The call of a special meeting shall set forth the purpose of the meeting, and written notice shall be mailed to all members at least 7 days prior to the time of such meeting, and no business shall be transacted except that specified in the call of the meeting.
- SECTION 3. QUORUM: Twenty-five percent of the voting members of the Congregation but not fewer than 20 voting members shall constitute a quorum. If at any Congregational meeting, a quorum shall not attend, the President shall call a second meeting, of which written notice shall be given to each member in good standing, to be held not more than two (2) weeks later, and those attending the second meeting shall constitute a quorum.
- SECTION 4. VOTING: Except as otherwise prescribed by these By-Laws, all determinations shall be made by simple majority vote of all members present.

ARTICLE IX

NOMINATIONS

- SECTION 1. NOMINATION OF OFFICERS AND TRUSTEES: Nomination of all Officers, Directors and Trustees shall be made by a nominating committee appointed by the President not later than March 1st of each year.
- SECTION 2. NUMBER OF NOMINEES: The slate of nominees shall consist of at least one nomination for each office which shall be up for election.

- SECTION 3. NOMINATION FROM THE FLOOR: Nominations may also be made from the floor.
- SECTION 4. FILING AND NOTICE OF NOMINATIONS: Nominations by the Nominating Committee must be mailed to each member at least 10 days prior to the election.

ARTICLE X

ELECTIONS

- SECTION 1. BALLOTS: The Nominating Committee shall have prepared printed ballots indicating the Officers, Directors and Trustees of each term to be elected and shall list alphabetically the candidates for each office.
- SECTION 2. TELLERS: The President shall appoint three tellers of the election who shall not be candidates at such election. Such tellers shall supervise the election, shall receive and count the ballots cast, and shall certify the results thereof to the President and the Secretary. The candidate for office receiving a plurality of the votes cast shall be declared elected.

ARTICLE XI

RABBI

- SECTION 1. SELECTION: The Rabbi shall be selected by the Board of Directors, for such salary and period of time as may be determined.
- SECTION 2. DUTIES OF THE RABBI: He/She shall be an ex-officio member of the Congregation. He/She shall perform all those duties incumbent upon and in accordance with his/her office as prescribed by the traditions and practices of Reform Judaism, the Union for Reform Judaism and the Central Conference of American Rabbis. He/She shall be an honorary member of the Board of Directors and shall cast no vote.

ARTICLE XII

TRUSTEES

- SECTION 1. ELECTION: The Congregation shall elect three (3) Trustees who shall hold office for 6 years, or until their resignation or removal pursuant to Article IV, Section 4(c). In the event of a midterm vacancy occurring, the replacement shall be elected to complete the unexpired term.
- SECTION 2. DUTIES: Title to all Real Estate and Investments shall be vested in the Trustees.
- SECTION 3. POWERS: The Trustees shall not convey or encumber the Real Estate of the Congregation except with the approval of a majority of the members present and voting at a regular or special meeting of the Congregation.
- SECTION 4. OTHER OFFICES: A Trustee shall be eligible to hold any other office of the Congregation.

ARTICLE XIII

CEMETERY

- SECTION 1. The cemetery shall be known as Beth El Cemetery and should be so designated. The cemetery's finances, maintenance and supervision shall be the province of the Trustees, and shall be separated from other Congregational affairs and operations.
- SECTION 2. There shall be no free burials in the cemetery except in a gravesite set aside by the Trustees for special cases.
- SECTION 3. A plot of ground in the cemetery consisting of two graves (Lots) shall measure 10 feet by 8 feet, and can serve for one, two or three persons if one is buried in the form of an urn of ashes resulting from cremation.
- SECTION 4. A plot may be selected by a member in advance of death or by his survivors at the time of death. The cost of a plot is \$1,000 prior to burial for members in good standing, and \$1,600 for non-members. These fees include perpetual care; but not the entry fees for burial of members of the Congregation. These fees shall be established by the Trustees but shall not be greater than those charged to non-members.
- SECTION 5. Members in good standing may select and have set aside, prior to death, additional plots at \$1,200 apiece.
- SECTION 6. Applications may be received by the Trustees from non-members. The cost of the plot (\$1,600) shall be paid with such applications in advance of burial. The additional fee (\$250) for opening each grave may be deferred to be paid at the time of burial.
- SECTION 7. Single lots (gravesites) may be purchased for \$100 plus one-half the price then prevailing for a plot. The location of such lots shall be at the discretion of the Trustees.
- SECTION 8. Cemetery plots shall be described, numbered and designated on a plat prepared for that purpose. Said plat will be kept by the Trustees and contain the names of those interred, the location of the graves and a record of reserved plots.
- SECTION 9. Burial or acquisition of a plot shall not give the holder thereof any property rights therein, but a right to burial accompanied by easements necessary thereto.
- SECTION 10. Private improvements in the cemetery shall not be made without first obtaining written consent from the Trustees. Without this consent, neither head- nor foot-stones, monuments, coping, hedges nor trees shall be erected or planted. Monument dealers are forbidden to erect such memorials without said consent.
- SECTION 11. The Trustees shall hire a care-taker to keep the cemetery neat and orderly, as determined by the Trustees.
- SECTION 12. A Rabbi or a Jewish lay reader shall officiate at all burial services, regardless of the faith of the deceased.

ARTICLE XIV

MISCELLANEOUS PROVISIONS

SECTION 1. DEFINITIONS:

- (a) NOTICE BY MAIL: Whenever notice by mail is required in Constitution and By-Laws, the time for such notice shall commence on the date when such notice is deposited in a mail box or post office maintained by the U.S. Government.
- (b) MEMBERS IN GOOD STANDING: A “member in good standing” shall mean a member who is not in arrears in the payment of any installment of dues or assessments for a period exceeding four months after the same shall have become due and shall not have been suspended or removed from membership for any other reason. A member who is not in “good standing” shall not be entitled to any of the privileges of membership granted in Article III, Section 6 of the Constitution.

SECTION 2. RULES OF ORDER: The conduct of all meetings of the Congregation and of the Board of Directors shall be governed by *Robert’s Rules of Order* except when changed by this Constitution and By-Laws.

SECTION 3. FINANCIAL MATTERS:

- (a) No part of the net earnings of the Congregation shall inure to the benefit of, or be distributable to, the members, Trustees, Directors, Officers or other private persons, except that the Board shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II above.
- (b) No substantial part of the activities of the Congregation shall be the carrying on of propaganda, or otherwise to influence legislation, and the Congregation will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- (c) Notwithstanding any other provision of this Constitution, the Congregation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by an organization contributions to which are deductible under 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law).
- (d) Upon dissolution of the Congregation, the Trustees shall, after paying or making provisions for the payment of all of the liabilities of the Congregation, dispose of all of the assets of the Congregation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes as at the time shall qualify as an exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any United States Internal Revenue Law), as the Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of Harrisonburg and Rockingham County, exclusively for the purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XV

AMENDMENTS

- SECTION 1. PROCEDURE FOR AMENDMENTS: Amendments to this Constitution and By-Laws must be in writing and must be proposed by the Board of Directors or by at least seven (7) members of the Congregation and filed with the Board of Directors. Such amendments shall be voted upon at any regular meeting of the Congregation or at any special meeting called for that purpose. Copies of the proposed amendments shall be mailed to each member of the Congregation 10 days in advance of the meeting.
- SECTION 2. VOTE NECESSARY: An affirmative vote of two-thirds of the members of the Congregation present at a regular meeting or at a special meeting called for that purpose.