

SYNAGOGUE BEIT HASHEM

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BYLAWS

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ARTICLE I - NAME, PURPOSE AND STATUS

Section 1: **NAME.** **SYNAGOGUE BEIT HASHEM** is an association of believers in the Jewish Messiah. It is referred to herein as "Beit HaShem."

Section 2: **PURPOSE.** It shall be the aim and purpose of Beit HaShem:

2.1 To engage in such exclusively religious, educational and charitable activities of any kind or nature whatsoever as will permit qualification for exemption from taxation under Section 501 (a), as an organization described under Section 501 (c), of the Internal Revenue Code of 1986, as amended, or any successor, similar statutes.

2.2 To embrace all elements essentially loyal to traditional Judaism, with its objectives being to:

2.2.1 Advance the message of the Jewish Messiah to Jews and Gentiles (Romans 1:16)-"For I am not ashamed of the Good News, since it is G-d's powerful means of bringing salvation to everyone who keeps on trusting, to the Jew especially, but equally to the Gentile.";

2.2.2 Maintain Jewish tradition in its historic context;

2.2.3 Assert and establish loyalty to Torah and the B'rit Chadashah and their historical exposition;

2.2.4 Further the observance of the Sabbath, the dietary laws, and the feast days as cited in Torah;

2.2.5 Preserve in the service the reference to Israel's past and its future;

2.2.6 Maintain the traditional character of the liturgy, with Hebrew as the language of prayer;

2.2.7 Foster the home as expressed in traditional observances;

2.2.8 Encourage the study of the Hebrew language and literature shall be given a prominent place, both as the key to the true understanding of Judaism and as a bond between Jew and Gentile in Messiah; and

2.2.9 Encourage members to involve themselves in matters of social justice, public policy and other social concerns as a reflection of the will of G-d.

Section 3: **STATUS.**

3.1 This organization was founded by Harry Swasey and Steven Jacob Mojecki on August 16, 1997 to promote Messianic Judaism in the Harrisburg Area and beyond. Harry Swasey and Steven Jacob Mojecki and their associates and successors, were "constituted a body corporate in perpetuity" and were granted all powers conferred upon non stock corporations under the general corporation law.

3.2 The earnings and assets of Beit HaShem shall be irrevocably dedicated for religious, educational and other charitable purposes, and no part thereof shall enure to the benefit of any private person, except only for payment of reasonable compensation for services rendered and other payments in furtherance of its purpose.

3.3 No substantial part of the activities of Beit HaShem shall be the carrying on of propaganda or otherwise attempting to influence legislation, nor intervene in any political campaign involving a candidate for public office.

3.4 Upon liquidation or dissolution, or other cessation of operations, none of its assets shall enure to the benefit of any private person, but only to another organization duly organized and qualified as tax exempt under Section 501(a) of the Internal Revenue Code of 1986, as amended, or any successor, similar statutes.

ARTICLE II - ORGANIZATIONS AND AFFILIATIONS

Section 1: **ORGANIZATIONS.** All societies, fellowships, or organizations affiliated with Beit HaShem shall be under control of and considered a part of Beit HaShem and shall make written reports to the Leadership Council and to the Annual Meeting. Moreover, they shall coordinate their program with the Leadership Council, keeping it informed and seeking its advice (see Article IV Section 2)

Section 2: **AFFILIATIONS.** Beit HaShem may join or affiliate itself with local, regional or national non-profit organizations if so voted by the Leadership Council and members, provided a member of Beit HaShem is elected by the Leadership Council and members as an official representative of Beit HaShem to that organization. Decisions made by such an organization shall not be binding upon Beit HaShem except by a vote of the Leadership and members at a duly-called meeting.

2.1 Other nonprofit organizations comprised of believers in Messiah (men, women or youth) whose purpose and objectives are consonant with the purpose of Beit HaShem, as may be approved as an Affiliate by a vote of the Leadership Council and members.

ARTICLE III - MEMBERSHIP QUALIFICATIONS AND DISCIPLINE

Section 1: Those persons of age 13 and older who have accepted the Jewish Messiah Yeshua and live in accord with the principles of Torah and the B'rit Chadashah shall indicate their desire to be a member to the Council of Elders and after meeting with the Council of Elders are welcomed into Beit HaShem. A member shall continue in that capacity until (a) the designation is revoked by the Council of Elders (suspension), or (b) the member chooses to leave and fellowship with another body of believers.

Section 2: All other persons attending are associate members, and they shall have only such rights as are expressly conferred upon them by the Council of Elders .

Section 3: **QUALIFICATIONS.** Only members in good standing shall qualify for representation or participation in the proceedings, government or other affairs of Beit HaShem.

3.1 A member is in good standing if he/she is living by the principles of Torah and the B'rit Chadashah and submitting to the Leadership of Beit HaShem and he/she is not under disciplinary action or been suspended (See Section 1).

3.2 No person shall qualify for membership or shall hold any official position, other than an honorary position, or shall be entitled to vote or otherwise act in an official capacity under these Bylaws, unless that person

is a member in good standing of Beit HaShem.

Section 4: **DISCIPLINE** The policy for discipline for a member of Beit HaShem who sins against another member and/or G-d (sin defined as an action contrary to the word of G-d as documented in the Torah and B'rit Chadashah) is based on Matthew 18:15-17, and Matt 18:21-22.

4.1 If he/she confesses and repents of his/her sin:

4.1.1 He/she will receive council from the Elders and/or professional counseling as indicated

4.1.2 He/she will remain a member in good standing of Beit HaShem

4.2 If he/she is caught in the sin but repents:

4.2.1 He/she will receive council from the Elders and/or professional counseling as indicated

4.2.2 He/she will remain a member in good standing of Beit HaShem

4.3 If he/she is in sin but does not repent:

4.3.1 He/she will be notified in person of the offense by the Elders and given a final opportunity for repentance

4.3.2 If the member does not repent, their membership in Beit HaShem is suspended.

ARTICLE IV. SYNAGOGUE GOVERNMENT

Section 1: **ANNUAL MEETING.** The Annual Meeting constitutes the meeting of the members of Beit HaShem. Each member in good standing is entitled to attend and vote.

Section 2: **THE LEADERSHIP COUNCIL.** The spiritual and business affairs of Beit HaShem shall be vested in a Leadership Council comprised as follows:

2.1 A Rabbi/Pastor/Teaching Elder. In the event there is no designated Rabbi/Pastor, an Elder can serve in this role.

2.2 At least two (2) elders appointed by the Council of Elders. They may

participate in all meetings of Beit HaShem.

2.3 At least 2 Deacons voted in by the members of Beit HaShem. The Elders may serve as Deacons if the census of the synagogue is small.

Section 3: **THE COUNCIL OF ELDERS.** The Leadership Council may vest in The Council of Elders powers to act for the Leadership Council between meetings of the Leadership Council not required by law or by these Bylaws to be exercised exclusively by the Leadership Council. The Council of Elders shall consist of the Rabbi/Pastor and all other Elders.

Section 4: **OFFICERS.** The Officers of Beit HaShem are as follows:

4.1 A Rabbi/Pastor or teaching Elder;

4.2 At least two (2) Elders (one to serve as Cantor);

4.3 At least two (2) Deacons —1 for every 10-15 members of the synagogue—provided there are men willing to serve in that role;

4.4 And a Treasurer.

Section 5: **ADVISORY COMMITTEE.** The Rabbi/Pastor/Teaching Elder, at his discretion, may appoint an Advisory Committee, as an advisory body to and chaired by the Rabbi/Pastor/Teaching Elder, whose members shall serve at the pleasure of the Rabbi/Pastor/Teaching Elder,.

ARTICLE V - POWERS, DUTIES AND QUALIFICATIONS

Section 1: **OFFICERS.** The day-today business and affairs of Beit HaShem, including such powers and duties as are usually assigned to the respective Officers, and which are not specifically reserved herein to, or otherwise preempted by, the Council of Elders or Leadership Council, shall be vested in the Officers.

1.1 The respective Officers shall have such further and additional duties as may be delegated to them from time to time by the Council of Elders or Leadership Council. An Elder shall be assigned to an active participating role on one or more working committees or commissions of Beit HaShem.

Section 2: The Elders shall have supreme authority over the affairs of Beit HaShem and may take such action not inconsistent with these Bylaws, or not contrary to law, as they may deem appropriate. They shall establish policy and guidelines from time to time for the conduct of the affairs of Beit HaShem.

2.1 Elders are appointed by the Council of Elders. They may start serving after they are anointed for service and prayed over by the Council of Elders. This is a life-long position in this synagogue.

2.1.1 The qualifications for an Elder are as follows: a male member in good-standing of Beit HaShem, A follower of Yeshua for five (5) years, a demonstrated ability to accept spiritual responsibility for the members of Beit HaShem and willing to submit to principles of Torah and the B'rit Chadashah in all his decisions.(1 Timothy 3:2-7).

2.1.2 Elders shall assist the Rabbi/Pastor /Teaching Elder whenever called upon.

2.1.3 Elders shall meet regularly with the Rabbi/Pastor /Teaching Elder and assist in the spiritual work of the synagogue, the care of its membership, and the planning of its overall program.

2.1.4 Elders shall oversee the spiritual life of the synagogue and participate in the worship service. They shall set the times for the celebration of the feast days. They shall provide for ministry and preaching in the absence of the Rabbi /Pastor /Teaching Elder, and in the event of a temporary Rabbi/Pastor /Teaching Elder vacancy.

2.1.5 Elders shall act with the Rabbi/Pastor /Teaching Elder in considering applications for membership in this synagogue and shall maintain jurisdiction over all matters regarding membership, as set forth in the By- laws.

2.1.6 Elders shall take heed of the high calling of the office, guarding faithfully the spiritual interest of Beit HaShem, visiting the sick and lonely, and ministering to all in need.

2.1.7 The Elders, along with the Rabbi /Pastor /Teaching Elder shall be responsible for an ongoing evaluation of the spiritual condition of Beit HaShem.

2.2 The Elders shall carry out the purpose and objectives of Beit HaShem. The Elders shall have the power and duty to:

2.2.1 Admit or reject, discipline, suspend or expel members;

2.2.2 Establish and discontinue additional committees, commissions and subordinate groups, and designate their powers and duties;

2.2.3 Suspend, discipline or remove, for cause, any officer or member of the Council of Elders or Leadership Council, or without cause, any member of any subordinate group, commission or committee established, appointed or confirmed by the Elders;

2.2.4 Determine when a vacancy occurs and fill such vacancy in the Council of Elders or Leadership Council;

2.2.5 Fix and determine the date, time, place, duration and agenda of all meetings and worship services;

2.2.6 Establish and adopt policies not in conflict with Torah and the B'rit Chadashah;

2.2.7 Engage, regulate and terminate the services of executive and administrative personnel of Beit HaShem, which functions may be delegated, in whole or in part, by the Leadership Council, except as to the Rabbi, Pastor, Teaching Elder, who shall be engaged, retained or terminated only by the Council of Elders.

Section 3: The Rabbi/Pastor/Teaching Elder shall preside at all worship services of Beit HaShem.

3.1 The Rabbi/Pastor /Teaching Elder may designate one of the Elders to act as Rabbi/Pastor /Teaching Elder in the event of his disability or absence.

3.2 The Rabbi/Pastor /Teaching Elder must demonstrate the ability to lead (shepherd) the synagogue as outlined in 1 Peter 5:1-4. He will be chosen by the Council of Elders for his abilities of leadership,teaching and counseling.

3.3 The Rabbi/Pastor /Teaching Elder must meet all the qualifications for Elder.

Section 4: The Cantor/Elder shall lead the prayers and music at all worship services of Beit HaShem.

4.1 The Cantor/Elder may designate one of the Elders to act as Cantor/Elder in the event of his disability or absence.

4.2 The Cantor/Elder must demonstrate the ability to lead the music and prayers in the synagogue services, have the ability to teach others Hebrew language and to teach Torah preparation for Bar/Bat Mitzvah.

4.3 The Cantor/Elder must meet all the qualifications for Elder.

Section 5: The Deacons shall have such powers and duties (other than those specifically enumerated in Section 5 of this Article) as may be delegated to it by the Council of Elders from time to time. The Deacons Committee's report shall be a part of the agenda at each meeting of the Elder Council of Elders.

5.1 The Deacons shall administer the business affairs of Beit HaShem, hold all assets in its name, and execute its contract on behalf of its members.

5.1.1 The qualifications for a Deacon are as follows: a male member in good standing of Beit HaShem, A follower of Yeshua for three (3) years, a demonstrated ability to accept responsibility and submit to leadership (1 Timothy 3:8-13).

5.1.2 Candidates for Deacon are nominated by members of Beit HaShem during the Annual Meeting. The election for those nominated will be held at an announced time within 4 weeks following the nomination of Deacon candidates. A candidate for Deacon will be considered accepted if he receives a majority of the votes of members present at that meeting. He will start serving after he has been anointed and prayed for by the Council of Elders.

5.1.3 The Deacons shall be responsible for the annual budget of Beit HaShem. They shall report the amount and expected incomes and expenses, present their recommended annual budget to the members of the synagogue for the approval at the Annual Meeting in January. During the year the Deacons shall authorize the payment of all bills and expenses of the synagogue, in accordance with this budget. The Deacons may revise the budget as needed, subject to review by the members of the synagogue.

5.1.4 The Deacons shall have full responsibility for the investment of Beit HaShem funds and shall direct the Treasurer in fulfilling this responsibility. All special accounts and endowed funds shall be established by the Deacons and affirmed by vote of Beit HaShem members.

5.1.5 The Deacons shall provide for the operation and maintenance of the property of Beit HaShem. For this they may hire the necessary people, setting and annually reviewing their performance and compensation. The Deacons shall set policy and schedule for the use of Beit HaShem's property for all its functions. Uses of any synagogue property outside the synagogue program must be specifically approved by the Deacons.

Section 6: The Treasurer shall be elected for a term of two years, and may be re-elected without limit. He/she shall receive all money for Beit HaShem and shall keep an accurate record of the same and deposit all money promptly in the bank, paying all bills by check. The Treasurer shall act as an agent of the Deacons in all financial activities of Beit HaShem. The Treasurer shall prepare for each Leadership Council meeting a report of the previous month's financial activities. He/she shall attend all regularly scheduled Leadership Council Meetings. The Treasurer shall also act as an agent of the Deacons in maintaining the investment accounts. He/she shall also submit a report to the Annual Meeting to be placed on file for any audits.

6.1 The qualifications for Treasurer are as follows: a male or female member in good-standing of Beit HaShem, A follower of Yeshua for three (3) years, a demonstrated ability to perform accounting tasks and record-keeping.

6.2 Candidates for Treasurer are nominated by members of Beit HaShem during the Annual Meeting. The election for those nominated will be held at an announced time within 4 weeks following the nomination of Treasurer candidates. A candidate for Treasurer will be considered accepted if he/she receives a majority of the votes of members present at that meeting. He/she will start serving after he has been anointed and prayed for by the Council of Elders.

Section 7: **THE SISTERHOOD.** The Sisterhood shall consist of any interested female member of the synagogue who chooses to serve. This committee shall act as the official hostess of this synagogue. It shall provide fellowship, using such means as regular coffees and suppers. The Sisterhood shall coordinate with the Rabbi/Pastor/Teaching Elder, Elders and Deacons in providing appropriate celebrations for special occasions such as weddings, bar or bat mitzahs, etc. The Sisterhood shall also be responsible for coordinating special feast day festivities as directed by the Leadership Council. The Sisterhood shall also serve as a committee to provide for the kitchen as they deem necessary.

Section 8: **DISCIPLINE** The policy for discipline for an officer of Beit HaShem who sins against another member and/or G-d (sin defined as an action contrary to the word of G-d as documented in the Torah and B'rit Chadashah) is based on Matthew 18:15-17, Matt 18:21-22 and 1 Timothy 5:19-22.

8.1 If he/she confesses and repents of his/her sin:

8.1.1 He/she will receive council from the Elders and/or professional counseling as indicated;

8.1.2 He/she will remain a member in good standing of Beit HaShem;

8.1.3 Possible removal from office decided by a vote of the Council of Elders.

8.2 If he/she is caught in the sin but repents:

8.2.1 He/she will receive council from the Elders and/or professional counseling as indicated;

8.2.2 He/she will remain a member in good standing of Beit HaShem;

8.2.3 He/she will be removed from office.

8.3 If he/she is in sin but does not repent:

8.3.1 He/she will be notified in person of the offense by the Elders and given a final opportunity for repentance;

8.3.2 If the Officer does not repent, He/she will be removed from office and his/her membership in Beit HaShem is suspended.

Section 9: **RESIGNATIONS** If for any reason an officer or committee member cannot fulfill his/her term, a letter of resignation shall be submitted to the Rabbi/Pastor/Teaching Elder. The Rabbi/Pastor/Teaching Elder shall resign by writing a letter to the Council of Elders.

ARTICLE VI - MEETINGS AND QUORUM

Section 1: **ANNUAL MEETING.** The Annual Meeting will be held in January before the 30th of the month each calendar year. Notice of the date and proposed business shall be sent to all members in good-standing at least 30 days prior to the meeting. Notices of all meetings shall set forth the purpose or purposes for which such meeting has been called and the time, date, place and duration of the meeting. The general purpose of the Annual Meeting is to set the spiritual and financial tone of Beit HaShem for the coming year.

1.1 A Quorum for the transaction of business of Beit HaShem at the Annual Meeting shall be 2/3rd's of all members in good-standing.

1.2 Any number less than a quorum may adjourn any meeting to a time certain, and from time to time, without notice other than announcement of such time and place. Any business may be transacted at such adjourned meeting which might have been transacted at the original meeting but for lack of a quorum.

Section 2: **COUNCIL OF ELDERS.** The Council of Elders shall hold its meetings at such times and places as the Rabbi/Pastor/Teaching Elder shall designate from time to time, provided that a meeting shall be held during each quarter of the calendar year. Special Council of Elders meetings shall be held at the direction of the Rabbi/Pastor/Teaching Elder or upon the written request of 2 or more Elders. Notice of each meeting shall be given to the Elders at least fourteen (14) days before the date set for such meeting. Notices of all meetings shall set forth the purpose or purposes for which such meeting has been called and the time, date, place and duration of the meeting.

2.1 A Quorum for the transaction of business of Beit HaShem at the Council of Elders shall be 2/3rd's of all Elders.

2.2 Any number less than a quorum may adjourn any meeting to a time certain, and from time to time, without notice other than announcement of such time and place. Any business may be transacted at such adjourned meeting which might have been transacted at the original meeting but for lack of a quorum.

Section 3: **LEADERSHIP COUNCIL.** Meetings of the Leadership Council shall be held at such times and places as shall be fixed and determined by the Leadership Council. Special meetings shall be held at the direction of the Rabbi/Pastor/Teaching Elder or upon the written request of two (2) or more members of the Leadership Council. Notice of each meeting of the Leadership Council shall be given at least seven (7) days before the date set for such meeting. Notices of all meetings shall set forth the purpose or purposes for which such meeting has been called and the time, date, place and duration of the meeting.

3.1 A Quorum for the transaction of business of Beit HaShem at the Leadership Council shall be 2/3rd's of all Elders and 2/3rd's of all Deacons.

3.2 Any number less than a quorum may adjourn any meeting to a time certain, and from time to time, without notice other than announcement of such time and place. Any business may be transacted at such adjourned meeting which might have been transacted at the original meeting but for lack of a quorum.

Section 4: **ATTENDANCE AT MEETINGS.** All Elders shall have the right to participate in all meetings held at Beit HaShem. Unless voting rights have been specifically conferred by these Bylaws, such participation shall be without vote. All members in good-standing shall be entitled to receive copies of the minutes of all such meetings. (Precautions will be taken to prevent the identity of any benevolent acts or private spiritual matters to come into the general knowledge of the members at large.) All associate members shall have the right to participate in the Annual Meeting of Beit HaShem, without voting rights.

ARTICLE VII - ELECTIONS AND VOTING

Section 1: The names of members in good standing shall be certified by the Council of Elders, and shall constitute the basis for rights and voting privileges under these Bylaws.

Section 2: Unless otherwise expressly provided in these Bylaws, all motions, resolutions and other orders of business shall be determined by a majority of the authorized votes cast.

Section 3: Each authorized voting member shall be entitled to cast one vote. All voting shall be in person only and not by proxy, except as otherwise required by the Not-For-Profit Corporation Law of the State of PA.

Section 4: All voting, except for election of Officers shall be by voice or show of hands, unless a closed ballot is requested by two-thirds (2/3rds) of the number present and voting.

ARTICLE VIII - RULES OF ORDER AND PROCEDURE

Section 1: The Leadership Council may establish such rules of order and procedure not inconsistent with these Bylaws, as they may deem appropriate in the transaction of all business of Beit HaShem. Such rules shall be adopted on approval by two-thirds (2/3rds) of the authorized votes cast.

Section 2: In the absence of rules of order and procedure adopted by the Leadership Council, Robert's Rules of Order, Latest Revised Edition, shall govern.

ARTICLE IX - ADOPTION AND AMENDMENTS

Section 1: Nothing herein contained shall invalidate any actions or proceedings undertaken pursuant to the Bylaws in effect prior to the adoption of any amendments hereof. Affiliations, membership and terms of office existing at the time of such adoption shall continue without interruption and have the same effect as though they had been accomplished hereunder.

Section 2: These Bylaws may be amended at any Annual Meeting by two thirds (2/3rds) of the votes cast, provided a quorum is present.

Section 3: An amendment may be initiated only by:

3.1 A proposed amendment approved by majority vote of the Leadership Committee present at a duly called special meeting, provided that such proposal was incorporated in the notice for that meeting.; or

3.2 A petition signed by at least 2/3rds of the members in good standing and submitted to the Leadership Council at least sixty (60) days prior to the Biennial Convention.

3.3 In either event, the Leadership Committee shall transmit the proposed amendment to members of Beit HaShem at least thirty (30) days prior to the date appointed for the convening of the meeting, and shall present such proposed amendments to the Convention with its views thereon.

21 September 1997/19 Elul 5757