

BY-LAWS OF CONGREGATION AGUDAT ACHIM
Leominster, Massachusetts
UPDATE: August 13, 2018 (art. XI, sec.3)
Approved June 5, 2005

ARTICLE I - NAME

The name of the Corporation is:
CONGREGATION AGUDAT ACHIM.

ARTICLE II - PURPOSE

The purpose of the Congregation Agudat Achim is to observe, practice, and teach the principles of Conservative Judaism.

ARTICLE III - MEMBERSHIP

Section 1. Any Jewish adult of good moral character, upon application in writing, may be elected to membership by a majority of the Board of Trustees (hereinafter called the "Board").

Section 2. The unit of membership shall be a dues paying adult, or a dues paying family. All adults shall have voting rights.

Section 3. At the direction of the Treasurer, all members will be asked to pledge their fair share of the dues needed for the operation of the congregation as outlined in the "Principles for Pledging" pamphlet. Membership shall not be denied in case of financial hardship.

Section 4. All members shall be entitled to all the privileges currently exercised by the members of the congregation, including the following:

- a. To attend all meetings of the congregation; to vote for the election of officers; and to discuss any matters which may lawfully come before any of its meetings.
- b. To worship with the congregation, to be counted in Minyanim, and to receive any Religious Honor, regardless of gender.
- c. To have the services of the Rabbi at customary religious ceremonies involving members of the congregation and their families.
- d. To have their children instructed in the Joseph C. Foster Religious School.

Section 5. The Board shall have the authority and power, after notice to the member, and after a hearing by the Board, to suspend any member for conduct deemed by the Board to be contrary to the best interests of the congregation. A two-thirds vote of the Board is necessary.

Section 6. Non-Jewish spouses or partners of members are welcome to participate with the following guidelines:

- a. Invited to all synagogue social, educational and communal functions and worship services.
- b. May serve as a voting member on synagogue committees with the exception of the Worship and Honors Committee.
- c. May not serve as an officer, Board member or committee chair.
- d. May attend but may not vote at general membership meetings.
- e. Ritual participation to be determined by the Rabbi.

ARTICLE IV - BOARD OF TRUSTEES

Section 1. Except as herein otherwise provided, the general management and control of the religious, the educational, and the fiscal policies of the congregation and the form of Worship shall vest in the Board.

Section 2. The Board of Trustees shall consist of: Five (5) Officers as defined in Article V; the President of the Men's Club and the President of the Sisterhood, and twelve (12) members elected, by the congregation at the annual meeting, to no more than two consecutive three year terms. The election of members shall be staggered so that no more than four (4) members shall be elected annually to a full three year term. It is expected that the elected members of the Board of Trustees shall chair or be an active member of at least one committee. It is expected that elected members of the Boards of Trustees make a good faith effort to attend all board meetings.

Section 3. No fundamental change shall be made in the religious service unless it is approved by the Board and accepted by the congregation by a majority vote of the members present and voting at an Annual or Special meeting.

Section 4. Upon leaving office, the president automatically becomes a member of the Board of Trustees for a period of three (3) years after leaving office.

Section 5. The Board shall meet monthly and at any time at the call of the President. A majority thereof shall constitute a quorum. (See Article IX Section.)

Section 6. The Treasurer shall present a financial report to the congregation at the annual meeting on behalf of the Board of Trustees.

Section 7. The Board of Trustees shall approve the annual budget prior to the start of the fiscal year.

ARTICLE V – OFFICERS

Section 1. The officers of this congregation shall consist of a President, a First Vice-President, a 2nd Vice President, a Treasurer, and a Secretary. They shall be elected at the annual meeting of the congregation and shall be members of the Board.

- a). The President shall:
 - 1. Call and preside over all meetings of the Board and the congregation.
 - 2. Be authorized to sign all contracts, deeds, mortgages, notes and other obligations for and on behalf of the congregation, the execution of which has been approved by the Board or by the general membership.
 - 3. Be a member ex-officio of all standing and select committees.

- b). The First Vice-President shall:
 - 1. Assume all duties of the President in the absence or disability of the President
 - 2. Oversee the activities of the following committees:
 - Fund-raising Worship
 - Financial Programming

- c). The 2nd Vice-President shall:
 - 1. Oversee the activities of the following committees:
 - Education Outreach Acts of Loving Kindness
 - House Youth

- d). The Treasurer shall:
 - 1. Oversee the pledging of dues by the members and the collection of those dues.
 - 2. Have custody of the funds of the congregation subject to the control of the Board.
 - 3. Report to the Board and the Finance Committee at regular intervals on the financial condition of the congregation.
 - 4. Be authorized to sign checks or other instruments of payment for the congregation.
 - 5. Shall present a proposed budget to the Board prior to the start of the fiscal year.

- e). The Secretary shall:
 - 1. Keep a record of the proceedings of the congregation, of the Board of Trustees and the Executive Committee.
 - 2. Prepare and issue notice of all meetings.

Section 2. Each Officer, upon the election of a successor shall deliver to said successor all money, property, books, records, and documents etc. pertaining to that office.

Section 3. Should there be a contest in the election of any office, the person receiving the highest number of votes shall be declared elected.

Section 4. The Board of Trustees may declare an office vacant due to the disability of the officer, or failure to perform his or her duties. A two-thirds majority of those present is required.

Section 5. The Board, by majority vote, may fill a vacant position pending election to the office at the next Annual Meeting.

ARTICLE VI – EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall be composed of the elected officers of the congregation and the immediate past president. They shall meet once a month and at any time at the call of the President.

Section 2. They shall review the policies and activities of the congregation and, where necessary, present any proposed changes to the Board of Trustees for their approval.

Section 3. The Executive Committee may when necessary, act on behalf of the Board between meetings of the Board.

Section 4. They shall negotiate contracts for the congregation and handle confidential issues.

ARTICLE VII - COMMITTEES

Section 1. After election the President shall, prior to August 1, appoint the following standing committees.

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| a. Education | g. Worship |
| b. Finance | h. Youth |
| c. House | i. Programming |
| d. Honors | j. Fund-raising |
| e. Outreach | k. Acts of Loving Kindness |
| f. Nominating | |

The President shall appoint a chairperson for each committee. The President, with the advice of the chairperson, shall appoint the members of each committee. A list of chairpersons and members will then be published and distributed to the congregation.

The President may, with the approval of the Board, create other select or ad-hoc committees as may be deemed necessary, and appoint the leader thereof.

The chairperson of each committee shall submit copies of their committee minutes to the Board before the monthly Board meeting.

Section 2. The composition and the primary functions of the standing committees are as follows:

- a). The EDUCATION COMMITTEE – This committee shall be composed of a minimum of five (5) members, the Principal of the Joseph C. Foster Religious School and the Rabbi. They will direct and approve the activities of the school.

- b). The FINANCE COMMITTEE - This committee shall be composed of a minimum of three (3) members and shall be chaired by the First Vice President. They shall review and approve the activities of the Treasurer, and the financial activities of the congregation.
- c). The HOUSE COMMITTEE – This committee shall be composed of a minimum of five (5) members and shall supervise the routine maintenance and upkeep, capital improvements, safety and security, and rules and regulations pertaining to the use of all the buildings and land owned by the congregation.
- d). The HONORS COMMITTEE – This committee shall be composed of five (5) members and shall include a past President and the chair of the Worship Committee. The committee shall be responsible for assigning all honors and ushers for the High Holy Days.
- e). The OUTREACH COMMITTEE – This committee shall be composed of a minimum of three (3) members and shall be responsible for community relations and gaining new members for the congregation.
- f). The NOMINATING COMMITTEE – This committee shall be composed of three (3) past Presidents, including the immediate past president. The chairperson shall be the immediate past President. The committee shall nominate the officers and members of the Board of Trustees for election by the congregation.
- g). The WORSHIP COMMITTEE – This committee shall be composed of a minimum of five (5) members. The committee with the advice of the Rabbi shall be responsible for enriching the spiritual life and religious ritual of the synagogue.
- h). The YOUTH COMMITTEE – This committee shall be composed of a minimum of five (5) members including the President of USY. This committee will advise and support the youth in our congregation to promote their involvement in religious, social and community service activities.
- i). The PROGRAMMING COMMITTEE – This committee shall be composed of a minimum of five (5) members and shall arrange programs for the congregation for continuing education and social activities including, but not limited to, adult education, speakers, films and special events. They will also coordinate the activities calendar for the congregation.
- j). The FUND-RAISING COMMITTEE - This committee shall be composed of a minimum of eight (8) members and shall be responsible for all fund-raising activities for the congregation.
- k). The ACTS OF LOVING KINDNESS COMMITTEE – The committee shall be composed of a minimum of five (5) members and shall be responsible for activities that promote the well-being of the members of the congregation such as, but not limited to, providing transportation when needed and advocating for their needs.

ARTICLE VIII – ENDOWMENT FUND

Section 1. The Board of Trustees shall establish a Board of Managers to direct the activities of the Congregation Agudat Achim Leominster Endowment Fund.

Section 2. The Board of Managers shall consist of at least (five) 5 members elected by the Board of Trustees.

Section 3. Each member of the Board of Managers shall be elected for a (five) 5 year term. The election of members shall be staggered so that one member is elected each year. Members of the Board of Managers shall not be members of the Board of Trustees.

Section 4. The Board of Managers shall prepare a written report and discuss it with the Board of Trustees at least twice a year.

ARTICLE IX – MEETINGS

Section 1. The annual meeting of the congregation shall be held at the Synagogue on or before July 1. Written reports shall be submitted by the Rabbi, President, Treasurer, and by all Committee chairs. The officers and Board members to be elected under the provisions of these by-laws shall be elected at the annual meeting.

Section 2.

a). A special meeting of the congregation shall be called by the President whenever twelve (12) members file a written request with the Secretary stating therein the purpose of the proposed meeting.

b). A special meeting of the Board shall be called by the President whenever five (5) members of the Board file a written request with the Secretary stating therein the purpose of the proposed meeting.

Section 3. Notices of annual or special meetings of the congregation shall be given by the Secretary by mailing a notice thereof to each membership unit of the congregation at least seven days prior to the date of the meeting. Notices of regular or special meetings of the Board shall be given by the Secretary by a written notice thereof to members of the Board at least seven days prior to the date of the meeting. Notices of special meetings of the congregation or of the Board shall contain a brief statement of the business to be transacted and no business other than that so designated in the notice or incident thereto shall be transacted at any such special meeting.

Section 4. Twenty percent of the individual members of the congregation shall constitute a quorum at any meeting of the congregation.

Section 5. These By-Laws may be amended by the majority of the members present and voting at a meeting of the congregation called for such a purpose. Proposed amendments shall first be presented to the Board for consideration. A copy of the proposed amendment(s) and the recommendation of the Board thereon shall be included in the call for the meeting at which the amendment(s) is (are) to be acted upon.

ARTICLE X - THE RABBI

Section 1. The Rabbi is the spiritual leader of the congregation and shall perform all functions pertaining thereto as outlined in the Rabbi's contract with the congregation.

ARTICLE XI - MISCELLANEOUS

Section 1. The Congregation may for meritorious service elect a member to hold the office of "Trustee-for-Life" and other offices as named, with all the privileges of a member of the Board, except such member shall constitute part of a quorum only when present at a regular or special Board meeting.

Section 2. When there occurs a difference of opinion relative to procedure not otherwise provided for, the Board and the congregation shall at their meetings be governed by the rules set forth in Robert's Rules of Parliamentary Practice.

Section 3. The Board, at a regular or special meeting, shall have the authority by a 2/3 vote of those who are present to temporarily amend, alter, or suspend provisions of the bylaws to facilitate the effective and proper governing of the Synagogue in accordance to its by-laws. These changes will be in place until the next annual meeting in which the board or by-law committee can propose a permanent solution. This includes, but is not limited to, normalizing appointments and elections which might otherwise be deemed improper on account of the eligibility of the candidate, the number of members on the relevant committee or board, or other explicit or implicit provisions of the bylaws. Individuals whose appointment or election has been so normalized shall have the same authority as anyone duly elected or appointed to their position.