

**Constitution of
Beth Sholom Temple
of Fredericksburg, VA**

(Adopted January 23, 1993)
(Supplement Adopted July 12, 1994)
(Amended February 2005)
(Amended and Revised Jun 2007)
(Amended and Revised Jun 2009)
(Amended and Revised Feb 2014)
(Amended May 2015)
(Amended Feb 2019)

ARTICLE I - NAME

The name of this Congregation is "Beth Sholom Temple of Fredericksburg, Virginia" (hereinafter referred to as "The Congregation").

ARTICLE II - PURPOSE

a. The purposes of the Congregation are:

1. To establish and maintain a Reform Congregation of the Jewish faith and a center for community activities. This includes perpetuation of the highest ideals of Judaism consistent with the ideals of the Union for Reform Judaism (URJ) and its constituent and affiliated organizations.
2. To foster, and participate in, religious, social, educational, civic and recreational activities within the Jewish community.
3. To establish, maintain and support an educational program for the purpose of educating the Congregation's Members according to the highest ideals of Judaism.

b. It is the intent of the Congregation that religious services and spiritual guidance be available to all in the community.

ARTICLE III - MEMBERSHIP

a. Any person who subscribes to the purposes of the Congregation as set forth in Article II is eligible for membership.

b. The membership of the Congregation consists of the following Membership Categories:

1. Regular Membership: Extended to a household in which at least one person is Jewish. The unit of membership shall be either the individual or the family. The family unit shall consist of: (a) one or two adults with one or more dependent children or other dependents, or (b) two adults. A

Regular Membership includes the Members spouse/significant other and his/her dependents, each of whom is considered a Member.

2. Special Membership: Extended upon decision of the Board of Directors to an individual who does not fall within the Regular Membership category.

c. A Member in Good Standing at a particular point in time is a Member whose dues and other financial obligations to the Congregation for the current and prior Temple Years are paid in full, or, in the case of a Member who has arranged for said obligations to be paid in installments, whose payments are at the agreed-upon level at that point in time. For the purposes of this Constitution, the Temple Year extends from July 1 to June 30 of the following year.

d. A Voting Member is a Regular Member in Good Standing, eighteen years of age or older. A family membership unit shall have a maximum of two votes.

e. All Members of the Congregation have the right to attend all regularly scheduled services and other functions. Children who are Members in Good Standing are eligible for enrollment in the Religious School and Hebrew School. A consistent policy regarding enrollment of non-members in the Religious School and Hebrew School shall be established by the Board of Directors.

f. Membership may be revoked only in cases of behavior inimical to the purposes of Beth Sholom Temple as described in Article II of the Constitution. Membership may be revoked only by a two thirds (2/3) vote of the Board of Directors.

ARTICLE IV - RABBI

The term "Rabbi" applies to an individual who has been ordained by a suitably accredited Rabbinical seminary and has a then existing contractual relationship with the Congregation. Any such contract or modification thereto must be approved by a simple majority vote of the Board of Directors.

Engagement of full-time, ordained Rabbinic leadership by Beth Sholom Temple shall require a two thirds (2/3) majority approval vote of the proposed candidate by the Board of Directors at an appropriately announced Board meeting, followed by an approval by two thirds (2/3) majority of the voting members present at an appropriately announced Congregational meeting. Presentation of a proposed candidate to the Beth Sholom membership can only occur after a two thirds (2/3) majority approval vote by the Board of Directors.

Upon the completion of any term of the Rabbi's period of service, the Board of Directors shall make a recommendation as to the Rabbi's renewal of service. This recommendation shall be presented to the congregation at its Annual Meeting, or at a special meeting. A majority vote at this meeting shall be required to renew the Rabbi's service.

The employment of the Rabbi may be terminated at any time for breach of contract or breach of ethical standards, as specified within the provisions of the Rabbi's agreement

with the Congregation or as defined as a violation of law, by a two-thirds vote of the Board's voting members. The Rabbi may appeal the decision of the Board to the Congregation at a regular or special meeting called for that purpose, with three quarters affirmative vote of those present required for approval of termination for breach of contract or ethical standards.

ARTICLE V - BOARD OF DIRECTORS

a. The Board of Directors consists of the eight (8) Officers and the five (5) Directors-At-Large as described herein. In addition, the Congregation's Rabbi serves as a non-voting member of the Board of Directors.

b. The Board of Directors is the official governing body of the Congregation. Except for those duties that are delegated to the Rabbi as set forth in the Rabbi's contract with the Congregation or by decision of the Board of Directors, the Board of Directors is responsible for conducting all official business of the Congregation.

c. The Board of Directors meets at least monthly. A quorum consisting of a simple majority of the voting members of the Board of Directors must be present to conduct Congregation business. Board meetings may be attended by any Member in Good Standing of the Congregation and by others at the invitation of the Board of Directors. The presiding officer may call for an executive session of the Board of Directors. Only voting members of the Board of Directors and participants invited by the presiding officer may attend an executive session.

d. Any Voting Member who (i) is Jewish and (ii) has, within the last two (2) Temple Years, served on at least one Standing or Ad Hoc Committee, is eligible to serve on the Board of Directors. To be eligible to serve as President, the member must also have served on the Board of Directors at any time in the past.

e. Members of the Board of Directors may serve on Standing Committees but shall not constitute more than half the membership of any Standing Committee.

f. Officers and Directors-At-Large (except for those automatically appointed pursuant to Article VII) are elected for one (1) year terms at the Annual Congregational Meeting.

g. The Board of Directors is responsible for filling a vacancy when an elected Officer or Director-At-Large does not complete his/her term of office.

h. The Board of Directors may dismiss a member of the Board for more than two absences from Board meetings in a six month period; for ethical or professional misconduct; or in cases of behavior inimical to the purposes of Beth Sholom Temple as described in Article II of the Constitution. Dismissal of the member shall require a vote of three quarters (3/4) of the Board.

i. The Board of Directors shall maintain a Policy Manual consisting of the current policies for Temple operations. This Policy Manual shall neither conflict with nor supersede this constitution. The Policy Manual shall be readily available to all members of the Congregation. The Board of Directors may modify the Policy Manual and may

authorize exceptions to the Policy Manual. The Board of Directors shall maintain a permanent record of policy changes to the Manual.

j. The Board of Directors shall have the authority to commit funds on behalf of the Congregation in accordance with the budget adopted by the Congregation. In the event of an emergency requiring an obligation of the funds of the Congregation, the President is authorized to obligate the Congregation for an amount not to exceed five thousand (\$5,000) dollars, provided that the obligation is reported at the next Board meeting. In the case of unforeseen purposes not classifiable as an emergency, the Board of Directors may authorize the appropriation and expenditure, in each fiscal year, of a sum not exceeding 15% of the combined value of the Operating and Building budgets, provided that by a three-quarters (3/4) vote of the Board of Directors declares, prior to the expenditure or by ratification thereafter, that such appropriation is or was necessary as an emergency measure for the benefit of the congregation. Any non-emergency expenditures or obligations greater than 15% of the combined value of the Operating and Building budgets must be approved by a majority vote of the congregation at a general or regular meeting.

ARTICLE VI - OFFICERS

a. The Officers of the Congregation are: President, Vice-President for Administration, Vice-President for Finance, Vice-President for Community Life and Activities, Vice-President for Religious Life and Education, Treasurer, Recording Secretary and Corresponding Secretary.

b. The President exercises supervision over the Board of Directors and presides over all meetings thereof and all Congregational meetings. The President appoints chairpersons to all Standing and Ad Hoc committees with the approval of a simple majority of the Board of Directors members present as discussed in Article IX COMMITTEES. The President may allocate the responsibility for liaison with each committee to any member of the Board of Directors with the approval of a majority of the Board. The President serves as the lay representative of the Congregation to the general community and a non-voting member of all Committees.

c. The Vice President for Administration assumes the duties of the President during his/her absence (or when the office is vacant) and assists the President in his/her general supervisory capacity. The Vice President for Administration is responsible for overseeing the upkeep of the synagogue physical plant and day-to-day administrative tasks. The Vice President for Administration is responsible for maintaining an archive of temple records, for development & distribution of the newsletter, for maintenance of the membership directory, and upkeep of the temple library. This Officer usually acts as the Board of Director's liaison with the following Standing Committees and other Committees as assigned by the Board of Directors or the President:

House and Grounds

Media

d. The Vice President for Finance is responsible for overseeing the day-to-day and long-term financial affairs of the Congregation. The Vice President for Finance usually acts as the Board of Directors' liaison with the following Standing Committees and other Committees as assigned by the Board of Directors or the President:

Finance
Fund-Raising
Strategic Planning

e. The Vice President for Community Life and Activities is responsible for overseeing the day-to-day and long term operations of social, cultural and holiday programs of the Congregation and maintains a calendar of upcoming Congregational activities. The Vice President for Community Life and Activities usually acts as the Board of Directors' liaison with the following Standing Committees and other Committees as assigned by the Board of Directors or the President:

Membership
Program
Social Action
Youth

f. The Vice-President for Religious Life and Education is responsible for overseeing the day-to-day and long term operations of ritual practices, educational and acts of loving kindness of the Congregation. The Vice-President for Religious Life and Education usually acts as the Board of Directors liaison with the following Standing Committees and other Committees as assigned by the Board of Directors or the President:

Caring Community
Education
Outreach
Ritual

g. The Treasurer is responsible for the maintenance of the dues and general fund accounts and the financial records of the Congregation. The Treasurer receives funds, maintains them in accounts, institutions and other investments approved by the Board of Directors and disburses funds upon authorization by the Board of Directors. The Treasurer receives applications for dues relief; however, decisions on dues relief shall be made in accordance with Article XV. The Treasurer is responsible for maintaining a current list of Voting Members.

h. The Recording Secretary keeps minutes of the Annual Meeting, other general membership meetings and meetings of the Board of Directors. Such minutes, when approved, become the official record of Congregation business and are available to the general membership upon request. The Recording Secretary maintains a copy of the Congregation's current Constitution and a Compendium of Actions of the Board of

Directors. The Recording Secretary prepares an annual summary of actions of the Board of Directors for distribution. at the annual Congregational meeting.

i. The Corresponding Secretary undertakes the official correspondence of the Congregation as directed by the Board of Directors and the President. The Corresponding Secretary notifies members of the Board of Directors of upcoming meetings and notifies the general membership of the Annual Meeting as well as any special meetings called by the Board of Directors. The Corresponding Secretary is responsible for sending Yahrzeit reminders in consultation with the Temple Office, which maintains the Yahrzeit list.

ARTICLE VII- DIRECTORS-AT-LARGE

a. The Congregation has five Members who serve as Directors-At-Large during the Temple Year, only three or four of whom are elected each year.

b. The following persons automatically serve as Director-At-Large by virtue of their appointed or elected position: (i) the President of the Congregation's Sisterhood or her/his designee, and (ii). the immediate past President of the Congregation for one year immediately following his/her term in office. Thus, three (3) or four (4) Directors-At-Large are elected by the Congregation annually. If the outgoing President is re-elected as an officer of the Congregation, then four (4) Directors-At-Large are elected by the Congregation.

ARTICLE VIII- BOARD OF TRUSTEES

a. The Board of Trustees consists of the Officers and Directors-At-Large of the Congregation.

b. The Board of Trustees has the following charge: It shall hold title to, and be responsible for, the acquisition, maintenance and disposal of all the Congregation's land (real property, properties and possessions). It is empowered to take the actions necessary to meet its charge within the limits of its budgetary authority.

ARTICLE IX - COMMITTEES

a. Only Members in Good Standing may serve on Standing Committees or Ad Hoc Committees. All actions of the Standing Committees and Ad Hoc Committees are subject to the review and approval of the Board of Directors.

b. The following Committees are designated as Standing Committees:

1. Caring Community Committee

Committee Charge – To reach out to those members of the Jewish community in need; to provide comfort and support in time of crisis; to formally acknowledge and recognize meaningful Jewish celebration and recognition of individual simchot; to develop, in cooperation with the rabbi, resources for carrying out this Committee charge.

2. Education Committee

Committee Charge - To develop and implement educational policies and programs in the following three areas — Religious School, Hebrew School, and the Judaic Studies Program (adult education); to appoint, in consultation with the Rabbi, a Principal for the Religious School. The Principal is responsible for all operations of the school in accordance with Articles IIa3 and IIIe of this Constitution. The Principal, in consultation with the Rabbi, selects teachers, curricula and education materials. The Principal is accountable to the Education Committee.

3. Finance Committee

Committee Charge - To develop a comprehensive budget for the Congregation, subject to approval by the Board of Directors, encompassing all budgetary suggestions from constituent groups of the Congregation but not its affiliate groups (e.g., Sisterhood, Fredericksburg Reform Senior Beth Sholom Youth (FRSBY), Religious School Parent-Teacher Organization (PTO), etc.); to develop long-range financial plans to ensure the viability of the Congregation; to Oversee the Congregation's investments.

4. Fund-Raising Committee

Committee Charge - To plan and undertake programs and events for the raising of funds for capital and other needs of the Congregation.

5. House and Grounds Committee

Committee Charge - To maintain the Congregation's land, real property and possessions.

6. Strategic Planning Committee

Committee Charge - To provide the Board of Directors with goals and action plans for the maintenance and growth of the Congregation.

7. Media Committee

Committee Charge – To develop and implement public information efforts including but not exclusive of news releases, advertisements, calendar announcements, and web site operations.

8. Membership Committee

Committee Charge - To develop and implement programs to greet new members of the Jewish Community and to bring new Members to the Congregation, and to orient them fully into Congregational life

9. – Nominating Committee

Committee Charge-To generate a ballot of nominees, at least one per position, for each Officer or Director-At-Large to be elected by the Congregation as described in Article XI – ELECTION OF OFFICERS AND DIRECTORS-AT-LARGE

10. Outreach Committee

Committee Charge - To develop and implement programs for Members and potential Members, with emphasis on interfaith families.

11. Program Committee

Committee Charge - To establish, coordinate and facilitate social, cultural and Jewish holiday programs during the Temple Year for the benefit of the Congregation.

12. Ritual Committee

Committee Charge – In conjunction with the Rabbi, To coordinate all activities pertaining to ritual practices in the Temple, including working with the Rabbi and appointing and supervising the activities of ushers; to ensure congregational representation at the at the Interfaith Council in the Fredericksburg, VA area; to assist Members in all appropriate ways with issues relating to the burial and grave site maintenance of the Congregation's Members, including coordinating mourning arrangements with the Rabbi; to coordinate the lighting of memorial plaque lights and other physical setup in the Sanctuary for all services.

13. Social Action Committee

Committee Charge - To implement social action and social welfare programming which may address both the Jewish and non-Jewish communities everywhere; to undertake those activities that will fulfill the teachings of our faith concerning tikkun olam (repairing the world).

14. Youth Committee

Committee Charge - To act as a means of contacting, encouraging and supervising adult voluntary involvement with Fredericksburg Reform

Senior Beth Sholom Youth (FRSBY)) and Fredericksburg Reform Junior Beth Sholom Youth (FRJBY) functions and activities; to provide information to young adults currently employed or involved in college studies; to maintain contact with University of Mary Washington Hillel and Jewish Student Association, keep temple members informed of University, Hillel and Jewish Student Association activities that might affect our community and these university organizations informed of Temple activities that might be of interest.

- c. The President is authorized to appoint and disband Ad Hoc Committees for any purpose not within the scope of a Standing Committee.
- d. Each Standing Committee and continuing Ad Hoc Committee shall submit a written annual report to the Board of Directors prior to the Annual Congregational Meeting and shall provide a summary of its operating procedures to be passed on to the newly appointed committee the following year.
- e. If, in the opinion of the Board of Directors, the Chairperson of a Standing Committee or an Ad Hoc Committee has not fulfilled his/her Committee's charge or any additional directive of the Board of Directors, he/she may be replaced by a two-thirds (2/3) vote of members of the Board of Directors.
- f. Chairpersons are appointed by the President with approval of the Board of Directors as described in Article VI. The Chairs of the Ritual Committee and Education Committee must be of Jewish faith. Committee size, composition, qualifications and membership shall be in accordance with applicable Temple policies.

ARTICLE X - ANNUAL CONGREGATIONAL MEETING

- a. The Annual Congregational Meeting is held in May or June on a date selected by the Board of Directors. Additional meetings may be called by the Board of Directors. The Corresponding Secretary shall notify the membership at least 30 days in advance, as is also required for elections in Article IX.
- b. The business to be conducted at the Annual Congregational Meeting consists of; but is not limited to, the following:
 - 1. Delivery of annual reports from Officers.
 - 2. Delivery of annual reports from Congregation's affiliate groups (e.g., Sisterhood, Fredericksburg Reform Senior Beth Sholom Youth (FRSBY), Religious School Parent-Teacher Organization (PTO), etc.).
 - 3. Delivery of annual report from Standing Committees.
 - 4. Delivery of annual report from Ad Hoc Committees.

5. Presentation of all budgets and Congregational approval of proposed dues structure for the coming Temple Year.
 6. Election of Officers and Directors for the coming Temple Year.
 7. Other business as deemed necessary by the Board of Directors and Members of the Congregation.
- c. Absentee ballots are permitted at Congregational Meetings; proxy ballots are prohibited.

ARTICLE XI- ELECTION OF OFFICERS AND DIRECTORS-AT-LARGE

Officers and Directors-At-Large elected at the Annual Congregational Meeting are nominated and elected by the following procedure:

- a. No later than the February meeting of the Board of Directors, the President shall appoint a Nominating Committee consisting of five Voting Members, no more than two of whom are current members of the Board of Directors. The role of the Nominating Committee is to generate a ballot of nominees for each Officer or Director-At-Large to be elected by the Congregation. No member of the Nominating Committee may be included on the ballot. Nominating Committee members may be nominated from the floor at the Annual Congregational meeting. .
- b. Within seven days of the February Board of Directors meeting, the Corresponding Secretary shall notify the membership, by written notice sent to each Membership household, that a Nominating Committee has been selected to develop a list of candidates for elected positions and that the Members are invited to submit recommendations for people to be considered by the Nominating Committee for those positions. The Nominating Committee will consider all recommendations submitted to that Committee within two weeks of the date of mailing of the notification provided for in this paragraph.
- c. The Nominating Committee shall submit its proposed ballot to the Board of Directors at the Board of Directors March meeting.
- d. As required in Article X, at least thirty days before the Annual Congregational Meeting, the Corresponding Secretary shall notify the membership, by written notice sent to each Membership household of the date, time and place of the Annual Congregational Meeting, the election to be held at the Annual Congregational Meeting and the specific ballot of nominees developed by the Nominating Committee. This notice shall also inform Members that nominations from the floor will be accepted for all positions during the Annual Congregational Meeting.
- e. Officers are elected by a plurality of the valid votes cast. Directors-At-Large are elected by a plurality of the valid votes cast among the field of candidates for Directors-At-Large.

ARTICLE XII- AMENDMENT OF CONSTITUTION

- a. Any Voting Member is eligible to vote for amendments to this Constitution.
- b. Any proposed amendment must be either (i) submitted in writing, endorsed by signature of at least fifteen (15) Voting Members and submitted to the President, or (ii) proposed by the Board of Directors. In either event, the President shall call a general membership meeting to be held within thirty (30) days from the time the suggested amendment is received.
- c. The text of the amendment, and the text of the existing provision which it seeks to amend, shall be included in notices sent to the Members announcing the aforesaid meeting. These materials shall be mailed no less than fifteen (15) days prior to such meeting.
- d. At said meeting, the proposed amendment is voted upon and, if voted affirmatively by two-thirds (2/3) of the valid votes cast, is adopted.

ARTICLE XIII - QUORUM

- a. Official Congregation business of the Board of Directors is conducted only when a quorum is present. A quorum at a Board of Directors meeting is defined as the presence of more than 50% of its voting members.
- b. A quorum at any meeting of the Congregation's general membership shall be the lesser of:
 - the number of members of the Board of Directors present at the annual meeting plus 10% additional voters in good standing.
 - 40 voting members.

ARTICLE XIV - PARLIAMENTARY PROCEDURE

Robert's Rules of Order is the usual authority for parliamentary practice and procedures at all official meetings of the Congregation and its entities. The Board of Directors may vote to implement an alternative parliamentary procedure. In case of conflict between this Constitution and Robert's Rules of Order, the Constitution takes precedence.

ARTICLE XV - DUES

- a. Any proposed change in membership dues must be approved by the affirmative vote of a simple majority of the valid votes at a general membership meeting scheduled by the Board of Directors.
- b. Annual membership dues are payable within 30 days after the commencement of each Temple Year. An alternative payment schedule may be arranged in accordance with Article IIIc.

c. No person is disqualified from enjoying the privileges of Membership in Good Standing solely because of inability to pay full dues. Responsibility to grant appropriate dues relief rests jointly with the President and the Treasurer.

ARTICLE XVI - EFFECTIVE DATE

All articles of this Constitution will be in effect immediately upon ratification and will not be retroactive to any past date.

SUPPLEMENT TO CONSTITUTION
(Adopted July 12, 1994)

1. RESOLVED, that as a supplement to the Constitution of Beth Sholom Temple, and in order to clarify the Constitution of Beth Sholom Temple, it is hereby confirmed that:
 - a. Beth Sholom Temple is organized exclusively for religious and educational purposes including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code.
 - b. That no part of the net earnings of Beth Sholom Temple shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that Beth Sholom Temple shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c)(3) purposes. Salary shall be determined by the Board of Directors and shall be reasonable under all circumstances. The determination of reasonableness shall be made by both reference to community standards in the Fredericksburg, Virginia area and to the guidelines of the Union of American Hebrew Congregations (UAHC) and the Central Conference of American Rabbis (CCAR).
 - c. That no substantial part of the activities of Beth Sholom Temple shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and Beth Sholom Temple shall not participate in or intervene in any political campaign on behalf of, or in opposition to, and candidate for public office.
 - d. Beth Sholom Temple shall not carry on any activities not permitted to be carried on by an entity exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or by an entity the contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
 - e. That upon dissolution of Beth Sholom Temple, all assets shall be distributed to Hebrew College - Jewish Institute for Religion (HUC-JIR) for rabbinic scholarships, so long as HUC-JIR is an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and in the event that HUC-JIR is not so exempt then to a similar organization that does have an exemption.