

Constitution of the Congregation known as “Kehillat Ohel Avraham”

Name, powers and objects:

1. The name of the Congregation shall be “Kehillat Ohel Avraham”.
2. The Congregation shall be constituted for the furtherance of charitable objects, namely to conduct Divine Services, to provide for the religious needs of its members, and to foster the spirit and practice of Judaism. All communal activities shall be carried on in accordance with orthodox Jewish law. The Congregation is committed to the recognition of the human rights of everyone.
3. The Congregation shall be empowered to acquire and dispose of property, to raise funds from its members and the wider community, and to borrow money for the purposes of these objects. It shall also be empowered to co-operate with other charities, voluntary bodies, and statutory authorities operating in furtherance of its objects or of similar charitable purposes and to exchange information and advice with them, and to do all such other lawful things as are necessary for the achievement of these objects. In raising funds the Congregation shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law. The affairs of the Congregation shall be managed and administered by a Committee as set out in the relevant Clauses below.

Conditions of membership

4. Membership shall be available as follows:
 - (i) Anyone who is halachically Jewish may on payment of an annual subscription fixed by the Committee become and remain a member of the Congregation provided that his or her application for membership shall not have been declined by the Committee.
 - (ii) Subject to (i) above, family membership shall be deemed to include the halachically Jewish children of the member concerned who have not yet reached the age of 21 years, and the spouse of the member, where applicable.
 - (iii) The Committee may accept any person sympathetic to the aims and objectives of the Congregation as a Friend of Kehillat Ohel Avraham at a reduced subscription. Friends of Kehillat Ohel Avraham are not entitled to vote at any General Meeting of the Members or to be members of the Committee.
5. The Committee may accept payment of subscriptions below the agreed amount in individual cases or in general for full time students. Where membership terms and conditions were agreed in the past otherwise than as set out in Clause 4 above, these shall be dealt with on a case by case basis.

6. The Committee shall have the power to revoke the membership of any member who is more than one year in arrears with payment of any sum due to the Congregation. Such power may not be exercised unless the member has been served with not less than thirty days' written notice of the intention of the Committee and unless due consideration has been given to the circumstances of the member and appropriate action has been taken to assist the member concerned to maintain his or her payments.

7. The Committee shall have the power to revoke the membership of any member and to require any individual to cease attending religious services and events organised by the Congregation for any action or omission seriously damaging to the wellbeing of any number of other persons or to the reputation or property of the Congregation. Unless there are exceptional circumstances, such power shall be exercised only after the member or individual concerned has received written warning in accordance with Clause 31 and has been given sufficient time to change his or her ways.

Rights of Members

8. Every member shall have the right to vote at General Meetings, to be elected onto the Committee, and to be enrolled as a member of any Burial Society to which the congregation is affiliated subject to compliance with the rules of the said Society and to payment of such Burial Society contribution as the Committee shall determine. With the exception of children who are included in family membership in accordance with Clause 4 (ii), at General Meetings each member shall have one vote per individual.

Committee

9. The first Committee shall be elected at a Meeting of Members called for that purpose. Thereafter, elections to the committee shall be held at each Annual General Meeting. The Committee shall consist of a Chair, a Secretary, a Vice Chair, a Treasurer, a Services Coordinator, and three other members. If not re-elected as Chair, the outgoing Chair shall continue to be a member of the Committee for one year, to ensure continuity. Each member of the Committee may offer himself or herself for re-election at each Annual General Meeting, provided that no person may serve on the Committee for more than 10 consecutive years.

10. Five of the members of the Committee shall constitute a quorum for the transaction of all business. In the event of the number of Committee members falling below five, an Extraordinary General Meeting of Members shall be called within seven days for the purpose of filling the vacancies on the Committee. Such a Meeting will comply where appropriate with Clauses 14, and 23 to 30 below.

11. Any member with voting rights as defined in Clause 8 shall be eligible for election to the Committee. No person who would be disqualified as a Charity Trustee under Charity Law shall be eligible for election to the committee. Any member of the Committee who becomes ineligible to serve as a Charity Trustee as aforesaid or who ceases to be a member of the Congregation shall immediately cease to be a member of the Committee.

12. A member of the Committee who notifies in writing to the Committee a wish to resign, or who is absent without the permission of the Committee from all its meetings held within a period of six months, shall cease to be a member of the Committee. If both the Chair and Vice Chair cease to hold office, the remaining members of the Committee shall choose one of their number to chair all meetings until the next Annual General Meeting, subject to Clause 10 above.

13. The Committee shall be responsible for the administration of the affairs of the Congregation and shall also serve as Trustees as defined by charity legislation. They shall submit to the members an Annual Report and Accounts at each Annual General Meeting. They shall not be remunerated in any way for their services nor shall they acquire any interest in any property belonging to the Congregation (otherwise than as Trustees) or be interested (otherwise than as members of the Committee) in any contract entered into by the Committee.

14. The Committee shall hold no less than four ordinary meetings a year. An extraordinary meeting of the Committee must be called by the Chair on the written request of three committee members, stating their reasons, within seven days of receipt of such a request. Agenda for all Committee meetings must be submitted to the Secretary in writing not less than 7 days prior to the meeting and circulated to the Committee members by the Secretary not less than 3 days prior to the meeting. As a general rule, all meetings of the Committee and of the Members should be called within seven days of receipt of a formal request for a meeting, and notice of meetings should be not less than 21 days nor more than 30 days.

15. Decisions of the Committee shall be taken by majority vote or in the event of a tie by the casting vote of the Chair or the Vice Chair in the Chair's absence. Minutes shall be kept of all Committee meetings.

16. The Committee shall make no grant in excess of ten per cent of the annual income of the Congregation to any individual or organisation, or borrow in excess of eighty per cent of its annual income, without the approval of the Members in General Meeting.

17. For as long as the Congregation is not constituted as a Limited Company, the Committee shall be empowered to appoint not less than three individuals as Holding Trustees, who shall not be members of the Committee, in whose name the property of the Congregation may be held. The Holding Trustees shall be entitled to attend and speak, but not vote, at all Committee meetings, and must act on the instructions of the Committee.

18. The Committee shall be empowered to appoint one or more sub-committees for specific purposes and to co-opt persons not being Committee members onto such sub-committees. All acts and proceedings of any such sub-committees shall be fully and promptly reported to the Committee. Members may be co-opted onto the Committee to

perform specific tasks for such a period of time as the Committee consider necessary for the proper performance of the task concerned.

Finance

19. Any monies received for the account of the Congregation shall be paid into its bank account, which shall be in the name of the Congregation. Cheques shall be signed by two Committee members. The signatories of the cheques shall not be related, or otherwise closely connected, to one another. Payments shall be approved by the Treasurer or in his absence the Chair or Vice Chair.

20. The funds belonging to the Congregation shall be applied only in furthering its objects. The Treasurer shall not make any payments outside of the normal expenses of the Congregation without the consent of the Committee or in case of emergency the Chair or Vice Chair. Normal expenses shall be listed in a separate document that shall be available for examination by the Members but shall not form part of this Constitution.

21. The annual Accounts of the Congregation shall be examined by a qualified Chartered or Certified Accountant in accordance with Charity Law and shall comply with generally accepted accounting practice for charitable organisations. The Committee shall comply with the obligations of Charity Law with regard to keeping accounting records, and with preparation of an Annual Return and Report and Accounts and transmission of such documents to the Charities Commission.

Rabbi

22. The Congregation shall be empowered to appoint a Rabbi under whose guidance all its religious activities shall take place. Such appointment shall be by means of a General Meeting of the Members. All terms and conditions of such appointment shall be by agreement between the Rabbi and the Committee, and shall be in writing. The post of Rabbi may be shared between one or more individuals, and shall be available only to persons with orthodox Jewish Semicha.

General Meeting and Elections

23. An Annual General Meeting of the Members shall be held in January each year or as soon as possible thereafter to receive the Report and Accounts of the Congregation, and to elect members of the Committee. The Committee shall appoint a Returning Officer, who shall be neither a Committee member nor a candidate for election, to supervise the election. Notice of the Meeting shall be sent to all members in accordance with Clause 14 prior to the meeting stating the date, time, and place of the Meeting and enclosing a list of members of the Congregation and a Form of Nomination. Forms of Nomination should be returned to the Secretary not less than 14 days prior to the Meeting. No person may be nominated for more than one Committee position at the same election, other than in accordance with the procedure outlined in clause 30.

24. Motions for the Meeting must be given to the Secretary in writing not less than 14 days prior to the Meeting, and they shall be circulated to the Members not less than 7 days prior to the Meeting together with the Agenda for the meeting, a list of candidates standing for the Committee, and a copy of the Accounts. At the meeting all decisions shall be taken by means of majority vote of the Members.

25. Where nominations exceed vacancies, elections to the Committee shall be carried out by secret ballot, with appropriate provision for postal voting. The ballot shall be under the control of the Returning Officer and, if the Returning Officer so requires, one or more scrutineers for the purpose of counting votes. The Returning Officer shall be responsible for the availability of sufficient voting papers for the purpose. The findings of the Returning Officer shall be final. In the event of a tie, the outgoing Chairman shall have the casting vote.

26. The quorum for a Meeting of Members shall be one tenth of the total number of members entitled to attend and vote, or ten members, whichever is the greater number.

27. The Secretary or other person appointed for the purpose by the Committee shall keep a complete record of proceedings at every General Meeting of the Congregation.

28. The Secretary shall call a Meeting of Members at the written request of 10 per cent of members entitled to vote, such a request to define the object of the meeting. Such a meeting must be called within 7 days of receipt of the request from the members. No other matters may be discussed at that Meeting. The Secretary may call a Meeting of the Members for a specific purpose. Only matters relevant to that purpose may be discussed at that Meeting. Notice shall be given to the members in accordance with Clause 14.

29. Joint candidature, namely two persons sharing a Committee position, will be accepted only for Chair, Vice Chair, or Services Coordinator, and not for any other position. If one half of a joint candidature ceases to be a Committee member, the other half may continue as a Committee member. If a pair of joint candidates cannot agree between themselves on a decision for a vote, their vote shall default to an abstention. If this vote is the casting vote in a tied motion, the motion will be decided by a casting vote from the Vice Chair. If the Vice Chair also abstains, the Secretary shall have the casting vote.

30. Elections to the committee will be in alphabetical order, namely Chair, Secretary, Services Coordinator, Treasurer, Vice Chair, and then the untitled positions. A candidate who stands for a titled position and loses the vote may be nominated immediately as a candidate for one of the untitled positions. No other immediate nominations will be accepted unless the incumbent committee unanimously agree. Speeches for contested positions will last no more than three minutes per candidate, and for this purpose a joint candidate shall count as one candidate.

Notices

31. Any notice that must be served on any member shall be in writing. Notice served by post shall be deemed to have been received by the relevant member within ten days of posting.

Alterations

32. No alteration shall be made to this Constitution except by means of a Meeting of the Members called in accordance with Clause 28. Notice of such a Meeting must specify the alteration to be considered and the reason for suggesting such an alteration.

33. Resolutions to alter this Constitution shall not be effective unless passed by not less than two thirds of the members present at the Meeting. The Committee must promptly send a copy of any amendment to the Charity Commissioners.

34. No amendment may be made to Clauses 1, 2, 13, 36, or this Clause without the prior written consent of the Charity Commissioners.

35. No amendment may be made which would cause the Congregation to cease to be a charity at law.

Dissolution and other matters

36. If the Committee decides that it is necessary or advisable to dissolve the Congregation it shall call a meeting of the Members as set out in Clause 28 above. If the proposal is confirmed by a two-thirds majority of those present and voting the Committee shall have the power to realise any assets held by or on behalf of the Congregation. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution as the Members shall determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts for the final accounting period of the Congregation must be sent to the Charities Commission. In the event that the membership of the Congregation falls below ten members eligible to vote at Meetings, the Congregation must be dissolved.

37. Until the first Annual General Meeting takes place this constitution shall have effect as if references in it to the Committee were references to the persons whose signatures appear at the bottom of this document.

38. In the event of a dispute that the Committee cannot resolve under this Constitution, all parties to the dispute shall jointly apply to a recognised and competent Jewish body for arbitration. The decision of that body shall be final and binding on all parties. If the parties to the dispute cannot agree to whom they should apply, the Court of the Chief Rabbi (known as the London Beth Din) shall be asked to appoint an arbitrator, whose decision shall be final and binding on both parties.

39. This Constitution shall be interpreted in accordance with the laws of England.

Signed.....

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Dated.....