



E. Give evidence of agreement with the Congregation's doctrinal statement in their interview with the Membership Committee.

F. Have the approval of the Board of Elders. The Elders will carefully weigh the view of the Membership Committee.

SECTION III - REMOVAL:

The Board of Elders may remove any person at any time from the membership rolls for unworthy conduct, lack of attendance, or discontinuance of faith in the Messiah and in the Scriptures. Such removal shall be in accord with biblical principles of testimony and the judicial authority of the body of believers (Matthew 18).

SECTION IV - ANNUAL BUSINESS MEETINGS:

A. There shall be at least one annual business meeting of the entire membership.

B. The annual business meeting shall be conducted in the month of May.

SECTION V - VOTING:

Members may vote on the removal of elders or Executive Director/Rabbi, may as a group suggest candidates for elder ship, vote an disposition of property and amendments to by-laws.

ARTICLE IV - BOARDS OF ELDERS AND DEACONS

SECTION I - COMPOSITION:

A. Beth Messiah's Board of Elders shall be comprised of individuals as prescribed in the Bible which are members in good standing.

B. Beth Messiah's Board of Deacons shall be comprised of individuals as prescribed in the Bible which are members in good standing.

SECTION II - SELECTION:

A. The Board of Elders as a whole, or a designated part of the Board of Elders, shall serve as a Nominations Committee.

B. The Elders shall at least four weeks before the annual meeting present those whom they perceive as called to serve in the positions of Elder and Shamash. This process of nomination includes elders and shamashim whose terms have expired and who are eligible for reaffirmation. The Congregation shall have the opportunity to affirm or not affirm the nominees. Two-thirds affirmation from those who cast ballots at the meeting will be necessary before the assumption of the position.

- C. If affirmation is not forthcoming, the Elders may lower the set number of members on either board or may, through the Nominations Committee, present names at a future time to fulfill the positions. vacancies due to resignation or removal may also be filled by the same process. All names presented for affirmation shall be announced four weeks before any special affirmation meeting.
- D. The original selection of an elder or shamash (deacon) is for a three-year term or for the duration of the term of any elder or shamash who vacates his or her position.

SECTION III - DUTIES:

- A. The Board of Elders shall manage and direct the affairs of Beth Messiah, and within the limits of constitutional powers set forth herein, are the highest authority of Beth Messiah. They shall oversee all the various areas of congregational life.
- B. The Shotrim Board (deacons) shall oversee the Scriptural responsibilities assigned to them as well as other tasks assigned to them by the Board of Elders. The Shotrim Board shall be under the authority of the Board of Elders and shall regularly report to the Board of Elders.
- C. The Board of Elders shall have the power to appoint department heads and chairmen of standing and special committees.

SECTION IV - MEETINGS:

The boards of Beth Messiah shall meet as needed but will seek to usually meet on a monthly basis.

SECTION V - QUORUM:

If less than a majority of board members of either board are present, action taken shall be submitted to the other members of the Board of Elders by mail for their written approval.

SECTION VI - REMOVAL:

Elders may be removed at any time by a two-thirds majority of members present at a duly called meeting.

SECTION VII - MODERATORS:

The Spiritual Leader shall be the moderator of the Board of Elders and an ex-officio member of the Shotrim Board and all committees. Committee chairpersons shall moderate the meetings of their committees. The Shotrim Board shall be moderated by either an elder appointed

for this purpose or by a chairperson of this board who is appointed by the elders and who is a duly active member of the Shotrim Board. In making the selection of committee chairpersons and the Chairperson of the Shotrim Board, the elders shall seek to ascertain the sense of the various committees and the Shotrim Board as to whom they believe would make good leaders in these areas. All moderators and chairpersons shall be responsible to regularly report on their areas of oversight to the Board of Elders. Hence the elders shall ultimately oversee all projects and areas of congregational life and shall have the authority to approve, disapprove, and direct subject to the directives of Scripture and the limitations of this constitution.

#### SECTION VIII

No person who is ordained or who has served as a congregational Spiritual leader shall function in the capacity of a lay elder unless he relinquishes this ordination and assumes office as a regular lay elder among the rest of the lay elders.

#### ARTICLE V - THE EXECUTIVE DIRECTOR:

##### SECTION I - NOMINATION:

An Executive Director/Rabbi shall be determined by two-thirds of the Board of Elders and ratified by two-thirds of members present at a duly-called business meeting.

##### SECTION II - COMPENSATION:

The Executive Director shall be compensated in such an amount and with such benefits as determined by the Board of Elders and approved by a two-thirds majority of members present at a duly-called business meeting.

##### SECTION III - DUTIES:

- A. The Executive Director/Rabbi shall execute the directives of the Board of Elders and acts as its agent when it is not in session.
- B. The Executive Director/Rabbi shall have the prime responsibility for the successful operation of Beth Messiah. To this end, he shall aid and exhort its members to do their part in every way possible.
- C. He is an ex-officio member of every committee; with voice. As Spiritual Leader, his sense of leading shall be carefully and seriously considered. As moderator, however, he shall only vote in the meetings he moderates (elders and general congregational meeting) to break a tie.

SECTION IV - AUTHORITY:

- A. The Executive Director/Rabbi shall have the authority to make such purchases as he deems necessary for the functioning of Beth Messiah within the financial limits set by the Board of Elders.
- B. The Executive Director/Rabbi shall have the authority to engage, dismiss and to set the salaries of staff members of Beth Messiah with the approval of the Board of Elders.

SECTION V - REMOVAL:

The Executive Director/Rabbi of Beth Messiah may be removed upon the recommendation of the Board of Elders and the two-thirds approval of members present at a duly-called business meeting.

ARTICLE VI - FINANCES-

SECTION I - BANK ACCOUNT AND RECORDS:

Beth Messiah shall keep a bank account and maintain records of all of its finances.

SECTION 11 - DEPOSIT, CHECKS AND LOANS:

- A. Deposits may be made by the treasurer or the Executive Director/Rabbi.
- B. Checks may be drawn by any authorized member of the Board of Elders.
- C. Loans may be made for Beth Messiah in the amounts approved by the Board of Elders.

SECTION III - FISCAL YEAR:

The fiscal year of Beth Messiah shall be from January 1 to December 31.

SECTION IV - BUDGET:

An annual projected budget shall be prepared by the elders and approved by the congregation each May.

ARTICLE VII BUSINESS MEETINGS:

SECTION I RULES OF ORDER:

Roberts Rules of Order shall govern the parliamentary procedure at all business meetings.

SECTION II - QUORUM:

A quorum shall consist of those members present at a duly-called meeting.

SECTION III - A DULY-CALLED MEETING:

- A. A duly-called meeting of the Board of Elders is one in which the time and place of the meeting has been submitted in written form to each member of the Board of Elders at least three days prior to the meeting.
- B. Emergency meetings of the Board of Elders may be called and action confirmed at the next duly called meeting.
- C. A duly-called meeting of the entire membership of Beth Messiah is one in which the time, place and purpose of the meeting is announced at least seven days prior to the meeting.
- D. Business meetings or Board meetings may be called by either the Executive Director/Rabbi or a majority of the Board.

SECTION IV - RECORDS:

The Clerk or Secretary of the Board of Elders shall keep minutes of all elders' board meetings as well as congregational meetings. The minutes of each previous meeting shall be read to begin each session. The Shotrim shall also keep regular minutes of their meetings. These minutes shall be ultimately stored in the Congregational file.

Other Committees shall keep minutes sufficient for their orderly functioning.

ARTICLE VIII - AMENDMENTS:

SECTION I - SUBMITTAL:

By-laws Amendments must be submitted in written form to the Board of Elders by any regular member of Beth Messiah.

SECTION II - CONSIDERATION:

Amendments to the by-laws must be approved by a majority of the Board of Elders.

SECTION III - APPROVAL:

- A. Proposed amendments to these by-laws approved by the Board of Elders are to be sent to each member of Beth Messiah in written form at least seven days prior to a duly-called business meeting at which the amendments will be voted upon.
- B. The membership of Beth Messiah can then adopt the amendment(s) by two-thirds of the members present at the said duly-called meeting.

ARTICLE IX - DISSOLUTION:

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its individual 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 in Article II thereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislations, 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 provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all the assets in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt-organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.