



MEMORANDUM

To: The Members, The Ark Synagogue

From: The Board, The Ark Synagogue (the “Synagogue”)

Date: 22 August 2022

Proposed Changes to our Articles of Association (Constitution)

The Board are proposing the following changes to the constitution of The Ark Synagogue, which will be voted on at a meeting (EGM) on 17 September 2022.

Online and Electronic Procedures

Enabling Members’ meetings and Board meetings to take place electronically, by video, as hybrid meetings, in writing, or a combination of any of these methods.

Size of Board

Reducing the maximum number of Board members from 13 to 11, the minimum number from 6 to 5, and the quorum from 5 to 4.

Granting the Board wider authority to delegate responsibilities to committees and individuals, and to co-opt up to three Associate or other Synagogue members as non-voting Board members.

Reasons: For many years it has been difficult to fill all Board vacancies. There needs to be separation between the strategic role of the Board, and the operational roles of the Rabbis, staff and committees.

Composition of Board

Nominations of new Board members will need to be proposed or seconded by a serving Board member.

Reason: To ensure that prospective Board members understand their responsibilities as Trustees and the roles they might undertake. This change will ensure that there is a formal opportunity to discuss these issues before submitting a nomination.

The office of Secretary will become an ex-officio non-voting role.

Reason: to comply with modern practice with the Secretary’s role being to advise the Board on company rules, procedures, and practice.



Removal of Membership age restrictions

Removing current age restrictions on membership contained in the Articles. References to Junior membership will be removed from the Articles, and membership by young people will become a Board responsibility as with other types of non-voting membership (e.g. Associates). The minimum age for serving on the Board will be eighteen.

Reason: to recognise the contribution of our young people and to correct a historical drafting anomaly. This change does not affect subscriptions payable by young people

Minor drafting changes

As part of this first review of our constitutional documents since 2014, several minor drafting amendments are being made that are technical, grammatical, stylistic and consequential on the changes listed above. None of these makes any change of substance to the Articles.

Further Information

If you would like to discuss any of these proposals, please contact Susan Boobis (chair@arksynagogue.org). A copy of the Articles showing the proposed changes is available at www.arksynagogue.org/egm.