

**CONSTITUTION AND BYLAWS OF  
OAK PARK TEMPLE B'NAI ABRAHAM ZION  
AS AMENDED JANUARY 26, 2007**

**ARTICLE I  
NAME**

This Congregation shall be known as Oak Park Temple B'nai Abraham Zion.

**ARTICLE II  
PURPOSE**

The purpose of this Congregation shall be to worship God in accordance with Judaism, to cultivate a love and understanding of the Jewish heritage, to stimulate fellowship in the Jewish community, and to strengthen the bonds of loyalty with the Jewish People everywhere. This Congregation shall promote Judaism in all aspects of life through public and private worship, religious education, and through social welfare activities and such other means as shall serve to convey the teachings of Judaism.

In order to advance the cause of Reform Judaism, this Congregation shall be affiliated with the Union for Reform Judaism.

**ARTICLE III  
PRACTICES**

This Congregation shall be guided by the practices of Judaism as interpreted by the Central Conference of American Rabbis and the Union for Reform Judaism and approved by the Board of Directors.

**ARTICLE IV  
MEMBERSHIP**

**Section 1 - Eligibility**

Any person of the Jewish faith, or spouse (or life-partner) of such person [MJS1], is eligible for membership in this Congregation. Death, divorce or separation of the Jewish member shall not terminate the membership of the non-Jewish spouse (or life-partner). [MJS2]

**Section 2 - Unit of Membership**

The unit of membership in this Congregation shall be a household consisting of: (A) adult member(s) and dependent children, if any, or (B) in the event of death of the Jewish member or divorce or separation of the adults, a non-Jewish spouse or life partner, and dependent children in that household if any.

**Section 3 - Dues and Fees**

Each unit of membership shall pay dues and fees in accordance with schedules as determined by the Board of Directors, unless the Board prescribes otherwise. Any unit of membership not in arrears for one year or more shall be considered in good standing.

**ARTICLE V**  
**PRIVILEGES OF MEMBERSHIP**

Subject to the rules and regulations prescribed by the Board of Directors, and guided by Article II, a membership unit of the Congregation in good standing shall be entitled to privileges of membership, which shall include:

- A. Participation, as determined by the Temple Educator and Rabbi in consultation with the Board of Directors, in the educational activities of the Congregation;
- B. Participation in personal and life cycle ritual practices, as determined by the Rabbi in consultation with the Cantor and the Executive Committee;
- C. Participation in other activities of the Congregation, subject to the policies set by the Board of Directors.
- D. Use of the Temple building for functions approved by and subject to fees set by the Board of Directors.
- E. Each unit of membership in good standing, which includes as least one adult Jewish member, is entitled to one vote at congregational meetings.
- F. Only members of the Congregation in good standing may sit as voting members of committees.

**ARTICLE VI**  
**OFFICERS**

The officers of the Congregation shall consist of the following:

- President
- Executive Vice President
- Finance Vice President
- Building Vice President
- Vice President without Portfolio
- Secretary
- Treasurer

All of the above officers shall be elected for a term of two years at the annual meeting of the Congregation, or at another meeting called for the purpose of electing officers. An officer must be a Jewish member in good standing. In the event of a vacancy during the term of the officers, the President, with the approval of the Board of Directors, shall appoint an officer pro-tem to serve the remainder of the term.[MJS3] In the event the immediate Past President cannot serve, or

holds another position on the Executive Committee, the President shall invite the preceding Past President to serve on the Executive Committee and if that individual is unable to do so, the President shall invite any one of the Past Presidents to so serve.

## **ARTICLE VII** **DUTIES OF OFFICERS**

### **Section 1 - President**

The duties of the President shall include but not be limited to:

- A. The President shall have and exercise general charge and supervision of the affairs of the Congregation;
- B. Preside at all meetings of the Congregation, the Board of Directors, and the Executive Committee;
- C. Supervise the work of the Temple Executive Director; the Temple Educator, and the Glasser Preschool Director;
- D. Enforce the Constitution and Bylaws;
- E. Sign all legal documents on behalf of the Congregation;
- F. Decide all questions of order;
- G. Ensure that a Jewish chairperson or co-chairperson is designated for each Standing Committee;
- H. Establish such other committees as shall be required;
- I. Serve as an ex-officio member of all committees, except the Nominating Committee;
- J. Call special meetings of the Congregation and/or the Board of Directors whenever the President deems necessary, or whenever required in accordance with the provisions hereof;
- K. Appoint representatives from the Congregation, with the advice and approval of the Board of Directors, to all bodies in which the Congregation may be entitled to representation;
- L. Cast the deciding vote on matters upon which the vote of the Board is equally divided.
- M. Appoint members to the Endowment Committee;
- N. Perform any other such duties as may be assigned by the Board of Directors;
- O. The President or his/her designee from the Executive Committee members, in consultation with the Presidents Council and the Executive Committee, shall be responsible for and represent the Congregation in negotiations related to the execution and renewal of professional agreements with these congregational professionals - Rabbi, Cantor, Temple Educator, Glasser Preschool Director, and Temple Executive Director.

### **Section 2 - Vice Presidents**

Each of the Vice Presidents shall be responsible for coordinating, overseeing, and reporting to the Board regarding any functional areas for which they are responsible. Each of the Vice Presidents shall also have such other duties as the President or the Board of Directors may assign from time to time. In the temporary absence or incapacity of the President, the Executive Vice President, or should the Executive Vice President be unable or unwilling to do so, a Vice President designated by the President, shall assume the duties and responsibilities of the President. In the event that the President fails to designate a Vice President to serve in this

capacity, and the President is absent or incapacitated, the Executive Committee shall designate a Vice President to assume the duties of the President.

The areas for which each Vice President shall be responsible are set forth below.

**A. The Executive Vice President**

The Executive Vice President shall perform the following duties:

1. Act as an assistant to the President;
2. Represent the President at committee functions whenever necessary;
3. Report monthly to the Board on the above activities; and[MJS4]
4. Perform such duties as are assigned from time to time by the President, the Executive Committee, or the Board of Directors.

The Executive Vice President shall be an *ex officio* member of all committees with the exception of the Nominating Committee. Subject to approval by the Nominating Committee, the Executive Vice President will be nominated for the position of President at the expiration of the current President's term of office.

**B. The Finance Vice President**

The Finance Vice President shall perform the following duties:

1. Monitor the state of the assets and liabilities of the Congregation, the schedule and collection of dues, the coordination of fund-raising activities, the preparation of the congregational budget, and
2. Chair the Finance Committee and report on its activities at each meeting of the Board of Directors.
3. Coordinate long-range financial planning of the Congregation; and
4. Report monthly to the Board on the above activities.

**C. The Building Vice President**

The Building Vice President, working closely with the Executive Director, shall perform the following duties:

1. Monitor all functions relating to the maintenance and operation of the physical plant of the Congregation;
2. Supervise the negotiation and performance of contracts relating to repair and maintenance of the building;
3. Act as custodian for all congregational property; and
4. Chair the Building Committee and report on its activities at each meeting of the Board of Directors.

**D. The Vice President without Portfolio**

The Vice President without Portfolio shall perform the following duties:

1. Perform duties as assigned by the President;
2. Facilitate Congregational strategic planning;
3. Identify areas for program development or change and assist in their implementation; and
4. Report monthly to the Board of Directors on congregational programming and activities.

### **Section 3 - Treasurer**

The Treasurer shall perform the following duties:

1. Serve as custodian for all funds of the Congregation;
2. Review and exercise general supervision over the assets, liabilities, investments, and endowed funds of the Congregation;
3. Examine and report monthly to the Board of Directors on the financial status and operating condition of the Congregation;
4. Present a financial report summarizing the financial activities of the year-to-date, and the financial status of the Congregation at all regular meetings of the Congregation;
5. Perform such other duties as may be prescribed by the Board of Directors and the President; and
6. At the expiration of his/her term as Treasurer, deliver to the newly elected Treasurer all money and other properties of the Congregation in his/her custody, and all books, papers, records and other information pertaining to the Treasurer's office.

### **Section 4 - Secretary**

The Secretary shall perform the following duties:

1. Maintain an up-to-date register of the names of all members of the Congregation, in coordination with the Executive Director;
2. Attend all meetings of the Board of Directors and the Executive Committee and keep a correct record of the proceedings and attendance at such meetings;
3. Serve as custodian of the seal of the Congregation and affix it, together with his/her signature, to all documents of the Congregation or the Board of Directors which require the same.
4. Perform such other duties as may be prescribed by the Board of
5. Directors and the President; and
6. At the expiration of his/her term as Secretary, deliver to the newly elected Secretary the seal of the Congregation and all books, papers, records and other information pertaining to the Secretary's office.

## **ARTICLE VIII** **PRESIDENTS COUNCIL**

There shall be a Presidents Council comprised of all past Presidents of the Congregation. The Presidents Council shall also include all persons appointed as life Members of the Board of Directors under prior Constitutions.

### **Section 1 - Chairperson and Meetings**

The Presidents Council shall elect a Chairperson to serve for a one year term. The Council shall meet at such dates and times as the Chairperson of the Presidents Council or the President of the Congregation shall determine, but not less than two times per year.

### **Section 2 - Matters for Consideration**

The Presidents Council may advise the Executive Committee or the Board of Directors on any matter within the scope of the duties and responsibilities of the officers or the Board of Directors or Endowment Committee. The President, the Executive Committee or the Board of Directors

may refer any such matter to the Presidents Council for its consideration.

### **Section 3 - Other Offices**

Nothing in this Constitution and Bylaws shall preclude any member of the Presidents Council from serving a concurrent term as an officer of the Congregation or a member of the Board of Directors.

## **ARTICLE IX** **BOARD OF DIRECTORS**

### **Section 1 - Membership**

The Board of Directors shall be comprised of 23 members, ten of whom shall be the members of the Executive Committee as defined in Article X. Six of the other members shall be elected from the Congregation, for one year terms, to represent the following committees and boards: Sisterhood, Membership, Adult Education, Social Action, Worship, and Outreach,[MJS]. The other seven members shall be elected from the Congregation at large (At Large members). . Each At Large member of the Board shall be elected for a term of two years. To stagger the terms, four of the seven At Large members shall be elected one year and three the next. All members of the Board of Directors shall be Jewish members in good standing. The Board of Directors shall be elected at the Annual Meeting of the Congregation, or other meeting of the Congregation called for that purpose

### **Section 2 - Ex-Officio Board Members**

The following shall be ex-officio members of the Board of Directors without vote: Rabbi, Cantor, Temple Educator, Glasser Preschool Director, Executive Director and Senior Youth Group President.

### **Section 3 - Past Presidents and Honorary Board Members**

All Past Presidents of the Congregation who are present at a meeting of the Board of Directors, but are not current members of the Board of Directors, shall be entitled to vote on questions before the board. However, such Past Presidents (other than the Immediate Past President) shall not be counted for the purpose of determining whether a quorum is present. Honorary Board Members shall be entitled to the same treatment as

Past Presidents for the purposes of voting and determination of quorums at board meetings.

### **Section 4 - Meetings**

The Board of Directors shall meet once a month or as otherwise determined by the President or the Board of Directors. At least five days prior to any meeting of the Board of Directors, the President shall make available to the Board an agenda and copies of minutes proposed for approval.

### **Section 5 - Quorum**

In order for the Board of Directors to take action or to vote on matters before the Board, a quorum must be present. A minimum of sixteen members of the Board in attendance at a meeting shall constitute a quorum.

**Section 6 - Vacancies**

Should a vacancy occur in the Board of Directors, the President shall appoint an eligible member in good standing of the Congregation to fill the vacancy. Such appointments or continuing vacancies shall be approved by the Executive Committee.

**Section 7 - Professional Staff**

The Board of Directors shall have the authority, in consultation with the Rabbi, to engage professional staff and other employees, and to establish their duties and compensation.

**Section 8 - Banking**

The Board of Directors shall designate the bank, banks, or trust companies for deposit of Congregational funds. It shall have the authority to borrow money and to pledge for the repayment thereof any assets of the Congregation. The Board of Directors shall annually (or as otherwise required) designate the signature authority for all Oak Park Temple accounts.

**Section 9 - Audit**

The Board of Directors shall arrange for an independent audit or financial review, no less often than every two years, of the books and records of the Congregation and all affiliates, including Clergy discretionary funds, and shall review the findings of the audit or financial review and the recommendations of the auditors within two months after receipt.

**Section 10 - Special Meetings**

The Board of Directors may call special meetings of the Congregation and/or the Board of Directors whenever the Board deems necessary, or whenever required in accordance with the provisions hereof. A special meeting shall be called on the request of any six members of the Board of Directors presented to the President. Notice shall be given at least 72 hours in advance of such meeting.

**Section - 11 Conduct**

Members of the Board of Directors, as the chosen lay leaders of the Congregation, shall individually and collectively set an example to the membership by regular attendance at worship services and by active participation in the life and activities of the Congregation. Such expectations are further delineated in the “Board Member Responsibility” document approved and amended by the Board.

**ARTICLE X**  
**THE EXECUTIVE COMMITTEE**

The Executive Committee, consisting of the officers enumerated in Article VI, the immediate past president, the Chairperson of the Religious School Committee, and the Chairperson of the Glasser Preschool Committee; and without vote, the Rabbi, Cantor, and Executive Director , shall serve in an advisory capacity to the President and shall recommend to the President actions to be considered by the Board of Directors. The President, with agreement of the Executive Committee may add other ex-officio, non-voting members, as he/she deems necessary. The Executive Committee shall:

1. Recommend to the President actions to be considered by the Board of Directors,
2. Be empowered to act on behalf of the Board of Directors, if necessary, during any month in which the Board of Directors does not meet,
3. Take such emergency action as may be deemed necessary at any time,
4. Recommend to the President nominees to fill vacancies pursuant to Article IX, Section 6.
5. Report on all actions taken by the Executive Committee to the Board of Directors at its next regular or special meeting, and.
6. Pursuant to Article VII, be consulted with by the President or his/her designees from the Executive Committee as part of negotiations related to the execution and renewal of professional agreements with congregational professionals – including the Rabbi, Cantor, Temple Educator, Glasser Preschool Director, and Temple Executive Director.

[MJS6]

## **ARTICLE XI** **COMMITTEES AND BOARDS**

### **Section 1 - Standing Committees and Boards**

At all times, the Congregation shall have in operation the following committees and boards, performing the duties as described and reporting to the Board of Directors. These committees and boards shall be known as Standing Committees and Boards. All committees and boards shall operate in accordance with the Constitution, Bylaws and policies of the Oak Park Temple Board of Directors. A Committee Chairperson or at least one Committee Co-Chair shall be a Jewish member in good standing.

**A. Finance Committee**

This committee shall prepare the annual budget of the Congregation, containing a detailed estimate of the projected income and expenses for the ensuing year and develop methods of increasing the revenues of the Congregation. This shall include fundraising, stimulating the establishment of endowment funds and the encouragement of gifts and bequests. The committee shall also monitor actual operations of the Congregation relative to the budget, and advise the Board of anticipated or actual differences.

**B. Synagogue Community Committee**

This committee shall promote such activities as shall conserve and increase the membership of the Congregation, fostering a vibrant synagogue community. [MJS7]

**C. Building Committee**

This committee shall work with the Building VP and the Executive Director to ensure that the Temple building and grounds are in good order and repair.

**D. Religious School and Youth Committee**

This committee shall, in consultation with the Board of Directors, the Rabbi, and the Temple Educator formulate the aims and objectives of the Religious School and Temple Youth Programs, and determine its organization and develop basic operating procedures. The committee shall work with the Temple Educator to assure implementation of these procedures.

**E. Adult Education Committee**

This committee shall be responsible for the organization, coordination, and supervision of the Adult Education activities of the Congregation.[MJS8]

**F. Social Action Committee**

This committee shall be responsible for developing programs which involve the Congregation in social action endeavors consistent with the ethical teachings of Judaism.

**G. Outreach Committee**

The Outreach Committee shall create specific programming for the needs of intermarried couples and/or couples with intermarried children.

**H. Glasser Preschool Committee**

The Glasser Preschool Committee, in consultation with the Board of Directors, the Rabbi, and the Glasser Preschool Director, shall formulate the aims and objectives of the Glasser Preschool (and its related activities, e.g., Camp Bet Yeladim), determine its organization and develop basic operating procedures. The committee shall work with the Glasser Preschool Director to assure implementation of these procedures.

**I. Worship Committee**

This committee, in cooperation with and subject to the approval of the Rabbi shall be a forum for the study of and education of congregants about ritual and worship and shall carry out programs and activities aimed at enhancing the worship experience at Oak Park Temple.

[MJS9]

**Section 2 - Other Committees**

Other committees and programs may be created by the Board of Directors for such purposes and such term as the Board of Directors deems necessary. All such committees and programs shall operate in accordance with the Constitution, Bylaws and policies of the Oak Park Temple Board of Directors and report to the Board of Directors.

**ARTICLE XII**  
**NOMINATIONS**

**Section 1 - Nominations of Officers and Board Members**

Nominations of all Officers and Board Members, including Honorary Board Members, shall be made by a Nominating Committee. Such committee shall be chaired by the Immediate Past President or, in the

event that the Immediate Past President declines or is unable to serve, an alternate appointed by the President. The committee shall consist of seven members of the Congregation as follows:

- A. The Chairperson;
- B. Four members selected by the President from the Officers and Members of the Board;
- C. Two members selected by the President from the other members in good standing of the Congregation at large.

**Section 2 - Nominations by the Nominating Committee**

- A. The Nominating Committee, in consultation with the Rabbi and the President, shall present a slate of nominees, chosen in accordance with Articles VI and IX, consisting of one nomination for each officer and for each director whose term of office shall expire at the close of the Annual Congregational Meeting.

- B. The Nominating Committee, in consultation with the committees named in Article IX, shall present a slate of nominees chosen in accordance with Articles VI and IX consisting of one representative (preferably a member) of each committee or board named in Article IX.
- C. In making nominations, the Nominating Committee shall consider, *inter alia*, length of previous service on the Board of Directors; representation of the Congregation in matters including age and geographical distribution; service to the Congregation; and willingness to assume significant volunteer responsibilities.
- D. By June 1 of each year, the President shall appoint the members of the Nominating Committee for that fiscal[MJS10] year.
- E. At least 30 days prior to the Annual Meeting of the Congregation, the Nominating Committee will notify the Congregation of:
  - i. The names of the nominees and the offices for which they have been nominated.
  - ii. The procedure to be followed for additional nominations by petition from the Congregation.
  - iii. The date, time and place of the Annual Meeting and election of officers and directors.

**Section 3 - Nomination by Petition**

Nomination for any Officer or member of the Board of Directors whose term of office shall expire at the close of the Annual Congregational Meeting may be made by petition of any 10 members of the Congregation.

- A. Nominations by petition must be filed with the Secretary at least 15 days prior to the date of election.
- B. The Secretary shall mail notice of such nominations to the members of the Congregation at least 10 days prior to the date of election, or in the manner prescribed in Article XVII.

**ARTICLE XIII**  
**CLERGY**

**A. Rabbi**

**Section 1 - Selection of the Rabbi**

- a. The Rabbi shall be selected by a special selection committee appointed by the President of the Congregation with the approval of the Board of Directors. This committee shall recommend to the Board of Directors a Rabbi to be elected.
- b. Upon approval of the Board of Directors, this recommendation shall be presented to the Congregation at a regular or special meeting. A quorum of the members, as defined in Article XVI, Section 3, must be present. A two-thirds majority of the members present shall be required for the initial election of a Rabbi.

[MJS11]

**Section 2 - Employment Conditions**

- a. Following the election of the Rabbi by the membership of the Congregation, the Board of Directors shall be guided with respect to tenure, life tenure, retirement, or termination of services by the procedures recommended by the Central Conference of American Rabbis and by the Union for Reform Judaism. The recommendations of these bodies also shall be used to guide the relationships and contractual matters between the Rabbi and the Congregation.
- b. A Rabbi may be dismissed by the Board of Directors, subject to ratification by a majority of the members of the Congregation present at a duly constituted annual or special meeting of the Congregation.

### **Section 3 - Duties of the Rabbi**

The duties of the Rabbi, compensation for services, and reimbursement of expenses, and any specifics as to the manner of performance of such duties, shall be enumerated in a personal service contract between the Rabbi and the Congregation. The Board of Directors shall be guided by the Guidelines for Rabbinical-Congregational Relationships as published by the Union for Reform Judaism and the Central Conference of American Rabbis in the preparation of such contract.

### **Section 4 - Committees**

The Rabbi shall be an ex-officio member without vote of the Board of Directors and the Executive Committee and all standing committees.

## **B. Cantor**

### **Section 1 - Selection of the Cantor**

- a. The Cantor shall be selected by a special selection committee appointed by the President of the Congregation with the approval of the Board of Directors. This committee, in consultation with the Rabbi, shall recommend to the Board of Directors a Cantor to be elected.
- b. Upon approval of the Board of Directors, this recommendation shall be presented to the Congregation at a regular or special meeting. A quorum of the members, as defined in Article XVI, Section 3, must be present. A two-thirds majority of the members present at this meeting shall be required for the initial election of a Cantor.

### **Section 2 - Employment Conditions**

- a. Following the election of the Cantor by the Board of Directors of the Congregation, the Board of Directors shall be guided with respect to tenure, life tenure, retirement, or termination of services by the procedures recommended by the American Conference of Cantors and by the Union for Reform Judaism. The recommendations of these bodies also shall be used to guide the relationships and contractual matters between the Cantor and the Congregation.

- b. A Cantor may be dismissed by the Board of Directors, subject to ratification by a majority of the members of the Congregation present at a duly constituted annual or special meeting of the Congregation.

**Section 3 - Duties of the Cantor**

The Cantor shall perform duties as determined by the Board of Directors, in consultation with the Rabbi. In establishing the duties of the Cantor, the Board shall refer to the guidelines issued by the American Conference of Cantors and by the Union for Reform Judaism.

**Section 4 - Committees**

The Cantor shall be an ex-officio member without vote of the Board of Directors and the Executive Committee and all standing committees.

**ARTICLE XIV**  
**PROFESSIONAL STAFF**

In consultation with the Rabbi, the Board of Directors shall create and fill professional staff positions. Such positions may include those described below and others created from time to time as needed.

**Section 1. Temple Executive Director**

The Executive Director shall perform duties as determined by the Board of Directors. In establishing such duties, the Board and the Officers shall refer to guidelines issued by the appropriate professional organizations associated with the Union for Reform Judaism. The Executive Director shall report to the Congregational President or the President's designee from among the Vice Presidents. The Executive Director shall work with the various Vice Presidents as appropriate to their respective areas of responsibilities. The Executive Director shall report to the Executive Committee and Board of Directors at least monthly. The Executive Director shall be an *ex officio* member, without vote, of the Executive Committee. [MJS12]

[MJS13]

**Section 2 - Temple Educator**

The Educator shall perform duties as determined by the Board of Directors. In establishing the duties of the Educator, the Board shall refer to the guidelines issued by the appropriate professional organizations associated with the Union for Reform Judaism. The Educator shall report to the Congregational President or the President's designee from among members of the Executive Committee, with ongoing consultation with the Chairperson of the Religious School Committee and the Rabbi. The Temple Educator shall attend monthly meetings of and report to the Oak Park Temple Board of Directors.

**Section 3. Director of the Glasser Preschool**

- a. Selection of the Director of the Glasser Preschool shall be made by the Glasser Preschool Committee, subject to the approval of the Oak Park Temple Board of Directors.

- b. The Director of the Glasser Preschool shall perform duties as determined by the Oak Park Temple Board of Directors, in consultation with the Glasser Preschool Committee. In establishing the duties of the Director, the Board and the Glasser Preschool Committee shall refer to the guidelines issued by the appropriate professional organizations associated with the Union for Reform Judaism, the National Association for the Education of Young Children (NAEYC) or other pertinent organizations.
- c. The Director of the Glasser Preschool shall manage all operations of the Preschool and its related activities, including curriculum, fiscal operations, staffing, enrollment, accreditation, and state and local licensing. For purposes of supervision, the Director shall report to the Congregational President or the President's designee from among the members of the Executive Committee of the Oak Park Temple Board of Directors, with ongoing consultation with the Chairperson of the Glasser Preschool Committee and the Rabbi. The Director of the Glasser Preschool shall attend monthly meetings of and report to the Oak Park Temple Board of Directors on all operations of the Preschool and its related activities.

#### **Section 4. Others**

From time to time, as needed, the Board may engage additional professional staff and determine their duties and reporting responsibilities.

### **ARTICLE XV** **AMENDMENTS**

#### **Section 1 - Amending the Constitution**

- A. Amendments to the constitution and bylaws shall be initiated by the Board of Directors or by at least ten percent (10%) of the voting units of membership of the Congregation. Amendments, initiated from within the Congregation shall be presented in writing to the Secretary of the Congregation at least 90 days prior to the meeting at which the amendment will be considered by the Congregation. The Secretary shall transmit such Congregationally initiated amendments to the Board.
- B. All amendments proposed under Section 1, regardless of Board action, shall be voted on at any regular meeting of the Congregation or any special meeting called for that purpose. Copies of the proposed amendments shall be mailed to each member by the Congregational Secretary along with the notice of the meeting, and the report and recommendation of the Board, if any, at least thirty days prior thereto. An affirmative vote of at least two-thirds of the voting units of membership present and voting shall be necessary to adopt any amendment.

#### **Section II - Review of the Constitution**

At least once every five years, the President shall appoint a committee to review the Constitution and make recommendations for any necessary amendments to it.

**ARTICLE XVI**  
**MEETINGS OF THE CONGREGATION**

**Section 1I - Annual Meetings**

An Annual Meeting of the Congregation shall be held each year at such time and place as shall be fixed by the Board of Directors. Notice of such Annual Meeting shall be given to the members of the Congregation at least 10 days prior to the date set for such meeting.

**Section 2 - Special Meetings**

A written notice of a special meeting shall be given two weeks prior to the scheduled date and time of such meeting, and shall specifically state the purpose of such meeting.

**Section 3 - Quorum**

No annual or special meeting of the Congregation may transact business or vote on matters before the Congregation unless a quorum is present. Thirty percent of the total number of voting units of membership in good standing in the Congregation, as defined in Article IV of these Constitution and Bylaws shall constitute a quorum. [MJS14] If there is an absence of a quorum for an annual meeting, the President shall call a special congregational meeting within 60 days of the meeting at which there was an absence of a quorum for purpose of conducting the business that had been on the agenda for that annual meeting.

**ARTICLE XVII**  
**MISCELLANEOUS**

**Section 1 - Rules of Order**

The rules of procedure for all meetings shall be guided by Roberts' Rules of Order.

**Section 2 - Notices**

Notices to the Congregation at large may be made by publication or announcement in the Temple *Messenger*, other publication(s), electronic media, or other manner as the Board of Directors may direct.

**Section 3 - Fiscal Year**

The fiscal year of the Congregation shall be from July 1 through the following June 30.

**Section 4 - Seats**

Seats for religious services or community activities in the Congregation shall be unassigned.

**Section 5 - Gifts**

All gifts in trust and gifts to special funds or for special purposes shall be segregated from general funds, in accordance with Board policies on restricted funds. The Board shall establish policies and guidelines as necessary for the receipt of gifts and their designation and maintenance. The Board shall have the authority, to the extent permitted by law, to cause the

discontinuance of funds that have achieved the purpose for which they were created, or which no longer contain sufficient amounts of money to justify their continuance

### **Section 6 - Memorial Tablets**

The Board of Directors shall set guidelines as necessary for Memorial Tablets and Remembrances.

### **Section VII - Meetings**

All congregational, Board, committee, and subcommittee meetings, with the exception of the Nominating Committee, are open to all members of the congregation. All of these bodies may hold Executive sessions during which non-members of those bodies may be asked to leave.

## **ARTICLE XVIII** **ENDOWMENT FUND**

### **Section I - Creation and Purpose**

The Endowment Fund was created by act of the Board of Directors on June 11, 1986. The purpose of the endowment is to provide income annually to the congregation and to be a source of funds to loan to the General Fund of the temple (1) in the event of a major repair to or expansion of the temple building and (2) in case of a catastrophe.

### **Section II - Committee of Trustees**

Investments of the Endowment Fund shall be overseen by a five member committee of trustees which shall consist of the President of the temple and four other members of the congregation in good standing, who will serve four year staggered terms. All members of the committee of trustees shall be appointed by the President. The appointment of a member to fill the term expiring each year is to be made at the first Board of Directors meeting after the annual congregational meeting. Each trustee shall serve until a successor is appointed. Decisions of the committee of trustees are to be by a majority vote. The committee of trustees shall choose a Chairperson, who shall not be the President of the temple. The Rabbi is to serve on the committee of trustees, ex-officio without vote.

### **Section III - Duties of the Committee of Trustees**

The committee of trustees shall be responsible for the endowment maintaining a balanced and diversified portfolio that includes a conservative mix of equities, fixed-income and cash equivalent securities.

In providing oversight of the endowment, the key financial objective of the Endowment's committee of trustees is maintaining or increasing the purchasing power of the endowment over the long term, after inflation and annual disbursements to the General Fund.

The Chairperson of the committee of trustees and the President of the temple shall both sign all checks and other documents required to be signed for the Endowment Fund. The committee of trustees, via its Chairperson, shall give a report to the Congregation, at its annual meeting, of the investments of the fund, the growth of the fund, and the payments made to the temple General

Fund for the preceding year. The committee of trustees shall establish and maintain a record of all funds, investments, income and payments and shall report quarterly to the Board of Directors with respect thereto.

**Section IV- Use of the Endowment Fund**

The Endowment Fund of Oak Park Temple B'nai Abraham Zion will annually transfer to the congregation's General Fund an amount equal to 5 percent of endowment assets each Passover. For the purposes of determining the transfer amount, endowment assets will be defined as the total value of all marketable securities as of the close of business on December 31<sup>st</sup> of the prior secular calendar year. Marketable securities will be considered all assets that can be readily converted to cash.

Special circumstances may arise that require the endowment to loan the General Fund assets in excess of the 5 percent annual Passover disbursement. These circumstances can be categorized within two groups: 1) Group One, is limited to major building repairs, expansion to the temple building, or in the event of a catastrophe; or 2) Group Two, includes extraordinary items not covered under Group One. Loans made under the circumstances of either group require a two-thirds vote of all members of the temple Board of Directors and pursuant to a plan, approved by the Board of Directors, for repayment of the loan. Loans made under the circumstances of Group Two additionally require a majority vote of the Endowment Fund committee of trustees.

Subcategories of the Endowment Fund may be established with the approval of the committee of trustees for significant contributions to the Endowment Fund for a particular program.

**Section V - Contributions to the Endowment Fund**

The committee of trustees shall keep a permanent record of all gifts, bequests and pledges to the Endowment Fund. All unspecified gifts to the temple, as determined by the temple Executive Director, are to be deposited into and become a part of the Endowment Fund.

**ARTICLE XIX**  
**ADOPTION OF CONSTITUTION**

This Constitution and Bylaws, from the time of adoption, shall govern the operation and management of Oak Park Temple B'nai Abraham Zion, and all previous Constitutions and Bylaws are hereby repealed, except to the extent specified in Article VIII. [MJS15]