

BYLAWS OF THE COLUMBIA JEWISH CONGREGATION

We, the members of the Columbia Jewish Congregation (the “Congregation”), have come together to seek, explore and develop meaningful forms of religious expression by reference to new concepts as well as historical and traditional approaches to Judaism. We seek a better understanding of the evolution of our Jewish culture and heritage through active participation in Jewish-oriented activities.

The Congregation has a special relationship with three different communities. We strive to foster good relations and develop meaningful programs with:

- Member organizations of the Jewish Reconstructionist Federation and other Reconstructionist congregations in the Chesapeake area.
- Organizational members of the Jewish Federation of Howard County.
- Our neighbors with whom we share space in the Oakland Mills Interfaith Center.

As a Reconstructionist congregation, we emphasize a spirituality that includes Jewish art, history, learning, prayer, music, languages and social events. We are a multi-generational, diverse and inclusive congregation committed to learning and understanding Jewish history alongside contemporary developments. It is in the marriage of the past with the present that we strive to create a sacred future for ourselves and our children.

We hereby resolve to strive to attain these objectives with our best efforts and abilities.

The principal office of the Congregation is the Oakland Mills Interfaith Center, also known as The Meeting House, 5885 Robert Oliver Place, Columbia, Maryland 21045.

ARTICLE I BOARD OF DIRECTORS

Section 1: General Duties

The Board of Directors shall be entrusted with the administration and management of the affairs of the Congregation.

Section 2: Composition

- (a) The Board of Directors shall consist of the following persons:

(i) twelve (12) Directors elected by the members of the Congregation, who shall have two-year terms and who shall be voting Directors;

(ii) the elected Officers of the Congregation designated in Article II of these Bylaws, who shall have one-year terms and who shall be voting Directors;

(iii) any appointed Officers as provided elsewhere in these Bylaws, who shall have terms expiring at the next Annual Meeting after their appointment and who shall not be voting Directors;

(iv) the immediate Past President of the Congregation, who shall be a voting Director until a different President is elected;

(v) the Rabbi of the Congregation, who shall be a non-voting Director;

(vi) the Cantor of the Congregation, who shall be a non-voting Director;

(vii) the President of the Columbia Jewish Community School, or his or her designee, who shall be a voting Director; and

(viii) if determined by the Board of Directors pursuant to Article I, Section 7 of these Bylaws, a teen representative, who shall be a non-voting Director.

(b) One half of the twelve (12) Directors elected by the Congregation shall be elected each year.

(c) If a vacancy occurs among the elected members of the Board of Directors or the elected Officers, the Board may appoint an eligible member of the Congregation in good standing to fill such vacancy until the next Annual Meeting of the Congregation, at which time the term of such appointee shall expire. In the case of a vacancy in the office of elected Director that occurs during the elected Director's first year of a two-year term, the vacancy shall be filled by Board of Directors appointment for the remainder of the first year, *i.e.*, until the next Annual Meeting, and then by Congregational election at the Annual Meeting for the remainder of the original two-year term.

(d) To be eligible to serve on the Board of Directors, an individual shall have been a member of the Congregation for at least the two years prior to election, and shall be a member in good standing at the time of their nomination and election.

(e) Board members must remain in good standing throughout their term on the Board, which shall be verified by the Treasurer as of the date of each Annual Meeting during their continuation in office.

Section 3: Specific Duties

The Board of Directors shall:

- (a) Manage and administer all programs, expenses, affairs, and property of the Congregation;
- (b) Engage the services of, and discharge, one or more Rabbis, one or more Cantors, and such other persons in such positions as it may determine, subject to such approvals and other requirements provided in these Bylaws, and further subject to any contract rights that may exist;
- (c) Maintain personnel oversight through such mechanisms as the Board may adopt;
- (d) Fix and vary from time to time the compensation of all Congregation employees, subject to any contract rights an employee may have;
- (e) Inform Congregation members of significant Board decisions in a timely manner;
- (f) Set policy regarding "members in good standing." Such policies shall include at a minimum a requirement that members be current in meeting their financial commitments to the Congregation; and
- (g) Determine and act upon all matters not otherwise specifically provided for in these Bylaws.

Section 4: Compensation

Directors and Officers shall receive no compensation for acting in such capacities.

Section 5: Board of Directors Meetings

- (a) The Board of Directors shall meet periodically to carry out the provisions of Section 3 of this article.
- (b) All meetings of the Board of Directors are open and any member of the Congregation may attend. However, for items falling under privacy constraints (e.g., personnel actions), the President or a majority of the Board in attendance at a Board of Directors meeting may call for a closed session limiting attendance to voting members of the Board only.

Section 6: Removal

The Board of Directors shall have the power to remove any Officer of the Congregation or member of the Board by a three-fourths (3/4) vote of the entire voting membership of the Board. Prior to such action being taken, notice and a statement of the reasons for such action shall be

mailed to Board members at least ten (10) days in advance thereof stating such proposed action may be taken at a designated subsequent Board meeting. The meeting will be held in closed session if the Officer or Board member being discussed so requests or the Board of Directors so determines.

Section 7: Teen Affiliate

The Board of Directors may from time to time determine that a teen affiliate of the Congregation may be invited to serve as a non-voting teen representative to the Board of Directors. In that event the Board of Directors shall determine the process to be used to select such teen representative and any restrictions to be imposed on such position, such as subject matters in which the teen representative may not participate. The Board of Directors also may allow one teen affiliate of the Congregation to be designated as an alternate teen representative, to attend meetings of the Board of Directors in the absence of the teen representative.

Section 8: Ombudsman

The Board of Directors may appoint a member of the Congregation to act as an ombudsman for the purpose of facilitating communications and assisting in the resolution of issues brought forward by members or employees of the Congregation. The person appointed to act as an ombudsman shall not serve on the Board of Directors during such person's tenure as ombudsman.

**ARTICLE II
OFFICERS**

Section 1: Elected Officers

(a) The elected Officers of the Congregation shall consist of the following:

President,
Co-President (if determined by the Nominating Committee),
Vice Presidents (three),
Secretary, and
Treasurer

(b) All elected Officers must have been continually members in good standing for at least the previous two years before election to their position and must remain in good standing throughout their term.

(c) The elected Officers of the Congregation shall be voting members of the Board of Directors by reason of having been elected as an Officer. The elected Officers of the Congregation and the immediate past President of the Congregation (provided he or she remains a member in good standing) shall constitute an Executive Committee of the Board of Directors,

having responsibilities and authorities designated by the Board of Directors. The Executive Committee shall meet periodically in closed session and give reports to the Board of Directors on actions taken.

(d) The Executive Committee shall serve as the Congregation Personnel Committee and oversee employee relations, giving appropriate guidance and supervision, and negotiating contracts and contract renewals for approval by the Board of Directors.

Section 2: Assistant Officers

The Board of Directors may from time to time appoint Assistant Secretaries and Assistant Treasurers from among the Congregational members or staff as the Board may determine. In addition, the Board of Directors may from time to time appoint additional Vice Presidents, who shall be chosen from elected members of the Board of Directors and whose positions as Directors will not be considered as vacated by reason of such appointment and who will retain their right to vote as a Director. The term of any appointee under this Section as an Officer shall end at the first election of Officers following his or her appointment. However, the two-year term of an elected member of the Board of Directors who is appointed a Vice President shall continue to run during and after such person's service as an appointed Vice President for the balance of the two-year term. All appointees under this Section are Officers of the Congregation but shall not be members of the Executive Committee.

Section 3: Officer Terms

The term of all Officers elected by the Congregation shall extend from the time of their election for a period of one (1) year or until their respective successors are elected. Officers may be reelected, although no person may fill the office of President (including as Co-President) for more than two (2) successive terms or may fill any of the other Officer positions for more than four (4) successive terms.

Section 4: Eligibility for Offices of President and Co-President

To be eligible for election as President of the Congregation, an individual must be a member of the Congregation in good standing and an elected member of the Board of Directors at the time of election as President. To be eligible for election as Co-President of the Congregation, an individual must be a member of the Congregation in good standing and a current or former elected member of the Board of Directors.

Section 5: Succession

The Co-President or, if none, a Vice President selected by the Board of Directors from among those then serving as Vice President, shall succeed to the office of President in case of a vacancy. The Co-President or, if none, a Vice President selected by the President from among those then serving as Vice President shall act for the President in case of any temporary absence or

disability of the President, as shall be determined by the Board of Directors. If there is no Co-President and the President is unable or fails to select a Vice President to act for the President, one will be selected by the Board of Directors.

Section 6: President's and Co-President's Duties

The President, Co-President, or President's designee from among the members of the Board shall preside at all meetings of the Congregation and of the Board of Directors and shall refrain from voting except in case of a tie vote on any matter, in which case such individual shall then cast the deciding ballot. The President and Co-President shall further:

- (a) Enforce and carry out the provisions of the Articles of Incorporation, Bylaws, and resolutions of the Congregation and Board of Directors;
- (b) Speak for and represent the Congregation in all matters of the Congregation involving persons or organizations outside the Congregation, except as the President may delegate such authority to other members of the congregation;
- (c) Sign official documents;
- (d) Appoint committees consisting of a number of members of the Congregation as he or she may determine, and appoint or approve a chairperson of each committee.
- (e) Be an ex-officio member of all committees;
- (f) Be an authorized signatory on all checks and vouchers jointly with the Treasurer, except as may be provided for in Section 9 of this Article;
- (g) Have responsibility for the safekeeping of all securities and other valuables jointly with the Treasurer; and
- (h) Perform other functions as may be assigned by the Board of Directors.

At any time there is a Co-President, the President and Co-President shall jointly or separately perform the duties and exercise the authorities of the office of President in such manner as they may determine. Any disagreement between the President and Co-President shall be resolved by the Board of Directors.

All references in these Bylaws to President shall include the Co-President whenever there is a Co-President.

Section 7: Vice President's Duties

Each Vice President shall perform such duties and functions as may be assigned by the President or Board of Directors from time to time. For example,

(a) a Vice President for Education may oversee educational activities of the Congregation, including, but not limited to, overseeing the adult education program, youth and teen activities, interactions with the Columbia Jewish Community School, and educational programs of other organizations;

(b) a Vice President for Religious Affairs may oversee religious practices of the Congregation, including, but not limited to, weekly religious practices, holiday services and events, and actions of the clergy of the Congregation;

(c) a Vice President for Administration may oversee all other committees of the Congregation, including, but not limited to, fund raising, donations, and service committees such as the library, the newsletter, Tikkun Olam, and Tzedakah, and may be designated by the President as the functional chair of the Executive Committee when the Executive Committee is serving as the Congregation Personnel Committee.

Section 8: Secretary's Duties

The Secretary shall record the proceedings of all meetings of the Congregation, as defined in Article VI of these Bylaws, and of the Board of Directors. The Secretary shall work with office staff to ensure maintenance of all records of all members and contributors and shall maintain all other records of the Congregation except financial records which shall be kept and maintained by the Treasurer. The Secretary or Secretary's designee shall issue notices of all meetings and events of the Congregation and Board of Directors. The Secretary shall perform such other duties as may be assigned from time to time by the President or Board of Directors.

Section 9: Treasurer's Duties

(a) The Treasurer shall oversee office staff duties related to receiving and depositing all monies for the account of the Congregation in such depositories as may be designated by the Board of Directors. The Treasurer and President, and any Vice-President authorized by the Board of Directors, shall be authorized signers on all checks and vouchers. The Board may authorize certain transactions for cash disbursement, and shall adopt such payment measures as it deems necessary and practicable. The Treasurer, jointly with the President, shall have the responsibility for the safekeeping of all securities and valuables of the Congregation. The Treasurer shall render a financial report at the Annual Meeting and at such other times as the President or Board of Directors may require. In addition, at each monthly meeting of the Board of Directors, the Treasurer or the Treasurer's designee shall provide an updated statement of income and expenses for the fiscal year.

(b) The Treasurer, as chairperson of the Finance Committee, will oversee the development of an annual budget for the Congregation. In performing this function, the Finance Committee will serve as the Budget Committee.

(c) The Treasurer, in conjunction with the Finance Committee, is responsible for administering the Congregation's policies regarding pledges, dues and assessments.

Section 10: Additional Officers' Duties

Any additional Vice Presidents, Assistant Secretaries, and Assistant Treasurers shall have such duties and responsibilities as may be assigned to them from time to time by the President or the Board of Directors.

**ARTICLE III
NOMINATION AND ELECTION OF
BOARD OF DIRECTORS AND OFFICERS**

Section 1: Nomination Process

(a) At least ninety (90) days prior to the Annual Meeting, the President shall appoint five (5) members of the Congregation, no more than two of whom may be members of the Board of Directors, who will comprise the Nominating Committee. One such appointee to the Nominating Committee shall be designated by the President as the chairperson. The President shall promptly submit such appointments to the Board of Directors for approval. No member of the Nominating Committee shall be nominated as an Officer or Board member by the Committee.

(b) Within fifteen (15) days after the Board has approved appointment of the Nominating Committee, the Chairperson of the Nominating Committee shall publicize to all members of the Congregation a request for proposed nominees to be considered by the Nominating Committee for nomination as Officers, as successors to elected members of the Board of Directors whose terms are expiring, and as members of the Board of Directors to be elected to complete the terms of Director positions which have become vacant.

(c) The Nominating Committee shall determine whether to fill the position of Co-President for the coming year and shall advise the Board of Directors of such determination. Approval of the determination by the Board of Directors is not necessary, but the Board of Directors shall have the authority to modify such determination.

(d) The Nominating Committee shall select a slate of nominees for the vacancies to be filled by election. Such nominees shall be certified by the Treasurer as to whether they are in good standing and shall be certified by the Secretary as to whether they meet any additional qualifications for the office for which they are nominated. The Chairperson of the Nominating Committee shall send the list of qualified nominees to the Congregation not less than thirty (30) days prior to the Annual Meeting. That communication shall inform the Congregation that additional nominations may be made by members of the Congregation until twenty (20) days prior to the Annual Meeting, as described in subsection (d) below.

(e) Additional members of the Congregation in good standing for at least two (2) years may be proposed for nomination in accordance with the following procedure. A member of the Congregation in good standing may propose himself or herself or another member of the Congregation for nomination by submitting to the Secretary of the Congregation at least twenty (20) days before the Annual Meeting a petition naming the member or members proposed to be nominated and signed by at least ten (10) members in good standing. Each member so proposed shall be certified by the Treasurer as to whether they have been in good standing for at least two (2) years and shall be certified by the Secretary as to whether they meet any additional qualifications established in these Bylaws for the office for which they are proposed. If so, the Chairperson of the Nominating Committee shall cause the names of such proposed nominees to be added to the ballot.

Section 2: Elections

Elections at the Annual Meeting shall be conducted by written anonymous ballot. Ballots shall be prepared and distributed to members in good standing at the Annual Meeting by the Secretary.

Section 3: Absentee Voting for Officers and Directors

If voting by absentee ballot for an upcoming Annual Meeting is approved by the Board of Directors pursuant to Article VI, Section 8(b), ballots for the election of Officers and Directors shall be made available at least fifteen (15) days prior to the Annual Meeting to any member in good standing wishing to participate in the election of Officers and Directors by absentee ballot. Absentee ballots must be received by the Secretary of the Congregation at least five (5) days prior to the Annual Meeting to be counted in the election.

Section 4: Election of Officers

Officers elected by the members of the Congregation shall be elected by a majority vote of the members in good standing and voting in the election. If any office remains unfilled due to the failure of any candidate to achieve a majority, a vacancy will be deemed to have occurred and the office will be filled by appointment by the Board of Directors until the next Annual Meeting pursuant to these Bylaws.

Section 5: Election of Directors

Directors elected by the members of the Congregation, other than the Officers, shall be elected by a plurality vote of the members in good standing and voting in the election.

**ARTICLE IV
MEMBERSHIP**

Section 1: Membership Qualifications

(a) Any person who has attained the age of eighteen (18) years who makes a financial commitment to the Congregation in accordance with the Congregation's membership policy in effect from time to time may apply for membership. The Board of Directors or a membership committee of or appointed by the Board shall receive and may accept applications for membership. The Board of Directors may establish categories of membership in its discretion. Children of Congregation members, who have not become members themselves, shall be non-voting affiliates of the Congregation through age 25.

(b) A member of the Congregation who does not make a financial commitment to the Congregation in accordance with the Congregation's membership policy in effect from time to time within the time period set by the Board of Directors shall be treated as having resigned from membership in the Congregation, provided that such membership shall be treated as restored if the member subsequently makes a financial commitment to the Congregation within a period of time set by the Board of Directors.

Section 2: Voting by Members

Members in good standing of the Congregation shall be privileged to vote at all Congregation meetings and to hold office subject to any specific requirements of the office.

Section 3: Expulsion

Upon a vote of three-fourths (3/4) of the membership of the Board of Directors, any member may be expelled from membership for conduct which may reflect discredit upon the Congregation or other good cause determined by the Board of Directors, provided that at least ten (10) days prior to the Board action the member is given a statement of such conduct or other good cause and is afforded an opportunity to present his or her case against expulsion at a designated subsequent Board meeting. Notice shall be mailed to Board members at least ten (10) days in advance of such Board meeting, stating the action proposed to be taken.

ARTICLE V FINANCING OF THE CONGREGATION

Section 1: Financing Method

The Congregation's finances shall be based on the Sustaining Contribution (Voluntary Dues) Model or such other method of financing that the Board of Directors may adopt from time to time. The membership of the Congregation, acting by the affirmative vote of a majority of all members entitled to vote, also may determine the Congregation's method of financing.

Under the Sustaining Contribution (Voluntary Dues) Model, members make annual pledges of voluntary contributions in lieu of fixed dues, as part of a budget process intended to match the Congregation's desired level of funding with the Congregation's desired level of expenditures.

The Finance Committee shall oversee the manner in which the Sustaining Contribution (Voluntary Dues) Model, or other method of financing selected by the Board of Directors or Congregation membership, is administered.

The Board of Directors shall adopt policies to implement the Sustaining Contribution (Voluntary Dues) Model or other financing method determined by the Board of Directors or the Congregation membership.

The Board of Directors has the power to make special assessments of the Congregation membership whenever the Board of Directors determines it is necessary or advisable to do so, whether under the Sustaining Contribution (Voluntary Dues) Model or other financing model.

If a determination is made to adopt a fixed dues model, the Board of Directors shall establish categories of membership and set the amount of dues required to be paid by each category, subject to reduction or waiver based on hardship or need.

Section 2: Budget Process

The Board shall adopt annual budgets prior to the start of each fiscal year of the Congregation, at such times and using such processes as the Board of Directors shall determine from time to time. In developing a budget:

(a) The Finance Committee, serving as the Budget Committee, shall develop a proposed budget.

(b) The Board shall give members of the Congregation notice and an opportunity, through such means as the Board may select, to provide comments on the proposed budget, prior to adoption by the Board. Such opportunity to comment shall include the opportunity to attend, at a minimum, one meeting of the Budget Committee before the proposed budget is forwarded to the Board of Directors, which meeting shall be designated for the purpose of Congregational participation. The Budget Committee may modify the proposed budget based on comments from the Congregation.

(c) Following the comment process, the Budget Committee shall propose a budget to the Board of Directors. The proposed budget shall be made available to members of the Congregation who wish to review and comment on it.

(d) The Board of Directors, taking into account the proposed budget and any comments from the Congregation, shall adopt a budget and publish it to the Congregation.

(e) Under the Sustaining Contribution (Voluntary Dues) Model, once a budget has been adopted, the Congregation will be asked to make pledges sufficient to support the adopted budget, through one or more rounds of communications to the Congregation by the Treasurer. If pledges ultimately are insufficient to support the adopted budget, the Board of Directors may revise the budget, plan additional fundraising, approve special assessments, or take other action to stabilize the Congregation's finances.

Section 3: Contributions

The Board of Directors may accept gifts, grants, bequests, and other forms of contributions to the Congregation.

**ARTICLE VI
MEETINGS**

Section 1: Annual Meetings

The Annual Meeting of the Congregation shall be held on such date as may be fixed by the President or the Board of Directors.

Section 2: Budget Meetings

The Budget Meeting of the Congregation shall be held on such date as may be fixed by the President or the Board of Directors. At the Budget Meeting, the President shall lead a discussion among the members of plans for the next fiscal year and the Treasurer shall present the new budget adopted by the Board of Directors prior to the Budget Meeting.

Section 3: Special Meetings

Special meetings of the Congregation may be called by the President, by a majority of the Board of Directors, or by petition of the smaller of either fifty (50) members or ten percent (10%) of the membership of the Congregation.

Section 4: Notice of Meetings

The Secretary shall provide the Congregation with notice of duly called meetings. At least thirty (30) days prior notice shall be given for the Annual Meeting, and at least ten (10) days prior notice shall be given for all other meetings of the Congregation. All notices other than the notice of Annual Meeting shall contain a general statement of the purpose of the meeting.

Section 5: Quorum

A quorum shall be required at any Annual or other meeting of the Congregation at which any action is taken. Whenever a quorum is required for a Congregational meeting, a quorum shall be

constituted by the lesser of either seventy-five (75) members in good standing of the Congregation or ten percent (10%) of the members in good standing of the Congregation. If at an Annual Meeting such a quorum is not obtained, the Annual Meeting shall be rescheduled for a later date determined by the President or the Board of Directors, and at such rescheduled Annual Meeting at least fifty (50) members or seven percent (7%) of the members in good standing, whichever is less, present at the meeting shall constitute a quorum of the Congregation.

Section 6: Order of Proceedings

The order of proceedings at Annual Congregational Meetings shall be as follows:

- (a) A quorum being present, the minutes of the preceding meeting shall be read, and, with the addition of any required corrections, approved;
- (b) Reports to the Congregation;
- (c) Unfinished business;
- (d) New business;
- (e) Elections; and
- (f) Adjournment.

Section 7: Board of Directors Meetings

Meetings of the Board of Directors shall be held monthly on a regular schedule on such day and week of the month as may be decided by the President or the Board of Directors. Other meetings may be held at such other times as the President or the Board of Directors may determine. A majority of the voting members of the Board of Directors shall constitute a quorum at all meetings of the Board of Directors. Other than for regularly scheduled monthly meetings, at least four (4) days prior notice shall be given to Board members for a Board meeting.

Section 8: Mail-in and Absentee Voting – In General

(a) At the Board of Directors' discretion, any action requiring the vote of the membership of the Congregation may be permitted by a mail-in ballot, except that a mail-in ballot shall not be used for the election of Directors unless there has been a failure to obtain a quorum at an Annual Meeting and a rescheduled Annual Meeting as provided in these Bylaws. For any such mail-in ballot, the Board of Directors shall determine a time by which ballots must be received at the offices of the Congregation in person or by mail. Ballots must be made available to each member sufficiently in advance of this date to permit the ballots to be returned in time. No ballots received after the time limit specified by the Board of Directors will be accepted or counted. The mail-in vote will be valid if the number of ballots received by the time

required is at least equal to the number of members required for a quorum if a meeting were held instead.

(b) At the Board of Directors' discretion, at any meeting requiring a vote of the membership, absentee ballots may be permitted for those members of the Congregation who certify, on or with their ballot, that they are unable to attend. For any such meeting, the Board of Directors shall determine a time by which absentee ballots must be received at the offices of the Congregation. Ballots must be made available to each member sufficiently in advance of this date to permit the ballots to be returned in time. No ballots received after the time limit specified by the Board of Directors or in these Bylaws will be accepted or counted. At the meeting, the number of absentee ballots received shall count towards the number of members needed for a quorum. Election procedures shall be established to ensure that members of the Congregation voting by absentee ballot on any question voted upon at a meeting do not cast duplicative votes in person at the meeting.

Section 9: Required Vote for Action by the Board of Directors

Unless the Articles of Incorporation of the Congregation, these Bylaws, or applicable law requires a higher percentage, at any duly called meeting of the Board of Directors at which a quorum is present, the affirmative vote of a majority of the members of the Board of Directors present at such meeting and entitled to vote shall be sufficient to take any action which may be taken by the Board of Directors at the meeting. The Board of Directors also may act by unanimous written (which shall include e-mail) consent of all of the members of the Board of Directors entitled to vote.

Section 10: Required Vote for Action by the Members of the Congregation

Unless the Articles of Incorporation of the Congregation, these Bylaws, or applicable law requires a higher percentage, at any duly called meeting of the membership of the Congregation at which a quorum is present, the affirmative vote of a majority of the members of the Congregation in good standing present at such meeting shall be sufficient to take any action which may be taken by the members of the Congregation at the meeting. The members of the Congregation also may act by unanimous written (which shall include e-mail) consent of all of the members in good standing.

Section 11: Proxies

Proxies shall not be used for any matter to be voted upon by the members of the Congregation.

ARTICLE VII EMPLOYEES, CONTRACTORS AND CONSULTANTS

Section 1: Clergy and Others

The Congregation may from time to time engage the services of one or more Rabbis, one or more Cantors, and one or more other persons to provide services to the Congregation consistent with the Articles of Incorporation and these Bylaws. Such individuals shall be employed or engaged under written contracts on such terms and for such compensation as the Board may determine, and on a full time or part time basis for such period of time as the Board may deem advisable.

Section 2: Clergy Selection Process

The process for selecting a Rabbi, Assistant Rabbi(s), and Cantor shall be as follows: The Board of Directors shall appoint a Clergy Selection Committee. The Committee shall consist of seven (7) members of the Congregation in good standing, not more than three (3) of whom shall be Directors at the time of appointment to the Committee. The Committee shall interview prospective candidates and make a recommendation to the Board. (In selecting an Assistant Rabbi or Cantor, the Board shall take appropriate steps to assure that the Rabbi is an integral part of the selection process.) The Committee shall invite all individuals whose candidacy the Committee wishes to advance, to be introduced to the Congregation through participation in one or more services announced to the Congregation for such purpose. Following this introduction and after members of the Congregation have been given the opportunity to express their views to the President and/or other members of the Board of Directors concerning the proposed candidate(s), and after receiving the recommendation of the Clergy Selection Committee, the Board of Directors shall make a recommendation to the Congregation. If the Board of Directors' recommendation is that the Congregation select one of the candidates, the Board of Directors, or a committee of the Board to which the Board has expressly delegated the authority, shall inform the recommended candidate of the contemplated terms of employment, and if the terms of employment are mutually acceptable to the Board or its delegated committee, and the recommended candidate, the selection of the recommended candidate to be the Rabbi, Assistant Rabbi or Cantor of the Congregation shall be submitted to a vote of the membership at a meeting called for that purpose. At any duly called meeting of the membership of the Congregation called for the purpose of approving the selection at which a quorum is present, approval of the selection shall require the affirmative vote of a majority of the members of the Congregation in good standing. The vote shall be conducted by written anonymous ballot. The Board of Directors may authorize absentee ballots for this meeting, and any member of the Congregation voting by absentee ballot shall be counted as present and voting at the meeting. The final terms of employment shall be subject to approval by the full Board of Directors.

Section 3: Contract Renewals

The Board of Directors shall develop and enforce policies governing renewal of contracts for all employees of the Congregation, taking into account the needs and views of the Congregation. Such policies shall include providing members of the Congregation with advance notice of the upcoming expiration of the term of any employment contract between the Congregation and a member of the Clergy who seeks renewal, extension or replacement of such contract, and an

opportunity to express their views to the President and/or the Board of Directors regarding such renewal, extension or replacement.

ARTICLE VIII COMMITTEES

Section 1: Standing and Special Committees

(a) The President may appoint standing or special committees as he or she may determine to be advisable, and shall determine the duties and functions of each committee.

(b) Committees shall consist of such members of the Congregation as the President may determine. At least one member of each committee, with the exception of a liaison committee, shall be a member of the Board of Directors.

(c) It is expected that each member of the Board shall be active on at least one major committee.

Section 2: Ex-Officio Committee Members

The President shall be an ex-officio member of each committee, standing or special, and may designate a Vice President as an ex officio member of such committee.

Section 3: Committee Chairpersons

The President shall appoint or approve a chairperson of each committee. The committee chairperson appointed or approved by the President may, but need not be, a member of the Board of Directors.

Section 4: Committee Reports

At least annually, each chairperson of a committee shall provide to the Board of Directors a written report of the committee's major activities since the last such report.

Section 5: Liaison Committee

The President, Rabbi and Cantor may convene a liaison committee, which shall consist of members of the Congregation who are not Directors. The President, Rabbi and Cantor each may appoint two members of the committee. The purpose of a liaison committee would be to facilitate agreement between or among members or groups of the Congregation, and/or agreement between or among members of the Congregation and members of the clergy, with conflicting views on a particular issue.

**ARTICLE IX
FISCAL YEAR AND FINANCIAL STATEMENTS**

Section 1: Fiscal Year

The fiscal year of the Congregation shall commence on July 1 and conclude on the succeeding June 30. The Board of Directors has the authority to change the dates of the fiscal year if it is deemed prudent to do so.

Section 2: Financial Statements

The Board of Directors shall cause annual financial statements for the Congregation to be prepared. Such financial statements shall be made available to members of the Congregation upon request.

**ARTICLE X
RELIGIOUS SCHOOL**

Section 1: Columbia Jewish Community School

The Columbia Jewish Community School is the official Congregational school. The Congregation is committed to supporting the school and to developing a close working relationship with the school board and staff.

Section 2: Nominations to the Columbia Jewish Community School Board

Nominations to the Columbia Jewish Community School board must be approved by the Congregation's Board of Directors.

Section 3: Approval of Columbia Jewish Community School Budget

The Columbia Jewish Community School budget must be approved by the Congregation's Board of Directors.

**ARTICLE XI
CONSTRUCTION**

The Board of Directors may designate a member of the Congregation to be the Interpreter of these Bylaws to whom the President or the Board may present questions for determination hereunder. This member shall not be a member of the Board of Directors by virtue of such designation and the term of this member shall end at the close of the first Annual Meeting of the

Congregation succeeding such designation. Any such interpretations shall be accepted as dispositive of questions presented.

ARTICLE XII AMENDMENTS

An amendment to these Bylaws, and any new Bylaws, may be proposed only by (a) a majority of the voting members of the Board of Directors, or (b) petition of the smaller of either fifty (50) members of the Congregation in good standing or ten percent (10%) of the members of the Congregation in good standing. A statement of such proposed amendment shall be distributed to all members at least ten (10) days prior to an annual or special meeting at which the amendment shall be considered. At any duly called meeting of the membership of the Congregation at which a quorum is present, called for the purpose of acting upon a proposed amendment to these Bylaws, adoption of any such proposed amendment shall require the affirmative vote of a majority of the members of the Congregation in good standing.