

Flemington Jewish Community Center

CONSTITUTION

June 2001

ARTICLE I

NAME

The name of this Congregation shall be the FLEMINGTON JEWISH COMMUNITY CENTER.

ARTICLE II

OBJECT

The object of this Congregation shall be to establish and maintain a Synagogue and such other educational, religious, social and recreational activities as will serve the needs of the Jewish community of Hunterdon County and help further the cause and objectives of the Synagogue and Judaism.

ARTICLE III

MEMBERSHIP

§ 1. Any person of the Jewish faith and of good moral character shall be eligible for membership, providing he owes no past dues or other financial obligations to the FLEMINGTON JEWISH COMMUNITY CENTER. There shall be two types of Membership:

- A. Individual membership shall be available to all eligible persons, male or female, 19 years of age or older, whose children, if any, are not full time students:
 - 1. Who are unmarried, or
 - 2. Who are widowed, or
 - 3. Who are separated.

- B. Family membership shall be available to all eligible persons, male or female:
 - 1. Who are married (each spouse being considered a member) or,
 - 2. Who have children 19 and under, or
 - 3. Whose children, if any, are full time students.

§ 2. Applications for membership shall be made to the Membership Committee of the Center, which shall report on each application to the Board of Trustees. A majority vote of the members present at a regular or special meeting of the Board of Trustees shall be required to elect an applicant to membership.

§ 3. Those persons denied membership in the Flemington Jewish Community Center may seek reconsideration as outlined under Article III, § 5.2 and § 5.3

§ 4. Upon presentation of a motion for expulsion, and upon the passing of this motion by two-thirds of the membership of the Board of Trustees Voting, a member may be expelled for any one of the following reasons:

- a. Failure to pay dues and past due obligations for a period of two years or more.
- b. Conduct which brings discredit upon the Jewish name.

§ 5. Expulsion

1. Fifteen (15) days prior to an action of proposed expulsion, notice shall be given to the member by certified mail, return receipt requested, advising the member of the proposed action and of his right to appear at each of the meetings of the Board of Trustees, where such action will be considered.

2. A person whose application for membership has been denied shall be given written notice of the Boards decision and the reasons therefore within fifteen (15) days of the decision and shall further be informed that (a) he has the right to appear at the next Board meeting for reconsideration; (b)of his rights under Article III, § 5.3

3. An expelled member or a person denied membership has the right of reconsideration by the General membership at a meeting called within forty-five (45) days of his expulsion or denial, subject to the following: the expelled member must notify' the Board in writing of his decision to exercise his right under this section within ten (10) days of his written receipt from the Board of its decision for expulsion: otherwise such decision of the Board shall be final. A vote of the general membership as provided in Article VIII, § 10, shall be needed to overturn the decision of the Board of Trustees.

4. An expulsion resolution by the Board of Trustees shall not take effect during the ten (10) day period set forth in Article III, § 5.3. In the event the member to be expelled exercises his right of reconsideration under Article III, § 5.3, the Board's resolution for expulsion shall be stayed until such reconsideration by the general membership is completed. Nothing contained herein shall operate to obviate or change the provisions of Article IV of this Constitution.

ARTICLE IV DUES

§ 1. Dues of this Congregation shall be determined from time to time by the Board of Trustees, subject to approval of the membership and as provided for in Article IV, § 2.

§ 2. Dues for individual membership shall be one-half the dues of family membership.

§ 3. Dues shall be payable by May 1, which is the beginning of the fiscal year. The Treasurer shall be required to send statements of dues and obligations to members at least 10 (ten) days prior to May 1.

§ 4. Cases of individual hardship will be provided for by the President and the Treasurer, as necessary.

§ 5.

1. Any balance of the current fiscal year's dues must be paid ten (10) days prior to the High Holydays. Failure to pay by this date automatically suspends all privileges of membership as specified in Article V.
2. All other financial obligations owed the Flemington Jewish Community Center must be paid by December 31st. Failure to do so will result in suspension of all privileges of membership as specified in Article V.

ARTICLE V PRIVILEGES OF MEMBERSHIP

§ 1. A member in good standing is entitled to all privileges of membership including the right to vote. An individual member exercises one vote. In all other cases, each member is entitled to one vote.

§ 2. Other membership privileges are subject to the rules, regulations, and By Laws, as set forth by the Board of Trustees, and shall include tickets to the High Holyday Services and the right to utilize the facilities and participate in all activities of the Flemington Jewish Community Center and its auxiliary organizations. The privileges outlined in this section are also extended to a members spouse, if the spouse is not a member, and to the member's children, under the age of 19, as well as to their children who are full time students, except as otherwise provided for in this Constitution and/or in the By-Laws of the Flemington Jewish Community Center.

ARTICLE VI MEETINGS

§ 1. There shall be at least four (4) general membership meetings each year. A membership meeting shall be held in March to approve the budget. A membership meeting shall also be held no later than the first week of December at which time elections to the Board of Trustees will be held, as provided for in Article VII, and a yearend report will be presented by the outgoing administration. Notice of all meetings and the purposes therefore shall be mailed by the Secretary of the Congregation, to all

members of the Congregation directed to their addresses as they appear on the books of the Congregation, and sent not less than fourteen (14) days prior to such meetings.

§ 2. Special meetings of the Congregation may be called by the President whenever he deems it necessary and must be called by him at the written request of at least 10% of the members in-good-standing of the Congregation or of six (6) members of the Board of Trustees. Said request shall state the reason for and the purpose of the meeting. Within ten (10) days of said request the special meeting must be called and within twenty (20) of said request it must be held.

§ 3. No business shall be transacted at a special meeting, except for the purpose stated in the notice, without the unanimous consent of all members-in-good-standing present at such meeting. Notice of such a special meeting and its purpose shall be given by the Secretary to the Congregation by mail to all members of the Congregation and as provided in sections 1 and 2 of this Article, directed to their addresses as they appear on the books of the Congregation.

§ 4. Except as otherwise provided for in this Constitution, a quorum for the transaction of business at all meetings of the Congregation, regular and special, shall consist of 20% of the members of the Congregation in-good-standing, including officers present. If a quorum is not present the meeting may be adjourned to some future time, not less than six (6) nor more than twenty (20) days from the first meeting. The Secretary will then give at least three (3) days notice, by mail, to all members of such an adjourned meeting. If a meeting is adjourned due to the lack of a quorum, another meeting may be called, for the same purpose, under the above provisions, with 15% of the members in good-standing constituting a quorum.

ARTICLE VII ELECTIONS

§ 1. During the month of September, the President shall appoint a Nominating Committee consisting of five members, in-good-standing. Three of the Committeemen shall be members of the Board whose terms do not expire at the end of the current year, and two Committeemen shall be selected from the membership at large, provided they are not running for election to the Board. This committee shall be discharged when its functions have been fulfilled.

§ 2. The Nominating Committee may nominate more people than necessary to fill the vacant seats on the Board. A list of nominees shall be submitted to the membership by mail twenty-one (21) days prior to the Election Meeting together with a statement outlining the provision in Article VII, § 3.

§ 3. Nominations may be made by petition of members-in-good-standing and must be submitted to the Chairman of the Nominating Committee, with a copy sent to the

Secretary of the Congregation, no later than fifteen (15) days after the list of Nominees is sent to the membership. Such a petition must be signed by at least eighteen (18) members-in-good-standing who support the nomination.

§ 4. A sample ballot showing how members were nominated - whether by Nominating Committee or by petition - and containing all nominations, must be mailed to the membership before the election meeting. The final ballot must also show how members were nominated.

§ 5. All persons nominated for election to the Board of Trustees must have been members in good standing for at least one (1) year.

§ 6. New Trustees shall take office January 1 of the calendar year following their election. Newly elected members of the Board and those members of the Board whose terms do not expire shall constitute the Board Elect.

ARTICLE VIII BOARD OF TRUSTEES

§ 1. Except as otherwise provided for in Article VIII, § 2, the Board of Trustees shall consist of twenty-one (21) members-in-good-standing of the Congregation. The term of office shall be three (3) years. Each year one-third of the Board shall be elected for a term of three (3) years. The terms shall overlap in such a manner that each year the terms of office of seven (7) of the members of the Board shall expire. Any Trustee having been appointed for any part of a term cannot be reappointed to a consecutive term. In order to serve as a Trustee following an appointment as a Board member, the member must be duly elected by the general membership.

§ 2. In the event of the death, resignation, or removal of a member of the Board, a successor shall be appointed by the President, subject to the approval of the Board of Trustees, to fill the vacancy until the next Election Meeting, at which time the vacant seat will be filled by election for the unexpired term. Such appointment shall not violate Article VIII, § 1.

§ 3. In the event a member of the Board shall be absent for three consecutive Board meetings, the Board may direct the President to designate a successor, as provided in Article VIII, § 2.

§ 4. The Rabbi of the Congregation shall be a member of the Board, ex-officio, with no voting rights. Other employees of the Congregation shall not be members of the Board of Trustees. The immediate Past President of the Congregation, unless he is serving an unexpired term by either election or appointment, shall be a member of the Board, ex-officio, with no voting rights.

§ 5. Except as otherwise provided in this Constitution the management and administration of the affairs of this Congregation shall be vested in the Board of Trustees. The Board shall be charged with and assume control over all of the property of the Congregation including real property. Any single purchase or service amounting to \$4,000 or more, including selling, mortgaging or undertaking any indebtedness, must be approved by the Congregation at a meeting. This will not include the sale of cemetery plots, which shall be under the jurisdiction of the Cemetery Committee, nor will it apply to remuneration and compensation for professional, maintenance or clerical staff, which shall be approved by the Board of Trustees. The Board shall designate the bank or banks wherein the funds of the Congregation shall be deposited. The Board shall be responsible for all expenditures and disposal of Congregational funds and property, and shall not set aside any funds which would avoid the necessity of the President and Treasurer signing withdrawal vouchers or checks against it. All transactions involving real property which exceed a value of \$4000 shall be submitted to and decided upon by a two-thirds vote of the members voting at a regular or special meeting of the Congregation.

§ 6. The Board of Trustees shall make such rules and regulations consistent with this Constitution, as they may deem advisable, for the proper conduct of their meetings and for the furtherance of the general purposes of this Congregation.

§ 7. The Board of Trustees shall meet from time to time as set forth in the By Laws.

§ 8. Special meetings of the Board of Trustees may be called by the President at his discretion, and must be called by him at the written request of three (3) members of the Board. Said request shall state the reason for and the purpose of the meeting. The President shall hold the special meeting within seven (7) days from receipt of said request.

§ 9. Upon written request, signed by no less than 50% of the members-in-good-standing of the Congregation, a member of the Board of Trustees must be removed.

§ 10. Except as otherwise provided for in this Constitution, the Congregation shall have the right to nullify any Board decision or resolution and/or may offer binding alternatives to the Board of Trustees at a membership meeting. However, such action will result only by affirmative vote of the majority of the entire Congregational membership, and at a Congregational membership meeting.

ARTICLE IX OFFICERS

§ 1. The officers of the Board of Trustees and the Flemington Jewish Community Center shall be President, First Vice President, Second Vice President, Third Vice President, Secretary, and Treasurer. The President shall have had at least two years of Board service prior to his election to the Presidency.

§ 2. The Board Elect shall meet during the month of December for the sole purpose of electing the above named officers from amongst its members.

§ 3. Officers shall assume office on January 1 following their election and the term of office shall be one (1) year, or until their successors take office.

§ 4. It shall be the function of the President to preside at all meetings of the Congregation and the Board of Trustees, of which he shall be chairman; to call all of the meetings of the Congregation and of the Board of Trustees; to sign all agreements, contracts, deeds and other documents for the Congregation, pursuant to appropriate resolutions by the Congregation or the Board of Trustees; to countersign all checks, vouchers and notes, together with the Treasurer, as may be directed by the Congregation or the Board of Trustees; and to appoint all standing committee chairmen. He shall appoint special and ad hoc committee chairmen as required. The President shall be an ex-officio member of all committees, without the right to vote.

§ 5. The First, Second and Third Vice President shall assist the President in the discharge of his duties and, in case of his absence, resignation, death or disability, shall discharge all of the duties of the office of President. In the event the President is unable to complete his term of office, the First Vice President must meet eligibility requirements for the Presidency before assuming that office. If the First Vice President does not meet the eligibility requirements, the Board shall elect a President who does meet the eligibility requirements, from amongst its members. The new President shall fill the unexpired term.

§ 6. The Secretary shall keep an accurate record of all the proceedings of the Congregation, the Board of Trustees, and the Executive Committee; all notices for meetings; carry on all correspondence of the organization and the Board of Trustees, and sign such instruments or documents as may be necessary to effect the proper resolutions of the Congregation or the Board of Trustees. He shall furnish the Treasurer with the names of all persons who have become members of the organization.

§ 7. The Treasurer shall keep an accurate and correct record of the receipts and expenditures of the Congregation and of the accounts between the Congregation, its members and others, which records, at all times, shall be open for inspection by the Board of Trustees and the Finance Committee; notify all members of the Congregation of their indebtedness to it; receive all monies which shall from time to time be payable to the Congregation, giving his receipt therefore, and cause the same to be deposited or invested in the Congregation's name, as directed by the Board of Trustees. Upon an order from the President, he shall make withdrawals and then only by check or voucher signed by himself and countersigned by the President. He shall present a report of the finances of the Congregation at all meetings of the Board of Trustees, and a written report at the Election Membership meeting of the Congregation, and at such other meetings or occasions as he may be directed to do so by the Congregation or by the Board of

Trustees. Said report shall be affixed to the minutes of the meeting at which the same is presented.

§ 8. In the event of the death, resignation or disability or removal of any officer, a successor shall be elected by the Board of Trustees to fill the vacancy for the unexpired term, except as provided for elsewhere in the Constitution.

ARTICLE X
PULPIT

§ 1. The pulpit of this Congregation shall be occupied by an ordained Rabbi.

§ 2. The Rabbi shall have the overall responsibility of implementing the aims and objectives of the Congregation. He shall enjoy the freedom of the pulpit. He shall seek the advice and guidance of the Board of Trustees or of any special committee or committees which maybe set up for this purpose, to determine the view of the Congregation and the most effective way of discharging his duties.

§ 3. At the November meeting of the Board of Trustees preceding the Election meeting of the Congregation, in the year prior to the expiration of the Rabbi's contract, the Board of Trustees shall vote and decide whether or not it wishes to enter into negotiations with the Rabbi for a new contract. Notice of the Board of Trustees' recommendation shall be sent to the members of the Congregation within ten (10) days after the recommendation has been made.

§ 4. At the Election Meeting of the Congregation, the members shall either affirm or reject the recommendation of the Board of Directors relating to the Rabbi.

§ 5. If the contract with the Rabbi is to be negotiated, the President-Elect shall appoint a Negotiating Committee to begin negotiating with the Rabbi between January 1st and January 30th, unless an extension is mutually agreed upon by both parties. The Negotiating Committee shall then report to the Board of Trustees at its February meeting.

§ 6. If the contract is not to be negotiated, or if the relationship between the Congregation and the Rabbi is terminated, the President-Elect or the President (in case of termination) shall form a Rabbinical Selection Committee. The selected candidate may enter into negotiations with the Negotiating Committee, subject to the approval of the Board, and consistent with this Constitution.

§ 7. If the Rabbi's contract is to be terminated at any time notice of such termination shall be given to the Congregation within ten (10) days of this decision by the Board. Termination of the Rabbis contract shall not be binding for a period of forty-five (45) days from date of such notice to the Congregation. The Congregation may act, during this time, under Article VIII, § 10, to overturn the decision of the Board of Trustees.

ARTICLE XI
AUXILIARY ORGANIZATIONS

§ 1. The Congregation shall have such auxiliary organizations as shall from time to time be authorized and constituted by the Board of Trustees.

§ 2. The activities of all auxiliary organizations of this Congregation shall always be conducted in such manner as will advance the best interests of the Congregation.

§ 3. The Constitutions and By-Laws and other regulations of all auxiliary organizations shall be consistent with the Constitution, By-Laws and policy of the Flemington Jewish Community Center.

ARTICLE XII
STANDING COMMITTEES

§ 1. The President shall appoint the Chairmen of all the standing committees of the Congregation by the first regular meeting of the Board of Trustees following the elections. The chairmen will appoint their committee members. Chairmen of standing committees shall present a list of the members of their committees to the Secretary of the Congregation within thirty (30) days of their appointment.

§ 2. Standing committees of this Congregation shall be as follows, and the acts of these committees shall be subject to the approval of the Board of Trustees.

- A. Finance and Budget Committee: This committee shall make periodic reviews of the financial operations of the Congregation and shall report their findings at the regular meetings of the Congregation and, from time to time, at meetings of the Board of Trustees. The committee shall prepare a budget for the following fiscal year and present it to the Board of Trustees at the February meeting in order for it to be mailed to members of the Congregation by February 28th. The Treasurer shall be a member of this committee.
- B. School Committee: This committee shall supervise the Congregations schools and shall determine policy and formulate rules and regulations for the administration of such schools.
- C. Ritual Committee: This committee shall function with the Rabbi in all religious services of the Congregation, including but not limited to weddings, Bar and Bat Mitzvahs, funerals, and in formulating the rules and regulations for all such services. It shall be in charge of seating arrangements for services during the High Holy Days and at other times during the year, and shall have the responsibility of appointing “gabbaim” and ushers for the various services.

- D. Membership Committee: This committee shall be charged with the responsibility of keeping in touch with Jewish families in the community which are not affiliated with any Congregation, particularly with new families, for the purpose of inviting them to become members of the Congregation. This committee shall also receive applications for membership, investigate such applications and present them to the Board of Trustees for appropriate action.
- E. Adult Education Committee: This committee shall be charged with the responsibility of developing a program of adult education for the Congregation, in consultation with the Rabbi. It shall also determine policy and formulate rules and regulations for the administration of such a program.
- F. Youth Activities Committee: This committee shall be charged with the responsibility of overseeing a program of youth activities for the Congregation. It shall also determine policy and formulate rules and regulations for the administration of such activities.
- G. Social and Cultural Committee: This committee shall be charged with the responsibility of developing a year-round program of social and cultural activities aimed at furthering fellowship and sociability among members of the Congregation. It shall also have the responsibility of arranging for appropriate programs for the various events which it may sponsor.
- H. Ways and Means Committee: This committee shall be charged with the responsibility of devising ways and means of raising revenue for all purposes in order that the Congregation may carry out its objectives.
- I. Building and Grounds Committee: This committee shall be charged with the responsibility of properly maintaining such building, grounds, and other facilities owned by this Congregation except the cemetery; to make the necessary repairs thereto; to purchase the necessary equipment therefore; to supervise the use of the buildings and grounds by all persons and organizations.
- J. Jewish Affairs Committee: This committee shall be charged with the responsibility of maintaining liaison between established organizations such as United Jewish Appeal, Israel Bond Committee, Women's American ORT, B'nai Brith, Warsaw Memorial Committee, and other, for the purposes of furthering the aims of these organizations of Judaism, of Israel, and of this Congregation. The committee will also act in the best interests of the Congregation, of Judaism, and of Israel with such other groups and/or causes as may be designated from time to time by the Board of Trustees.

- K. Cemetery Committee, This committee shall be called the Flemington Jewish Community Center Cemetery Committee, and shall be charged with the responsibility of administering the affairs of the FJCC Cemetery; to sell plots; to set rates and fees (subject to Board approval); to make arrangement for burial; to maintain the cemetery in good condition and to set such other rules and regulations as are proper and necessary to carry out its functions. A complete report of all activities, including a financial statement shall be rendered as directed by the Board of Trustees, at least annually.

ARTICLE XIII
AMENDMENTS

§ 1. This constitution, or any portion thereof, may be amended in the following manner:

- A. Proposal to amend or suspend one or more articles of this Constitution, or to introduce new articles to it, shall be submitted in writing to the Board of Trustees, signed by not less than 10% of the members-in-good-standing of the Congregation.
- B. The Board of Trustees shall consider such proposal at its next meeting or within thirty (30) days, whichever is less, and its recommendation.
- C. Within thirty (30) days after reconsideration of the proposal by the Board of Trustees, a meeting of the Congregation shall be called to consider and vote on the proposal. The notice of such meeting shall include a copy of the proposal.
- D. At such meeting of the Congregation, the Board of Trustees shall submit its recommendation on the proposal.
- E. The proposal shall be declared adopted upon a two-thirds vote in its favor by the voting members-in-good-standing, provided that at least fifty percent (50%) of the entire congregation is present at the meeting. Should these provisions for adoption of the proposal not exist at the meeting, the proposal shall be declared to have been defeated.

§ 2. A proposal for amendment to the Constitution which has been rejected by the Congregation may not be resubmitted for the consideration of the Congregation until twelve (12) months have elapsed since the time of such rejection or unless it is resubmitted with the signatures of 20% of the Congregational members-in-good-standing.

ARTICLE XV

All By-Laws must be in accordance and consistent with this Constitution.

§ 1. The FLEMINGTON JEWISH COMMUNITY CENTER is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes the making of distribution to organizations that qualify as tax exempt under § 501 (c) (3) or the Internal Revenue Code (or the corresponding provisions of any future United States Revenue Law).

§ 2. No part of the net earnings of FLEMINGTON JEWISH COMMUNITY CENTER shall inure to the benefit of or be distributed to its members, trustees, directors, officers, or other private persons, except that the FLEMINGTON JEWISH COMMUNITY CENTER, shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article I above.

No substantial part of the activities of the FLEMINGTON JEWISH COMMUNITY CENTER shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the FLEMINGTON JEWISH COMMUNITY CENTER, shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Not with standing any other provision of these articles, the FLEMINGTON JEWISH COMMUNITY CENTER shall not carry on any other activities not permitted to be carried on (a) by a corporation / organization exempt from Federal income tax under § 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation/organization, contribution to which are deductible under § 170 (c) (2) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law.)

§ 3. Upon dissolution of the FLEMINGTON JEWISH COMMUNITY CENTER, the Board of Trustees shall after paying or making provision for the payment of all the liabilities of the FLEMINGTON JEWISH COMMUNITY CENTER, dispose of all the assets of the FLEMINGTON JEWISH COMMUNITY CENTER such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt o § 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of Hunterdon County exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.

§ 4. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of the FLEMINGTON JEWISH COMMUNITY CENTER shall be distributed to a fund,

foundation or corporation organized and operated exclusively for the purposes specified in § 501(c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

§ 5. On January 2000, the Congregation approved the use of ballots as an appropriate method for voting. All guidelines in the Constitution regarding the practices and procedures with regard to voting apply to the practice and use of ballots.

PRESIDENT

DATE

TREASURER

DATE