

YOUNG ISRAEL OF SKOKIE BY-LAWS

PREAMBLE

We, the members of Young Israel of Skokie, in order to perpetuate the faith and religion of our fore-fathers, to foster learning, to act as a center for advancement of Jewish activities, to instill and inspire in our children a love, a better understanding and a keener appreciation of Jewish ideals and traditions, do hereby organize an Orthodox Jewish Congregation, whose principle aims and purpose shall be to embody in all of its activities the study of Torah, public service and worship, the practice of charity, and the promotion of Judaism in conformance with Halacha.

ARTICLE I: NAME

The name of this Congregation shall be Young Israel of Skokie.

ARTICLE II: AFFILIATION

The Congregation shall be affiliated with the National Council of Young Israel.

The practices, rituals and observances of this Congregation and its affiliates shall be in strict conformance with the principles of Orthodox Judaism as it is customarily observed by the Ashkenazim, and in keeping with the rules of the Synagogue Committee of the National Council of Young Israel.

The Rabbi of the Congregation shall have final authority on all Halachic decisions and shall approve all written material distributed in the name of the Congregation.

ARTICLE III: MEMBERSHIP AND DUES

Section 1

Any male or female person of the Jewish faith shall be eligible for membership in this Congregation. A member is defined as a family unit.

Section 2

Membership dues and assessments shall be set by the Executive Board with the approval of the Board of Directors. Special membership dues and assessments may be established for various categories of members.

Section 3

Only full members in good standing shall have the right to vote at Open Membership Meetings. The right to vote shall include one vote for each family unit as listed in the Congregation's membership records.

Section 4

A member in good standing shall be one whose financial obligations are not delinquent. The Treasurer shall determine the financial status of a member.

ARTICLE IV: OPEN MEMBERSHIP MEETINGS

Section 1

The President may call Open Membership Meetings from time to time as he deems necessary. An Open Membership Meeting may also be called by presenting to the President a letter signed by at least the lesser of one-third (1/3) or eighteen members of the Congregation requesting such a meeting. The Congregation shall hold an Open Membership Meeting at least annually (the Annual Meeting).

Section 2

The Annual Meeting of the Congregation members shall be held during the months of November or December.

Section 3

Notice of the Annual Meeting shall be mailed to the entire membership of the Congregation at least thirty (30) days before the meeting.

Section 4

The Annual Meeting shall be conducted by the President of the Congregation; and, in his absence, the Vice-President.

Section 5

At the Annual Meeting, reports will be given by each of the Committee Chairpersons and the President of the Congregation. There will be an election of Officers and/or Board of Directors.

Section 6

A quorum at the Annual Meeting shall consist of not less than ten percent (10%) of the Congregation membership.

ARTICLE V: EXECUTIVE BOARD OF THE CONGREGATION

Section 1

The Executive Board of the Congregation shall consist of all duly elected Officers of the Congregation and the immediate Past President of the Congregation, provided he remains a member in good standing. The Executive Board shall meet at a day and time designated by the President. The President shall preside over meetings of the Executive Board. The Executive Board shall establish rules and procedures for the conduct of its affairs.

Section 2 (rev. 12/3/06)

The Officers of the Congregation shall consist of a President, Vice-President, Treasurer, Secretary, and Corresponding Secretary. The President shall be a male member of the Congregation.

Section 3

The term of office for Officers of the Congregation shall be two (2) years.

Section 4 (rev. 12/3/06)

If the President is unable to perform his duties or resigns from office, the Vice-President will act as temporary President for a period not to exceed sixty (60) days. If the Vice-

President is unable or unwilling to serve as temporary President, this responsibility shall pass on to the immediate Past President. If the immediate Past President is unable or unwilling to serve as temporary President, the Executive Board shall appoint a Member of the Congregation to serve as such. Within thirty (30) days, the temporary President will conduct a special meeting of the Executive Board of the Congregation. They will select a new President to serve for the duration of the unexpired term, who must be approved by the Board of Directors at the next regular Board Meeting. If the new President is currently an Officer of the Congregation, the Executive Board will also select a replacement to be approved by the Board of Directors.

Section 5

Any elected Officer may be removed from office upon the vote of two-thirds (2/3) of the Board of Directors present at a special meeting called for that purpose. Notice of the meeting along with the purpose for which it was called shall be given to said Officer and the Board at least 10 days prior to the meeting.

Section 6

When a vacancy occurs in any Office or in the Board of Directors (other than the President), the President shall have the power and authority to fill the vacancy by appointment. Such appointment shall be effective for the duration of the unexpired term of said Office or Director.

ARTICLE VI: BOARD OF DIRECTORS

Section 1

The Board of Directors together with the Officers of the Congregation shall be the governing body of the Congregation. It determines the Congregation policy, and any duties or responsibilities not defined herewith shall be defined at its discretion. The Congregation shall elect eleven (11) at-large members of the Board of Directors. All members of the Executive Board and a Gabbai (appointed by the President in consultation with the Rabbi) shall be members of the Board of Directors.

Section 2

The term of office for at-large members of the Board of Directors shall be two (2) years. No member may serve more than two consecutive full two-year terms.

Section 3

The Board of Directors shall meet monthly at a day and time designated by the President. The President shall preside over meetings of the Board of Directors.

Section 4

The Board of Directors may make its own rules and procedures for the conduct of its affairs. If a situation occurs for which the Board of Directors has not established a procedure, such situation shall be governed by the parliamentary law as set forth in Robert's Rules of Order, Newly Revised. The Board of Directors shall keep accurate minutes of their proceedings.

Section 5

The Board of Directors shall possess all the various rights, powers, and duties which are possessed by directors of corporate bodies vested in them under and by virtue of the laws of the State of Illinois, provided these powers do not conflict with the powers set forth herein; and, in the event of a conflict, the Congregation's By-Laws shall prevail.

Section 6

The Board of Directors shall have the authority to enter into a contractual relationship for employment of a Rabbi. The Rabbi, once bound by a contractual relationship with the Congregation, may be removed from his position by a vote of three-quarters (3/4) of the members in good standing present at a special meeting called for that purpose. Notice of said meeting along with a statement of the purpose for the meeting shall be sent to the entire Congregation membership at least ten (10) days prior to the meeting.

Section 7

A quorum for meetings of the Board of Directors shall be fifty percent (50%) of the Board of Directors.

Section 8

The Board of Directors shall cause to be prepared by the Finance Committee a proposed budget for the current fiscal year for the approval by this Board of Directors. In the event of an emergency, the President, along with any one other officer, shall be empowered and have the authority to spend a sum of money, the amount to be determined annually by the Board of Directors, beyond that which has been budgeted.

ARTICLE VII: ELECTION OF OFFICERS AND DIRECTORS

Section 1

The election of Officers and at-large members of the Board of Directors shall be held at the Annual Meeting. The Officers shall be elected during each even-numbered year, and the at-large members of the Board of Directors shall be elected during each odd-numbered year commencing with the year 1999.

Section 2

Any individual who is a member in good standing may be nominated for any office which is allowed by this By-Laws by the filing of a self-nomination. The self-nomination shall state his/her name, the position desired, and his/her willingness to perform the duties of the position if elected; and, shall be signed by the nominee. Said self-nominating petition is to be filed with the Secretary of the Congregation not less than fifteen (15) days prior to the Annual Meeting. The Congregation shall send notice of said self-nominating petitions to all members not less than ten (10) days prior to the Annual Meeting.

Section 3

No nominations shall be accepted at the annual meeting, except when there have been no nominating petitions for a position received by the Secretary during the prescribed time for filing. In such a situation, a member in good standing in attendance at the annual meeting may be nominated orally.

Section 4

Elections of officers will be held in the following order: President, Vice-President, Secretary, Corresponding Secretary, Treasurer. Election of at-large members of the Board of Directors will be done on a single ballot with the eleven (11) nominees receiving the highest number of votes being elected.

Section 5

The election of Officers and Directors shall be by secret ballot when more than one candidate is running for a particular office. The one receiving a majority of all votes cast shall be declared elected. In the event there are more than two candidates nominated for one office, and no one receives a majority of the votes cast, the two candidates with the highest number of votes shall then be voted upon. Only members in good standing shall have the right and privilege to vote.

Section 6

The newly elected Officers and Directors shall assume office immediately upon adjournment of the Annual Meeting, and shall hold office until their successors shall have been duly elected.

ARTICLE VIII: DUTIES AND POWERS OF OFFICERS

Section 1: President

The President shall preside at all meetings of the Congregation and enforce the By-Laws of the Congregation, and see that they are faithfully observed. He shall have the right to appoint all standing committees. He shall further have the right to appoint any special committee that may be required from time to time except when otherwise provided for. He shall have the power to call a special meeting of the Board of Directors whenever necessary. The President shall act as ex-officio member of every standing committee, and further shall have the right to suspend any member from any committee when appointed by him. He shall be responsible to the Congregation for the executive functions of the Congregation. He shall present an annual summary report at the Annual Meeting of the Congregation. The President shall not be eligible for a third consecutive term after having served two complete regular consecutive terms.

Section 2: Vice-President

The Vice-President shall assume the duties assigned to him/her by the President or the Board of Directors.

Section 3: Treasurer

The Treasurer shall report to the Congregation and the Board of Directors as to the financial condition of the Congregation at all regular meetings. He/she shall be responsible for the preparation of annual budgets to be approved by the Board of Directors. He/she shall be responsible for making recommendations to the Board of Directors of any special financial requirements that may arise which are of material importance. He/she shall review all invoices and vouchers before payment. He/she shall review all financial transactions and ascertain that all funds collected be deposited in the name of the Congregation in such bank or banks insured by the Federal government. He/she shall qualify on a fidelity bond in favor of the Congregation conditioned for faithful performance of his/her duties, if said bond is requested by the Executive Board.

The premium for such bond shall be paid by the Congregation. The form and sufficiency of such bond shall be approved by the Board of Directors.

Section 4: Secretary

The Secretary shall keep a full and complete record of the minutes of all meetings of the Executive Board and the Board of Directors, and of all regular and special meetings of the Congregation. He/she shall notify all members of the Executive Board and the Board of Directors of all regular and special meetings of the Boards and every member of the Congregation of all regular and special meetings of the congregation. He/she shall keep attendance records of all meetings. He/she shall perform such other duties as may be prescribed by the Board of Directors.

Section 5: Corresponding Secretary

The Corresponding Secretary shall coordinate all mailings and official correspondence of the Congregation. He/she shall perform such other duties assigned to him/her by the President or the Board of Directors.

ARTICLE IX: MISCELLANEOUS PROVISIONS

Section 1

No part of the net earnings of the Congregation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Congregation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purpose set forth herein. No substantial part of the activities of the Congregation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Congregation shall not participate in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these articles, the Congregation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2

Upon the dissolution of the Congregation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by an Orthodox Bais Din selected by the Board of Directors, exclusively for such purposes or to such organizations or organizations, as said Bais Din shall determine, which are organized and operated exclusively for such purposes.

Section 3

No Officer or employee of this Congregation shall use his/her position with the Congregation in any political endorsements covering such elected office or employment with the Congregation; nor shall this Congregation or any of its affiliates officially

approve any political candidate or work with any political organization officially on any political issue; nor shall the Congregation be used for political purposes for the distribution of petitions or political literature. Nothing in this article shall prevent the Congregation or its affiliates from presenting a program that gives both sides of an issue.

ARTICLE X: AMENDMENTS

This By-Laws may be amended by a proposal in writing, signed by at least the lesser of fifty percent (50%) of the membership, or eighteen (18) members in good standing of the Congregation, which is to be submitted to the President. Upon such presentation, the proposed amendment shall be set for debate at the next regularly scheduled meeting of the Board of Directors; or, at a special meeting called for that purpose. Notice of such meeting and a written copy of the proposed amendment shall be sent to all Board Members at least ten (10) days prior to said meeting.

Upon approval of said amendment by two-thirds (2/3) of the Directors present at said meeting, such amendment shall be distributed to the entire Congregation membership not less than ten (10) days prior to the date said amendment is to be voted upon. Distribution to the Congregation membership may be either by direct mailing or by publication in the Congregation newsletter.

Said proposed amendment to become effective must be approved by two-thirds (2/3) of the members present at such Annual or special meeting. Unless otherwise provided in the amendment, the amendment will take effect on the day following the meeting at which it was approved.