

REVISED BY-LAWS

As Approved 5/10/93

Constitution and By-Laws
Congregation B'nai Abraham
Butler, PA

Revised 4/93

PREAMBLE

Congregation B'nai Abraham shall be known as a conservative congregation.

Its cardinal purposes are to unite Jews in the worship of Almighty God, to promote Jewish religious education and to enrich Jewish life.

ARTICLE I

MEMBERSHIP

SECTION 1 Any person 18 years or over, of the Jewish faith shall be eligible for membership. Dues for membership shall be set by a committee of the Board of Directors.

(A) Any single boy or girl going to school or under his/her parents' care shall be included under the parents' membership.

(B) Payment of dues shall carry with it the following:

(1) Membership in the B'nai Abraham Congregation.

(2) Seats for the High Holidays.

(3) Eligibility for enrollment of members' children in the Sunday School and Hebrew School conducted by the Congregation.

(4) The privilege of purchasing lots in the cemetery belonging to the Congregation.

SECTION 2 Special categories of membership may be created by the Board of Directors and their benefits and privileges defined by the Board of Directors.

SECTION 3 No member shall have the right to vote by proxy at any meeting of the congregation.

SECTION 4 Each member shall pay to the Treasurer of the Congregation such annual dues as shall be assessed against him/her. All members in good standing shall have the right to vote.

(A) The Board of Directors shall have the authority to provide for the payment of a small amount of dues in case of hardship.

SECTION 5 If anyone in arrears in the payment of dues for one fiscal year is considered a member not in good standing, he/she shall not be eligible to vote at any Congregational meeting nor be eligible for the benefits of membership as set forth in Section 1, and the person shall be so notified.

ARTICLE II

MEETINGS

SECTION 1 Special meeting of the Congregation may be called by the President, or by action of the Board of Directors, or on written request of at least ten members in good standing, said request stating the purpose of the meeting to be called. All members of the Congregation shall be given at least five days' notice in writing of said meeting, which notice shall also state the purpose of the special meeting. The business conducted at a special meeting shall be limited to the purpose for which it was called.

SECTION 2 A quorum at a meeting of the Congregation shall consist of members in good standing eligible to vote.

SECTION 3 Each dues paying unit of the Congregation shall be entitled to one vote which must be cast in person.

SECTION 4 The transaction of business at any regular or special meeting of the Congregation shall be by a majority vote of all members present, except that the transaction of the following items of business shall require the vote of two-thirds of the qualified members present in good standing:

- (a) The purchase, sale, mortgage or lease of any real estate belonging to the Congregation.
- (b) Any substantial change in the time, nature, or order of worship of the Congregation.

SECTION 5 At each regular meeting of the Congregation, the President shall submit a report on the affairs of the Congregation that have occurred subsequent to the last regular meeting; and the Treasurer shall also submit a report of the financial condition of the Congregation.

SECTION 6 The recommended order of business at all meetings of the Congregation should be:

- (a) Calling the meeting to order.
- (b) Roll call of officers.
- (c) Reading minutes of the previous meeting.
- (d) Report of officers.
- (e) Report of committees.
- (f) Unfinished business.
- (g) Report of the Rabbi.
- (h) New business.
- (i) Good and welfare.

SECTION 7 The Rabbi of the Congregation shall address the meeting, give a report of his/her office as to matters that have occurred since the last regular meeting and of future problems and developments.

SECTION 8 The fiscal administrative year of the Congregation shall be from June 1 to May 31. There shall be one Congregational meeting held in the spring, designated as the annual meeting for the election of officers and members of the Board of Directors. The notice sent to the members for the calling of the annual meeting shall be sent 5 days in advance and shall advise the members of the election of officers and the members of the Board of Directors. The notice shall also include the names of the nominees selected for these offices by the nominating committee, and the agenda.

SECTION 9 The meeting shall be governed by Roberts Rules of Order.

ARTICLE III

BOARD OF DIRECTORS

SECTION 1 The business and property of the Congregation shall be managed by a Board of Directors consisting of 16 members.

- (a) The President, 1st Vice-President, 2nd Vice-President, Treasurer and Secretary of the Congregation shall be members of the Board of Directors and are included within the 16 member board.
 - (1) The past president shall automatically be a member of the Board of Directors for two years following his/her term of office.
 - (2) The duly elected president of Sisterhood shall automatically be a voting member of the Board of Directors.
- (b) A minimum of three members shall be elected to the Board of Directors at each annual meeting and each member shall serve for a term of three years and shall not be eligible to succeed him/herself.
- (c) A quorum of the Board of Directors shall consist of a majority of the members of the Board of Directors.

SECTION 2 Any member of the Congregation in good standing shall be eligible to serve as a member of the Board of Directors.

SECTION 3 The President of the Congregation shall appoint a nominating committee, which shall make nominations at the annual meeting, which shall be one nomination for each vacancy to be filled by the Congregation. Nominations may be made from the floor for each office and for the Board of Directors and shall be limited to two for each vacancy voted on.

SECTION 4 The vote for members of the Board of Directors shall be by secret ballot and the winner shall be announced by name and not by the number of votes.

SECTION 5 In case of vacancy in the office of the Board of Directors or any officer of the Congregation, the same shall be filled by the Board of Directors and said officers shall serve until the next annual meeting of the Congregation.

SECTION 6 Any member of the Board of Directors who shall miss fifty per cent of the meetings for any one year, without satisfactory explanation to the Board, shall be considered to have voluntarily withdrawn from the Board and said office may thereafter be declared vacant by the Board of Directors.

SECTION 7 Unless otherwise provided, the Board of Directors shall:

- (a) Have custody and control and prescribe regulations for the use of all property of the Congregation.
- (b) The Board shall recommend Rabbis to the Congregation and after the termination of the Rabbi's initial contract, the Board shall fix the Rabbi's salary and duties, and shall have the right to terminate the Rabbi's services.
- (c) Hire and set the salary of all other employees of the Congregation and do all other things necessary and incident to the transaction of the Congregation's business and the protection of its assets.

ARTICLE IV

OFFICERS

SECTION 1 The officers of the Congregation shall consist of a President, 1st Vice-President, 2nd Vice-President, Secretary and a Treasurer, and shall be elected for terms of two years. The officers shall be nominated by the nominating committee and nominations may be received from the floor at the annual meeting. Election shall be by a majority vote of the members then present and voting and by secret ballot.

SECTION 2 Officers of the Congregation shall be elected prior to the voting for the Board of Directors

SECTION 3 The President shall preside at all meetings of the Congregation and the Board of Directors. He/she shall have general supervision over all the affairs of the Congregation and appoint all committees and shall be a member ex-officio of all committees.

- (a) The President shall have authority to incur indebtedness not to exceed \$250.00, without action of the Board.

SECTION 4 The Vice-President, in case of absence or incapacity of the President, shall exercise and perform the duties of the President.

SECTION 5 The Secretary shall keep and maintain all records of the Congregation except the financial records. The Secretary shall conduct all correspondence and keep minutes of the meetings of the Board of Directors and of the meetings of the Congregation.

SECTION 6 The Treasurer shall collect, deposit and disburse the funds of the Congregation as directed by the Board of Directors and shall deposit all funds in such financial institution as the Board may direct. It shall be his/her duty to make, execute and deliver in the name of the Congregation all checks, notes and drafts and to endorse checks payable to the Congregation for the purpose of collection; all notes or like instruments in excess of \$250.00 shall require the counter-signature of the President or 1st Vice-President to be valid.

- (a) The Treasurer shall keep a record of the correct amount of all receipts and disbursements and said records shall, at all times, be open to the inspection of the Board of Directors.

- (b) The Treasurer shall procure a bond for the faithful performance of his/her services if so directed by the Board of Directors, at the expense of the Congregation.
- (c) The books of the Treasurer shall be audited once a year.

ARTICLE V

COMMITTEES

SECTION 1 The President shall, upon election, appoint the following committees:

Executive, Budget, Membership, House, Cemetery, Nominating, Ritual, Program, Rabbi, Endowment Fund, Dues, Fund-Raising committees as the President deems advisable or necessary.

The President shall post a list of all committees in the Community Center.

SECTION 2 The Executive Committee shall consist of the officers of the Congregation. The Executive Committee shall have authority only over those matters too urgent to await a regular or special meeting of the Board of Directors of the Congregation. All actions of the Executive Committee shall be reported to the Board of Directors at its next meeting and shall be subject to ratification by the Board of Directors. The Board of Directors shall have authority over any matters which the Board of Directors specifically refers to the Executive Committee for decision or recommendation.

SECTION 3 The Membership Committee shall inform potential members about all aspects of synagogue membership, and maintain ongoing liaison with all members to assure a member satisfaction and retention.

SECTION 4 The House Committee shall manage, control and supervise all properties of the Congregation (excepting the cemetery property) and shall supervise all maintenance, repairs, alterations and personnel. The committee by a majority vote shall be authorized to spend a maximum of \$150.00 per item without consent of the Board of Directors.

SECTION 5 The Cemetery Committee shall consist of not less than three members. They shall have control and management of the allotting and selling of cemetery lots to the members of the Congregation; shall hire caretakers and order such improvements as are deemed necessary. The Cemetery Committee shall govern and make rules for the use of the cemetery and the sale of lots and shall supervise all funerals.

- (a) The Cemetery chairperson shall procure a bond for the faithful performance of services, if so directed by the Board of Directors, at the expense of the Cemetery Committee.

SECTION 6 The Nominating Committee shall consist of at least three members. The committee shall submit to the Secretary of the Congregation their nominees for the offices of the Congregation and members of the Board of Directors, in sufficient time that the names of the nominees can be included in the notice of the annual meeting.

SECTION 7 The Ritual Committee shall be responsible for the supervision and conduct of all religious services.

SECTION 8 The Program Committee shall be responsible for planning and implementing programs and activities that will enrich the quality of Jewish life.

SECTION 9 The Rabbi's Committee shall serve as a liaison between the Rabbi and the Board of Directors.

ARTICLE VI

THE RABBI

SECTION 1 The Rabbi shall be initially elected and the terms of his/her contract fixed at a meeting of the Congregation. No such contract shall exceed three years.

- (a) Election of a Rabbi shall be by majority vote of the qualified members in good standing present at a meeting called for the purpose of electing a Rabbi.
- (b) The Board of Directors only shall recommend Rabbis to the Congregation for their approval.

SECTION 2 The Rabbi shall, when requested, officiate at the marriage ceremonies and funerals of the members of the Congregation and their families. Such ceremonies may be conducted only by the Rabbi of the Congregation at the synagogue or community center unless by his/her consent, or in his/her absence, the President invites another Rabbi to participate in the ceremony with the Rabbi or as a substitute for the Rabbi.

SECTION 3 The Rabbi shall keep a record of all births, deaths and Yahrzeits in the Congregation. This register of record shall remain in the property of the Congregation and shall be available to the Board of Directors when requested.

ARTICLE VII

AMENDMENTS

SECTION 1 The by-laws of the Congregation may be amended by two-thirds vote of members present at any regular meeting of the Congregation or any special meeting of the Congregation called pursuant to Article II, Section 2; provided that the notice for said meeting includes notice that one of the purposes of the meeting is to amend the by-laws and shall state substantially the changes to be proposed.

ARTICLE VIII

EFFECTIVE DATE

SECTION 1 This Constitution and By-Laws will take effect immediately upon approval.

Approval date: _____
