

**Constitution  
of  
Congregation Ahavat Shalom**

Teaneck, New Jersey

**Preamble**

The aim and purpose of this Organization is to maintain an Orthodox synagogue, to provide for the religious and the communal needs of our members and their children, and to secure for ourselves and to transmit to our children the Jewish heritage with which we were endowed by our Creator.

**ARTICLE I  
Name**

Section 1. The name of this Organization, incorporated under the laws of the State of New Jersey as a non-profit-making corporation, shall be Congregation Ahavat Shalom.

**ARTICLE II  
Organization**

Section 1a. Congregation Ahavat Shalom has been established for the purpose of maintaining a synagogue and conducting its religious services therein in keeping with the dictates of the Written and Oral Law of the Torah, as determined by the Rabbi in accordance with authoritative codes of Jewish law and as further prescribed in the following paragraphs.

Section 1b. 1. At no time shall worship services take place in the synagogue without men and women being separated. This separation shall be effective whether by a balcony reserved for the sole and exclusive use of the female worshipers or by a tangible physical separation known as Mechitzah.

Section 1b. 2. At no time shall instrumental music be played or caused to be heard on Shabbat and Holy Days.

Section 1b. 3. The Cantor or Reader, when officiating at worship, shall always face in the direction of the Holy Ark, except when reciting the last stanza of the prayer Lecha

Dodi, reciting the Kiddush and Havdalah, and during the ceremony of Hotzaat and Hachnasat Sefer Torah - the removing and returning of the Torah Scrolls from and to the Holy Ark.

Section 1c. It is expressly recognized by the founders and members of this Congregation that inasmuch as the principles of Orthodox Judaism are based upon Divine authority, the rules governing the Divine worship in this Congregation are not subject to change by any vote, amendment, or other action of the membership, Board of Directors, officers or any other of its officials or employees.

Section 1d. Any dispute concerning matters of Jewish Law, custom, worship, or structure of the House of Worship, including disputes between a majority of the members and a minority consisting of even one member, shall be referred first to the Rabbi whose decision shall be binding on the Congregation, subject only to an appeal to the Beit Din of the Rabbinical Council of America.

Section 1e. Every contribution or donation, whether of real, personal, or mixed property, made generally or for any specific use to this Synagogue, shall be deemed as made in trust under the express condition and for the unchangeable purpose of conducting an Orthodox synagogue as defined above, and for the furtherance of the religious objectives as set forth above, and every such contribution when received by the synagogue, shall be deemed received and accepted according to this condition and in furtherance of such trust, except for contributions to outside charities made under the aegis of the Synagogue.

Section 2. All papers, documents, seals, etc. of the Organization shall be kept in the office of the Organization or other place authorized by the Board under the supervision of the President and the Treasurer.

Section 3. The Minutes and Constitution shall be in the English language.

Section 4. The Fiscal year shall commence on January 1 of each year and conclude the following December 31.

### **ARTICLE III Membership**

Section 1. The Congregation welcomes all persons to the synagogue who seek to avail themselves of communal prayer and study or a place of meditation, or who seek spiritual solace within its walls. The Congregation asks only that those who enter shall, while on the grounds of the synagogue, conduct themselves in a proper and decorous manner and shall not offend the moral, social or religious sensitivities of other

worshippers. The right of all persons to attend the synagogue being vouchsafed, it shall rest with the Rabbi and Gabbaim in Charge to determine in any instance whether conditions exist, which are prejudicial to the rights and sensitivities of other worshippers.

Section 2. Though recognizing the obligation of the Congregation to minister to the community at large, as outlined in Section 1 of this Article, it is nevertheless recognized that membership in the corporate body of the Congregation is a privilege entailing responsibilities as well as rights. The Congregation reserves the right to set rules for membership and to accept, reject, or suspend individuals from voice or vote, or from any and all privileges of membership, in accordance with the rules set down in this and other Articles and in such By-laws and resolutions as the Board of Directors may from time to time resolve.

Section 3a. Any person of the Jewish faith as defined by Halacha who has reached the age of eighteen (18) shall be eligible to apply for membership.

Section 3b. Candidates for regular membership shall apply in writing to the Board of Directors. Where a candidate is married each spouse shall be considered to be applying for membership unless otherwise indicated. Candidates shall indicate that they meet the requirements of Section 3a and that they agree to the conditions of membership, including financial commitments, as described herein. Candidates may also make alternate financial arrangements as provided for in Article IV, Section 2. The approval of the Board of Directors and the receipt of payment, in full or in accordance with approved alternative financial arrangements, of the membership dues shall constitute acceptance into membership.

Section 3c. The Board of Directors may reject a candidate only for halachically permissible reasons. Any questions with respect to halachically permissible reasons shall be referred to the Rabbi for decision with appeal only to the Beit Din of the Rabbinical Council of America.

Section 4. Any reference to a member in the Constitution shall exclude a member not-in-good-standing and a member who is suspended from membership.

Section 5. A member may be suspended from some or all member privileges and offices or may be expelled from membership by a two-thirds vote of the Board of Directors for any one of the following:

- a) Failure to pay dues or other assessments for a period of more than one year; or
- b) Repeated violations of the rules and regulations set herein; or
- c) The continuation of behavior not befitting an officer or member, as determined by the Board of Directors.

Section 6. Alcohol is prohibited on the shul grounds, unless approved by the Board of Directors. Any member possessing alcohol on the shul grounds will be expelled from all member privileges and may be subject to further sanctions as determined by the Board of Directors, within halachik parameters.

#### **ARTICLE IV Financial Commitments**

Section 1a. Membership dues, building fund obligations and other financial charges, commitments and obligations shall be considered financial commitments under this Article.

Section 1b. Membership dues, building fund obligations and other financial assessments shall be determined as approved by the Board of Directors.

Section 1c. Membership dues are payable on September 1<sup>st</sup>. All other financial commitments are payable at the time prescribed by the Board of Directors.

Section 1d. Newly installed members shall be assessed dues on a pro-rata basis for their initial year of membership.

Section 1e. Payments made shall be assumed to be related to the current year, unless otherwise noted.

Section 2a. If a member is unable to meet the member's financial commitment within the prescribed period, the member may apply to the Treasurer for alternative financial arrangements. In making such arrangements, the Treasurer shall follow guidelines established by the Board of Directors. Any arrangement made and agreed to by the Treasurer and the member shall constitute a revised financial commitment. Such a revised financial commitment will be subject to an annual review and approval by the Treasurer to determine the need to provide such assistance going forward.

Section 2b. If a member is unable to reach a satisfactory arrangement with the Treasurer, the member may appeal the decision to the Board of Directors.

Section 2c. Upon receipt of a petition appealing a decision described in Section 2b, the President shall appoint an appeals committee of three (3) persons, consisting of the President or a Vice President and two (2) other members of the Board of Directors. This committee shall hear the appeal within forty-five (45) days and shall be authorized to make alternative financial arrangements with the member by a vote of the majority of the Committee. The Committee's decision shall be final.

Section 3a. Between one (1) and two (2) months prior to the end of the fiscal year, the Treasurer shall notify each member with an outstanding financial commitment that the member shall become a member not-in-good-standing if the member's remaining obligations are not fully paid by the end of the fiscal year. Such notification shall be sent to the member's address on the Congregational mailing list. The notification shall also inform the member that (a) the member has the option of applying to the Treasurer in accordance with Section 2a no later than ten (10) days prior to the end of the fiscal year, and (b) the member may appeal a decision of the Treasurer to the Board of Directors in accordance with Section 2b by the end of the fiscal year or five (5) days following a decision by the Treasurer, whichever is later.

Section 3b. In the event that a member has made a financial arrangement and has not met the terms of the arrangement, the Treasurer shall notify the member by mail, sent to the member's address on the Congregational mailing list, that the member is in default and shall become a member-not-in-good-standing unless the default is remedied within fifteen (15) days of receipt of the notice. The notice shall also inform the member that the member may within the aforementioned fifteen (15) day period notify the Secretary in writing of the member's desire to appear before the full Board of Directors to show cause why the member should not become a member not-in-good-standing. Such appearance shall be made at the next regular meeting of the Board of Directors. For purpose of the appearance, the President shall open the meeting to the Board members only. The Board of Directors shall make a final determination of the member's financial obligations and status. All such discussions and decisions shall remain confidential by those involved.

Section 4a. At the end of the fiscal year, the Treasurer shall notify each member with an outstanding and due financial commitment who has no financial arrangements application or appeal pending, that the member is a member not-in-good-standing. Initial notification shall be made either telephonically or in person with the respective individual. Subsequent notification shall be made via mail sent to the member's address on the Congregational mailing list.

Section 4b. If the Treasurer renders a decision following the close of the fiscal year and it is not appealed, or if the Board of Directors' appeal committee renders a decision following the close of the fiscal year, then the member shall have ten (10) days from the rendering of the decision to satisfy the member's financial commitment. If any obligations are outstanding and due at the end of that period, the Treasurer shall notify the member that the member is a member-not-in-good-standing in accordance with Section 4a.

Section 5. Member-not-in-good-standing status shall remain in effect until all arrears have been paid or until alternate financial arrangements have been made. If no arrangements have been made, the member shall automatically be expelled from membership six (6) months from imposition of member-not-in-good-standing status. To regain member status, such an expelled member must pay all indebtedness to the

Congregation or make an alternate financial arrangement and must re-apply for membership as described in Article III Section 3.

Section 6. Any individual with an outstanding and past due financial obligation to the Congregation who has been made a member-not-in-good-standing or expelled because of non-payment of such an obligation shall not be entitled to receive aliyot; shall not lead the services - even if that person is a chiyuv; shall not receive any honors (kibudim) conferred upon them; shall not have a kayl molay recited on behalf of a deceased relative; shall not be permitted to make use of the shul for social purposes; and the Rabbi or his designee shall not be required to provide any Rabbinical services nor attend any special events on their behalf. Additionally, the Board of Directors at its discretion may impose further limitations on a member-not-in-good-standing.

## **ARTICLE V**

### **Meetings**

Section 1. The Congregation shall meet at least once a year in June.

Section 2a. At the general meeting in June, the Board of Directors shall prepare and present to the Congregation: (a) an estimate of income and expenses and cash flow for the current fiscal year; and b) a budget for the following fiscal year for the Congregation to review.

Section 2b. The budget approved by the Board shall constitute authorization for the Board of Directors or its designee to make expenditures consistent with the descriptions and amounts in the budget.

Section 3. The President may call a special meeting of the Congregation at the President's discretion and shall do so within twenty days (20) of receipt of request by the Board of Directors or by petition of fifty (50) members.

Section 4a. Notice shall be given in writing at least fifteen (15) days prior to the date of any general meeting or five (5) days prior to the date of any special meeting of the Congregation. The notice shall specify the purpose or agenda of the meeting, as well as the date, time, and location of the meeting. No business may be transacted at the meeting other than that related to topics specified in the meeting's notice. Topics need not take the form of specific motions to be included in the agenda. Topics not on the agenda may be brought up at a general membership meeting for discussion only.

Section 4b. Any member shall have the right to place a topic or motion on the agenda for a general meeting, provided such topic or motion is transmitted in writing to the Secretary in time to be included in the meeting's notice.

Section 5. A quorum for any membership meeting shall consist of twenty (20) members, at least one (1) of whom is an officer and thereby legally qualified to preside.

Section 6a. All decisions of the Congregation and Board of Directors shall be by vote of those present and voting at a membership or Board of Director's meeting, respectively, unless otherwise specified in the Constitution or By-laws or by discretion of the Board.

Section 6b. Unless otherwise specified, votes required of the Congregation and Board of Directors under the Constitution and By-laws shall be decided by majority vote. All other decisions of the Congregation and Board of Directors shall also be by majority vote, except as otherwise provided in Robert's Rules of Order. Where a provision of the Constitution requires a majority or other proportion vote of the Board of Directors or the Congregation, the majority or other proportion shall be of those voting.

## **ARTICLE VI Officers**

Section 1. The Officers of the Congregation shall consist of the President, the Westgate Vice President, the Walraven Vice President, the Terrace Circle Vice President, the Outside Apartments Vice President, the Treasurer, the Gabbai Rishon, the Gabbai Sheini, the Gabbai Shelishi, the Gabbai Reviey, two (2) Sisterhood Presidents and the Secretary.

Section 2. The rank of Officers shall be as follows:

- President
- All Vice Presidents
- Treasurer
- Gabbai Rishon
- Gabbai Sheini
- Sisterhood Presidents (2 votes)
- Gabbai Shelishi (with no vote, unless the Gabbai Rishon or Sheini are unavailable)
- Gabbai Reviey (with no vote, unless two of the other Gabbaim are unavailable)
- Secretary (with vote)

Section 3. The term of Officer shall run for one (1) year starting on September 1<sup>st</sup> with the fiscal year or continuing until successors are elected and qualified.

Section 4a. The four (4) Vice Presidents shall represent the following four (4) apartment complex designations: Westgate, Walraven, Terrace Circle, and the Outside

Apartments. For purposes of this designation, the Outside Apartments refers to all members who do not reside in one of the three other apartment complexes.

Section 4b. The Vice Presidents shall be elected by a majority vote of the members residing in their respective apartment complex designations. All persons running for the Vice President position must reside in the apartment complex designation for which they will represent.

Section 5. All Officers must be members-in-good-standing of the Congregation.

## **ARTICLE VII Duties of the President**

Section 1. The President shall (a) preside at all meetings of the Board of Directors and of the Congregation; (b) ensure that the Constitution, By-laws, and standing rules of the Board of Directors and the Congregation are observed; (c) ensure that the Officers discharge their duties faithfully; (d) appoint the chairmen of all standing and special committees where the chairman is not otherwise provided for; (e) serve ex-officio, with vote, or designate a Vice President to so serve, on all standing committees; and (f) sign contracts and commitments on behalf of the Congregation at the direction of the Board of Directors or the Congregation.

Section 2. The President shall be entitled to vote only when the vote is by ballot or when the vote would change the results.

Section 3. The President and committee chairs (at the President's discretion) shall present an annual report to the Congregation on the condition of the Congregation during the December general membership meeting.

Section 4. The President must be male and must be a member-in-good-standing of the Congregation for over one (1) full calendar year.

## **ARTICLE VIII Duties of the Vice Presidents**

Section 1. The Vice Presidents shall assist the President in the discharge of the President's duties.

Section 2. The Vice Presidents shall jointly assume the duties of the President in the President's absence.

Section 3. The Vice Presidents shall act as a liaison between their respective complexes and the Board of Directors.

Section 4. The Vice Presidents shall be responsible for timely erecting and dismantling of their complex succah, as well as assisting in the organization and preparation of shul programs (e.g. kiddushim, shul BBQ, and the Purim Chagiga).

Section 5. The Vice Presidents shall assist in the preparation/clean-up of the shul prior/subsequent to services.

Section 6. The Vice Presidents shall be responsible for ensuring all residents of their respective complexes who attend shul on a regular basis, are paid members.

## **ARTICLE IX Duties of the Treasurer**

Section 1a. The Treasurer shall maintain the financial books and records of the Congregation and shall receive, maintain, and disburse all monies on behalf of the Congregation.

Section 1b. The Treasurer, or the Treasurer's appointee, shall verify all bills and make the appropriate entries for monies received and paid in the books of the Congregation. The Treasurer shall deposit monies and maintain the accounts of the Congregation in the name of the Congregation in such banks as the Board of Directors shall designate.

Section 1c. The Treasurer shall ensure that the Congregation carries indemnification insurance to protect the Officers and Directors in the event they are sued as a result of executing their responsibilities as defined in the Constitution.

Section 2. The Treasurer shall semi-annually notify members of the Congregation of the status of their accounts and of amounts due.

Section 3. The Treasurer may delegate aspects of the Treasurer's duties to other members of the Board of Directors, but shall supervise their execution and maintain overall responsibilities.

Section 4a. The Treasurer shall deliver all monies, books, and papers to the Treasurer's successor in office. When so requested by the Board of Directors or by the Congregation, the Treasurer shall deliver such monies, books, and papers to the President.

Section 4b. All financial books and papers of the Congregation shall be kept in the principal office of the Congregation or other place authorized by the Board under the direct supervision of the Treasurer.

Section 4c. The Treasurer, or the Treasurer's designee, shall monitor the use of the Congregation's Tax Identification Number to ensure that it is not used inappropriately, including unauthorized use by unaffiliated charitable organizations.

Section 5. Authorized signatories of checks drawn on the account of the Congregation shall be the President and the Treasurer. The signatures of both the President and Treasurer shall be required to withdraw funds or issue checks on the accounts of the Congregation above \$1,000 (one thousand dollars).

Section 6. As deemed necessary by the Board, but no less than quarterly, the Treasurer shall provide the Board of Directors with a mid-year financial status report, comprising the Congregation's year to date financial performance, a projection of end of the year results and an update and overview of significant financial initiatives.

## **ARTICLE X**

### **Duties of the Gabbaim**

Section 1a. The Gabbaim shall arrange for the conduct of religious services, designate those who lead the services and distribute honors. The Gabbai Rishon may delegate aspects of his duties to the other Gabbaim but shall supervise their execution and maintain overall responsibility.

Section 1b. The Gabbai Rishon shall be the chairman of the Religious Committee.

Section 2. The Gabbaim shall act with the guidance of the Rabbi and in matters of Halacha shall be subject to Article XV, Section 1.

Section 3. All Gabbaim must be male and members of the Congregation.

Section 4. In the absence of any Gabbai, the highest-ranking male officer present shall act as Gabbai.

Section 5. No individual shall officiate at services at any time without the express authorization of a Gabbai or acting Gabbai if one is present.

**ARTICLE XI**  
**Duties of the Secretary**

Section 1. The Secretary shall arrange all communications from the shul including the weekly newsletter and emails.

Section 2. The Secretary shall be the webmaster of the shul website and should maintain it on an ongoing basis.

**ARTICLE XII**  
**Duties of the Board of Directors**

Section 1a. The Board of Directors of the Congregation shall consist of the Officers, as defined in Article VI, Section 1.

Section 1b. Each year the Congregation shall elect the members of the Board of Directors.

Section 2a. The Board of Directors shall manage the affairs of the Congregation and enter into the contracts on behalf of the Congregation, subject to the provision of the Constitution, By-laws, and rules of the Congregation.

Section 2b. The Board of Directors shall have the authority to review and may overrule by two-thirds (2/3) vote any decision of any officer or committee of the Congregation other than financial arrangements and delegations of authority specifically authorized by the membership.

Section 3. The Board of Directors shall determine its own rules of government and meetings, provided such rules do not conflict with the Constitution or By-laws.

Section 4. An absolute majority of the Board of Directors shall constitute a quorum.

Section 5a. The Board of Directors shall meet at least ten (10) times per fiscal year, with notice sent out at least five (5) days prior to each meeting.

Section 5b. The President may call a special meeting with a minimum of two (2) days oral, written, or electronic notice. In the very unusual circumstance that a dire emergency occurs, the resolution of which cannot wait the "minimum" two (2) days, the President has the option of convening an emergency meeting to address the issue. The President shall call a special meeting within seven (7) days of receipt of a request of at least six (6) members of the Board of Directors. The meeting notice shall specify the purpose of the meeting and no other business may be transacted.

Section 5c. Board of Directors meetings shall be open to all members of the Congregation. Non-Board members may speak at Board of Directors meetings only by invitation of the Board of Directors.

Section 5d. Notwithstanding Section 5c above, the President may declare a meeting open to the Board of Directors only and shall do so on request of the Board of Directors.

Section 6a. The Board of Directors shall have the right to authorize expenditures not to exceed five thousand dollars (\$5,000) per item, up to an aggregate amount of ten percent (10%) of the operating budget of the Congregation for all non-budget items. This is the case whether these expenditures are charged to the operating budget or the capital budget. Contracts in excess of this individual or aggregate annual authority must be approved by the Congregation. The Board of Directors shall have the right to authorize expenditures greater than those listed above, without Congregation consent, only with respect to approving the financial terms of the Rabbi's contract.

Section 6b. For expenditures over five thousand dollars (\$5,000) previously authorized by the Congregation, the Board of Directors may approve additional expenditures up to ten percent (10%) of the amount authorized or five thousand dollars (\$5,000), whichever is less.

Section 7a. The Board of Directors may spend up to one thousand dollars (\$1,000) per item, up to aggregate amount of two and one half percent (2.5%) of the operating budget for non-budget expenses.

Section 7b. No agreement or other arrangement, whether or not approval by the Board of Directors and/or the Congregation is obtained or required hereunder, shall be legally binding on the Congregation unless the provisions of the agreement or arrangement are set forth in a writing duly executed on behalf of the Congregation by a duly authorized Officer of the Congregation.

### **ARTICLE XIII**

#### **Elections**

Section 1. In June of each year, the Board of Directors shall allow for open nomination by the member of the Congregation for election as Officers and Directors of the Congregation.

Section 2a. Nominees for elective position must be members in good standing of the Congregation.

Section 2b. Members may not hold more than one (1) elective voting position in the Congregation (e.g. if one is elected to a voting position as well as to a Gabbai position, such individual can not be Gabbai Rishon or Shenei and will not be entitled to two votes under any circumstance).

Section 3a. On or before July 31<sup>st</sup>, the membership shall be notified of all the candidates for Officer and Director positions and the Congregation shall be notified of the date on which elections are to be held. This information shall be made available in written or electronic form.

Section 3b. Elections shall take place in August and shall last one week. Members shall vote in person by secret ballot or by secret absentee ballot or mail ballot or electronically in accordance with procedures adopted by the Board of Directors. Absentee ballots must be submitted by the close of elections.

Section 4. All ties for Officer positions shall be decided at a special run-off election held within thirty (30) days of the original election.

**ARTICLE XIV**  
**Suspension, Expulsion, Censure**  
**of Members and Removal of Officers.**

Section 1a. The Board of Directors shall have the power to censure, suspend, or expel a member for violating the rules of the Congregation or for acting in a manner that is detrimental to the good name and best interests of the Congregation or the Jewish community. Such action shall require a two-thirds (2/3) vote of the full membership of the Board of Directors.

Section 1b. Before the Board of Directors shall vote such action, the member shall be given the opportunity to appear in person or to respond in writing to oppose the action. If the member appears in person, the member may be accompanied by counsel, provided that the counsel is also a member of the Congregation.

Section 1c. The member shall also have the right to appeal the action of the Board of Directors to the Congregation by so notifying the Board of Directors within thirty (30) days of being notified of the vote of the Board of Directors.

Section 1d. In the event of such an appeal, the Congregation at a special meeting called for that purpose shall decide whether it affirms the Board of Director's action.

Section 2a. The Board of Directors shall have the power to recommend removal of an Officer from office for misfeasance, or nonfeasance, or for violating the rules of the

Congregation or for acting in a manner that is detrimental to the good name and best interests of the Congregation or the Jewish community. Such recommendation shall require a two-thirds (2/3) vote of the full membership of the Board of Directors, excluding the officer in question.

Section 2b. Before the Board shall vote such an action, the Officer shall be given the opportunity to appear in person or to respond in writing to oppose the action. If the Officer appears in person, the Officer may be accompanied by counsel, providing that counsel is also a member of the Congregation.

Section 2c. At a special meeting called for that purpose, the Congregation shall decide whether to vote the action recommended by the Board of Directors.

Section 3. Before any of the actions described in Section 1 or 2 shall finally take effect, the member shall have thirty (30) days from being notified of vote of the action to request in writing that the Rabbi or Rabbi's designee be consulted as to whether the action is consistent with Halacha.

Section 4. If an Officer is suspended, expelled or declared a member-not-in good standing, that office or position shall be considered vacant. Subsequent restoration of member status shall not bring restoration of office or position.

Section 5. The office or position of any member of the Board of Directors who is absent from three (3) consecutive regular meetings without satisfactory reason may be declared vacant by the Board of Directors.

## **ARTICLE XV Vacancy of Office**

Section 1. Should a vacancy occur for any reason in any elected office, other than the President, the Board of Directors shall elect a member to serve for the remainder of the term for which the original incumbent was elected.

Section 2. Should the President's office become vacant for any reason, the Board shall elect by majority vote a new President from among the remaining members of the Board of Directors.

**ARTICLE XVI**  
**The Rabbi**

Section 1a. The Rabbi shall be the authority for all religious aspects of all religious services and functions of the Congregation.

Section 1b. The Rabbi shall have final jurisdiction and authority to rule on all matters of Halacha, as described in Article II, Section 1d.

Section 2. Permission to use the name, pulpit, or facilities of the Congregation for public purposes in connection with any religious services or religious instruction shall be granted only with the consent of the Rabbi or his designee. In the absence of the Rabbi and his designee, or if no Rabbi is serving the Congregation, permission shall be granted only with the consent of the Religious Committee.

Section 3. The Rabbi shall, to the extent practical, officiate at marriages, funeral, and other religious ceremonies when requested to do so by a member, provided such ceremonies are in keeping with Halacha and reasonable notice provided.

Section 4. Additional specific duties, not in conflict with the provisions of the Constitution, may be incorporated into the contractual agreement arranged by the Congregation with the Rabbi.

Section 5a. Should the position of Rabbi become vacant for any reason, the Board of Directors may appoint an interim Rabbi, who shall occupy the position for no more than six (6) months, unless that period shall be extended by the Congregation.

Section 5b. Should the position of the Rabbi become vacant for any reason and the Board of Directors has yet to appoint an interim Rabbi, all matters of halachik dispute shall be presented to a local Teaneck Rabbi, predetermined by the Board of Directors, whose rulings shall carry the same authority as described in Section 1b.

Section 6a. The Board of Directors shall determine the process for selecting a candidate or candidates for Rabbi. Each candidate for Rabbi shall be approved by the Board of Directors, and the Board of Directors may approve one or more candidates for presentation to the Congregation. Selection of a new Rabbi shall require approval by the Congregation. The proposed contract with a new Rabbi, including length of the contract shall require the approval of the majority of the Congregation.

Section 6b. The election of a new Rabbi shall require sixty-seven percent (67%) participation from the congregation to be deemed effective. The elected Rabbi must garner over fifty percent (50%) of the ballots. In the event no candidate accumulates the required amount of votes, or in the event of a tie, the Board shall select candidates (from the current ballot or new candidates) and hold another election.

Section 7. Employment of the Rabbi shall automatically terminate at the end of the stated term of his written contract unless a written contract renewal, previously approved by the Board of Directors and authorized by the Congregation in accordance with this Section 7, is signed by the Rabbi and a duly authorized Officer of the Congregation. The Board of Directors shall determine the process for arriving at provisions of the proposed contract renewal. The length of the contract renewal shall be approved by the Board of Directors and, following that approval, by the Congregation membership. The contractual agreement, including all financial aspects, shall be approved by the Board of Directors.

Section 8. Any agreement with the Rabbi, including contracts of employment under Section 6 and 7 above, in order to be legally binding upon the Congregation, shall be in writing and signed by a duly authorized Officer of the Congregation. The financial aspects of an employment contract with a Rabbi and renewals thereof shall not be limited by the provisions of Article XI, Section 6(a). During the stated terms of any employment contract with the Rabbi, the Rabbi shall not be dismissed except by three-fourth (3/4) vote of the Congregation. Any and all disputes between the Congregation and the Rabbi, whether arising out of the Rabbi's employment contract or otherwise, which need to be adjudicated, shall be presented to and adjudicated by a mutually agreed-upon sitting Beit Din or by a Beit Din formed pursuant to the so-called Zabla process.

Section 9. No person may hold or administer the office of Rabbi or any Rabbinical Position in the Congregation unless he shall have true Rabbinical ordination (smicha) from a recognized Orthodox Yeshiva or authority, and shall conduct himself in an observant Jewish manner in accordance with the authoritative codes of Orthodox Jewish law.

## **ARTICLE XVII**

### **Committees**

Section 1a. Standing and special committees shall be established as necessary by the Board of Directors. All Standing Committees shall meet at least twice per year.

Section 1b. Among the standing committees shall be the following committees:  
Religious Committee  
Social/Events Committee

Communications Committee  
Sisterhood Committee

Section 1c. All members of the Congregation are eligible for membership on all committees. Members of standing committees shall be appointed for terms of one year or until their successors are appointed. Members of the Committees, unless otherwise stated, are elected by the Board of Directors, in consultation with the Chairman of the committee. Members and elected chairs of these committees may be removed by a 2/3 vote of the Board of Directors.

Section 2. The Religious Committee shall assist the Rabbi and the Gabbaim in the discharge of their duties. These duties include, but are not limited to: The formulation of all necessary and appropriate rules, regulations, and guidelines in connection with the conduct of services and other religious gatherings, as approved by the Board of Directors; The arrangement for and execution of the ticket sales for the High Holy Days, as approved by the Board of Directors; and The development of the community luach zemanim. Its members shall include, but are not limited to, all Gabbaim and the Rabbi (with vote).

Section 3. The Social Committee shall arrange social functions on behalf of the membership, including, but not limited to, the annual Barbeque and the Simchat Torah and Shavuot Kiddushim/Luncheons. The chairman of this committee is elected by the Board of Directors and all actions proposed and executed by this committee shall be subject to the approval of the Board of Directors.

Section 4. The Communications Committee shall assist the Board of Directors in the maintenance and up-keeping of the Congregation's website, the weekly newsletter, and other communications. Additionally, the Committee shall assist the Board of Directors in the external advertising of the Congregation to the greater Jewish community. The chairman of this committee is elected by the Board of Directors and all actions proposed and executed by this committee shall be subject to the approval of the Board of Directors.

Section 5. The Sisterhood Committee shall organize and supervise religious, cultural, and social activities for the female members of the Congregation. They shall also arrange for and supervise the welcoming of new members of the local Jewish community.

Section 6. All Standing Committees shall report to the Board of Directors. Each committee shall have a board liaison delegated by the Board. All members of the Board of Directors shall be considered ex-officio members of all committee, without the right to vote.

Section 7. No committee shall have the right to make any expenditure or in any way make the Congregation liable, unless such arrangement is approved by the Board of

Directors. No events or projects may be publicized or executed without the approval of the Board.

Section 8a. The Board of Directors shall establish additional ad hoc committees as deemed necessary for the furtherance of the Congregation's aim and purpose. The chairman of such a committee is appointed by the Board.

Section 8b. Ad hoc committees are subject to annual re-approval by the Board of Directors and may be established as a permanent standing committee via three consecutive annual re-approvals and a majority vote of the Board.

### **ARTICLE XVIII Tax-Exempt Provisions**

Section 1. Notwithstanding any other provision in this constitution, this Congregation is formed exclusively for religious, charitable, and educational purposes within the meaning of Section 501C(3) of the Internal Revenue Code; and it shall not engage, otherwise than as an insubstantial part of its activities, in activities which on themselves are not in furtherance of one or more of said purposes.

Section 2. No substantial part of the activities of this Congregation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the Congregation shall not participate in or intervene in any political campaign on behalf of any candidate for public office by the publication or distribution of statements or otherwise.

Section 3. The Congregation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501C(3) of the Internal Revenue Code and the regulations thereunder or by any organization of such Code and the regulations thereunder.

Section 4. No part of the net earnings of this Congregation shall inure to the benefit of any member, trustee, Director or Officer of this Congregation or to any private individual, except the payment of reasonable compensation for services rendered or materials delivered to or for the Congregation affecting one or more of its purposes.

Section 5. The assets accumulated by the Congregation shall be deemed trust funds irrevocably dedicated to Orthodox Jewish religious, charitable and educational purposes with the meaning of Section 501C(3) of the Internal Revenue Code and Section 15A:12-8(4) of New Jersey Statutes Annotated, and should this Congregation ever be dissolved, all of its assets shall be turned over and distributed to one (1) or more corporations or organizations formed exclusively for Orthodox Jewish religious, charitable and

educational purposes, within the meaning of Section 501C(3) of the Internal Revenue Code and Section 15A:12-8(4) of New Jersey Statutes Annotated.

## **ARTICLE XIX Amendments**

Section 1. This Constitution, with the exception of the entire Article II and this Section, shall be subject to change or amendment by two-thirds (2/3) vote of the members at a general or special meeting or via voting mechanisms as deemed reasonable by the Board of Directors, provided that the proposed change or amendment shall have been included in the agenda accompanying the meeting notice.

Section 2a. Changes or amendments to the Constitution may be proposed by the Board of Directors or by petition of fifty (50) members submitted to the Board.

Section 2b. A proposed change or amendment shall be submitted to the membership for vote no less than thirty (30) nor more than sixty (60) days from vote of the Board of Directors or receipt of a petition.

Section 2c. A proposed change or amendment may not be changed or amended by the membership meeting called to vote on said change or amendment.

## **ARTICLE XX Miscellaneous Provisions**

Section 1. Any issue not provided for in the Constitution shall be governed by Title 15A of the New Jersey Statutes Annotated and the New Jersey Nonprofit Corporations Act.

Section 2. Honors (kibbudim) extended to individuals as part of their participation in religious services may not be sold, auctioned or in any way commercialized.

Section 3. Upon adoption, this Constitution shall supersede any prior Constitution, By-Laws, or standing rules of the Congregation.

Section 4. Should any provision of this Constitution be judged to be illegal or without validity, then the remainder of this Constitution shall nevertheless remain in full force and effect.

Section 5. Any person against whom there is an outstanding Shtar Seruv, which is issued by a Beit Din consisting of three (3) Orthodox rabbis, and which is recognized by the Rabbi of the Congregation, in regard to matters of issuance or receipt of a Get:

- a. Shall be suspended from membership status in the Congregation and in all of its affiliate organizations;
- b. Shall not be permitted to occupy any elective, appointed or employment position within the Congregation or within any affiliate organization of the Congregation;
- c. Shall not be called to the Torah or be given any other liturgical honor on any occasion;
- d. May have his or her name announced on a regular basis at the conclusion of Shabbat services; and
- e. May have his or her name published in the Congregation's bulletin with a call to members to limit their social and economic relations with such a person.