

**CONSTITUTION OF THE**  
**SISTERHOOD OF TEMPLE SHOLOM,**  
**WOMEN OF REFORM JUDAISM**  
(Amended and Restated on May 3, 2011)

**Article 1**  
**NAME AND AFFILIATION**

**Section A. Name.** The name of this organization is the Sisterhood of Temple Sholom, Women of Reform Judaism (the “**Sisterhood**”).

**Section B. Affiliations.** The Sisterhood is an affiliate of Temple Sholom, Vancouver, British Columbia, Canada (the “**Temple**”), of the Women of Reform Judaism (“**WRJ**”), being the women’s agency of the Union for Reform Judaism, the central body for Reform Judaism in North America, and of the Women of Reform Judaism Pacific District (“**District**”), or their successor organizations.

**Article 2**  
**OBJECTIVES**

**Section A. Objectives.** The objectives of the Sisterhood are to foster and further the highest ideals of Judaism as expressed through the Temple; to promote closer fellowship among its members and, in cooperation with the Temple, be a mentor for religious, social and educational activities. The Sisterhood will work together with the Temple and support its activities.

**Article 3**  
**MEMBERSHIP**

**Section A. Eligibility.** Any woman who is a member in good standing of the Temple and willing to promote the objectives of the Sisterhood is eligible for membership in the Sisterhood.

**Section B. Associate Members.** Any woman willing to promote the objectives of the Sisterhood, but who is not a member of the Temple, is eligible for membership in the Sisterhood as an associate member. Associate members are entitled to all privileges of membership in the Sisterhood except those of making motions, of voting and of holding office.

**Section C. Honorary Members.** The Board (as defined in Article 7, Section A) has the discretion to designate honorary members of the Sisterhood from time to time and to determine the privileges of membership to which each honorary member is entitled.

## **Article 4 DUES AND FISCAL YEAR**

**Section A. Amount of Dues.** The Board has the authority to determine the amount of the annual membership dues for each fiscal year and the terms of payment.

**Section B. Fiscal Year.** The fiscal year of the Sisterhood is May 1<sup>st</sup> through April 30<sup>th</sup>.

**Section C. Other Dues.** The Sisterhood must pay national and district dues as set by WRJ and the District.

**Section D. Waiver of Dues.** Any member of the Sisterhood who is unable, because of financial hardship, to pay dues, may appeal to the Vice-President, Membership Development or the President for a waiver of payment of dues for that fiscal year.

## **Article 5 OFFICERS**

**Section A. Officers.** The President, the Executive Vice President, up to five Vice-Presidents, a Recording Secretary, a Corresponding Secretary, a Treasurer and a Financial Secretary are the officers (the “**Officers**”) of the Sisterhood.

**Section B. Term.** The Officers are elected by a majority vote of the members of the Sisterhood at a May general meeting and are to hold office for a term of two years commencing July 1<sup>st</sup> in that year.

**Section C. Eligibility.** Only a member of the Jewish faith in good standing of the Sisterhood and having been a member in good standing of the Temple for a period of at least six months (an “**Eligible Member**”) immediately prior to election is eligible for election as an Officer or a Trustee. The President of the Sisterhood must be of the Jewish faith and at least 19 years of age and be a member of the Temple in good standing for at least six months immediately prior to election. A member of the Sisterhood is deemed to be in good standing, except where such member has failed to pay or make arrangements to pay, within 60 days of a written request to do so, any outstanding dues to the Sisterhood.

**Section D. Successive Terms.** An Eligible Member may be elected for a maximum of two successive terms to one office, except that a Vice-President may be elected for more than two successive terms as Vice-President, where such Vice-President takes a different position (as set out in Article 8, Section D), after a maximum of two successive terms in one position. In circumstances where it is impossible to fill an office, the membership of the Sisterhood may, at a general meeting, elect the incumbent Officer who has held an office for two or more successive terms, to fill that same office for a further term.

## **Article 6 EXECUTIVE COMMITTEE**

**Section A. Membership.** The Executive Committee consists of the Officers and the immediate Past President of the Sisterhood (“**Immediate Past President**”).

**Section B. Spending Authority.** The Executive Committee has the power to expend a sum not to exceed in the aggregate 10% of the Sisterhood’s anticipated expenditures set out in the Annual Budget (as defined in Article 11, Section C) for the current fiscal year without prior authority from the Board.

**Section C. Policies and Regulations.** The Executive Committee has the power to create, adopt and implement policies and/or written manuals relating to the duties and responsibilities of the Officers, Trustees or Committee Coordinators or relating to any other function of the Sisterhood provided that such policies and/or written manuals do not contravene the provisions of this Constitution or the Constitution of the Temple.

## **Article 7 BOARD OF THE SISTERHOOD**

**Section A. Membership.** The Board of the Sisterhood (the “**Board**”) consists of the Executive Committee, up to ten trustees (“**Trustees**”), if any, elected at large by the membership of the Sisterhood, and the Standing Committee Coordinators (as defined in Section F below), provided that no person may be a member of the Board unless she is a member of the Sisterhood, a member of the Temple and of the Jewish faith.

**Section B. Voting.** Only members of the Board may make and second motions and vote at the Board meetings. The Board must decide all matters by a majority vote of Board members present at a Board meeting. Votes are by a show of hands or by any other method selected by the chair of such meeting. In the case of an equality of votes at a meeting of the Board, the chair of the meeting may cast a second or casting vote in order to break the tie.

**Section C. Participation of Others.** All past Presidents of the Sisterhood (excluding the Immediate Past President), honorary members, if any, and members of the Sisterhood currently serving as national or district officers or board members of WRJ or the District may attend Board meetings, but will not make motions or vote at the Board meetings in their capacity as such.

**Section D. Trustees.** Trustees are elected by a majority vote of the members of the Sisterhood at a May general meeting and are to hold office for a two-year term. Three Trustees are elected in even years and three Trustees are elected in odd years.

**Section E. Committees.** The Board establishes all standing committees of the Board, with the exception of the Budget Committee and the Nominating Committee. The Board

may also establish such special or ad hoc committees or task forces as the Board finds necessary. At the time of establishing a committee, the Board will determine which Vice-President, if any, is to oversee such committee. The Board has the power to discontinue or merge committees and to reclassify committees as standing or ad hoc committees.

**Section F. Committee Coordinators.** Where the Board establishes a committee, the President will appoint a committee coordinator for that committee, subject to approval of such committee coordinator by the Board. Coordinators of all standing committees (“**Standing Committee Coordinators**”) are appointed for a one-year term commencing July 1<sup>st</sup> in each year.

**Section G. Deemed Resignation.** A Board member who fails to attend three regular consecutive Board meetings, except for excusable cause, may be deemed to have resigned from the Board. The Board may, after the second such unexcused absence, give such Board member notice to this effect.

**Section H. Authority of the Board.** The Board must manage the affairs of the Sisterhood between general meetings of the membership.

## **Article 8 DUTIES OF OFFICERS AND TRUSTEES**

**Section A. President.** The duties of the President include:

1. presiding at all meetings of the general membership of the Sisterhood, the Board and the Executive Committee;
2. guiding the Board to set and fulfill goals of service to the Temple, the Sisterhood, WRJ, the District and the general community;
3. being an ex-officio member of all committees;
4. with assistance from the applicable Vice-President, recommending persons for appointment as committee coordinators for approval by the Board;
5. representing the Sisterhood on the Temple’s board and submitting reports to such board, as requested;
6. helping to develop leadership skills in the Board; and
7. performing all such other duties pertaining to the office of the President.

**Section B. Executive Vice-President.** The Executive Vice President serves as an aide to the President and assists the President as liaison with the Vice-Presidents and/or committee coordinators, as delegated by the President.

**Section C. Absence of the President.** The Executive Vice-President performs the duties of the President in the absence or inability of the President to act. Any one of the Vice-Presidents, as determined among them, performs the duties of the President in the absence or inability of the President and Executive Vice-President to act.

**Section D. Vice-Presidents.** A Vice-President holds one or more of the following positions:

1. Vice-President, Fundraising;
2. Vice-President, Membership Development;
3. Vice-President, Programming;
4. Vice-President, Social & Community Action; and
5. Vice-President, Marketing & Communication,

and in that connection, recommends, with assistance from the President, persons for appointment as committee coordinators for approval by the Board with respect to committees overseen by such Vice-President. Each Vice-President works with the applicable committee coordinators to set goals, activities, programs and budgets for the term.

**Section E. Recording Secretary.** The Recording Secretary attends Board, Executive Committee and general meetings of the Sisterhood, records proceedings at such meetings, prepares and distributes minutes of such meetings and keeps a record of such minutes, Treasurer's reports, budgets, calendars of events and the Sisterhood Constitution and amendments thereto.

**Section F. Corresponding Secretary.** The Corresponding Secretary sends out such mail, electronically or otherwise, to the Board, to the members of the Sisterhood and to others as requested from time to time by the President, the Executive Committee or the Board, and maintains current electronic distribution lists.

**Section G. Financial Secretary.** The Financial Secretary keeps a full and correct list of the members of the Sisterhood and pertinent information relating to each member. The Financial Secretary may issue annual membership cards and, with the Vice-President, Membership Development, coordinates the collection of annual dues and, where necessary, assists in the collection of outstanding dues.

**Section H: Trustees.** Each Trustee is expected to work on at least one committee during each year of her term of office.

## **Article 9 DUTIES OF TREASURER AND FISCAL AFFAIRS**

**Section A. Duties.** The Treasurer receives all the funds of the Sisterhood, pays properly authorized bills and keeps a record of all monies received and disbursed. The Treasurer deposits all funds, without delay, in the bank account designated by the Board.

**Section B. Signing Officers.** The signing officers for the Sisterhood's bank account are two of, the President, the Treasurer and one other designated member of the

Executive Committee. The Treasurer issues a cheque only when presented with a duly authorized voucher or on the direction of the Board. In the absence or incapacity of the Treasurer, then the President, the Executive Vice President, any Vice President or any other designated Executive Officer may issue cheques.

**Section C. Financial Reports.** The Treasurer prepares and submits current written financial reports in a form approved by the Executive Committee as follows:

1. monthly, to the Executive Committee, an itemized statement of income and expenses;
2. at each regularly scheduled Board Meeting, to the Board, a cash report; and
3. annually, for each fiscal year, to the Executive Committee, a financial report for such fiscal year (the “**Annual Financial Report**”), for approval prior to submitting it to the Board of the Temple for inclusion in the Temple’s annual financial report.

**Section D. Successor.** The Treasurer will deliver all records, monies and documents relating to the Sisterhood in the Treasurer’s possession to her successor at the time of installment of a new Treasurer.

**Section E. Emergency Spending.** In the event of an emergency, the President is empowered to spend a sum not to exceed, in the aggregate, \$250 in each fiscal year.

**Section F. Majority Vote for Expenditures.** All matters relating to the expenditure of Sisterhood funds must be approved by a majority vote of the Board, except as otherwise permitted in Article 6 Section B and Article 9 Section E of this Constitution.

## **Article 10 DUTIES OF COMMITTEE COORDINATORS**

**Section A. Membership.** The committee coordinators choose the members of and form their committees and convene and chair meetings of such committees.

**Section B. Committee Activities/Reports.** Committee activities function under the committee coordinators with such committee coordinators reporting on the activities of the committee to their applicable Vice-President, or in the absence of such Vice-President, to the Executive Vice-President.

## **Article 11 BUDGET AND FINANCE**

**Section A. Membership of Budget Committee.** The Board has a committee known as the Budget Committee and the members of the Budget Committee are, at least, the President, the Treasurer and another member of the Executive Committee. Any other

persons may be appointed to the Budget Committee on approval by the Board. Unless otherwise determined by the Budget Committee, the Treasurer serves as the chair of the Budget Committee and convenes meetings of the Budget Committee.

**Section B. Quorum.** A quorum for meetings of the Budget Committee consists of the President, the Treasurer and at least one other member of the Budget Committee.

**Section C. Annual Budget.** The Budget Committee is responsible to prepare and present to the Executive Committee, by no later than August 15th in each fiscal year, an annual budget for the fiscal year that commenced on the previous May 1<sup>st</sup> in the form required by the Executive Committee (“**Annual Budget**”) for review. After review by the Executive Committee, the Annual Budget is finalized and presented to the Board prior to the September Board meeting. The Annual Budget is then either ratified by the Board or, if required by the Board, presented to the membership of the Sisterhood at the next general meeting for ratification. Following such ratification, listed anticipated expenditures included in the Annual Budget require no further approval by the Board.

**Section D. Financial Report to Temple.** Upon a request by the board of the Temple, the Board will submit to the board of the Temple a financial report relating to the financial affairs of the Sisterhood. The Annual Financial Report prepared by the Treasurer must be approved by the Executive Committee prior to being submitted to the board of the Temple.

**Section E. Optional Independent Review.** The Executive Committee may require an independent review of the financial records of the Sisterhood at any time.

## **Article 12 NOMINATIONS AND ELECTIONS**

**Section A. Membership.** At the January meeting of the Executive Committee or the Board, the President appoints the Chair of the Nominating Committee who, if possible, is the Immediate Past President, or failing that, any past President of the Sisterhood. The Chair of the Nominating Committee appoints at least two additional members from among the general membership of the Sisterhood and together, they constitute the Nominating Committee.

**Section B. Report on Slate.** The Nominating Committee presents for approval to a March meeting of the Executive Committee, the proposed slate of Officers (as applicable that year) and/or Trustees for the next term. Following approval of the proposed slate by the Executive Committee, the Nominating Committee submits a report to the members of the Sisterhood in advance of the elections to be held at the annual general meeting in May, by having such proposed slate of Officers (as applicable that year) and/or Trustees mailed or distributed electronically to the members of the Sisterhood or published in an April Shofar of the Temple. The names so mailed, distributed or published by the Nominating Committee in advance of a May election, or failing that, presented by the

Nominating Committee to the members of the Sisterhood at the annual general meeting when the elections are to take place, constitute the official slate of Officers and Trustees. Additional nominations may be made at the annual general meeting from the floor provided the nominee has consented to act, in writing, or is present at the annual general meeting and agrees to act.

**Section C. Voting.** The Officers (as applicable) and Trustees for the next term are elected by a majority vote of the members at the annual general meeting of the members of the Sisterhood held in May each year. Whenever there is more than one candidate nominated for an office, the vote may be taken by any method selected by the chair of such meeting, unless a majority of the members present at the meeting require an alternate method.

**Section D. Filling Vacancies.** Any vacancy in the office of President is filled by the Executive Vice-President or, if she is unable to act, by any one of the Vice-Presidents for the unexpired portion of the term. Any vacancy occurring in any office (other than the President) or in the Board may be filled for the unexpired portion of the term by a majority vote of the Board.

### **Article 13 MEETINGS AND QUORUM**

**Section A. Annual General Meetings.** There shall be an annual general meeting of the members of the Sisterhood held in May of each year for the purpose of the election of Officers and Trustees. The Board determines the exact date, time and place of the annual general meeting.

**Section B. Special General Meetings.** Special general meetings of the members of the Sisterhood may be called upon the request of the President and must be called upon the written request of ten Eligible Members.

**Section C. Board Meetings.** Regular meetings of the Board are held monthly from September to May inclusive, unless otherwise determined by the Board.

**Section D. Special Board Meetings.** Special meetings of the Board may be called at the request of the President and must be called upon the written request of five Board members.

**Section E. Executive Committee Meetings.** The President may call Executive Committee meetings from time to time as required.

**Section F. Electronic Meetings.** Board meetings and Executive Committee meetings may be held by electronic means provided that every person can communicate with the other persons participating in that meeting.

**Section G. Quorum.** One-third of the members of the Board constitutes a quorum at any meetings of the Board and one-third of the members of the Executive Committee constitutes a quorum at any meetings of the Executive Committee. Ten Eligible Members present in person constitute a quorum at annual or special general meetings of the members of the Sisterhood.

**Section H. Lack of Quorum at Annual & Special General Meetings.** If within 30 minutes from the time appointed for an annual or special general meeting of the members of the Sisterhood a quorum is not present, the meeting, if convened on the written request of five Eligible Members, terminates; but in any other case, it stands adjourned to the same day in the next week, at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes from the time appointed for the meeting, the members present shall constitute a quorum.

## **Article 14 DELEGATES TO CONVENTIONS**

**Section A. Appointment.** Names of Sisterhood members for appointment as official delegates to attend conventions or assemblies of WRJ or the District are submitted for approval to the Board by the President. Only Eligible Members are eligible to be official delegates. The Sisterhood may have up to that number of official delegates permitted under the bylaws of WRJ or the District. The Board may also appoint the same number of alternates to the convention or assembly and an unlimited number of official visitors. Sisterhood members who are officers or board members of WRJ or the District attend in such capacity and may not serve as official delegates of the Sisterhood although they may serve as alternates or official visitors.

**Section B. First Official Delegate.** The President is the first official delegate to all conventions and assemblies of WRJ and the District, whenever possible. When such conventions or assemblies are to occur after the election by the Sisterhood of new Officers, then the incoming President is the first official delegate.

**Section C. Second Official Delegate.** A member of the Executive Committee is the second official delegate to all conventions and assemblies of WRJ and the District, whenever possible, and is chosen by the Executive Committee.

**Section D. Expenses.** Expenses of the first and second official delegates to all conventions and assemblies of WRJ and the District will be paid from a fund for delegate expenses (“**Delegate Fund**”) to be provided for in the Annual Budget, whenever financially feasible. The registration fee and, if possible, other related expenses, for additional official delegates and any Sisterhood member who is an officer or member of the board of WRJ or the District to attend conventions and assemblies of WRJ and the District are paid from the Delegate Fund as determined by the Board.

**Article 15**  
**WRJ AND DISTRICT OFFICERS AND BOARD MEMBERS**

**Section A. WRJ Board Meetings.** A member of the Sisterhood who is an officer or a member of the board of WRJ will be paid, whenever financially feasible for the Sisterhood as determined by the Board, for the minimum air fare or other transportation costs to attend all WRJ board meetings, if the cost for such transportation is not paid by WRJ.

**Section B. District Board Meetings.** A member of the Sisterhood who is an officer or a member of the board of the District will be paid, whenever financially feasible for the Sisterhood as determined by the Board, for the minimum air fare or other transportation costs to attend all the District board meetings, if the cost for such transportation is not paid by the District.

**Article 16**  
**AMENDMENTS**

**Section A. Procedure.** This Constitution may be amended at an annual or special general meeting of the members of the Sisterhood, provided that the proposed amendment has been submitted in writing to the Board at least sixty days before such meeting and has been circulated to the membership of the Sisterhood at least thirty days prior to the next general meeting. The Board may inform the membership of the Sisterhood of its opinion of such proposal. A vote in favour by two-thirds of the Eligible Members present is necessary for adoption. Upon adoption, an amendment immediately becomes a part of this Constitution.

**Article 17**  
**CONSISTENCY WITH TEMPLE BYLAWS**

**Section A. Consistency.** This Constitution and other regulations of the Sisterhood must be consistent with the Constitution, Bylaws and policies of the Temple. Where there is a conflict between this Constitution and the Constitution or Bylaws or policies of the Temple, the Constitution, Bylaws or policies, as the case may be, of the Temple, will prevail.

**Article 18**  
**PARLIAMENTARY AUTHORITY**

**Section A. Governance.** The rules contained in Robert's Rules of Order, Newly Revised govern the proceedings of all meetings. Where Robert's Rules of Order are inconsistent with any provision of this Constitution, the provisions of this Constitution prevail.

**AMENDED AND RESTATED WITH APPROVAL OF THE BOARD ON MARCH 20, 2011 AND ADOPTED BY THE MEMBERSHIP ON MAY 3, 2011.**