

CENTRAL BOARD BY LAWS

PREAMBLE

With the help of G-d we, the members of the Mashadi Jewish Community residing in the United States, in order to establish the organizational foundation for a Mashadi Jewish Central Organization, to serve the religious, charitable, educational, cultural, welfare, social and security needs of our people, to establish, support and maintain appropriate religious and educational institutions and to promote our unity and our general welfare, do hereby adopt and establish these By-Laws for the United Mashadi Jewish Community of America, Inc.

ARTICLE I

Principles

Section 1. Name, Location & Duration.

This organization shall be known as United Mashadi Jewish Community of America, Inc., a non-profit organization registered in the State of New York and its duration shall be unlimited.

Section 2. Orientation.

This organization shall conduct all its activities on the basis of the Jewish faith according to Sephardic *halacha* and in accordance with the customs and practices of the Mashadi Community. This organization has no relation or affiliation with any political parties and will not engage in any activity that is in violation of the laws of the United States of America.

Section 3. Membership.

All Jews permanently residing in the USA who are born to, married to or legally adopted by Mashadi Community members, will, along with their offspring, be permanent members of this organization. Mashadi Jewish Community members are descendants of the Jews who lived in the city of Mashad in the country of Iran. If a member of this community intermarries with

a Non-Jew, or changes his/her religion, then, upon the recommendation of the Religious Council, the Central Board may expel him/her from the organization.

Section 4. Association with other Communities

This organization shall coordinate its activities with the Mashadi Communities throughout the world and the World Jewish Community at large.

ARTICLE II

Institutions

All existing and future Mashadi synagogues and Community organizations that have been established through public funding shall be considered members of the United Mashadi Jewish Community of America (UMJCA) and must comply with these By-Laws.

A. Central Board.

The Central Board is comprised of 15 elected members of the Mashadi Community and is responsible for fulfilling the goals of these By-Laws and to provide coordination among Community institutions.

B. Synagogue Boards.

Each synagogue shall be administered by an elected board of directors comprised of at least 7 members of the Community.

C. Religious Council.

The Religious Council shall guide the Community on religious matters. It will be comprised of a group of competent persons who have a thorough knowledge of Jewish religious practices.

D. Board of Trustees.

The Central Board may appoint a Board of Trustees comprised of respected members of the Community to advise the Central Board on major issues.

E. Supervisory Council.

The Supervisory Council is appointed by the Central Board to supervise the Community's elections and general assemblies.

F. Central Board Committees and Member Organizations.

The following categories of committees and member organizations shall function under the Central Board:

1. Standing committees.
2. Temporary committees.
3. Independent member organizations.
4. Independent elected member organizations.

ARTICLE III

Central Board

Section 1. Description.

The Central Board is comprised of 15 people elected by the Mashadi Community as prescribed in these By-Laws.

Section 2. Duties.

The duties of the Central Board consist of, but are not limited to, the following:

1. To know the contents and to perform the mandate of these By-Laws.
2. To maintain and strengthen the Jewish religious heritage and Mashadi traditional values, to promote Zionism and to support the State of Israel.
3. To establish synagogues, social clubs, schools, educational facilities, sports centers, social welfare institutions (such as nursing homes, etc.) for the Community through acquiring, leasing, constructing or through expanding existing facilities of the Mashadi Community.
4. To coordinate and unify the activities of the Mashadi Community institutions.
5. To promote the social welfare of the Community.
6. To manage the finances of this Organization and to prepare its short term and long term budget plans.
7. To formulate plans for the future of the Community based on relevant statistical data of the Community.
8. To establish and maintain a constructive relationship with Mashadi Jewish communities abroad as well as other Jewish communities and establishments in America and abroad.

9. To support Jewish educational and charitable institutions in America and Israel and to provide assistance to the needy people in the Mashadi community throughout the world.
10. To monitor political, economic and social trends, especially regarding anti-Semitism, and to keep the Community informed.
11. To promote education and the physical and spiritual development of the members of the Community, particularly the youth.
12. To arrange for mediation and arbitration for the settlement of personal, family and business disputes among members of the Mashadi Community.
13. To coordinate and facilitate funeral services according to Sephardic Jewish law and to arrange for cemetery space for the community.
14. To honor past and present Community servants and benefactors.
15. To nurture and utilize the talents of the Community for the benefit of its members.
16. To publish a comprehensive annual financial report to the Community as well as a report on all major issues each year.
17. To safeguard the assets of the Community which belong to this Organization.

All of the above duties shall be carried out by the Central Board or shall be delegated to the appropriate committees.

Section 3. Meetings of the Central Board.

A. Frequency, Quorum & Participation.

The Central Board shall hold meetings at least once a month.

The quorum for the Central Board meetings shall be two thirds of the Central Board members.

Members of the Community are permitted, upon request, to participate in open meetings of the Central Board as observers.

Confidential matters of the Central Board may be discussed in closed meetings.

Minutes of any Central Board meeting shall be made available to any Community member upon request.

B. Attendance.

All Central Board members are required to attend all Central Board meetings. Any Board member who fails to attend, without a valid excuse, four

consecutive meetings or 50% of the meetings within a 12-month time period, shall be deemed to have declined to act as a Board member and his/her office may be deemed vacated based on the final determination of the Central Board.

C. Vacancy.

Any vacancy in the Central Board will be filled by the elected reserve members of the Board in the order of the number of their votes. In case the list of reserve members is exhausted, the position shall remain vacant. If the total number of originally elected Board members falls below eight, the present Central Board shall be dissolved and the Supervisory Council shall call for new elections within 60 days. (The specially elected Central Board shall serve for the remaining period of the term.)

D. Agenda.

At least two days prior to a meeting, an agenda shall be made available to all members of the Central Board. The agenda will be prepared by the President, the Vice President and the Recording Secretary. The agenda of the meetings shall include the following:

1. Opening of the session, with a quorum present
2. Approval of the minutes of the previous meeting
3. Correspondence and reports
4. Reports of the committees
5. Old business
6. New business
7. Setting the date of the next meeting and adjourning the session.

Any member of the Mashadi Community can obtain a copy of the agenda before any open meeting.

F. Voting.

Motions in the Central Board meetings can only be approved by the absolute majority (one half plus one) of the members present, provided there are at least seven favorable votes. The following matters shall require a favorable vote of the absolute majority (one half plus one) of the entire Central Board:

1. Approval of the annual budget.
2. Election of Executive officers.
3. Any capital project.
4. Committing the Community to indebtedness.
5. Initiating proposed changes in the By-Laws

Approval of a Capital Project of \$200,000.00 to \$500,000.00 shall require a two thirds majority of the entire Central Board.

G. Emergency meetings.

Any five members of the Central Board or any 50 voting members of the Mashadi Community, can ask in writing for an emergency meeting on a special subject which must be held within 10 days.

H. Execution of decisions.

Decisions of the Central Board will be implemented by the committees or individuals appointed for that purpose. These may be from outside of the Central Board.

Section 4. Executive Officers of the Central Board.

A. Description.

The executive officers of the Central Board will consist of the following.

1. President.
2. Vice President.
3. Treasurer.
4. Assistant Treasurer.
5. Executive Secretary.

Any person may only serve as President of the Central Board for two terms in his lifetime.

Women may not serve as President or Vice President of the Central Board.

Within 30 days after the results of the elections have been announced, the Central Board shall elect the executive officers from among its members by secret ballot with an absolute majority.

In case any executive officer vacates his position, a new election shall be held within the Central Board to fill that position.

B. Duties of the Executive Officers.

1. President.

The duties of the President shall consist of the following:

- A. Presiding over the meetings of the Central Board.

- B. Representing the Community at official functions.
- C. Seeing to it that the By-Laws are observed by the Central Board members and that they perform their duties faithfully.
- D. Seeing to it that the decisions of the Central Board are carried out.
- E. Calling the meetings of the Central Board in conjunction with the Recording Secretary.
- F. Preparing, in conjunction with the Vice President and the Recording Secretary, the agenda for the Central Board meetings.

The President can delegate any of the duties listed above to another Central Board member on a temporary basis.

2. Vice President.

The Vice President shall assist the President in the discharge of his duties and replace him in his absence. The Vice President shall perform such other duties and have such other powers as the Central Board may from time to time prescribe.

3. Treasurer.

The Treasurer shall have the custody of the funds and securities of this organization and shall keep a full and accurate account of receipts and disbursements in books belonging to the Community and shall deposit all moneys and valuable effects in the name of and to the credit of the Community in such depositories as may be designated by the Central Board.

The Treasurer shall supervise the collection of the accounts receivable and payment of the accounts payable in accordance with the budget approved by or in compliance with instructions of the Central Board.

The Treasurer shall render to the Central Board at its regular meetings, and when the Central Board so requires, an account of all the transactions of the office of the Treasurer and of the financial condition of the Organization.

The Treasurer shall prepare a detailed Financial Statement and submit it to the Central Board on an annual basis.

The Treasurer shall see to it that the appropriate and required filings are filed on a timely basis with the appropriate governmental agencies.

4. Assistant Treasurer.

The Assistant Treasurer shall assist the Treasurer in the discharge of his duties and replace him in his absence.

5. Executive Secretary.

The Executive Secretary shall keep the official records of the Central Board, keep and affix the seal of the corporation and sign official documents when required and maintain all official correspondence and files and make the text of these By-Laws available to the general membership upon request.

Section 5. Recording Secretary.

The Recording Secretary shall be appointed by the Central Board.

He/She shall keep and distribute the minutes of all meetings and assist in the preparation of agendas.

ARTICLE IV

Synagogue Boards

Section 1. Description.

Each member synagogue will be administered by an elected board of directors, consisting of seven male members of the community, unless its By-Laws specifies a higher number. This number should not exceed fifteen.

All member synagogues shall conduct their services and religious affairs of the synagogue according to orthodox Sephardic *halacha* and Mashadi customs and *minhagim*.

Each member synagogue shall be administered by its own Board of Directors, *gabbayim* and ushers.

Section 2. Duties of Synagogue Boards.

The duties of Synagogue Boards of Directors are as follows:

- A. Operate and maintain the synagogue by employing the personnel, entering into maintenance contracts and otherwise handling the day to day affairs necessary to properly maintain and administer the synagogue.
- B. Employ when deemed necessary a Rabbi or *hazan*, with the consent of the Religious Council

- C. Prepare the annual budget request of the synagogue and submit it to the Central Board for approval. The Synagogue Board of Directors is authorized to utilize their approved annual budget independently as it deems fit.
- D. Present an annual financial statement to the Community.
- E. Arrange fund-raising for specific projects of the synagogue, after obtaining approval from the Central Board. No person- or -group is authorized to collect organized charitable contributions (*magbit*) in any member synagogue without prior approval of the Central Board. This does not restrict collection of private donations by individuals outside the synagogues.
- F. Appoint *gabbayim* as it deems necessary and in conjunction with them:
 - 1. Determine the method of assignment of *allyot*.
 - 2. Determine the time and order of *tefilot* (Prayers) based on guidelines provided by the Religious Council.
- G. Select and invite guest speakers in the synagogue on *shabbatim* and Holidays (*moadim*). The designated speaker of the Central Board as well as guest speakers invited by the Central Board shall be accommodated on a regular basis with prior notice provided to the synagogues.

Section 3. Election of Synagogue Board of Directors.

The election of the board of directors of each member synagogue shall be held simultaneously with the elections of the Central Board. Each male member of the community age 18 and over may vote for the Board of Directors of one synagogue of their choice. Ballots marked with less than two thirds or more than the total number of Board members to be elected will be considered void.

Any male member of the community over 26 years of age is eligible to become a candidate for the Board of Directors of one synagogue only. A candidate for the Board of Directors of a synagogue may also be a candidate for the Central Board. Other technical details of the synagogue board elections that are not covered in these By-Laws, shall be determined by each synagogue's own by-laws, provided they do not contradict these By-Laws.

The synagogue Board of Directors shall serve for a three-year term to coincide with the term of the Central Board.

ARTICLE V

Religious Council

Section 1. Description and term.

The Religious Council is composed of a group of competent men who have a thorough knowledge of Jewish Sephardic halacha and Mashadi minhagim and religious practices.

Each synagogue shall appoint two representatives to the Religious Council. The Rabbi of each synagogue shall automatically be one of the two appointees of that synagogue. The Central Board shall then appoint one half as many representatives as has been allotted to all Synagogues combined. All appointments to the Religious Council shall be made in consultation with the Rabbi(s) of the Community. The permanent Rabbi of the community (if one has been appointed) shall be a member of the Religious Council.

The term of the Religious Council shall be three years, the same as the term of the Central Board and of the Synagogue Board of Directors.

The outgoing Religious Council shall continue its duties until the appointment of the new Religious Council as provided for above.

Section 2. Duties of the Religious Council.

- A. Guidance and Supervision of *kashrut* in public ceremonies according to the Orthodox Sephardic religious practices and Mashadi *minhagim*.
- B. Guidance of all religious ceremonies in the Community.
- C. Supervision of burial services.
- D. Guidance regarding *kashrut* and religious ceremonies on Jewish holidays.
- E. Guidance and supervision in acquiring religious articles such as *sefer torah*, prayer books, prayer shawls (*tzitzit*), *tefilins*, *mezuzot*, *etrogh*, *loulav*, etc.
- F. Cooperation with the Talmud Torah Committee in formulating curriculums.
- G. Coordination of a unified religious approach pertaining to all Community synagogues.
- H. Establishment of a standard set of guidelines for the religious administration of each synagogue including the duties of *gabbayim* and ushers, and presentation of the same to the Board of Directors of each synagogue.
- I. Guidance on appropriate Jewish Orthodox practice in all Mashadi public religious facilities.

In cases of difference of opinion, the Religious Council shall seek the recommendation of the Sephardic Rav Rashi of Israel.

ARTICLE VI

Standing Committees of the Central Board

Section 1. Description.

The Standing Committees of the Central Board shall include, but are not limited to:

1. Finance and Budget Committee.
2. Talmud Torah Committee.
3. Arbitration & Mediation Committee.
4. Charity Affairs Committee.
5. Cemetery Committee.
6. Long-Term Planning Committee.
7. Israel and Zionism Committee.
8. Social Services Committee.
9. Public Affairs Committee.
10. Communications Committee.
11. By-Laws Committee.

Section 2. Appointment of the Standing Committees.

The members of the standing committees of the Central Board shall be appointed by the Central Board, except as otherwise specified in the By-Laws.

The Central Board shall appoint the committee members within 60 days after the elections. The previous members of the committee shall remain active until the new committee members have been named.

The members of any committee may be appointed from within or outside of the Central Board. Each committee shall have at least one Central Board member. The Central Board will make an effort to invite volunteers from the Community as often as possible.

Any member of the Central Board or the Community can be a member of a maximum of three standing committees concurrently.

Each committee shall have a Chairperson.

Section 3. Duties. Goals & Responsibilities.

Except as otherwise provided in these By-Laws, the Central Board will define the goals and responsibilities of each committee.

Section 4. Talmud Torah Committee.

The Central Board, in cooperation with the Religious Council and The Synagogue Boards of Directors, will select the members of the Talmud Torah Committee.

Section 5. Finance and Budget Committee.

The Finance and Budget Committee shall be a permanent committee of the Central Board. It will receive and review all budget requests from member synagogues, organizations and committees. After thorough analysis and consultation, it shall prepare and submit a proposed budget based on projected revenues to the Central Board for ratification.

In the event that funding for any capital project of \$200,000.00 or more is requested by any member organization or the Central Board, the Finance and Budget Committee shall conduct an in-depth financial and technical feasibility study and submit its recommendations to the Central Board.

The treasurer of the Central Board shall be an automatic member of the Finance & Budget Committee.

Each synagogue shall appoint one representative to the Finance and Budget Committee.

In addition to the Treasurer, the Central Board shall appoint to the Finance and Budget Committee an equal number of appointees as the total appointed by all synagogues.

Section 6. The By-Laws Committee.

The By-Laws Committee shall consist of at least 3 members, the majority of whom shall be members of the Community from outside the Central Board. They shall advise the Central Board whenever a dispute arises over the interpretation of the By-Laws, and shall examine any proposed amendments to the By-Laws and make a recommendation to the Central Board within 45 days after the proposed amendment has been referred to the By-Laws Committee.

ARTICLE VII

Independent Member Organizations

The following committees and organizations shall be members of United Mashadi Jewish Community of America, Inc. and operate under the umbrella of

the Central Board. They shall function according to their own rules, provided they do not contradict these By-Laws:

MORA (Mashadi Outreach Association).
CMPA (Concerned Mashadi Parents Association).
Mashadi Cultural and Educational Committee.
Senior Citizens Club.
Mashadi Sephardic Hebrew Academy.

Any additional independent organization that wishes to become a member of UMJCA, shall request membership from the Central Board, stating that it will comply with these By-Laws.

ARTICLE VIII

Independent Elected Member Committees

The following committees shall be members of UMJCA and function under the umbrella of the Central Board. Their governing bodies shall be elected as provided for in these By-Laws:

Mashadi Sisterhood.
Mashadi Youth Committee.

Section 1. Mashadi Sisterhood.

The Mashadi Sisterhood shall consist of 15 women elected from the members of the Mashadi Community.

All women age 18 and over are eligible to vote. All women age 21 and over are eligible for candidacy. Any candidate for Mashadi Sisterhood may not simultaneously be a member of the Central Board and/or Mashadi Youth Committee.

The term of office for the Mashadi Sisterhood shall be 3 years.

The election of the Mashadi Sisterhood shall be held on the third Sunday in November in the year following the Central Board elections.

A Central Board appointed body shall supervise the Sisterhood elections.

Section 2. Mashadi Youth Committee.

The Mashadi Youth Committee (MYC) shall consist of 15 young adults of the Mashadi Community.

Any member of the community between 16 and 35 years of age is eligible to become a candidate for the election of MYC. Any candidate for MYC may not simultaneously be a member of the Central Board and/or the Mashadi Sisterhood.

Any member of the community between 16 and 35 years of age is eligible to vote for the MYC.

The term of office for MYC shall be 3 years.

The election of the MYC shall be held on the third Sunday in November in the second year following the Central Board elections.

A Central Board appointed body shall supervise the Youth Committee elections.

Details of the Mashadi Youth Committee elections shall be as per their own By-Laws.

ARTICLE IX

Supervisory Council

Section 1. Description.

The Supervisory Council shall consist of seven members of the Community in good standing, who are not themselves candidates for the Central Board election.

Section 2. Formation of the Supervisory Council.

The Central Board shall appoint the Supervisory Council at least 90 days prior to the date of the next Central Board election.

The term of the Supervisory Council shall be three years, and it shall continue its duties until a new Supervisory Council is appointed by the Central Board.

Section 3. Duties of the Supervisory Council.

- A. To call and supervise the elections of the Central Board and the Synagogue Boards at the due time as prescribed by the By-Laws. In the event that the Central Board does not appoint the new Supervisory Council, the existing Supervisory Council is obligated to call the new elections in their due time.
- B. To convene and administer a General Assembly, as deemed necessary, according to the By-Laws.
- C. To convene a general assembly or hold a public referendum no later than 60 days after- a recommendation for an amendment to the By-Laws has been made by the By-Laws Committee to the Central Board.

ARTICLE X

Election of the Central Board

Section 1. Election Procedures and Nomination Process.

The election of the Central Board shall be held every three years on the third Sunday in November.

- A. Time, location and other details of the election for the Central Board shall be determined and announced by the Supervisory Council.
- B. At least 60 days prior to the date of the elections, the Supervisory Council shall distribute nomination forms to the Community members.
- C. All nomination forms are to be returned to the Supervisory Council within 20 days from the date on which they were distributed.
- D. All eligible Community members who are nominated or have volunteered, shall be considered candidates, subject to their acceptance.
- E. The Supervisory Council shall publish the final list of the candidates at least 20 days prior to the date of the elections.
- F. The Supervisory Council shall hold at least one public assembly, prior to the elections, for candidates to address the Community.
- G. Any member of the Community age 18 and over is eligible to vote for the Central Board.
- H. Each voter must cast his/her vote for no less than ten and no more than 15 candidates.
- I. The candidates who receive the 15 highest number of votes shall be the elected members of the Central Board. The candidates having obtained the 16th through 20th position shall be the

reserve members of the Central Board. In case of a tie for the last position, the Central Board shall consist of 16 or more members for that term only. If there is a tie in a reserve position and in case there is a vacancy in the Central Board, the number of Board members shall be enlarged for that term only, to accommodate the additional eligible reserves.

- J. A maximum of three women can be elected to the Central Board.
- K. The Supervisory Council shall promptly announce the official results of the elections, including the names of the elected members as well as the reserve members. The number of votes shall be announced within seven days.
- L. The Supervisory Council shall invite, within 14 days of the election, the outgoing Central Board and the newly elected Central Board for a joint meeting to arrange for an orderly transition.

Section 2. Eligibility.

- A. Any member of the Community age 36 and over is eligible for candidacy of the Central Board.
- B. A parent and a child or a husband and a wife may not serve simultaneously on the Central Board.

Section 3. Term of office.

- A. The duration of each term of office for the Central Board shall be three years.
- B. No Community member shall serve for more than two consecutive terms on the Central Board, but may serve again after not serving for one term.
- C. Any male member of the Community may simultaneously serve on the Central Board and the Board of one synagogue.

ARTICLE XI

General Assembly

Section 1. Description

A general assembly is a body of men and women members of the Community age 18 and over and shall convene for the following reasons:

- A. To approve purchase, procurement or otherwise rendering useful of estates, buildings, facilities for public use such as synagogues,

clubs, cemeteries, schools etc., whose estimated total cost is \$500,000.00 or more.

- B. To approve any proposed changes in the text of these By-Laws, as provided for in Article XIV.
- C. To direct the Central Board on any emergency legislation, if so requested by the Central Board.
- D. To approve the sale of any real property belonging to this organization.

The Supervisory Council shall convene and administer a general assembly upon written request from the Central Board or from 300 members of the Community.

Section 2. Quorum.

- A. The quorum for the general assembly shall be 600 eligible members or at least 20% of the population of the general membership, whichever is lower.
- B. If a quorum is not reached at the first meeting, a second general assembly shall be held within four weeks at which 400 eligible members or two thirds of the quorum of the first meeting shall constitute a quorum.
- C. If a quorum is not reached at the second meeting, a third general assembly shall be held within four weeks at which 300 eligible members or one half of the quorum of the first meeting shall constitute a quorum.

If a quorum is not reached in three successive meetings, the general assembly shall not convene again for the matter in question for a minimum of one year.

The quorum requirement shall be adjusted every nine years by the Supervisory Council, with approval of the Central Board, based on population developments.

Section 3. Agenda and Voting.

- A. A general assembly shall have an agenda. The agenda shall be published by the Supervisory Council ahead of time. Only matters on the agenda may be discussed in the general assembly.
- B. Approval of any matter voted upon in the general assembly shall take place by secret ballot and require an absolute majority of the voting members present except as otherwise specified in these By-Laws.

ARTICLE XII

Finance and Budget

Section 1. Revenue.

- A. All Pledges (*kavods*) made in member synagogues shall be billed and collected by the Central Board.
- B. Other revenues generated by the rent of space of any property belonging to this organization shall also be billed and collected by the Central Board.
- C. Any revenue generated by *ashrei*, *shekalim*, *kupah* boxes, *tzedaka* and the sale of Judaica shall be retained by the individual synagogues and disbursed to their designated purposes by the individual synagogues.

Section 2. Disbursements.

- A. Except as otherwise specified within the By-Laws, organization funds are to be disbursed according to an annual budget approved by the Central Board.
- B. Each Community organization including synagogues and the Central Board shall present a comprehensive annual budget request to the Finance and Budget Committee of the Central Board, by May 1st of each year.
- C. The Finance and Budget Committee shall receive and review all budget proposals from member organizations and committees.
- D. After an in-depth analysis and consultation, the Finance and Budget Committee shall submit a proposed budget based on projected revenues to the Central Board for ratification.
- E. The Central Board shall review the proposed budget and, after final approval, present its annual budget report to the Community by September 1st of the same year.
- F. All funds shall be disbursed to Community organizations in installments according to cash flow projections.
- G. All of the Central Board expenditures shall be made according to the annual budget. In case an expenditure is not budgeted, a special vote shall be taken to approve the expenditure.

Section 3. Dedicated Funds.

- A. The Central Board may establish funds dedicated to specific purposes as deemed necessary.

Section 4. Signatures.

A. All persons signing checks for any Central Board account must be so authorized by the Central Board. All checks require the signature of the Treasurer or the Assistant Treasurer. In the event of the absence of both, the Treasurer may appoint a Central Board member to sign on his behalf. All checks for up to \$10,000.00 require the signatures of two persons, all checks in excess of \$10,000.00, require the signatures of three persons.

- B. Any one signing a check should know the name of the recipient, the amount of the check and the reason for payment.
- C. Any document that financially obligates the community to amounts in excess of \$10,000.00 shall require the signature of two officers of the Central Board.

Section 5. Capital Projects

- A. In the event that funding for any capital project of \$200,000.00 or more is requested by any member organization or the Central Board, the Finance and Budget Committee shall conduct an in-depth financial and technical feasibility study and submit its recommendations to the Central Board.
- B. All capital projects requiring funding of \$500,000.00 or more must be ratified by a general assembly as per Article XI.

ARTICLE XIII

Ownership & Transfer of Assets

- A. All real property in the Community, financed wholly or partially through public funding, shall be owned by the United Mashadi Jewish Community of America, Inc. (UMJCA)
- B. All existing and future tangible and intangible assets and liabilities of the Community shall belong to UMJCA, except as otherwise specified in these By-Laws.
- C. Any transfer of ownership does not imply a change of name of any existing institutions.
- D. Any private property or asset may be donated to UMJCA. UMJCA may accept the ownership of said property or assets by a majority vote of the Central Board.

ARTICLE XIV

Changes in the By-Laws

- A. These By-Laws shall be subject to changes and amendments only as provided for in this Article.
- B. Any changes in the text of the By-Laws can be proposed either by the Central Board or by a petition signed by at least three hundred members of the Community.
- C. The Central Board shall be required to immediately refer the proposed amendment to the By-Laws Committee for review and recommendation.
- D. The By-Laws Committee shall make its recommendation on any proposed amendment within forty five days.
- E. The Supervisory Council shall convene a General Assembly no later than sixty days after the By-Laws Committee recommendation was presented to the Central Board.
- F. Changes in the By-Laws must be approved and ratified by a two-thirds majority vote in the general assembly.
- G. The Preamble and Article 1, section 2 of these By-Laws can never be changed.

ARTICLE XV

Dissolution

In case of grave social, political or economic threats to the Community, the dissolution of the organization can be implemented by the Central Board itself or by a special General Assembly. If a dissolution of the organization is deemed necessary, the Central Board will justify the proposal. Dissolution of the organization can only be implemented if a three quarters majority votes in favor thereof. During the same session, a liquidation committee will be appointed to transfer all assets of the Community to Jewish charity institutions in America and Israel as per discretion of the general assembly.

The organization shall not be dissolved as long as a minimum of 50 Mashadi families reside in the United States.

Note

The English version of these By-Laws is the official version