

Resolution amending General Operating By-Law No. 1

WHEREAS Subsection 13.02 of General Operating By-law No. 1 of Kehillat Beth Israel Congregation provides for its amendment by Ordinary Resolution;

And WHEREAS the Board of Directors of Kehillat Beth Israel Congregation wishes to amend General Operating By-law No. 1 as set out below;

And WHEREAS Subsection 13.03 of General Operating By-law No. 1 of Kehillat Beth Israel Congregation provides that any By-law amendment requires confirmation by Special Resolution of the Members;

BE IT RESOLVED that General Operating By-law No. 1 of Kehillat Beth Israel Congregation be amended as follows:

- 1) Subsection 4.03 lines 1 and 2, delete the words “membership committee” and replace them with the words “Executive Director”;
- 2) Subsection 4.03 line 3, delete the words “membership committee” and replace them with the words “Executive Director”;
- 3) Subsection 4.03 line 5, delete the words “Chair of the membership committee” and replace them with the words “Executive Director”;
- 4) Subsection 4.03 line 6, delete the word “committee’s”;
- 5) Subsection 4.08 line 1, delete the words “Chair of the membership committee” and replace them with the words “Executive Director”;
- 6) Paragraph 5.14 (c), lines 1, 2 and 3, delete the words “the same rights as the Member by whom they were appointed including the right to speak at a meeting of Members in respect of any matter,” and replace with the words “the right”;
- 7) Paragraph 6.04 (g), delete the words “eight (8)” and replace with “nine (9)”;
- 8) Paragraph 7.02 (b) lines 1 and 2, delete the words “The First Vice President shall be the Chair of the Ritual Committee.”
- 9) Subsection 9.01, lines 3 and 4, delete the words “and, subject to sections 9.02, 9.03, 9.04, 9.05, 9.06, 9.07, 9.08 and 9.10 to elect its Chair”;
- 10) Subsection 9.03, insert at the beginning the following text “The Board shall appoint a Ritual Committee. It will be comprised of a minimum of five members. At least one member shall

be selected from the Board. A quorum shall consist of a majority of the members of the committee.”;

- 11) Subsection 9.03, lines 4 and 5, Delete the words “The 1st Vice President or their designate who is a Director approved by the Board shall be the Chair of the Ritual Committee. The Senior Rabbi and the Cantor shall be ex-officio members of the Ritual Committee.” and replace them with the words “The Board shall appoint one of the members of the Ritual Committee as the Chair. All members of the Clergy shall be ex-officio members of the Ritual Committee.”;
- 12) Subsection 9.04, delete in its entirety;
- 13) Renumber Subsections 9.05, 9.06, and 9.07 as Subsections 9.04, 9.05, and 9.06 respectively;
- 14) Subsection 9.08, delete in its entirety;
- 15) Subsection 9.09, delete in its entirety;
- 16) Subsection 9.10, delete in its entirety;
- 17) Subsection 9.11, delete heading and replace with the words “Other Committees”;
- 18) Subsection 9.11 line 1, delete the words “Working Group” and replace with the word “Committee”;
- 19) Subsection 9.11 line 3, delete the words “to a” and replace with the words “to another”;
- 20) Subsection 9.11 lines 5 and 6, delete the words “The Board shall appoint as the Chair of a Working Group, a member who is a Director.” and replace them with “The Board shall appoint the Chair of the committee.”;
- 21) Subsection 9.12 lines 2 and 3, delete the words “from amongst their number,”;
- 22) Renumber Subsections 9.11 and 9.12 as Subsections 9.07 and 9.08 respectively;
- 23) Insert a new Subsection 11.01 as follows:
 - “11.01 Vacancy
 - The Board shall ensure that the Executive Director position is not vacant or, if it is vacant, the time of vacancy in the Executive Director position is minimized to the greatest extent possible.”

- 24) Insert a new Subsection 11.02 as follows:
 "11.02 Replacement
 In the event the Executive Director position becomes vacant, the Board shall meet forthwith on an emergency basis for the purposes of appointing a person as Executive Director or Acting Executive Director."
- 25) Insert a new Subsection 11.03 as follows:
 "11.03 Relationship
 No Director or Clergy or any person related directly or indirectly to any Director or Clergy is eligible to be appointed as Executive Director or Acting Executive Director and the Board shall ensure that no such person is ever so appointed."
- 26) Subsection 11.01, line 1: Delete the words "if one is appointed" and the commas before and after those words; and renumber as Subsection 11.04.

These amendments to General Operating By-law No. 1 of Kehillat Beth Israel Congregation shall be effective from a date to be specified in the Special resolution of the Members approving these amendments.

Certified to be a true copy of Resolution of the Board of Directors of Kehillat Beth Israel Congregation passed at a meeting of the Board held on the 20th day of August 2020.

Jodi Gitter – Secretary