CONSTITUTION OF THE BETH JACOB CONGREGATION, KITCHENER, ONTARIO

INTRODUCTION

The purpose of this Constitution is to enable the administration, business and activity of the Beth Jacob Congregation to function smoothly within the framework and pattern of its aims, purposes and objects as more particularly hereinafter set out. The Constitution sets out the rules, regulations and procedures which shall govern the deliberations of the members and their appointed and/or elected representatives, their decisions and policies and the operation and welfare of the Congregation.

PREAMBLE

In recognition of the fact that the intention of the founders of the Beth Jacob Congregation was to establish a modern Orthodox Jewish House of Worship to minister to the religious, spiritual, cultural and educational needs of its membership; and being cognizant of the success which such a philosophy has enabled this Congregation to achieve since 1903, we shall continue to preserve this concept and maintain a House of Worship which will reflect the dignity and beauty of this reasoned doctrine.

It shall therefore be the ultimate goal of our Congregation to afford the membership every opportunity to study Judaism and fulfill themselves as Jews. We shall instruct the observance of all Torah mitzvot with special emphasis in KASHRUT, SHABBAT, Synagogue attendance and the instruction of Torah for our children and families.

ARTICLE I

NAME

This Congregation shall be known as Beth Jacob Congregation.

HEAD OFFICE

The head office of the Congregation shall be located at the premises municipally known as the City of Kitchener, in the Province of Ontario, or at such other location as the members, as hereinafter defined, may from time to time determine.

SEAL

The corporate seal of the Congregation shall have impressed thereon the words "Beth Jacob of Kitchener" and the seal impressed in the margin of this General By-law is hereby adopted as the corporate seal of the Congregation.

FISCAL YEAR

The fiscal year of the congregation shall commence on October 5 and conclude on October 14, the following year.
ARTICLE II

OBJECTS

The objects of the Congregation shall be as follows:

1. To maintain a Congregation for the purpose of conducting a modern Orthodox Synagogue in keeping with the dictates of HALACHAH.
2. To provide, conduct, associate itself with or support schools for instruction in Hebrew, Jewish religious studies, traditions, language, literature, history of the Jewish people and such other subjects that will minister to the religious, spiritual, educational and cultural needs of the Jewish people.
3. To maintain within the Synagogue a centre for the cultivation of Jewish thought and action and to foster and encourage the organization of social, cultural and educational groups among the members of the Congregation and their children and the Jewish community as a whole for the purpose of the continual development of Jewish culture.
4. To maintain a cemetery or provide or arrange for burial facilities for the members of the Congregation and their families all in accordance with the dictates of HALACHAH.
5. To keep members informed of activities of the Synagogue and of the state of Jewish life in Israel and the Diaspora.

RELIGIOUS PRACTICE AT BETH JACOB CONGREGATION

1. INTERPRETATION OF TORAH LAW AND OBSERVANCE OF SABBATH AND HOLY DAYS

A. All questions relating to the interpretation of Torah Law, including, but without limiting the generality of the foregoing, the conduct of congregational services, Kashruth, the observance of the Sabbath and all other Holy Days and all other matters treated in the Shulchan Aruch) shall be determined by the Religious Committee of the Congregation after consultation with the Rabbi of the Congregation, provided that the final authority on such questions shall reside with the Rabbi.

B. An appeal against the ruling of the Rabbi may be made by the Executive Committee or by a majority of members represented at a General Meeting and numbering no less than 75% of the total membership. The President shall thereupon refer the controversy to the Law Committee of the Rabbinical Council of America and their decision shall be considered binding.

C. The laws relating to the Sabbath and Holy Days shall be strictly and scrupulously observed on the property of the Congregation.

2. SERVICES

A. All services shall be conducted according to the traditional Orthodox Ashkenazic Minhag.

B. The appropriate Torah portion and Haftorah shall be read in their entirety.
A. All members of the Klef Kodesh of the Congregation shall be orthodox in philosophy.

B. The Rabbi shall have Semicha (Ordination) from a recognized Rabbinical College.

ARTICLE III

MEMBERSHIP

A. ELEGIBILITY FOR MEMBERSHIP IN THE CONGREGATION

1. Membership in the Congregation shall be by the way of "family unit" and for the purposes of this general by-law, the term "family unit" shall have the following meaning:
   (i) A husband and wife and their dependant children, if any;
   (ii) A widower or widow and his or her dependant children, if any;
   (iii) An unmarried male or female person and his or her dependant children, if any;
   (iv) A legally separated person and his or her dependant children, if any;
   (v) A husband or wife, who is a member of the Jewish faith and any dependant child who are members of the Jewish faith.


   A family unit or a part of a family unit, which is a member in good standing, moving out of the Regional Municipality of Waterloo is entitled to apply for out-of-town membership.

   All references to members hereunto found, shall be understood to mean, members in good standing who have paid their membership assessment and are up to date on their building fund commitment or are not more than three months in arrears from the date of any assessment.

2. A family unit, as described in section A1, shall be entitled to apply for membership in the Congregation only if the members of the family unit are all Halachically Jewish and, all members of the family unit other than dependant children shall have undertaken to abide by the Letters Patent, Supplementary Letters Patent, By-laws, rules and regulations of the Congregation and any amendments thereto.

3. All family units who were members in good standing of the Congregation immediately prior to the passage of this general by-law shall become members of the Congregation upon the passage of this general by-law.

4. For the purposes of this paragraph, a "dependant child" shall mean a child of a member of a family unit who is under 21 and unmarried or a full-time student.
B. APPLICATION FOR MEMBERSHIP

Application for membership in the Congregation shall be made in writing on such forms as is prescribed from time to time by the Executive Committee of the Congregation. Such application shall be first submitted to a Subcommittee of the Religious Committee of which the Rabbi shall be the Chairman, and if approved by such Subcommittee, to the Membership Committee who shall either approve or reject the application.

C. SUSPENSION OR EXPULSION FROM MEMBERSHIP

1. The Executive Committee by a vote of 75% of the total Executive Committee may suspend or withdraw the congregational rights and privileges of a family unit which fails to pay to the Congregation dues, fees, assessments or other indebtedness and which is in arrears for more than one (1) year provided that written notice of the time and place of the meeting at which the Executive Committee intends to consider the suspension or withdrawal of such rights and the entitlement of a member of the family unit to be present and heard thereat is mailed to such family unit by registered mail at least seven (7) days prior to the date such meeting is to be held. This matter may be reviewed from time to time by the Executive Committee.

2. The Executive Committee may, by a vote of seventy-five percent (75%) of the total Executive Committee, suspend or expel any family unit or member thereof who is guilty of conduct unbecoming to membership in the Congregation or contrary to the standard of good citizenship in the Jewish community, provided that written notice of the time and place of such meeting and the entitlement of the member of the family unit to be present and heard thereat, is posted by registered mail, to such member at least seven (7) days prior to the date such meeting is to be held. Charges of such alleged conduct shall be lodged in writing with the President of the Congregation. The President (together with the Vice-President, if he so desires) shall consider the complaint and then shall interview the family unit member who is the subject of such complaint and in the event that it is decided that there are sufficient grounds for such charges, the complaint shall be presented to the Executive Committee.

D. MEETINGS OF THE MEMBERS

1. At least one general meeting of the Congregation shall be held in each year. The Annual General Meeting shall be held on such date as may be designated by the Executive Committee but in no event later than the 30th day of June in each year. Such date shall be designated at least 45 days in advance.

2. Each family unit shall be entitled to one (1) vote at any general meeting of the Congregation, provided, however, that only family units in good standing shall be entitled to exercise such vote.
3. (i) A special general meeting of the members of the Congregation may be called

by the President or in his absence by the Vice-President whenever they shall deem necessary.

by the President or in his absence by the Vice-President upon requisition in writing of at least twenty per cent (20%) of the members of the Congregation who are in good standing setting forth the purpose of the meeting.

(ii) The Annual General Meeting shall be called by the President and notice and agenda thereof shall be delivered or mailed to each member of the Congregation no less than twenty-five (25) days prior to the date on which such meeting is to be held.

(iii) Except as otherwise provided herein, notices of meetings of the Congregation shall be delivered or mailed to each member not less than fifteen (15) days before the meeting is to take place.

Page 5, Section 3(iv). Revised underlined

Ten percent (10%) of the membership of the Congregation or twenty-five (25) members thereof in good standing, whichever is greater, shall constitute a quorum for a general meeting of the members of the Congregation.

(v) The agenda for the Annual General Meeting shall include the following:

(A) Approval of the minutes of the last Annual General Meeting.
(B) Business arising out of the minutes.
(C) The President's report.
(D) Reading of correspondence and other communications.
(E) Presentation of the annual financial statements.
(F) Committee reports.
(G) Discussion of matters affecting the welfare of the Congregation.
(H) Election of the Executive Committee.

(vi) A meeting of the Executive Committee shall be convened at least ten (10) days prior to the mailing of the notice and agenda of the General Meeting of the members for the purpose of approving the agenda for the forthcoming General Meeting. The approval of such agenda shall require only the vote of a majority of members present at the meeting of the Executive Committee called for such purpose.

Any member may ask the Executive Committee to consider other agenda items prior to the approval of such agenda.
(vii) No matter shall be permitted to be raised at a General Meeting of the members unless the same is on the agenda or is permitted by the Chairman of the meeting at the meeting.

4. Upon his obtaining the consent of the President, a member of a family unit may attend any meeting of the Executive Committee and upon obtaining the consent of the relevant Committee Chairman, may attend any committee meeting, but unless he is a member of the Executive Committee he shall not be entitled to participate in an Executive Committee Meeting except upon the invitation of the Vice-President, and shall not be entitled to vote thereat and, in the case of a committee meeting, unless he is a member of that particular committee, he shall not be entitled to participate except upon the invitation of the Committee Chairman and he shall not be entitled to vote thereat. As far as possible, interested members of family units should be made welcome at all meetings.

ARTICLE IV

ADMINISTRATION

A. ELIGIBILITY OF WOMEN TO BE OFFICERS AND CHAIRMEN OF COMMITTEES

Women shall be eligible to serve as Senior Officers, chair all Committees and serve as members on all committees. Notwithstanding the above, women shall be ineligible to serve as President, Vice President, Gabbai, Religious and Cemetery Chairmen.

B. EXECUTIVE COMMITTEE

1. Membership of the Executive Committee

(a) Subject to the provisions of this General By-law the Executive Committee shall consist of:

- all Officers, plus
- 11 members at large.

(b) Any member of a family unit who is over the age of twenty-one years and not a dependant child shall be eligible for election or appointment to the Executive Committee.

(c) The number of women who shall to serve on the Executive Committee as a result of their election or appointment thereto shall be limited to 30% of the number of members of the Executive Committee to be elected by the Congregation.
2. Vacancies on the Executive Committee

In the event of a vacancy on the Executive Committee through death, resignation or otherwise, the President shall fill any such vacancy in the following manner:

(a) He shall appoint a qualified member who shall assume office upon approval by a majority of the Executive members present at the meeting.

(b) If such person was a member of the Executive Committee designated by the Executive of the Sisterhood, by such member in good standing as may be designated by such organization.

3. Duties and Functions of the Executive Committee

(a) The Executive Committee shall set the policies and objectives with respect to the administration of the affairs and assets of the Congregation within the limitation set out in this general by-law.

(b) The Executive Committee shall receive recommendations from the various Committees of the Congregation.

(c) The Executive Committee may borrow and/or expend money from time to time on behalf of the Congregation upon such terms and upon such security as shall be specified by the Executive Committee and do all such acts and things necessary for that purpose.

(d) The Executive Committee shall not approve any contract, undertaking, engagement or obligation on behalf of the Congregation for a term exceeding three (3) years (except where the same relates to the leasing or purchasing of furnishings or equipment and provided that the liability of the Congregation in relation thereto does not exceed $10,000.00), unless it has received the prior approval of the Congregation at a general meeting or special general meeting called for that purpose. In the event where, in the opinion of the Senior Officers, it would be harmful to wait for the next General Meeting or to call a Special General Meeting, the Executive Committee is obliged to act in the best interests of the Congregation.

(e) Subject to what is hereinafter set out, provided he shall act in good faith, every member of the Executive Committee and any Officer of the Congregation, their heirs, executors, administrators and other legal personal representatives shall from time to time be indemnified and saved harmless by the Congregation from and against:
(i) Any liability and all costs, charges and expenses that he sustains or incurs in respect of any action, suit or proceeding as proposed or commenced against him for or in respect of anything done or permitted by him in respect of the execution of the duties of his office;

(ii) All other costs, charges and expenses that he sustains or incurs in respect of the affairs of the Congregation in the conduct of his responsibility to the Congregation and with the approval of the Executive Committee.

Notwithstanding the foregoing, no member of the Executive Committee or any officer of the Congregation shall be indemnified by the Congregation in respect of any liability, costs, charges or expenses which he sustains or incurs in or about any action, suit or proceeding as a result of which he is adjudged to be in breach of any duty or responsibility imposed upon him under The Corporations Act of Ontario or any other applicable law or the Letters Patent, Supplementary Letters Patent and/or the By-laws of the Congregation, unless in an action brought against him in his capacity as a member of the Executive or Officer of the Congregation, he has achieved complete or substantial success as a defendant;

(iii) Any liability and all costs, charges and expenses that he sustains or incurs in respect of any guarantee or indemnity given on behalf of the Congregation at the request of the Congregation and without limiting the generality of the foregoing in respect to the financing of the Congregational property, building, furnishings and/or equipment.

(f) The Executive Committee, subject to the terms and provisions of this General By-law, in addition to the other powers herein specifically provided for, shall generally formulate, and control the affairs of the Congregation.

4. Removal from the Executive Committee

(a) Any member of the Executive Committee who absents himself from three consecutive meetings, without reasonable cause, shall automatically cease to be a member of the Executive Committee. It is the obligation of such member to advise the Chairman of the Executive Committee in writing as to the reason for his absence and the Chairman shall determine whether or not such member should be recommended for reinstatement to the Executive Committee. Reinstatement shall require the affirmative vote of a majority of the Executive Committee present and voting at the Executive Committee meeting at which such reinstatement is considered.
(b) The Executive Committee may, by a vote of seventy-five (75%) of the total Executive Committee called for such purpose, suspend or dispel any member of the Executive Committee who is guilty of conduct unbecoming to membership on the Executive Committee or contrary to the standard of good citizenship in the Jewish community, provided that written notice of the time and place of such meeting and the member's entitlement to be present and heard thereat, is mailed to such member at least seven (7) days prior to the date such meeting is to be held. Charges of such alleged conduct shall be lodged in writing with the President of the Congregation. The President (together with the Vice-President, if he so desires) shall consider the complaint and then shall interview the member who is the subject of such complaint and in the event that it is decided that there are sufficient grounds for such charges, the complaint shall be presented to the Executive Committee.

5. Meetings, Notices and Quorums

(a) Nine (9) members of the Executive Committee shall constitute a quorum for any meeting thereof.

(b) The Vice-President shall be the Chairman of the Executive Committee and may, at any time, summon a meeting of the Executive Committee or a meeting of the Executive Committee shall be called by the Chairman of the Executive Committee at any time upon the written request of at least five (5) members of the Executive Committee.

(c) Notices of meetings shall specify the purpose of such meetings, shall set out the agenda of such meetings and shall be delivered or mailed to each member of the Executive Committee not less than seven (7) days before the meeting is to take place, but in the case of a special emergency the Chairman of the Executive Committee or the President may call such a meeting on shorter notice and the notice and purpose of such meeting may be given by telephone. Such notice given other than by telephone shall be deemed to have been given either on being delivered or on being mailed to the last known address of such member as appears in the records of the Congregation; provided that any meeting of the Executive Committee may be held without notice at any time or place in the Regional Municipality of Waterloo if all members of the Executive Committee who are present thereat and those absent waive notice of the meeting or signify their consent thereto in writing.

(d) The Executive Committee shall meet at least five times during the fiscal year of the Congregation for the transaction of business at such times as the Chairman of the Executive Committee may determine subject to the provisions of subparagraph (b) of this paragraph 5.
(e) The Chairman of the Executive Committee shall preside at all meetings of the Executive Committee and, in his absence, the President of the Congregation and, in his absence, any other senior officer of the Congregation shall preside at meetings of the Executive Committee.

C. THE OFFICERS

1. Composition

The Past President, the President (who shall be Chairman), the Vice President, the Secretary, the Treasurer, the Finance Chairman, the Religious Chairman, the Education Chairman, the Representative from Sisterhood provided, however, that the President may invite any other committee Chairman with the approval of the majority of the Officers present at a meeting so called and any member of the Congregation to attend a specific meeting.

2. Duties and Functions

(a) To formulate policies of the Congregation and to initiate programmes and activities or make recommendations in relation thereto for submission to the Executive Committee or the relevant Committee.

(b) Subject to the provisions of this General By-law (and in particular any such provisions requiring such functions to be performed by another committee) and subject to the approval of the Executive Committee, to engage persons who may be required in the services of the Congregation and to remove them, and to define and direct their respective duties from time to time and to fix their salaries.

(c) In emergency situations relating to the synagogue, building and or equipment, the Officers may expend such sums as a majority of the members of the Officers may deem necessary.

(d) The Officers are responsible for the day to day operation and function of the Synagogue.

3. Meetings and Quorum

The Officers shall convene at the request of the President or in his absence the Vice President for the purpose of dealing with any business of the Congregation which requires its consideration. A quorum of the Officers shall be constituted by a majority of the Officers.
D. SENIOR OFFICERS OF THE CONGREGATION - THEIR DUTIES AND OBLIGATIONS

1. QUALIFICATIONS

(a) President

No person shall be eligible for election to the position of President unless he has served as an Officer for at least three years.

(b) Qualifications of Remaining Senior Officers

Excluding Parnas and Gabbai

No person shall be eligible for election as an Officer unless he has served on the Executive Committee for three years. Notwithstanding, the representative from Sisterhood need not have served on the Executive Committee.

Three years experience on the Executive prior to this new By-law will qualify a member to stand for election or appointment as an Officer.

(c) Parnas and Gabbai

The Parnas and Gabbai shall be eligible for office only if he expresses respect for the traditional laws of the Sabbath and Kashruth in accordance with the tenets of traditional Orthodox Judaism.

2. Senior Officers

(a) President

The President shall call and preside at all general meetings of the Congregation and of the Officers and shall have the casting vote in the event of a tie except in the case of election of officers.

He shall submit a report of the activities of the Congregation and of the Executive Committee at the annual meeting of the Congregation.

He shall be an ex-officio member of all standing Committees.

When called upon to do so, he or such person as may be designated by him shall represent the Congregation in matters pertaining to the welfare of the Congregation and or the Jewish community.

He shall exercise general supervision of all the affairs of the Congregation.
(b) **Vice-President**

The Vice-President shall be the Chairman of the Executive Committee and shall call meetings of the Executive Committee and shall preside thereat.

(c) **Secretary**

The Secretary shall give or cause to be given all notices required to be given to members of the Congregation and to members of the Executive Committee and the Officers.

The Secretary shall attend all meetings of the members of the Congregation and of the Executive Committee and the Officers and shall enter or cause to be entered in books kept for that purpose, minutes for all proceedings at such meetings. He shall keep or cause to be kept the corporate seal of the Congregation and all books, papers, records, documents and other instruments belonging to the Congregation and he shall perform such other duties as may from time to time be prescribed by the Executive Committee and shall consult with the legal Counsel of the Congregation as to the proper discharge of his duties and functions.

(d) **Treasurer**

The Treasurer shall supervise the receipt and disbursement of all monies of the Congregation. Monies shall be deposited in the name of the Congregation in such bank as the Executive Committee of the Congregation may designate from time to time.

It shall be the Treasurer's responsibility to ensure that proper books of account are kept and that entries of all such matters, transactions and things as are usually written and entered in books of account for synagogues are duly made therein.

All financial records and securities belonging to and concerning the Congregation shall be kept at the office of the Congregation and/or in a Safe Deposit Box rented by it under the supervision of the Treasurer.

Any member in good standing of the Congregation who requests in writing with reasons to the Treasurer shall have access to the books and records of the Congregation, and shall have the right to inspect and examine them and to make extracts therefrom at all reasonable times when the synagogue office is normally open or at any other reasonable time at the convenience of the Treasurer except for confidential, personal, and financial information concerning individual members.
The Treasurer shall submit such reports as may from time to time be requested of him by the Officers or the Executive Committee of the Congregation.

(e) Gabbai and Parnas

The Parnas shall be Chairman of the Religious Committee and in charge of all religious services subject to the rules and regulations promulgated from time to time by the Religious Committee and Executive Committee.

The Gabbai shall assist the Parnas in the performance of Synagogue duties and in his absence the Gabbai shall himself carry out such duties.

E. NOMINATIONS AND ELECTIONS

(a) The 18 members of the Executive Committee of the Congregation who are to be elected (herein referred to as the Elected Members) shall be elected and shall retire annually. At the Annual General meeting of the members for the election of the Executive Committee which shall take place after the passage of this By-law, the candidates elected to the Executive Committee shall be elected to hold office for a term of one year from the date of their election or until the next Annual General meeting after such date. Thereafter at each Annual General Meeting members shall be elected to fill the positions of those members of the Executive Committee whose term of office has expired and each member so elected shall hold office for a term of one year or until the next Annual General Meeting after their election.

(b) At least 55 days prior to the Annual General Meeting in each year, the Chairman and members of the Nominating Committee shall be appointed by the President, and consist of: the Past President, President, Vice-President and one member of the Executive Committee.

(c) The Nominating Committee shall then prepare a list of candidates which it recommends to stand for election as members of the Executive Committee of the Congregation and shall submit such list to the Executive Committee no later than 25 days after appointment who shall determine whether each of such candidates if legally qualified to stand for election in accordance with the by-laws of the Congregation. No candidate who in the opinion of the Chairman of the Executive Committee is not legally qualified may be nominated by the Nominating Committee to stand for election.

(d) Under the supervision of the Secretary the list of candidates shall be mailed to all members of the Congregation no later than 25 days prior to the Annual General Meeting, accompanied by instructions as to the manner in which additional candidates may be nominated.
(e) Additional candidates may be nominated (but only if they are legally qualified to stand for election) by a petition in writing proposed by 5 members in good standing of the Congregation and containing a statement by such candidate indicating his willingness to stand for election no later than 7 days after the mailing of the list of candidates.

(f) The Secretary shall mail or cause to be mailed, a final list of all nominees arranged in alphabetical order to all members of the Congregation no later than 25 days prior to the Annual General Meeting of the Congregation at which such nominees are to stand for election.

(g) At the General Meeting of the Congregation, a ballot containing a list of the nominees other than the Senior Officers arranged in alphabetical order and a ballot containing the names of Senior Officers by position (except Gabbai) shall be given to each member present and entitled to vote.

(h) The Nominating Committee shall appoint 2 scrutineers who shall have charge of issuing and counting the ballots. No candidate for office may act as a scrutineer.

(i) Election of the Executive Committee shall be by secret ballot and subject to the provisions of paragraph (j), the candidates receiving the greatest number of votes shall be declared elected.

(j) In the event that on the basis of the balloting for election to the Executive Committee, the number of women who would be elected to occupy positions on the Executive Committee would be in the aggregate more than 30% of the number of persons to be elected to the Executive Committee, to the extent that such representation would exceed that number, those female candidates receiving the lowest number of votes shall be ineligible for election to the Executive Committee and the male candidates receiving the next highest number of votes in order shall be elected to those positions to which such female candidates would otherwise have been elected.

(k) The 2 scrutineers shall notify the Chairman of the results of the election and the Chairman shall immediately notify the successful candidates of their election.

(l) Subject to the restrictions herein contained with the eligibility of women for positions on the Executive Committee, in the event of a tie vote for the 18th position of the Executive Committee, the names of tied candidates shall be placed in a hat and one name shall be selected by the President.
(m) A member appointed by the President to the Executive Committee shall serve only during the term of the President in which he was appointed.

(n) A member may not appoint a person as his nominee or proxy to attend and exercise his vote at a meeting of the Congregation, the Executive Committee, or any other committee.

F. ADDITIONAL QUALIFICATIONS FOR THE ELECTION TO THE EXECUTIVE COMMITTEE AND AS A SENIOR OFFICER OF THE CONGREGATION

In addition to any other requirements set out in this General By-Law the following qualification shall be necessary in order for a person to stand for election to the Executive Committee or as an Officer of the Congregation:

The family unit of which the person is a member is in good standing.

G. BOARD OF GOVERNORS

The Board of Governors shall be all Past Presidents who are members in good standing who shall act as advisors when called upon by the Officers and/or the Executive Committee. The Immediate Past President is the Chairman of the Board of Governors.

ARTICLE V

STANDING COMMITTEES

At the first meeting of the Executive Committee after the General Meeting, the President shall submit to the Executive Committee his proposed appointments for Chairmen of the Standing Committees of the Congregation with the exception of the Nominating Committee for Confirmation by the Executive Committee. The Chairmen of such Committees shall have complete discretion as to the composition thereof, providing that they select only members in good standing, except for the Nominating Committee appointed in accordance with Section E of Article IV.

The Chairmen of the Committees shall report and submit recommendations regularly to the Executive Committee for consideration and approval and upon request, to the Officers. The following Committees shall be the Committees of the Congregation, provided however, that the President may appoint such other Committees as he may deem necessary:

(a) Finance Committee
(b) Editorial Board
(c) Cemetery Committee
(d) Constitutional Committee
(e) Plaque Committee
(f) Education Committee
(g) House and Maintenance Committee
(h) Library Committee
(i) Membership Committee
(j) Nominating Committee
(k) Cultural and Social Program Committee
(l) Religious Committee
(m) Good and Welfare Committee
(n) Youth Committee
(o) Kiddush Committee

CEMETERY COMMITTEE POLICY

The Cemetery Committee shall have the following functions:

1. To maintain at the office of the Congregation registers and plans for all burial plots and show thereon all reserved plots.

2. To designate the location of any plot subject to the approval of the Chairman of the Cemetery Committee or his designate.

3. It shall perform its functions in accordance with the following rules and regulations:

   (a) Each member of a family unit shall be entitled to a cemetery plot free of charge at the time of need, the location of which to be designated by the Cemetery Committee. In the case of a married person who has been deceased and who has been buried in the cemetery an adjacent plot will be reserved wherever possible for the living spouse provided that the living spouse remains a member in good standing. Other members of the Jewish faith may be buried in the Congregational cemetery subject to an amount established from time to time by the Executive Committee.

   (b) A family unit may reserve one or more plots at a price to be established from time to time by the Executive Committee which shall be payable at the date of reservation and the method of application for cemetery plots and the price thereof shall be publicized to the Congregation.

   (c) In order to retain the exclusive rights to such reserved plots, a family unit must remain in good standing at all times. Such rights shall be non-transferrable. In the event that the family unit ceases to be a member in good standing of the Congregation, the unused plot or plots shall revert to the Congregation and any monies previously paid shall be refunded in full.

   (d) If a member of a family unit who has a reserved plot is buried elsewhere, his plot shall revert to the congregation and any monies previously paid shall be refunded in full.

   (e) All burials must be made in strict accordance with the dictates of HALACHAH, as determined by the Rabbi of the Congregation.
(f) Funeral and burial services shall be performed by the Rabbi of the Congregation (or in his absence, a Rabbi designated by the President of the Congregation, or in his absence by the Vice-President of the Congregation), with the assistance of the clergy of the Congregation. With the permission of the Rabbi of the Congregation, the family may request an additional Rabbi or Rabbis to participate.

(g) All burials and/or unveilings must be in accordance with the dictates of HALACHAH and supervised by the Rabbi or his designate. No person not of the Jewish faith may be buried in the Congregational cemetery.

(h) The exhumation and/or removal from the cemetery of a body interred therein shall not be permitted unless by order of the provincial authorities concerned and or approved by the Rabbi of the Congregation.

CONSTITUTION COMMITTEE

The Chairman of the Constitution Committee shall be a Past President who has been a member in good standing for at least 10 years.

ARTICLE VI

CONTRACTING OF OBLIGATIONS AND AUTHORIZATION OF EXPENDITURES

A. SIGNING POWERS

1. Any two of the President and Vice-President and Secretary or such other persons as may be authorized by resolution of the Executive Committee from time to time shall have power to sign deeds, contracts, leases and agreements on behalf of the Congregation and to affix the Corporate Seal thereto and to sign all documents required to be signed by the Congregation from time to time.

2. Banking documents and cheques shall be signed by any two of the President, Vice-President and Treasurer or as authorized by the Executive Committee from time to time.

3. No payment shall be made or cheque issued for any expenditure unless accompanied by a voucher signed by the appropriate committee Chairman or his designate.

4. No loans, advances or guarantees shall be made by the Congregation without the express authority of the Executive Committee.

5. All documents to be executed by or on behalf of the Congregation shall be approved by the Officers and legal Counsel of the Congregation prior to execution and no commitments shall be made on behalf of the Congregation by anyone who has not obtained prior approval of the Officers, except as otherwise provided herein.
6. No expenditure in excess of specified itemized budgeted figures shall be made by any one without the prior approval of the Executive Committee except as otherwise provided herein.

ARTICLE VII

ENGAGEMENT OF KLEI KODESH AND ADMINISTRATIVE PERSONNEL

A. CONTRACT REQUIREMENTS

1. No person may be engaged to serve the Congregation in the capacity of a Rabbi, Assistant Rabbi, Cantor, or Baal Korah unless he shall enter into a written contract with the Congregation setting out all terms of his engagement and the term thereof.

2. Any such contract shall be invalid unless it is expressly stated therein that such contract is subject to the provisions of the Letters Patent, Supplementary Letters Patent, this General By-law and all amendments thereto, and all other by-laws and regulations of the Congregation and any amendments thereto.

B. APPROVAL OF CONTRACTS

1. Any contract or renewal thereof proposed to be entered into or termination thereof by the Congregation with a Rabbi or Assistant Rabbi, Cantor, or Baal Korah shall require the approval at a meeting called for the purpose of approving such contract by at least 75% of the members of the Executive Committee present and voting thereat.

ARTICLE VIII

AMENDMENT AND REPEAL

A. PROPOSALS TO AMEND OR REPEAL

(a) All proposed amendments or motions to repeal any provision of the Letters Patent, Supplementary Letters Patent and/or this General By-law shall first be submitted in writing at a meeting of the Executive Committee for consideration, and only if the proposed amendment or motion to repeal is in the opinion of the Constitutional Committee legally permissible after consideration of the Letters Patent, Supplementary Letters Patent and By-Laws of the Congregation and any relevant legislation, the President shall appoint the Constitutional Committee which shall draft the proposed amendment or motion to repeal in proper legal form and submit the same to the Chairman of the Executive Committee.

(b) The Chairman of the Executive Committee shall call a meeting of the Executive Committee to consider the proposed amendment or motion to repeal and shall cause a copy thereof to be sent together with the notice calling such meeting to each Executive Committee member.

(c) The said proposed amendments or motion to repeal shall not be voted upon at the said Executive Committee Meeting but shall only be discussed thereat.
(d) The Chairman of the Executive Committee shall then call a subsequent meeting of the Executive Committee at which the Executive Committee shall either approve or reject such proposed amendment or motion to repeal.

B. APPROVAL OF AMENDMENT OR REPEAL

(a) This General By-Law may not be amended or repealed except upon the affirmative vote at a meeting of the Executive Committee called for such purpose by at least 60% of the members of the Executive Committee present and voting thereat and on the recommendation of the membership at a special meeting called for such purpose and ratified by the affirmative vote by mail ballot of 60% of members in good standing.

AMENDMENT OF ARTICLE II

Notwithstanding Section 8.2.1, the provisions of Section 2 may be amended or repealed provided that:

(a) At a special meeting called for such purpose or by mail ballot, 60% of the total members of the Executive Committee vote in the affirmative to amend or repeal Section 2; and

(b) At a special general meeting called for such purpose, the membership recommends the amendment or repeal of Section 2; and then

(c) The amendment or repeal is ratified by the affirmative vote by mail ballot of 80% of the members in good standing.

ARTICLE IX

REGULATIONS

REGULATIONS TO GOVERN THE FUNCTIONS OF THE STANDING COMMITTEES

(a) The Chairman of each Standing Committee of the Congregation shall develop Committee policies and procedures to govern its deliberations and shall submit the same to the Executive Committee for approval. Upon the acceptance by the Executive Committee of such Constitution of policies and procedures, the same shall be complied with by such Committee.

(b) Such policies and procedures may be amended or repealed upon the relevant Committee obtaining the approval of the Executive Committee.

(c) Prior to voting to accept such policies and procedures and/or amendments thereto, the Executive Committee shall obtain the favourable opinion of the Chairman of the Constitution Committee as to whether the same are in compliance with the Letters Patent, Supplementary Letters Patent and the By-Laws of the Congregation and all relevant legislation.
ARTICLE X

The words importing the singular only shall include the plural and vice versa, and words importing the masculine gender shall include the feminine gender and vice versa, except as it applies to clause A of Article IV, and words importing persons shall include firms and corporations and vice versa.

ARTICLE XI

All General By-laws and Constitutions of Beth Jacob Congregation are revoked upon the passing of this by-law.

PASSED the day of .

WITNESS the corporate seal of the Corporation

______________________________
PRESIDENT

______________________________
SECRETARY