

CONSTITUTION AND BY-LAWS
OF
BETH SAMUEL JEWISH CENTER

ARTICLE I
NAME AND LOCATION

The name of this congregation shall be Beth Samuel Jewish Center, hereinafter referred to as the "Congregation." The Congregation shall be located in the Borough of Ambridge, Beaver County, Pennsylvania.

ARTICLE II
PURPOSE AND STANDARDS

Section 1. The purpose of this Congregation shall be to maintain a synagogue which will foster and develop Judaism through religious, educational, social and cultural activities.

Section 2. The Congregation shall observe traditions of Judaism in accordance with current Congregational standards as interpreted by the Ritual committee with the approval of the Board of Trustees, hereinafter referred to as the "Board."

Section 3. Under the supervision of the Rabbi, kashrut shall be observed in the kitchen and in all other areas of the Congregation's property.

ARTICLE III
AFFILIATION

The Congregation may or may not be affiliated with a Jewish organization or organizations as determined at a regular or special congregation meeting pursuant to Article VI.

ARTICLE IV
MEMBERSHIP

Section 1. Persons shall be considered to be Jews if they state that they are Jews in their applications for membership or otherwise demonstrate that they are Jews.

Section 2. Members shall be considered to be in good standing if all financial obligations are current as certified by the Financial Secretary.

Section 3. Individual Membership. Jews (18) years of age or older shall be accepted for membership upon application and approval by the Board and upon payment of dues for one (1) year or a portion thereof as arranged with the Finance Committee.

Each individual member of the Congregation in good standing shall be entitled to one (1) High Holy Day seat which shall not be transferable.

Section 4. Family membership. Family membership shall be extended to family units upon application to and approval by the Board and upon payment of dues for one year (1) or a portion thereof as arranged with the Finance Committee.

Family units shall consist of up to two (2) adults, eighteen (18) years of age or older, one of whom must be Jewish as set forth in Section 1 of this Article. Unmarried children who are under eighteen (18) years of age and unmarried children who are under twenty-five (25) years of age and are full-time students at institutions of higher learning may be included in the family membership unit. Children who reach maturity according to the above criteria or who marry must seek membership in their own rights.

Each family unit in good standing shall be entitled to two (2) adult High Holy Day seats and sufficient seats for the children of that unit. High Holy Day seats shall not be transferable.

All members of the family unit shall be entitled to full membership in the Congregation and shall be encouraged to participate in all social, educational and other activities of the Congregation: however, only Jewish adult members of family units shall be entitled to vote, hold office, or serve on the Board or the Ritual Committee. Furthermore, participation in religious services of the Congregation by family unit members who are not Jews shall be governed by the Ritual Committee with the advice and consent of the Rabbi and the Board.

Section 5. Other Membership Classifications. Other membership classifications may be designated at the discretion of the Board.

Section 6. Members shall be encouraged to participate in all Congregation activities. Each single member or family unit shall contribute to at least one (1) Oneg Shabbat each year, shall invite the entire Congregation to their Bar and Bat Mitzvah and Confirmation ceremonies, and shall provide an Oneg and/or Kiddush for the Congregation in the social hall following such ceremonies.

Section 7. Members may be suspended or expelled from Congregation membership for failure to make payments of dues or other fees or for failure to make arrangements with the Finance Committee to make such payments. The Financial Secretary shall bring recommendations of the Finance Committee to the Board. If the Board, meeting in the executive session, agrees to consider recommendation for suspension or expulsion of a member, the Corresponding Secretary shall, by registered or certified mail, return receipt requested, notify the member of such impending action and offer the member an opportunity to be heard. If the member does not respond within thirty (30) days of such written notice or after such hearing, the Board shall meet in executive session to discuss and vote on suspension or expulsion. If the Board votes for suspension or expulsion, the member shall be notified by registered or certified mail, return receipt requested, and shall be given the opportunity to rectify the reason for suspension or to resign. If such resignation is not received by the Board within fifteen (15) days of receipt of such notification, the suspension or expulsion shall become effective immediately.

Members may also be suspended or expelled for Congregation membership for conduct which brings discredit upon Beth Samuel Jewish Center but only after they are given the opportunity to

appear before the Board and be heard. Any member in good standing may bring such recommendation to the Board. If the Board, meeting in executive session, agrees to consider the recommendation for suspension or expulsion of a member, the Corresponding Secretary shall, by registered or certified mail, return receipt requested, notify the member of such impending action and offer the member an opportunity to be heard. If the member does not respond within thirty (30) days of such written notice or after such hearing, the Board shall meet in executive session to discuss and vote on suspension or expulsion. If the Board votes for suspension or expulsion, the member shall be notified by registered or certified mail, return receipt requested, and shall be given the opportunity to rectify the reason for suspension or to resign. If such resignation is not received by the Board within fifteen days (15) of receipt of such notification, the suspension or expulsion shall become effective immediately.

Section 8. Members who have resigned or who have been expelled from the Congregation may reapply for membership according to the conditions set forth in Sections 2, 3, 4 and 5 of this Article. At the time of re-application, the Financial Secretary shall bring the recommendation to the Finance Committee regarding payment of delinquent dues and fees, if any, to the Board. The Board shall discuss and vote on these matters in executive session.

ARTICLE V **FISCAL YEAR, DUES AND FEES**

Section 1. The fiscal year of the Congregation shall be from January 1 to December 31, both dates inclusive. The Board shall establish dates on which dues and fees shall be declared in arrears.

Section 2. Membership dues and fees in effect as of the adoption of this Constitution and By-Laws shall continue in effect until changed by the Board. The Board may change such dues and fees at a regular or special Board meeting but only after written notice that such a vote will be taken is mailed and/or distributed by electronic mail to the Congregation ten days in advance of that meeting. A two-thirds (2/3) vote of the Board, a quorum being present, shall decide the matter.

Section 3. Guest seating for the high Holy Days shall be limited to persons who live more than twenty miles (20) from Beth Samuel Jewish Center or to persons who live less than twenty (20) miles from Beth Samuel Jewish center if such persons are members in good standing of another Jewish congregation. Fees for guest seating for the High Holy Days shall be established by the Board and paid in advance.

Section 4. The Board may institute discounts for early payment and penalties for late payment of dues and fees.

Section 5. Members must apply annually to the Finance Committee for time extensions for payment of dues and fees for reductions in such payments.

ARTICLE VI
CONGREGATION MEETINGS

Section 1. The Congregation shall hold two (2) regular membership meetings each year, one in November or December and one in May or June, at which time the officers and committees shall report on the state of the Congregation and the members shall act upon matters pertinent to the general well being or operation of the Congregation.

Notice of these semiannual meetings shall be sent by first-class mail and/or electronic mail to all members at least fourteen days (14) in advance of such meetings. In addition, announcements of such meetings shall be made at services for at least two (2) weeks prior to such meetings.

Section 2. Special meetings of the Congregation may be called at the President's discretion. Special meetings must be called by the President at the written request of fifteen (15) members of the Congregation or five (5) members of the Board. If the President fails to call a special meeting within (5) days of such request, any other officer may issue such call.

The Corresponding Secretary shall send notices of special meetings by first class mail and/or electronic mail at least seven (7) days prior to such meetings. The purpose of each special meeting shall be stated in the notice, and only such business as stated in the notice shall be transacted at such meeting.

Section 3. A quorum for the transaction of business at all regular and special meetings of the Congregation shall consist of no less than twenty-five (25) percent of the voting members in good standing as certified by the Financial Secretary. No voting shall be permitted by proxy. A secret written ballot shall be used when requested by such member in attendance.

ARTICLE VII
CONGREGATION BOARD

Section 1. The management and administration of this Congregation shall be vested in the Board which shall consist of all officers, six (6) Trustees, the Immediate Past President, and the Chairperson of the Education Committee.

Section 2. Officers' terms of office shall be two (2) years. Trustees' terms of office shall be three (3) years and shall be staggered so that each year the terms of two Trustees shall expire when their successors have been elected and taken office.

Upon expiration of a President's term of office, s/he shall assume the office of Immediate Past President. However, a President who resigns or who is removed from office shall not have a vote on the Board or hold the office of Immediate Past President.

Board members with unexpired terms at the time of the adoption of this Constitution and By-laws shall continue in office to the ends of the terms they are serving.

Section 3. Chairpersons of standing and *ad hoc* committees or their designees shall attend all open meetings of the Board to report on matters affecting their committees and shall present committee reports, in writing, to the Recording Secretary for inclusion in the minutes.

Section 4. Board members, who are absent from three (3) consecutive regular or special Board meetings without good cause, may be removed from office immediately by the Board. A successor shall be selected by the President, with the consent of the Board, to fill the unexpired term of such Board member.

Section 5. The Board shall be charged with and assume control of all property of the Congregation, shall approve the annual budget of the Congregation, and shall designate the bank or banks wherein the funds of the Congregation shall be deposited. The Board shall be responsible for all expenditures of the Congregation and shall be responsible for disposal of all funds and property of the Congregation.

The Board shall limit investment of any and all funds of the Congregation to United States government or Israeli government instruments, United States insured bank or insured savings and loan certificates of deposit, or corporate bonds rated AA or better.

All agreements involving the Congregation must be in conformity with this Constitution and By-laws and must be approved by the Board. All agreements for purchasing, disposing of or encumbering real - estate property must be approved by the Board and ratified by the Congregation.

All non-budgeted expenditures exceeding one hundred dollars (\$100.00) must be presented to and approved by the Board. Emergency expenditures may be approved by the President but must subsequently be ratified by the Board at its next regular meeting.

Section 6. Regular meetings of the Board shall be held monthly. Special meetings of the Board may be called at the President's discretion. Special meetings must be called at the written request of five (5) members of the Board. If the President fails to call a special meeting within five (5) days of such a request, any other officer may issue such call. Notice of a special meeting shall be sent by the Corresponding Secretary by first class mail and/or electronic mail at least seven (7) days prior to such meeting. The purpose of the special meeting shall be stated in the notice, and only such business as stated in the notice shall be transacted at such meeting.

A quorum at meetings of the Board shall be fifty (50) percent of those then serving, but no fewer than five (5). No matter may be decided without a quorum being present. Unless otherwise specified in this Constitution and By-laws, all matters shall be decided by majority vote.

The Board shall go into executive session for the purpose of discussing personnel, personal and financial matters as provided herein or as deemed necessary by the Board. Recommendations from executive sessions may be placed on the agenda and voted on without comment.

Section 7. Members of the Congregation may attend Board meetings except those held in executive session. Only members of the Board and those invited by the President or the Board may attend executive sessions.

Section 8. The Rabbi shall attend Board meetings except those from which s/he is specifically excused by the President or Board.

ARTICLE VIII
OFFICERS AND TRUSTEES

Section 1. Officers of the congregation shall consist of President, First Vice-president, Second Vice-president, Recording Secretary, Corresponding Secretary, Treasurer and Financial Secretary.

Officers shall be elected to terms of two (2) years at the May or June Congregation meeting and may be re-elected for a second term of two (2) years. No officer who has served two (2) complete consecutive terms in the same office shall be eligible for a third consecutive term in that office. Each newly elected officer shall be installed at a Friday evening service following election and shall remain in office, unless sooner removed, until a successor is elected and takes office.

In the event of the death, resignation or incapacity of any officer, a successor shall be selected by the President and confirmed by the Board to fill the unexpired term.

Section 2. The President shall call and preside at meetings of the Board and the Congregation and shall manage the Congregation between Board meetings. The President shall sign or designate a signatory of all agreements, contracts, deeds and other documents for the Congregation pursuant to appropriate resolutions by the Congregation or the Board. The President shall countersign all checks, vouchers and notes signed by the Treasurer or shall designate a counter-signatory as may be directed by the Congregation or the Board.

The President shall make provisions with the Treasurer for an annual outside financial review. The President shall report to the Congregation on the status of affairs of the Congregation at the November or December and May or June Congregation meetings. The President shall appoint committee chairpersons and shall be a non-voting member of all committees.

Section 3. The Vice-president shall assist the President and shall perform the duties of the President if, for any reason, the President is unable to perform the duties of the office. The First Vice-president shall first be called upon in such cases to perform the duties of the President. If the President and the First Vice-president, for any reason, are unable to perform the duties of the office of President, the Second Vice-president shall be called upon to perform such duties.

Unless otherwise directed by the President, the First Vice-president shall oversee membership activities; and the Second Vice-president shall oversee fundraising and ways and means.

Section 4. The Recording Secretary shall record the minutes of Board and Congregation meetings and shall attach all reports and important communications referred to in the minutes to the official minutes.

Upon leaving office, the Recording Secretary shall promptly turn all minutes and other documents of the Congregation over to her/his successor.

Section 5. The Corresponding Secretary shall prepare and send regular and special meeting notices to the Board and the Congregation as provided herein. The Corresponding Secretary shall be responsible for incoming and outgoing correspondence, shall read all pertinent correspondence at regular and special meetings of the Board and the Congregation, shall maintain a correspondence file, shall give important communications to the Recording Secretary to attach to the official minutes, and shall promptly prepare and send all outgoing correspondence as directed by the President and the Board.

The Corresponding Secretary shall be responsible for maintaining a telephone chain.

Upon leaving office, the Corresponding Secretary shall promptly turn the correspondence file over to her/his successor.

Section 6. The Financial Secretary shall maintain records in accordance with established standards and shall submit these records for external review within one month following the end of the fiscal year. Religious school accounting shall be the responsibility of the Education Committee.

The Financial Secretary shall keep an accurate and current record of membership and shall keep all officers and the Rabbi apprised of the current status and addresses of all members. Each year, by July 15, the Financial Secretary shall present a list of members in good standing to the Board. If the Board deems it necessary, the Financial Secretary shall issue tickets for High Holy Day Services.

The Financial Secretary shall present recommendations of the Financial Committee to the Board for action.

The Financial Secretary shall turn all records over to his/her successor promptly upon leaving office.

Section 7. The Treasurer shall invest such funds in the Congregation's name as directed by the Board and as limited by Article V11, Section 5 of this Constitution and By-laws.

The Treasurer shall co-sign with the President or other authorized persons all checks and vouchers for the Congregation and shall keep an accurate account of all receipts and disbursements as required by the Financial Committee.

The Treasurer shall be the custodian of all valuable papers, documents, bonds, funds, and other securities of the Congregation and shall keep a safety deposit box for same to which the

President or her/his designee is also a necessary signatory. The Treasurer shall present an inventory report of the safety deposit box to the Board annually. Such report shall be made a part of the minutes of that meeting. The Treasurer shall be the custodian of the Seal of the Congregation.

The Treasurer shall keep the records of the Congregation open for inspection by the President, Board and Finance Committee and shall render a written report of the Congregation's financial status at all regular meetings of the Board and at such other meetings when directed to do so by the President, the Board or the Congregation. The Treasurer shall, at the direction of the President or the Board, present the financial books and records, including those of the Education Committee, to an auditor designated by the Board within thirty days of the end of the fiscal year. The treasurer shall turn all records over to her/his successor promptly upon leaving office.

Section 8. Trustees and the Immediate Past President shall be voting members of the Board.

Section 9. The same person, except for the President, may hold more than one office but shall then have only one vote on the Board.

ARTICLE IX **COMMITTEES**

Section 1. The President shall appoint chairpersons of standing and other committees. Chairpersons, in consultation with the President, shall appoint their own committee members.

Section 2. The terms of chairpersons and members of standing and other committees shall expire with the expiration of the term of the President who appointed them; however, they shall continue to serve until replaced or removed by the new President.

Section 3. Chairpersons may be removed for just cause by the President with the approval of the Board.

Section 4. Standing committees of the Congregation and their duties shall be as follows:

a. ***Executive.*** This committee shall assist the President in the management of the Congregation between meetings and shall consist of the President, First Vice-president, Second Vice-president, and the Immediate Past-President. This committee may be convened at the direction of the President or in the President's absence by any member of the Executive Committee.

b. ***Finance.*** This committee shall submit a budget for the coming fiscal year to the Board for approval no later than the November meeting. This committee shall review all financial operations of the Congregation and shall report its findings to the Board periodically and to the Congregation at regular meetings. This committee shall also recommend individual delays and reductions in payments of dues, assessments, fees and charges to the Board in executive session and shall guard the confidentiality of such recommendations. The Treasurer and the Financial Secretary shall be members of this committee.

c. **Nominating.** This committee shall consist of not less than three (3) members nor more than five (5) members of the Congregation and shall be chaired by the immediate Past-President of the Congregation. This committee shall present a slate of officers and Trustees to the Congregation at the election meeting. The committee shall obtain the consent of its nominees prior to the election meeting.

d. **Religious School.** This committee shall supervise the schools of the Congregation and shall determine policy, rules, regulation and curriculum in consultation with the Rabbi and subject to the advice and consent of the Board. The Committee shall present a financial report to the Finance Committee and the Board at least quarterly and shall submit its proposed budget, fees and charges for the coming school year to the Board for approval no later than the Board's April meeting. The Rabbi shall be an advisory member of the Religious School Committee.

e. **Ritual.** This committee shall be in charge of all religious services of the Congregation, including High Holy Days, holiday, festival and Shabbat observances, Bar and Bat Mitzvah ceremonies, Confirmations, conversions, namings, weddings, funerals, etc. In consultation with the Rabbi and with the advice and consent of the Board, this committee shall formulate rituals and regulation for all religious services. The Rabbi shall be a non-voting advisory member of this committee and shall clear any deviations from current standards and accepted practices of the Congregation with the chairperson of the Ritual Committee.

Section 4. The President shall establish *ad hoc* committees as required to meet the needs of the Congregation. The charge to *ad hoc* committees shall expire with the expiration of the term of the President who created them, unless renewed by the new President.

ARTICLE X PULPIT

Section 1. The pulpit of the Congregation shall be occupied by an ordained Rabbi. The Rabbi shall be elected or reelected by the Congregation upon the recommendation of the Board at a Congregation meeting called for that purpose. The election or reelection of the Rabbi and the term or her/his office shall be decided by a vote of the membership which shall represent a quorum of at least one-third (1/3) of the voting membership, certified to be in good standing by the Financial Secretary, and shall require a two-thirds (2/3) majority of those present and voting. If a quorum of one-third (1/3) of the membership is not present at that time, the decision shall revert to the Board who may elect the Rabbi upon a two-thirds (2/3) vote of the entire Board.

Section 2. The Rabbi shall be responsible to and report to the President. S/he shall enjoy freedom of the pulpit within the bounds of current Congregation standards and shall seek the advice, guidance and consent of the President, board, Ritual Committee and Education Committee.

The Rabbi shall have the overall responsibility for implementing the purposes and standards of the Congregation as set forth in Article II and shall be responsible for preparing members for officiating at all life cycle activities.

The Rabbi, with the advice and consent of the Education Committee, shall administer all religious education including Hebrew school, Sunday school and adult education. The Rabbi, with the advice and consent of the Education Committee and the Ritual Committee, shall prepare members of the Congregation for Bar and Bat Mitzvah and Confirmation.

Section 3. The Rabbi shall not perform any Jewish religious ceremonies for non-members without the permission of the President. Such action shall be ratified by the Board at the next regular Board meeting.

Section 4. The Rabbi shall attend all regular Board meetings unless excused by the President or the Board, and shall attend those executive sessions of the Board to which she/he is invited by the President or the Board. The Rabbi shall present a report of activities, upcoming events and other matters of a religious or informational nature to the Board at each of its regular meetings and at such meetings of the Congregation as directed by the President. A copy of the report shall be presented to the Recording Secretary for attachment to the minutes.

ARTICLE XI **AUXILIARY ORGANIZATIONS**

Section 1. The Congregation shall have such auxiliary organizations as authorized by the Board. The activities of such organizations shall always be conducted in such manner as will advance the best interests of the Congregation.

Section 2. The by-laws, regulations and operations of all auxiliary organizations shall be consistent with the by-laws of the Congregation. Since no auxiliary organization is autonomous, its activities and programs shall be planned so as not to conflict with Congregation functions or with holidays or festivals.

Section 3. Members of auxiliary organizations must maintain membership in the Congregation.

ARTICLE XII **ENDOWMENT FUND**

Section 1. The Endowment Fund is created as a permanent source of long-term financial support for the Beth Samuel Jewish Center and its programs. The primary purpose of the Endowment Fund is to a) fund capital improvements and major repairs to the Beth Samuel Jewish Center building; and b) provide seed money for special projects undertaken by the Congregation that are not otherwise funded.

Section 2. The Endowment Fund will consist of: all gifts to the Beth Samuel Jewish Center designated by the donor for the Endowment Fund; all unrestricted bequests greater than \$25,000; and any additional or other funds the Congregation Board may so designate. If a gift designated by the donor for the Endowment Fund has conditions or restrictions (a "restricted principal gift"), the Endowment Fund Trustees shall review the conditions and restrictions, determine whether they are acceptable under the established policies for the Endowment Fund, including consistency with existing special funds, and make a recommendation to the Congregation Board

as to whether the gift should be accepted with the conditions and restrictions as a restricted principal gift. The Congregation Board will then vote on whether the restricted principal gift should be accepted. A majority vote of the Congregation Board shall be required to accept said gift. The Congregation Board may delegate to the Endowment Fund Trustees the authority to accept restricted principal gifts designated for the Endowment Fund, according to criteria specified by the Congregation Board.

Section 3. The principal amount of all Endowment Funds shall be treated in the same fashion; shall remain in the Endowment Fund; and shall not be included in the annual operating budget of the Congregation. Transfer of principal out of the Endowment Fund to the General or any other Fund may be made only to the extent permitted by applicable law; and in accord with conditions placed on the original gift, if any.

Transfer of principal out of the Endowment Fund shall require a two-thirds (2/3) vote of the entire Congregation Board. Transfer of principal in excess of 5% of the total valuation of the Endowment Fund during any fiscal year shall require additional approval at a semi-annual or special meeting of the Congregation by two-thirds (2/3) of the members of the Congregation in attendance, a quorum being present.

If a quorum is not present, the proposed transfer of principal in excess of 5% of the total valuation of the Endowment Fund shall be voted on by mailed secret ballot. The corresponding secretary will ensure that ballots are mailed to all members in good standing of the congregation. Voting members of the congregation will have at least 21 days to return their ballots by mail or in person to the Congregation office. Two-thirds (2/3) of the returned ballots must vote in support of the proposed transfer of principal, with a minimum of one-quarter (1/4) of the ballots returned, for the transfer of principal to be approved.

Section 4. In the event that the Beth Samuel Jewish Center ceases to function, any principal in the Endowment Fund shall transfer to any successor organization. In the event that there is no successor organization, remaining funds are to be transferred to another Jewish community charity in the Pittsburgh/Ohio Valley region as designated by the Congregation Board as permitted by applicable law; and in accord with conditions placed on original gifts, if any.

ARTICLE XIII **ENDOWMENT FUND TRUSTEES**

Section 1. The Endowment Fund Trustees shall administer all Endowment Funds, as defined in Article XIII. The Endowment Fund Trustees shall recommend appropriate policies regulating investment and spending of such Endowment funds for adoption by the Congregation Board. The Endowment Fund Trustees may, with the approval of the Congregation Board, engage the services of an outside investment manager or other consultants to assist in performing the above.

Section 2. There shall be three (3) Endowment Fund Trustees appointed by the President of the Congregation and confirmed by the Congregation Board. The Treasurer shall serve as an ex-officio Trustee with no voting power. The term of office for the Endowment Fund Trustees shall be three (3) years, and may be renewed. The initially appointed trustees shall serve for staggered terms of one (1), two (2), and three (3) years; subsequently, the term of one (1) trustee will

expire each year. In the event of death, resignation, incapacity or removal from office of any trustee, a successor shall be selected by the President and confirmed by the Congregation Board to complete the unexpired term. The three Trustees will select a Chair from amongst themselves, who will serve a one year term.

Section 3. Any adult member of the Congregation in good standing shall be eligible to be an Endowment Fund Trustee. No more than one (1) Endowment Fund Trustee may also be a member of the Congregation Board; however no Officer of the Board may simultaneously serve as an Endowment Fund Trustee. Endowment Fund Trustees may not be members of the same family.

Section 4. The Trustees will provide a written report on the status of the Endowment Fund at least quarterly and will report on the Endowment Fund, at least annually, at a semi-annual meeting of the congregation.

Section 5. An Endowment Fund Trustee may be removed from office by a two-thirds (2/3) vote of the entire Congregation Board.

ARTICLE XIII **OTHER ORGANIZATIONS**

Other organizations may utilize Beth Samuel Jewish Center facilities only with the approval of the President and ratification of the Board at the next regular Board meeting. Such organizations shall observe rules, regulation and standards of Beth Samuel Jewish Center.

ARTICLE XIV **PARLIAMENTARY PRACTICE**

Robert's Rules of Order and modern interpretations and applications thereof shall be the guide for parliamentary procedure in all meeting of the Congregation and the Board.

ARTICLE XV **AMENDMENTS**

Section 1. This Constitution and By-laws may be amended, revised, suspended or repealed in whole or in part at a meeting of the Congregation called for such purpose.

Section 2. Proposals to amend, revise, suspend or repeal this Constitution and By-laws:

a. shall require the signatures of at least (10) members in good standing of the Congregation and shall be submitted to the Board. The Board shall then have sixty (60) days to submit such proposals to the appropriate committee(s), if any, and to formulate a position on such proposals or counterproposals;

or

b. shall be submitted to the Board, and two-thirds (2/3) of the entire Board shall vote to recommend adoption.

In either event, the President shall promptly determine if such proposal shall be placed on the agenda of the next regular Congregation meeting or if an earlier special meeting should be called; however, such meeting shall be held within ninety (90) days from the date of submission to the Board. Proper notice of such Congregation meeting shall be given in accordance with this Constitution and By-laws together with a copy of the proposal and the Board's recommendation and/or counterproposal.

If two-thirds (2/3) of the members in good standing at the Congregation meeting, a quorum being present, vote for the proposal or the counterproposal, it shall be declared adopted.

If a quorum is not present, the amendment shall be voted on by mailed secret ballot. The corresponding secretary will ensure that ballots are mailed to all members in good standing of the congregation. Voting members of the congregation will have at least 21 days to return their ballots by mail or in person to the Congregation office. If two-thirds (2/3) of the returned ballots vote for the proposal or the counterproposal, with a minimum of one-quarter (1/4) of the ballots returned, the proposal or the counterproposal shall be declared adopted.

If any proposal is rejected, it may not be resubmitted for at least six (6) months from the date of rejection. To resubmit such proposal, either a petition containing the signatures of twenty (20) voting members in good standing or the recommendation of two-thirds (2/3) of the entire Board shall be required.

ARTICLE XV
EFFECTIVE DATE

This Constitution and By-laws shall become effective immediately upon adoption by the Congregation and shall supersede and cause all prior Constitutions and/or By-laws and all parts thereof to become null and void.

Adopted: June 13, 2005

Amended: December 18, 2005

Amended: August 22, 2007