

# Glasgow Jewish Representative Council

## CONSTITUTION

as amended 4th June 2007

### 1. Title

The Council shall be known as the Glasgow Jewish Representative Council

### 2. Objects

a. The principal Object of the Council shall be to further the interests and welfare of the Jewish community of Glasgow, and associated Jewish communities of Scotland

- i. by representing those communities in all their relations with the general public, by means of education, cooperation, and information.
- ii. by fostering and enhancing the unity and mutual cooperation of Jews living in Glasgow and the surrounding districts,
- iii. by providing a forum for arbitration and conciliation between persons and organisations within the Jewish community;
- iv. by taking whatever actions may from time to time be deemed appropriate, including entering into binding financial commitments, in order to provide and manage a Jewish Community Centre on behalf of and in the general interests of the Community as a whole;

and

v. by dealing with such other matters as are of concern to the Jewish Community.

b. The Council may in addition take such action as it may from time to time deem appropriate in furtherance of the interests of Jewish communities elsewhere.

c. The Council may receive, hold, and distribute funds for the furtherance of the above aims and for the benefit of charities.

### 3. Affiliation

a. The membership of the Council shall consist of such Jewish organisations as are from time to time affiliated.

b. An organisation seeking affiliation to the Council shall apply in writing to the Honorary Secretary, enclosing the organisation's current constitution and audited accounts for the immediately preceding financial year, save that organisations that have existed for less than fifteen months at the date of their application shall instead provide an undertaking to submit such accounts no more than eighteen months after their establishment.

c. Any such application shall be considered by the Management Board who, if they approve it, shall lay a

recommendation to this effect before the next Delegate Meeting for its consideration. If its application is approved by the Delegate Meeting, the organisation shall be notified by the Honorary Secretary and invited to nominate Delegates to attend the next meeting of the Delegate Body.

d. The affiliation of an organisation shall not be revoked, save as provided below, so long as it pays by February each year such annual Affiliation Dues as may from time to time be approved by resolution of a General Meeting, and holds an Annual General Meeting no more than eighteen months after the previous Annual General Meeting, for the purposes of receiving reports, electing officers, and approving the accounts and balance sheet for the preceding financial year.

e. Each Affiliated Organisation shall submit to the Honorary Secretary on request any amendment to its constitution, and the properly drawn balance sheet and accounts for the preceding financial year, as approved by an appropriate General Meeting of that organisation during the preceding year.

f. Notwithstanding the foregoing, a motion to cancel the affiliation of an organisation may be considered only at an Extraordinary General Meeting, and shall require the support of two-thirds of the Delegates present to be carried; if carried, such a motion shall have immediate effect.

### 4. Delegate Body

a. The delegate body of the Council shall consist principally of such Delegates as are formally appointed by affiliated Jewish organisations and notified in writing to the Honorary Secretary, together with the Officers of the Council and the Past Presidents of the Council

b. Each Affiliated Organisation shall be represented by no more than three Delegates, one of whom shall be its Chair for the time being; however, the Minister and a nominee of the Ladies' Committee or Guild of each affiliated Synagogue may be additional Delegates.

c. Each Affiliated Organisation shall be permitted a fourth Delegate provided that Delegate is below the age of 40.

d. No more than six persons may be co-opted by resolution at a Delegate Meeting on the recommendation of the Management Board; such persons shall be deemed to have all the rights and obligations of Delegates until the conclusion of the next Annual General Meeting. Any proposal for such cooption shall require to be proposed and seconded by members of the Delegate Body, and shall be submitted

to the Honorary Secretary for consideration by the Management Board. .

e. Such members of the Glasgow Jewish Community or associated Jewish Communities in Scotland as hold offices listed in Schedule A, or added thereto on the recommendation of the Management Board, shall be Members of the Delegate Body,

## **5. Officers**

a. The Officers of the Council shall be the Elected Officers.

b. The Elected Officers shall consist of the President, the Immediate Past President, the Vice-President, and the Honorary Treasurer. The Immediate Past President shall normally be the last President of the Council.

c. The Elected Officers shall normally be elected at the Annual General Meeting, and shall serve until the conclusion of the next Annual General Meeting. Should a vacancy occur in any of these positions more than two months prior to an Annual General Meeting, it shall be filled by election at the next Delegate Meeting, the notice of which shall include a call for nominations, duly proposed and seconded to be in the hands of the Honorary Secretary or President as the case may be no less than seven days before the date of the meeting.

d. No person shall be eligible to hold the office of President for more than three consecutive years, nor the office of Vice-President, or Honorary Treasurer for more than six consecutive years.

e. A motion for the removal from office of an Officer shall be considered only at an Extraordinary General Meeting, and shall require the support of two thirds of the Delegates present to be carried; if carried, such a motion, notwithstanding the foregoing, shall have immediate effect.

## **6. Management Board**

a. The general direction and management of the business of the Council shall be vested in a Management Board consisting of the Elected Officers, and no more than six appointed Members ("the appointed Members") which appointed Members shall be appointed as aftermentioned in Clause 6 (f) hereof.

b. Meetings of the Management Board shall be convened by the Honorary Secretary whom failing by The President no less than twice per annum. Additional meetings shall be convened as soon as reasonably practicable upon the receipt by the Honorary Secretary or the President of a written request for such a meeting, signed by no less than four members of the Management Board

c. At the first meeting of the Management Board following the Annual General Meeting, an election shall be held for such Trustees of the Glasgow Jewish Representative Council Charitable (Education and Welfare) Association as are required by the Constitution of that body.

d. In order to constitute a meeting of the Management Board, a minimum of four members shall be required to be present.

e. Except in exceptional circumstances the Agenda for each meeting shall be sent to every member of the Management Board, at least seven days prior to the meeting. f. The Management Board shall be entitled, to nominate the Appointed Members to be appointed by the Delegate body of the Council only at the Annual General Meeting or a Delegate Meeting by a majority of those delegates present at said meeting and entitled to vote.

g. The appointment of any Appointed Member shall terminate at the Annual General Meeting first occurring after the date of their appointment.

h. The Management Board shall appoint one of their Members to be the Honorary Secretary of the Council

i. The Management Board shall be entitled to form such Sub-Committees as they may determine to conduct the work of the Council and to determine the constitution, remit and powers of the said Sub-Committees.

j. The President shall be an ex officio member of any Sub-Committee of the Council.

l. The Chair of any such Sub-Committee will be a member of the Management Board. Each such Sub-Committee shall have the power to co-opt or seek the attendance in a consultative capacity or otherwise of any other appropriate person.

## **7. Meetings**

a. Delegate Meetings shall be held no less than twice in each year. One such meeting shall be held in May or June of each year and shall constitute the Annual General Meeting of the Council. In addition, the Council shall hold Public Meetings on such matters as it may from time to time consider to be of interest or concern to the Jewish Community.

b. The business of the Annual General Meeting shall include:

- i. consideration and adoption of the Annual Report of the Honorary Secretary and the Statement of Accounts of the Council for the preceding financial year, a.
- ii. consideration and adoption of a report from the relevant Officers of their custodianship of the affairs of the Glasgow Jewish Representative Council Charitable (Education and Welfare) Association.
- iii. the election of the Elected Officers. and the appointment (if any) of the Appointed Members
- iv. the election of an Honorary Auditor and an Honorary Solicitor.

c. An Extraordinary General Meeting shall be held within fourteen days of a requisition being presented to the President or Honorary Secretary signed by not less than fifteen Delegates and specifying the business to be

discussed, or of a resolution of the Management Board to that effect, save that that time limit may be extended by no more than ten days in order to enable the meeting to be held concurrently with a Delegate Meeting. An Extraordinary General Meeting shall rank as a Delegate Meeting, but shall deal solely with the matter specified in the requisition.

d. Notice of a motion to be moved at a meeting shall be submitted in writing to the Honorary Secretary at least seven days prior to the meeting and shall appear on the Agenda for that meeting. An Emergency Motion may be moved at a meeting without prior notice, but to be carried shall require a two-thirds majority of those present and voting.

e. An Agenda for each Delegate Meeting shall be sent to every Delegate, normally at least fourteen days prior to the date of the meeting.

f. In order to constitute a Meeting of the Delegate Body, a minimum of ten Delegates shall be required to be present.

g. All matters requiring determination by a vote shall normally be approved or rejected by a simple majority of members of the Delegate Body present and voting, save where there is an explicit provision herein to the contrary.

## **8. Elections**

a. A Nomination Meeting may be held before the Annual General Meeting, the notice of which shall include a call for nominations for the posts of Elected Officers. Nominations shall require to be proposed and seconded by members of the Delegate body, and only members of the Delegate body shall be eligible for nomination. Nominations may be made in person at the Nomination Meeting, and nominees, unless present to do so in person, shall indicate in writing their readiness to accept.

b. When required by the Board, elections for Deputies to the Board of Deputies of British Jews shall be held and shall be subject to all the requirements for the election of Officers, except that nominations shall be required to be submitted in writing to the Honorary Secretary.

c. In the event of a contest in any election, the election shall be conducted at the meeting by secret ballot.

d. In any ballot, the votes shall be counted by two or more scrutineers appointed by the meeting, by whom the validity of ballots and the number of votes cast for each candidate shall be determined.

## **9. Management.**

a. The Honorary Treasurer shall keep proper accounts of the income and expenditure of the Council, receive all monies due to the Council and disburse in accordance with such instructions as the Management Board may from time to time formulate. The Honorary Treasurer shall present to the Annual General Meeting a Statement of Accounts made up to 31st December in each year, duly examined by an [Honorary Auditor] who

is a qualified Accountant and whose report shall accompany the Statement of Accounts.

b. Any bank or other account belonging to the Council shall be operated by the signatures of any two of the Honorary Treasurer, the President, the Vice President, and the Immediate Past President and such signatures shall also be sufficient for the validity of any bill, receipt, or other instrument.

c. The Honorary Secretary whom failing the President shall be responsible for issuing the notice convening any meeting of the Council or of the Management Board, for maintaining a record of the proceedings of these meetings, for circulating these minutes of any meeting to members prior to the following meeting, and for the conduct of general correspondence. The Honorary Secretary whom failing the President shall present to the Annual General Meeting an Annual Report which shall include a record of the attendances of Delegates at all meetings of the Council and of the Management Board

d. The title to any heritable property belonging to the Council shall be held in the names of the President, Vice- President, and Honorary Treasurer for the time being.

## **10. Amendments to the Constitution.**

a. This Constitution shall not be altered or repealed, save at an Annual or Extraordinary General Meeting, the notice of which contained the text of the proposed amendment. Such a proposal shall require the support of two thirds of the Delegates present and voting in order to be carried.

b. A proposal to amend any Schedule to this Constitution may be moved at any Delegate Meeting provided notice has been given in the Agenda, and shall only require approval by a simple majority.

c. No amendment to any proposed amendment to this Constitution or the Schedules thereto shall be considered unless it is received in writing by the Honorary Secretary or the President at least 48 hours prior to the Meeting at which the original amendment is to be moved. The Honorary Secretary whom failing the President shall ensure that copies of the proposal are available to Delegates at the Meeting. The motion to amend the amendment shall be voted upon first and require only a simple majority.

d. Any dispute arising out of the interpretation of the Constitution shall be referred to the Management Board.

## **11. Dissolution**

If the Management Board decides at any time that it is necessary or advisable to dissolve or wind up the Council, it shall call an Extraordinary General Meeting, of which not less than twenty one days notice stating the terms of the resolution to be proposed thereat shall be given. If such decision shall be confirmed by a two thirds majority of those present and entitled to vote and voting at such meeting, the Management Board shall ensure, if

there remains after the satisfaction of all the debts and liabilities of the Council any property or assets whatsoever, that the same shall not be paid or distributed among the membership of the Council but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Council, as the Management Board shall determine, providing that said institution or institutions shall prohibit the distribution of its or their income and property among its or their members.

**Schedule A: Associate Members of the Delegate Body**

The following shall be Associate Members of the Delegate Body as defined in Clause 4e:

- i. the incumbents of the following full time positions within the Glasgow Jewish Community:
  - a. the Community Shaliach, (if any)
  - b. the Chaplain to Northern Region Jewish Students;
- ii. the Deputies of any Affiliated Organisation to the Board of Deputies of British Jews;
- iii the Chair of The Scottish Council of Jewish Communities

## **Schedule B**

### **STANDING ORDERS for the conduct of meetings**

#### **1. Chair**

a. The President of the Council, failing whom the Vice-President, shall preside at each General Meeting, or meeting of the Delegate Body or of the Management Board.

b. Any meeting of a Committee or Subcommittee of the Council shall be presided over by its Convener.

c. In the absence of the aforementioned office-bearers, the Delegates present shall elect to preside at the meeting any Elected Officer present, failing whom any member of the Management Board failing whom any Delegate.

d. In the event of a vote on any matter, the person chairing the meeting (hereinafter referred to as "the Chair") shall have the right to vote, and in the event of equal division of opinion shall determine the matter by a casting vote.

#### **2. Order of Business**

a. Any Delegate shall have the right to raise items of business relevant to the Objects of the Council at a meeting of the Delegate Body, but all items on the circulated Agenda shall take precedence over any other item, save that at the discretion of the Chair a matter of urgency may be given priority.

b. At each General Meeting, or meeting of the Delegate Body, of the, Management Board or any other Committee of the Council, a minute of its previous meeting shall be approved, after which members shall have the right to raise questions regarding matters arising therefrom.

#### **3. Rules of Debate**

a. Whenever an amendment to a motion has been moved and seconded, no other amendment to either the motion or the amendment shall be moved until the first one has been disposed of. If the amendment be carried, the motion as amended shall take the place of the original motion, and shall become the question on which any further amendment may be moved.

b. Any modification to a motion or amendment which does not materially alter its substance or intention may be accepted by the Chair without notice or division.

c. No motion of which notice has been given in the circulated Agenda of a meeting shall be withdrawn without the consent of the meeting, and in such event or in the absence of the proposer, a motion may be proposed by any other Delegate.

d. The Chair shall have discretion to limit the length of speeches, or the number of times any Delegate may speak during discussion of the same subject, save that, notwithstanding this provision or 3(c)ii above, the proposer or seconder of a motion shall have the right to reply to the debate before a vote is taken.

e. A visitor may be permitted to address any meeting at the discretion of the Chair or by resolution of the meeting.

#### **4. Procedure**

a. Any Delegate may at any time raise a Point of Order to the Chair regarding the conduct of the meeting and shall take precedence over all other business save a preceding Point of Order.

b. Notwithstanding the foregoing, a Point of Order may not be raised during a vote unless it relates directly thereto.

c. The following Procedural Motions may be moved at any time save during a vote or a Point of Order, or while a motion is being proposed, and shall take precedence over other business:

i To move to next business without a vote on the present matter.

ii That the question under discussion be put without further debate.

iii To amend the Agenda in a specified manner.

iv To adjourn the meeting until a specified date.

v To reverse a specified ruling of Chair.

vi To suspend a particular Standing Order for a specified time.

d. The Proposer of a Procedural Motion shall have the right to explain the purpose of the motion, and the Chair shall have the right to reply; the Procedural Motion shall then be put to the vote without further debate, and if carried, shall have immediate effect. Motions (i) to (iv) above shall require a simple majority and motions (v) and (vi) two thirds of those present and voting.

e. In all cases of dispute affecting or arising from matters of procedure or order, the decision of the Chair for the time being shall, subject only to a Procedural Motion to overturn that ruling, be final and conclusive.

**The Glasgow Jewish Representative Council  
Charitable (Education and Welfare) Association**

**RULES**

**1 Name**

The name of the Association shall be The Glasgow Jewish Representative Council Charitable (Education and Welfare) Association.

**2 Objects**

a. The Association is established for charitable purposes only.

b In particular the Association is established:

- (i) To provide educational facilities for the benefit of the Scottish Jewish Community.
- (ii) To provide for the needs of members of the Jewish faith who are poor or needy.
- (iii) To do such lawful acts as may be necessary or desirable to the attainment of the primary objects of the Association, whether in collaboration with any person, body, institution, authority or otherwise.

**3 Finance**

a. The Association may obtain, collect and receive funds by way of contributions, donations, subscriptions, legacies, grants, and gifts of property of any description, for any purpose not inconsistent with its objects, and may make appeals for funds to be used in connection with any such purpose.

b. The income and property of the Association howsoever derived shall be applied solely towards the promotions of the Objects of the Association as set forth in Clause 2, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profits to any member of the Association, provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any offer or servant of the Association, or the repayment of out of pocket expenses.

**4 Management Committee**

a. Management of the Association shall be vested in a Committee consisting of the President, Vice-President, Honorary Treasurer, Honorary Secretary, for the time being of the Glasgow Jewish Representative Council, together with five Trustees appointed from time to time by the Management Board of the said Council from amongst their own number.

b. The Committee shall meet at least twice per annum, and at other times as required.

c. Four members of the Committee shall constitute a quorum.

d The President of the Association for the time being shall preside at all meetings, failing whom the Vice- President.

In the absence of both, the meeting shall appoint a Chair from amongst its members.

e. At any meeting of the Association, each member including the member chairing the meeting shall have one vote, and in the case of an equality of votes the Chair shall have a second or casting vote.

f. All matters not otherwise herein provided for, and not involving an amendment to these Rules may be dealt with by the Committee.

**5 Financial Management and Trustees**

a The financial year of the Association shall end on the thirty-first day of December in each year.

b. The Honorary Treasurer shall keep accounts of all monies received and expended on behalf of the Association and shall present such accounts at the Annual General Meeting.

c. The Annual Report, Income and Expenditure Account, and Balance Sheet shall be presented to the Annual General Meeting of the Glasgow Jewish Representative Council and be published in its Year Book.

d. The Trustees of the Association shall be the Hon Treasurer, President and Vice-President of the Association for the time being, and all cheques and other instruments executed on behalf of the Association shall require the signatures of two of the said Trustees.

e Such current, savings, or investment accounts may be opened with any bank, building society or other recognised financial institution as may from time to time be determined by the Committee. Any such account shall be operated in the name of the Association by the Trustees.

f. Any property acquired by the Association shall be vested in the Trustees.

**6 General Meetings**

a. A General Meeting of members of the Committee shall be convened by the Honorary Secretary as soon after the end of the financial year as in practicable, and in any case within four months thereof, for the purpose of receiving the Annual Report and Balance Sheet, and for electing a President, President, Honorary Treasurer, and Honorary Secretary for the ensuing year, and to consider such other business as may be necessary.