

CONGREGATION AGUDATH ISRAEL OF WEST ESSEX

CONSTITUTION

ARTICLE I: NAME

The name of the organization shall be Congregation Agudath Israel of West Essex (hereinafter referred to as the “Congregation”).

ARTICLE II: PURPOSE AND AFFILIATION

The Congregation shall provide for its members’ needs in accordance with the principles of Conservative Judaism by maintaining a synagogue, a religious school, and such other facilities as are deemed appropriate by its members. The Congregation shall be affiliated with United Synagogue of America and shall foster the principles of Conservative Judaism as defined by United Synagogue of America.

ARTICLE III: PRODEDURAL PRACTICE

This Constitution shall be the primary source of policy and procedure followed by the Congregation. The Board of Trustees shall have the power to promulgate By-Laws as described in Article IX below. Unless otherwise provided in this Constitution or in the By-Laws, Robert’s Rules of Order shall be the standard for parliamentary procedure for the Congregation.

ARTICLE IV: MEMBERSHIP

A.) Eligibility:

Only members of the Jewish Faith may be members of the Congregation.

B) Definitions:

1.) Membership Units and Members:

a.) A Membership Unit shall consist of the head of the household, spouse (if any), and all dependents living in the household.

b.) Every Jewish person belonging to a membership unit shall be considered a member of the Congregation.

2.) Membership in Good Standing:

The status of Membership in Good Standing shall apply to all Membership Units and their members, whose financial obligations, subject to such special arrangements as may be made pursuant this Constitution or the By-Laws, are current as prescribed by the By-Laws. No person may be denied the privileges of a Member in Good Standing solely on the basis of the lack of ability to pay.

C.) Privileges o Membership:

Only Members in Good Standing shall be entitled to the privileges of membership as defined in this Constitution or the By-Laws.

D.) Suspension and Expulsion:

No member may be denied the privileges of a member in good standing, nor may any member be expelled from membership without first having been sent written notification of such action at least thirty (30) days prior to its effective date. The By-Laws may provide for such further procedures as may be required to ensure fair treatment in such cases.

E.) Powers retained by the General Membership:

1.) The General Membership shall have the final authority, and must give its approval in the following matters:

- a.) election of Officers, members of the Board of Trustees, and members of the Nominating Committee, and;
- b.) approval of the Budget for the next fiscal year, and;
- c.) approval of any Special Assessments, which first shall have been approved by the Board of Trustees, and;
- d.) the sale of any real estate, and;
- e.) the acquisition or encumbrance of real estate, subject, however, to the authority granted to the Board of Trustees in Article VI, Sec. H., 2., and;
- f.) appointment and dismissal, but not the terms of employment, of the Ecclesiastical Staff, which shall first have been approved by the Board of Trustees, and;
- g.) approval of the retention of a Certified Public Accounting firm to serve as an Independent Auditor of the Congregation's books and records, and;
- h.) any permanent relocation of Congregational facilities, and;
- i.) adoption of amendments to this Constitution.

2.) The powers enumerated above shall only be exercised at a General Membership Meeting held pursuant to Article V of this Constitution.

ARTICLE V: GENERAL MEMBERSHIP MEETINGS

A.) Notice of meetings:

General Membership Meetings shall be valid for the conduct of Congregational business only when a Notice of Meeting shall have been given to all Membership Units pursuant to this Article. In order for such a Notice of Meeting to be valid it shall:

- 1.) be sent by first class mail (see also ARTICLE XI, Sec. B.) to all Membership Units, or, in the case of Annual Meetings where the agenda consists only of approval of the Budget and uncontested elections, published in "The Voice" or such other official publication of the Congregation as the By-Laws may create, and;
- 2.) be postmarked or otherwise given no earlier than thirty (30) nor later than ten (10) days prior to the date of the meeting, and;
- 3.) state the date, time, and place of the Meeting, and;
- 4.) state whether the Notice is for an Annual or a Special General Membership Meeting, and, if for a Special General Membership Meeting, whether it is being held as the result of action by the Board of Trustees or a petition from the General Membership, and;
- 5.) state the agenda for the Meeting and the full text of all motions to be voted on, and;
- 6.) contain, for all Annual Meetings, the Ballot for elections as described in Article VIII, Sec. C., and;

7.) be signed by the Secretary.

Only such matters as appear in the agenda may be acted upon during the Meeting.

B.) Quorum:

Only Members in Good Standing entitled to vote at a General Membership Meeting shall be counted toward a quorum. A quorum shall consist of:

- 1.) voting representation from fifteen percent (15%) of all Membership Units to approve an amendment to this Constitution;
- 2.) all those Members in Good Standing present and entitled to vote to approve the Budget and conduct uncontested elections;
- 3.) voting representation from five percent (5%) of all Membership Units to conduct all other business.

C.) Voting:

Only Members in Good Standing present at a General Membership Meeting who are either the head of household or spouse in a Membership Unit in Good Standing shall be entitled to vote. Each such Member shall be entitled to one vote. The affirmative vote of a simple majority of those voting shall prevail, except where this Constitution or the By-Laws require a greater majority. There shall be no voting by either absentee or proxy ballot.

D.) The Annual General Membership Meeting:

There shall be an Annual General Membership Meeting of the Congregation held during the last quarter of each fiscal year. The date of the Annual Meeting shall be set by the President. The agenda for the Annual Meeting shall include:

- 1.) the election of Officers, Trustees, and members of the Nominating Committee as required, and;
- 2.) approval of the Budget for the next fiscal year, and;
- 3.) any other matters described in Article IV, Sec. E..

E.) Special General Membership Meetings:

- 1.) Special General Membership Meetings may be held at any time to conduct business described in Article IV, Sec. E.. Special General Membership Meetings may be called by:
 - a.) the President, or;
 - b.) a vote of the Board of Trustees, or;
 - c.) a petition of the General Membership presented to the Secretary, which shall:
 - i.) include an agenda containing the full text of all motions to be voted upon at the Meeting, and;
 - ii.) be signed by a minimum of twenty percent (20%) of all Members in Good Standing entitled to vote at a General Membership Meeting.

- 2.) The Secretary shall cause a Notice of Meeting as described in Sec. A. above to be sent within ten (10) days of the occurrence of any of the above.

ARTICLE VI: BOARD OF TRUSTEES

A.) Composition of the Board of Trustees:

The Board of Trustees shall consist of thirty-two (32) Voting Members, and an indeterminate number of Non-Voting Members, as follows:

1.) Voting Members of the Board of Trustees:

- a.) all Officers defined in Article VII, and;
- b.) the immediate Past President, and;
- c.) ten (10) Trustees (subject to the provisions of Article VII, Sec. A. 6., and hereinafter referred to as "Elected Trustees") elected by the General Membership, and;
- d.) ten (10) Trustees (subject to the provisions of Article VII, Sec. A. 6., and hereinafter referred to as "Appointed Trustees"), each of whom shall be nominated by the President and shall be confirmed by the Board upon an affirmative vote of two thirds (2/3) of all those Trustees present and voting, and;
- e.) the Presidents of the Congregation's chapters of Sisterhood and Men's Club, and;
- f.) the Chairperson of the ECC (Early Childhood Center).

2.) Non-Voting Members of the Board of Trustees;

The following shall be Non-Voting members of the Board: the Rabbi; the Executive Director; all Past Presidents of the Congregation other than the immediate Past President; the President of the Congregation's chapter of the United Synagogue Youth; and any member of the Congregation who is a Regional or National officer of the United Synagogue of America, Women's League, or Men's Club.

B.) Qualifications:

Each Elected and Appointed Trustee must be a Member in Good Standing at the time of his or her nomination or appointment. All Members of the Board of Trustees, whether Voting or Non-Voting, must remain Members in Good Standing during the tenure of their term. The By-Laws may provide for additional qualifications for Members of the Board of Trustees.

C.) Terms of Office:

1.) Officers shall serve terms as described in Article VII.

2.) Elected Trustees may be elected to serve a maximum of three full consecutive terms, each term being for two years commencing with the first day of the fiscal year. For purposes of this section, a Trustee shall be deemed to have been elected to a full term if he or she is appointed to fill more than one half (1/2) of an unexpired term created by a vacancy.

3.) Appointed Trustees shall serve at the pleasure of the President and until such time as their successors are confirmed by the Board, except that no such Trustee, with the exception of the Legal Advisor if serving as an Appointed Trustee, may serve more than six consecutive years.

4.) The Presidents of Sisterhood and Men's Club, and all the non-voting Trustees shall serve terms concurrent with their status within the organization they represent. Past Presidents shall be Trustees for life.

D.) Voting powers of the members of the Board of Trustees:

1.) All Voting Members of the Board of Trustees shall be entitled to one vote on all matters before the Board.

2.) Except as otherwise provided in this Constitution, the affirmative vote of a simple majority of those Trustees voting at a meeting of the Board shall prevail, provided however, that the By-Laws may provide for a greater majority.

3.) The Legal Advisor and the Parliamentarian shall abstain from voting on any matter on which they have been called upon to advise the Board in their capacity as Legal Advisor or Parliamentarian.

4.) There shall be no voting by either absentee or proxy ballot.

5.) The presiding officer of a meeting of the Board may vote only to make or break a tie.

E.) Meetings:

1.) Meetings of the Board of Trustees shall be held monthly or at such intervals as provided in the By-Laws, however in no event shall the Board meet less frequently than once during each fiscal quarter.

2.) Special Meetings of the Board may be called by the President, or pursuant to the provisions of the By-Laws.

3.) Notice of, and the agenda for all Board meetings shall be distributed as provided in the By-Laws.

4.) A quorum for purposes of acting on any amendment to this Constitution or to the By-Laws, or for proceedings which may result in the removal of a person from office shall consist of twenty (20) Voting Members of the Board. A quorum for all other purposes shall be ten (10) Voting Members of the Board, unless a greater number is required in the By-Laws.

5.) A permanent, accurate and complete record of all business transacted by the Board, including the full text of all motions presented, the disposition of same, and the vote of each Trustee on such motions, shall be maintained by the Secretary of the Congregation and kept in the General Office of the Congregation, and shall be available for inspection during regular business hours by all Members in Good Standing.

F.) Standing Committees:

1.) Subject to the provisions of Article VII, Sec. 6, the Standing Committees of the Board of Trustees shall include the following:

a.) Board of Education, responsible for the administration of the Religious School, and;

b.) Budget and Finance Committee, responsible for the preparation and monitoring of the Budget; and;

c.) Fundraising Committee, responsible for conducting such fundraising activities as may be required, and;

d.) House and Grounds Committee, responsible for the maintenance of the Congregational facilities, and;

e.) Long Range Planning Committee, responsible for projecting future needs of the Congregation, and;

f.) Membership Committee, responsible for servicing membership needs, and;

g.) Ritual Committee, responsible for the standards of religious and ritual practice of the Congregation, and;

h.) Youth Commission, responsible for the implementation of all youth programming.

2.) The Chairpersons of the Standing Committees shall be appointed by the President from among the Voting Members of the Board of Trustees.

G.) The Legal Advisor and the Parliamentarian:

1.) The Legal Advisor and the Parliamentarian shall be appointed by the President from among the Elected and Appointed Trustees.

2.) The Legal Advisor shall be an attorney at law admitted to practice in the State of New Jersey, and shall advise the Board in matters of Law.

3.) The Parliamentarian shall be an individual familiar with this Constitution, the By-Laws, and Robert's Rules of Order, and shall advise the Board in matters of procedure.

H.) Authority of the Board of Trustees:

1.) The Board shall set policy for, and administer the affairs of, the Congregation. The Board shall have the authority and responsibility to act on behalf of the Congregation in all matters not otherwise reserved for the General Membership, or for any Officer pursuant to Article VII.

2.) The Board shall have the authority to acquire and to encumber real estate, provided, however, that:

a.) the Board shall approve the acquisition or encumbrance by the affirmative vote of at least fifteen (15) Trustees, and;

b.) a General Membership Meeting shall be called for the purpose of approving the action of the Board, provided, however, that if a quorum is not present within one hour following the time the Meeting is scheduled to begin as stated in the Notice of Meeting, the action of the Board of Trustees shall be deemed to have been approved by the Congregation with no further action of any kind required.

3.) The Board shall approve the Budget including the dues schedule, tuition, and other fees, to be presented to the General Membership for approval at its Annual Meeting, and shall have the authority to spend funds within the overall limits of the Budget.

4.) The Board may, from time to time, authorize the President or such other Officer as it deems appropriate, to hire such personnel as are necessary for the efficient administration of the Congregational business.

5.) The Board shall have the authority to remove any Officer, Trustee, or Member of the Nominating Committee from office pursuant to Sec. J. below.

I.) The Executive Committee

1.) The Executive Committee shall consist of all Officers described in Article VII. The President shall serve as the Chairperson.

2.) In addition to powers delegated to it in the By-Laws, the Executive Committee shall have authority to take emergency action where;

a.) a failure to act promptly would, in the Committee's judgment, result in serious and irreparable harm to the Congregation, and;

b.) there is insufficient time to convene a meeting of the entire Board of Trustees, and;

- c.) such action would otherwise have been within the authority of the entire Board of Trustees, and;
- d.) the Committee acts by an affirmative vote of five of its members.

In all cases where the Executive Committee exercises its emergency powers, the President shall immediately submit a written report to the Board of Trustees describing the emergency and the action taken, which report shall be included in the permanent records of the Board described in Sec. E. 5. above.

J.) Removal Proceedings:

- 1.) Grounds for removal from office of an Officer, Trustee, or member of the Nominating Committee shall consist of conduct deemed to be harmful to the interests of the Congregation.
- 2.) Removal proceedings shall be initiated upon the presentation to the Secretary of:
 - a.) a written report from the Executive Committee, or;
 - b.) a petition from the General Membership sufficient to call a Special General Membership Meeting,which report or petition shall contain all the alleged facts constituting the grounds for removal.
- 3.) The Board of Trustees shall consider any matter of removal within thirty (30) days of receipt of such a report or petition by the Secretary.
- 4.) The person subject to removal proceedings shall be entitled to representation of his or her own choosing at all proceedings considering the matter. All such proceedings shall be confidential and shall endeavor to protect the privacy of the person.
- 5.) Upon the affirmative vote of twenty (20) Trustees, the person named in the report or petition automatically shall be removed from office. Voting shall be by secret ballot.

K.) Vacancies among Trustees, Officers and Members of the Nominating Committee:

- 1.) When a vacancy exists in the office of President, the Senior Vice-President shall automatically assume the office of President. If for any reason the Senior Vice-President is unable to assume the office of President, the vacancy shall be filled by one of the remaining Officers selected and approved by the Board upon an affirmative vote of a two thirds (2/3) majority of those Trustees voting.
- 2.) When a vacancy exists among the Elected Trustees, Officers other than the President, or members of the Nominating Committee other than those appointed by the President, the President shall nominate a person to fill the vacancy subject to the Board confirming the nomination upon an affirmative vote of a two thirds (2/3) majority of those Trustees voting.

ARTICLE VII: OFFICERS

A.) The following shall comprise the Officers of the Congregation:

- 1.) President;
- 2.) Senior Vice-President;
- 3.) Three (3) Vice-Presidents;
- 4.) Treasurer;

5.) Financial Executive;

6.) Secretary;

7.) Such additional officers as may be created, or subsequently eliminated by the By-Laws, provided, however, that:

a.) the By-Laws shall fully describe the authority and responsibilities of any new office, and;

b.) the total number of Voting Members of the Board of Trustees shall remain constant: the creation (or subsequent elimination) of an office with authority and responsibilities substantially similar to those of a Standing Committee shall cause the elimination (or subsequent reinstatement) of that Standing Committee and the position of one Appointed Trustee, and the creation (or subsequent elimination) of an office with authority and responsibilities different from those of any of the Standing Committees shall cause the elimination (or subsequent reinstatement) and the position of one Elected Trustee.

B.) Qualifications:

1.) The President, in addition to the qualifications required of all other officers, shall have served on the Board of Trustees for a minimum of two consecutive years prior to the commencement of his or her term as President.

2.) All Officers shall satisfy all qualifications required of Trustees, as well as such additional qualifications as may be contained in the By-Laws.

3.) With the sole exception of the Senior Vice-President automatically filling a vacancy in the office of President as described in Article VI, Sec. K., nothing contained anywhere in this Constitution shall be construed to imply or assume any order of succession or any natural or desirable progression from one office to another. Any By-Law provision which may tend to create the presumption of a succession or progression shall be invalid.

C.) Terms of Office:

1.) All Officers shall serve terms of two (2) years commencing with the first day of the fiscal year.

2.) The President and the Treasurer may be elected to serve no more than (2) consecutive terms.

3.) The remaining Officers may be elected to serve no more than six (6) consecutive terms.

4.) For purposes of this Section, an Officer shall be deemed to have been elected to a full term if he or she is appointed to fill more than one half (1/2) of an unexpired term created by a vacancy.

D.) Vacancies

Vacancies among Officers shall be filled pursuant to Article VI, Sec. K.

E) Authority and responsibilities of the Officers:

1.) The President:

In addition to the authority and responsibilities contained elsewhere in this Constitution and in the By-Laws, the President shall serve as Chief Executive Officer of the Congregation, and Chairperson of the Board of Trustees. The President shall be responsible for the implementation of all policies of the Board of Trustees. The President shall serve as Chairperson of a Committee which shall be established by the By-Laws with the authority and responsibility to make such special arrangements concerning the financial obligations of Members of the Congregation as may be appropriate, including the waiving , in whole or in part, any or all such obligations. The President shall have the authority to create such Committees and appoint chairpersons and members as he or she deems appropriate.

2.) The Senior Vice-President:

In addition to the authority and responsibilities contained elsewhere in this Constitution and in the By-Laws, the Senior Vice-President shall serve in the absence or disability of the President, shall supervise the activities of committees as directed by the President, and shall perform such other duties delegated to him or her by the President.

3.) The Vice-Presidents:

In addition to the authority and responsibilities contained elsewhere in this Constitution and in the By-Laws, each of the three Vice-Presidents shall supervise the activities of committees as directed by the President, and shall perform such other duties delegated to them by the President.

4.) The Treasurer:

In addition to the authority and responsibilities contained elsewhere in this Constitution and in the By-Laws, the Treasurer shall be the Chief Financial Officer of the Congregation responsible for the maintenance of all books of account, and for all disbursements of funds. The Treasurer shall, as soon after the close of the fiscal year as is practical, report the financial position of the Congregation to the General Membership. The Treasurer shall perform such other duties delegate to him or her by the President.

5.) The Financial Executive:

In addition to the authority and responsibilities contained elsewhere in this Constitution and in the By-Laws, the Financial Executive shall be responsible for ensuring the accuracy and auditability of the financial records of the Congregation, and for the collection of all accounts receivable due the Congregation. The Financial Executive shall be responsible for the enforcement of all policies of the Board of Trustees relating to the financial obligations of Members of the Congregation, and may recommend to the President such special arrangements for Members' financial obligations as he or she deems appropriate. The Financial Executive shall perform such other duties delegated to him or her by the President.

6.) The Secretary:

In addition to the authority and responsibilities contained elsewhere in this Constitution and in the By-Laws, the Secretary shall be responsible for the maintenance of all non-financial records of the Congregation; and shall perform such other duties delegated to him or her by the President.

ARTICLE VIII: ELECTIONS

A.) Supervision and Conduct of Elections

1.) All elections shall be held at a General Membership Meeting. Only those persons whose names appear on the Ballot described in Sec. C. shall be qualified candidates eligible for election to office.

2.) An "Election Procedures Report" shall be sent by the Secretary by first class mail (see also ARTICLE XI, Sec. B.) to all Membership Units in Good Standing upon receipt by the Secretary of the Nominating Committee report described in Sec. D. 3. below. The Election Procedures Report shall consist of:

a.) the name of each Nominated Candidate and the office for which he or she has been nominated, and;

b.) the complete text of Sec. C. ("The Ballot"), and;

c.) the complete text of Sec. E. ("Petition Candidates and the Petition Process").

Only after the thirty (30) day time limit for submission of petitions described in Sec. E. has expired may the Secretary cause a Notice of Meeting to be sent for the Annual General Membership Meeting.

3.) The Secretary shall supervise all elections. Subject to any provisions contained in the By-Laws, once announced, all election results shall be final. The Secretary shall publish the election results in the next available issue of "The Voice" or such other official publication of the Congregation as the By-Laws may require.

B.) Offices to be Elected

One half of the "Elected Trustees" described in Article VI, Sec. A. 1. c. shall be elected at each Annual Meeting so that those Trustees serve overlapping terms. All Officers described in Article VII shall be elected at the same Annual Meeting so that they all serve concurrent terms. All members of the Nominating Committee described in Sec. D. 1. c. below shall be elected at each Annual Meeting.

C.) The Ballot

The Ballot shall be the official and complete list of all qualified candidates for election to office by the General Membership. No person may appear on the Ballot unless he or she meets all qualifications required by the Constitution and By-Laws for the office sought. A person's name shall be placed on the Ballot, and that person shall thereby become a qualified candidate only as the result of being a:

1.) Nominated Candidate described in Article VIII, Sec. D., or;

2.) Petition Candidate described in Article VIII, Sec. E.

The Ballot shall indicate for each candidate the office sought and whether he or she is included on the Ballot as a Nominated or a Petition Candidate.

D.) Nominated Candidates and the Nominating Committee:

1.) The Nominating Committee shall consist of:

a.) Two (2) members appointed by the President, and;

b.) Three (3) members elected by the Board of Trustees, and;

c.) Four (4) members elected by the General Membership.

The President shall designate the Chairperson of the Nominating Committee from among the members elected by the Board and the General Membership.

2.) Vacancies on the Nominating Committee shall be filled pursuant to Article VI, Sec. K.

3.) The Nominating Committee shall select a slate of candidates sufficient to fill all offices referred to in Sec. B. above, and shall submit a written report of its slate to the Secretary. The Nominating Committee shall dissolve upon the submission of its report, or at such time as the By-Laws may determine.

4.) In making its selection of candidates for Officers, the Nominating Committee may consider only a person's past performance and fitness for the office. The fact that a person has served or is currently serving as an Officer shall not in and of itself be evidential of either satisfactory past performance or fitness for office.

5.) Upon convening the first Nominating Committee meeting, and notwithstanding any subsequent resignations of any of its members, no member of the Nominating Committee shall be eligible to appear on the Ballot for the upcoming election as a Nominated Candidate for any office.

6.) All candidates selected by the Nominating Committee shall be included on the Ballot as Nominated Candidates.

E.) Petition Candidates and the Petition Process:

Any person may submit a petition to the Secretary which:

1.) lists the name or names of proposed candidates for office, the office sought by each candidate, the qualifications required by the Constitution and By-Laws for each office sought, and the qualifications of each candidate, and;

2.) shall be signed by a minimum of ten percent (10%) of all Members in Good Standing entitled to vote at a General Membership Meeting, and;

3.) is submitted to the Secretary within thirty (30) days of the postmarked date of the Elections Procedures Report.

Upon certification by the Secretary that all qualifications required by the Constitution and the By-Laws for the offices sought are met by the proposed candidates named in the petition, and that the petition has been signed by the required number of Members in Good Standing, the proposed candidates named in the petition shall be included on the Ballot as Petition Candidates.

ARTICLE IX: THE BY-LAWS

A.) The By-Laws, as referred to in this Constitution, shall consist of a written document containing such further provisions and procedures which are consistent with this Constitution and in the best interest of the Congregation. The By-Laws may, but need not, contain provisions dealing with matters including, but not limited to:

1.) a greater majority vote than called for in this Constitution on certain issues before the Board or Congregation;

2.) additional qualification requirements for elected or appointed positions within the Congregation;

3.) creation or dissolution of additional Committees of the Board, quorum or other requirements for, and specific responsibilities of, such committees;

- 4.) delegation of authority reserved for the Board to the Officers and to the Executive Committee;
- 5.) the assignment of more specific responsibilities to the individual Trustees and Officers;
- 6.) creation of classifications of Membership;
- 7.) financial policies which create a relationship between the payment of financial obligations to the Congregation and the status of Membership in Good Standing;
- 8.) privileges appendant to Membership in Good Standing;
- 9.) creation of a code of personnel practice;

and any other such provision, the effect of which is to interpret and give effect to this Constitution and to ensure the fair and efficient administration of Congregational affairs. The By-Laws, however, shall not alter in any way the procedures described in Sec. B. below for amending the By-Laws.

B.) A proposed amendment to the By-Laws shall be approved and become part of the By-Laws only in accordance with the following procedure:

- 1.) The full text of the proposed amendment, together with any provisions of the current By-Laws affected by it, shall be delivered to all Members of the Board of Trustees either by hand, or by first class mail (see also ARTICLE XI, Sec. B.) which is postmarked, not less than fifteen (15) days prior to being considered for preliminary approval by the Board, and;
- 2.) The Board, by an affirmative vote of at least fifteen (15) Trustees, shall give preliminary approval to the proposed amendment, and;
- 3.) The full text of the proposed amendment in the exact form as preliminarily approved by the Board, together with any provisions of the current By-Laws affected by it, shall be sent by first class mail (see also ARTICLE XI, Sec. B.) to the General Membership an postmarked not less than twenty (20) days prior to being considered for final approval by the Board, and;
- 4.) The Board, by an affirmative vote of at least twenty (20) Trustees, shall give final approval to the proposed amendment in the exact form mailed to the General Membership.

ARTICLE X: AMENDMENTS TO THIS CONSTITUTION

A.) The Board of Trustees may propose an amendment to this Constitution by approving the proposed amendment following the same procedures required for the approval of an amendment to the By-Laws.

B.) The General Membership may propose an amendment to this Constitution by the presentation to the Secretary of a petition which:

- 1.) contains the full text of the proposed amendment together with any provisions of the current Constitution affected by it, and;
- 2.) which is signed by minimum of twenty percent (20%) of all Members in Good Standing entitled to vote at a General Membership Meeting.

C.) Upon the occurrence of an event described in Sec. A. or B. above, the Secretary shall cause a Special General Membership Meeting to be held for the purpose of voting on the proposed amendment, except in the event such a Special Meeting would be held within fifteen (15) days of an Annual Meeting then no Special Meeting shall be called and the proposed amendment shall be the first item on the agenda for the Annual Meeting.

D.) The Notice of Meeting shall include the full text of the proposed amendment together with any provisions of the current Constitution affected by it, and shall indicate whether the amendment is the result of action by the Board of Trustees or a petition from the General Membership.

E.) The proposed amendment shall be approved and become part of this Constitution upon an affirmative vote of two thirds (2/3) of all those Members in Good Standing present and voting at the Meeting described in Sec. C. above.

ARTICLE XI: ELECTRONIC COMMUNICATION

A.) With the exception of the Congregation Annual Meeting, remote participation at meetings via electronic methods is valid for quorum count, discussions and voting.

B) For all official communications and notifications required by the Constitution or By-Laws, email is an acceptable alternative to all requirements of First Class Mail. However accommodations MUST be made for members who do not use email.

APPROVED JUNE 26, 1989

AS AMMENDED MARCH 5, 2001

AS AMMENDED JUNE 25, 2013