

Constitution Of Temple Beth-El

Richmond, Virginia

Revised May 7, 2006

**TABLE OF CONTENTS
BETH-EL CONSTITUTION**

TITLE OF ARTICLE	ARTICLE NO.	PAGE
ALPHABETICAL INDEX OF ARTICLES		IV
DEFINITIONS & GLOSSARY		VII
NAME	ARTICLE I	1
PURPOSES	ARTICLE II	1
AFFILIATION & RITUAL	ARTICLE III	1
MEMBERSHIP	ARTICLE IV	1
Eligibility	Section 1	1
Application for Membership	Section 2	1
Dues & Fees	Section 3	2
Special Memberships	Section 4	2
PRIVILEGES OF MEMBERSHIP	ARTICLE V	2
FORFEITURE & REINSTATEMENT OF MEMBERSHIP	ARTICLE VI	3
Suspension or Termination (nonpay)	Section 1	3
Resignation	Section 2	4
Suspension or Termination (cause)	Section 3	4
Collection of Past Due Accounts	Section 4	4
PARLIAMENTARY PROCEDURE	ARTICLE VII	4
<i>Robert's Rules of Order</i>	Section 1	4
Parliamentarian	Section 2	4
MEETINGS OF TEMPLE BETH-EL	ARTICLE VIII	4
Annual & Special Meetings	Section 1	4
Voting	Section 2	5

NOMINATIONS & ELECTIONS	ARTICLE IX	6
Elections	Section 1	6
Qualifications & Terms of Office	Section 2	6
Nominations	Section 3	7
Additional Nominations	Section 4	7
Voting	Section 5	7
Removal	Section 6	8
Vacancies	Section 7	8
OFFICERS	ARTICLE X	8
Officers	Section 1	8
Duties of the President	Section 2	9
Duties of the Senior Vice-President	Section 3	10
Duties of the Adult Education & Social Action Vice-President	Section 4	11
Duties of the Financial Vice-President	Section 5	11
Duties of the Membership & Publicity Vice-President	Section 6	11
Duties of the School & Family Programming Vice-President	Section 7	11
Duties of the Secretary	Section 8	11
Duties of the Treasurer	Section 9	12
BOARD OF GOVERNORS	ARTICLE XI	12
Composition	Section 1	12
Powers & Duties	Section 2	12
Meetings	Section 3	14
Voting	Section 4	15
Conflict of Interest	Section 5	15
EXECUTIVE COMMITTEE	ARTICLE XII	15
Composition	Section 1	15
Powers	Section 2	15
Meetings	Section 3	16
Voting	Section 4	16
TRUSTEES	ARTICLE XIII	16
Number	Section 1	16

Power & Duties	Section 2	16
STANDING COMMITTEES	ARTICLE XIV	17
Standing Committees	Section 1	17
Appointments	Section 2	17
Meetings	Section 3	17
Proceedings & Supervision	Section 4	18
Adult Education and Programming Committee	Section 5	18
Budget & Finance Committee	Section 6	18
Endowment Committee	Section 7	19
Facilities Committee	Section 8	20
Fundraising Committee	Section 9	21
Membership Committee	Section 10	21
Membership Relations Committee	Section 11	21
Nominating Committee	Section 12	22
Personnel Committee	Section 13	22
Ritual Committee	Section 14	23
School Committee	Section 15	23
Youth Committee	Section 16	24
PERSONNEL	ARTICLE XV	24
Personnel Code	Section 1	24
Employment of Rabbi & Cantor	Section 2	24
PROPERTY, LOANS, & FINANCES	ARTICLE XVI	25
Property	Section 1	25
Loans	Section 2	25
Finances	Section 3	25
CEMETERY		
CORPORATION	ARTICLE XVII	25
Management & Authority	Section 1	25
Directors & Officers	Section 2	26
AMENDMENTS	ARTICLE XVIII	26
Approval at Meetings	Section 1	26
Proposed by the Board	Section 2	26
Proposed by Petition	Section 3	26
Effective Date	Section 4	27

**ALPHABETICAL INDEX
BETH-EL CONSTITUTION**

TITLE OF ARTICLE	ARTICLE NO	PAGE
AFFILIATION & RITUAL	ARTICLE III	1
AMENDMENTS	ARTICLE XVIII	26
Approval at Meetings	Section 1	26
Proposed by the Board	Section 2	26
Proposed by Petition	Section 3	26
Effective Date	Section 4	27
BOARD OF GOVERNORS	ARTICLE XI	12
Composition	Section 1	12
Powers & Duties	Section 2	12
Meetings	Section 3	14
Voting	Section 4	15
Conflict of Interest	Section 5	15
CEMETERY CORPORATION	ARTICLE XVII	25
Management & Authority	Section 1	25
Directors & Officers	Section 2	26
DEFINITIONS & GLOSSARY		VII
EFFECTIVE DATE	ARTICLE XIX	27
EXECUTIVE COMMITTEE	ARTICLE XII	15
Composition	Section 1	15
Powers	Section 2	15
Meetings	Section 3	16
Voting	Section 4	16
FORFEITURE & REINSTATEMENT OF MEMBERSHIP	ARTICLE VI	3
Suspension or Termination (nonpay)	Section 1	3
Resignation	Section 2	4
Suspension or Termination (cause)	Section 3	4
Collection of Past Due Accounts	Section 4	4

MEETINGS OF TEMPLE		
BETH-EL	ARTICLE VIII	4
Annual & Special Meetings	Section 1	4
Voting	Section 2	5
MEMBERSHIP	ARTICLE IV	1
Eligibility	Section 1	1
Application for Membership	Section 2	1
Dues & Fees	Section 3	2
Special Memberships	Section 4	2
NAME	ARTICLE I	1
NOMINATIONS & ELECTIONS	ARTICLE IX	6
Elections	Section 1	6
Qualifications & Terms of Office	Section 2	6
Nominations	Section 3	7
Additional Nominations	Section 4	7
Voting	Section 5	7
Removal	Section 6	8
Vacancies	Section 7	8
OFFICERS	ARTICLE X	8
Officers	Section 1	8
Duties of the President	Section 2	9
Duties of the Senior Vice-President	Section 3	10
Duties of the Adult Education & Social Action Vice-President	Section 4	11
Duties of the Financial Vice-President	Section 5	11
Duties of the Membership & Publicity Vice-President	Section 6	11
Duties of the School & Family Programming Vice-President	Section 7	11
Duties of the Secretary	Section 8	11
Duties of the Treasurer	Section 9	12
PARLIAMENTARY PROCEDURE	ARTICLE VII	4
<i>Robert's Rules of Order</i>	Section 1	4
Parliamentarian	Section 2	4

PERSONNEL	ARTICLE XV	24
Personnel Code	Section 1	24
Employment of Rabbi & Cantor	Section 2	24
PRIVILEGES OF MEMBERSHIP	ARTICLE V	2
PROPERTY, LOANS, & FINANCES	ARTICLE XVI	25
Property	Section 1	25
Loans	Section 2	25
Finances	Section 3	25
PURPOSES	ARTICLE II	1
STANDING COMMITTEES	ARTICLE XIV	17
Standing Committees	Section 1	17
Appointments	Section 2	17
Meetings	Section 3	17
Proceedings & Supervision	Section 4	18
Adult Education and Programming Committee	Section 5	18
Budget & Finance Committee	Section 6	18
Endowment Committee	Section 8	19
Facilities Committee	Section 7	20
Fundraising Committee	Section 9	21
Membership Committee	Section 10	21
Membership Relations Committee	Section 11	21
Nominating Committee	Section 12	22
Personnel Committee	Section 13	22
Ritual Committee	Section 14	23
School Committee	Section 15	23
Youth Committee	Section 16	24
TABLE OF CONTENTS		I
TRUSTEES	ARTICLE XIII	16
Number	Section 1	16
Power & Duties	Section 2	16

DEFINITIONS & GLOSSARY

B'nai Shalom – Congregation B'nai Shalom (Three Chopt Rd.) merged with Temple Beth-El on July 1, 1987.

Board – The Board of Governors of Temple Beth-El.

Cemetery Corporation/Cemeteries – The cemeteries of Temple Beth-El shall be owned and managed by a separate corporation named the Richmond Beth-El Cemetery Company, Incorporated. B'nai Shalom Cemetery is located in Greenwood Memorial Gardens on Patterson Avenue. Beth-El Cemetery is located in Forest Lawn Cemetery on Alma Avenue.

Committee – One or more members designated by the Constitution and/or the President to investigate, report on, and act upon specified matters.

Confirmand – One who has been confirmed at Temple Beth-El.

Dues – Annual membership charges established by the Board.

Ex officio member – A voting member who serves by virtue of office or official position.

Fees – Membership charges for services rendered by or at Temple Beth-El and established by the Board.

Member – One who has been approved for membership and who has not been suspended or terminated from membership or who has not resigned.

Professional Staff – Rabbi, Assistant Rabbi, Cantor, Educational Director, Educational Administrator, Administrator/Executive Director, and/or such other employees as are so designated by the Board.

Quorum – The minimum number of members present and entitled to vote in order to conduct business at regular or special meetings of the Board or the Executive Committee or annual or special meetings of Temple Beth-El.

Robert's Rules of Order – The latest edition of the book on parliamentary law and procedures.

Sibling – Brother, sister, half-brother, half-sister, step-brother, or step-sister.

Trustees – Members elected by Temple Beth-El or appointed by the Board pursuant to Article IX of the Constitution to hold legal title to the real and personal property of Temple Beth-El in accordance with the laws of the Commonwealth of Virginia.

United Synagogue of Conservative Judaism – Parent body of all Conservative congregations.

ARTICLE I – NAME

The official name of this religious body is Temple Beth-El.

ARTICLE II – PURPOSES

In order to provide for the spiritual, educational, and social needs of its members, the purpose of Temple Beth-El shall be to establish, provide, and maintain the following:

- a.** Synagogue facilities.
- b.** Cemetery facilities.
- c.** Religious, educational, social, recreational, cultural, and other activities that preserve and strengthen Conservative Judaism.

ARTICLE III – AFFILIATION & RITUAL

Temple Beth-El shall be affiliated with and shall conform to the ritual of the United Synagogue of Conservative Judaism.

ARTICLE IV – MEMBERSHIP

Section 1. Eligibility

Any person(s) with the following qualifications shall be eligible for membership:

- a.** A person of Jewish faith.
- b.** An unmarried person at least 18 years of age or a married couple with one spouse at least 18 years of age.

Section 2. Application for Membership

Each prospective member shall submit an application for membership:

- a.** In writing on a form approved by the Board.
- b.** Signed by the applicant.
- c.** Acted upon by the Board as soon as practicable following filing.

Section 3. Dues & Fees

- a.** Dues, fees and all other monetary obligations, including due dates for payment, shall be established by the Board, provided that members shall be given at least thirty (30) days prior written notice of any applicable due date.
- b.** Board action on dues, fees, and other monetary obligations shall be taken at a meeting of the Board, provided that prior written notice of the meeting and of such proposed action shall have been duly given to members of the Board.
- c.** Personal requests for reduction in payment of monetary obligations, change in due dates or other financial accommodation, including adjustment, deferral or cancellation of past due accounts, shall be made to the Membership Relations Committee. All such requests shall be considered and acted upon with due consideration for the member's privacy.

Section 4. Special Memberships

- a.** Honorary Membership – Honorary membership in Temple Beth-El may be granted by the Board to any person it considers worthy. Membership shall be granted upon terms and conditions the Board considers appropriate. Honorary members shall not be entitled to vote, petition, nor hold office.
- b.** Newly Married – Membership shall be extended to any couple married in Temple Beth-El. Dues shall be waived for the twelve (12) calendar months immediately following their date of marriage.
- c.** Confirmands, Children of Members and Students – Membership shall be extended to each confirmand from the date of confirmation and to each child of any Temple Beth-El member. Dues shall be waived until age twenty-three (23) while a full time student or until the age of twenty-one (21) while unmarried. During such period, the member shall not be entitled to vote, petition, nor hold office.
- d.** Converts – Membership shall be extended to each person converted at Temple Beth-El. Dues shall be waived for the twelve (12) calendar months immediately following the date of conversion.

ARTICLE V—PRIVILEGES OF MEMBERS

Each member shall be entitled:

- a.** To participate in all religious services at Temple Beth-El.
- b.** To attend annual and special meetings of Temple Beth-El and any other meeting of Temple Beth-El with the permission of the President.

- c. To have a voice and to vote at all annual and special meetings of Temple Beth-El, including the election of officers, members of the Board and Trustees and the initial employment of the Rabbi and the Cantor.
- d. At annual and special meetings of Temple Beth-El, to express personal observations for the good and welfare of Temple Beth-El, such observations not being subject to a vote.
- e. To serve as an officer, member of the Board, or a Trustee of Temple Beth-El.
- f. To enroll their children in the religious school.
- g. To reserve and use the facilities of Temple Beth-El.
- h. To the customary services of the Rabbi, Cantor, and other members of the Professional Staff without additional charge, but subject to their availability.

ARTICLE VI – FORFEITURE AND REINSTATEMENT OF MEMBERSHIP

Section 1. Suspension or Termination for Nonpayment

- a. Any member of Temple Beth-El who fails to pay dues, fees, or any other monetary obligation when due shall be in default and subject to suspension or termination from membership in Temple Beth-El.
- b. When a member of Temple Beth-El is in default and the Membership Relations Committee fails in its attempt to collect the member's past due account or otherwise fails to reach satisfactory resolution of the member's default, the Membership Relations Committee shall report such failure to the Executive Committee. On the recommendation of the Executive Committee, the Board may:
 1. With the affirmative vote of at least two-thirds of the Board, suspend the member. While suspended, the member shall forfeit all rights and privileges of a member of Temple Beth-El.
 2. With the affirmative vote of at least two-thirds of the Board, terminate the member's membership in Temple Beth-El.
- c. A suspended member may be reinstated by the Membership Relations Committee upon a satisfactory resolution of the member's prior default as determined by the Membership Relations Committee.
- d. A former member terminated from membership may file a new application for membership with Temple Beth-El upon a satisfactory resolution of the former member's prior default as determined by the Membership Relations Committee.

Section 2. Resignation

The resignation of a member of Temple Beth-El shall become effective upon receipt of written notice by Temple Beth-El.

Section 3. Suspension or Termination for Cause

Membership in Temple Beth-El may be suspended or terminated by the Board, other than for non-payment, for a just or a proper cause. The affirmative vote of at least three-fourths of the Board shall be required to suspend or terminate a member's membership in Temple Beth-El for any such just or proper cause.

Section 4. Collection of Past Due Accounts

Past due accounts of former members, whether membership ceased by termination, resignation, death, or otherwise, shall be subject to collection.

ARTICLE VII – PARLIAMENTARY PROCEDURE

Section 1. *Robert's Rules of Order*

To the extent they are not in conflict or inconsistent with the Constitution, the rules of parliamentary law and procedures in Robert's Rules of Order shall be the authority of reference in governing all meetings of Temple Beth-El, the Board, and committees.

Section 2. Parliamentarian

- a. The duties of the Parliamentarian appointed by the President shall be to assist the President in the orderly governing of all meetings of the Board and Executive Committee and annual and special meetings of Temple Beth-El and to make parliamentary rulings at such meetings.
- b. Rulings of the Parliamentarian at any such meeting shall be final unless overruled by at least two-thirds vote at the meeting.

ARTICLE VIII – MEETINGS OF TEMPLE BETH-EL

Section 1. Annual and Special Meetings

- a. The annual meeting of Temple Beth-El shall be held at Temple Beth-El in the month of May. The purposes of the annual meeting shall be the election of officers, persons to fill expiring and vacant Board positions and, when applicable, the Trustees and members of the Endowment Committee and for the transaction of any business properly coming before the meeting. Written notice of the annual meeting of Temple Beth-El shall be given by the President to the members of

Temple Beth-El at least thirty (30) days prior to the meeting date. Included in the notice of the annual meeting shall be an agenda of the business to be transacted at the meeting and the procedures for adding business to the agenda, making additional nominations and proposing amendments to the Constitution.

- b.** Additional business shall be added to the agenda of the annual meeting of Temple Beth-El upon written petition signed by fifty (50) members of Temple Beth-El, stating the purpose of the additional business. Such request must be received by either the President or the Secretary at least fifteen (15) days prior to the meeting date.
- c.** Special meetings of Temple Beth-El shall be held at Temple Beth-El. Such meetings may be called by the President, the Board, or by written petition signed by at least (50) members of Temple Beth-El. Such request shall be given to the President or Secretary. In each instance, the notice of the special meeting shall state the purpose for which the meeting is being called. Written notice of any special meeting shall be given by the President to the members of Temple Beth-El at least thirty (30) days prior to the meeting date.
- d.** The Constitution of Temple Beth-El may be amended at any annual or special meeting of Temple Beth-El pursuant to the provisions of Article XVIII of the Constitution.
- e.** Except for business added to the agenda of the annual meeting pursuant to Section 1(b) above, only the business to be transacted as stated in the notice of the meeting shall be transacted at any annual or special meeting of Temple Beth-El.
- f.** A quorum shall consist of one hundred (100) members at any annual or special meeting of Temple Beth-El.

Section 2. Voting

- a.** At an annual or special meeting of Temple Beth-El, where a quorum is present, only members present and entitled to vote and who actually vote shall count for voting purposes and for purposes of determining the requisite number of votes to approve any action. Abstentions shall not be taken into account for voting purposes and voting by proxy or by absentee ballot shall not be allowed. Except where a greater vote is specified in the Constitution, a majority vote shall prevail.
- b.** For voting purposes, husband and wife who are members and who are in attendance at an annual or special meeting of Temple Beth-El each shall be entitled to one vote.

ARTICLE IX – NOMINATIONS AND ELECTIONS

Section 1. Elections

- a.** The election of officers, members of the Endowment Committee, and persons to fill expiring and vacant Board positions shall be held at the annual meeting of Temple Beth-El.
- b.** The election of the Trustees shall be held at the annual meeting of Temple Beth-El every fifth (5th) year. (For information purposes, the Trustees were elected at the May 2003 annual meeting of Temple Beth-El).

Section 2. Qualifications and Terms of Office

- a.** Only members of Temple Beth-El who are entitled to vote, with the exception of the President of United Synagogue Youth who shall be a member of the Board are eligible to serve as officers, members of the Board, members of the Endowment Committee, or Trustees.
- b.** Officers shall be elected to serve for a term of one (1) year from election or until their successors are elected. No person may hold the same office for more than three (3) successive terms.
- c.** At each annual meeting of Temple Beth-El, eight (8) persons shall be elected to serve on the Board for a term of three (3) years from election or until their successors are elected. Persons to fill vacant Board positions shall be elected to serve for a term of one (1) or two (2) years from election or until their successors are elected. No person shall be elected to serve on the Board for more than six (6) consecutive years without one (1) year's passing before such person is again eligible for election.
- d.** Trustees shall be elected to serve for a term of five (5) years from election or until their successors are elected. A Trustee may be elected for additional five (5) year terms as long as the Trustee remains qualified. Trustees must be residents of the Commonwealth of Virginia and shall not be officers or elected members of the Board of Temple Beth-El, nor officers, board members, or trustees of any other congregation.
- e.** All officers, members of the Board, members of the Endowment Committee, and Trustees shall serve without compensation and no full-time employee of Temple Beth-El shall serve as an officer, member of the Board, or Trustee.
- f.** The term of an elected member of the Board shall not be affected by appointment as a chair of a standing committee.

Section 3. Nominations

- a.** At its July meeting, the Board shall elect a Nominating Committee of nine (9) members from the Board from at least twelve (12) nominees. The President shall appoint one of the nine (9) members as the Chairperson of the Nominating Committee. None of the following persons shall be members of the Nominating Committee:

 - 1. An officer or a member of the Board whose term will expire at the next annual meeting of Temple Beth-El.
 - 2. The spouse, parent, child, or sibling of an officer or a member of the Board whose term will expire at the next annual meeting of Temple Beth-El.
 - 3. The spouse, parent, child, or sibling of a member of the Nominating Committee.
 - 4. A member who has served on the Nominating Committee for five (5) consecutive years without the subsequent passage of one (1) year.
- b.** The Nominating Committee shall be responsible for developing and recommending a slate of officers, persons to fill expiring and vacant Board positions and, when applicable, Trustees for election at the next annual meeting of Temple Beth-El. The Committee shall submit to the Board at its March meeting the Committee's slate of nominees. The Nominating Committee also shall be responsible for Board training and leadership development programs.
- c.** The slate of nominees shall be included in the notice of the annual meeting of Temple Beth-El. The Nominating Committee shall present the slate of nominees at the annual meeting.

Section 4. Additional Nominations

Additional nominations may be made only by petition signed by at least fifty (50) members of Temple Beth-El. The petition shall be submitted to the Nominating Committee at least fifteen (15) days prior to the annual meeting date. Each added nominee must be qualified for elective position. Each added qualified nominee shall be included in the Nominating Committee's slate of nominees presented at the annual meeting of Temple Beth-El. The procedure for making additional nominations shall be included in the notice of the annual meeting.

Section 5. Voting

Where more than one (1) candidate for an elective position is nominated, the election shall be by closed ballot. The candidate receiving a majority of the ballots shall be

declared elected. If a majority is not obtained on the first ballot, the candidate with the lowest ballot count shall be dropped in succeeding ballots and the balloting shall continue until a majority is obtained.

Section 6. Removal

An officer, member of the Board or Trustee may be suspended or removed from office for a just or proper cause at any meeting of the Board, provided that prior written notice of the meeting and of such proposed action shall have been duly given to members of the Board. The affirmative vote of at least three-fourths of the Board shall be required to suspend or remove any person from elected office.

Section 7. Vacancies

Any vacancy that occurs during the term of any officer, elected member of the Board or Trustee, with the exception of the President, including a vacancy resulting from the suspension or removal of any such person, shall be filled in the following manner:

- a. The President shall notify the Nominating Committee of the vacancy as soon as practicable after a vacancy exists.
- b. The Nominating Committee shall submit one or more nominees to the Board at its next Board meeting for action by the Board.
- c. The nominee appointed by the Board shall fill the vacancy until the next annual meeting of Temple Beth-El, except that a person filling a vacancy during the term of any Trustee shall serve for the remainder of the unexpired term of the former Trustee.

ARTICLE X – OFFICERS

Section 1. Officers

The officers shall be:

- a. President
- b. Senior Vice-President
- c. Four (4) Vice-Presidents:
 1. Adult Education and Social Action Vice-President
 2. Financial Vice-President
 3. Membership and Publicity Vice-President
 4. School and Family Programming Vice-President
- d. Secretary

- e. Treasurer

Section 2. Duties of President

- a. To act as Chief Executive Officer of Temple Beth-El subject to the general supervision of the Board.
- b. To execute all official documents on behalf of Temple Beth-El and to execute checks with either the Financial Vice-President, Treasurer, or Administrator/Executive Director.
- c. To preside at all meetings of Temple Beth-El, the Board and Executive Committee, to provide notice of such meetings and to invite to any meeting any guest(s) the President may consider necessary for the business on the agenda of the meeting.
- d. To call special meetings of Temple Beth-El, the Executive Committee, and of the Board.
- e. If the immediate Past President resigns from or fails to remain a member of Temple Beth-El or is unwilling or unable to serve on the Executive Committee, to appoint the most recent preceding Past President of Temple Beth-El who is a member and willing to serve for the unexpired Past President's term on the Executive Committee.
- f. To appoint a Parliamentarian from the officers or the Board to serve at the will of the President pursuant to Article VII Section 2a.
- g. To establish special committees, to appoint chairpersons and members of standing and special committees and to increase or decrease the size of committees, except that the Board shall elect the members of the Nominating Committee, that the President shall have no authority to increase or decrease the size of the Nominating Committee, the Financial Vice-President shall serve as the chairperson of the Budget and Finance Committee, and the Secretary shall serve as the chairperson of the Awards Committee. The President shall have no authority over the Endowment Committee other than serving as an advisor.
- h. To establish a search committee when the position of Rabbi and/or Cantor is vacant or when any such vacancy is anticipated and to appoint the members of the committee, at least four (4) of whom shall be non-Board members, and its chairperson.
- i. To serve as an ex-officio member of all committees, except the Nominating Committee and the Membership Relations Committee, and to receive notices of their respective meetings and to serve as chairperson of the Legal Committee.

- j.** To make a full report of the progress and status of the affairs of Temple Beth-El at the annual meeting of Temple Beth-El.
- k.** To administer the Constitution, to administer resolutions duly adopted and policies duly established by Temple Beth-El, the Board, and the Executive Committee.
- l.** To appoint one or more delegates or representatives to the Convention of the United Synagogue of Conservative Judaism and to any other organizations as shall be deemed appropriate by the President.
- m.** To establish a Constitution Committee every five (5) years, no later than July of the fifth year, to review the Constitution and recommend any needed amendments to the Constitution. The President may establish a Constitution Committee at any time to consider amendments. (For informational purposes, a Constitution Committee was established in 2004 to recommend amendments to be presented at the May 2004 annual meeting.)
- n.** To perform any additional duties or exercise any additional powers given to the President by the Board.
- o.** To notify the Nominating Committee of any vacancy with respect to an office, the Board, or a Trustee.

Section 3. Duties of the Senior Vice-President

- a.** To perform all of the duties of the President should the President be temporarily absent or unavailable.
- b.** To serve as President until the next annual meeting of Temple Beth-El if the President dies, becomes disabled, resigns, is unable to serve, is removed from office, or the office of President is otherwise determined to be vacant.
- c.** To serve as ex-officio member and coordinator of the Facilities, Personnel and Ritual Committees, and to receive notices of their respective meetings and to serve as liaison to United Synagogue of Conservative Judaism.
- d.** To execute checks with the Financial Vice-President, Treasurer, or Administrator/Executive Director.
- e.** To perform any other duties of Temple Beth-El as directed by the President.

Section 4. Duties of the Adult Education and Social Action Vice-President

- a. To serve as ex-officio member and coordinator of the Adult Education and Programming, Judaic Art Gallery, Library, and Social Action Committees, and to receive notices of their respective meetings.
- b. To perform any other duties of Temple Beth-El as directed by the President.

Section 5. Duties of the Financial Vice-President

- a. To serve as chairperson of the Budget and Finance Committee and as ex-officio member of the Fundraising Committee and to receive notices of their respective meetings. The Financial Vice-President shall serve as an advisor to the Endowment Committee.
- b. To perform any other duties of Temple Beth-El as directed by the President.

Section 6. Duties of the Membership and Publicity Vice-President

- a. To serve as ex-officio member and coordinator of the Publicity and Communications, Membership and Singles and Young Adults Committees, and to receive notices of their respective meetings.
- b. To perform any other duties of Temple Beth-El as directed by the President.

Section 7. Duties of the School and Family Programming Vice-President

- a. To serve as ex-officio member and coordinator of the College Outreach, Family Programming, School and Youth Committees, and to receive notices of their respective meetings.
- b. To perform any other duties of Temple Beth-El as directed by the President.

Section 8. Duties of the Secretary

- a. To keep full and accurate minutes of all annual and special meetings of Temple Beth-El, and all regular and special meetings of the Board, and the Executive Committee.
- b. To serve as archivist for Temple Beth-El and as chairperson of the Awards Committee.
- c. To perform any other duties of Temple Beth-El as directed by the President.

Section 9. Duties of the Treasurer

- a.** To oversee all funds of Temple Beth-El and all money deposited in bank accounts.
- b.** To keep full and accurate accounts of all receipts and disbursements of funds and provide a report at regular meetings of the Board.
- c.** To oversee disbursed funds of Temple Beth-El by proper voucher as authorized by the Board.
- d.** To perform any other duties of Temple Beth-El as directed by the President.

ARTICLE XI – BOARD OF GOVERNORS

Section 1. Composition

The Board shall consist of the following members of Temple Beth-El:

- a.** The officers of Temple Beth-El
- b.** Past Presidents of Temple Beth-El who have remained members since holding office.
- c.** Past Presidents of Congregation B’nai Shalom who have remained members of Temple Beth-El since July 1, 1987.
- d.** The Presidents of the Men’s Club, Sisterhood, Cemetery Corporation, and United Synagogue Youth who are not already members of the Board.
- e.** Chairperson(s) of all standing committees who are not already members of the Board.
- f.** Twenty-four (24) members of Temple Beth-El elected to serve on the Board, eight (8) of whom shall be elected at each annual meeting of Temple Beth-El.
- g.** The chairperson of Bingo.

Section 2. Powers and Duties

The powers and duties of the Board shall be:

- a.** To manage the affairs and act on behalf of Temple Beth-El, including the power to borrow money on behalf of Temple Beth-El.

- b.** To have charge, supervision, and control over the property of Temple Beth-El, other than property subject to and under the control and auspices of the Endowment Committee, including the power:
 - 1. To acquire by purchase or merger, lease, or any other manner, real estate or personal property.
 - 2. To improve and/or maintain, mortgage, or encumber the property of Temple Beth-El.
 - 3. To acquire, by gift or bequest, property of any kind.
 - 4. To dispose of any property by sale, exchange, gift, or any other manner.
- c.** To maintain adequate insurance for all property of Temple Beth-El.
- d.** To authorize the creation of auxiliary organizations of Temple Beth-El and to supervise the general conduct of their affairs.
- e.** To establish the fiscal year of Temple Beth-El.
- f.** At its March meeting, to act upon each fiscal year's budget as submitted by the Budget and Finance Committee and to modify the budget and/or make additional appropriations, not included in the current budget, needed because of circumstances or conditions arising during the current fiscal year.
- g.** To establish classes of membership, membership dues, fees and charges, and due dates for payment pursuant to Article IV, Section 3 of the Constitution.
- h.** To establish, maintain, adopt, and enforce rules and regulations with respect to the rights and privileges of members and to suspend or terminate a member's membership pursuant to Article VI of the Constitution.
- i.** To designate, on the Budget and Finance Committee's recommendation, a bank or banks for the deposits of funds of Temple Beth-El.
- j.** To designate officers and employees to be bonded and the amount of the bond.
- k.** To hire all employees of Temple Beth-El subject to Article XV of the Constitution and to engage all independent contractors, including a certified public accountant to audit the books of Temple Beth-El.
- l.** To determine the compensation of each of the employees and independent contractors of Temple Beth-El.

- m.** To solicit, receive, and review reports, recommendations, and action from officers and committees and to act upon same, except that the Membership Relations Committee shall be the sole authority with respect to certain actions pursuant to Article XIV, Section 11(b) of the Constitution and that the Nominating Committee shall be the sole authority with respect to certain actions pursuant to Article IX of the Constitution.
- n.** To approve the membership application form, to act upon all new and reinstatement applications for membership and to grant honorary memberships at the Board's discretion.
- o.** To ensure that adequate cemetery facilities and services are available to the members of Temple Beth-El and to assist and cooperate with the Cemetery Corporation in the Cemetery Corporation's providing of such facilities and services.
- p.** To elect the members of the Nominating Committee at the Board's July meeting pursuant to Article IX, Section 3 of the Constitution and to fill vacancies during the term of any officer, elected member of the Board, or Trustee pursuant to Article IX, Section 7 of the Constitution.
- q.** To establish, maintain, amend, and enforce requirements and other standards regarding Board members' participation in and attendance and conduct at meetings, religious services, and other activities of Temple Beth-El.
- r.** To determine when a vacancy exists with respect to an office, the Board or a Trustee or otherwise suspend or remove an officer, Board member, or Trustee for a just or proper cause pursuant to Article IX, Section 6 of the Constitution.
- s.** To construe and interpret the Constitution.

Section 3. Meetings

- a.** Regular meetings of the Board shall be held on the second Thursday of each month, except during the month of May when the Board may or may not meet. The President or the Board may change any regular meeting date. Members of the Board shall be notified of any change of a regular meeting date.
- b.** Special meetings of the Board may be called by the President or by the written request of ten (10) members of the Board given to the President or to the Secretary. Written notice of the special meeting, stating the purpose of the meeting, shall be given by the President to the members of the Board at least ten (10) days prior to the meeting date.
- c.** Special meetings of the Board may be called with at least five (5) days prior notice in the event of an emergency.

- d. A quorum shall consist of sixteen (16) members of the Board at any regular or special meeting of the Board.

Section 4. Voting

- a. At any Board meeting, where a quorum is present, only Board members present and who actually vote shall count for voting purposes and for purposes of determining the requisite number of votes to approve any action. Abstentions shall not be taken into account for voting purposes and voting by proxy or by absentee ballot shall not be allowed. Except where a greater vote is specified in the Constitution, a majority vote shall prevail.
- b. Co-chairpersons of each standing committee who are not already members of the Board shall have a total of one (1) vote.

Section 5. Conflict of Interest

No member of the Board shall vote on any matter before the Board if the member of the Board or the member's immediate family has a direct financial interest in such matter.

ARTICLE XII – EXECUTIVE COMMITTEE

Section 1. Composition

The Executive Committee shall consist of the officers, immediate Past President, Sisterhood President, Men's Club President, School Committee Chairperson, Ritual Committee Chairperson, and House Committee Chairperson.

Section 2. Powers

- a. The Executive Committee shall have the power to make recommendations for consideration by the Board.
- b. The Executive Committee shall have the power to borrow money on behalf of Temple Beth-El pursuant to Article XVI, Section 2 of the Constitution.
- c. The Executive Committee shall have the power to act for the Board in case an emergency shall occur between Board meetings.
- d. The Executive Committee shall report its recommendations, borrowings, and any action taken under its emergency powers to the Board at the next Board meeting.

Section 3. Meetings

- a.** Regular meetings of the Executive Committee shall be held on the first Thursday of each month. The President may cancel or change a regular meeting date. Members of the Executive Committee shall be provided with prior notice of any change in a regular meeting date.
- b.** Special meetings of the Executive Committee may be called by the President or by the written request of six (6) members of the Executive Committee given to the President or Secretary. Written notice of the special meeting, stating the purpose of the meeting, shall be given by the President to the members of the Executive Committee at least three (3) days prior to the meeting date, except that prior notice shall be sufficient in the case of an emergency.
- c.** A quorum shall consist of a majority of the members of the Executive Committee currently in office at any regular or special meeting of the Executive Committee.

Section 4. Voting

At any meeting of the Executive Committee, where a quorum is present, only Executive Committee members present and who actually vote shall count for voting purposes and for purposes of determining the requisite number of votes to approve any action. Abstentions shall not be taken into account for voting purposes and voting by proxy or by absentee ballot shall not be allowed. Except where a greater vote is specified in the Constitution, a majority vote shall prevail.

ARTICLE XIII – TRUSTEES

Section 1. Number

There shall be five (5) Trustees of Temple Beth-El.

Section 2. Powers and Duties

- a.** The Trustees shall have legal title to all real and personal property of Temple Beth-El, but shall have no power to control or manage the property. The real and personal property of Temple Beth-El shall always be under the control and management of the Board.
- b.** Powers given the Trustees concerning real and personal property of Temple Beth-El shall be exercised only in the manner provided by applicable laws of the Commonwealth of Virginia, other applicable governmental bodies, and in accordance with the Constitution of Temple Beth-El.
- c.** A majority of the Trustees shall have the right to exercise the powers given to the Trustees.

ARTICLE XIV – STANDING COMMITTEES

Section 1. Standing Committees

The standing committees of Temple Beth-El shall be:

Adult Education and Programming	Long-range Planning
Awards	Membership
Budget and Finance	Membership Relations
College Outreach	Nominating
Endowment	Personnel
Facilities	Publicity and Communications
Family Programming	Ritual
Fundraising	School
Judaic Art Gallery	Singles and Young Adults
Legal	Social Action
Library	Youth

Section 2. Appointments

The members of the standing committees and their chairperson(s) shall be appointed by the President, except that the members of the Nominating Committee shall be elected by the Board, the President shall serve as chairperson of the Legal Committee, the Financial Vice-President shall serve as chairperson of the Budget and Finance Committee, and the Secretary shall serve as chairperson of the Awards Committee. The President shall serve as an ex-officio member of all committees, except the Nominating Committee and the Membership Relations Committee. All members of standing committees of Temple Beth-El shall serve without compensation. The Executive Director of the Temple shall serve as an advisor to all committees. The President shall have no authority over the Endowment Committee other than serving as an advisor. No chairperson of a standing committee shall serve more than a five (5) year consecutive term without the subsequent passage of one (1) year. Temporary clause to be deleted after the May 2005 annual meeting: Any chairperson who shall have completed a five (5) year consecutive term as of the annual meeting in May 2004, shall only be eligible to serve one additional consecutive year as chairperson.

Section 3. Meetings

Chairpersons of the committees shall call committee meetings and give at least five (5) days notice of the date, place, and time of the meeting to committee members and the President.

Section 4. Proceedings and Supervision

- a. Each committee shall record and report its proceedings at the next meeting of the Board.
- b. Each committee shall prepare an annual budget and submit it in writing on the form approved by the Budget and Finance Committee to the Budget and Finance Committee by February 1 so that it may be considered for inclusion in the annual proposed budget for the next fiscal year.
- c. Committee decisions, determinations, and recommendations shall be under the supervision, control, and approval of the Board, except with respect to certain actions of the Membership Relations Committee pursuant to Article XIV, Section 11(b) of the Constitution and certain actions of the Nominating Committee pursuant to Article IX of the Constitution.

Section 5. Adult Education and Programming Committee

- a. The Adult Education and Programming Committee shall have Ten (10) appointed members, including a representative from the Sisterhood and a representative from the Men's Club. The Adult Education and Social Action Vice-President of Temple Beth-El shall serve as an ex-officio member and the Rabbi, Assistant Rabbi, Cantor, and Educational Director will serve as advisors to the Committee.
- b. The Committee, acting with the advice of the Rabbi, shall establish and supervise all adult education programs of Temple Beth-El. The Committee also shall develop and implement cultural, musical, and other programs of interest to the adult membership of Temple Beth-El.

Section 6. Budget and Finance Committee

- a. The Budget and Finance Committee shall consist of all officers of Temple Beth-El; seven (7) appointed members who are not officers; one representative, but not president, of Sisterhood and one representative, but not president of Men's Club. The Financial Vice-President shall serve as the chairperson of the Budget and Finance Committee.
- b. The Committee shall develop and implement a budget preparation process, prepare an estimated budget for the next fiscal year based on the estimated income and expenses of Temple Beth-El and submit the estimated budget to the Board for action at its March meeting.
- c. The Committee shall develop a form for use by committees in preparation of their budgets, assist committees in preparation of their budgets, and establish a process for reviewing and approving committee budgets.

- d. The Committee shall review at least annually classes of membership, membership dues, fees and charges, and due dates for payment and submit its recommendations to the Board for action.
- e. The Financial Vice-President shall act with the engaged certified public accountant to ensure the availability of the expense and income information necessary to prepare the estimated budget.
- f. The Committee shall review the income and expenses of Temple Beth-El and make a report of its review with recommendations to the Board at each regular meeting.
- g. The Committee shall have an annual audit of the books of Temple Beth-El by the engaged certified public accountant completed by January 1 of each calendar year and submit the certified public accountant's report, with recommendations, to the Board at its January meeting.

Section 7. Endowment Committee

- a. The Endowment Committee shall have five (5) voting members. After an initial transition period (see 1. below), members shall be elected for three (3) year staggered terms at the annual meeting of Temple Beth-El. Three (3) of the members shall be nominated by the Committee itself after consultation with the Executive Committee and two (2) of the members shall be nominated by the Nominating Committee after consultation with the Committee. No member may be elected to serve for more than six (6) consecutive years without one (1) year's passing before such member is eligible again for election to the Committee. The chairperson of the Committee shall be selected at the Committee's annual meeting by the Committee itself from among its members for a one (1) year term. The President and Financial Vice-President shall serve as advisors to the Committee. The Administrator/Executive Director of Temple Beth-El shall serve as secretary of the Committee and provide administrative support.
- b. The Committee shall have the following duties and responsibilities:
 - 1. To promote the future of Temple Beth-El and its future financial viability through increased synagogue endowments.
 - 2. To afford synagogue members with greater opportunities and incentives to endow synagogue operations, programs, and projects for the future and to encourage planned giving.
 - 3. To protect and preserve the synagogue's endowment funds and non-operating assets.

- c. To develop and implement comprehensive, on-going and special endowment campaigns, techniques and strategies, i.e. planned giving and endowment fund-raising.
- d. To receive, manage, invest, administer and distribute endowment funds and non-operating synagogue assets, with all foundation funds and assets transferred initially to the Committee to remain subject to restrictions and conditions to which they are subject.
- e. To develop a manual of operations for the Committee, including investment, management and fund distribution guidelines, and prepare on an annual basis an operational budget.
- f. To establish fund categories, fund criteria and fund and asset acceptance policies.
- g. To establish and manage sub-committees and program and event committees as needed to perform committee responsibilities and carry out its activities.
- h. To meet at least quarterly with one of the meetings designated as an annual meeting.
- i. To report to the Board of Governors at least twice a year and to report to the congregation at the congregational annual meeting.
- j. To have endowment funds and assets and Committee operations audited annually as part of the synagogue audit.
- k. To develop broad criteria for membership on the Committee, consult with the Executive Committee as to prospective Committee membership by its March meeting, nominate members for election at the annual meeting of Temple Beth-El and submit to the Board at its March meeting the Committee's list of nominees.
- l. Upon the establishment of the Endowment Committee at the annual meeting of Temple Beth-El at which this section is adopted, all current foundation funds and non-operating assets (other than the administration building and sanctuary and school real properties) shall become subject to and under the control and auspices of the Endowment Committee. Further, the initial or founding members of the Committee shall be nominated by the Nominating Committee and elected by the Board of Governors at the Board's June, 2002 meeting. These members shall serve until the next annual meeting of Temple Beth-El, at which time staggered terms shall be established and phased in.

Section 8. Facilities Committee

- a. The Facilities Committee shall have ten (10) appointed members, including two (2) members from the Sisterhood, and two (2) from the Men's Club. The Senior Vice-President shall serve as an ex-officio member of the Committee.

Section 9. Fundraising Committee

- a. The Fundraising Committee shall have ten (10) appointed members, including two (2) members from the Sisterhood and two (2) members from the Men's Club. The Financial Vice-President shall serve as an ex-officio member of the Committee.

Section 10. Membership Committee

- a. The Membership Committee shall have seven (7) appointed members. The Membership and Publicity Vice-President shall serve as an ex-officio member of the Committee.
- b. The Committee shall develop a standard membership application form and submit it and recommendations to the Board for action.
- c. The Committee shall investigate any applicant for membership in Temple Beth-El, report the result of its investigation, and make recommendations to the Board for action.
- d. The Committee shall establish and implement programs for recruitment and retention of members, orientation and new member programs and other activities relating to the membership of Temple Beth-El.
- e. The Committee shall advise and make recommendations to the Board regarding qualifications for membership in Temple Beth-El, classes of membership, the membership application form, and any other matters concerning the membership of Temple Beth-El.

Section 11. Membership Relations Committee

- a. The Membership Relations Committee shall have seven (7) appointed members, including two (2) members from the Sisterhood and two (2) members from the Men's Club.
- b. The Committee shall consider and act upon personal requests for reduction in payment of monetary obligations, change in due dates or other financial accommodation, including adjustment, deferral, or cancellation of past due accounts. The Committee shall also consider and act upon personal requests for reinstatement of a suspended or terminated member. The Committee shall be the sole authority to consider and act upon such requests. All such requests shall be considered and acted upon with due consideration for the member's or former member's privacy.
- c. The Committee shall investigate the cause of a member's default in payment of monetary obligations and attempt to collect the member's past due account. If the Committee fails in its attempts to collect a member's past due account or

otherwise fails to reach a satisfactory resolution of a member's default, the Committee shall report such failure to the Executive Committee.

- d. The Committee shall report any action taken in writing to the Executive Committee and the Administrator/Executive Director for noting on the member's membership record.

Section 12. Nominating Committee

At its July meeting, the Board shall elect a Nominating Committee of nine (9) members from the Board from at least twelve (12) nominees. The election of the Nominating Committee, and its actions, shall be pursuant to Article IX of the Constitution.

Section 13. Personnel Committee

- a. The Personnel Committee shall be composed of six (6) appointed members. The appointed members shall include the following: one non-chair member of the Budget and Finance Committee, one non-chair member of the Ritual Committee, one non-chair member of the School Committee and three individuals who are not members of the Executive Committee. For purposes of eligibility to serve on the Personnel Committee, no appointed member shall have more than one qualifying committee membership. The Senior Vice-President shall serve as an ex-officio member of the Committee.
- b. The Committee shall be responsible for reviewing, maintaining, and administering the Personnel Code.
- c. The Personnel Committee shall review the Personnel Code at least every five (5) years and submit its recommendations for change to the Board for action. (For informational purposes, the Personnel Code is being reviewed in 2004-05.)
- d. When a vacancy exists on the Professional Staff and/or the office staff of Temple Beth-El, with the exception of the Rabbi and/or Cantor, the responsibility for securing candidates for the vacancy shall be the Committee's.
- e. The Committee shall act as liaison between the Professional Staff and the Board.
- f. The Committee shall be responsible for evaluating the Professional Staff in writing on at least an annual basis as provided in the Personnel Code. The Committee shall report to the Board within two months as to each completed evaluation (i) the format of its evaluation, (ii) that the Personnel Code procedures were or were not followed and if not, why, and (iii) whether or not the employee signed the evaluation and appended written comment.

Section 14. Ritual Committee

- a.** The Ritual Committee shall have fifteen (15) appointed members. The Senior Vice-President shall serve as an ex-officio member of the Committee. The Rabbi, Assistant Rabbi, Cantor, and Educational Director shall serve as advisors to the Committee.
- b.** The Committee shall establish the ritual for all religious activities of Temple Beth-El, including the following:
 - 1. Time schedules of services,
 - 2. Standards of decorum for the services,
 - 3. Selection of Gabbaim,
 - 4. Awarding of honors at High Holy Days and at Simchat Torah services, and
 - 5. Recommending to the Board hiring of additional personnel for High Holy Days services and other activities as needed.
- c.** The Committee shall provide ushers for Temple Beth-El services and shall have the duty of maintaining decorum and dignity during services.
- d.** The Committee shall be consulted about the hiring and evaluation of the Rabbi, Assistant Rabbi and Cantor.

Section 15. School Committee

- a.** The School Committee shall have twenty (20) appointed members, including two (2) Sisterhood representatives. The School and Family Programming Vice-President shall serve as an ex-officio member of the Committee.
- b.** The Committee shall develop, supervise, manage, and implement the programs of the religious school with the consultation and advice of the Rabbi, Assistant Rabbi, Cantor, and the Educational Director.
- c.** The Committee shall recommend the hiring of faculty with the consultation and advice of the Rabbi, Assistant Rabbi, Cantor, and the Educational Director.
- d.** The Committee shall recommend a schedule of tuition fees for students and a pay schedule for faculty and other employees of the school.
- e.** The Committee shall prepare its annual budget with the consultation and advice of the Educational Director.

- f. The Committee and the Youth Committee shall work together in planning youth activities for the different age levels of the religious school children.
- g. The Committee shall be consulted about the hiring and evaluation of the Educational Director.

Section 16. Youth Committee

- a. The Youth Committee shall have ten (10) appointed members including two (2) members from the Sisterhood, two (2) members from the Men's Club, and two (2) members from United Synagogue Youth. The School and Family Programming Vice-President shall serve as an ex-officio member of the Committee.
- b. The Committee shall establish and implement youth activities of a religious, cultural, social, and recreational nature and recommend the hiring of supervisory personnel.
- c. The Committee and the School Committee shall work together in planning youth activities for the different age levels of the religious school children.
- d. The Committee shall have scheduled meetings with the adult advisors of youth groups using Temple Beth-El facilities.
- e. The Committee shall establish and enforce standards of conduct for youth groups using Temple Beth-El facilities.
- f. The Committee shall recommend to the Facilities Committee approval or disapproval of the application of any youth group applying for the use of Temple Beth-El facilities.

ARTICLE XV – PERSONNEL

Section 1. Personnel Code

Employees of Temple Beth-El, including the Rabbi and Cantor, shall be subject to and governed by the Personnel Code, as the Code may be amended from time to time.

Section 2. Employment of Rabbi and Cantor

The initial employment of each Rabbi and Cantor who is to be employed for longer than one (1) year shall be approved by the Board with the affirmative vote of at least three-fourths of the members at an annual or special meeting of Temple Beth-El. Renewals of such employment shall be approved by the Board.

ARTICLE XVI – PROPERTY, LOANS, AND FINANCES

Section 1. Property

- a. Temple Beth-El may acquire, control, and otherwise act upon real and personal property as required or desired for its purposes.

Section 2. Loans

- a. The Executive Committee shall have the authority to borrow money on behalf of Temple Beth-El for its operations. The instrument evidencing any such loan shall be executed as required in Section 3 below.
- b. If total outstanding loan balances for operations are \$50,000.00 or more or if a proposed loan for operations, if made, would result in total outstanding loan balances of more than \$50,000.00, approval of the Board must be obtained prior to the making of any such additional loan.

Section 3. Finances

Checks drawn on any bank account of Temple Beth-El or instruments evidencing loans in the name of Temple Beth-El shall be executed in any of the following manners:

- a. By the President and the Financial Vice-President, Treasurer or Administrator/Executive Director.
- b. By the Senior Vice-President and the Financial Vice-President, Treasurer or Administrator/Executive Director.
- c. By the Treasurer and the President or Senior Vice-President
- d. By the Financial Vice-President and the President or Senior Vice-President.
- e. Checks drawn on any bank or other institutional account managed by the Endowment Committee or instruments of transfer relating to same shall be executed by the President or Financial Vice-President and the chairperson of the Endowment Committee.

ARTICLE XVII – CEMETERY CORPORATION

Section 1. Management and Authority

- a. The property, business, and affairs of the Cemetery Corporation shall be managed by the board of directors of the Cemetery Corporation in accordance with the

Cemetery Corporation's Articles of Incorporation, the laws of the Commonwealth of Virginia and other governmental bodies, and the Constitution of Temple Beth-El.

- b. The Board of Temple Beth-El shall perform the duties with respect to the Cemeteries and the Cemetery Corporation as are set forth in Article XI, Section 2.o. of the Constitution.

Section 2. Directors and Officers

The directors and officers of the Cemetery Corporation shall be members of Temple Beth-El and shall be elected according to the Cemetery Corporation's Articles of Incorporation.

ARTICLE XVIII – AMENDMENTS

Section 1. Approval at Annual or Special Meeting of Temple Beth-El

Amendments to the Constitution which have been proposed by the Board and/or by petition as set forth in Sections 2 and 3 below may be approved at any annual or special meeting of Temple Beth-El called pursuant to Article VIII of the Constitution provided:

- a. Written notice stating the proposed amendment shall be given by the President to the members of Temple Beth-El at least fifteen (15) days prior to the meeting date.
- b. The proposed amendment shall be approved by the affirmative vote of at least two-thirds of the members at the meeting.

Section 2. Amendments Proposed by the Board

The Board may propose amendments to the Constitution in the following manner:

- a. A proposed amendment may be presented and discussed at any regular or special meeting of the Board.
- b. The proposed amendment shall not be acted upon by the Board until the next regularly scheduled meeting of the Board where the proposed amendment is included in the notice of the meeting. The proposed amendment shall be approved by at least two-thirds vote of the Board at such meeting.

Section 3. Amendments Proposed by Petition

- a. Amendments to the Constitution may be proposed by petition signed by at least fifty (50) members of Temple Beth-El pursuant to the provisions of Article XVIII

of the Constitution. The petition shall be submitted to either the President or the Secretary.

- b.** The procedure for proposing amendments to the Constitution by petition shall be included in the notice of the annual meeting of Temple Beth-El.

Section 4. Effective Date

Amendments to the Constitution shall be effective immediately upon approval unless a future effective date is stated in the approved amendment.

ARTICLE XIX – EFFECTIVE DATE

This Constitution of Temple Beth-El is effective as of May 7, 2006 having been approved at the annual meeting of Temple Beth-El on said date.