

BY LAWS OF THE JEWISH CONGREGATION ANSHE SHOLOM OF HAMILTON

As amended on June 20, 2019 at a special general meeting of the Congregation.

Part 1 – Name

1.1 The name of the Congregation shall be “Jewish Congregation Anshe Sholom of Hamilton,” generally known as “Temple Anshe Sholom”.

Part 2 – Seal

2.1 The seal of the Congregation shall have inscribed thereon the following words: “Jewish Congregation Anshe Sholom of Hamilton”.

Part 3 – Purposes and Objectives

3.1 The purpose of the Congregation shall be to worship God in accordance with the faith of Judaism; to cultivate a love and understanding of the Jewish heritage; to encourage fellowship in the Jewish community and to strengthen the bonds of unity with the Jewish people everywhere; to bring near the rule of God on earth through an emphasis of the principles of righteousness and understanding in society at large; and to advance the cause of Reform Judaism throughout the world.

Part 4 – Ritual

4.1 The Congregation shall be a Reform Congregation and its practices of Judaism shall follow the interpretation of the Central Conference of American Rabbis and the Union for Reform Judaism unless otherwise determined from time to time by a seventy-five (75) percent affirmative vote of the members of the Congregation present and voting at a meeting of the Congregation duly called for such purpose on at least fifteen (15) days notice in writing.

Part 5 – Membership

5.1 Any person of the Jewish faith who is eighteen (18) years of age or older is eligible to become a member of the Congregation in one of three categories of membership unit: individual, couple or family.

5.2 An application for membership shall be in writing on a form approved by the Board.

5.3 An Application for membership shall be submitted to the Board and voted upon by the Board.

5.4 A favourable majority vote of persons present and entitled to vote at a Board meeting shall be sufficient to elect a new member.

5.5 An individual membership is a person who joins as one (1) adult and shall be entitled to all the privileges of membership in section "Entitlement of Member" excluding (c), and in the case of (a) the entitlement is only for themselves.

5.6 A couple membership includes two (2) adults who are married, in a same sex committed relationship or an opposite sex committed relationship.

- i) Each individual within a couple relationship who is of the Jewish faith is entitled to all the privileges of membership in section "Entitlement of Member".
- ii) Any individual within a couple membership who is not of the Jewish Faith, is welcome as an "Affiliate" of the Congregation with such privileges and limitations as set out in the policy adopted by the Congregation in September 1999 and entitled "Defining the Role of the non-Jew at Temple Anshe Sholom". A copy of the said policy is appended as Appendix B: to these By Laws.

5.7 A family includes one (1) or two (2) adults and all dependant children and/or dependant Jewish parents. If two (2) adults are included in the membership unit, they must be married, in a same sex committed relationship or an opposite sex committed relationship.

- i) Each adult within a family membership who is of the Jewish Faith shall be entitled to the privileges of membership in section "Entitlement of Membership".
- ii) Any adult within a family membership who is not of the Jewish faith is welcome as an "Affiliate" of the Congregation with such privileges and limitations as set out in the policy adopted by the Congregation in September 1999 and entitled "Defining the Role of the non-Jew at Temple Anshe Sholom". A copy of the said policy is appended as Appendix "B: to these By Laws.
- iii) A child in a family membership unit in good standing, who is not self supporting, may attend all services of the Congregation, without paying dues or other assessments, and shall be accorded such privileges as the Board may determine, but does not have entitlement to stand for election to the Board, nor to participate or vote at meetings of the Congregation, nor be counted as a member for the purpose of a quorum of a meeting of the Congregation.
- iv) When a child of a member in good standing marries, the child shall, for a period of one (1) year from the date of the marriage, be a member in good standing and shall have no obligation to pay dues of other assessments for that period of one (1) year.

5.8 A member in good standing is one whose dues are not in arrears as defined in section 6.

5.9 A member in good standing is entitled:

- i) to a seat in the Temple at all religious services for the member, the member's spouse and any child of the member who is not self supporting, subject however to such fees and assessments as may from time to time be fixed by the Board of Trustees;
- ii) to stand for election to the Board of Trustees;
- iii) to have any child of the member attend the Religious School of the Temple, upon payment of the required tuition fees and in accordance with school policy;
- iv) to attend, participate and vote at all meetings of the Congregation and shall be counted as a member for the purposes of a quorum of the Congregation;
- v) to use the Temple building for religious services and related social functions, subject to such fees and assessment as may be fixed by the Board of Trustees; and
- vi) to internment of the member and the immediate family of the member, as defined in section 13(2) of the By Laws of the Anshe Sholom Cemetery of the Congregation, subject to such terms and conditions as may, from time to time be contained in the by-laws.

5.10 The Board of Trustees may establish special membership classifications with such provisions as the Board of Trustees shall consider advisable.

5.11 Members are bound by the Act of Incorporation and the By-Laws of the Congregation and any amendments thereto.

Part 6 – Dues

6.1 Each membership unit shall support the Congregation through the payment of dues, assessments and other fees as may be determined by the Board of Trustees from time to time.

6.2 Dues shall be assessed yearly in advance and shall be based on the calendar year January 1 to December 31.

6.3 Dues shall be payable not later than the end of the year of assessment and may be paid on an instalment basis by arrangement with the Dues Committee.

6.4 At the end of the year of assessment, unpaid dues shall be recorded as dues that are in arrears.

6.5 Any membership unit whose dues are in arrears for eight (8) months and not more than twelve (12) months shall be a member "not in good standing" and shall forfeit all rights and privileges as a member of the Congregation.

- 6.6 If a membership unit's dues are in arrears for one (1) full calendar year, the person's name shall be stricken from the roll of members. Provided that the Dues Committee and the Board of Trustees shall have the right to reinstate the member upon such terms as may be considered advisable.
- 6.7 A membership unit "Not in good standing" shall be mailed a copy of this section, together with the September Dues statement.
- 6.8 When a membership unit's dues are in arrears, the Dues Committee may, at the request of the member, agree to forgive the whole or any part of the unpaid dues, and may agree with the member the method of payment of any dues that remain outstanding.
- 6.9 When an agreement is reached with the Dues Committee the provisions of paragraphs 6.7 and 6.8 shall apply subject to the terms of the agreement.

Part 7 - Board of Trustees

- 7.1 The entire Board of Trustees shall consist of a president or two (2) co-presidents, two (2) vice presidents, treasurer, secretary, and four (4) members at large.
- 7.2 The Board of Trustees shall consist of either nine (9) or ten (10) members.
- 7.3 No person is eligible to be nominated at the Annual General Meeting to serve on the Board of Trustees unless:
- i) They are of the Jewish faith;
 - ii) They are a member in good standing;
 - iii) They are present at the Annual General Meeting to accept the nomination or has consented in writing to accept the nomination.
- 7.4 The term of office shall be two (2) years.
- 7.5 No trustee shall serve as trustee in any one position for more than four (4) consecutive years.
- 7.6 The slate for the Board of Trustees shall be presented at the Annual General Meeting for election.
- 7.7 Trustees shall assume their duties upon their election.
- 7.8 In the event of a vacancy, the President may appoint a member of the Congregation to fill the unexpired term, subject to the approval of the Board of Trustees.

7.9 The Board of Trustees may exercise all the powers of the Congregation as are not by the by-laws required to be exercised by the members in annual, special or emergency meetings.

7.10 The powers and duties of the Board of Trustees shall include the following:

- i) To manage and control the affairs of the Congregation;
- ii) To recommend at an annual or special meeting of the Congregation a person for selection as Rabbi;
- iii) To recommend at an annual or special meeting of the Congregation a person for election as Associate Rabbi or Assistant Rabbi;
- iv) To engage professional staff and other employees, fix their duties and compensation and cause them to be evaluated as necessary from time to time;
- v) Delegate to such person or persons as the Board may from time to time determine, authority to engage such non-professional employees as the Board may consider appropriate;
- vi) Engage consultants or other persons to provide such services as the board may consider appropriate;
- vii) Convene meetings of the Congregation wherever it may be considered necessary;
- viii) Determine the dues, assessments and other fees payable by members of the Congregation;
- ix) To supervise matters of personnel, including the negotiation of contracts with Temple professionals and the negotiation of salaries for office staff;
- x) To respond in emergency situations;
- xi) To monitor and evaluate committee chairs; and
- xii) Such other functions as may be assumed by the Trustees of the Congregation.

7.11 Where professional staffs, non-professional employees, consultants or other persons are engaged under the provisions of the by-laws, their duties and conditions of employment shall be contained in a written contract.

7.12 Except as otherwise provided in these by-laws, the Board of Trustees may meet for the transaction of business, adjourn and otherwise regulate its meetings as it sees fit.

- 7.13 The President or Co-Presidents of the Congregation shall chair the Board of Trustees.
- 7.14 The meetings shall be open to all members of the Congregation in good standing who may attend as non-voting and non-participating members.
- 7.15 Scheduled meetings for the year shall be published no later than 10 days after the first Board of Trustees meeting of the year.
- 7.16 The Board of Trustees shall have the power to invite such persons as the Board of Trustees considers appropriate to attend meetings of the Board of Trustees, including chairpersons of constituent organizations, chairpersons of Working Groups of the Congregation and professional staff.
- 7.17 Invited persons shall not have the right to vote.
- 7.18 A quorum shall constitute 5.
- 7.19 When in the opinion of the Board of Trustees an item for discussion raises a sensitive or confidential matter the Board of Trustees may enter Executive session for the duration of the discussions. Except with permission of the Board of Trustees, only Board of Trustees members may attend a meeting during an Executive session.
- 7.20 The Board of Trustees shall meet at least nine (9) times a year, with the date to be determined by the President or Co-Presidents in consultation with the Board of Trustees. There shall be no meeting during the month of July, unless the President or Co-Presidents consider it advisable to hold a meeting.
- 7.21 The Board of Trustees shall meet with the Chairs of the Working Groups two (2) times per year.
- 7.22 The President or the President's delegated representative on the Board of Trustees may at any time summon a meeting of the Board of Trustees.
- 7.23 Notwithstanding any other provision in these by-laws, an emergency meeting of the Board may be convened by the President or Co-Presidents or other authorized executive Board member on not less than twenty-four (24) hours' notice.
- 7.24 Any meeting of the Congregation may, on at least fifteen (15) days notice, by a two-thirds vote of the members present and voting at such meeting, revoke or cancel, in whole or part any resolution passed by the Board. The intention of this provision is that ultimate authority in all matters pertaining to the Congregation is vested in the Congregation.

- 7.25 Notice of any meeting shall be made by mail, email, on the website, on the weekly email news blast, the Temple Bulletin or such other method as may be in use from time to time.
- 7.26 All votes of the Board of Trustees shall be carried by a decision of the majority of those in attendance at the applicable Board Meeting.
- 7.27 The Trustees of the Board are ultimately responsible to the Congregation.
- 7.28 The President or Co-Presidents shall preside at all meetings of the Congregation and of the Board of Trustees and shall fulfill the duties of the President in keeping with the position of senior officer of the Congregation.
- 7.29 The First Vice President shall:
- i) Perform such duties as the President or Co-Presidents may assign; and
 - ii) In the absence of the President or Co-Presidents, fulfill the duties of the President; and
 - iii) Serve as Vice President Income Generation.
- 7.28 The Second Vice President shall:
- i) Perform such duties as the President or Co-Presidents may assign;
 - ii) In the absence of the First Vice President, fulfill the duties of the First Vice President;
 - iii) Serve as Vice President in charge of succession planning with emphasis on engaging and nurturing the younger generation.
- 7.29 The Treasurer shall perform the duties as assigned by the President or Co-Presidents to include:
- i) Oversee the issuing of receipts for all money received by the Congregation;
 - ii) Oversee the deposit of all money received by the Congregation;
 - iii) Oversee the payment of all accounts of the Congregation;
 - iv) Serve as Chair of the Budget and Finance Working Group;
 - v) Serve as Chair of the Endowment Fund, Administrative and Investment Committee;

- vi) Monitor the expenditures of the various Working Groups to ensure that the expenditures are within the constraints of the Working Group's budgets, discuss financial problems with chairs of the Working Groups and report unresolved difficulties promptly to the Board of Trustees;
 - vii) Maintain a current account of all receipts and disbursements and present a written report of the state of the finances of the Congregation at every regular meeting of the Board of Trustees; and
 - viii) Perform such other duties as the office may require.
- 7.30 Office staff that assist the Treasurer in the performance of the Treasurer's duties shall be supervised by the Treasurer.
- 7.31 At the expiration of the Treasurer's term, the Treasurer shall deliver to the successor all documents and records in his or her possession relating to the office of Treasurer.
- 7.32 The Secretary shall perform the duties assigned by the President to include:
- i) Call meetings of the Board of Trustees and the Congregation whenever directed to do so and in accordance with the by-laws;
 - ii) Attend meetings of the Board of Trustees and of the Congregation, read Minutes, reports and communications and keep accurate minutes of the proceedings of the meetings;
 - iii) Present all records and correspondence to the Board of Trustees when requested to do so; and
 - iv) Hold minutes of Working Groups and make minutes available to the congregation; and
 - v) Perform such other duties as the office may require.
- 7.33 Office staff that assists the Secretary in the performance of the Secretary's duties shall be supervised by the Secretary.
- 7.34 At the expiration of the Secretary's term, the Secretary shall deliver to the successor all documents and records in his or her possession relating to the office of Secretary.
- 7.35 Each Member at Large on the Board of Trustees may be given a portfolio of interest to the congregation.

Part 8– Nominating Committee

- 8.1 At least three (3) months before an annual meeting of the congregation, the Board of Trustees, upon the recommendation of the Vice President Succession Planning, shall appoint a nominating committee.
- 8.2 The Vice President Succession Planning from the Board of Trustees shall serve as chair of the Nominating Committee.
- 8.3 In addition to the Chair the committee shall consist of five (5) members.
- 8.4 The Committee shall prepare a slate of prospective Board Trustees and Working Group Chairs to be presented to the Annual Meeting. The Congregation is to be notified no less than two (2) months before the AGM.
- 8.5 Nominating Committee will advertise by mail, social media, website, and electronic email all Board of Trustees and Working Group Chair positions
- 8.6 The Nominating Committee shall confirm eligibility, interview prospective candidates and present a recommended slate to the Board of Trustees for approval no later than thirty (30) days before the AGM.
- i) The Board of Trustees will circulate the slate with the AGM notice of meeting.
 - ii) Any member in good standing may stand for election at the Annual General Meeting. Nomination papers must be filed no later than one (1) week before the Annual General Meeting.
 - iii) All candidates will have the opportunity to share a biography and information message with the Congregation prior to the AGM.

Part 9—Working Groups of the Board of Trustees

- 9.1 There shall be Working Groups of the Board, and the Board of Trustees shall, from time to time, determine the creation or elimination of Working Groups.
- 9.2 Chairs of every Working Group shall be elected by the congregation at the Annual General Meeting.
- 9.3 No person is eligible to be nominated at the Annual General Meeting to serve as Chair of a Working Group unless:
- i) They are a member in good standing;

- ii) They are present at the Annual General Meeting to accept the nomination or has consented in writing to accept the nomination.

9.4 The members of every Working Group shall be appointed by the Board of Trustees upon the recommendation of the Vice President Succession Planning and the Chair of that Working Group at the first meeting of the Board, following the Annual General Meeting of the Congregation. Affiliates of the Congregation may only be appointed to those Working Groups of the Board of Trustees as specified by the Policy Statement appended in Appendix B hereto or by any other Temple policies in effect. As new Working Groups are formed, the Board will refer to the extant document of By-Laws re: The Role of the Non-Jew.

9.5 Each Working Group Chair shall be responsible for the following:

- i) Recruiting Working Group Members.
- ii) Submitting an annual work plan and budget to the Board of Trustees for approval within 60 days of the AGM.
- iii) Producing and Distributing meeting minutes to the Secretary of the Board of Trustees in a timely manner.
- iv) Setting and sharing a regular meeting schedule of the Working Group with the Secretary of the Board of Trustees.
- v) Reporting two (2) time per year to the Board of Trustees and more often as decisions needing Board of Trustees approval arise.
- vi) Attending quarterly meetings of Working Group Chairs and the Board
- vii) Liaising with other Working Group Chairs as needed

9.6 Every Working Group shall report to and be responsible to the Board.

9.7 Professional staff may attend a Working Group meeting, except when requested not to do so, but shall have no right to vote.

9.8 Working group chairs shall meet with the Board of Trustees quarterly to Report on activities and determine policy.

Part 10- Task Forces

10.1 Special Task Forces may be appointed from time to time by the Board of Trustees. These Task Forces will exist for a limited amount of time and be project based.

Part 11- Meetings of the Congregation

- 11.1 The Annual General Meeting of the Congregation shall be held every year on such date as may be determined by the Board of Trustees.
- 11.2 At the Annual Meeting the election of Trustees and Working Group chairs shall take place, and reports of the President, Treasurer and Rabbi shall be received.
- 11.3 The President shall appoint three people to count the votes and announce the results of the election.
- 11.4 Election shall be by closed ballot.
- 11.5 Election Process:
 - i) When more than one candidate is nominated for office, the candidate receiving a majority of the votes shall be elected.
 - ii) If more than two candidates are nominated for an office, the candidate receiving a majority of the vote shall be elected.
 - iii) If no candidate receives a majority of the votes, a runoff election shall immediately be held between the two candidates receiving the greatest number of votes.
- 11.6 The Secretary shall record the results of the election in the minutes of the Annual General Membership Meeting.
- 11.7 The agenda of the balance of the meeting shall be determined by the President.
- 11.8 The President, Co-Presidents or the Secretary shall call a Special Meeting of the Congregation when required to do so by motion duly passed by the Board of Trustees.
- 11.9 If the President, Co-Presidents or the Secretary does not call a special meeting within ten (10) days after receiving the motion, the special meeting may be called by the Board of Trustees.
- 11.10 A Special Meeting shall be called by written notice, which shall contain the reason for convening the meeting.
- 11.11 The President, Co-Presidents or Secretary shall call a Special Meeting when required to do so by written request signed by at least ten (10) members in good standing of the Congregation.

- 11.12 If the President, Co-Presidents or Secretary does not call a Special Meeting within ten (10) days after receiving written request, the special meeting may be called by members in good standing who signed the request.
- 11.13 The Special Meeting shall be called by written notice.
- 11.14 The notice shall designate the names of the members in good standing who are convening the meeting and the reason for convening the Special Meeting shall be given in the notice.
- 11.15 Twenty-five (25) members shall constitute a quorum of any meeting of the Congregation.
- 11.16 Notice of any meeting of the Congregation shall be mailed or emailed at Hamilton to every membership unit of the Congregation.
- 11.17 Notices shall be mailed or emailed to the last known address of the membership unit of the Congregation as they appear in the records of the Congregation.
- 11.18 All meetings of the Congregation shall be convened on not less than fifteen (15) days' notice.
- 11.19 The day of mailing or emailing the notice may constitute the first day of the notice, and the day of the meeting may constitute the last day of the notice.
- 11.20 Not more than thirty (30) days notice shall be given for any meeting.
- 11.21 In the event of a disruption in postal service, notice shall be communicated to members in such manner as the Board may determine.
- 11.22 Where a majority of the elected trustees of the Congregation are available at the time in question agree that an emergency exists, an emergency meeting may be convened in such manner and on such notice and as the exigencies may dictate.

Part 12 Working Groups of the Congregation

- 12.1 There may be Working Groups and Task Forces supplemental to the Working Groups and Task Forces of the Congregation created by the Board of Trustees as the Congregation shall from time-to-time determine.

Part 13 – Signing Powers

- 13.1 All cheques must be signed by any two (2) of the following signing officers: The President or Co-Presidents, the First Vice President, the Second Vice President, the Treasurer and the Secretary.
- 13.2 The Treasurer when available shall be one of the signing officers.
- 13.3 The President or Co-Presidents and the Secretary shall have the power, on behalf of the Congregation, to execute deeds, mortgages, contracts or other agreements or documents, for and on behalf of the Congregation.
- 13.4 In these by-laws, the power so conferred by this provision is referred to as the “signing power”.
- 13.5 In the absence of the President or Co-Presidents, the signing power may be exercised by either the First Vice-President or Secretary or by the Second Vice-President and Secretary.
- 13.6 The signing power may also be exercised by any other person or persons as may be authorized by the Board of Trustees from time to time.

Part 14- Rabbis

- 14.1 The Rabbi, on the recommendation of the Board of Trustees, shall be elected at an Annual or Special meeting of the Congregation.
- 14.2 Subject to the provisions of these by-laws, the terms and conditions of the employment of the Rabbi shall be set forth in a written contract approved by the Congregation on the recommendation of the Board of Trustees.
- 14.3 The Congregation shall abide, in its selection of a Rabbi, by the rules and regulations of the Rabbinical Placement Commission of the Union for Reform Judaism, the Central Conference of American Rabbis, and the Hebrew Union College-Jewish Institute of Religion.
- 14.4 The election of the Rabbi shall require a majority vote of the members in good standing, present and voting at the meeting.
- 14.5 The first election of the Rabbi shall be for a period not exceeding three (3) years.
- 14.6 Subsequent elections shall be for such term and on such conditions, as may be recommended by the Board of Trustees.

- 14.7 The Congregation shall be guided in reference to the Rabbi's tenure, retirement, or termination of service, and Rabbi-Congregation relationship, by the procedures, recommended by the Central Conference of American Rabbis and the Union for Reform Judaism.
- 14.8 The Rabbi shall perform all such duties as are incumbent on a Rabbi occupying the pulpit in a Jewish Reform Temple or Synagogue.
- 14.9 An Associate Rabbi, on the recommendation of the Board, shall be elected at an annual or special meeting of the Congregation.
- 14.10 The election of an Associate Rabbi shall require a majority vote of the members in good standing, present and voting at such meeting.
- 14.11 The terms and conditions of employment of the Associate Rabbi shall be set forth in a written contract approved by the Congregation on the recommendation of the Board of Trustees.
- 14.12 The duties of an Associate Rabbi shall be defined by the board and approved by the Rabbi.
- 14.13 An Assistant Rabbi, on the recommendation of the Board of Trustees, and with the prior consent of the Rabbi, shall be elected at an annual or special meeting of the Congregation.
- 14.14 The election of the Assistant Rabbi shall require a majority vote of the members in good standing, present and voting at the meeting.
- 14.15 The terms and conditions of employment of the Assistant Rabbi shall be set forth in a written contract approved by the Congregation on the recommendation of the Board of Trustees.
- 14.16 The duties of an Assistant Rabbi shall be defined by the Rabbi.
- 14.17 Upon the Rabbi's retirement, the Board of Trustees shall have the right to designate the Rabbi as Rabbi Emeritus, on such terms and conditions as may be arranged with the Rabbi.
- 14.18 The Rabbis of the Congregation shall have the right to attend all meetings of the Congregation and the Board of Trustees, except when requested not to do so.
- 14.19 The Rabbis of the Congregation shall be ex officio members of all committees.

Part 15- Cemetery

15.1 The by-laws of Anshe Sholom Cemetery as reproduced in the Appendix form part of these by-laws.

Part 16 – By-Law Amendments

16.1 The by-laws of the Congregation shall not be altered or amended or revised except by a two-thirds majority vote of the members of the Congregation, in good standing, present and voting at an annual or special meeting.

16.2 A copy of the by-laws and of the proposed amendments shall be inserted in the notice calling the meeting.

Part 17 – Auditors

17.1 The books of the Congregation shall be audited annually by an auditor or auditors appointed by the Congregation at the Annual Meeting.

Part 18 – Interpretation

18.1 Whenever the singular is used in these by-laws, the same shall be so construed as if the plural had been used, where the context so requires, and the rest of the sentence shall be construed as if the necessary grammatical and terminological change thereby rendered necessary has been made.

18.2 A section may have descriptive words in the margin opposite to identify the subject matter of the particular section, but such marginal words shall not form part of these by-laws.

18.3 Any person who is a member of the Congregation at the time of the adoption of these by-laws shall automatically continue as a member, without having to comply with the formalities referred to in these by-laws pertaining to applying for membership.

Part 19 – Rules of Order

19.1 The rules of procedure at meetings shall be determined by Robert's Rules of Order.