

BYLAWS OF TEMPLE SHIR TIKVA

ARTICLE I

NAME

The name of this congregation shall be Temple Shir Tikva ("Congregation").

ARTICLE II

PURPOSE

The purpose of the Congregation shall be to establish and to maintain a synagogue and a religious school for the instruction of children and advanced scholars in the Town of Wayland, to enrich and encourage the educational, cultural, religious, civic and social life of the Jewish community, and to preserve and foster the ideals of Judaism.

ARTICLE III

AFFILIATION

The Congregation shall be affiliated with the Union of American Hebrew Congregations.¹

ARTICLE IV

RITUALS AND RELIGIOUS PRACTICES

Section 1. Religious Practices. The Congregation shall be guided in its religious practices by its Rabbi as well as by the interpretations of the traditions of Judaism consistent with its affiliation, and these Bylaws.

Section 2. Ritual. Notwithstanding any decisions as to affiliation, the form of ritual worship shall reflect the needs and desires of the Congregation.

¹ Editor's Note: In 2003, the Union of American Hebrew Congregations changed its name to the Union for Reform Judaism.

ARTICLE V**MEMBERSHIP**

Section 1. Eligibility. Any person of the Jewish faith or any person willing to adopt and profess the Jewish faith shall be eligible to become a member of this Congregation. The spouse of any member shall be a member of the Congregation (whether or not such spouse professes the Jewish faith), and the membership of such spouse shall continue, if the spouse so desires, after death or divorce terminates the marital relationship of such a member.

Section 2. Application for Membership. Any such person may become a member of this Congregation by executing and delivering to the Board of Trustees an agreement to become a member and to pay such dues, charges and assessments as may be adopted by vote of the Congregation from time to time.

Section 3. Membership Classification.

a. In case of married persons, the unit of membership shall be the family. For purposes of this Article, the family shall be construed to mean husband, wife and dependent children.

b. Memberships with special financial arrangement shall be available in case of financial hardship. This arrangement will be determined by a special committee of the Rabbi, President, and Treasurer. Identities of all persons so admitted for financial reasons shall be kept confidential.

c. The Board of Trustees may establish additional special membership classifications with such provisions as it shall deem advisable, subject to the approval of the Congregation.

d. Special Membership Classification

1. Senior Membership: If the husband and wife are both 65 years of age or older and they have no children under 18 years of age living with them, they shall not be required to pay the mandatory Building Fund but shall only be required to pay 50% of all required Temple dues and will be responsible for full payment of all fees, assessments or charges from time to time adopted by the Congregation. These members will be entitled to all regular membership privileges.

2. Associate Membership: If a member family has no children living with them who are eligible to be enrolled in a Temple Religious School program, and has not previously been a member of Temple Shir Tikva, they shall not be required to pay the mandatory Building Fund, but shall be required to pay 50% of all required Temple dues and will be responsible for full payment of all fees, assessments, or charges from time to time adopted by the Congregation. These members will be entitled to all regular membership privileges. An Associate Membership shall be limited to one year.

3. Single Person Membership: An unmarried member who has no children living with him/her shall be required to pay the mandatory Building Fund but shall only be required to pay 50% of all required Temple dues. This member shall be entitled to all regular membership privileges and will be responsible for full payment of all fees, assessments or charges from time to time adopted by the Congregation.

4. Young Family Membership: A member family with children in which the adult members are under age 35 and no child living with them is old enough for enrollment in the third grade in the Temple Religious School shall only be required to pay 33 1/3% of all required Temple dues in their first year of membership, 50% of all required Temple dues in their second year of membership, and 66 2/3% of all required Temple dues in their third year of membership. At the expiration of three years of membership, in the year commencing after the first adult member turns age 35, or in the year commencing after a child living with them becomes old enough for enrollment in the third grade in the religious school, the family shall be required to pay full Temple dues. At the member family's option, payment of the mandatory Building Fund may be delayed until the year in which the family is required to pay full Temple dues. These members will be entitled to all regular membership privileges and will be responsible for full payment of all fees, assessments or charges from time to time adopted by the Congregation. Temple members who, as of July 1, 1992, qualify for this membership classification shall be entitled to the benefits hereof for the year commencing July 1, 1992 and shall be treated as if they were in the same year of membership under this classification as their years of membership in the Congregation (e.g., if July 1, 1992 starts their second year of membership in the Congregation they shall be required to pay 50% of Temple dues; if July 1, 1992 starts their fourth year of membership in the Congregation they shall be required to pay full Temple dues; etc.). This membership classification is not available to families which have been Associate Members.

Section 4. Membership Privileges. Members in good standing of the Congregation shall be eligible, in accordance with its rules and regulations, for all of the following privileges:

- a. The right to vote on all matters coming before meetings of the Congregation. Husband and wife shall each have one vote. Members shall not vote by proxy.
- b. The right to have their children receive religious education in the religious and Hebrew schools of the Congregation.
- c. The right to attend all religious observances of the Congregation.
- d. The right to hold office as an officer or Trustee of the Congregation.
- e. The right to serve on any committee of the Congregation.
- f. Such other privileges as may be made available from time to time by the Board of Trustees or the Congregation.

Section 5. Membership in Good Standing. Membership in good standing shall mean and include:

- a. The payment as and when due of all annual dues, religious school registration fees and any other fees, assessments or charges from time to time adopted by the Congregation.
- b. Observance of all rules and regulations from time to time prescribed by the Board of Trustees or the Congregation.

Section 6. Dues. All dues shall be paid in advance on July 1 or at the option of the member, in three equal installments on July 1, September 1, and January 1.

a. The dues, fees, charges and assessments shall be in such amounts as determined by the Board of Trustees subject to the approval of the membership at an Annual or Special Meeting. The notice of said meeting shall include a copy of any proposed change in dues or fees or of any proposed levy.

b. Any member who does not pay any dues, fees, charges or assessments within 30 days after their due date may be sent a notice of delinquency at the direction of the Board of Trustees and, unless payment of such delinquency is made in full within 30 days after mailing of such notice, such member loses his status of good standing until such time as all arrearages have been paid in full.

c. Dues for Special Membership Classifications: In any one year, the Temple dues for each special membership classification listed in Section 3 (Membership Classification”), subsection (d) (“Special Membership Classification”), may be increased over and above the percentage stated in said subsection, by an amount not exceeding 5 percent of all required Temple dues, by vote of the Board of Trustees, subject to the approval of the membership at an Annual or Special Meeting.

Section 7. Resignation. Any member may resign in writing addressed to the Board of Trustees. Resignation shall not relieve any member from payment of any obligation due the Congregation at the time of such resignation.

Section 8. Reprimands, Suspension or Expulsion. The Board of Trustees may, by a two-thirds vote of those present and voting, after an open hearing, reprimand, suspend any or all membership privileges of, or expel any member of the Congregation who has been found to be in violation of the Bylaws or rules and regulations prescribed by the Board of Trustees or the Congregation and where such violation has been injurious to the good and welfare of the Congregation; provided that such member has received reasonable notice of such meeting. Any member so reprimanded, suspended or expelled may appeal in writing within 30 days of receipt of notification of any such action to the Board of Trustees for a hearing to reconsider. Any member still aggrieved after a hearing to reconsider may appeal to the membership at a Special Meeting called in accordance with Article VI Section 2 of these Bylaws.

ARTICLE VI

MEETINGS

Section 1. Annual Meeting. The Annual Meeting of the Congregation shall be convened by the President between May 1 and June 10; the specific date to be fixed by the Board of Trustees. At this meeting, reports shall be submitted by the President, Rabbi, and such other officers, officials, auxiliaries and committees as may be requested to do so by the Board of Trustees; a budget for the coming fiscal year shall be approved, and such Trustees and officers as necessary shall be elected and new business shall be transacted. Written notice of the Annual Meeting shall be mailed to members at least 14 days prior to the holding of the Annual Meeting, at such address as appears on the books of the Congregation.

Section 2. Special Meetings. Special Meetings of the Congregation may be called by the President or shall be called at the request of a majority of the Board of Trustees, or on the written application of 25 percent of the membership or by any member pursuant of Article V Section 8. The call for a Special Meeting shall set forth the purpose of the meeting, and written notice thereof shall be mailed to members at least 14 days prior to the time of such meeting. No business shall be transacted at such meeting except that specified in the call.

Section 3. Quorum. A quorum at any Annual or Special Meeting of the Congregation shall consist of 20 percent of voting members or 15 voting members, whichever is lesser. Less than a quorum shall have the power to adjourn the meeting to another time.

Section 4. Agenda. The agenda for each Annual Meeting shall consist of all items placed on it by the Board of Trustees. In addition, the President shall include in the Agenda all items requested in any application signed by 6 members entitled to vote at the meeting and filed with him at least 14 days before the meeting; in such case, the President shall cause notice of all such items to be mailed to each member at least 7 days before the meeting.

Section 5. Parliamentarian. The President may appoint for each meeting a Parliamentarian whose job shall be to advise the Chair of the proper rules of order for the conduct of the meeting.

ARTICLE VII

OFFICERS

Section 1. Election. The officers of the Congregation shall consist of a President, six (6) Vice Presidents (one of whom shall be the Vice President of Finance), a Recording Secretary, and an Assistant Treasurer, all to be elected at the Annual Meeting of the Congregation to serve for a term of two years or until their successors are elected, the Past President to serve for a term of one year, and a President-Elect to be elected at the Annual Meeting of the Congregation to serve for a term of one year. At the 2006 Annual Meeting of the Congregation and in all subsequent even numbered years, the President and three (3) Vice Presidents (one of whom shall be the Vice President of Finance) shall be elected, and in odd numbered years the President-Elect, three (3) Vice Presidents and the Assistant Treasurer shall be elected. At the end of his/her term, the

President shall serve a one-year term as Past President. In the event that the Nominating Committee cannot agree upon a candidate to fill a particular office, it shall leave such office vacant and may instead nominate an at large member of the Board of Trustees in lieu thereof. Officers shall assume office within 5 days of their election. In order to be an officer, the individual must be a member in good standing in the Congregation.

Section 2. President. The duties of the President shall be to act as Chairman at all Annual and Special Meetings and Board of Trustees meetings; to appoint committees all of which he is to be an ex-officio member; to call Special Meetings; to sign all legal documents and perform such other duties as are incident to the office.

Section 3. Vice President(s). The Vice President(s) shall assist the President in the discharge of his duties; shall act for the President in case of his absence or disability, and shall perform such duties as may be assigned by the President.

Section 4. Treasurer. One of the Vice Presidents shall be elected to serve as the Vice President of Finance, whose duty it shall be to serve as Treasurer of the Congregation. The Treasurer shall be the custodian of all funds of the Congregation; shall make disbursements as authorized by the Board of Trustees; shall report monthly to the Executive Council and to the Board of Trustees at each of its meetings; and shall present a detailed financial statement to the Congregation at all Annual Meetings consisting of at least operating expenditures (budgeted vs. actual), source of funds breakdown, and a full balance sheet including assets, liabilities and present financial condition. The Treasurer will be expected to follow acceptable accounting practice in rendering such reports. The Treasurer shall mail notices of delinquency and notify the Executive Council of the names of delinquent members; and shall receive, record and deposit all monies of the Congregation.

Section 5. Assistant Treasurer. The Assistant Treasurer shall assist the Treasurer in the discharge of his duties; shall act for the Treasurer in the case of his absence or disability, and shall perform such duties as may be assigned by the Treasurer or the Board of Trustees.

Section 6. Recording Secretary. It shall be the duty of the Recording Secretary to serve as Secretary of the Congregation, the Board of Trustees and the Executive Council; keep the minutes of those bodies; maintain and keep the By-Laws current and, from time to time, recommend to the Board of Trustees such changes, amendments, modifications or corrections to the By-Laws as may be appropriate; maintain and keep the corporate records of the Congregation; and perform such other duties as are incident to the office.

Section 7. [Intentionally Omitted].

Section 8. President-Elect. The President-Elect shall assist the President in the discharge of his duties, taking care to become familiar with each of the duties of the President, and shall perform such duties as may be assigned by the President. Upon request of the President, the President-Elect shall act for the President in case of his absence or disability in lieu of the Vice President(s). It is anticipated, but not required, that at the end of the President-Elect's one-year

term, the Nominating Committee will nominate the President-Elect to be the next President of the Congregation.

Section 9. Disbursement. Persons authorized to sign checks for the disbursement of Congregational funds shall be the President, the Treasurer, the Assistant Treasurer and the one member of the Board of Trustees appointed by the President and approved by two-thirds vote of the Board of Trustees.

Section 10. Vacancy. In event of a vacancy in any office, or Board of Trustees, the President may, with the approval of the Board of Trustees, appoint members to fill such vacancies until the next Annual or Special Meeting.

ARTICLE VIII

BOARD OF TRUSTEES

Section 1. Trustees. The Board of Trustees shall consist of the officers of the Congregation, the Chairpersons of the Ritual Committee, School Committee, Adult Education Committee, Youth Committee, Brotherhood, Reyim, Social Action Committee, Member Service Committee, Human Resources Committee, Jewish Communal Affairs Committee, Strategic Planning Committee, Leadership Committee, Communications Committee, Development Committee, Israel Connection Committee, the Sisterhood President, eight (8) members at-large elected by the Congregation, and any at large members elected as described in Article VII, Section 1 in lieu of a vacant officer's position. In addition, the Youth Community shall be entitled to one (1) non-voting seat on the Board of Trustees. All Trustees elected by the Congregation shall serve for a term of two years except that the immediate Past President shall serve a one-year term and the President-Elect shall serve a one-year term. If there are co-chairs of any of the Committees entitled to a seat on the Board of Trustees, or Co-Presidents of the Sisterhood, only one chairperson of each committee and only one of the Co-Presidents of the Sisterhood shall be counted towards a quorum and be entitled to vote at a meeting of the Board of Trustees.

Section 2. Election. Commencing at the 2002 Annual Meeting of the Congregation, four (4) Trustees at large shall be elected to two-year terms in even numbered years, and four (4) Trustees at large shall be elected to two-year terms in odd numbered years. All Trustees shall serve for the term specified or until their successors are elected.

Section 3. Duties. Except as otherwise provided herein, the Board of Trustees shall govern the affairs of the Congregation, shall control its revenues and properties, and shall take such action as, in its judgment, best promotes the welfare of the Congregation, including, without limitation executing the decisions made by the Congregation at Annual and Special Meetings. Without limiting the generality of the above, the Board of Trustees shall act on all matters of policy; approve the goals and objectives of the Congregation, its professional staff and its programs, and assesses their effectiveness; present a budget for the next fiscal year; and perform such other duties as the Congregation may prescribe. Between meetings of the Board of Trustees, the Executive Council shall have the power to act in place of the full Board of Trustees on all matters relating to the day-to-day administration of the affairs of the Congregation.

Section 4. Discretionary Expenditures. Without approval of the Congregation, the Board of Trustees may authorize and make additional expenditures in any one year, not exceeding for any one item 2 percent of such year's budget, and for all items in the aggregate not exceeding the greater of unbudgeted additional income or 5 percent of such year's budget.

Section 5. Borrowing. Without the approval of the Congregation, the Board of Trustees may borrow up to 20 percent of the last year's annual budget or one thousand dollars (\$1,000), whichever is the greater. Any such borrowing shall be authorized by affirmative vote of two-thirds of the Board of Trustees present and voting and shall be subject to the limitations on expenditures set forth in Article VIII, Section 4.

Section 6. Meetings. The Board of Trustees shall meet not less than six times per year (once before the High Holidays and once a month in November, January, March, April and May) and may meet at additional times upon the call of the President or by petition of 3 members of the Board of Trustees. All actions of the Board of Trustees shall be deemed to be adopted or approved if said action has received an affirmative vote of a majority of those present and voting at a meeting of the Board of Trustees, except as otherwise provided herein. Trustees may not vote by proxy.

Section 7. Notification. No notice need be given for regular meetings of the Board of Trustees. However, with respect to any special meeting of the Board of Trustees, notice shall be given to each Trustee at least 3 days prior to such meeting.

Section 8. Board Meetings. All Board of Trustees meetings are open to all members of the Congregation except when the Board elects to meet in executive session.

Section 9. Quorum. A majority of the Board of Trustees shall constitute a quorum.

Section 10. Absence. The office of a Trustee who is absent without excuse from 3 successive regular meetings of the Board of Trustees may be declared vacant by the Board.

Section 11. Professional Staff. The Board of Trustees shall have the authority, in consultation with the Rabbi, to engage professional staff and other employees and to fix their duties and compensation.

Section 12. Removal. The Congregation may remove any Trustee, with or without cause, by the affirmative vote of two-thirds of the members present and voting at an Annual or Special Meeting. At any such meeting, such Trustee shall have the opportunity to be heard.

Section 13. Resignation. Any Trustee may resign in writing addressed to the Board of Trustees.

ARTICLE VIIIA

EXECUTIVE COUNCIL

Section 1. Executive Council. The Executive Council shall consist of the officers of the Congregation, with the exception of the immediate Past President of the Congregation and the Assistant Treasurer.

Section 2. Duties. Subject to review by the Board of Trustees, the Executive Council shall oversee the day-to-day conduct of the Temple's business, ensure coordination of synagogue plans and programs, and advise and serve as a resource for the President and Board of Trustees. Between meetings of the Board of Trustees, the Executive Council shall have the power to act in place of the full Board of Trustees on all matters relating to the day-to-day administration of the affairs of the Congregation.

Section 3. Meetings. The Executive Council shall meet once a month and, in addition, may meet at the call of the President or by petition of 3 members of the Executive Council. All actions of the Executive Council shall be deemed to be adopted or approved if said action has received an affirmative vote of a majority of those present and voting at a meeting of the Executive Council, except as otherwise provided herein. Members of the Executive Council may not vote by proxy.

Section 4. Notification. No notice need be given for regular meetings of the Executive Council. However, with respect to any special meeting of the Executive Council, notice shall be given to each member of the Executive Council at least 3 days prior to such meeting.

Section 5. Executive Council Meetings. All Executive Council meetings are open to all members of the Congregation except when the Executive Council elects to meet in executive session.

Section 6. Quorum. A majority of the Executive Council shall constitute a quorum.

Section 7. Absence. The office of any member of the Executive Council who is absent without excuse from 3 successive regular meetings of the Executive Council may be declared vacant by the Board of Trustees.

ARTICLE IX

RABBI

Section 1. Election. The Rabbi shall be selected by a special Pulpit Committee appointed by the President at the direction of the Congregation. This committee shall recommend to the Board of Trustees a Rabbi to be elected. Upon approval of the Board of Trustees, this recommendation shall be presented to the Congregation at an Annual or Special Meeting, and affirmative vote by the majority of the members present and voting shall be required for the election of a Rabbi.

Section 2. Contract. The terms under which the Rabbi shall be elected shall be determined by the Board of Trustees subject to the approval of a majority of members present and voting at an Annual or Special Meeting.

Section 3. Duties. The Rabbi shall have the overall responsibility of implementing the spiritual aims and objectives of the Congregation. He shall enjoy the unqualified freedom of the Pulpit. At the same time, he shall seek the advice and guidance of the Board of Trustees or of any special committee(s) which may be set up for this purpose to determine the view of the Congregation and the most effective way of discharging his duties. The Rabbi shall have the right to attend all meetings of the Board of Trustees and the Congregation, except when requested for some special reason to absent himself. He shall be an ex-officio member of all committees, without the right to vote.

ARTICLE X

COMMITTEES

Section 1. Standing Committees. The following Standing Committees shall be appointed by the President at the first meeting of the Board of Trustees following the annual election. All actions voted by the Standing Committees will be subject to the approval of the Board of Trustees.

- a. Ritual Committee. This Committee shall have charge and direction of religious services of the Congregation subject to approval by the Board of Trustees and the Rabbi.
- b. Education Committee. The Full Education Committee shall supervise all educational activities of the Congregation and shall supervise the Director of Education and Family Educator. The Full Education Committee shall be comprised of three committees, each concerned with different educational activities:
 - (i) School Committee. This Committee shall supervise the religious school of the Congregation (Grades K-6), establish and implement policies regarding the administration of the school, establish curricula, work in conjunction with the Director of Education to ensure clear educational goals and educational excellence for the school, and provide support and supervision for the Director of Education.
 - (ii) Adult Education Committee. This Committee shall supervise Adult Education programs for the Congregation (not including those administered for parents by the Family Education Committee), and work with the Director of Education and the Rabbi to establish goals and programming for Adult Education for the Congregation.

- (iii) Family Education Committee. This Committee shall supervise the Family Education programs for the Congregation, establish and implement policies regarding the Family Education Program, work in conjunction with the Family Educator to ensure clear programmatic goals and excellence, and provide support and supervision for the Family Educator.
- c. Youth Committee. This Committee shall coordinate and supervise educational, social, cultural and recreational activities of the Temple's youth, establish and implement policies regarding the Temple's Youth Community (Grades 7-12), work in conjunction with the Youth Educator to ensure clear programmatic goals and excellence, and provide support and supervision for the Youth Educator.
- d. Reyim Committee. This Committee shall be responsible for bringing "empty nesters" together to build community and to engage in adult social, educational, and religious programming.
- e. Social Action Committee. This Committee shall be responsible for organizing programs to involve members of the Congregation in projects and programs relating to Tzedaka and Tikkun Olam at Shir Tikva as well as in the wider Jewish and secular community.
- f. Member Service Committee. This Committee shall be responsible for inspiring members and potential members to find a lifelong place for themselves within the Shir Tikva community, and ensuring that members get the most out of their membership and remain active in the Shir Tikva community.
- g. Human Resources Committee. This Committee shall be responsible for ensuring that the synagogue is fully and properly staffed and in compliance with applicable employment laws.
- h. Jewish Communal Affairs Committee. This Committee shall be responsible for ensuring that the Shir Tikva benefits from its UAHC membership and participates in other organizations and activities in the broader Jewish community.
- i. Strategic Planning Committee. This Committee shall be responsible for providing a perpetual forward thinking review of Shir Tikva's mission and vision, structure and organization, programs and activities.
- j. Leadership Committee. This Committee shall be responsible for identifying, training and supporting the development of new leaders within the Congregation.
- k. Communications Committee. This Committee shall be responsible for communicating the policies, objectives, news and programs of Shir Tikva.

- l. Development Committee. This Committee shall be responsible for establishing and implementing a culture of and commitment to giving by the members of the Congregation.
- m. Treasury Committee. This Committee shall assist the Treasurer with preparation of a detailed annual budget, and coordination, administration and oversight of the day-to-day finances and long term financial health of the Congregation. The Chairperson of this Committee shall be the Assistant Treasurer, and the Vice President of Finance/Treasurer shall be an ex officio member of this Committee.
- n. Nominating Committee. A Nominating Committee as hereinafter provided.
- o. Israel Connection Committee. This Committee shall be responsible for ensuring that Shir Tikva participates in activities and organizations fostering a greater connection with the state of Israel.

Section 2. [Intentionally Omitted].

Section 3. Ad Hoc Committee. The President, with approval of the Board of Trustees, shall appoint the chairman for such other ad hoc committees as he deems necessary.

Section 4. Committee Meetings. Committee Meetings shall be open to all members of the Congregation except when the committee elects to meet in executive session.

ARTICLE XI

NOMINATIONS

Section 1. Duties. The Nominating Committee shall make one nomination for each elected officer and Trustee whose position is to be filled at the next meeting of the Congregation.

Section 2. Composition. The Nominating Committee shall be composed of the Leadership Committee Chairperson or his/her designee, and four (4) members of the Board of Trustees appointed by the President.

Section 3. Additional Nominations. Additional nominations may be made from the floor at the time of the Annual or Special Meeting.

Section 4. Notification. Notice of nominations for any elected office will be mailed to all members of the Congregation before the election.

ARTICLE XII

AUXILIARY ORGANIZATIONS

The Congregation shall have such auxiliary organizations as shall, from time to time, be authorized and constituted by the Board of Trustees. No organization may use the name of the Congregation in its title or be in any other manner connected with the Congregation without the approval of the Board of Trustees. The activities of all auxiliary organizations of the Congregation shall always be conducted in such a manner as will advance the best interest of the Congregation. The Bylaws and other regulations of all auxiliary organizations shall be consistent with these Bylaws and policies of the Congregation and be subject to review by the Rules Committee. The Board of Trustees shall receive full reports, from time to time, of purposes and activities of such auxiliary organizations. The Board of Trustees shall establish such procedures as it deems necessary to maintain jurisdiction over and provide guidance for auxiliary organizations.

ARTICLE XIII

INSPECTION OF BOOKS AND RECORDS

Books, accounts, documents, Bylaws, records and reports of the Congregation, except records relating to dues, assessment and charges of any other member, shall be made available for inspection by any member at reasonable times upon request.

ARTICLE XIV

INDEMNIFICATION

Section 1. Officers and Trustees. Without limiting the generality of any indemnification provisions contained within the Articles of Incorporation, the Congregation shall indemnify, save and hold harmless each of its Trustees and officers against all liabilities and expenses (including reasonable attorney fees) of whatever kind and nature arising directly or indirectly by reason of such individual being a Trustee or officer, except with respect to any matter as to which he shall have been adjudicated not to have acted in good faith in the reasonable belief that his action was in the best interest of the Congregation.

Section 2. Bond. Before assuming office, all officers shall be covered by a blanket position fidelity bond, the cost of which shall be born by the Congregation.

Section 3. Insurance. The Congregation may purchase and maintain insurance on behalf of any person who holds or has held any position in the Congregation against any liability which may be incurred by him in any such position, or arising out of his status as an officer or Trustee of the Congregation, whether or not the Congregation would have the power to indemnify him against any such liability; or the Congregation may reimburse any such person of the reasonable and necessary costs of obtaining and maintaining such personal insurance.

ARTICLE XV

REAL ESTATE

Before any contract shall be entered into for the purchase, leasing, sale, or alienation of real estate by or for the Congregation, the Board of Trustees shall ascertain all of the relevant material facts and submit them to the Congregation at an Annual or Special Meeting to be called for that purpose. It shall require a vote of two-thirds of the members present and voting to authorize any purchase, lease, sale or alienation of real estate.

ARTICLE XVI**FISCAL YEAR**

The fiscal year shall be from July 1 to June 30 of such year.

ARTICLE XVII**AMENDMENTS**

Amendments to the Bylaws shall be in writing and shall be initiated by the Board of Trustees or by at least 25 percent of the members of the Congregation and shall be filed with the Secretary. Such amendments may be acted on at an Annual Meeting of the Congregation or any Special Meeting called for that purpose. Copies of the proposed amendments, with arguments for and against them, shall be mailed to each member along with a notice of the meeting at least 14 days prior thereto. An affirmative vote of two-thirds of the members present and voting shall be necessary to adopt any amendment.

ARTICLE XVIII**MISCELLANEOUS**

Section 1. Membership Actions. All actions voted on at an Annual or Special Meeting of the Congregation shall be deemed to be adopted or approved if said action has received an affirmative vote of the majority of the members present and voting at such meeting except where two-thirds affirmative vote is specifically required pursuant to the Bylaws.

Section 2. Construction. The use of the masculine form in these Bylaws shall be deemed to include the feminine as well.

Original adoption: September 12, 1978
10 Elul 5738

Amended:

- December 11, 1978
- May 26, 1981
- May 20, 1985
- May 19, 1986
- May 31, 1988
- May 28, 1992
- June 7, 1993
- June 5, 1995
- June 10, 1998
- June 5, 2002
- June 7, 2006
- June 5, 2008