COMPANIES ACT 2006
COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION OF SINAI SYNAGOGUE, LEEDS
Company Number 08248096

Incorporated on 10th October 2012 and amended by special resolutions on 10th May 2017, 9th December 2020 and 26th May 2022.

1. INTERPRETATION

In these Articles:

1.1 'The 2006 Act' means the Companies Act 2006 as amended

'AGM' means an annual general meeting of the Synagogue

'these Articles' means these Articles of Association

'the Board' means the members of the Synagogue elected to be Trustees under these Articles

'Chairperson' means the current Chairperson of the Trustees

'charity trustee' has the meaning prescribed by section 177 of the Charities Act 2011

'clear day' means 24 hours from midnight following the relevant event

'the Commission' means the Charity Commissioners for England and Wales

'EGM' means an extraordinary general meeting of the Synagogue

'Executive Committee' means the Executive Officers of the Synagogue as defined in Article 7.2.1

'financial expert' means an individual, company or firm who is an authorised person or an exempted person within the meaning of the Financial Services Act 1986

'Honorary Secretary' means the person appointed to carry out the administrative functions on behalf of the Synagogue who may, but need not be, a person appointed under Article 9.1.1

'immediate past Chairperson' is the person elected as Chairperson at the AGM preceding the AGM where the Chairperson is elected and who has completed her/his term of office as Chairperson.

'Jew' means a person with the status as defined by the standards and conditions laid down by the Bet Din of the MRJ

'material benefit' means a benefit which may not be financial but has a monetary value

'member' and 'membership' refer to persons admitted to membership of the Synagogue under Article 10.3 below

'Memorandum' means the Synagogue's Memorandum of Association

'month' means calendar month

'MRJ' means the Movement for Reform Judaism or any organisation that may succeed or replace it

'the Objects' means the Objects of the Synagogue as defined in Article 3

'the Rules' means the Rules of the Synagogue as annexed to these Articles and adopted under Article 9.1.6 below

'SGM' means a special general meeting of the Synagogue

'the Synagogue' means the charitable company governed by these Articles

'taxable trading' means carrying on a trade or business on a continuing basis for the principal purpose of raising funds and not for the purpose of actually carrying out the Objects other than trading within the HMRC's permissible limits for the time being

'Trustee' means a director of the Synagogue and 'Trustees' means all of the directors.

'written' or 'in writing' refers to a legible document on paper including a fax message

'year' means calendar year and reference to a period of office of a year or years shall refer to the date of one AGM to the date of the next following AGM.

1.2 Expressions defined in the 2006 Act have the same meaning.

1.3 References to an Act of Parliament are to that Act as amended or re-enacted from time to time and to any subordinate legislation made under it. The headings and numberings to the Articles are for identification only and have no legal meaning.

1.4 Any matter or question arising under these Articles or under any of the Rules are treated as being subject to the laws, regulations and/or practices of the MRJ insofar as these are consistent with these Articles or the Standing Orders, Regulations or Rules of the Synagogue, the objects of the Synagogue and its charitable status. In the event of any dispute or difference of opinion in respect of the interpretation or meaning of any part of these Articles or the Standing Orders, Regulations or Rules of the Synagogue, the decision of the Board, taken at a meeting of the Board, shall be final and binding.

2. LIMITATION OF LIABILITY AND GUARANTEE

2.1 The liability of members is limited.

2.2 Every member promises, if the Synagogue is dissolved while he/ she remains a member or within 12 months afterwards, to pay up to £1 towards the costs of dissolution and the liabilities incurred by the Synagogue while the contributor was a member.

3. REGISTERED OFFICE AND OBJECTS

3.1 The registered office of the Synagogue is to be in England.

3.2 The objects of the Synagogue ('the Objects') are to provide and maintain a place or places of public worship and to further or advance the religious, educational and charitable objectives of the Jewish faith.

4. RELIGIOUS OBSERVANCE

4.1 The Synagogue is a constituent member of the MRJ.

4.2 Divine services shall be held and conducted on such days, at such times and places and by the use of such rites, and ceremonies and according to the customs and practices of UK Reform Judaism, in the form as shall be specified in the Rules or otherwise as determined by the Board.

4.3 The ritual to be used for services shall be agreed by the Board in conjunction with a Rabbi employed by the Synagogue and in general conformity with the practices of the MRJ.

4.4 Any Rabbi shall be appointed and employed in accordance with the relevant provisions in the Rules.

5. POWERS

The Synagogue has the following powers, which may be exercised only in promoting the Objects:

5.1 To promote or carry out research and publish the useful results

5.2 To publish or distribute information

5.3 To co-operate with other bodies

5.4 To support, administer or set up other charities

5.5 To raise funds (but not by means of taxable trading except as permitted by HMRC regulations) and appeal for and receive any contribution, donation, grant or gift of money or property

5.6 To borrow money and give security for loans (but only in accordance with the restrictions imposed by the Charities Act 2011 and subject to the relevant provisions of the Rules)

5.7 To acquire or hire and manage, maintain or improve property of any kind, subject to the relevant provisions of the Rules

5.8 To sell, let or dispose of property of any kind (but only in accordance with the restrictions imposed by the Charities Act 2011 and subject to the relevant provisions of the Rules)

5.9 To make grants, donations or loans of money and to give or receive guarantees, subject to the relevant provisions of the Rules

5.10 To set aside funds for special purposes or as reserves against future expenditure, subject to the relevant provisions of the Rules

5.11 Subject to the relevant provisions of the Rules, to deposit or invest funds in any manner including establishment of a trading arm (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification)

5.12 To delegate the management of investments to a financial expert, but only on terms that:

5.12.1 the Board sets down the investment policy in writing for the financial expert

5.12.2 every transaction is reported promptly to the Board

5.12.3 the performance of the investments is reviewed regularly with the Board

5.12.4 the Board is entitled to cancel the delegation arrangement at any time

5.12.5 the investment policy and the delegation arrangement are reviewed at least once a year

5.12.6 all payments due to the financial expert are on a scale or at a level which is agreed in advance and are notified promptly to the Board on receipt

5.12.7 the financial expert must not do anything outside the powers of the Trustees.

5.13 To arrange for investments or other property of the Synagogue to be held in the name of a nominee (being a corporate body registered or having an established place of business in England and Wales) under the control of the Board or of a financial expert acting under their instructions and to pay any reasonable fee required

5.14 To insure the property of the Synagogue against any foreseeable risk and take out other insurance policies to protect the Synagogue when required

5.15 To insure the Trustees against the costs of a successful defence to a criminal prosecution brought against them as charity trustees or against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or breach of duty, unless the Trustee concerned knew that, or was reckless whether, the act or omission was a breach of trust or breach of duty

5.16 Subject to Article 6, to employ paid or unpaid agents, staff or advisers and make provision for pensions and superannuation for paid staff

5.17 To appoint by an ordinary resolution at an AGM or an SGM held under Article 11.10, a Special Committee of members in order to consider any matter(s) as the members shall decide and to report directly to the members in such ways as the members shall determine

5.18 To enter into contracts to provide services to or on behalf of other bodies

5.19 To establish subsidiary companies to assist or act as agents for the Synagogue

5.20 To amalgamate with any other charitable body with similar objects

5.21 To pay the costs of forming the Synagogue

5.22 To do anything else within the law which promotes or helps to promote the Objects.

6 BENEFITS TO MEMBERS AND TRUSTEES

6.1 The property and funds of the Synagogue must be used only for promoting the Objects and do not belong to the members of the Synagogue but

6.1.1 members who are not Trustees may be employed by or enter into contracts with the Synagogue and receive reasonable payment for goods or services supplied

6.1.2 members (including Trustees) may be paid interest at a reasonable rate on money lent to the Synagogue subject to the relevant provisions in the Rules

6.1.3 members (including Trustees) may be paid a reasonable rent or hiring fee for property let or hired to the Synagogue subject to the relevant provisions in the Rules

6.1.4 members who are not Trustees but who are beneficiaries may receive charitable benefits in that capacity

6.2 A Trustee must not receive any payment of money or other material benefit (whether directly or indirectly) from the Synagogue except

6.2.1 as mentioned in Articles 5.15, 6.1.2, 6.1.3 or 6.3

6.2.2 reimbursement of reasonable out-of-pocket expenses (including hotel and travel costs) actually incurred in running the Synagogue

6.2.3 an indemnity in respect of any liabilities properly incurred in running the Synagogue (including the costs of a successful defence to criminal proceedings)

6.2.4 payment to any company in which a Trustee has no more than a 1 per cent shareholding

6.2.5 in exceptional cases, other payments or benefits (but only with the written approval of the Commission in advance).

6.3 Any Trustee (or any firm or company of which a Trustee is a partner, member, consultant or employee) may enter into a contract with the Charity to supply goods or services in return for a payment or other material benefit but only if

6.3.1 the goods or services are actually required by the Charity

6.3.2 the nature and level of the remuneration is no more than is reasonable in relation to the value of the goods or services and is set in accordance with the procedure in Articles 5.4 and 5.5

6.3.3 no more than one half of the Trustees are subject to such a contract in any financial year.

6.3.4 the reason for any award to a Trustee of a contract is entered into the Trustees' minute book.

6.4 Where a Trustee has or may have an actual or potential conflict of interest or of loyalties under Article 6.3 above, the remaining ("unconflicted") Trustees may, by a simple majority vote at a quorate Board meeting, and under the provisions of sections 175 and 181of the 2006 Act, authorise that Trustee to continue to act despite the conflict or potential conflict provided that:

6.4.1 no conflict of interest may be authorised in relation to remuneration or other trustee benefits unless such remuneration or benefits are permitted by and have previously been authorised under these Articles

6.4.2 the conflicted Trustee withdraws from the meeting for that item unless expressly invited to remain in order to provide information

6.4.3 the conflicted Trustee is not counted in the quorum for that part of the meeting

6.4.4 the conflicted Trustee withdraws during the vote and has no vote on the matter

6.4.5 the unconflicted Trustees consider it is in the interests of the Synagogue to authorise the conflict of interests in the circumstances applying

6.4.6 a conflict of loyalties owed to another organisation or person only refers to a conflict not involving a direct or indirect benefit of any nature to a Trustee.

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6.5 For the purposes of this Article 6, "Charity" includes:

6.5.1 any subsidiary, trading arm or other company controlled by the Synagogue

6.5.2 any company to which the Synagogue has the right to appoint at least one director.

6.6 For the purpose of this Article 6, “Trustee” includes a trustee’s child, parent, grandchild, grandparent, brother, sister, spouse or cohabitee.

6.7 This Article 6 may not be amended without the prior written consent of the Commission.

7. THE BOARD

7.1 The Board as charity trustees have control of the Synagogue and its property and funds.

7.2 The Board when complete consists of:

7.2.1 the Executive Officers of the Synagogue being the Chairperson, Vice-Chairperson, Honorary Secretary and Honorary Treasurer elected from amongst the members at each AGM and taking up office in accordance with the relevant provisions of the Rules

7.2.2 ten members elected at each AGM in accordance with the relevant provisions of the Rules including one member who shall be Membership Treasurer as detailed in the rules;

7.2.3 the immediate past Chairperson attending ex-officio with full voting rights

provided that, subject to Article 7.9, nothing in the Rules shall be declared void or voidable solely on the grounds that there are vacancies on the Board or amongst the Executive Committee or in a position of Rabbi.

7.3 A person qualified and wishing to become a Trustee must be aged 18 years or over and must either be recommended by the Trustees or be nominated for election by a member of the Synagogue in accordance with the relevant provisions of the Rules.

7.4 Every Trustee must sign a declaration of willingness to act as a charity trustee of the Synagogue before he or she is eligible to vote at any meeting of the Trustees.

7.5 Period of office for Executive Officers and Trustees

7.5.1 Executive Officers retire at each AGM but, subject to the relevant provisions of the Rules, may offer themselves for re-election or further co-option provided that the Chairperson and Vice-Chairperson shall not hold office for more than 2 consecutive years and the Honorary Treasurer and Honorary Secretary shall not hold office for more than 4 consecutive years.

7.5.2 Ordinary Trustees will serve for an initial term of two years and may then offer themselves for re-election for a further two-year term.

7.5.3 For the purpose of the annual election of ordinary Trustees the number of vacancies will be calculated by subtracting from 10 the number of ordinary Trustees finishing the first year of a two-year term.

7.6 A Trustee's term of office automatically terminates if he or she:

7.6.1 is disqualified under the 2006 Act or Charities Act 2011 from acting as a company director or a charity trustee

7.6.2 is incapable, whether mentally or physically, of managing his or her own affairs

7.6.3 is absent from five meetings of the Trustees

7.6.4 ceases to be a member (but such a person may be reinstated by resolution passed by all the other Trustees on her/his resuming membership of the Synagogue before the next AGM)

7.6.5 resigns by written notice to the Trustees (but only if at least two Trustees will remain in office)

7.6.6 is removed under Article 7.10

7.6.7 fails to declare a payment or benefit as required by Article 6.3 above

7.6.8 ceases to have a required qualification as previously agreed by the members.

7.7 The Board may at any time appoint any member duly qualified to be appointed as a Trustee to fill a vacancy in their number, but a Trustee so appointed holds office only until the next AGM and the total number of such Trustees at any one time shall not be more than one-third of the elected Trustees or three members whichever is the lesser number. Any period of office held as a Trustee appointed under this Article shall not be counted for the purpose of re-election under the Rules.

7.8 The Synagogue may increase or reduce the maximum number of Trustees by passing an ordinary resolution, provided that the number is not reduced to below three. If the total number of Trustees falls below the quorum, then the remaining Trustee(s) can continue to act, but only in order to appoint more Trustees or call a general meeting of the Synagogue.

7.9 A technical defect in the appointment of a Trustee of which the Trustees are unaware at the time does not invalidate decisions taken at a meeting.

7.10 The Synagogue's members voting in a general meeting can remove any Trustee by an ordinary resolution with special notice given according to section 168 of the 2006 Act, after the Meeting has invited the views of the Trustee concerned and considered the matter in the light of any such views. The members can replace a Trustee once she/he is removed.

8. PROCEEDINGS OF THE BOARD

8.1 The Board shall meet in accordance with the relevant provisions of the Regulations made under Article 9.1.5. The quorum for a Board meeting shall be five Trustees.

8.2 A meeting of the Trustees may be held either in person or by suitable electronic means agreed by the Trustees in which all participants may communicate with all the other participants.

8.3 The Chairperson presides at each meeting of the Trustees. If within 15 minutes of the start of the meeting, the Chairperson is unable or unwilling to preside, then the Vice-Chairperson or (if the Vice-Chairperson is also unable or unwilling), another Trustee elected by those present, presides at the meeting.

8.4 Except as otherwise provided by Article 9, every issue may be determined by a simple majority of the votes cast at a meeting but a written resolution signed by all the Trustees is as valid as a resolution passed at a meeting (and for this purpose the resolution may be contained in more than one document and will be treated as passed on the date of the last signature).

8.5 Except for the Chairperson of the meeting, who has a second or casting vote, every Trustee has one vote on each issue.

8.6 A procedural defect of which the Trustees are unaware at the time does not invalidate decisions taken at a meeting. A defect in the appointment or qualification of a Trustee, of which the Trustees are unaware at the time, does not invalidate any decision taken at a meeting provided that:

8.6.1 the decision would still have been taken by a quorate majority of the Trustees without counting that Trustee's vote and

8.6.2 this Article 8.6 does not permit a Trustee (as defined in Article 6.6) to keep any benefit that may have been given to her or him by the decision, if the decision would otherwise have been invalid or if the Trustee has not complied with Article 6.3.

8.7 The Trustees may act notwithstanding any vacancies in their number, but, if the number of Trustees is less than the number fixed as the quorum, the continuing Trustees or Trustee may act only for the purpose of filling vacancies or of calling a general meeting.

8.8 Any bank account in which any part of the assets of the Synagogue is deposited shall be operated by the Trustees in accordance with the relevant provisions of the Rules and shall indicate the name of the Synagogue. The Trustees shall authorise, in writing, at least two persons to sign cheques on behalf of the Synagogue or operate electronic banking accounts and must make such other rules or regulations as they see fit to govern the signing of cheques and/or for the management of any electronic banking facility.

8.9 The Chairperson with the approval of the Executive Officers may co-opt any person, ad hoc without voting rights, to assist the Executive Committee for such period as the Executive Officers may decide or until the next AGM. A person co-opted under this Article may but need not be a member.

8.10 The Board may co-opt up to three additional members without voting rights and any such co-option shall terminate at the AGM or on the resolution of the Board.

9. POWERS OF THE BOARD

9.1 The Board have the following powers in the administration of the Synagogue:

9.1.1 to appoint (and remove) any person (who may but need not be a Trustee) to carry out the duties formerly required of company secretaries under the 1985 Companies Act and to remunerate that person if s/he is not a Trustee or if s/he is a Trustee, under the provisions of Article 6.2.5.

9.1.2 to appoint committees and working parties in accordance with the relevant provisions of the Regulations made under Article 9.1.5 below.

9.1.3 to delegate, in accordance with the relevant provisions of Standing Orders made under Article 9.1.4 below, any of their functions to committees (but at least one member of every committee must be a Trustee and all proceedings of committees must be reported promptly to the Board).

9.1.4 to make Standing Orders consistent with these Articles and the 2006 Act, to govern the calling of and proceedings at general meetings.

9.1.5 to make Regulations consistent with these Articles and the 2006 Act to govern proceedings at their meetings and the composition, remit and meetings of committees or working parties and in relation to the practices, procedures and fees charged by the Synagogue provided that where appropriate, these Regulations shall conform with the practices of the MRJ.

9.1.6 to make Rules consistent with these Articles and the 2006 Act to govern the membership and administration of the Synagogue (including its financial administration), the use of its premises, and the use of its seal (if any) provided that, where appropriate, these Rules shall conform with the practices of the MRJ.

9.1.7 to establish procedures to assist the resolution of disputes within the Synagogue.

9.1.8 to exercise any powers of the Synagogue which are not reserved to a general meeting.

provided that:

9.1.9 subject to Article 10.5, any Standing Order, Regulation or Rule made under this Article may only be suspended, revoked or amended by at least a two-thirds majority vote of the Board at a quorate Board meeting.

9.1.10 no amendment may be made to any Standing Order, Regulation or Rule which would contravene charity law or company law.

9.1.11 The Board shall be the sole arbiter for the interpretation of all Standing Orders, Regulations or Rules and its decision upon any matter not otherwise provided for, shall be final and binding, provided that in the event of any ambiguity or conflict between a provision in a Standing Order, Regulation or Rule and the Articles of the Synagogue, the Articles shall prevail.

9.2 The Board must take all steps it deems necessary (and whether by electronic means or otherwise) to bring all standing orders, rules or regulations (and any amendments to them) to the notice of the Synagogue's members by providing each member with a copy, publication of any amendments in the next edition of the Synagogue's newsletter and by sending out a summary of all amendments made with the notice of each AGM. A Master set of Rules (together with any amendments made by the Board or by the members in general meeting) will be kept at the Synagogue's registered office.

10. MEMBERSHIP

10.1 The number of members with which the company proposes to be registered is unlimited and the subscribers to the Memorandum shall be the first members of the Synagogue.

10.2 The Synagogue must maintain a register of members and a register of Directors (Trustees) and Company Secretaries and a register of Directors'/Trustees' Interests.

10.3 Membership of the Synagogue is open to any Jew as defined in these Articles who

10.3.1 is aged 18 years or over, and

10.3.2 has paid any annual subscription, fee or levy, and

10.3.3 applies to the Synagogue in the form required by the Board, and

10.3.4 is approved by the Board, and

10.3.5 signs the Register of members or consents in writing to become a member personally.

10.4 The Board may only refuse an application for membership if doing so would, in their reasonable and proper opinion, be in the best interests of the Synagogue.

10.5 The Board may, under the Rules, establish different classes of membership and prescribe their respective rights and obligations and set the amounts of any subscriptions. The rights and obligations of members must be set out in the Register of Members and can only be altered by the Synagogue voting by special resolution in a general meeting under Article 11.12.

10.6 Membership is terminated if the member concerned

10.6.2 gives written notice of resignation to the Synagogue or

10.6.3 dies or

10.6.4 has made no payment towards the relevant current year's (if any) subscription within a period of 14 months from the beginning of that year, or

10.6.5 is removed from membership by resolution of the Board on the ground that in their reasonable opinion the member's continued membership is harmful to the Synagogue, but only after:

10.6.5.1 notifying the member in writing and

10.6.5.2 considering the matter in the light of any written representations which the member concerned or her/his representative puts forward within 14 days after receiving notice and

10.6.5.3 considering any appeal made in writing by the member within 14 days after the Board's decision, for final consideration at the next Board meeting or

10.6.6 ceases to comply with the conditions of membership.

10.7 Membership of the Synagogue is not transferable.

11 GENERAL MEETINGS

11.1 Members are entitled to attend general meetings either personally or by proxy. Subject to Article 11.12 below, Standing Orders made under Article 9.1.4 and the provisions of the 2006 Act, a general meeting must be called on at least 14 clear days written notice specifying the business to be discussed except if a special resolution is to be passed, in which case the notice period is at least 21 clear days.

11.2 If a general meeting is called at shorter notice, it will be valid if this is agreed by 90% of the members entitled to attend and vote.

11.3 Subject to Article 11.13 below, there is a quorum at a general meeting if the number of members personally present is at least 20 or 3% of the total membership whichever is larger provided that Trustees and employees of the Synagogue shall not count towards a quorum. No business can be transacted unless a quorum is present and, if a meeting begins or becomes inquorate, then it must be adjourned and re-convened. The Chairperson, with the consent of the members present, can adjourn either an inquorate meeting or a quorate meeting with unfinished business for up to 30 days. If a quorum is not present within 15 minutes of the start of the reconvened meeting, then the members present at that time will constitute the quorum.

11.4 The Chairperson presides at a general meeting. If within 15 minutes of the start of the meeting, the Chairperson is unable or unwilling to preside, then the Vice-Chairperson or (if the Vice-Chairperson is also unable or unwilling), some other Trustee elected by the Trustees present, presides at a general meeting. If only one Trustee is present and willing to act, s/he must preside at the meeting. Provided that the members by simple majority vote may appoint a member who is not a Trustee to chair any part of a meeting.

11.5 Except where otherwise provided by the 2006 Act, every issue is decided by a simple majority of the votes (ordinary resolution) cast on a show of hands by members entitled to vote or their proxies. The Board may make Standing Orders under Article 9.1.4 to allow voting members to exercise postal votes or for the provision of secret ballots. The Standing Order permitting a postal vote must set out the postal vote form to be used. The Chairperson or any two voting members or any member having 10% of the voting rights may ask for a count of votes (poll) and provisions of section 321(2) of the 2006 Act will then apply.

11.6 Except for the Chairperson of the meeting, who (being a member) has a second or casting vote, every voting member present in person or by proxy has one vote on each issue. Any member wishing to challenge the qualification of any other member to vote must do so at the meeting at which the vote is taken. The Chairperson's decision on the matter is final.

11.7 A written resolution sent to all members and signed by the requisite majority of all those entitled to vote at a general meeting is as valid as a resolution actually passed at a general meeting. Ordinary written resolutions must be signed by a simple majority of voting members and special resolutions by at least 75% of voting members.. A written resolution may be circulated in more than one copy. Each written resolution (or copy) must be accompanied by a statement explaining how it should be signed and specifying the date by which it must be passed. A copy of the resolution and statement must also be sent to the Synagogue's auditors or independent examiners. It will be treated as passed on the date specified, provided that the resolution (including all copies) and containing all the required signatures has been returned to the Synagogue's registered office within 28 days of its first being circulated.

11.8 The Synagogue must hold an AGM in every year in the month of April (or as soon practicable afterward) and in accordance with the relevant provisions in Standing Orders made under Article 9.1.4 above, which all members are entitled to attend. The first AGM must be held within 18 months after the Synagogue's incorporation and subsequent AGMs must be held at intervals of not more than 15 months.

11.9 At an AGM the members:

11.9.1 receive the accounts of the Synagogue for the previous financial year

11.9.2 receive the Board' report on the Synagogue's activities since the previous AGM

11.9.3 accept the retirement of those Trustees who wish to retire

11.9.4 elect persons to be Trustees to fill any vacancies arising

11.9.5 appoint auditors or independent examiners for the Synagogue

11.9.6 may confer on any individual (with his or her consent) the honorary title of Patron, President, Vice-President or Life Warden of the Synagogue and in accordance with the relevant provision in the Rules

11.9.7 may appoint a Special Committee to consider any such matter(s) as the members may at their discretion decide and to report directly to the members in such manner as the members shall decide at the time of the appointment, provided that the members may also appoint a Special Committee at any other general meeting

11.9.8 discuss and determine any issues of policy or practice or deal with any other business put before them.

11.10 SGMs and EGMs of the Synagogue may be called in accordance with the relevant provisions in Standing Orders made under Article 9.1.4.

11.11 A general meeting must be called within 28 days on a written request from at least 10% of the members, or, if more than 12 months has elapsed since the last general meeting, from at least 5% of the members.

11.12 Any amendment to the Synagogue's Articles must be passed by a special written resolution or by a special resolution (i.e. on not less than 75% majority vote of voting members) at a general meeting held at not less than 21 days' notice. Notice of the resolution, once passed, must be sent to the Commission and to Companies House within 14 days, together with a copy of the amended Articles. No amendment to these Articles may operate to invalidate any previous action of the Trustees. No amendment may be made to Articles 3.2, 6 or 14 or to this Article 11.12 without the prior consent in writing of the Commission.

11.13 A general meeting may be held in person, by suitable electronic means agreed by the Trustees, or as a combination of both methods. The trustees will determine how a general meeting will be held. Where a meeting is held either in full or in part by electronic means, those members attending the meeting electronically will be deemed to be personally present for the purposes of determining the quorum for the meeting in line with Article 11.3.

12. RECORDS & ACCOUNTS

12.1 The Board must comply with the requirements of the 2006 Act and the Charities Act 2011 as to keeping financial records, the audit or independent examination of accounts and the preparation and transmission to the Registrar of Companies and the Commission of:

12.1.1 annual reports

12.1.2 annual returns

12.1.3 annual financial statements of account.

12.2 The Board must keep (and, where required by the 2006 Act, retain for at least 10 years) proper records of

12.2.1 all proceedings at general meetings, Board meetings and committee meetings, including details of those present, any decisions made and (where appropriate) the reasons for those decisions

12.2.2 all reports of committees and

12.2.3 all professional advice obtained.

12.3 Accounting records relating to the Synagogue must be made available for inspection by any Trustee at any reasonable time during normal office hours and may be made available for inspection by members who are not Trustees if the Trustees so decide.

12.4 A copy of the Synagogue's latest available statement of account must be:

12.4.1 supplied on request to any Trustee or member, or to any other individual who makes a written request and pays the Synagogue's reasonable costs, within two months and

12.4.2 sent to each member at least 21 days before an AGM, together with a copy of the Auditor's or Independent Examiner's Report and the Board's Annual Report.

12.5 If the 2006 Act requires something to be done by both a Trustee and the Honorary Secretary, then the same person acting in both capacities cannot do this.

12.6 The Board may each year carry out a social audit through an independent assessor, in addition to the financial audit or independent examination. The purposes of the social audit are to:

12.6.1 identify the social costs and report on the public benefit of the Synagogue's work

12.6.2 enable non-financial assessments of the Synagogue's performance to be made

12.6.3 assess the Synagogue's internal democracy and decision-making

12.6.4 assess its effects and impact on beneficiaries, users and partners, the wages, health and safety, training, development and job satisfaction of its employees and volunteers, and its compliance in general with the principles of good human resource management.

13. NOTICES AND OTHER DOCUMENTS

13.1 Notices under these Articles or any other documents sent to or from the Synagogue may be sent by hand, or by post or by suitable electronic means or (where applicable to members generally) may be published in the Synagogue's newsletter.

13.2 The only address at which a member is entitled to receive notices is the address shown in the register of members and a member's presence at a general meeting shall be proof of her/his receiving a notice and its contents.

13.3 Any notice given in accordance with these Articles is to be treated for all purposes as having been received

13.3.1 24 hours after being sent by electronic means or delivered by hand to the relevant address

13.3.2 two clear days after being sent by first class post to that address

13.3.3 three clear days after being sent by second class or overseas post to that address

13.3.4 on the date of publication of a newspaper containing the notice

13.3.5 on being handed to the member personally if earlier,

13.3.6 as soon as the member acknowledges actual receipt.

13.4 A notice of a general meeting must state the date, time and place of the meeting, the business to be transacted, whether it is an AGM, an SGM or an EGM and must include an Agenda, the minutes of the previous general meeting and all proposed resolutions correctly received. If the meeting is an AGM, the notice must be sent at least 21 days before the meeting and include a copy of the audited or independently examined accounts for the previous year.

13.5 A technical defect in the giving of notice or an accidental failure to give notice of which the Board is unaware at the time does not invalidate decisions taken at a general meeting.

14. DISSOLUTION

14.1 If the Synagogue is dissolved the assets (if any) remaining after provision has been made for all its liabilities must be applied in one or more of the following ways:

14.1.1 by transfer to one or more other bodies established for exclusively charitable purposes within, the same as or similar to the Objects

14.1.2 directly for the Objects or charitable purposes within or similar to the Objects

14.1.3 in such other manner consistent with charitable status as the Commission approve in writing in advance.

14.2 A final report and statement of account must be sent to the Commission.

15. INDEMNITY

15.1 Unless the provisions and operation of this Article are avoided by any provision of the 2006 Act, every Trustee and every Officer or employee of the Synagogue shall be indemnified by the Synagogue out of its funds (subject to such funds being sufficient) against all costs, losses, charges, expenses and liabilities sustained or incurred by her/him:

15.1.1 in defending any proceedings (whether civil or criminal) in respect of any negligence, default, breach of duty or of trust of which s/he may be guilty in relation to the Synagogue and in which judgment is given in her/his favour or in which s/he is acquitted or in respect of which relief is granted to her or him by the Court under the provisions of the 2006 Act or by the Commission; or

15.1.2 in respect of any contract entered into or act or deed done by her/him by virtue of her/his instructions or authority from the Board or in any way in the discharge of her/his duties.

STANDING ORDERS MADE UNDER ARTICLE 9.1.4

STANDING ORDER 1 - PROXY VOTES AND PROXY FORMS

1.1 In order for a proxy vote to be valid, a member appointing a proxy to vote at general meetings of the Synagogue must sign the proxy form personally or by a duly authorised attorney and comply with the rules set out below.

1.2 The content of the proxy forms is set out below.

1.3 If the proxy form is signed by someone having a power of attorney for the member, then a copy of the power of attorney must be sent to the address of the Synagogue designated on the proxy form ("the designated address") at the same time as the signed proxy form.

1.4 The designated address may be a postal or an email address.

1.5 A signed proxy form for a general meeting must be sent either by post or signed, scanned and emailed to the designated address to arrive at least 48 hours before the time the general meeting is due to start.

1.6 The proxy form, once signed, shall be deemed to give the proxy power to demand or join in demanding a poll (that is, a counted vote) on any issue.

1.7 If the proxy form is to be used to vote on a poll, it must be sent to the designated address to arrive at least 24 hours before the time the poll is due to be held.

1.8 If a poll is not taken immediately after it has been demanded, but is taken within 48 hours after being demanded, then the proxy form may be delivered to the Chairperson or any trustee at the meeting where the poll was demanded.

1.9 Where a member revokes the appointment of her/his proxy, the vote of the proxy will still be valid unless notice of the revocation has been received at the designated address before the start of the meeting where the vote is taken or the time a poll was held (if it is held on a later date).

PROXY FORM

"SINAI SYNAGOGUE, LEEDS

I _____ (name of member)

of _____ (address of member)

a member of the above company **HEREBY APPOINT:**

The Chairperson of the meeting

and failing her/him

_____ (name of alternate proxy)

of _____ (address of alternate proxy)

to vote for me/us on my/our behalf at the General Meeting to be held on the _____ [date]

and at every adjournment thereof. As witness my hand this _____ day of _____ 20 ."

Signed: _____ [signature of member or member's duly appointed attorney]

Where the proxy form requires that the proxy should vote for or against a resolution then the form is as follows:

"SINAI SYNAGOGUE, LEEDS

I _____ (name of member)

of _____ (address of member)

a member of the above company

HEREBY APPOINT:

The Chairperson of the meeting

and failing her/him

_____ (name of alternate proxy)

of _____ (address of alternate proxy)

to vote for me/us on my/our behalf at the General Meeting to be held on the _____ [date]

and at every adjournment thereof.

This form is to be used in respect of the resolutions mentioned below as follows:

- Resolution No. 1 *for *against
- Resolution No. 2 *for *against
- Resolution No. 3 *for *against

*Strike out whichever is not desired.

As witness my hand this _____ day of _____ 20 ."

Signed: _____[signature of member or member's duly appointed attorney]

STANDING ORDER 2 – PROCEEDINGS AT GENERAL MEETINGS OF THE SYNAGOGUE

2.1 Classes of general meeting: There shall be three types of General Meetings of members of the Synagogue: Annual General Meetings, Special General Meetings and Extraordinary General Meetings.

2.2 Voting, Ballots and Quorum

2.2.1 Voting and passing of resolutions: resolutions shall be deemed to have been carried by a show of hands by a simple majority of members present, entitled and voting at the meeting including proxy votes. Where a meeting is held either in full or in part using electronic means, the Trustees should establish an appropriate method to allow those attending online to indicate their voting preference. Members' abstention votes will be excluded from calculation of a majority. Any member present may call upon the meeting to have specific resolutions determined by secret ballot.

2.2.2 Ballots: where a ballot is requested and agreed upon, then the meeting shall appoint two persons (not themselves candidates or having a vested interest) to conduct the ballot and present the result, but not the votes cast, for the Chairperson of the meeting to announce. Where a meeting is held either in full or in part using electronic means, the Trustees must establish an appropriate method to allow those attending online to indicate their voting preference, in such a way as to maintain the secrecy of individual's votes. The number of votes cast shall only be available to the meeting if it so requests before the ballot is taken.

2.2.3 Quorum: the quorum for all Annual General, Special General Meetings or Extraordinary General Meetings shall be 20 members personally present or 3% of the total membership whichever is greater. Trustees and employees of the Synagogue shall be excluded from count as quorum present.

2.3 Member's proposal to include an item on an AGM agenda: A resolution proposed by a member shall be included on the Agenda provided that it is submitted not less than 35 days before the date of the AGM, and it is seconded by a minimum of 1% of the membership.

2.4 Special General Meeting

2.4.1 Summoning: an SGM may be summoned at any time by the Board.

2.4.2 Holding: any SGM shall be held not earlier than fourteen days, nor later than twenty-one days after the date of being summoned.

2.4.3 Notice: the Honorary Secretary shall give Notice of any SGM stating the purpose of the meeting and containing the text of any resolution which is to be considered. The Honorary Secretary shall send such notice by email to the member's current known email address or by post to the last known address of all members not less than ten days before the date of the meeting.

2.5 Extraordinary General Meeting

2.5.1 Summoning: any EGM shall be summoned within fourteen days of the receipt of a written request signed by not less than twenty members.

2.5.2 Holding: any EGM shall be held not earlier than twenty eight days, nor later than fifty six days after the date of being summoned.

2.5.3 Notice: the Honorary Secretary shall give notice of any EGM stating the purpose of the meeting and containing the text of any resolution correctly received. The Honorary Secretary shall send such notice by email to the member's current known email address or by post to the last known addresses of all members not less than twenty eight days before the date of the meeting.

2.6 Election of the Board and Executive Committee

2.6.1 Election of Executive Officers and Board Members: the election of Executive Officers and Ordinary members of the Board at the AGM shall be conducted in accordance with this Standing Order 2.6

2.6.2 Nomination by members: any two members may nominate in writing another member for election to the Board or Executive Office, such nomination shall have the written consent of the nominee and must be received at least ten days before the date of the meeting. The names of all nominees shall be displayed on the Synagogue's Notice Board and on the Synagogue's website at least seven days prior to the meeting.

2.6.3 Announcement: the Chairperson shall announce to the meeting the names of the persons nominated, eligible and willing to serve as Executive Officers or as Ordinary Members of the Board.

2.6.4 Executive Officer Nominations - Excess number: in the event of more than one nomination for an Executive Office having been received an election shall take place by secret ballot.

2.6.5 Executive Officer Nominations -Correct number: In the event that only one nomination is received for an Executive Office an election shall take place by secret ballot. Members will be able to vote for or against the nominee. The nominee will be elected by a simple majority of votes in favour. In the event that the nominee does not secure a simple majority, the position will be vacant and Standing Order 2.6.6 will apply.

2.6.6 Executive Officer Nominations - Shortage: in the event of no nomination for an Executive Office having been received, or that no nominee is elected to the position, the Board elected at the AGM shall have the power to appoint any member of the Synagogue to fill the vacant position.

2.6.7 Board (Trustee) Nominations – Excess Number: in the event of the number of persons nominated to serve on the Board exceeding the number permitted under this rule, an election shall take place by secret ballot. Each member present may cast votes up to the number of vacancies . Any ballot paper with more votes than the number of vacancies will be deemed spoiled. Candidates with the most votes up to the number of vacancies shall be deemed to have been elected.

2.6.8 Board (Trustee) Nominations – Correct Number or Shortage: in the event that the number of nominations for the Board is equal or less than the number of vacancies an election shall take place by secret ballot. Members will be able to vote for or against each nominee and those nominees securing a simple majority of votes in favour will be elected.

2.6.9 Board (Trustee) Nominations – Shortage: in the event of insufficient nominations having been received for vacancies on the Board (other than for Executive Office), or of insufficient nominees being elected to fill all vacant Board positions, the Board shall have the power subsequently to fill up to three positions.

STANDING ORDER 3 - INTERPRETATION

3.1 Where any Standing Order, Rule or Regulation made under the Articles of Association refers to a qualifying period of time (for example of membership), it shall be read, where the context permits, as referring to a period of time in relation to the unincorporated charity known as Sinai Synagogue, - charity number 1022750.

REGULATIONS MADE UNDER ARTICLE 9.1.5

REGULATION 1 – MEETINGS AND PROCEEDINGS OF THE BOARD

1.1 **Type:** there shall be two types of management meetings: Board Meetings and Executive Officer Meetings

1.2 **Frequency of meetings:** the Board shall meet each month or at such other times as deemed expedient by the Chairperson.

1.3 **Convening normal meetings**
Meetings shall normally be convened upon seven days' notice but in the case of an emergency an Executive Officer may summon a Board meeting without a period of notice.

1.4 **Attendance by Board members**: members of the Board and Executive are expected to attend all Board meetings. If a member fails to attend five meetings, the member shall cease to be a member of the Board. The number of Board meetings attended by each Board member will be published by the Honorary Secretary at the Annual General Meeting.

1.5 **Convening of special meetings**: a meeting of the Board may be called within not less than seven or more than fourteen days, upon request of at least three members of the Board who shall state in writing to the Honorary Secretary the matter or matters they wish to be discussed at such meeting.

1.6 **Quorum:** the quorum for a meeting of the Board shall be five Board members, including ordinary Trustees and Executive Officers personally present.

1.7 **Minutes:** minutes shall be taken at all Board meetings and circulated to all Board Members within twenty-one days. Approved minutes shall also be available for inspection by ordinary members at the Synagogue's Office, placed in the Library and published in other media as determined by the Board.

1.8 **Private and Confidential Matters:** the Board may resolve that matters are of a private and confidential nature and if so the Chairperson shall decide how the matter be recorded and whether it be made available for inspection.

REGULATION 2 – COMMITTEES AND WORKING PARTIES

2.1 **Establishment:** the Board may establish committees to hold office until the next Annual General Meeting or unless previously dissolved.

2.2 **Extent of powers:** the Board may confer upon or delegate to any committee such powers of the Board as the Board shall determine provided that all actions and proceedings of any committee shall be fully and promptly reported to the Board.

2.3 **Approval of persons**: any person serving on a committee or acting as a co-opted member thereof is deemed to have the approval of the Board unless otherwise determined.

2.4 **Meetings:** the Chairperson of the Synagogue shall be notified of all meetings to be held by any committee and shall be entitled to attend in person or by proxy nominated by her/him and vote at such meetings. The Board may, on appointing a committee, request it to keep and produce minutes of its meetings.

2.5 **Working Parties: w**orking parties may exist within the community from time to time to further the goals and purposes of the Synagogue which are set up by members and are not appointed by the Board. These may be permanent groups who will run continual activities or provide services to the community, or temporary groups established to perform a specific one-off function. The Honorary Treasurer may provide a budget to the working party, and the delegated authority to allocate use of funds within this budget.

REGULATION 3 – CHARITY PRACTICES, PROCEDURES AND FEES

3.1 **Appointment and dismissal of paid staff: t**he Executive Officers may appoint and dismiss staff and specify terms and conditions of employment except that the appointment or dismissal of a Rabbi shall be in accordance with the relevant provisions of the rules relating to a Rabbi.

3.2 **Position of paid staff re elected office:** unless the prior written consent of the Charity Commission has been obtained, a paid employee who is a member of the Synagogue cannot stand for election to the Board or Executive Office but may attend in a non-voting capacity provided they shall not take part in or remain present during any discussion regarding to their terms of employment. Any elected member of the Board or Executive Office may not take part in or remain present during any discussion regarding the terms of employment of a spouse, partner, or immediate family member.

RULES MADE UNDER ARTICLE 9.1.6

RULE 1 – MEMBERSHIP RIGHTS AND RESPONSIBILITIES

1.1 Application procedure:
Any person over the age of 18 may make application in such form as the Board may direct. Matters of Jewish status shall be defined by the standards and conditions laid down by the Bet Din of MRJ.

1.2 Acceptance to membership:
No person may be accepted as a member until ratified by the Board. The Board may refuse an application for membership at its discretion, for example due to outstanding non-payment of previous subscriptions or other funds due to this or another MRJ constituent synagogue. Refusal of an application for membership must be carried by a simple majority of not less than two-thirds of the persons present and voting at the Board meeting.

1.3 Dependants' rights:
Children of a member being under the age of 21 shall be entitled to attend all religious services held by the Synagogue and to such other rights and privileges as shall be laid down by the Board.

1.4 Membership categories:
The Board may introduce categories of membership at such level of subscription as it shall determine.

1.5 Honorary membership:
Honorary Members shall be entitled to receive notice of and to attend but not to vote at General Meetings and to exercise such other rights as the Board may from time to time grant.

1.6 Termination of membership:
Membership may be terminated by a resolution of the Board either for non-payment of subscription or for other reason at the discretion of the Board.

1.7 Notice of termination:
Notice of the intended resolution to terminate membership shall be sent to the member at the last known address not less than fourteen days before the Board meeting to which the resolution is to be put.

1.8 Rights of representation prior to termination:
The member, having been sent a notice of the intended resolution for termination, has a right for written representation to be submitted to the Board on the member's behalf.

1.9 Right of appeal against expulsion:
A person receiving notice of a Board resolution to terminate membership, may submit written appeal, within fourteen days, for final consideration at the next Board meeting.

1.10 Right of appeal against refusal:
A person whose membership has been refused may submit written appeal, within fourteen days of notification, for final consideration at the next Board meeting.

1.11 Final notice of termination of membership:
If after final consideration membership is terminated, then all rights and entitlements shall cease forthwith and the Honorary Secretary shall confirm the termination in writing.

1.12 Members' responsibilities:
Members are expected to act in a responsible and considerate manner, not to infringe the rights of other members, and do all that is necessary to ensure that the Synagogue, its employees, Executive Officers, or trustees are not brought into disrepute.

1.13 Right to attend religious assemblies and communal activities:
Members have the right to attend all communal religious occasions and activities.

1.14 Members' personal rights:
Members are entitled to enjoy the personal privileges relating to marriage, Bar/Bat Mitzvah, burial, Rabbinical counselling and any other rights appropriate to membership of the Synagogue in accordance with the circumstances and conditions at the time, and the current practices of the MRJ.

1.15 Entitlement to attend AGMs, SGMs or EGMs:
Members are entitled to attend Annual General, Special or Extraordinary Meetings of the Synagogue and to vote in person thereat.

1.16 Entitlement to attend Board Meetings:
Members shall normally be entitled to attend meetings of the Board as observers but not during discussion of private and confidential matters.

1.17 Eligibility for Trusteeship:
Any member shall be eligible for membership of, or election to the Board, provided that such person has been a correctly subscribed member of the Synagogue for a period of one year immediately prior to election and is qualified by law to act as a company director and charity trustee.

1.18 Burial rights:
Every member shall be entitled to such benefits as are available through the Synagogue's membership of the Joint Jewish Burial Society in accordance with the rules and regulations in force.

RULE 2 – HONORARY PRESIDENTS, VICE-PRESIDENTS AND LIFE WARDENS

2.1 The members in General Meeting may bestow upon individuals an Honorary title for life or for some lesser period. Such title does not confer upon the holder any rights other than the rights accorded to ordinary members and is bestowed upon a person as a mark of recognition and respect. A proposal to nominate a person for such a title shall be by the Board for the approval of members in General Meeting.

2.2 The appointment of any person or persons to the office of President, Vice President or the award of any 'lifetime' title shall not confer upon the person(s) respectively nominated for or appointed to such office, any status, rights and/or duties not otherwise enjoyed and discharged by all other members of the Synagogue. Any such nomination is made and any such office is bestowed and is confirmed by the will of the membership in General Meeting by way of recognition of services rendered to the Synagogue and its members and so as to honour the holder but for no other purpose and to no other effect.

RULE 3 – EXECUTIVE OFFICERS

3.1 Eligibility:
Any member shall be entitled to stand for election as an Executive Officer provided that person has been an ordinary Board Member for at least one year and in the case of Chairperson, the candidate has previously held one of the other Executive Offices for at least one year.

3.2 Chairperson:
The Chairperson shall preside over and conduct all Annual General, Special General, Extraordinary General, Board and Executive Meetings and in the event of an equal vote on any resolution s/he, being a member of the Synagogue, shall have a second or casting vote.

3.3 Vice-Chairperson:
All rights and duties conferred upon the Chairperson shall in her/his absence, devolve upon and be exercised by the Vice-Chairperson or in the absence of both, by a member of the Board nominated by a simple majority of the Board present and voting.

3.4 Honorary Secretary:
The Honorary Secretary shall be the Executive Officer responsible for the day to day administrative function of the Synagogue and for receiving and communicating all documents, notices, resolutions and other matters formally addressed in writing to the Synagogue.

3.5 Honorary Treasurer:
The Honorary Treasurer shall be the Executive Officer responsible for the day to day financial function of the Synagogue, Budget, Management Accounts, and for the control of funds and the custody and records of the monies and account books of the Synagogue.

RULE 4 – THE MEMBERSHIP TREASURER

4.1 Role:
The Membership Treasurer shall be the Board member responsible for matters related to collection of subscriptions, treatment of arrears, and agreement to any concessions on subscriptions in consultation with the Executive Officers.

4.2 Eligibility:
The Board may appoint any Board member as Membership Treasurer provided that person has been an ordinary Board Member for at least one year.

RULE 5 – RABBI

5.1 Appointment:
A resolution passed by a two-thirds majority shall be required at an AGM or SGM authorising the Board to seek recruits for the position of Rabbi.

5.2 Responsibilities:
Any Rabbi shall be appointed to carry out such responsibilities as the Board may decide and will be qualified in such manner as to be acceptable for full membership of the MRJ Assembly of Reform Rabbis, UK.

5.3 Terms of employment:
The terms of employment of any Rabbi shall be fixed by the Board in accordance with guidelines within MRJ policy as expressed through the Assembly of Reform Rabbis, UK and the Board of MRJ.

5.4 Attendance at meetings:
A Rabbi shall normally be invited to attend meetings of the Board and Executive Officers but shall not be entitled to vote thereat.

5.5 Burial Rights:

Any Rabbi and (where applicable) spouse and children under the age of 18 shall be honorary (non-voting) members of the Synagogue and shall be accorded similar burial rights offered to ordinary members.

5.6 Dismissal:

The Board has at all times absolute power to dismiss a Rabbi for gross professional misconduct.

RULE 6 – FINANCE AND ACCOUNTING MATTERS

6.1 Personal or pecuniary interests:
Any Board member who has a pecuniary or other personal interest direct or indirect in any matter which is the subject of consideration by the Board, shall declare their interest and, shall not take part in or remain present (unless invited to stay) during such consideration and shall not vote on any questions with respect to that matter.

6.2 General funding:
The Synagogue may accept, borrow or raise money for the purpose of furthering its objects by means of grants-in-aid, donations, legacies, subscriptions, levies, fund raising events or loans from public or private sources, members, other persons or sources provided that the Synagogue shall not undertake any permanent trading activities in raising funds for its objects, except as permitted by HMRC, or do anything similar that may prejudice its legal or charitable position or status.

6.3 Subscriptions: Fixed by the Board:
The Board shall from time to time fix scales of subscriptions for membership of the Synagogue. The Board may arrange to accept from any member a concessionary subscription other than on normal scale, in which event such variation shall be reviewed at least once each year in accordance with policy as determined by the Board from time to time.

6.4 Subscriptions: due date:
Subscriptions to the Synagogue shall be due and payable annually in advance on the 1st of January in each year.

6.5 Subscriptions: method of payment:
The Membership Treasurer may, at his/her own discretion, enter into arrangements with members for payment of subscriptions by instalments, provided that where such arrangements are made, the whole of the subscription shall be paid during the relevant subscription year.

6.6 Subscriptions: new members:
Membership and the privileges attached commence once payment of the appropriate subscription has been made.

6.7 Subscriptions: non-payment:
The membership rights of any member whose subscriptions are fourteen months in arrears shall lapse. The Membership Treasurer will advise the Board, and provided it is agreed by the Board, notify that person in writing that membership rights have lapsed until all arrears have been paid.

6.8 Finance: approval of spending:
The Honorary Treasurer shall not pay any monies, other than those which are regularly and routinely paid on behalf of the Synagogue, without the express approval of the Board. Where any proposed commitment for goods or services is for a value greater that £2500, at least three competitive quotations shall be obtained unless the Board shall decide that it is not necessary or appropriate so to do.

6.9 Finance: investment of surplus funds:
The funds of the Synagogue not required for immediate application may be invested in such manner as the Board approves.

6.10 Finance: control and accounting for funds:
The Honorary Treasurer shall keep such records and accounts as are necessary to record and control the finances of the Synagogue, and shall produce account books, invoices, receipts, papers and other documents to the Board whenever so required to do by the Board or by the Chairperson and shall produce for presentation to the Annual General Meeting accounts in accordance with good practice and any current legal or charitable requirements.

6.11 Finance: funds relating to minor activities:

Funds relating to minor activities associated with the Synagogue may be held by members who shall be accountable to the Board for their recording and safe keeping. Those members having had custody or control of funds during the year shall produce account books, invoices, receipts, papers and other documents to the Board whenever so required to do by the Board or by the Chairperson and shall produce for presentation to the Annual General Meeting accounts in accordance with good practice and any legal or charitable requirements.

6.12 Finance: bank accounts:

The Bank Accounts of the Synagogue shall be kept at UK Banks or Building Societies which are covered by the Financial Services Compensation Scheme to be decided by the Board and shall be in the name of the Synagogue. The Honorary Treasurer, Chairperson, Vice-Chairperson, Membership Treasurer and Honorary Secretary shall be signatories to such accounts and all transactions shall be authorised by ~~not~~ less than two signatories.

6.13 Finance: financial year end:

The financial year end of the Synagogue shall be the 31st December and Accounts of the Synagogue shall be prepared in accordance with current legal and charitable requirements and shall be audited or independently examined by a Chartered/Certified or other suitably qualified Accountant who must not be a member of the Board nor of any committee which handles the Synagogue's funds. The auditor/independent examiner is to be appointed at the AGM held during the year to which the accounts relate.

6.14 Finance : purchase. sale or letting of property:

A resolution passed at an Annual or Special General Meeting shall be required for the purchase, sale or letting of any freehold or leasehold property or land.

6.15 Finance : holding long term investments:

All long term investments including freehold and leasehold property shall be vested in accordance with the relevant provisions of Article 5.

6.16 Finance : security for loans against property:

The members at Annual and Special General Meetings may authorise the Board on behalf of the Synagogue to offer as security the property of the Synagogue to secure the repayment of money borrowed and the payment of interest thereon for a sum and rate of interest determined and sanctioned by the members at that meeting.