

BETH EL JACOB SYNAGOGUE
BY LAWS
As Amended February - 2010

ARTICLE I – Name and Object

Section 1 – The name of this organization shall be Beth El Jacob Synagogue. This organization is a non-profit Iowa corporation, located at 954 Cummins Parkway, Des Moines, Iowa, and is affiliated with the Union of Orthodox Jewish Congregations of America.

Section 2 – The purposes of this congregation shall be:

- a. To foster and further the highest ideals of Orthodox Judaism.
- b. To maintain and develop the religious, spiritual, material, educational and social needs of the synagogue.

ARTICLE II – Memberships

Section 1 – Each Jewish adult or family, paying membership dues as assessed by the Board of Trustees, shall be a member of the synagogue. Family shall mean a husband and wife and unmarried children under the age of 21 living with them.

Section 2 – A member of the family shall be entitled to one vote at all meetings of the synagogue. A vote must be cast in person. Any family that has not paid membership assessment and special charges for the preceding year shall not be entitled to vote.

Section 3 – Members of other Jewish congregations in the Des Moines area may become associated with the synagogue by paying fees assessed by the Board of Trustees. Such associate members shall have the same rights and privileges as regular members, with the exceptions of the right to vote at synagogue meetings.

Section 4 – The Board of Trustees may designate an individual or a family unit as an “Honorary Member”. This classification would be exempt from paying dues and would enjoy all the privileges of a “Member” with the exception of serving on the Board of Trustees. The Board of Trustees of Beth El Jacob reserves the right to author guidelines as to service requirements and other stipulations to become an “Honorary Member”.

Section 5 – The Rabbi of the synagogue shall be a member of Beth El Jacob Synagogue congregation with all rights and privileges, except that he shall not be eligible to serve on the Board of Trustees. The wife of the Rabbi shall be a member of Beth El Jacob Synagogue with all the rights and privileges.

Section 6 – Membership rights include: Use of the synagogue facilities and/or Rabbi’s participation for such events as Bris, Pidyon HaBen, Bar Mitzvah, Bat Mitzvah, birthday celebration, wedding, anniversary or funeral. Eligibility for election to or continued service on Board of Trustees of the Synagogue. Attendance at High Holy Days services. Voting at annual or special meetings.

Section 7 – Dues shall be assessed and payable in advance on June 1 of each year. Any member failing to pay his or her dues within 12 months may, after investigation by a committee appointed by the Board of Trustees, be declared suspended and thereby forfeit all rights and privileges of membership until all dues in arrears are paid, or a satisfactory schedule of payments is set up, in which case he or she shall be reinstated. Notice of suspension shall be given to the member by the secretary of the synagogue by certified mail to the member’s residence as shown on the books of the congregation.

ARTICLE III – Meetings

Section 1 – The annual meeting of the members of this organization shall be held in the synagogue building in May at such time as may be agreed upon by the Board of Trustees.

Section 2 – Special meetings of the members of the congregation may be held at any time, whenever called by the President, or when called by the majority vote of the Board of Trustees.

Section 3 – Notice of each annual meeting of the members of the synagogue shall be given by mailing a copy of said notice to the last known address of each member of the congregation as shown by the books of the secretary at least fifteen (15) days before said meeting. Notice of each special meeting of the members of the synagogue shall be given by mailing a copy of said notice to the last known address of each member of the congregation, as shown by the books of the secretary at least (1) week before said meeting. Each notice of annual and special meeting shall indicate briefly the objects or objects thereof and also setting forth the time and place of said meeting. The depositing of said notices in the United States mail, properly addressed and postage prepaid, shall be sufficient compliance with this section and the certification of any officer designed to give such notice shall be sufficient proof thereof.

Section 4 – At any meeting of the members of this synagogue, a quorum shall consist of twenty (20) members entitled to vote at such meetings. If the number of members necessary to constitute a quorum shall fail to attend such meeting, the meeting shall be considered canceled.

Section 5 – At all meetings of members of the synagogue, the President shall preside or if absent, one of the Vice Presidents. In the absence of these officers, the Board of Trustees shall select one of its members to act as Chairman of the meeting.

Section 6 – The Secretary of the synagogue shall act as Secretary at all meetings of the members, but in the absence of the Secretary the presiding officer may appoint any person to act as Secretary of the meeting.

ARTICLE IV – Board of Trustees

Section 1 – The administration, government and management of all the business activities and property of the synagogue shall be vested in a Board of Trustees consisting of nine (9) elected members plus the immediate past president of the synagogue, the current President of Beth El Jacob Men's Club and the current President of Beth El Jacob Sisterhood, each of whom shall meet voting membership requirements.

Section 2 – Members of the Board will be elected to three (3) year terms, at least one third (1/3) to be elected each year. A board member may be elected to two (2) consecutive terms but will not be eligible to succeed himself or herself *except for the current president of the congregation*. That member will again be eligible after *one (1) year*.

Section 3 – A committee chairman need not be on the board, however, each committee must consist of at least one (1) board member.

Section 4 – Not later than April 1 of each year, the president shall appoint a nominating committee which shall recommend names of member to be submitted for election to the Board of Trustees at the Annual Meeting. A minimum of three (3) persons shall constitute this nominating committee. The report of the committee shall be filed in the synagogue office at least twenty (20) days prior to the date of the Annual meeting of the congregation. A report must also be filed with the President of the synagogue and the copies of the report shall be sent to each member along with the notice of the Annual Meeting and a copy of these by laws.

Supplementary nominations may be made by petition of at least ten (10) members delivered to the synagogue office no later than five (5) days prior to the Annual Meetings. After the eligibility of the new nominees has been ascertained, a ballot shall prepared listing the slate recommended by the Nomination Committee and supplementary nominees if any. The final vote will be held by the membership at the

Annual Meeting; there will be no nominations from the floor. The nominees receiving the most votes shall be elected. If there is a tie, a runoff ballot shall be taken to determine which of the tied nominees shall be selected.

Section 5 – Meetings of the Board of Trustees shall be held at such time and place as may be determined by the President or upon call of five (5) members of the Board of Trustees which shall be constituted a quorum. Such meeting must be by petition or letter to the President.

Section 6 – Notice shall be given of each meeting of the Board of Trustees and the time and place of each meeting, by mailing such notice to each of the Trustees to his or her last known address, properly addressed and postage prepaid, at least three (3) days before the meeting, or in lieu of such notice, by giving personal notice to each Trustee at least three (3) days before the meeting, except for special meeting. The three (3) day notice may be waived for emergency meeting, which may be called by phone at any time.

Section 7 – Five (5) members of the Board of Trustees shall constitute a quorum for the transaction of business. If at any meeting of the Board of Trustees there shall be less than a quorum present, the meeting shall be considered canceled.

Section 8 – At all meetings of the Board of Trustees, the President shall preside, or in his or her absence, one of the Vice Presidents. In the absence of these officers, the Board of Trustees shall appoint one of their members to preside at the meeting.

Section 9 – At all meetings of the Board of Trustees, business shall be transacted in such order as the Board of Trustees or the presiding officer may determine.

Section 10 – Vacancies on the Board of Trustees shall be filled by the President.

ARTICLE V – Officers

Section 1 – The officers of the synagogue shall be:

- a. President
- b. Two (2) Vice Presidents (One of which is the past president)
- c. Secretary
- d. Treasurer

Section 2 – The Officers listed in Section 1 of this Article shall constitute the Executive Board of Trustees.

ARTICLE VI – Duties of Officers

Section 1 – The President shall be the Chief Executive Officer of the synagogue as well as the President of the Board of Trustees and the Executive Board. He or she shall preside at all meetings of the members of the congregation or the Board of Trustees and the Executive Board. Subject to the control of the Board of Trustees and the Executive Board, he or she shall have general charge of the business of the synagogue and shall with the advice and approval of the Board of Trustees, appoint the Chairman of each committee, the members of each commission and the members of each standing and special committee. He or she shall keep the Board and Trustees and the Executive Board fully informed and shall freely consult with them concerning the affairs of the synagogue.

Section 2 – In the event of the absence or disability of the President, one of the Vice Presidents at the discretion of the Board of Trustees, shall assume the powers and duties of the President. The Vice President may have such other powers and perform such other duties as may be assigned to them by the Board of Trustees or by the President.

Section 3 – The Secretary shall keep the minutes of all meeting of the members of the synagogue and the minutes of all meetings of the Board of Trustees. When directed by the President, he or she shall also keep the minutes of all committee meetings, including the meetings of the Executive Board. In each of these instances, the minutes shall be kept in books provided for that purpose by the synagogue. He or she shall in general perform all the duties incident to the office of Secretary, subject to the control of the Board of Trustees or the President.

Section 4 – It shall be the duty of the Financial Secretary to cause the issuance of bills for dues, the collection of same and the keeping of a record thereof; to see that all money received is turned over to the Treasurer, and to keep all membership lists up to date.

Section 5 – The Treasurer shall have custody of all the funds and securities of the synagogue. When necessary or proper, he or she shall endorse on behalf of the synagogue for collection, checks, notes and other instruments and shall deposit same to the credit of the synagogue in such bank or banks as the Board of Trustees shall designate. Any two of the group consisting of the Officers of the synagogue shall sign all checks made by the synagogue and shall pay and dispose of the same. Together with the President or such other person as may be designated for the purpose by the Board of Trustees, the Treasurer shall sign all promissory notes of the synagogue. Annually, or whenever required by the Board of Trustees, the Treasurer shall render a statement of the accounts. He or she shall cause to be entered regularly in the books of the synagogue to be kept for the purpose, full and accurate accounts of all monies received and paid out on account of the synagogue. The books shall be open to inspection, at all reasonable times, by the President of the Shul or by such other person or persons as may be designated for the purpose by a two-thirds affirmative vote of the entire Board of Trustees. No member or other person may inspect or copy any corporate record other than as provided above.

Section 6 – The Honorary President is the immediate past President. He or she shall act as advisor to the President and perform such duties as may be assigned to him by the Board of Trustees or the President.

Section 7 – In the event of an office becomes vacant, the Executive Board shall elect a member of the Board of Trustees to serve out the unexpired term.

ARTICLE VII – Amendments

Section 1 – The Board of Trustees shall have the powers to amend, alter or repeal any or all of the by-laws of the synagogue, by affirmation vote of a majority of the Board of Trustees, provided that not less than five (5) days written notice of the proposed change in the by-laws is given in the call for the meeting.