

**Revised
Constitution and Bylaws
of
Temple Sinai**

Preamble

Believing that Judaism is a religion which is perpetual in growth and development, we hold that while loyal to the fundamental teachings thereof, we have the right to be free to interpret and restate the teachings of Judaism of the past in the light of the present and that each succeeding generation of Jews should be free to form the truth entrusted to us by God. Therefore we shall follow the tenets of Reform Judaism and maintain affiliation with the Union of American Hebrew Congregations.

Believing further, that the power of the Temple for the common good depends, in part, upon the inherent rights of freedom of thought and of speech, both by its members and its pulpit, the membership of Temple Sinai resolves that its members shall not be limited in the freedom of thought and speech and that its pulpit shall be free to preach on behalf of the truth and righteousness in the democratic spirit according to the teachings of the Prophets.

Article I

Name and Organization

- Section 1 This Congregation shall be known as “Temple Sinai.”
- Section 2 Temple Sinai shall be constituted and maintained as a Texas non-profit corporation under the laws of the State of Texas appertaining to religious institutions.

Article II

Membership

- Section 1 Eligibility
- A. Any person, professing the Jewish faith, eighteen (18) years of age or older may be elected to voting membership in accordance with the procedures set forth herein. Membership in Temple Sinai is a privilege not a right.
- B. Each membership unit in good standing shall have one (1) vote. A membership unit shall be either an individual or a family. For the purposes of this article, the family shall mean one or more adults and their dependents. If, however, adult dependents of a family unit desire, such persons may apply for separate voting membership, if otherwise qualified under these by-laws. Voting members in good standing shall have the right to vote at meetings of the Congregation, enroll their children in Temple Schools, the right to hold office, and decide issues of policy governing the Temple, when such are presented to the Congregation. Where a family membership consists of both voting and non-voting members, only the party who would otherwise qualify as a voting member may vote the family’s vote.

C. A non-Jewish spouse, guardian, or child shall be considered a non-voting member and is otherwise welcome to share in fellowship of the Temple, including religious school privileges. Additionally, the Board of Trustees may in its discretion establish such other classes of non-voting membership(s) as it deems appropriate, including honorary and associate memberships.

D. A “member in good standing” is a member, of whatever class, that fully complies with the duties and obligations set for such class of membership by the Board of Trustees. In the case of voting members, this includes, but is not necessarily limited to, the obligation of keeping current in dues, pledges and other financial obligations to the Temple. A suspended member shall be deemed not in good standing during such period of suspension.

Section 2 Membership Procedure

A. A prospective member of any class, excepting only any honorary memberships granted by the Board of Trustees, shall make written application for membership on a form approved for such purpose by the Membership Committee. Thereafter the Membership Committee shall file its recommendation and forward the application and file to the Dues Committee. The Dues Committee shall review the application, recommendation, and file and shall forward the same to the Board of Trustees with its recommendation.

B. Membership shall be conferred upon a favorable majority vote of the Board of Trustees, and shall continue from year to year thereafter unless sooner terminated in accordance with the provisions of these By-Laws.

Section 3 Termination of Membership

A. Voluntary Termination. A member may resign membership at any time, provided however, that such resignation shall not relieve such member of his/her obligations for dues, pledges, or other accrued financial obligations to the Temple incurred prior to or during the current fiscal year.

B. Involuntary Termination.

i. Non-Payment: Any member who shall fail to pay in a timely fashion any dues, pledges, fees, or other financial obligations to the Temple shall be promptly served written notice of such deficiency, including the amounts of arrearage. The member shall be given thirty (30) calendar days to settle the deficiency, during which time the member shall not be deemed in good standing. If, by the end of such thirty (30) day period, such deficiencies are not settled, the member shall be suspended. If, by the end of thirty (30) days following such suspension the deficiencies are not settled, the member shall be notified via U.S. certified mail of involuntary termination of membership and the membership shall be terminated. Nothing hereinabove contained shall limit the discretion of the Dues Committee or Board of Trustees to make adjustment, compromise, or settlement with a member who is in arrears, in which event the change in good standing and/or suspension provision contained above may be waived in whole or in part.

ii. Disciplinary. A member may be suspended or the membership terminated if good cause is found to exist by the Board of Trustees, provided that such member shall be notified in writing, in advance of any

such action by the Board of Trustees, and of the reasons therefore, and shall be given the opportunity to appear in person, in writing, or through a representative and state a defense. Such action shall be taken only upon a two-third (2/3) vote of the Board members present.

iii. Involuntary termination or suspension shall not relieve the member of any financial obligations to the Temple, including accrued fees, pledges, dues, and charges as well as those incurred during the current fiscal year.

Article III Meetings and Elections

- Section 1 The annual general meeting of the Congregation shall be held on the fourth Sunday of the Month of April each year, unless otherwise specified by the Board of Trustees. Only voting members in good standing as described in Article II shall be allowed to vote and participate at the annual meeting. Written notice of the annual meeting shall be mailed to all members by the Secretary at least twenty-one (21) days prior to the date thereof. Said notice shall include a slate of officers and trustees as presented by the Nominating Committee. Said slate shall be submitted by the Nominating Committee to the Board of Trustees not less than thirty (30) days prior to the date of the annual meeting. At such annual meeting, the voting for any and all positions may be made by secret ballot if so requested by any voting member present. A majority of eligible votes shall determine the victor. Positions voted on shall include all officers and trustees whose terms shall expire as well as any replacement for vacant terms.
- Section 2 A. Special meeting of the Congregation may be called by the President or others as hereinafter provided, and at such special meetings, only such business for which the meeting was called shall be transacted, provided that 15 days advance notice shall be given to the membership or those parties affected.
- B. The President shall call a special meeting of the Congregation within 30 days of:
- i. receiving a written motion to do so passed by two thirds vote of the full Board of Trustees,
- or ii. receiving a petition to do so and signed by no less than twenty percent (20%) of the voting members in good standing of the Congregation.
- Section 3 A quorum for the transaction of business at any meetings of the Congregation shall be fifteen percent (15%) of the membership entitled to vote.
- Section 4 Proxy voting may be permitted by the Board of Trustees (including by electronic and/or telecommunication means), in which case the form and method provided for such proxy will be supplied by the President. Only another voting member or family member who would otherwise qualify as a voting member may be designated to represent and vote the proxy.
- Section 5 All meetings shall be conducted in accordance with Robert's Rules of Order. The President may appoint a parliamentarian for the Congregational meetings.
- Section 6 Unless otherwise provided, a plurality of those present and voting, a quorum being present, is sufficient to transact business.

Article IV
Officers and Their Duties

- Section 1 The officers of the Temple shall be:
- A. a President
 - B. at least one Vice President
 - C. a Secretary
 - D. a Treasurer
 - E. a Financial Secretary
 - F. Such additional offices as the Board of Trustees may from time to time establish. The Board of Trustees may likewise abolish such offices at the end of the current term of such office. Offices existing at time of the adoption of these By-Laws shall be deemed authorized hereunder.
- Section 2 Officers shall be elected at the annual meeting of the Congregation for a term of 2 years. No officer shall serve in the same elected position for more than three consecutive terms. Officers of the Congregation must be voting members in good standing.
- Section 3 The term of office for those officers listed or created under this Article IV, §1 shall commence the first day of the month succeeding the annual meeting.
- Section 4 Duties of the President
- A. The President shall be the chief executive officer of the Temple.
 - B. The President shall preside at all meetings of the Congregation and Board of Trustees.
 - C. The President appoint all committees not otherwise provided for in these By-Laws.
 - D. The President shall make a report to the Congregation at the annual meeting of the status of the affairs of the Congregation.
 - E. The President shall be a member of the Board of Trustees and an *ex officio* member of all committees.
 - F. The President shall perform such other duties as may, from time to time, be necessary to the proper functioning of the office of President.
- Section 5 The Vice President(s)
- A. Initially, the order of precedence among the Vice Presidents shall be as follows: Vice President of Ritual, Vice President of Education, Vice President of Long Range Planning. In the event other Vice Presidencies are created, then the President shall propose an order of precedence for such Vice Presidents subject to confirmation by the Board of Trustees.
 - B. A task description shall be established for each Vice President by the Board of

Trustees and the President.

C. The Vice Presidents shall, in order of precedence, assume the duties of the Presidency on an acting basis in the event the President is unavailable or until a vacant Presidency is filled.

D. The Vice Presidents shall assist the President and oversee such committees or functions as are conferred in these By-Laws or as may be assigned by the President.

Section 6 The Secretary

A. The Secretary shall keep a correct record of the proceedings of all general, special, and Board of Trustee meetings and shall perform such other duties as from time to time may be necessary for the proper functioning of the office. All of the Secretary's books shall be open at all reasonable times to the inspection of the Officers, Board of Trustees, or any other voting member of the Congregation. The Secretary shall, upon leaving office, surrender to the person who succeeds to the position, all books, papers, documents and records including the seal of the Congregation and all other effects in the Secretary's custody or possession and belonging to the Congregation.

B. The Secretary shall be the custodian of all records and documents, excepting those held by the Treasurer and the Financial Secretary.

C. The Secretary shall keep all records pertaining to terms of office.

Section 7 The Treasurer

The Treasurer shall:

A. Be the custodian of all financial papers, bonds, funds and other securities belonging to the Congregation.

B. Keep an accurate account of all receipts and disbursements.

C. Keep open for inspection by the officers and trustees at all reasonable times, all books and records belonging to the office of Treasurer.

D. Deliver a financial statement at each regular meeting of the Board of Trustees and deliver the financial books and records to the auditor as required.

E. On leaving office, surrender to the person succeeding to the office of Treasurer all monies, books, papers and documents and all effects whatsoever in possession or custody of the office and belonging to the Congregation.

Section 8 The Financial Secretary

The Financial Secretary shall:

A. Prepare and distribute dues statements and pledge forms.

B. Maintain membership records and serve as custodian for such records.

- C. Send IRS deduction letters.
- D. Report to the Board of Trustees monthly.
- E. Coordinate dues adjustments.
- F. Be responsible for collection of dues.
- G. On leaving office, surrender to the person succeeding to the office of Financial Secretary all monies, books, papers and records and all effects whatsoever in possession or custody of the office and belonging to the Congregation.

Article V Board of Trustees

- Section 1 The Board of Trustees (“Board”) shall consist of the officers provided for in Article IV hereof, together with such other trustees to be elected by the Congregation at the annual meeting and such additional *ex officio* trustees as are, or may be, provided for by these By-Laws. One-half of the Board shall constitute a quorum for the conduct of any business which may be brought before it. Unless otherwise provided by these By-Laws, a plurality of the Board members present and voting, a quorum being present, shall be required for Board action.
- Section 2 The Board of Trustees shall set the number of elected trustees, who shall be at least three (3) in number. The elected trustees shall serve a one (1) year term of office, such term commencing and ending as provided for in the case of officers in Article IV, section 3. No trustee shall serve in the same elected position for more than six consecutive terms.
- Section 3 The Board of Trustees shall designate specific responsibilities for each Trustee position at the time of the election.
- Section 4 Non-Elected Trustees
- A. The immediate past President who has completed at least one term of office shall be granted a two year term as an un-elected, *ex officio* trustee with full right to vote.
 - B. Any member of the Congregation who becomes an officer or board member of the Union of American Hebrew Congregations (UAHC) or of the Southwest Regional Council of the UAHC shall automatically become a member of the Board of Trustees with full right to vote.
 - C. The President of the Temple Sisterhood and Temple Brotherhood shall become *ex officio* members of the Board of Trustees with full right to vote, providing they are voting members of the Congregation in good standing.
- Section 5 The Board of Trustees shall be the supreme governing body of the Temple vested with the fullest powers granted by law. The elected Board members shall be elected at the annual meeting of the Congregation.
- Section 6 A. The Board of Trustees shall meet at least once a month. A special meeting of the Board shall be called by the President within ten (10) days after receiving a

written request thereof, stating the purpose of such meeting, and signed by not less than four (4) members of the Board.

B. In the event that any trustee is absent from two (2) consecutive meetings without just cause, acceptable to the Board, he or she may, by a two-thirds (2/3) vote of the Board, be suspended from membership thereon, and the office declared vacant. The President may, at any time, call a special meeting of the Trustees without written notice. However, it shall be the duty of the President to attempt to notify all Board Members in order to call a special meeting.

Section 7 Vacancies

A. The Board of Trustees by a two-thirds (2/3) vote of those present and voting, may remove any officer or trustee from office, good cause having been first shown. Notice must be served to the officer or trustee proceeded against. Such person shall be entitled to be heard by the full Board or by any smaller number thereof, at such person's request.

B. The Board of Trustees may fill any vacancies among elected officers and trustees, excepting that of President, which is provided for below. The disqualification from holding consecutive elective office as provided for in these Revised By-Laws shall be removed after an individual has not again held elective office for a period of one year.

C. If the office of the President shall become vacant, interim succession shall pass to the Vice Presidents in order of precedence, which Vice President shall serve as President Pro Tempore. The President Pro Tempore shall, within fifteen (15) days of assuming office, convene a meeting of the Nominating Committee who will report their recommendation to the Board of Trustees within 15 days. In the event the next regular general meeting of the Congregation is greater than ninety (90) days from the date of receipt the said report from the Nominating Committee, the President Pro Tempore shall call a special meeting of the Congregation to elect a new President.

D. Any such vacancies filled shall extend until the next regular Congregational general meeting and election. The Congregation shall then elect a replacement for the remainder of the regular term of the subject office.

Article VI Rabbis

Section 1 The Rabbi(s) shall be hired by the Board of Trustees with the advice and consent of the Congregation. Terms and conditions of said employment shall be defined in a written agreement between the Rabbi(s) and the Board of Trustees. The Congregation shall be permitted to meet and consider the initial hiring of the Rabbi(s) by the Board of Trustees and shall, by secret ballot, indicate its approval or disapproval of said hiring. All other employees shall be hired by the Board of Trustees.

Section 2 The Rabbi(s) [including any Rabbi Emeritus and any associate/assistant rabbi(s)] and the Rabbi's family shall be accorded a membership unit of the Congregation. The Rabbi(s) shall be deemed a non-voting *ex officio* member of the Board of Trustees and all standing committees except the Nominating Committee, the

Rabbi Review Committee, and the Dues Committee. None of the Rabbis or their families shall qualify as officers or trustees of the Congregation.

Section 3 The Rabbi(s) shall perform such duties as may be specified in his/her contract of employment.

Section 4 The approval of the head Rabbi shall be required for the initial hiring of any assistant rabbis, cantors, soloists or choir directors, and the Director of Education. The approval of such Rabbi shall not be unreasonably withheld.

Article VII Committees

Section 1 Special Committees may be appointed by the President.

Section 2 The following Standing Committees shall be filled pursuant to these By-Laws or otherwise by the President after installation of officers each year:

A. Executive Committee. The Executive Committee shall have the power to act upon all matters assigned to it by these By-Laws, all matters of the Board of Trustees which require action between regular monthly meetings of the Board of Trustees. The Executive Committee shall also have the power to exercise all general, limited or special powers and it shall have any authority delegated to it by the Board of Trustees.

i. The Executive Committee shall consist of all the Officers of the Congregation.

ii. A majority of the Executive Committee shall constitute a quorum. A plurality of the Executive Committee present and voting, a quorum being present, shall be required for Committee action.

iii. For any matters of the Board of Trustees which require action between regular monthly Board meetings, the Executive Committee shall disclose the actions taken at or before the next regular meeting of the Board of Trustees, and a record of such actions shall be kept by the Secretary with the minutes of that Board meeting.

iv. In addition to its other duties, the Executive Committee shall review senior staff and professional performance and compensation and such other personnel matters as may be referred to it by the Board of Trustees.

B. Dues Committee.

i. The Dues Committee shall be chaired by the Financial Secretary of the Congregation.

ii. It shall be the duty of the Dues Committee to examine and recommend initial setting of dues and adjustments thereto of members and pledges from members in accordance with the provisions of these By-Laws and to collect all said dues and pledges from members of the Congregation. In those instances where an applicant for membership in the Congregation lists another congregation as the previous affiliation, the Committee shall

verify that the membership is not in arrears.

C. Membership Committee.

i. The Membership Committee shall be chaired by the Membership Trustee of the Congregation.

ii. It shall be the duty of the Membership Committee to investigate and make recommendations on application for membership, and to promote such activities that would maintain the membership of the Congregation as well as the spirit of fellowship among its members. The Committee shall report new applications for membership to the Board of Trustees for final approval.

D. Building and Security.

i. The Building and Security Committee shall be chaired by the Building and Security Trustee of the Congregation.

ii. It shall be the duty of Building and Security Committee to keep the buildings and properties in good order and repair, to supervise and direct the use of the buildings of the Congregation, and to make such rules and regulations as may be necessary or advisable in connection therewith.

E. Education.

i. The Education Committee shall be chaired by the Vice President of Education.

ii. It shall be the duty of the Education Committee to make all regulations necessary for the governing of the educational program of the Congregation, including employment of teachers and adoption of the course of study.

a. The Education Committee shall consist of not less than five (5) members, excluding the Rabbi and any Cantor or Education Director who may be hired, who shall be *ex officio* members thereof. The Chairman shall be appointed annually by the President.

b. It shall be the duty of the Education Committee to supervise and administer the affairs of the Religious School, make all regulations necessary to govern same, determine policies, adopt curriculum and direct all activities of such school. This committee shall annually prepare a proposed budget for the operation of the Religious School and submit it to the Board of Trustees for approval and inclusion in the general budget.

c. The Education Committee shall plan for and provide programs of interest and educational experience to the members of the congregation.

d. The Education Committee shall oversee the activities of the Senior and Junior Youth Groups of the Congregation, including the

selection of advisors for both groups.

F. Ritual.

- i. The Ritual Committee shall be chaired by the Vice President of Ritual.
- ii. The Ritual Committee concerns itself with format and proper decorum of any religious service in the sanctuary, such as Shabbat, holidays, Bar-Bat Mitzvah, weddings, and funerals.

G. Nominating. In addition to the aforementioned standing committees, with approval of the Board of Trustees, the President shall appoint a Nominating Committee at the January meeting of the Board of Trustees which shall serve temporarily prior to the annual elections.

- i. The Nominating Committee shall consist of five (5) members of the Congregation in good standing including both Board members and non-Board members.
- ii. The Nominating Committee shall nominate one candidate for each position to be filled. Said candidate must be a voting member in good standing. The Nominating Committee shall verify member's status before offering positions to any candidate.
- iii. Selections of the Nominating Committee shall be reported to the Board of Trustees for approval. Notice of approved nominations shall be mailed to the congregation at least thirty (30) days prior to the annual meeting.
- iv. Nomination for any elective office may also be made by petition of 20 membership units in good standing of the Congregation, said nominations to be filed with the secretary at least fifteen (15) days prior to the annual meeting.
- v. Notice of nominations by petition must be mailed to all members of the Congregation at least ten days before the election.
- vi. Officers and trustees shall be elected at the annual meeting by a majority vote of the members present and voting.
- vii. There shall be no nominations from the floor at the annual meeting.

H. Employee Review Committees. Separate committees shall be established to annually evaluate the performance of the Congregation's employees and to set goals for the coming year. It is beyond the scope of these committees to offer salary or compensation suggestions for any given employee.

- i. Rabbi's Review. This committee shall consist of the President, the Vice President of Ritual, and a third member from the congregation (selected by the President) who is not already on the Board of Trustees.
- ii. Education Director's Review. This committee shall consist of the President, the Vice President of Education, the Rabbi and a fourth member from the congregation (selected by the President) who is not already on

the Board of Trustees.

iii. Other Professional Reviews. This committee shall consist of the President, an Officer of the Congregation (related to the function of said employee), the Rabbi and a fourth member from the congregation (selected by the President) who is not already on the Board of Trustees.

I. Fundraising Committee.

i. The Fundraising Committee shall be chaired by the Fundraising Trustee of the Congregation.

ii. It is the duty of the Fundraising Committee to plan, implement, and oversee events intended to raise money for the congregation. Such as the Annual Gala and various other programs designed to supplement the Temple's budget.

J. Long Range Planning Committee.

i. The Long Range Planning Committee shall be chaired by the Vice President of Long Range Planning.

ii. The Long Range Planning Committee concerns itself with the future status of the Congregation. This Committee is charged with foreseeing the future needs of the Congregation

K. Social Action Committee.

i. The Social Action Committee shall be chaired by the Social Action Trustee of the Congregation.

ii. The Social Action Committee is charged with raising the social conscience of the Congregation. This Committee is guided by the principal of *Tikkun Olam*. To that end, this committee plans events and programs meant to better our world.

L. Savings Provision. Any other Standing Committees authorized by previous Boards of Trustees prior to the adoption of these By-Laws are authorized to continue to operate until the Board reviews their status after the adoption of these revised By-Laws.

Article VIII
Dues and Finance

Section 1 The fiscal year of the Congregation shall begin on the first day of July of each calendar and end on the thirtieth day of June of the following year.

Section 2 A. All dues shall be due and payable on July 1st of each calendar year. Every member shall pay a minimum of fifty percent (50%) of the annual dues on or before the thirty-first day of July of each calendar year, or make satisfactory arrangements in writing to pay said amount, on or before the thirty-first day of July of each calendar year. The remaining balance of every member's dues are due and payable the thirty-first day of January each calendar year. The Financial Secretary shall have the discretion to approve alternate payment arrangements.

B. All pledges are due and payable in the manner prescribed in the member's application for membership.

Section 3 Any removed member may be reinstated by payment of the amount of the arrears due or payment of a compromise sum agreed upon by the Board of Trustees, on advice of the Membership and Dues Committees .

Section 4 If any member finds himself or herself in financial difficulty, he or she may appeal to the Dues Committee for the suspension or remission of dues or pledges. The Committee shall grant the request if an investigation discloses the worthiness of the petition. The Dues Committee may refuse to suspend or remit, in which case, the member shall have the right to appeal to the Board of Trustees.

Article IX Budget and Audit

Section 1 The Board of Trustees shall submit to the membership at each annual meeting, for approval, a proposed budget for the ensuing fiscal year. A copy of such proposed budget shall be included with the call of the meeting.

Section 2 The books of the Temple shall be audited by an independent CPA at the earlier of (a) every two years or (b) upon the termination of an incumbent Treasurer.

Article X Auxiliary Association

Section 1 Any auxiliary association must, before it is sanctioned by the Board of Trustees, submit to the Board full details of its projected organization and operations. Any auxiliary association approved by the Board shall thereafter be at all times subject to such restrictions and control as the Board may deem necessary. A Brotherhood and Sisterhood are auxiliary associations within the meaning of this Article.

Article XI General Provisions

Section 1 A. These By-Laws shall become effective immediately upon adoption by a two-thirds (2/3) vote of the Congregation present and voting.

B. Any incumbent officer or trustee (at the time of the adoption of these Revised By-Laws) shall be deemed to have completed one term of office at the next Annual Meeting of the Congregation.

C. Special Provision for the First Board After Adoption of these Revised By Laws.

This provision applies to the first Board of Trustees elected after adoption of these Revised By Laws. Three Officer positions shall be elected to an initial one year term. Said positions to be designated by the Board of Trustees prior to the elections.

- Section 2 These By-Laws may be amended at any annual meeting or at a special meeting called for that purpose when such amendment is passed by two-thirds (2/3) of the members present.
- Section 3 Amendments to these By-Laws may be initiated by any one of the following methods:
- A. The Board of Trustees may submit such amendments as it deems advisable at its discretion.
- B. Any member of the Congregation in good standing may submit a proposed amendment by filing a petition requesting the submission thereof signed by not less than twenty (20) percent of the membership of the Congregation in good standing. This petition must be filed with the secretary of the Congregation at least forty-five (45) days before the date of the annual meeting of the Congregation.
- Section 4 No part of the net earnings of the Temple shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Temple 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 the purposes as set forth in the Preamble. No substantial part of the activities of the Temple shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on the behalf of any candidate for public office. Notwithstanding any other provision of this document, the Temple shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (ii) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future tax code
- Section 5 In the event of the dissolution of the Temple, other than by merger or consolidation, the assets thereof remaining shall be distributed in accordance with Article 1396-6.02 of the Texas Non Profit Corporations Act (the "Act"), including dedication to an appropriate public agency to be used for purposes similar to those for which this Temple was created. In the event that such dedication is refused by such an agency, such assets shall be granted, conveyed, and assigned to any non-profit synagogue, association, trust, or other organization to be devoted to such similar purposes.
- Section 6 Upon the dissolution of the Temple, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction of the county or district in which the principal office of the Temple is then located, exclusively for such organization or organizations, as the said court shall determine, which are operated exclusively for such purposes. In the event of conflict with any other provision of this document, this section shall control.

Section 7 Consistent with the Act, the Temple shall indemnify every trustee or officer, his or her heirs, executors, administrators and personal representatives, against expenses actually and reasonably incurred by him or her, as well as any amount paid upon a judgment, in connection with any suit, or proceeding, criminal or civil, to which he or she is or may be made a party by reason of having been an officer or trustee of the Temple. The foregoing indemnification is being given since the officers and trustees will be requested to act by the Temple for the Temple's benefit. The subject indemnification shall not be exclusive of other rights to which the officers or directors may be entitled.

Certified A True and Correct Copy

President

Secretary

Passed by the Congregation on: April 28, 2002