

**Temple CONSTITUTION AND BYLAWS OF
OAK PARK TEMPLE B'NAI ABRAHAM ZION
AS AMENDED JANUARY 2019**

**ARTICLE I
NAME**

This Congregation will be known as Oak Park Temple B'nai Abraham Zion.

**ARTICLE II
PURPOSE**

The purpose of this Congregation will be to worship God in accordance with Judaism, to cultivate a love and understanding of the Jewish heritage, to stimulate fellowship in the Jewish community, and to strengthen the bonds of loyalty with the Jewish People everywhere. This Congregation will promote Judaism in all aspects of life through public and private worship, religious education, and through social welfare activities and such other means as will serve to convey the teachings of Judaism.

In order to advance the cause of Reform Judaism, this Congregation will be affiliated with the Union for Reform Judaism.

**ARTICLE III
PRACTICES**

This Congregation will be guided by the practices of Judaism as interpreted by the Central Conference of American Rabbis and the Union for Reform Judaism and approved by the Board of Directors.

**ARTICLE IV
MEMBERSHIP**

Section 1 - Eligibility

Any person of the Jewish faith, or spouse (or life-partner) of such person, is eligible for membership in this Congregation. Death, divorce or separation of the Jewish member of the couple will not terminate the membership of the non-Jewish spouse (or life-partner).

Section 2 - Unit of Membership

The unit of membership in this Congregation will be a household consisting of: (A) adult member(s) and dependent children, if any, or (B) in the event of death of the Jewish member or divorce or separation of the adults, a non-Jewish spouse or life partner, and dependent children in that household, if any.

Section 3 - Dues and Fees

Each unit of membership will pay dues and fees in accordance with schedules as determined by the Board of Directors, unless the Board prescribes otherwise. Any unit of membership not in arrears for one year or more will be considered in good standing.

ARTICLE V **PRIVILEGES OF MEMBERSHIP**

Subject to the rules and regulations prescribed by the Board of Directors, and guided by Article II, a membership unit of the Congregation in good standing will be entitled to privileges of membership, which will include:

- A. Participation, as determined by the Temple Educator and Rabbi in consultation with the Board of Directors, in the educational activities of the Congregation;
- B. Participation in personal and life cycle ritual practices, as determined by the Rabbi in consultation with the Cantor, additional clergy, and the Executive Committee;
- C. Participation in other activities of the Congregation, subject to the policies set by the Board of Directors;
- D. Use of the Temple building for functions approved by and subject to fees set by the Board of Directors;
- E. Voting at congregational meetings is given to each unit of membership in good standing, which includes at least one adult Jewish member, or as otherwise stipulated in Section 1 of Membership Eligibility;
- F. Voting members of the Board of Directors must be members of the Congregation in good standing.

ARTICLE VI **OFFICERS**

The officers of the Congregation will consist of the following:

President
Executive Vice President
Membership Vice President – Engagement
Membership Vice President – Development
Treasurer
Secretary

All of the above officers will be elected for a term of two years at the annual meeting of the Congregation, or at another meeting called for the purpose of electing officers. An officer must be a Jewish member in good standing. In the event of a vacancy during the term of the officers, the President, with the approval of the Board of Directors, will appoint an officer pro-tem to serve until the next congregational meeting. No person will hold more than one officer or Board position at a time. An officer appointed to a position

created by a previous version of the Constitution but eliminated in the current version will complete that term, with the position discontinued at the expiration of the term.

ARTICLE VII **DUTIES OF OFFICERS**

Section 1 - President

The duties of the President will include but not be limited to the following.

The President will

- A. Have and exercise general charge and supervision of the affairs of the Congregation;
- B. Preside at all meetings of the Congregation, the Board of Directors, and the Executive Committee;
- C. Supervise the work of the Temple Administrator; the Temple Educator, and the Glasser Preschool Director;
- D. Enforce the Constitution and Bylaws and *Policy Manual*;
- E. Sign all legal documents on behalf of the Congregation;
- F. Decide all questions of order;
- G. Serve as an ex officio member of all committees, except the Nominating Committee;
- H. Call special meetings of the Congregation and/or the Board of Directors whenever the President deems necessary, or whenever required in accordance with the provisions hereof;
- I. Appoint representatives from the Congregation, with the advice and approval of the Board of Directors, to all bodies in which the Congregation may be entitled to representation;
- J. Cast the deciding vote on matters upon which the vote of the Board is equally divided;
- K. Appoint members to the Endowment Committee;
- L. Serve on the HR Committee;
- M. Perform any other such duties as may be assigned by the Board of Directors;
- N. Be responsible for and represent the Congregation in negotiations related to the execution and renewal of professional agreements with these congregational professionals: Rabbi, Cantor, additional clergy, Temple Educator, Glasser Preschool Director, and Temple Administrator. These negotiations will be completed in consultation with the Presidents' Council and the Executive Committee. These negotiations will be conducted by the President or a designee chosen from the members of the Executive Committee,

Section 2 - Other Officers

Each of the other Officers will be responsible for coordinating, overseeing, and reporting to the Board regarding any functional areas for which the Officer is responsible. Each of the other Officers will also have such other duties as the President or the Board of Directors may assign from time to time. In the temporary absence or incapacity of the President, the Executive Vice President, or should the Executive Vice President be unable

or unwilling to do so, another Officer designated by the President, will assume the duties and responsibilities of the President. In the event that the President fails to designate another Officer to serve in this capacity if the EVP is unable or unwilling to serve, and the President is absent or incapacitated, the Executive Committee will designate another Officer to assume the duties of the President.

The areas for which each of the other Officers will be responsible are set forth below.

The Executive Vice President

The Executive Vice President will perform the following duties:

- A. Act as an assistant to the President;
- B. Represent the President at committee functions whenever necessary;
- C. Report monthly to the Board on the above activities;
- D. Serve on the HR Committee;
- E. Serve as liaison with Temple committees and constituencies as assigned by the Board; and
- F. Perform such duties as are assigned from time to time by the President, the Executive Committee, or the Board of Directors.

The Executive Vice President will be an ex officio member of all committees with the exception of the Nominating Committee. The Executive Vice President will be nominated for the position of President by the Nominating Committee, to be voted on and confirmed at the Annual Congregational Meeting. The Executive Vice President will after two years take office as President at the expiration of the current President's term.

The Membership Vice President - Engagement

The Membership Vice President – Engagement will perform the following duties:

- A. Coordinate efforts and strategies focused on increasing new membership and connecting with and fostering existing members, to deepen members' relationships with the Temple and the relationships of Temple constituencies;
- B. Report monthly to the Board on the above activities;
- C. Serve as liaison to Temple committees and constituencies as assigned by the Board; and
- D. Perform such duties as are assigned from time to time by the President, the Executive Committee, or the Board of Directors.

The Membership Vice President - Development

The Membership Vice President – Development will perform the following duties:

- A. Coordinate efforts and strategies focused on overseeing the long-term financial and organizational development of the Temple;
- B. Report monthly to the Board on the above activities;
- C. Serve as liaison to Temple committees and constituencies as assigned by the Board; and

- D. Perform such duties as are assigned from time to time by the President, the Executive Committee, or the Board of Directors

Treasurer

The Treasurer will perform the following duties:

- A. Serve as custodian for all funds of the Congregation;
- B. Review and exercise general supervision over the assets, liabilities, investments, and endowed funds of the Congregation;
- C. Examine and report monthly to the Board of Directors on the financial status and operating condition of the Congregation;
- D. Present a financial report summarizing the financial activities of the year-to-date, and the financial status of the Congregation at all regular meetings of the Congregation;
- E. Prepare the congregational budget, in consultation with the Executive Committee;
- F. Perform such other duties as may be prescribed by the Board of Directors and the President;
- G. Serve as liaison to Temple committees and constituencies as assigned by the Board; and
- H. At the expiration of the Treasurer's term, deliver to the newly elected Treasurer all money and other properties of the Congregation and all books, papers, electronic or print records, and other information pertaining to the Treasurer's office.

Secretary

The Secretary will perform the following duties:

- A. Maintain an up-to-date register of the names of all members of the Congregation, in coordination with the Temple Administrator;
- B. Attend all meetings of the Board of Directors and the Executive Committee and keep a correct record of the proceedings and attendance at such meetings;
- C. Update and maintain the Oak Park Temple *Policy Manual* and *Employee Handbook* in an ongoing and timely fashion;
- D. Deliver results of all elections to the Temple Administrator;
- E. Oversee the process of communicating information to Temple members, including preparation of the *Annual Report* for the Annual Congregational Meeting;
- F. Perform such other duties as may be prescribed by the Board of Directors and the President;
- G. Serve as liaison to Temple committees and constituencies as assigned by the Board; and
- H. At the expiration of the Secretary's term, deliver to the newly elected Secretary all books, papers, electronic or print records, and other information pertaining to the Secretary's office.

ARTICLE VIII PRESIDENTS' COUNCIL

There will be a Presidents' Council comprised of all past Presidents of the Congregation.

Section 1 - Chairperson and Meetings

The Presidents' Council will be chaired by the Immediate Past President of the Congregation for a term of two years. The Council will meet at such dates and times as the Chairperson of the Presidents' Council or the President of the Congregation will determine.

Section 2 - Matters for Consideration

The Presidents' Council may advise the Executive Committee or the Board of Directors on any matter within the scope of the duties and responsibilities of the officers or the Board of Directors or Endowment Committee. The President, the Executive Committee, or the Board of Directors may refer any such matter to the Presidents' Council for its consideration.

Section 3 - Other Offices

Nothing in this Constitution and Bylaws will preclude any member of the Presidents' Council from serving a concurrent term as an officer of the Congregation or a member of the Board of Directors.

ARTICLE IX **BOARD OF DIRECTORS**

Section 1 - Membership

The Board of Directors will be comprised of 15 members, 6 of whom will be the members of the Executive Committee as defined in Article X. The other nine members will be elected from the Congregation at large ("At Large" members).

Each At Large member of the Board will be elected for a term of two years. To stagger the terms, four of the nine At Large members will be elected one year and five the next.

All members of the Board of Directors will be Jewish members in good standing. The Board of Directors will be elected at the Annual Meeting of the Congregation or other meeting of the Congregation called for that purpose. Any At Large members in office at the time of the adoption of this new Constitution will be allowed to complete their terms, and the Nominations Committee will propose three new At Large members in the first year of nominations under this Constitution.

Section 2 - Ex-Officio Board Members

The following will be ex-officio members of the Board of Directors without vote: Rabbi, Cantor, any additional clergy, Temple Educator, Glasser Preschool Director, Temple Administrator and tSenior Youth Group President or that President's designee.

Section 3 - Past Presidents and Life Board Members

All Past Presidents of the Congregation who are present at a meeting of the Board of Directors, but are not current members of the Board of Directors, will be entitled to vote on questions before the Board. However, such Past Presidents will not be counted for the purpose of determining whether a quorum is present. Life Board Members, appointed under prior Constitutions, will be entitled to the same treatment as Past Presidents for the purposes of voting and determination of quorums at Board meetings. As of this Constitution, the practice of appointing Life Board Members has been discontinued.

The Immediate Past President will have the following additional duties:

- A. Chair the nominating committee;
- B. Chair the Presidents' Council;
- C. Perform any other duties as may be assigned by the President or the Board of Directors;
- D. Serve as an ex-officio member of the Executive Committee; and
- E. Serve as a mentor to new members of the Board of Directors by co-leading with the President the orientation for new members of the Board; by leading Derech Eretz; and by assisting in other forms of leadership development.

Section 4 - Meetings

The Board of Directors will meet once a month or as otherwise determined by the President or the Board of Directors. At least five days prior to any meeting of the Board of Directors, the President will make available to the Board an agenda and copies of minutes proposed for approval.

The Board may invite representatives from committees, groups, and task forces to address Board meetings on specific topics relevant to committee responsibilities. In addition, the Chair or co-Chair of any committee, group, or task force may request that items be added to the agenda for any meeting of the Board of Directors.

Section 5 - Quorum

For the Board of Directors to take action or to vote on matters before the Board, a quorum must be present.

A minimum of 2/3 of the members of the Board in attendance at a meeting will constitute a quorum. The Board is authorized to create policies defining "attendance," which will include physical presence but may also include remote attendance. A member of the Board who has not been present at any of the three preceding meetings may not vote on any voting items on that meeting's agenda but is counted as present for purposes of determining a quorum.

Section 6 - Vacancies

Should a vacancy occur in the Board of Directors, the President will appoint an eligible member in good standing of the Congregation to fill the vacancy until the next Congregational Meeting. Such appointments or continuing vacancies will be approved by

the Executive Committee, and no more than three vacancies within a year can be filled in this manner before calling a special Congregational Meeting regarding the composition of the Board or the filling of additional vacancies.

Should a vacancy occur in the office of President, then the Immediate Past President, in consultation with the Executive Committee and upon approval of the Board of Directors, will seek out a replacement to fill the vacancy until the next Congregational Meeting.

Section 7 - Professional Staff

The Board of Directors will have the authority, in consultation with the Rabbi, to engage professional staff and other employees.

Section 8 - Banking

The Board of Directors will designate the bank, banks, or trust companies for deposit of Congregational funds. It will have the authority to borrow money and to pledge for the repayment thereof any assets of the Congregation. The Board of Directors will annually (or as otherwise required) designate the signature authority for all Oak Park Temple accounts.

Section 9 - Audit

The Board of Directors will arrange for an independent audit or financial review, no less often than every two years, of the books and records of the Congregation and all affiliates, including Clergy discretionary funds, and will review the findings of the audit or financial review and the recommendations of the auditors within two months after receipt.

Section 10 - Special Meetings

The Board of Directors may call special meetings of the Congregation and/or the Board of Directors whenever the Board deems necessary, or whenever required in accordance with the provisions hereof. A special meeting will be called on the request presented to the President by any four members of the Board of Directors. Notice will be given at least 72 hours in advance of such meeting.

Section 11 - Conduct

Members of the Board of Directors, as the chosen lay leaders of the Congregation, will individually and collectively set an example to the membership by regular attendance at worship services and by active participation in the life and activities of the Congregation.

Additionally, the *Policy Manual* will contain the document, *Brit Avodah*, and all members will be required to sign a copy of the *Brit Avodah* and abide by its tenets. Such expectations are further delineated in the Oak Park Temple *Policy Manual* approved and amended by the Board.

ARTICLE X
THE EXECUTIVE COMMITTEE

The Executive Committee consists of the six officers enumerated in Article VI. The Rabbi, Cantor and any additional clergy will serve in an advisory capacity to the President. The President, with agreement of the Executive Committee, may add other ex-officio, non-voting members, as the President deems necessary. The Executive Committee will do the following:

- A. Recommend to the President actions to be considered by the Board of Directors;
- B. Be empowered to act on behalf of the Board of Directors, if necessary, during any month in which the Board of Directors does not meet;
- C. Take such emergency action as may be deemed necessary at any time;
- D. Recommend to the President nominees to fill vacancies pursuant to Article IX, Section 6;
- E. Report on all actions taken by the Executive Committee to the Board of Directors at its next regular or special meeting; and
- F. Pursuant to Article VII, be consulted by the President or designees from the Executive Committee as part of negotiations related to the execution and renewal of professional agreements with congregational professionals – including all clergy, Temple Educator, Glasser Preschool Director, and Temple Administrator.

ARTICLE XI
COMMITTEES

Section 1 - Committees

At all times, the Congregation will have in operation committees, performing the duties as described and reporting to the Board of Directors. All committees will operate in accordance with the Constitution, Bylaws, and policies of the Oak Park Temple Board of Directors.

A Committee Chairperson or at least one Committee Co-Chair will be a Jewish member in good standing. The Board of Directors is responsible for adopting a Committee structure that addresses the following functions:

- A. Finances, including the annual budget with projected income and expenses;
- B. Membership, including activities that conserve and increase the membership of the Congregation, with specific focus on cultivating relationships and Temple life that meets the needs of current and future members;

- C. Building, to ensure that the Temple building and grounds are in good order and repair;
- D. Religious school and youth groups, to formulate the aims and objectives of the Religious School and Temple Youth Programs and determine their organization and develop basic operating procedures, working with the Temple Educator to assure implementation;
- E. Adult Education, to organize, coordinate, and supervise the Adult Education activities of the Congregation;
- F. Social Action, to develop programs that involve the Congregation in social action endeavors consistent with the ethical teachings of Judaism;
- G. Worship, to carry out programs and activities aimed at enhancing the worship experience at Oak Park Temple, subject to the approval of the Rabbi Cantor, and any additional clergy;
- H. Communications, to facilitate all communications both internal and external. Such communications will include, but not be limited to, prospective members, the local community, and the URJ. Committee leadership and members will coordinate communications among the various committees and groups of the Temple and will assist Committee chairs and other Temple leaders and congregants who need help publicizing Temple events; and
- I. Fundraising/Development, to coordinate all fundraising and development efforts of Oak Park Temple in consultation with the Finance Committee and professional staff.

Glasser Preschool: The Board will designate a standalone committee to be responsible for Glasser Preschool. This Committee, in consultation with the Board of Directors, the Rabbi, and the Glasser Preschool Director, will formulate the aims and objectives of the Glasser Preschool (and its related activities, e.g., Camp Bet Yeladim), determine its organization, and develop basic operating procedures. The Committee will work with the Glasser Preschool Director to assure implementation of these procedures.

The Board will have the discretion to assign these functions and any others it sees as essential to a set of Standing Committees. The names of each Standing Committee must be published in the *Policy Manual*, and these may be changed only by a Board vote.

Section 2 - Board Responsibilities

The Board will ensure that at least one Board Member – either an Officer or an At-Large Board Member – is responsible for participating with each task force, board, and Committee that is created to fulfill the functions described in Section 1 of this Article and for presenting its perspectives and information regarding its activities at Board Meetings.

Section 3 - Other Committees and Task Forces

Other committees and task forces may be created by the President or the Board of Directors for such purposes as the Board of Directors deems necessary, including, but not limited to, providing oversight for particular Temple programs or addressing issues of organizational planning. The terms and membership of such committees and task forces will be as determined by the President and the Board of Directors. All such committees and task forces will operate in accordance with the Constitution, Bylaws, and policies of the Temple and will report to the Board of Directors.

ARTICLE XII **NOMINATIONS**

Section 1 - Nominations of Officers and Board Members

Nominations of all Officers and Board Members will be made by a Nominating Committee. This committee will be chaired by the Immediate Past President, or, in the event that the Immediate Past President declines or is unable to serve, an alternate appointed by the President. The committee will consist of seven members of the Congregation as follows:

- A. The Chairperson;
- B. Two members selected by the President from the Officers and Members of the Board;
- C. Four members selected by the President from the other members in good standing of the Congregation at large.

Section 2 - Nominations by the Nominating Committee

- A. The Nominating Committee, in consultation with the Rabbi and the President after its initial vetting, will present a slate of nominees, chosen in accordance with Articles VI and XI, consisting of one nomination for each officer and for each director whose term of office will expire at the close of the Annual Congregational Meeting.
- B. The Nominating Committee will present a slate of nominees chosen in accordance with all Constitutional requirements.
- C. In making nominations, the Nominating Committee will consider, *inter alia*, length of previous service on the Board of Directors; representation of the Congregation in matters including age and geographical distribution; service to the Congregation; and willingness to assume significant volunteer responsibilities. All At Large members may serve two consecutive two-year terms.
- D. By September 1 of each year, the President will appoint the members of the Nominating Committee for that year.
- E. At least 30 days prior to the Annual Meeting of the Congregation, the Nominating Committee will notify the Congregation of the following:

- i. The names of the nominees and the offices for which they have been nominated;
- ii. The procedure to be followed for additional nominations by petition from the Congregation;
- iii. The date, time and place of the Annual Meeting and election of Officers and directors.

Section 3 - Nomination by Petition

Nomination for any Officer or member of the Board of Directors whose term of office will expire at the close of the Annual Congregational Meeting may be made by petition of any 10 members of the Congregation.

- A. Nominations by petition must be filed with the Secretary at least 15 days prior to the date of election;
- B. The Secretary will deliver notice of such nominations to the members of the Congregation at least 10 days prior to the date of election, or in the manner prescribed in Article XVII.

ARTICLE XIII
CLERGY

Rabbi

The term “Rabbi” as used in this Constitution, unless otherwise specified, will refer to the Congregation’s Senior Rabbi and not to any assistant, associate, emeritus, or other rabbi.

Section 1 - Selection of the Rabbi

- A. The Rabbi will be selected by a special selection committee appointed by the President of the Congregation with the approval of the Board of Directors. This committee will recommend to the Board of Directors a Rabbi to be elected.
- B. Upon approval of the Board of Directors, this recommendation will be presented to the Congregation at a regular or special meeting. A quorum of the members, as defined in Article XVI, Section 3, must be present. A two-thirds majority of the members present at this meeting will be required for the initial election of a Rabbi.

Section 2 - Employment Conditions

- A. Following the election of the Rabbi by the membership of the Congregation, the Board of Directors will be guided with respect to tenure, life tenure, retirement, or termination of services by the procedures recommended by the Central Conference of American Rabbis and by the Union for Reform Judaism. The recommendations of these bodies also will be used to guide the relationships and contractual matters between the Rabbi and the Congregation.
- B. A Rabbi may be dismissed by the Board of Directors, subject to ratification by a majority of a quorum of the members of the Congregation present at a duly constituted annual or special meeting of the Congregation.

Section 3 - Duties of the Rabbi

The duties of the Rabbi, compensation for services, reimbursement of expenses, and any specifics as to the manner of performance of such duties, will be enumerated in a personal service contract between the Rabbi and the Congregation. The Board of Directors will be guided by the Guidelines for Rabbinical-Congregational Relationships as published by the Union for Reform Judaism and the Central Conference of American Rabbis in the preparation of such contract.

Section 4 - Committees

The Rabbi will be an ex-officio member without vote of the Board of Directors, the Executive Committee, and all standing committees.

Cantor

Section 1 - Selection of the Cantor

- A. The Cantor will be selected by a special selection committee appointed by the President of the Congregation with the approval of the Board of Directors. This committee, in consultation with the Rabbi, will recommend to the Board of Directors a Cantor to be elected.
- B. Upon approval of the Board of Directors, this recommendation will be presented to the Congregation at a regular or special meeting. A quorum of the members, as defined in Article XVI, Section 3, must be present. A two-thirds majority of the members present at this meeting will be required for the initial election of a Cantor.

Section 2 - Employment Conditions

- A. Following the election of the Cantor by the membership of the Congregation, the Board of Directors will be guided with respect to tenure, life tenure, retirement, or termination of services by the procedures recommended by the American Conference of Cantors and by the Union for Reform Judaism. The recommendations of these bodies also will be used to guide the relationships and contractual matters between the Cantor and the Congregation.
- B. A Cantor may be dismissed by the Board of Directors, subject to ratification by a majority of a quorum of the members of the Congregation present at a duly constituted annual or special meeting of the Congregation.

Section 3 - Duties of the Cantor

The Cantor will perform duties as determined by the Board of Directors, in consultation with the Rabbi. In establishing the duties of the Cantor, the Board will refer to the guidelines issued by the American Conference of Cantors and by the Union for Reform Judaism.

Section 4 - Committees

The Cantor will be an ex-officio member without vote of the Board of Directors, the Executive Committee, and all standing committees.

Additional Members of the Clergy

Section 1 - Selection of Additional Members of the Clergy

- A. An additional member of the clergy (for instance, an assistant or associate Rabbi or an assistant or associate Cantor) will be selected by a special selection committee appointed by the President of the Congregation with the approval of the Board of Directors. This committee, in consultation with the Rabbi and Cantor, will recommend to the Board of Directors an additional member of the clergy to be elected.
- B. Upon approval of the Board of Directors, this recommendation will be presented to the Congregation at a regular or special meeting.

Section 2- Employment Conditions

- A. Following the election of an additional member of the clergy by the membership of the Congregation, the Board of Directors will be guided with respect to term of service, tenure, life tenure, retirement, or termination of services by the procedures recommended by the Union for Reform Judaism (and, as relevant, the Central Conference of American Rabbis or the American Conference of Cantors). The recommendations of these bodies also will be used to guide the relationships and contractual matters between the clergy member and the Congregation.
- B. b. An additional member of the clergy as defined in Section 1a may be dismissed by a two-thirds majority of the Board of Directors.

Section 3- Duties of the Additional Member of the Clergy

The additional member of the clergy will perform duties as determined by the Board of Directors, in consultation with the Rabbi and Cantor. In establishing these duties, the Board will refer to the guidelines issued by the relevant professional organization (specified above) and the Union for Reform Judaism.

Section 4- Committees

The additional member of the clergy will be an ex-officio member without vote of the Board of Directors, the Executive Committee, and all standing committees.

ARTICLE XIV **PROFESSIONAL STAFF**

In consultation with the Rabbi, the Board of Directors will create and fill professional staff positions. Such positions may include those described below and others created from time to time as needed.

Section 1 - Temple Administrator

The Temple Administrator will perform duties as determined by the Board of Directors. In establishing such duties, the Board and the Officers will refer to guidelines issued by the appropriate professional organizations associated with the Union for Reform Judaism.

The Temple Administrator will report to the Congregational President or the President's designee from among the Vice Presidents. The Temple Administrator will work with the Vice Presidents as appropriate to their respective areas of responsibilities. The Temple Administrator will report to the Executive Committee and Board of Directors at least monthly. The Temple Administrator will be an ex-officio member, without vote, of the Executive Committee.

Section 2 - Temple Educator

The Educator will perform duties as determined by the Board of Directors. In establishing the duties of the Educator, the Board will refer to the guidelines issued by the appropriate professional organizations associated with the Union for Reform Judaism. The Educator will report to the Congregational President or the President's designee from among members of the Executive Committee, with ongoing consultation with the Chairperson of the Religious School Committee and the Rabbi. The Temple Educator will attend monthly meetings of and report to the Oak Park Temple Board of Directors.

Section 3 - Director of the Glasser Preschool

- A. Selection of the Director of the Glasser Preschool will be made by the Board of Directors in consultation with the Glasser Preschool Committee.
- B. The Director of the Glasser Preschool will perform duties as determined by the Oak Park Temple Board of Directors, in consultation with the Glasser Preschool Committee. In establishing the duties of the Director, the Board and the Glasser Preschool Committee will refer to the guidelines issued by the appropriate professional organizations associated with the Union for Reform Judaism, the National Association for the Education of Young Children (NAEYC) or other pertinent organizations.
- C. The Director of the Glasser Preschool will manage all operations of the Preschool and its related activities, including curriculum, fiscal operations, staffing, enrollment, accreditation, and state and local licensing. For purposes of supervision, the Director will report to the Congregational President or the President's designee from among the members of the Executive Committee of the Oak Park Temple Board of Directors, with ongoing consultation with the Chairperson of the Glasser Preschool Committee and the Rabbi. The Director of the Glasser Preschool will attend monthly meetings of and report to the Oak Park Temple Board of Directors on all operations of the Preschool and its related activities.

Section 4 - Others

From time to time, as needed, the Board may engage additional professional staff and determine their duties and reporting responsibilities.

Section 5 - Employee Handbook

The Board of Directors will be guided by the procedures outlined in the *Employee Handbook* in all dealings with staff and employees. Policies and procedures related to all employees of Oak Park Temple are delineated in the Oak Park Temple *Employee Handbook*, which may be found on the Temple website or in the Temple office.

ARTICLE XV
AMENDMENTS

Section 1 - Amending the Constitution

- A. Amendments to the Constitution and Bylaws will be initiated by the Board of Directors or by at least ten percent (10%) of the voting units of membership of the Congregation. Amendments, initiated from within the Congregation will be presented in writing to the Secretary of the Congregation at least 90 days prior to the meeting at which the amendment will be considered by the Congregation. The Secretary will transmit such congregationally-initiated amendments to the Board.
- B. All amendments proposed under Section 1, regardless of Board action, will be voted on at any regular meeting of the Congregation or any special meeting called for that purpose. Copies of the proposed amendments will be delivered to each member by the Congregational Secretary along with the notice of the meeting, and the report and recommendation of the Board, if any, at least thirty days prior thereto. An affirmative vote of at least two-thirds of the voting units of membership present and voting will be necessary to adopt any amendment.

Section 2 - Review of the Constitution

At least once every five years, the President will appoint a committee to review the Constitution and make recommendations for any necessary amendments to it.

ARTICLE XVI
MEETINGS OF THE CONGREGATION

Section 1 - Annual Meetings

An Annual Meeting of the Congregation will be held each year at such time and place as will be fixed by the Board of Directors. Notice of such Annual Meeting will be delivered to the members of the Congregation at least 10 days prior to the date set for such meeting.

Section 2 - Special Meetings

A written notice of a special meeting will be delivered two weeks prior to the scheduled date and time of such meeting, and will specifically state the purpose of such meeting.

Section 3 - Quorum

No annual or special meeting of the Congregation may transact business or vote on matters before the Congregation unless a quorum is present. Thirty percent of the total number of voting units of membership in good standing in the Congregation, as defined in Article IV of these Constitution and Bylaws, will constitute a quorum. If there is an absence of a quorum for an annual meeting, the President will call a special congregational meeting within 60 days of the meeting at which there was an absence of a quorum for purpose of conducting the business that had been on the agenda for that annual meeting.

ARTICLE XVII
MISCELLANEOUS

Section 1 - Rules of Order

The rules of procedure for all meetings will be guided by *Robert's Rules of Order*.

Section 2 - Notices

Notices to the Congregation at large may be made by publication or announcement including mailing, electronic media, or other manner as the Board of Directors may direct.

Section 3 - Fiscal Year

The fiscal year of the Congregation will be from July 1 through the following June 30.

Section 4 - Seats

Seats for religious services or community activities in the Congregation will be unassigned.

Section 5 - Gifts

All gifts in trust and gifts to special funds or for special purposes will be segregated from general funds, in accordance with Board policies on restricted funds. The Board will establish policies and guidelines as necessary for the receipt of gifts and their designation and maintenance. The Board will have the authority, to the extent permitted by law, to cause the discontinuance of funds that have achieved the purpose for which they were created, or which no longer contain sufficient amounts of money to justify their continuance.

Section 6 - Memorial Tablets

The Board of Directors will set guidelines as necessary for Memorial Tablets and Remembrances.

Section 7 - Meetings

All congregational, Board, committee, and subcommittee meetings, with the exception of the Nominating Committee, are open to all members of the congregation. All of these bodies may hold Executive sessions during which non-members of those bodies may be asked to leave.

Section 8 – Policy Manual

The board will maintain a *Policy Manual* congruent with this Constitution that is designed to support the purpose and mission of Oak Park Temple and that will be available for review on the Temple website.

The policies in this manual will provide the following:

- A. Guidelines for disseminating information by and about Oak Park Temple to its members, to the greater Jewish community, and to the community at large;
- B. Policies and procedures for life-cycle events (weddings, funerals, b'nai mitzvah, etc.);

- C. Principles informing decisions on dues and the use of Temple property by committees, members, or other organizations in the community;
- D. Rules shaping the employer/employee relationship for Temple paid staff.
- E. Other information as deemed relevant and appropriate (for example, the Board *Brit Avodah*).

ARTICLE XVIII **ENDOWMENT FUND**

Section 1 - Creation and Purpose

The Endowment Fund was created by act of the Board of Directors on June 11, 1986. The purpose of the endowment is to provide income annually to the congregation and to be a source of funds to loan to the General Fund of the Temple (1) in the event of a major repair to or expansion of the Temple building and (2) in case of a catastrophe.

Section 2 - Committee of Trustees

Investments of the Endowment Fund will be overseen by a five-member Committee of Trustees which will consist of the President of the Temple and four other members of the congregation in good standing, who will serve four year staggered terms. All members of the Committee of Trustees will be appointed by the President.

The appointment of a member to fill the term expiring each year is to be made at the first Board of Directors meeting after the Annual Congregational Meeting. Each trustee will serve until a successor is appointed. Decisions of the committee of trustees are to be made by a majority vote. The Committee of Trustees will choose a Chairperson, who will not be the President of the Temple. The Rabbi is to serve on the Committee of Trustees, ex-officio (without vote).

Section 3 - Duties of the Committee of Trustees

The Committee of Trustees will be responsible for the endowment maintaining a balanced and diversified portfolio that includes a conservative mix of equities, fixed-income, and cash equivalent securities.

In providing oversight of the endowment, the Endowment's Committee of Trustees' key financial objective is maintaining or increasing the purchasing power of the endowment over the long term, after inflation and annual disbursements to the General Fund.

The Chairperson of the Committee of Trustees and the President of the Temple will each sign all checks and other documents required to be signed for the Endowment Fund. The Committee of Trustees, via its Chairperson, will give a report to the Congregation, at its Annual Meeting, of the investments of the fund, the growth of the fund, and the payments made to the Temple General Fund for the preceding year. The Committee of Trustees will establish and maintain a record of all funds, investments, income, and payments and will report quarterly to the Board of Directors with respect thereto.

Section 4- Use of the Endowment Fund

The Endowment Fund of Oak Park Temple B'nai Abraham Zion will annually transfer to the congregation's General Fund an amount equal to 5 percent of endowment assets each Passover. Such disbursement will be made in accordance with the provisions of Illinois State Law.

For the purposes of determining the transfer amount, endowment assets will be defined as the total value of all marketable securities as of the close of business on December 31st of the prior secular calendar year. Marketable securities will be considered all assets that can be readily converted to cash.

Special circumstances may arise that require the endowment to lend to the General Fund assets in excess of the 5 percent annual Passover disbursement. These circumstances can be categorized within two groups: 1) Group One is limited to major building repairs, expansion of the Temple building, or in the event of a catastrophe; or 2) Group Two, which includes extraordinary items not covered under Group One.

Loans made under the circumstances of either group require a two-thirds vote of all members of the Temple Board of Directors and pursuant to a plan, approved by the Board of Directors, for repayment of the loan. Loans made under the circumstances of Group Two additionally require a majority vote of the Endowment Fund committee of trustees.

Subcategories of the Endowment Fund may be established with the approval of the Committee of Trustees for significant contributions to the Endowment Fund for a particular program.

Section 5 - Contributions to the Endowment Fund

The Committee of Trustees will keep a permanent record of all gifts, bequests, and pledges to the Endowment Fund. All unspecified gifts to the Temple, as determined by the Temple Administrator in consultation with the President, are to be deposited into and become a part of the Endowment Fund.

ARTICLE XIX
ADOPTION OF CONSTITUTION

This Constitution and Bylaws, from the time of adoption, will govern the operation and management of Oak Park Temple B'nai Abraham Zion, and all previous Constitutions and Bylaws are hereby repealed.