

PENINSULA SINAI CONGREGATION MEN'S CLUB CONSTITUTION AND BY-LAWS

PREAMBLE

We, the men of Peninsula Sinai Congregation ("PSC"), with a view towards supporting Judaism, do hereby join together and declare this to be our Constitution.

ARTICLE I

NAME

The name of the organization shall be the **PENINSULA SINAI CONGREGATION MEN'S CLUB** of Foster City, California.

ARTICLE II

PURPOSE

The purpose of this organization shall be to cooperate with PSC in stimulating Jewish religious activities; to foster cultural and educational advancement among PSC membership and the Jewish People at large; to support the Youth of PSC in both Jewish religious as well as cultural activities; to aid and assist the elderly of PSC; and to promote, through social interchange, the spirit of Men's Club comradeship.

ARTICLE III

MEMBERSHIP

Any male, age 18 or older, who has expressed the willingness to subscribe to the aims and purposes of the PSC Men's Club shall be eligible for membership.

ARTICLE IV

DUES

The Men's Club receives funding from PSC to support its general activities on an ongoing basis. Some Men's Club events may be held as fundraisers to further support the club's objectives. Thus, there are no dues assessed to members.

ARTICLE V

OFFICERS

1. The officers shall be a president, vice-president, secretary, treasurer, Men's Club Representative to the PSC Board, and the immediate past president, all of whom shall constitute the Executive Board. To qualify as an officer, one must be a member in good standing of PSC. The Men's Club Representative to the PSC Board shall only vote at Men's Club Executive Board Meetings in the event that there is a tie between the other present and voting members.
2. The duties of the officers shall be those usually incumbent upon their respective positions and all officers shall serve for a term of two years.
3. The Rabbi, Cantor, and the President of PSC shall be ex-officio members of the Executive Board.
4. The President of the PSC Men's Club may recommend to the Executive Board the removal of a Board member after showing just cause. His removal from the Board is subject to a two-thirds (2/3) vote of the general membership after due notice and an opportunity to answer any allegation

of misconduct. In the event that a Board member wishes to recommend the removal of the President, a two-thirds (2/3) vote of the Executive Board (not including the President) is required to subsequently present the removal recommendation to the general membership for a vote.

ARTICLE VI ELECTIONS

1. The President shall select a Chairman of the Nominating Committee from the general membership of the PSC Men's Club.
2. The Nominating Committee shall report to the Executive Board its list of nominees in order to be presented to the regular membership at the annual meeting.
3. To ensure continuity of the Board, two Board members shall be elected at each odd year annual meeting and two shall be elected at each even year annual meeting. The Nominating Committee shall present a minimum of two (2) names to be voted upon at each annual meeting.
4. Other nominations may be presented from the floor at the annual meeting by any member in good standing.
5. The annual election shall take place at the annual meeting of the general membership, typically in May. Only members in good standing shall be permitted to vote. Voting by proxy shall be prohibited; however, any member in good standing may request an absentee ballot in writing from the Secretary no later than three (3) weeks prior to the election. It is said member's responsibility to return the absentee ballot in time to be opened at the election.
6. Where there are only two nominees for the two director positions, any member may request a unanimous vote at the annual meeting for said nominees.
7. The fiscal year of the PSC Men's Club shall be from June 1 through May 31 of the following year.
8. At the first Board meeting after elections, the Board shall decide by majority vote which Board member shall assume which office.
9. The Treasurer shall be responsible for filing any and all reports required under the laws governing nonprofit organizations.

ARTICLE VII COMMITTEES

1. Committees to address specific needs of the PSC Men's Club may be created from time to time by the President with the approval of the Executive Board.
2. Each committee may have sub-committees, as necessary, and each chairman will report on the activities of his committee at each general meeting.

ARTICLE VIII MEETINGS

1. Regular meetings of the PSC Men's Club shall be held at such time and place as the Executive Board may designate. At a minimum, an annual general membership meeting will be held to conduct the annual elections. Typically, this annual election will take place in May, ahead of the change in fiscal year.
2. The Executive Board meetings shall be held with a target frequency of at least bi-monthly at a time and place designated by the Executive Board. All members of the PSC Men's Club may attend these meetings.
3. Special meetings of the PSC Men's Club may be called by the President or three (3) members of the Executive Board, or by five (5) members in good standing, upon written notice to the Secretary at least two (2) weeks in advance of such meeting. Special meetings of the Executive Board may be called by the President or any two (2) members of the Executive Board upon written notice to the Secretary at least two (2) weeks in advance of such meeting.

4. Three Executive Board members shall constitute a quorum.
5. In General Membership Meetings, the quorum shall be the Executive Board quorum plus five (5) members in good standing.
6. The Executive Board may elect to hold over any action for general membership approval at the next general meeting.
7. Notice of Meetings:
 - (A) Notification of any changes in dates, location or purpose of each regular or special meeting shall be made at least one (1) week prior to that date. Unless notified of a change, the published tentative dates will be presumed to be correct.
 - (B) Notification of meetings shall be made in the most convenient manner, which can include, but is not limited to, publishing in PSC'S Bulletin, publishing in any bulletin of the PSC Men's Club, e-mail, U.S. Mail, telephone, signs placed on or about the tentative meeting location or by any other reasonable means.
 - (C) All Executive Board members shall receive notification in the same like manner as general members at least one (1) week prior to said meetings.

ARTICLE IX PARTICIPATION OF THE PSC MEN'S CLUB ON THE PSC BOARD

In the event the PSC Men's Club is recognized as a voting Member of The PSC Board of Trustees:

The PSC Men's Club Board shall recommend the Men's Club representative to be put forward for election to the PSC Board. Upon election, the Men's Club representative shall attend all PSC Board meetings and Assigned Committee Meetings and in all respects faithfully represent the interests and desires of the PSC Men's Club. This representative to the PSC Board must be a member in good standing of both the PSC Men's Club and PSC.

All PSC Board issues or resolutions pertaining to, or affecting This PSC Men's Club Constitution, shall be first presented to and subject to a majority approval by the PSC Men's Club Board, and if no majority approval is obtained, shall be submitted for a majority approval by the PSC Men's Club General membership, before the official approval or denial of said Resolution or Issue become official.

ARTICLE X TERMINATION OF MEMBERSHIP FROM PSC MEN'S CLUB

Any member whose conduct is such as to make his further affiliation with the PSC Men's Club undesirable, may be expelled by a majority vote of the general membership at a regular meeting. Recommendation for expulsion must be submitted in writing to said member by the Executive Board and said member shall have the option of presenting his position at the next general meeting before any vote is taken. Such member shall not participate in the vote and shall not be present during any discussion of the allegations presented nor the actual vote itself.

The vote, which shall be by secret ballot, shall contain the following language: "Shall (name of member) be expelled from membership of the PSC Men's Club? _____ yes _____ no"

ARTICLE XI AMENDMENTS

1. Any section of this constitution may be amended by the following procedures:
 - (A) Amendments shall be presented at any regular or Executive Board meeting.

(B) An amendment may be adopted by a majority of members present and voting at a general meeting. Alternatively, an amendment may be adopted via a general membership mailing which shall be sent to all members in good standing, with a ballot enclosed which shall be returned within three (3) weeks of the postmark. In either case, a simple majority of ballots cast shall be required for passage, provided that a quorum (as defined in Article VIII, Item 5) exists.

2. This constitution and by-laws shall be reviewed not less than every five (5) years by the Executive Board.