

**CONSTITUTION of the
BROTHERHOOD OF BETH EL HEBREW CONGREGATION
ALEXANDRIA, VIRGINIA
As Amended June 10, 2016**

Article I: Name and Mission

Section 1: The name of this organization shall be the Brotherhood of Beth El Hebrew Congregation (Alexandria, Virginia), hereinafter indicated as Brotherhood. Its mission shall be to unite the men of Beth El Hebrew Congregation for all purposes conducive to the well-being and progress of the Congregation, the cause of Reform Judaism, the promotion of fellowship, and the spiritual and intellectual growth of Brotherhood members.

Article II: Affiliation

Section 1: The Brotherhood shall be an officially sanctioned affiliated group of Beth El Hebrew Congregation of Alexandria, Virginia. The Brotherhood may be a member of the Men of Reform Judaism (MRJ), an affiliate of the Union for Reform Judaism (URJ). The Brotherhood may affiliate with any appropriate local or regional subdivisions of MRJ or URJ.

Article III: Membership

Section 1: Eligibility

Any male 18 years of age or older who subscribes to the objectives of the organization shall be eligible for membership. Applications shall be submitted to the Board of Directors for approval.

Section 2: Honorary Membership

- A. Current Beth El Rabbi(s), Cantor, Executive Director, and Education Director, if any, who are male, shall be voting honorary members of Brotherhood and not be required to pay annual dues.
- B. The Board of Directors may award Honorary Membership status to any individual in recognition of service to the Brotherhood. Such membership is a lifetime designation and such Honorary Members shall not be required to pay dues.

Article IV: Board of Directors

Section 1: Membership

The Board of Directors shall consist of the Brotherhood Officers and three (3) at-large members elected by the membership at the Annual Meeting plus the Immediate Past President. Directors shall be members of the Congregation.

Section 2: Authority

The Board of Directors shall be the repository of all powers that the Brotherhood possesses, except as otherwise provided in this Constitution.

Section 3: Delegation of Powers

The Board of Directors shall have the authority to delegate any of its powers.

Section 4: Impeachment and Removal

After due notice to the person concerned, the Board of Directors may, by a two-thirds (2/3) vote, remove any elected or appointed Director for cause. This includes, but is not limited to, repeated failure to attend Board meetings, failure to perform assigned duties, failure to respond to official correspondence, or other conduct detrimental to the Brotherhood.

Section 5: Vacancy

In the event of any vacancy among the elected members of the Board, the President, with the approval of the Board, may appoint any Brotherhood member to serve until the next election.

Article V: Board of Directors Officers

Section 1: Brotherhood Officers

The officers shall be a President, a First Vice President, a Second Vice President, a Third Vice President, a Treasurer, and a Secretary. No person may hold both the position of President and Treasurer simultaneously.

Section 2: Duties of the Officers

The duties of the officers shall be as follows: subject to the addition or subsequent deletion of such authority, duties and/or responsibilities as the Board of Directors may from time to time designate pursuant to Article IV, Section 3:

- A. The President shall preside at all meetings of the organization and of the Board of Directors, serve as the representative of Brotherhood to all other organizations both inside and outside of Beth El, appoint, with approval of the Board, chairmen of all committees, vote in the case of a tie, act as an ex-officio member of all committees, supervise the Awards Committee, execute contracts, and perform all other usual duties resident in the office. He shall secure the approval of the Board of Directors before executing any contract for goods or services in excess of \$5,000.00. He shall set policy with the advice and consent of the Board of Directors.
- B. The First Vice President, in the absence of the President, shall preside at meetings of the organization and of the Board of Directors. He shall act as the liaison between the Brotherhood Board and the Chair of each committee under his jurisdiction, which include the Catering Committee and the Budget and Finance Committee. He shall also supervise these committees as appropriate for the committees to operate smoothly and effectively. He shall become President in the event of the resignation, removal, or other permanent inability of the latter to perform his duties.
- C. The Second Vice President, in the absence of the President and First Vice President, shall preside at meetings of the organization and of the Board of Directors. He shall act as the liaison between the Brotherhood Board and the Chair of each committee under his jurisdiction, which include the Membership Committee and the National Programs Committee. He shall also supervise these committees as appropriate for the committees to operate smoothly and effectively. He shall maintain the official list of current Brotherhood membership.

- D. The Third Vice President, in the absence of the President, First Vice President and Second Vice President, shall preside at meetings of the organization and of the Board of Directors. He shall act as the liaison between the Brotherhood Board and the Chair of each committee under his jurisdiction, which include the Program and Entertainment Committee and the Youth Scholarship Committee. He shall also supervise these committees as appropriate for the committees to operate smoothly and effectively.
- E. The Treasurer shall be the custodian of the funds of the organization which shall be deposited in a financial institution selected by him and approved by the Board of Directors. He shall collect, deposit and disburse funds in the normal course of business, but his authority to write checks exceeding \$1,000.00 shall be limited by Article IX, Section 4. He shall keep proper records of all receipts and disbursements of the Brotherhood, including supporting documents for expenses such as a signed expense voucher from the person claiming reimbursement of expenses as well as a copy of the actual receipt. He shall coordinate with committees to assure the proper administration of their financial obligations, if any. He shall handle all matters pertaining to bills to members and the recording of paid dues. He shall prepare in a timely fashion an annual unaudited financial statement, or procure same from an accountant authorized by the Board of Directors. He shall serve as a member of the Budget and Finance Committee. He shall also perform such other duties as are usual and customary to this office.
- F. The Secretary shall record the minutes of membership and Board of Directors meetings. He shall prepare and send out notices of all such meetings. He shall act as the liaison between the Brotherhood Board and the Chair of the Nominating Committee. He shall also supervise the Committee as appropriate for it to operate smoothly and effectively. He shall also perform such other duties as are usual and customary to this office.

Section 3: In addition to the specific duties enumerated in Subsections (B), (C), and (D), above, each Vice President shall perform such other duties as may be assigned to him by the President or the Board of Directors. He also may be assigned to serve as chairman of one or more of the committees he supervises.

Article VI: Nominations and Elections

Section 1: Nominating Committee

At least ninety (90) days prior to an election, the President with the approval of the Board of Directors shall appoint a Chairman and members to the Nominating Committee. The committee shall have a total of at least three (3) and not more than seven (7) members. A majority of the committee shall not be elected members of the current Board.

Section 2: Nomination Process

The Nominating Committee shall present a report of its recommendations to the President and Secretary not less than sixty (60) days prior to the Annual Meeting. This report shall recommend one (1) person for each office and three (3) people to be the elected at large members of the Board of Directors. The Secretary shall notify the Brotherhood membership in writing not less than thirty (30) days prior to the Annual Meeting. This notice shall give the date, time, and place of the Meeting as well as the names of the nominees recommended by the Nominating

Committee. The notice shall state that additional nominations will be permitted from the floor. This notice shall further state that the nominees must be present and agree to serve, or, if not present, the nomination must have such agreement in writing.

Section 3: Eligibility for Office

Every member of Brotherhood in good standing who is also a member of the Congregation shall be eligible to hold office.

Section 4: Terms

Officers and the three (3) at large members of the Board of Directors members shall be elected and installed at the Annual Meeting in each odd-numbered year. Their term shall be for a period of two (2) years, and they shall serve until their successors have been duly elected and installed.

Article VII: Meetings

Section 1: Regular Meetings

Regular Board of Directors Meetings shall be held on such dates and at such times as the Board of Directors shall from time to time prescribe. The time and location of meetings should be publicized in various congregational media.

Section 2: The Annual Meeting

The Annual Brotherhood meeting shall be held prior to the end of June at a time and location to be determined by the Board of Directors. The Secretary shall provide notice to the Brotherhood membership of the Annual Meeting not less than thirty (30) days prior thereto.

Section 3: Special Meetings

A special membership meeting may be called by the President, by one-third (1/3) of the members of the Board of Directors, or upon the written request of ten (10) Brotherhood members in good standing. This meeting shall be held within forty-five (45) days after said request and upon at least thirty (30) days' written notice to all members by the Secretary. A special Board of Directors meeting may be called by the President or by one-third (1/3) of the members of the Board of Directors, or after the written request of ten (10) members in good standing. Such meeting shall be held upon at least ten (10) days' written notice to all Board of Directors members by the Secretary. Both the request and the notice to the members must state specifically the purpose of the special meeting. No other business shall be transacted at the special meeting.

Section 4: Quorum

Ten (10) percent of the members in good standing shall constitute a quorum to conduct business at any meeting of the general membership, and five (5) members shall constitute a quorum for a meeting of the Board of Directors.

Section 5: Proxy Voting

At an Annual Meeting or a Special Meeting, a member entitled to vote may vote in person or by proxy.

- A. In the use of a proxy, a member may authorize only another member in good standing to act as proxy by transmitting a written authorization with the member's signature to the person who will be the holder of the proxy. The proxy holder shall vote in accordance with the written instructions of the member or, if there are no written instructions, in accordance with the proxy holders own preference(s).
- B. The proxy becomes effective at the opening of the meeting and ceases to be effective upon adjournment of the meeting.

Section 6: E-mail Voting

Board of Director votes by email shall be taken only in emergency situations where the Board member seeking action believes that a decision is required before the Board's next regularly scheduled meeting. The President will solely determine whether or not such action is necessary.

- A. All questions to be considered by email shall be submitted in the form of a motion with a request for a second, and an explanation of why an electronic vote is necessary. In the absence of a second, the motion shall fail.
- B. Members responding to the motion shall vote "yea" or "nay," though explanations may be included.
- C. A motion will be approved or defeated upon the motion receiving a majority of the Board of Directors of either "yea" or "nay." Failure to receive a majority of "yea" votes shall result in the motion not being approved by the Board. Explicit or implicit abstentions shall not count as either affirmative or negative votes on the motion.
- D. Failure to adopt a motion by email shall not preclude the sponsor from offering it at a regularly scheduled meeting of the Board, where it shall be subject to the regular rules of order.

Section 7: Parliamentary Procedure

All procedures not otherwise provided for herein shall be governed by Roberts Rules of Order (latest edition). This Article may be waived by majority vote of a duly constituted meeting.

Article VIII: Committees

Section 1: Standing Committees

There shall be the following Standing Committees and their areas of responsibility are delineated in subsections (A) - (G):

- A. Awards Committee – It shall honor deserving Beth El Members. The Awards Committee shall identify recipients for the honors including but not limited to the "Man of the Year" award. The committee shall consist of the current Brotherhood President and the three most recent recipients of the "Man of the Year" award. The awards committee shall only present the honors in years where a deserving member is identified.
 - 1. Man of the Year Award: Shall be awarded to one or more Beth El man who has worked the hardest and contributed the most to Brotherhood and/or Beth El throughout the previous year.

- B. Budget and Finance Committee – It shall be responsible for the preparation of the annual budget, monitoring the financial health of the organization, and advising the Treasurer on the investment of funds not needed for current operations.
- C. Catering Committee – It is responsible for operating the Brotherhood Catering Service, publicizing its availability, obtaining volunteers to staff the events, and publicizing the names of participating volunteers.
- D. Membership Committee – It shall propose and coordinate activities to assure that a maximum number of male members of the congregation join the Brotherhood.
- E. National Programs Committee – It shall serve as liaison between the Brotherhood and any Men’s organization affiliated with the URJ for programs of the latter and encourage Brotherhood participation in these programs.
- F. Program and Entertainment Committee – It shall organize and publicize educational and social events involving Brotherhood members, the Congregation, and/or the larger Jewish community.
- G. Youth Scholarship Committee – It shall foster opportunities for our Beth El Youth to enhance their Jewish identity through learning experiences and leadership programs that are available beyond our Temple Community.

Section 2: Ad-hoc Committees

Ad hoc committees may be created by the President or Board of Directors and such committee(s) ceases to exist upon the expiration of the term of office of the current Board unless renewed by the succeeding Board.

Section 3: Committee Chairs

The officer under whose jurisdiction the committee falls, shall not automatically be the de facto Chairman of such committee(s). The President with the assistance and approval of the Board, shall strive to appoint non-board members as Committee Chairs, when appropriate. Committee Chairs shall provide reports to their liaison Board officer on a regular basis.

Section 4: Legal Advisor

The President may appoint, with approval of the Board of Directors, a Legal Advisor, who shall advise the President and the Board of Directors as to legal issues presented to the Legal Advisor by the President and/or Board of Directors. The Legal Advisor shall not be a member of the Brotherhood Board of Directors.

Article IX: Finance

Section 1: Fiscal Year

Brotherhood’s fiscal year shall conform to the fiscal year of Beth El congregation.

Section 2: Budget

The Budget and Finance Committee shall prepare a budget which shall be submitted to the Board of Directors for approval and submission to the Annual Meeting for final approval. The Secretary shall notify the Brotherhood membership in writing not less than thirty (30) days prior to the Annual Meeting of the Board of Directors approved budget. After the budget has been duly approved, disbursements may be made as provided therein, within its limitations and upon

vouchers duly issued by the Chairmen of the respective committees to which the money has been allocated.

Section 3: Budget Alterations

The Board of Directors may at any time alter the budget and make such expenditures as it may deem desirable; these alterations should be reflected in the minutes of the Board meeting.

Section 4: Check Signing Authority

Checks shall be signed by the Treasurer with the President or First Vice President as an alternate in the event that the Treasurer is unavailable. Sub-accounts for special purposes may be authorized by the Board of Directors. Any check in excess of \$1,000 shall be approved in advance by two of the above designated officers. This approval should be recorded in the form of an e-mail or other form of written communication to the Treasurer authorizing him/her to issue that check.

Article X: Dues

Section 1: The dues shall be set annually by the Board of Directors.

Section 2: The dues shall be billed and payable in advance for the period July 1 through June 30 of the following year; except that the Board of Directors may establish a sliding scale of dues for members joining after July 1 if they deem it desirable.

Article XI: Amendments

Section 1: Proposed amendments to this Constitution shall be submitted in writing to the Board of Directors at least ten (10) days before the Board meeting. After approval by the Board, this constitution may be amended by a majority vote of the membership present at any regular or special meeting called for that specific purpose, provided that at least thirty (30) days' notice of the proposed amendments is given in writing to the membership by the President or Secretary.