

THE UNITED SYNAGOGUE

STATUTES OF THE UNITED SYNAGOGUE

Amended by Special Resolution of Council dated 13 December 2021

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:-

"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.

"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.

"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.

"the Charity Commission" shall mean the Charity Commission for England and Wales or its successor in title or function.

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

"the Clerk of the Council" shall mean the Clerk of the Council appointed under these Statutes.

"the Clerk of the Honorary Officers" shall mean the Clerk of the Honorary Officers appointed under Statute 23 of these Statutes.

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

"Eligibility Criteria" shall mean the eligibility criteria for persons to stand for election or to be co-opted as an Honorary Officer, as set out in Statute 9 of these Statutes.

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

"Founding Act" shall mean the United Synagogues Act, 1870 which founded the United Synagogue.

"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.177 of the Charities Act 2011.

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

"Members" shall mean the members for the time being of the United Synagogue.

"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.

"the United Synagogue" shall mean the Charity administered in accordance with these Statutes and registered with the Charity Commission under registration number 242552.

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 the 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 and Markets Act 2000; or
 - 5.29.2 a company or firm of repute which is an authorised or exempted person with the meaning of the Financial Services and Markets Act 2000.
- 5.30 To delegate to an investment manager so appointed under the provisions of Statute, 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;
 - 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 Associated 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:

- (a) are permanently resident in any home or other institution for the care of people; or
- (b) are supported and cared for by a charity otherwise than in a home or institution;
or
- (c) are members of the tribe community membership scheme and do not live within a reasonable proximity of a Member Synagogue; or
- (d) in exceptional or extenuating circumstances, are approved as a non-Synagogue Member by the person holding the position of chief executive of the United Synagogue from time to time; 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; or

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. The Honorary Officers

- 7.1 There shall be elected (and may be co-opted) Honorary Officers of the United Synagogue (including the President) who shall, subject to these Statutes, be responsible for the administration and management of the United Synagogue.
- 7.2 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 13.

8. Composition of the Honorary Officers

- 8.1 The number of Honorary Officers shall when complete consist of at least nine and not more than eleven competent persons who fulfil the relevant Eligibility Criteria set out in Statute 9. The body of Honorary Officers shall be constituted in accordance with this Statute 8.
- 8.2 The Council shall elect nine Honorary Officers as follows:
- 8.2.1 One President, who may be either male or female;
 - 8.2.2 One Treasurer, who may be either male or female;
 - 8.2.3 Up to seven additional Honorary Officers comprised as follows:
 - (a) If both the President and the Treasurer are male, then there shall be three other male Honorary Officers and four female Honorary Officers.
 - (b) If only one of the President or the Treasurer is male, then there shall be four other male Honorary Officers and three female Honorary Officers.
 - (c) If both the President and the Treasurer are female, there shall be five other male Honorary Officers and two other female Honorary Officers.
- 8.3 Once elected, the Honorary Officers shall elect from amongst their number up to two Vice-Presidents who shall hold office as Vice President for the remainder of their term of office as Honorary Officer. If only one Vice-President is elected, the Vice-President must be female if the President is male, and the Vice-President must be male if the President is female. If two Vice-Presidents are elected then one Vice-President must be female (if the President is male) or male (if the President is female) and the second Vice-President may be of either gender.
- 8.4 The Honorary Officers may also elect from amongst their number such other roles or titles as they consider appropriate and may allocate particular portfolios amongst themselves.
- 8.5 Subject to Statutes 8.6 and 11.7, the Honorary Officers may from time to time by resolution of the Honorary Officers co-opt a member of the United Synagogue to fill a vacancy amongst the

elected Honorary Officers provided that the total number of male Honorary Officers shall always be one more than the total number of female Honorary Officers (including the President).

8.6 Should the office of President or Treasurer be vacated at any time during a term of office then the following shall apply:-

8.6.1 if the term of office of the vacating President or Treasurer had less than one year remaining on the date the office was vacated, then the Honorary Officers may co-opt from amongst their number by resolution of the Honorary Officers a person to act as President or Treasurer for the residue of the term of office of the vacating officer;

8.6.2 if the term of office of the vacating President or Treasurer has more than one year remaining on the date the office was vacated, then the Honorary Officers shall arrange a special election meeting of the Council at which a new President or Treasurer shall be elected to complete the residue of the term of office of the vacating President or Treasurer (as the case may be);

In the event that any person is co-opted or elected to hold office as President or Treasurer under this Statute 8.6, then subject to Statute 8.6.3 they need not be of the same gender as the President or Treasurer whose vacated office they have been co-opted or elected to fill. However where the person elected or co-opted to hold office as President or Treasurer is of a different gender to the vacating President or Treasurer, then the Honorary Officers shall co-opt additional Honorary Officers so as to ensure that the total number of male Honorary Officers shall always be one more than the total number of female Honorary Officers. Any such individual co-opted by the Honorary Officers to ensure the correct gender balance of Honorary Officers shall retire at the next Council meeting at which elections are held.

8.6.3 Where (a) the office of President or Treasurer is vacated as contemplated by this Article 8.6, and (b) it would not be possible to co-opt additional Honorary Officers in addition to the person(s) co-opted or elected to fill the role(s) of President or Treasurer without breaching the upper limit on the number of Honorary Officers set out in Statute 8.1, the person(s) co-opted or elected to fill the role(s) of President or Treasurer pursuant to Statute 8.6 must be of the same gender as the President or Treasurer whose vacated office they have been co-opted or elected to fill.

8.7 Subject to Statute 11.7 the Honorary Officers may from time to time by resolution of the Honorary Officers co-opt a member of the United Synagogue as an additional Honorary Officer until the next election provided that:

8.7.1 the total number of male Honorary Officers shall always be one more than the total number of female Honorary Officers; and

- 8.7.2 the total number of Honorary Officers does not exceed eleven;
- 8.7.3 the Honorary Officers may by resolution remove such additional co-opted Honorary Officer from office; and
- 8.7.4 the Honorary Officers consider such co-option to be necessary either to meet a skills deficit, preserve the approved gender balance or for other good reason.

9. Eligibility Criteria for Honorary Officers

- 9.1 No person may be elected as an Honorary Officer or co-opted as an Honorary Officer to fill a vacancy amongst the elected Honorary Officers (including the President and the Treasurer), pursuant to Statutes 8.5 and 8.6 unless they fulfil the following Eligibility Criteria:

- 9.1.1 they are aged 21 or over;
- 9.1.2 they have been a member of a Member Synagogue for two consecutive years immediately preceding the date of their election or co-option as an Honorary Officer;
- 9.1.3 they have served as a member of a board of management of a Member Synagogue for at least two years; and
- 9.1.4 they are not, at the date of their election or co-option, more than one year in arrears in payment of their accounts to the United Synagogue.

- 9.2 No person may be co-opted as an additional Honorary Officer pursuant to Statute 8.7, unless they fulfil the following Eligibility Criteria:

- 9.2.1 they are aged 21 or over;
- 9.2.2 they have been a member of a Member Synagogue for two consecutive years immediately preceding the date of their co-option as an Honorary Officer; and
- 9.2.3 they are not, at the date of their co-option, more than one year in arrears in payment of their accounts to the United Synagogue.

- 9.3 For the purposes of Statute 9, a Member Synagogue is one which has been admitted as a Member Synagogue of the United Synagogue by the date on which nominations for election of the Honorary Officers must be submitted or, if they are co-opted, the date on which their co-option takes effect.

10. Honorary Officers not to hold other office in the United Synagogue

No Honorary Officer (whether elected or co-opted) shall also serve on any board of management of a Member, Affiliated or Associated Synagogue. If any person is elected or co-opted as an

Honorary Officer whilst also holding office as a member of the board of management of any Member, Affiliated or Associated Synagogue, that person shall no later than one calendar month following the date of their election or co-option as an Honorary Officer cease to be a member of that board of management.

11. Terms of Office of the President and Honorary Officers

- 11.1 The provisions of this Statute 11 apply to any Honorary Officer (including the President) elected by the Council in and from July 2019.
- 11.2 Subject to Statute 11.4, every Honorary Officer (including the President) shall be elected by the Council for a term of office of four years. A term of office shall commence at the end of the meeting of the Council at which he or she is elected and shall terminate at the end of the meeting of the Council which is held in or around the July four years after his or her election.
- 11.3 Subject to Statute 11.4, an Honorary Officer may not be elected for more than two consecutive terms of office. An Honorary Officer may, however, stand for election for a third and fourth consecutive term of office provided that four years will have passed between the end of his or her second term of office and the start of his or her third term of office.
- 11.4 Any person who meets the Eligibility Criteria may be elected by the Council as President notwithstanding that they may have served two consecutive terms as Honorary Officer immediately prior to their election as President. The President shall be elected by the Council for an initial term of office of four years. If the President is elected for a second consecutive term of office, then their second term of office as President shall be as follows:
- 11.4.1 if they have served one term of office as an Honorary Officer immediately prior to their election as President, a term of office of four years; or
- 11.4.2 if they have served two consecutive terms of office as Honorary Officer immediately prior to their election as President, a term of office of two years.
- 11.5 Any person who has been elected as President for two consecutive terms of office may not stand for election as President or Honorary Officer unless at least four years will have passed between the end of their last term of office as President and the start of their next term of office as Honorary Officer or President. For the avoidance of doubt, a President who has only served one term of office as President and who did not hold a term of office as an Honorary Officer immediately prior to becoming President may stand for one further consecutive term of office as Honorary Officer.
- 11.6 Any person co-opted as an Honorary Officer pursuant to Statutes 8.5 or 8.7, shall hold office from the date of their co-option until the next election meeting of the Council or for such shorter period as the Honorary Officers may determine.

- 11.7 The Honorary Officers may not co-opt any person to serve as an Honorary Officer if the aggregate number of consecutive years served by such person as a co-opted Honorary Officer would exceed eight years.
- 11.8 In this Statute 11, for the purpose of calculating the number of terms of office which an Honorary Officer has served any period of office held by a co-opted Honorary Officer shall not count as a term of office for the purposes of calculating whether such person may stand for election as an Honorary Officer.

POWERS OF THE HONORARY OFFICERS OF THE UNITED SYNAGOGUE

12. 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.
13. Without prejudice to the generality of Statute 12 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:
- 13.1 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.
- 13.2 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.
- 13.3 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.
- 13.4 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:
- 13.4.1 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.

- 13.4.2 The procedures to be followed for the election of Honorary Officers and for the administration of meetings of the Honorary Officers.
- 13.4.3 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.
- 13.4.4 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.
- 13.4.5 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.
14. 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 the requirements of these Statutes and best practice whether to fill any vacancy immediately or to leave such vacancy to be filled at the next election of Honorary Officers..

DISQUALIFICATION AND REMOVAL OF HONORARY OFFICERS OF THE UNITED SYNAGOGUE

15. The office of Honorary Officer shall be vacated if:-
- 15.1 He or she ceases to be a Member of the United Synagogue
 - 15.2 He or she becomes bankrupt or makes any arrangement or composition with their creditors generally.
 - 15.3 He or she becomes of unsound mind.
 - 15.4 By notice in writing to the Clerk of the Honorary Officers he or she resigns from office.

- 15.5 He or she is at any time disqualified under the Charities Act 2011 from acting as a charity trustee or shall otherwise, whether by reason of any Order of the High Court or the Charity Commission or otherwise, be precluded or suspended from so acting.
- 15.6 He or she 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

16. 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 five. 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.
17. 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.
18. 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.
19. 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.
20. 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.

21. Without prejudice to the generality of Statute 20 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.
22. 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. A meeting of the Executive Committee may be held either in person or by telephone, video or internet conference call as agreed by the Honorary Officers (or by any combination of these methods), provided that all participants may communicate with all other participants.
23. An Executive Committee member attending a meeting of the Executive Committee by telephone, video or internet conference call as contemplated by Statute 22 shall be deemed for all purposes to be present at such meeting in person.
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 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. For this purpose, a resolution in writing:

- 28.1 includes a resolution passed by email;
- 28.2 may be contained in more than one document; and
- 28.3 will be treated as passed either on the date of the last signature, or on the date when the last Honorary Officer or committee member authorised to vote has indicated to the other persons authorised to vote, by email, that he or she agrees to the passing of the resolution.

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**".
- 30. The Council shall consist of the following persons:
 - 30.1 The Honorary Officers for the time being of the United Synagogue.
 - 30.2 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 4 to these Statutes.
 - 30.3 Any person who shall at any time have served as an Honorary Officer of the United Synagogue in the four year period prior to the last election meeting of the Council.
 - 30.4 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 Member Synagogue, Affiliated Synagogue or Associated Synagogue namely:
 - 30.4.1 One of the Local Honorary Officers (who may be male or female) serving on the board of management of the Member or Affiliated Synagogue concerned.
 - 30.4.2 One other person (who may be male or female) from the Member or Affiliated Synagogue concerned.
 - 30.4.3 For each Member Synagogue having between five hundred and seven hundred and fifty members, two persons (who may be male or female) in addition to those mentioned in Statute 30.4.1 and 30.4.2 hereof.
 - 30.4.4 For each Member Synagogue having between seven hundred and fifty one and one thousand members, three persons (who may be male or female) in addition to those mentioned in to those mentioned in Statute 30.4.1 and 30.4.2 hereof.
 - 30.4.5 For each Member Synagogue having between one thousand and one thousand five hundred members, six persons (who may be male or female) in addition to those mentioned in Statute 30.4.1 and 30.4.2 hereof.

- 30.4.6 For each Member Synagogue having more than one thousand five hundred members, seven persons (who may be male or female), in addition to those mentioned in Statute 30.4.1 and 30.4.2 hereof.
- 30.4.7 Any former President of the United Synagogue.
- 30.4.8 Representatives from each Associated Synagogue (who may be male or female), with the number of seats allocated to each Associated Synagogue to be decided by Council.
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 30.2 and 30.4.7 hold office for life.
- 31.2 In the case of those members of the Council holding office in accordance with Statute 30.3 for the residue of any period during which the person or persons concerned would otherwise have served as an Honorary Officer and four years thereafter.
- 31.3 In the case of every other member of Council, hold office for three years from the date of his or her 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 office only for the remainder of the term of office of the person to whose office he or she 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 may be held either in person or by telephone, video or internet conference call at the discretion of the Honorary Officers (or by any combination of these methods), provided that all participants may communicate with all other participants, and the notice of a Council meeting shall set out the ways in which Council members may join that meeting.
37. A Council member attending a meeting of the Council by telephone, video or internet conference call as contemplated by Statute 36 shall be deemed for all purposes to be present at such meeting in person.
38. 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.
39. 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.
40. 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.
41. The Treasurer of the United Synagogue shall annually prepare and submit to the Council:
 - 41.1 at the meeting of the Council to be held in June of each year, the annual accounts of the United Synagogue;
 - 41.2 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

42. The Council of the United Synagogue shall have the following powers and functions:
 - 42.1 To elect or remove the Honorary Officers in accordance with these Statutes and any regulations made under these Statutes from time to time.

- 42.2 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.
- 42.3 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.
- 42.4 To act as forum to discuss the affairs of the United Synagogue and the proper discharge of its objects, in particular:
 - 42.4.1 To receive and consider the annual budget of the United Synagogue.
 - 42.4.2 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.
 - 42.4.3 To make representations and to offer advice and guidance to the Honorary Officers in the proper discharge of the objects of the United Synagogue.
- 42.5 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

- 43. 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 "**Standing 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 Standing Committee such of powers and functions of the Honorary Officers as the Honorary Officers may decide:

Provided always:

- 43.1 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;
- 43.2 any actions taken by any such Standing Committee shall be reported fully and promptly to the Honorary Officers; and

- 43.3 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.
44. 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 Standing Committee and to regulate their meetings and procedures.
45. 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 "**Advisory Committees**". 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 Statutes 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 Advisory 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 Advisory Committee's 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.
46. The Honorary Officers may, of their own volition, form, constitute and bring about the termination of such other or further committees, not being Standing Committees 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

47. 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:

- 47.1 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.
- 47.2 In case the United Synagogue shall take or hold any property in England, Scotland, Wales or Northern Ireland that is subject to the jurisdiction of the Charity Commission, the Office of the Scottish Charity Regulator, or the Charity Commission for Northern Ireland, 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.
- 47.3 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 them or their firm in connection with the discharge of the objects of the United Synagogue.

ADMISSION OF MEMBER SYNAGOGUES & DISCONTINUATION

48. 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.
49. 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.

50. 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:
- 50.1 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.
- 50.2 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

51. 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

52. 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:
- 52.1 The terms and conditions which must be satisfied before any such congregation may become an Affiliated or Associated Synagogue.
- 52.2 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.
- 52.3 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.
53. The arrangements from time to time specified by the Honorary Officers under Statute 52 of these Statutes may be different for Affiliated or Associated Synagogues.

TRUST PROPERTY

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

AMENDMENTS

56. 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

57. 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 Commission, for its opinion and advice thereon which opinion and advice, when given, shall be binding on the said Honorary Officers.

SCHEDULE 1

Member Synagogues¹

Ahavas Yisrael Synagogue
AleI Tzion
Barnet & District Synagogue
Belmont Synagogue
Birmingham Central Synagogue
Borehamwood & Elstree Synagogue
Brondesbury Park Synagogue
Bushey & District Synagogue
Central Synagogue
Chigwell & Hainault Synagogue
Cockfosters & N. Southgate Synagogue
Cranbrook Synagogue
Ealing Synagogue
Edgware Synagogue
Enfield & Winchmore Hill Synagogue
Finchley Synagogue
Finsbury Park Synagogue
Golders Green Synagogue
Hackney & East London Synagogue
Hadley Wood Jewish Community Synagogue
Hampstead Synagogue
Hampstead Garden Suburb Synagogue
Hendon Synagogue
Highams Park & Chingford Synagogue
Highgate Synagogue
Hull Hebrew Congregation

¹ At a meeting of the Council held on 12 December 2016, it was resolved to admit Birmingham Central Synagogue (Beth Hamedrash) and Community Centre as a Member Synagogue of the United Synagogue.

Kenton Synagogue
Kingsbury Synagogue
Kingston, Surbiton and District Synagogue
Luton Synagogue
Magen Avot Synagogue
Mill Hill East Synagogue
Mill Hill Synagogue
Muswell Hill Synagogue
New West End Synagogue
Northwood Synagogue
Palmers Green & Southgate Synagogue
Pinner Synagogue
Potters Bar and Brookmans Park Synagogue
Radlett Synagogue
Richmond Synagogue
Ruislip and District Synagogue
St. Albans Synagogue
St. Johns Wood Synagogue
Sheffield Synagogue
Shenley United Jewish Community Synagogue
South Hampstead Synagogue
South Tottenham Synagogue
Southport Hebrew Congregation
Stanmore & Canons Park Synagogue
Sutton & District Synagogue
Watford Synagogue
Welwyn Garden City Synagogue
Wembley Synagogue
Woodford Forest Synagogue
Woodside Park Synagogue

SCHEDULE 2

Affiliated Synagogues

Catford & Bromley Synagogue

Chelsea Synagogue

Hemel Hempstead & District Synagogue

Peterborough Synagogue

Romford & District Synagogue

Staines & District Synagogue

SCHEDULE 3

Associated Synagogue

Western Marble Arch Synagogue

SCHEDULE 4

Life Members of the Council

His Hon. Judge Anthony Ansell

Anthony Cowen

Leslie C. Elstein

Stephen J. Forman

Raymond Goldwater

Michael Gross

Simon Hochhauser

Robert Jayson

Sir Stanley Kalms

Elkan D. Levy

Stephen Pack

Ronald J. Rabson

Seymour G. Saideman

Peter Sheldon

Bernard Taub

Leslie Wagner CBE