

**BYLAWS OF THE  
JEWISH RECONSTRUCTIONIST CONGREGATION  
(Revised as of May, 2011)  
(Revised as of May, 2014)  
(Revised as of March 22, 2015)**

**ARTICLE I - NAME**

**THIS CONGREGATION SHALL BE KNOWN AS THE JEWISH  
RECONSTRUCTIONIST CONGREGATION**

**ARTICLE II - OBJECT AND SCOPE**

This congregation seeks to maintain the creative continuation of the Jewish people; put into practice its way of life; teach its religion, language, and literature; foster an appreciation of the contribution of Judaism in the arts and encourage Jewish artistic expression; and keep its tradition in harmony with modern thought. We view the Land of Israel as a spiritual, cultural and historical focal point of the Jewish People, and are committed to the upbuilding of Eretz Israel.

**ARTICLE III - MEMBERSHIP**

An applicant for membership shall present his or her application in writing.

Admission to membership shall be by approval of the Board of Directors or its designee..

Membership categories shall be determined, from time to time, by the Membership Committee and approved by the Congregation's Board of Directors. For the purpose of voting at an annual or special meeting of the Congregation, each household in good standing, that includes more than one adult, shall be entitled to two votes and each household in good standing that includes only one adult shall be entitled to one vote.

Upon admission to membership, a member shall upon notice pay dues as required by the Board. The term "member in good standing" means any member who is not delinquent in the payment of dues and fees. Delinquency means failure to pay the member's current dues and fees determined as follows: 1/12 of the amount of dues and fees for each month or fraction thereof of a fiscal year - July 1 to June 30. Only members in good standing shall be eligible to serve as a board member and/or officers or committee members.

**ARTICLE IV - OFFICERS**

The officers of the Congregation shall consist of the President, President Elect, Immediate Past-President, Administration Vice-President, Education Vice-President, Tikkun Olam Vice-President, Ritual Practices Vice-President, Membership Vice-President, Financial

Development Vice-President, Strategic Development Vice-President, Treasurer and Congregational Secretary.

Each of these Congregational officers shall have the responsibilities determined, from time to time, by the Congregation's Board of Directors.

All officers shall be selected by the membership of the Congregation at the annual meeting, for terms of office beginning on July 1st, the first day of the next fiscal year. Each officer, except the President Elect, President and Immediate Past President, shall be elected to office for one three-year term or until said officer's successor shall be elected. The term of the President shall be two years, provided, however, that if the President Elect becomes President due to a mid-term vacancy in the office of President, that individual may serve as President for more than two years, so long as his or her combined terms as President Elect and President do not exceed three years. At the end of the first year of the President's term, the President Elect shall be elected to a one year term for the following year and shall succeed the President at the conclusion of the President's term. The Immediate Past President shall serve a one year term following his/her term as President. No officer shall serve more than two consecutive terms in any one office, equaling a total of six years, nor shall any person serve more than nine consecutive years as an officer or eleven consecutive years if said person is elected President. No person shall be elected to the office of President for consecutive terms. The position of Immediate Past President shall not be barred by the previous provision.

In the event of the death or permanent incapacity of the President, the President Elect shall become President and serve in this capacity until the conclusion of the fiscal year or the next annual meeting occurring after the vacancy of the Presidency, whichever comes first. If the President Elect position is vacant at the time of the death or permanent incapacity of the President, then the Administration Vice President shall become President and serve in this capacity until the conclusion of the fiscal year or the next annual meeting occurring after the vacancy of the Presidency, whichever comes first. In the event of the death or permanent incapacity of the President Elect, the Administration Vice President shall become President Elect and shall serve in this capacity until the conclusion of the fiscal year or the next annual meeting occurring after the vacancy of the President Elect position, whichever comes first.

In the event any officer position other than President, President Elect, or Immediate Past President, or any member-at-large position becomes vacant, the Board of Directors may select a replacement for the remaining term by majority vote at a regular meeting or at a special meeting called for that purpose.

## **ARTICLE V - THE BOARD OF DIRECTORS**

The Board of Directors shall be composed of its officers and six members-at-large, plus one "youth member," who shall be a high school student. Each member-at-large shall be elected for a two-year term. Any youth member shall be elected for a single one-year term. No member-at-large shall serve more than two consecutive full terms, however, to help ensure that no more than four members-at-large are new to the board in any given year, the Nominating Committee may present

a list of nominees in which one or more incumbent members-at-large is elected for an additional one-year term, provided that no member-at-large may hold that position for more than five consecutive years. All members-at-large and the youth member shall be elected by the membership of the Congregation at the annual meeting, for terms of office beginning on July 1st, the first day of the next fiscal year.

The Board shall have the power to carry on all activities that may be necessary or appropriate in connection with the operation of the Congregation. The Board, by a majority vote, at a meeting duly called and held for that purpose, may declare the engagement or termination of a Rabbi or Cantor or the non-renewal of the term of an incumbent Rabbi or Cantor, as appropriate in the best interests of the Congregation. The Board shall then call a special meeting of the Congregation, to take appropriate action. A copy of the Board's declaration shall be sent to each member at least twenty (20) days prior to such a meeting. If a majority of all the Congregants present and voting at such meeting favor engagement, termination or non-renewal, as appropriate, such voting being undertaken by closed ballot, then such engagement, termination or non-renewal shall become effective immediately.

The Board shall meet at least nine times a year, at such times and places as may be designated by the President. Special meetings may be called by the President or at the request of any five members of the Board.

A majority of the entire Board, as it then exists, shall constitute a quorum. Any member of the Congregation may attend a Board meeting upon prior notice to the President of such intent.

Each person who is or was a director or officer of the Congregation shall be indemnified by the Congregation in accordance with and to the fullest extent authorized by the Illinois Not for Profit Corporations Act as in effect from time to time.

## **ARTICLE VI - COMMITTEES**

The President and the Rabbi, if any, shall be *ex-officio* members of all committees, except the Nominating Committee.

There shall be standing committees of the Congregation, as established by the Board of Directors, which may include, without limitation, the following: Accessibility and Inclusion, Adult Education, Marketing and Information, Early Childhood, Finance, Financial Development, b, Chesed Community, House, Landscaping, Leadership Development, Strategic Planning, Membership, Minyan, Nominating, Ritual Practices, Religious School, Tikkun Olam and Israel Programming. The President may also appoint task forces as he or she deems appropriate and the Board may add or eliminate committees without amending these Bylaws.

Except as otherwise provided, the responsibilities of and administrative guidelines for all committees shall be established by the Board. There shall be an Executive Committee, consisting of all elected officers and the immediate past President. Within the policy framework established

by the Board, the Executive Committee's function is to address and respond to personnel issues, refine issues presented to the Board, make recommendations to the Board with respect to matters of concern to the Congregation, initiate studies with respect to pressing problems and consider such other matters that arise in connection with the operation of the Congregation. The Executive Committee shall also carry out any assignments delegated to it by the Board.

The Nominating Committee shall consist of seven persons, three of whom shall be selected from the Board and four of whom shall be selected from the general membership of the Congregation. Subject to the consent of the Board, the Administration Vice President and the Membership Vice President shall select the Committee members and appoint the Committee Chair, establish guidelines as appropriate, instruct the Committee as to the responsibilities of nominees and publicize the members of the Committee. The Nominating Committee shall be selected six months prior to the annual meeting of the Congregation.

The function of the Nominating Committee is to present to the Congregation not later than 20 days prior to an election date set by the Board, a list of nominees for each position subject to election at that meeting.

Other nominations for elected Board positions may be made by nominating petition which specifies the nominee and the position to be filled, is signed by at least 15% of the members in good standing as is delivered to the Congregational Secretary no later than ten days prior to the election date.

#### **ARTICLE VII - MEETINGS**

The annual meeting of the Congregation shall be held in the month of May each year, unless otherwise provided by the Board. The exact time and date shall be set by the Board.

Special meetings of the Congregation may be called by the Board or upon written petition of not less than twenty-five (25) members in good standing. Notice of special meeting shall be delivered to the Congregation at least five (5) days before the fixed date for the meeting. The purposed of such meetings shall be stated in the notice and no other business shall be considered.

Twenty-five (25) members in good standing shall constitute a quorum at any annual or special meeting of the Congregation.

The rules contained in *Robert's Rules of Order* (latest edition) shall govern the conduct of annual and special meetings, unless inconsistent with this Constitution. The Board may elect or appoint a parliamentarian from the Board whose judgment shall be final and binding unless vetoed by two-thirds of the Board.

#### **ARTICLE VIII - AMENDMENTS**

These Bylaws may be amended by the affirmative vote of the majority of the Board, present and voting, followed by an affirmative vote of a majority of the Congregation assembled at any annual

or special meeting. The Board shall cause to be published and delivered to members, any proposed amendments at least 10 days before any such meeting.

### **ARTICLE IX - SCHEDULE**

These Bylaws, from the time of adoption, shall supersede all prior constitutions or Bylaws.

### **ARTICLE X – COMPLIANCE WITH INTERNAL REVENUE CODE**

The Congregation shall apply its income or property, or both, exclusively for religious, charitable, scientific, literary or educational purposes (either by contributing it directly to the intended beneficiaries thereof or through other corporations, funds or foundations organized and operated exclusively for such purposes) and to engage in other activities which are exclusively in furtherance of these purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code").

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as provided by subsection 501(h) of the Internal Revenue Code), and the corporation 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on in (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Upon the dissolution of the Congregation the board of directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.