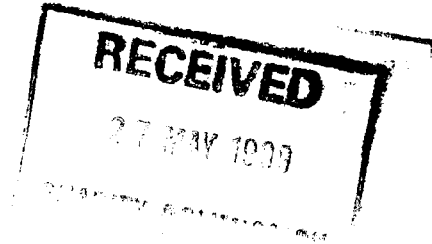


THE UNITED SYNAGOGUE



**STATUTES
OF THE
UNITED SYNAGOGUE**

**Harbottle Associates
2 Kentish Buildings
125 Borough High Street
London SE1 1NP**

NAME

1. Name

The Charity formally constituted and established in accordance with the provisions of the United Synagogues Act, 1870 and the Rules annexed or scheduled to that Act (which were established for the better management and administration of that Charity) shall henceforth be governed by that Act and these Statutes under the title the United Synagogue which shall comprise the Member Synagogues as defined in these Statutes.

DEFINITIONS

2. Definitions

In these Statutes save where the context otherwise permits, the following words or expressions shall have the following meanings:-

“the United Synagogue” shall mean the Charity administered in accordance with these Statutes and registered with the Charity Commissioners for England and Wales under registration number 242552.

“the Chief Rabbi” shall mean the religious authority of the United Hebrew congregations of the Commonwealth.

“Form of Worship” shall mean the Form of Worship more particularly defined in Statute 3 of these Statutes.

“the Council” shall mean the Council of the United Synagogue constituted in accordance with these Statutes.

“the Honorary Officers” shall mean the Honorary Officers for the time being of the United Synagogue who shall be the Charity Trustees of the United Synagogue within the meaning of S.97 of the Charities Act 1993.

“Associate Honorary Officers” shall mean those persons, other than Honorary Officers, who shall in accordance with these Statutes and any subordinate Regulations made hereunder be appointed as a member of any Divisional Management Committee

“the Clerk of the Honorary Officers” shall mean the Clerk of the Honorary Officers appointed under Statute 22 of these Statutes

“the Clerk of the Council” shall mean the Clerk of the Council appointed under these Statutes

“Member Synagogues” shall mean the Synagogues which are listed in Schedule 1 to these Statutes and any other Synagogues which shall be admitted as Member Synagogues of the United Synagogue in accordance with these Statutes.

“Affiliated Synagogues” shall mean the Synagogues which are listed in Schedule 2 to these statutes and any other Synagogue (other than a Member or Associated Synagogue) which shall be affiliated to the United Synagogue in accordance with the provisions of these Statutes.

“Associated Synagogues” shall mean the Synagogue which are listed in Schedule 3 to these Statutes and any other Synagogue (other than a Member or Affiliated Synagogue) which shall be associated with the United Synagogue in accordance with the provisions of these Statutes

“Members” shall mean the members for the time being of the United Synagogue

“Founding Act” shall mean the United Synagogues Act, 1870 which founded the United Synagogue

“Local Honorary Officers” shall mean the Honorary Officers of any Member, Affiliated or Associated Synagogue.

Any words importing the singular number shall include the plural number and vice versa.

Words importing the masculine gender shall, save where otherwise expressly stated, include the feminine gender.

FORM OF WORSHIP

3. Form of Worship of Member, Associated and Affiliated Synagogues

The Form of Worship in each of the Member Synagogues or in any Associated or Affiliated Synagogue shall be in accordance with the practice specified in the Founding Act and the Schemes or Rules annexed thereto as from time to time defined by the Chief Rabbi.

OBJECTS

4. Objects

The objects of the United Synagogue shall be:

- 4.1 to found, build, maintain, conduct, promote and develop within the United Kingdom, Synagogues which conform to the Form of Worship for persons of the Jewish religion
- 4.2 to advance education and to provide instruction in religious subjects to persons of the Jewish religion, in conformity with the Form of Worship, and to provide means of burial for persons of the Jewish religion

- 4.3 the relief of poor persons of the Jewish religion
- 4.4 to advance the charitable purposes of other Jewish bodies by the making of grants or loans to them including contributing with other Jewish bodies to the maintenance of a Chief Rabbi and of other ecclesiastical persons, and to other communal duties devolving on metropolitan congregations, and
- 4.5 any other charitable purposes in connection with the Jewish religion.

POWERS

5. Powers

In furtherance of the foregoing objects, the United Synagogue shall have and may exercise all or any of the following powers

- 5.1 To found, build and promote the establishment of Synagogues, halls or institutes or other places for religious and social purposes which conform to the Form of Worship.
- 5.2 To promote or form or to assist in promoting or forming, in any district or districts in United Kingdom, a union or unions of Synagogues for persons of the Jewish religion who conform to the Polish or German ritual, such Synagogues not being Member Synagogues, in such manner as shall be mutually agreed to by the United Synagogue and the governing bodies of such non-Member Synagogues.
- 5.3 To found or assist in founding, in any district or districts in United Kingdom places of worship for persons of the Jewish religion who conform to the Form of Worship, such places of worship not being or necessarily to become Member Synagogues, in such manner as shall be mutually agreed to by the United Synagogue and the other persons (if any) promoting the foundation of such non-Member Synagogues.
- 5.4 To provide or assist in providing service and means for the burial of persons of the Jewish religion in accordance with the Form of Worship.
- 5.5 To establish, maintain or otherwise run schools or other institutions, including schools or other institutions for further or higher education.
- 5.6 To support and maintain, in conjunction with other Jewish bodies, the Chief Rabbi and such other communal bodies or organisations as the United Synagogue may determine.

- 5.7 To provide an ecclesiastical court of Jewish law (the Court of the Chief Rabbi) as well as the preparation, production and supervision of food and drink for Jewish people to enable such persons to better conform to their religious beliefs.
- 5.8 To raise Funds and invite and receive contributions whether in the United Kingdom or elsewhere.
- 5.9 To make grants or loans including grants or loans to any other institution, whether established for charitable purposes only or otherwise, save that the United Synagogue shall ensure that if any such grant or loan shall be made the same shall be applied for charitable purposes only falling within the objects of the United Synagogue.
- 5.10 To found or to assist in founding any other charitable organisation, institution or trust established for the charitable objects of the United Synagogue or for objects falling within the objects of the United Synagogue.
- 5.11 To co-operate with other organisations, trusts, individuals or bodies corporate, whether or not established for charitable purposes only.
- 5.12 To employ and pay such officers and staff (who shall not be Honorary Officers or members of the Council) as may be thought fit and to make appropriate arrangements for the payment of the pensions, if any, of any such officers and staff.
- 5.13 To employ and pay a Parliamentary Agent or officer or officers for the purpose of reviewing and advising the United Synagogue on the passage of all intended or contemplated legislation within the United Kingdom or elsewhere including the European Union which may affect the United Synagogue or the discharge of the United Synagogue's objects.
- 5.14 To employ and pay such agents or other officer or officers for the purpose of liaising with any local authority or authorities within the United Kingdom and to advise the United Synagogue on any matter or issue which may be proposed or intended, whether in the nature of legislation or otherwise, which may affect the United Synagogue or the discharge of the United Synagogue's objects.
- 5.15 To bring together in conference representatives of voluntary organisations, government departments, statutory authorities and individuals.
- 5.16 To promote and carry out or assist in promoting and carrying out research, surveys and investigations and to publish the useful results of such research, surveys and investigations.

- 5.17 To arrange and provide for or join in arranging and providing for the holding of exhibitions meetings, lectures, classes, seminars and training courses, whether in the United Kingdom or elsewhere.
- 5.18 To collect and disseminate information on all matters affecting the objects of the United Synagogue and exchange such information with other bodies having similar objects, whether in the United Kingdom or elsewhere.
- 5.19 To publish any materials and to issue any memoranda, whether written or aural (or partly in writing and partly aural) to educate the public and to promote their awareness of the objects of the United Synagogue.
- 5.20 To issue statements or to publish any materials designed to further the objects of the United Synagogue and to promote any issues which are relevant to the proper and more effective discharge of the objects of the United Synagogue.
- 5.21 To undertake, execute, manage or assist any charitable trusts which may lawfully be undertaken, executed, managed or assisted by the United Synagogue.
- 5.22 To procure to be written and print, publish, issue and circulate gratuitously or otherwise such papers, books, periodicals, pamphlets or other documents, whether written or aural, or in such other form or utilising such technology as the United Synagogue may think fit and to produce and market films, sound recordings, and other visual and aural aids using any and all technologies as may be appropriate relating to the objects of the United Synagogue.
- 5.23 To purchase, take on lease or in exchange hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the objects of the United Synagogue and construct, maintain and alter any buildings or erections.
- 5.24 To make regulations for any property, rights and privileges which may be so acquired.
- 5.25 To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the United Synagogue, subject to such consents as may be required by law.
- 5.26 To accept gifts and borrow or raise money for the objects of the United Synagogue on such terms and on such security as shall be thought fit.
- 5.27 To procure contributions to the United Synagogue by personal or written appeals, public meetings or otherwise.

- 5.28 To invest the cash and other property of the United Synagogue in or upon such investments, securities or other property, whether real or personal, or on deposit or loan, whether in the United Kingdom or elsewhere, as may be thought fit: Provided that the United Synagogue shall not invest by way of underwriting any new issue of shares, stock or other securities or in the acquisition or sale of any futures contract, warrants or options to acquire or dispose property except that the United Synagogue may invest:
- 5.28.1 by way of underwriting an issue of stock eligible to be held by the United Synagogue where it does so in order to secure an allocation of the new issue (and not for the sole or main purpose of obtaining commission) and is satisfied that to do so is not unduly hazardous or speculative.
- 5.28.2 in the acquisition or sale of any such futures contracts, warrants or options where the United Synagogue does so in order to protect the property of the United Synagogue against some risk and is satisfied that to do so is not unduly hazardous or speculative.
- 5.29 To appoint as an investment manager for the United Synagogue a competent person to act in that capacity who is either:
- 5.29.1 an individual of repute with at least 15 years experience of investment management and is an authorised person within the meaning of the Financial Services Act, 1986; or
- 5.29.2 a company or firm of repute which is an authorised or exempted person with the meaning of that Act otherwise than by virtue of S.45(1)(J) of that Act.
- 5.30 To delegate to an investment manager so appointed under the provisions of Statute 5.29, power, at his discretion, to buy and sell investments for the United Synagogue in accordance with the investment policy laid down by the United Synagogue provided that where the Synagogue makes any delegation in accordance with the provisions of this clause it shall do so on terms that:-
- 5.30.1 the investment manager shall comply with the terms of delegated authority and shall not do anything which the United Synagogue does not have power to do; save that nothing in this Clause shall prevent any investment manager so appointed (or any firm or Company associated with that manager) from acting as a market maker or from buying or selling securities as both principal and agent without being liable to account in respect thereof for any profit earned so long as he or they shall have complied with the relevant statutory and regulatory requirements imposed

on them in the conduct of "investment business" within the meaning of the Financial Services Act, 1986.

5.30.2 the United Synagogue may revoke any such delegation or vary any of its terms on reasonable and proper notice;

5.30.3 the United Synagogue shall give directions to the investment manager as to the manner in which he is to report to them all sales and purchases of investments made on their behalf.

5.31 To make such arrangements as it thinks fit for any investments of the United Synagogue or the income from those investments to be held by a corporate body as the United Synagogue's nominee and to pay reasonable and proper remuneration to any such nominee acting in pursuance of this clause.

5.32 To do all such other lawful things as are necessary, conducive or incidental to this attainment of the said objects or any of them.

MEMBERSHIP OF THE UNITED SYNAGOGUE

6. Membership

6.1 Membership of the United Synagogue shall be governed in accordance with these Statutes and shall be of four kinds:

6.1.1 Full membership which shall comprise those persons who shall be members of a Member Synagogue.

6.1.2 Affiliated membership which shall comprise those persons who shall be members of an Affiliated Synagogue.

6.1.3 Associate membership which shall comprise those persons who shall be members of an Associated Synagogue.

6.1.4 Non-Synagogue Membership which shall be open to such other persons of the Jewish faith who shall be permanently resident in any home or other institution for the care of people and whom the United Synagogue shall in its absolute discretion admit to such non-Synagogue Membership.

6.2 Membership of the United Synagogue shall not be transferable between individuals and shall cease:

6.2.1 on the death of the individual concerned

- 6.2.2 in the case of Full, Affiliated or Associate members, if the person concerned shall cease to be a member of the Synagogue concerned.

THE HONORARY OFFICERS OF THE UNITED SYNAGOGUE

7. There shall be constituted Honorary Officers of the United Synagogue who shall, subject to the provisions of these rules, be responsible for the administration and management of the United Synagogue. Save at first as hereinafter provided in respect of any Honorary Officers holding office as at the date of the adoption of these Statutes, the body of Honorary Officers shall consist when complete of not less than seven nor more than ten competent male persons who shall be elected in manner following:

Seven Honorary Officers who shall be elected by the Council. including:

The President of the United Synagogue
Three Vice-Presidents; and
Three Treasurers.

Not more than three other Honorary Officers to be elected by the Council if the Honorary Officers should at any time by resolution recommend to the Council the election of such further Honorary Officers to the Council and the Council shall determine to elect such further Honorary Officers.

Provided that: Where in accordance with this Statute any person is elected as an Honorary Officer that person shall not also serve on any Board of Management of a Member, Affiliated or Associated Synagogue. If any person is elected as an Honorary Officer whilst also holding office as a member of the Board of Management of any Member, Affiliated or Associate Synagogue, that person shall no later than one calendar month following the date of his election as an Honorary Officer (or in the absolute discretion of the Honorary Officers such longer period as they may determine) cease to be a member of that Board of Management. Provided that no person can serve as an Honorary Officer in the same office for more than two three year periods.

8. The first Honorary Officers holding office after the adoption of these Statutes shall be those persons whose names are set out in Schedule 4 to these Statutes who shall hold office until 5 July 1999.
9. Subject as hereinafter provided in respect of casual vacancies, every future Honorary Officer shall hold office for three years.
10. Any casual vacancy in the Honorary Officers for the time being shall be filled in accordance with these Statutes, provided that any prescribed maximum be not thereby exceeded. Any Member so elected to fill a casual vacancy shall retain his office only for the residue of the term of office of the person to whose office he is elected, but shall then be eligible to be re-elected.

11. An Honorary Officer must:
 - 11.1 Be a person aged 21 or over and of the male gender
 - 11.2 Have been a member of a Member Synagogue for five consecutive years immediately preceding the date of his election as an Honorary Officer
 - 11.3 Have served as a member of a Board of Management of a Member Synagogue for at least two years.
12. The Rules and Procedures for the election of Honorary Officers shall be set out and determined in Regulations made for that purpose by the Honorary Officers in accordance with Statute 14.

POWERS OF THE HONORARY OFFICERS OF THE UNITED SYNAGOGUE

13. The business of the United Synagogue shall be managed by the Honorary Officers who may exercise all such powers of the United Synagogue, and do so on behalf of the United Synagogue all such acts as may be exercised and done by the United Synagogue, and as are not by these Statutes required to be exercised or done by the Council.
14. Without prejudice to the generality of Rule 13 hereof the Honorary Officers shall have and may exercise all or any of the following powers and functions on behalf of the United Synagogue, namely:
 - 14.1 Subject to the approval of Council as to the composition or makeup of any such Standing Committee, to appoint and constitute such Standing Committees of the United Synagogue as the Honorary Officers may from time to time decide and delegate to any committee so formed such of the powers and functions of the Honorary Officers as the Honorary Officers shall from time to time determine.
 - 14.2 To form or constitute such other Advisory Committees of the United Synagogue to advise the Honorary Officers on any particular matters or issues which the Honorary Officers may from time to time determine.
 - 14.3 To form or constitute such further or other Committees, not being standing or advisory committees, as the Honorary Officers may from time to time decide and may delegate to any Committee so constituted or formed such of the powers and functions of the Honorary Officers as the Honorary Officers shall determine.
 - 14.4 Subject to the approval of the Council, to lay down, make, revoke, alter or amend Regulations generally for the better management and administration of the United Synagogue and, in particular, without prejudice to the generality of the foregoing, for all or any of the following matters:

- 14.4.1 The composition of any Standing Committee of the United Synagogue and the Rules governing the functions and the meetings and procedures of any such Standing Committee.
- 14.4.2 The procedures to be followed for the election of Honorary Officers and for the administration of meetings of the Honorary Officers.
- 14.4.3 The establishment, formation, constitution and composition of Member, Affiliated or Associated Synagogues, including, in particular, Regulations setting out the constitution or government of any such Member Synagogue.
- 14.4.4 Any matter which may affect the proper conduct or discharge of the objects of the United Synagogue in the proper discharge of its objects or policies.
- 14.4.5 The powers from time to time exercisable by the Honorary Officers in respect of the Member Synagogues.

Provided that any such Regulations

- (a) shall be consistent with the provisions of these Statutes and that, in the event of any conflict between any such Regulations and these Statutes, the Statutes shall prevail.
 - (b) shall only take effect if the same or any revocation, alteration or amendment thereto shall have been approved by the Council.
15. The Honorary Officers for the time being of the United Synagogue may act notwithstanding any vacancy in their body: Provided always that in case the numbers of the Honorary Officers shall at any time be less than the minimum number prescribed by or in accordance with these Statutes, it shall be lawful for them to act constitutionally save that where the number of Honorary Officers shall at any time be so reduced the Honorary Officers shall determine in accordance with best practice whether it is expedient to fill any vacancy immediately or to leave such vacancy to be filled at the next election of Honorary Officers in accordance with these Statutes.

DISQUALIFICATION AND REMOVAL OF HONORARY OFFICERS OF THE UNITED SYNAGOGUE

16. The office of Honorary Officer shall be vacated if:-
- 16.1 He ceases to be a Member of the United Synagogue
 - 16.2 He becomes bankrupt or makes any arrangement or composition with his creditors generally.

- 16.3 He becomes of unsound mind.
- 16.4 By notice in writing to the Clerk of the Honorary Officers he resigns his office.
- 16.5 He shall at any time be precluded or suspended in accordance with the provisions set out and contained within the Charities Acts, 1992 & 1993 from acting as a Charity Trustee either of the United Synagogue or any other Charity or generally or shall otherwise, whether by reason of any Order of the High Court or the Charity Commissioners or otherwise, be precluded or suspended from so acting.
- 16.6 He shall at any time for good and substantial reason by a resolution passed by not less than three-quarters of the members of the Council present, be removed from office as such: Provided always that before exercising their functions in accordance with these statutes, the Council shall give the Honorary Officer concerned the right to be heard and to state any case in writing to the Council. A resolution to remove an Honorary Officer shall require 30 days notice in writing to members of Council.

PROCEEDINGS OF THE HONORARY OFFICERS

THE EXECUTIVE COMMITTEE

- 17. For the purpose of discharging their powers and functions in accordance with these Statutes, the Honorary Officers shall constitute an Executive Committee which shall meet together for the dispatch of business and may adjourn and otherwise regulate its meetings as the Honorary Officers think fit and the Honorary Officers may determine the quorum necessary for the transaction of business at any such meeting. Unless otherwise determined the quorum shall be three. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chairman of the meeting shall have a second or casting vote.
- 18. For the purpose of better facilitating the discharge of the work of the Executive Committee where meetings of the Executive Committee shall occur, the Honorary Officers shall invite such other persons as the Honorary Officers shall appoint from amongst the senior paid staff of the United Synagogue to attend and speak at meetings of the Executive Committee in an advisory non-voting capacity.
- 19. The Executive Committee shall by Regulations made by the Honorary Officers make provision for the constitution and composition of Divisional Management Committees consisting of such members of the Executive Committee and such other persons as the Executive Committee shall by Regulation determine. Any person so appointed as a member of a Divisional Management Committee who shall not be an Honorary Officer shall be known, whilst remaining such a member, as an Associate Honorary Officer.
- 20. The President for the time being of the United Synagogue, if able and willing to act in that capacity, shall be the Chairman of the Honorary Officers: Provided always that if at any time the President shall be unable or unwilling to be the

Chairman or if within five minutes from the time appointed for the meeting, the President is not present or should be unable or unwilling to take the chair, the Honorary Officers shall appoint one of their number to be Chairman of the Honorary Officers or, as the case may be, Chairman of that meeting.

21. The Honorary Officers may from time to time appoint from amongst their number such persons to discharge such functions as shall be allocated to them by the Honorary Officers. If and insofar as the Honorary Officers shall appoint such persons the Honorary Officers shall notify the Council of any such appointment and of the functions to be discharged by that person.
22. Without prejudice to the generality of Statute 21 hereof, the Honorary Officers shall appoint a clerk of the Honorary Officers to discharge such administrative and other duties as the Honorary Officers may determine to better facilitate the discharge of the business of the Honorary Officers.
23. Meetings of the Executive Committee may be held at any time with the agreement of the Honorary Officers or upon the written request of the President for the time being of the United Synagogue and shall be held upon any request in writing addressed to the Clerk to the Honorary Officers signed by not less than three Honorary Officers.
24. A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretion by or under the regulations of the United Synagogue for the time being vested in the United Synagogue generally.
25. The Honorary Officers may delegate any of their powers to committees consisting of such Member or Members of the Honorary Officers and/or such other persons as the Honorary Officers think fit.
26. All acts bona fide done by any meeting of the Honorary Officers or of any committee of the Honorary Officers shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such Member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be an Honorary Officer.
27. The Honorary Officers shall keep proper records and minutes of all meetings of the Honorary Officers. Any such minutes or records of any meeting, if purporting to be signed by the Chairman of such meeting, or by the Chairman of the succeeding meeting, shall be sufficient evidence without further proof of the facts therein stated.
28. A Resolution in writing signed by all the Members for the time being of the Honorary Officers or of any committee of the Honorary Officers or formed by the Honorary Officers who are entitled to receive notice of a meeting of the Honorary Officers or of such committee shall be as valid and effectual as if it

had been passed at a meeting of the Honorary Officers or of such committee duly convened and constituted.

THE COUNCIL OF THE UNITED SYNAGOGUE

29. There shall be a committee of the United Synagogue which shall be called "The Council of the United Synagogue". Save as first as hereinafter provided in respect of any Council Members holding office at the date of the adoption of these Statutes, the Council shall consist of the following persons:
 - 29.1 The Honorary Officers for the time being of the United Synagogue.
 - 29.2 All persons who shall have, prior to the month of July 1996, served as an Honorary Officer or have been elected a life member or elder of the Council as specified in Schedule 5 to these Statutes.
 - 29.3 Any person who shall at any time have served as an Honorary Officer of the United Synagogue during the previous triennial.
 - 29.4 The following persons who shall be elected by secret ballot by and from the members for the time being of the Board of Management of each Synagogue, namely:
 - 29.4.1 One of the local Honorary Officers serving on the Board of Management of the Member or Affiliated Synagogue concerned
 - 29.4.2 One female person from the Member or Affiliated Synagogue concerned
 - 29.4.3 For each Member Synagogue having between five hundred and seven hundred and fifty members, two persons in addition to those mentioned in Statute 29.4.1 and 29.4.2 hereof.
 - 29.4.4 For each Member Synagogue having between seven hundred and fifty one and one thousand members, three persons in addition to those mentioned in Statute 29.4.1 and 29.4.2 hereof.
 - 29.4.5 For each Member Synagogue having between one thousand and one thousand five hundred members, six persons in addition to those mentioned in Statute 29.4.1 and 29.4.2 hereof.
 - 29.4.6 For each Member Synagogue having more than one thousand five hundred members, seven additional persons, in addition to those mentioned in Statute 29.4.1 and 29.4.2) hereof.

- 29.5 Any former President of the United Synagogue.
- 29.6 Representations from each Associated Synagogue, with the number of seats allocated to each Associated Synagogue to be decided by Council.
- 30. The first Council Members holding office after the adoption of these Statutes shall be those persons who shall hold office as members of the Council as at the date of the adoption of these Statutes which persons should hold office for the residue of the period of office for which they were last appointed.
- 31. Subject as hereinafter provided in respect of casual vacancies, every future Member of the Council shall:
 - 31.1 In the case of those Members of Council holding office in accordance with Statutes 29.2 and 29.5 hold office for life.
 - 31.2 In the case of those Members of the Council holding office in accordance with Statute 29.3 for the residue of any period during which the person or persons concerned would otherwise have served as an Honorary Officer and three years thereafter.
 - 31.3 In the case of every other member of Council, hold office for three years from the date of his appointment.
- 32. Any casual vacancy in the office of a Council Member shall be filled in accordance with these Statutes. Any Member so appointed to fill a casual vacancy shall retain his office only for the remainder of the term of office of the person to whose office he is appointed but shall then be eligible to be reappointed.

MEETINGS AND PROCEEDINGS OF COUNCIL

- 33. The Members of Council shall meet together at least four times in each year and may meet together at such further or other times as shall be required for the dispatch of the business of the Council. The Council may adjourn and otherwise regulate its meetings as the Members of the Council think fit and may determine the quorum necessary for the transaction of business. Unless otherwise determined, the quorum shall be 25.
- 34. The President of the United Synagogue or such other Honorary Officer as shall be selected by the Honorary Officers at the meeting convened shall be Chairman of meetings of the Council.
- 35. Meetings of the Council shall be held at any time when called, upon the written request of the President for the time being of the United Synagogue and shall be held upon any request in writing addressed to the Clerk of the Council signed by not less than 35 Members for the time being of the Council.

36. A meeting of the Council at which a quorum is present shall be competent to exercise all the authorities, powers and discretion by or under the regulations of the United Synagogue for the time being vested in the Council.
37. The Council may delegate any of its powers to committees consisting of such Member or Members of the Council and/or such Member or Members of the United Synagogue as the Council thinks fit.
38. All acts bona fide done by any meeting of the Council or of any committee of the Council shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such Member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a Member of the Council.
39. The Treasurers of the United Synagogue shall annually prepare and submit to the Council:
 - 39.1 at the meeting of the Council to be held in June of each year, the annual accounts of the United Synagogue;
 - 39.2 at its annual budget meeting in November or December of each year a budget showing the estimated income and expenditure of the United Synagogue for the ensuing year. The Council shall be entitled to receive and consider any such budget and to make representations thereon to the Honorary Officers. In the event that the Council shall not in any year approve any such budget as first presented to the Council, the Council shall be entitled to reject such budget and to request that the Honorary Officers shall reconsider that budget and represent such budget to them but shall not where any such budget is represented be entitled to reject it.

POWERS OF THE COUNCIL OF THE UNITED SYNAGOGUE

40. The Council of the United Synagogue shall have the following powers and functions:
 - 40.1 To appoint or remove the Honorary Officers in accordance with these Statutes.
 - 40.2 To consent to any and all Regulations which are under these Statutes to be made by the Honorary Officers and which require the consent of the Council.
 - 40.3 To determine the admission or discontinuance of any Synagogue as a Member Synagogue and to consider any decision of the Honorary Officers to sell or otherwise dispose of the site of any such Synagogue or any other freehold or leasehold property and to make representations to the Honorary Officers on these matters.

- 40.4 To act as forum to discuss the affairs of the United Synagogue and the proper discharge of its objects, in particular:
 - 40.4.1 To receive and consider the annual budget of the United Synagogue
 - 40.4.2 To receive and consider reports whether oral or in writing from the Honorary Officers or any Standing Committee of the United Synagogue on the manner in which the affairs of the United Synagogue are being administered.
 - 40.4.3 To make representations and to offer advice and guidance to the Honorary Officers in the proper discharge of the objects of the United Synagogue.
- 40.5 To carry out such other functions to discharge such other powers as may from time to time be allocated to the Council by the Honorary Officers.

STANDING AND OTHER COMMITTEES OF THE UNITED SYNAGOGUE

- 41. The Honorary Officers may, subject to the approval of the Council as to the composition or makeup of any such Committee, in accordance with these Statutes, appoint, constitute and bring about the termination of Standing Committees for the purpose of carrying out and discharging such of the powers and functions of the Honorary Officers as the Honorary Officers may from time to time delegate to any such Committees. The powers or functions to be discharged by any Standing Committee shall be decided by the Honorary Officers which may delegate to any such Committee such of powers and functions of the Honorary Officers as the Honorary Officers may decide: Provided always:
 - 41.1 that in exercising any such powers and functions any Standing Committee so formed shall conform to any and all regulations or directions imposed on it by the Honorary Officers;
 - 41.2 Any actions taken by any such Standing Committee shall be reported fully and promptly to the Honorary Officers; and
 - 41.3 No expenditure shall be incurred by any such Standing Committee except for the purposes for which such Committee was formed or constituted and that all such expenditure shall be within a budget previously approved by the Honorary Officers.
- 42. The Honorary Officers may from time to time, with the consent of the Council, lay down or make, revoke or alter and amend any Regulations for the purpose of

determining the composition of any Standing Committee of the United Synagogue and to set out the functions of any such Committee and to regulate their meetings and procedures.

43. The Honorary Officers may, of their own volition, form, constitute and bring about the termination of Advisory Committees to advise Honorary Officers on any particular matters or things which the Honorary Officers may from time to time determine. The Advisory Committees shall advise the Honorary Officers on such matters or issues as the Honorary Officers shall have determined and for that purpose the Honorary Officers may, in accordance with these Articles make and revoke or alter and amend Regulations as the Honorary Officers shall determine for the purpose of regulating the composition and the meetings and procedures of any such Advisory Committee. Any such Committee shall, in the exercise of any functions liaise with the Honorary Officers and such Officers or employees of the United Synagogue as are necessary to properly carry out any of the Committees functions and may liaise with any other institution or body for that, but not for any other purpose. No expenditure shall be incurred by an Advisory Committee except with the prior approval of the Honorary Officers.
44. The Honorary Officers may, of their own volition, form, constitute and bring about the termination of such other or further committees, not being Standing or Advisory Committees, as the Honorary Officers may from time to time decide and may delegate to any committee so constituted or formed such of the Powers and functions of the Honorary Officers as the Honorary Officers shall determine.

APPLICATION OF PROPERTY

45. The income and property of the United Synagogue shall be applied solely towards the promotion of its objects as set forth in these Statutes and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to members of the United Synagogue and no Honorary Officer or Council member shall be appointed to any office of the United Synagogue paid by salary or fees, or, save as hereinafter provided, receive any remuneration or other benefit in money or moneys worth from the United Synagogue other than in respect of reasonable and proper expenses for any services rendered to the United Synagogue.

Provided that:

- 46.1 In case the United Synagogue shall take or hold any property which may be subject to any trusts, the United Synagogue shall only deal with or invest the same in such manner as is allowed by law, having regard to such Trusts.
- 46.2 In case the United Synagogue shall take or hold any property in England, Scotland, Wales or Northern Ireland subject to the jurisdiction of the Charity Commissioners for England and Wales, the United Synagogue shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law,

and as regards any such property that may be acquired, the Honorary Officers shall be answerable and accountable for its own acts, receipts, neglects and defaults and for the due administration of such property.

- 46.3 Nothing herein should prevent the payment of all usual and proper professional charges to any Honorary Officer or member of the Council who is a solicitor, accountant or otherwise engaged in a profession for work done by him or his firm in connection with the discharge of the objects of the United Synagogue.

ADMISSION OF MEMBER SYNAGOGUES & DISCONTINUATION

47. If the congregation of any Synagogue or place of worship situate in the United Kingdom for persons of the Jewish religion who adhere to the Form of Worship, not being a Member Synagogue, shall desire to be admitted into the United Synagogue as a Member Synagogue and shall notify such desire by resolution passed in accordance with the laws and regulations for the time being in force with respect to that Synagogue or, (in the absence of any such laws and regulations) by resolution passed at a meeting of the members of the age of twenty-one years and upwards of the said Synagogue or place of worship, by the majority of persons present at such meeting, the Council may resolve that such Synagogue or place of worship shall be admitted as and be a Member Synagogue and from the date of such resolution or such other date as the Council may prescribe, the said Synagogue shall be admitted as and be a Member Synagogue and shall be entitled and liable to the like rights and obligations with those of the then existing Member Synagogues.
48. If the Council shall think it desirable to found and erect a Synagogue in the United Kingdom for persons of the Jewish religion who adhere to the Form of Worship as a Member Synagogue, either in addition to the Member Synagogues, or in substitution for any one or more of such Member Synagogues, the Council may resolve that such a Synagogue be founded and erected as a Member Synagogue and found and erect such Synagogue and from such date as the Council may prescribe, the said Synagogue shall be admitted as and be a Member Synagogue and shall be entitled and liable to the like rights and obligations with those of the Member Synagogues.
49. If, in the opinion of the Council, it shall be necessary or desirable that a Member Synagogue shall be discontinued as a place of worship, the Council shall cause to be held a meeting of all of the members for the time being of the Member Synagogue concerned for the purpose of considering the proposal to discontinue the Member Synagogue as a place of worship. Before any final decision is made, the Council shall duly and properly consider any views expressed on that matter by the Members for the time being of the Member Synagogue and shall then determine whether the Member Synagogue shall be discontinued as a place of worship. If the Council shall determine that the Member Synagogue should be discontinued as a place of worship, the Honorary Officers may take all such steps as are necessary to discontinue the Member Synagogue as a place of worship and in particular the Honorary Officers shall:

- 49.1 Take all such steps as are necessary to deal with the property and affairs of the Member Synagogue including steps (where appropriate) to sell or otherwise dispose of the land and buildings of the Member Synagogue: Provided that in dealing with any property of the Member Synagogue which is subject to any trusts the Honorary Officers shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- 49.2 If the land and buildings of the Member Synagogue are to be sold or otherwise disposed of, notify the Council at the next Council meeting of that decision.

MEMBER SYNAGOGUES

50. Each of the Member Synagogues shall be administered and managed in accordance with such model rules or constitution as shall from time to time be specified by the Honorary Officers.

AFFILIATED AND ASSOCIATED SYNAGOGUES

51. The Honorary Officers may from time to time make arrangements with any congregation of any Synagogue or place of worship situate in United Kingdom for persons of the Jewish religion not being a Member Synagogue for any such congregation to become an Affiliated or Associated Synagogue of the United Synagogue and may in particular in any such arrangements specify:
- 51.1 The terms and conditions which must be satisfied before any such congregation may become an Affiliated or Associated Synagogue.
- 51.2 The rights and obligations of any such Affiliated or Associated Synagogue and the rights and obligations of the United Synagogue in dealing with any such Affiliated or Associated Synagogue.
- 51.3 The period for which such Synagogues may remain an Affiliated or Associated Synagogue at the end of which time it shall become a Member Synagogue.
52. The arrangements from time to time specified by the Honorary Officers under Statute 51 of these Statutes may be different for Affiliated or Associated Synagogues.

TRUST PROPERTY

53. The title to any real or personal property held by the United Synagogue, other than sums of cash needed for immediate working purposes, shall be vested in the United Synagogue Trusts Limited.

54. In the execution of the Trusts hereof the Trust Corporation appointed in accordance with the provisions of Statute 53 hereof shall, in all respects, conform to and comply with any lawful directions of the Honorary Officers.

AMENDMENTS

55. The provisions of these Statutes may, from time to time and at any time, be altered, amended, or added to by Special Resolution passed by the Council by a majority of not less than two-thirds of the members present at a Special Meeting of the Council of which not less than fourteen days written notice, setting out the proposed resolution and specifying the intention to propose the resolution as a Special Resolution has been given. Provided that any proposal to change, alter, amend or remove Clauses 3 and 4 shall not be proceeded with until such proposal shall have been approved by the Chief Rabbi by memorandum in writing.

CONSTRUCTION AND PROPER LAWS

56. If any doubt or question shall arise as to the proper construction or application of the provisions of these Statutes, or any such alteration, modification or variation as aforesaid, or the management of the United Synagogue or any of its subsidiary Charities, application may be made by the Honorary Officers to the Charity Commissioners for England and Wales, for their opinion and advice thereon which opinion and advice, when given, shall be binding on the said Honorary Officers.

Schedule 1

Member Synagogues

Belmont Synagogue
Boreham Wood & Elstree Synagogue
Bushey & District Synagogue
Central Synagogue
Chigwell & Hainault Synagogue
Clayhall Synagogue
Cockfosters & N. Southgate Synagogue
Cricklewood Synagogue
Dollis Hill Synagogue
Ealing Synagogue
Edgware Synagogue
Finchley Synagogue
Finsbury Park Synagogue
Golders Green Synagogue
Hackney & East London Synagogue
Hammersmith & W. Kensington Synagogue
Hampstead Synagogue
Hampstead Garden Suburb Synagogue
Hendon Synagogue
Highgate Synagogue
Ilford Synagogue
Kenton Synagogue
Kingsbury Synagogue
Mill Hill Synagogue
Muswell Hill Synagogue
New Synagogue
New West End Synagogue
Newbury Park Synagogue
Northwood Synagogue
Palmers Green & Southgate Synagogue
Pinner Synagogue
Radlett Synagogue
Richmond Synagogue
St. Johns Wood Synagogue
South Hampstead Synagogue
South London Synagogue
South Tottenham Synagogue
Stanmore & Canons Park Synagogue
Watford Synagogue
Wembley Synagogue
West Ham & Upton Park Synagogue
Willesden & Brondesbury Park Synagogue
Woodside Park Synagogue

Schedule 2

Affiliated Synagogues

Barking & Becontree Synagogue
Barnet & District Synagogue
Catford & Bromley Synagogue
Chelsea Synagogue
Enfield & Winchmore Hill Synagogue
Harold Hill & District Synagogue
Hemel Hempstead & District Synagogue
Highams Park & Chingford Synagogue
High Wycombe Synagogue
Hounslow, Heathrow & District Synagogue
Kingston, Surbiton & District Synagogue
Peterborough Synagogue
Potters Bar Synagogue
Romford & District Synagogue
Ruislip & District Synagogue
St. Albans Synagogue
Staines & District Synagogue
Sutton & District Synagogue
Wanstead & Woodford Synagogue
Welwyn Garden City Synagogue

Schedule 3

Associated Synagogue

Western Marble Arch Synagogue

Schedule 4

Honorary Officers

President

Elkan D. Levy

Vice-Presidents

Dr. Malcolm Cohen
Leslie Elstein

Treasurers

Stephen Forman
Jeremy Jacobs

Anthony Cowen
Maurice De Vries
Dr. Simon Hochhauser
Aubrey Kaufmann
Alan J. Kennard
Peter Sheldon

Schedule 5

LIFE MEMBERS OF THE COUNCIL

His Hon. Judge Anthony Ansell
B. Anthony Berman
Alan Bloom
Raymond Cannon
Emmanuel Carter
Anthony Cowen
Edmund de Rothschild
Maurice De Vries
Alfred A. Dunitz
Leslie C. Elstein
Stephen J. Forman
Stanley Frankfurt
Sidney Frosh
George M. Gee
Michael Goldmeier
Raymond Goldwater
Alan Grant
Michael Gross
Roy Henry
Robert Jayson
Gerald Jospe
Sir Stanley Kalms
Reuben Kandler
Alan J. Kennard
Mark Kleiner
Mark Kosky
Frederick M. Landau
Harry Landy
Reginald S.C. Lawton
Elkan D. Levy
Jonathan M. Lew
Dr. Sam Peltz
Ronald J. Rabson
William Rawlinson
Seymour G. Saideman
Bernard Taub
Leslie Wagner