# PROPOSED AMENDMENT TO BY-LAWS OF MENSCHWORK, INC. <br> ADOPTED FEBRUARY 11, 2016 <br> REVISED DECEMBER 4, 2023 

## ARTICLE I <br> PURPOSE

Menschwork, Inc. (the "Corporation") is formed, and shall be operated exclusively for the purposes of developing transformative program models, programs and resources that encourage men to take the bold, next steps in their journeys as empowered Jewish mensches, men of spirit, compassion, integrity, dignity, responsibility and purpose in their families, communities and in the larger world. The Corporation represents the next evolutionary step of the Jewish Men's Retreat ("JMR"), which arose out of the nexus of the broader men's movement of the 1990's and the desire within the Jewish Renewal movement to anchor such work in the context of Jewish sacred stories, practices and values.

## ARTICLE II MEMBERS

The Corporation shall have no members.

## ARTICLE III BOARD OF DIRECTORS

Section 1. Authority and Responsibility. The Board of Directors (the "Board") will manage and control the affairs and property of the Corporation. The Board of Directors will be known within the Corporation as The Wisdom Council. All corporate powers, except such as are otherwise provided for in the Certificate of Incorporation, these Bylaws, or the laws of the State of Pennsylvania (the "Laws"), will be and hereby are vested in and will be exercised by the Board. The Board will have full power to adopt rules and regulations governing all actions which it takes, except as otherwise provided by the Laws, and will have full authority with respect to the distribution and payment of monies received by the Corporation from time to time;
provided, however, that the fundamental and basic purposes and powers of the Corporation, and the limitations thereon, as expressed in the Certificate of Incorporation, will not thereby be amended or changed. The Board may, except as otherwise provided by the Laws, delegate to committees of its own number, or to Officers of the Corporation, such powers as it may see fit.

Section 2. Number and Qualification. The Board will consist of at least seven (7), but no more than thirteen (13) Directors. Each Director shall be at least twenty-one (21) years of age. As part of this number, two current members are being designated in a separate document as Founding Members.

Section 3. Election and Term of Office. The Directors, following adoption of the Amended and Restated Bylaws, will be those persons serving in such capacity on the date the Amended and Restated Bylaws are adopted, and they will serve until the expiration of their terms as in effect prior to the Amendment and Restatement of the Bylaws (such Amended and Restated Bylaws hereinafter referred to as, the "Bylaws"). Thereafter, Directors will be elected at the annual meeting of the Board or at any adjournment thereof. The Directors shall be elected to hold office for a two (2)-year term beginning January 1 and concluding on December 31 of the following year, although they may be ceremonially installed at the annual meeting at which they are elected. In the event that any Director is elected to fill an unexpired term or a vacancy (whether resulting from the death, resignation, removal, or unfilled position), such person shall hold office until the natural expiration of the term that is being filled. Directors may be elected to no more than three (3) consecutive terms (regardless of the term's duration), except the two Founding Members, who shall serve without term limits. Upon a majority vote of the current Directors, the terms of Board members and Officers may be extended for up to six months.

Section 4. Classification of Directors. The Directors shall be divided into two (2) classes which shall be as nearly equal in size as possible. Each year, the term of office of one (1) class of Directors shall expire on December 31. Any Amendment and Restatement of the Bylaws will not affect the term of any Director then in office.

Section 5. Resignation and Removal. Any Director may resign by a notice in writing to the Chairperson or the Secretary. The acceptance of any such resignation, unless required by the terms thereof, will not be necessary to make the same effective. Any Director may be removed with or without cause by the vote of the Directors.

Section 6. Nominations. Nominations for all directors shall be made by the Nominating and Governance Committee appointed by the Chairperson, subject to the approval of the Board. Anyone nominated must have must have demonstrated active involvement in one or more programs offered by Menschwork and support of the organization's Mission Statement and Core Values.

ARTICLE IV
MEETINGS OF THE BOARD
Section 1. Annual, Regular and Special Meetings. An annual meeting of the Board will be held on a date designated by the Chairperson (the "Chairperson"). Regular meetings of the Board may be held at least once per quarter at such time and by such modality as will be determined by the Board. The Chairperson or any Director may call a special meeting of the Board on not less than five (5) days' notice, given by mail, facsimile, electronic mail or telephone. All meetings of the Board will be held at such place within or without the State of Pennsylvania, as will be designated in the notice of the meeting.

Section 2. Quorum and Board Action. A majority of the Board then in office will
constitute a quorum for the transaction of business at meetings of the Board and, except as otherwise expressly required by statute or these Bylaws, all matters will be decided by the vote of a majority of the Directors present; but in the absence of a quorum those present at the time and place set for a meeting of the Board may take an adjournment from time to time, until a quorum will be present. Any decision in these Bylaws that requires a certain approval of the "entire Board" shall consist of the number of Directors that were elected as of the most recently held election of Directors.

Section 3. Action Without a Meeting. Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting, if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action, which consent may be written or electronic. If the consent is written, it must be signed by a Director, and if the consent is electronic it must be able to be reasonably determined to be sent by that Director. The resolution and the written consents thereto by the members of the Board or of such committee will be filed with the minutes of the proceedings of the Board or of such committee.

Section 4. Participation by Telephone. Any one or more members of the Board or of a committee thereof may participate in all matters at a meeting of the Board or its committee by means of a conference telephone, web-conference, or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means will constitute presence in person at the meeting.

Section 5. Compensation. The Directors shall serve without compensation; they may, however, be reimbursed for reasonable expenses incurred in the performance of their duties to the Corporation, on resolution of the Board. In addition, subject to Article XIV, (Conflict of Interest) nothing herein shall be construed to preclude any Director from serving the Corporation
in any other capacity and receiving reasonable compensation for such services, provided that there is full disclosure of the terms of such compensation and the arrangement has been determined to be fair and reasonable and approved by the independent Directors of the Board.

## ARTICLE V COMMITTEES

Section 1. Standing Committees. A standing committee is one that will have responsibilities on an ongoing basis. The standing committees of the Board are as follows:
(a) Steering Committee. The Steering Committee shall be composed of the current officers of the organization and the immediate past Chairperson. The Chairperson shall serve as chair of the Steering Committee. The Steering Committee shall have all the authority of the Board, except as to the following matters:
(i) the filling of vacancies on the Board or on any committee;
(ii) the amendment or repeal of the Bylaws or the adoption of new Bylaws;
(iii) the amendment or repeal of any resolution of the Board which by its terms shall not be so amendable or repealable; and (iv) the fixing of compensation of the Directors for serving on the Board or any committee.
(b) Nominations and Governance Committee. The Nominations and Governance Committee shall be comprised of at least three (3) persons, all of whom must be a current or former Director. The members of the Nominations and Governance Committee shall be appointed by the Chairperson, subject to the approval of the Board. The Nominations and Governance Committee is tasked with nominating new Directors as vacancies occur
and reviewing by-laws, as needed, and proposing such amendments as shall be deemed necessary. The Chairman of the Board shall not serve on the Nominations and Governance Committee during his term.
(c) Planning Committee. The Planning Committee shall be formed to plan, market, and manage any upcoming Menschwork retreats, subject to policies and standards required by the Board. The Committee shall be chaired by at least two cochairmen, appointed by a majority vote of the Directors. Participation in the Committee shall be open to any man who has attended at least one Menschwork retreat. This Committee shall be formed approximately one year before the retreat for which it is responsible, and shall remain in operation until the conclusion of post-retreat collecting and analyzing participant feedback and offering recommendations to the succeeding year's Planning Committee.

Section 2. Audit Committee. The Audit Committee is an ad hoc committee that shall be constituted and meet as deemed appropriate by the Chairperson. The members of the Audit Committee shall be appointed by the Chairperson, subject to the approval of the Board. The Audit Committee will review or retain the independent auditor and upon completion of the audit review the results of the audit and any related management letter with the independent auditor.

Section 3. Other Committees of the Corporation. The Board may create other committees of the Corporation. Other committees created by the Board shall be appointed by the Chairperson with the consent of the Board.

## ARTICLE VI <br> OFFICERS, EMPLOYEES AND AGENTS

Section 1. Election. At the annual meeting of the Board, or at any adjournment thereof,
the Board shall elect or appoint a Chairperson, a Vice-Chairperson, a Secretary and a Treasurer, from among the Directors. No employee of the Corporation may be the Chairperson. The same person may not be elected to more than one office. The term of office for an officer is January 1 through December 31 of the year following the officer's election. A vacancy in any office may be filled by the Directors at any meeting for the remainder of the then-current term. All Officers will hold office until their respective successors will have been elected and qualified, provided that, in any event, all Officers will hold office at the pleasure of the Board. The Officers will not receive salaries or other compensation. Officers shall not be subject to term limits, except to the extent a Director is subject to term limits as set forth in Article III. Any Officer position may be shared by two Directors as co-appointees to that position with the recommendation of the Nominations and Governance Committee and at the discretion and election of the Board.

Section 2. Employees and Other Agents. The Board may from time to time appoint such employees and other agents as it shall deem necessary, each of whom shall hold office at the pleasure of the Board, and shall have such authority and perform such duties and shall receive such reasonable compensation, if any, as a majority of the Board may from time to time determine. To the fullest extent allowed by law, the Board may delegate to any employee or agent any powers possessed by the Board and may prescribe their respective title, terms of office, authorities and duties.

Section 3. Resignation and Removal. Any Officer may resign at any time by delivering a written notice of resignation to the Chairperson or the Secretary. The acceptance of any such resignation, unless required by the terms thereof, will not be necessary to make the same effective. Any Officer may be removed at any time for or without cause by a vote of two-thirds of the Directors.

Section 4. Chairperson. The Corporation's President shall have the title of Chairperson. The Chairperson will preside at all meetings of the Board and Steering Committee and will have general supervision over the affairs and property of the Corporation and its several Officers, subject, however, to the control of the Board. Except as otherwise hereinafter provided by these Bylaws, or by resolution duly adopted at any meeting of the Board, the Chairperson will have the power to sign for the Corporation all deeds and other agreements and formal instruments and to perform such acts as usually pertain to the office of Chairperson. In the case where there exist two co-appointees to the role of Chairperson and should these co-Chairpersons not reach an agreement on any point of decision in this role, then the Vice-Chairperson shall serve as tiebreaker. In the absence or disability of the Chairperson, the Vice-Chairperson (or, if there be more than one, the Vice-Chairpersons, in the order of their election) will have the powers and perform the duties of the Chairperson. In the event of the absence or disability of the Chairperson and the Vice-Chairperson (or, if there be more than one, each Vice-Chairperson), a Director may be appointed by the Directors to discharge the Chairperson's functions in whole or in part, as the Directors may specify.

Section 5. Vice-Chairperson. The Vice-Chairperson will assist the Chairperson in the supervision of the business of the Corporation and its several Officers and will have such other powers and duties as the Board may prescribe.

Section 6. Secretary. The Secretary will cause true minutes to be taken and kept of all meetings of the Board and of committees of the Corporation, will have custody of the corporate seal, if any, and will have the authority, as applicable, to affix the same to any instrument requiring it, and when so affixed, to attest it. The Secretary will also (i) cause notice to be delivered to Directors of their election and of any meetings, as required by these Bylaws; (ii)
cause preparation and presentation of the business to be acted upon at meetings of the Board and of committees, under the general direction of the Chairperson; (iii) receive the annual disclosure statements required by Article XIV (Conflict of Interest); and (iv) perform in general all the duties incident to the office of Secretary and such other duties as the Board may prescribe. In the absence or disability of the Secretary, the Directors may appoint an Assistant Secretary to perform the duties of the Secretary, in whole or in part as the Board may specify.

Section 7. Treasurer. The Treasurer will perform in general all the duties incident to the office of Treasurer. The Treasurer will also (i) have oversight of the custody of the funds and securities of the Corporation; (ii) be in charge of the disbursement of its money and cause full and accurate accounts of receipts and disbursements to be kept in books belonging to the Corporation; (iii) cause such books of account and records to be exhibited at the office of the Corporation to any of the Directors at any time upon request and render a detailed statement to the Directors as often as they may require it; (iv) cause the funds of the Corporation to be deposited in such banks or trust companies as the Board may designate from time to time; and (v) cause any securities of the Corporation to be deposited with such banks or trust companies or in such vault or vaults as the Board may designate from time to time. The Treasurer will perform such other duties as the Board may prescribe from time to time. In the absence or disability of the Treasurer, the Directors may appoint an Assistant Treasurer to perform the duties of the Treasurer in whole or in part as the Directors may specify.

## ARTICLE VII FISCAL YEAR

The Corporation's fiscal year shall run from January 1 through December 31 of the calendar year.

ARTICLE VIII<br>INVESTMENTS

Section 1. Investments and Proxies. The Board will have the power to make investments of the funds of the Corporation and to change the same and may sell, from time to time, any part of the securities of the Corporation or any rights or privileges that may accrue thereon. Any Officer of the Corporation, or such other person or persons as the Board may designate, may execute and deliver on behalf of the Corporation proxies for stock owned by the Corporation appointing persons to represent and vote such stock at any meeting of stockholders, with full power of substitution, or rescinding such appointments.

Section 2. Transfer and Assignment. The Board may authorize any Officer, Director or other person or persons to execute such form of transfer or assignment as may be customary or necessary to constitute a transfer of stocks, bonds or other securities in the name of or belonging to the Corporation. A corporation or person transferring any such stocks, bonds or other securities pursuant to a form of transfer or assignment so executed will be fully protected and will not have any duty to inquire whether or not the Board has taken action in respect thereof.

Section 3. Delegation of Investment Management. Except as otherwise provided by the applicable gift instrument, the Board may: (1) delegate to its committees, Officers or employees of the Corporation, or agents, including investment counsel, the authority to act in its place in investment and reinvestment of institutional funds, (2) contract with independent investment advisors, investment counsel or managers, banks, or trust companies, so to act, and (3) authorize the payment of compensation for investment advisory or management services, advisors, investment counsel or managers, banks or trust companies, so to act. Each contract pursuant to which authority is so delegated will provide that it may be terminated by the Board at any time,
without penalty, upon not more than sixty (60) days' notice. In the selection of persons to whom authority is delegated or with whom the contracts described above are made, the Board will act in good faith and with the degree of diligence, care and skill that ordinary prudent persons would exercise under similar circumstances in like positions. The Board will be relieved of all liability for the investment and reinvestment of institutional funds by, and for the other acts or omissions of, persons to whom authority is so delegated or with whom contracts are so made.

Section 4. Real Property Transactions. Any purchase, sale, mortgage or lease by the Corporation of its real property must be authorized by a vote of two-thirds $(2 / 3)$ of the entire Board.

## ARTICLE IX BOARD OF ADVISORS

Section 1. Powers. The Board may appoint from time to time any number of persons as advisors of the Corporation to act either singly or as a committee or committees. Each advisor shall hold office during the pleasure of the Board and shall have only the authority or obligations as the Board may from time to time determine.

Section 2. No Compensation. No advisor to the Corporation shall receive, directly or indirectly, any salary or compensation for any service rendered to the Corporation, except that the Board may authorize reimbursement of expenditures reasonably incurred on behalf of activities for the benefit of the Corporation.

## ARTICLE X CONTRACTS, CHECKS AND OTHER INSTRUMENTS

The Board may authorize any Officer or Officers, in the name of or on behalf of the Corporation, to enter into any contract or to execute and to deliver any instrument, or to sign checks, drafts, endorsements, notes or other evidences of indebtedness of the Corporation. Such
authority may be general or confined to specific instances, but unless so authorized by the Board or by these By-laws, no Officer will have the power or authority to bind the Corporation by any contract or engagement or to render it pecuniarily liable for any purpose or for any amount. The withdrawal of such funds or securities will be made only on the signature or signatures of such one (1) or more of the Directors, Officers or employees of the Corporation as the Board may designate from time to time for such purpose. If only one signatory is in effect when a withdrawal is made, the Treasurer and Chairperson must also be notified.

## ARTICLE XI <br> LOANS

No loan will be contracted on behalf of the Corporation and no negotiable paper will be issued on its behalf unless authorized by the vote of the Board. When so authorized by the Board, any Officer of the Corporation may effect loans and advances at any time for the Corporation from any bank, trust company or other similar institution, or from any firm, corporation or individual. Such authority may be general or confined to specific instances. No loans, other than through the purchase of bonds, debentures or similar obligations of the type customarily sold in public offerings, or through the ordinary deposit of funds in a bank, will be made by the Corporation to its Directors or Officers, or to any other corporation, firm, association or other entity in which one or more of its Directors or Officers are Directors or Officers or hold a substantial interest, except a loan to another Type B corporation, as defined in the New York Not-for-Profit Corporation Law.

## ARTICLE XII

INDEMNIFICATION AND INSURANCE
Section 1. Indemnification. The Corporation may, to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any
action or proceeding by reason of the fact that he or she, or his or her testator, was a Director, Officer, employee or agent of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees. No indemnification may be made to or on behalf of any such person if (a) his or her acts were committed in bad faith or were the result of his or her active and deliberate dishonesty and were material to such action or proceeding or (b) he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled.

Section 2. Insurance. The Corporation shall have the power to purchase and maintain insurance to indemnify the Corporation for any obligation which it incurs as a result of its indemnification of Directors, Officers and employees pursuant to Section 1 above, or to indemnify such persons in instances in which they may be indemnified pursuant to Section 1 of this Article XII above.

## ARTICLE XIII WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the laws of the State of Pennsylvania or under the provisions of the Certificate of Incorporation or these Bylaws, (i) a waiver thereof, in writing, signed by the person or persons entitled to said notice, whether before or after the time stated therein, or (ii) attendance of the meeting by such person or persons without protesting on the record, prior to the meeting or at its commencement, will be deemed equivalent to the required notice.

## ARTICLE XIV <br> CONFLICT OF INTEREST POLICY

Section 1. Purpose. The purpose of the conflict of interest policy is to protect this taxexempt organization's interest when it is contemplating entering into a transaction or
arrangement that might benefit the private interest of an Officer or Director of the Company or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

## Section 2. Definitions.

(a) Interested Person. Any Director, Officer, or member of a committee with Board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
(b) Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
(i) An ownership or investment interest in any entity with which the

Company has a transaction or arrangement;
(ii) A compensation arrangement with the Company or with any entity or individual with which the Company has a transaction or arrangement; or (iii) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Company is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article XIV, Section 2, subsection b, a person who has a financial interest may have a conflict of interest only if the Board or the appropriate committee decides that a conflict of interest exists.

Section 3. Conflict of Interest Policy. A Director, Officer, Committee member, Advisor, or employee, and such persons' immediate family members, shall not have a financial interest in the business affairs of the Corporation, either individually or as part of a business or professional firm, unless this relationship/interest is fully disclosed and approved by the Board of Directors of the Corporation.

## Section 4. Procedures.

(a) Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Directors and members of committees with Board delegated powers considering the proposed transaction or arrangement.
(b) Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.
(c) Procedures for Addressing the Conflict of Interest. An interested person may make a presentation at the Board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
(i) The chairperson of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
(ii) After exercising due diligence, the Board or committee shall determine whether the Company can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
(iii) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the

Board or committee shall determine by a majority vote of the disinterested Directors or committee members whether the transaction or arrangement is in the Company's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.
(d) Violations of the Conflicts of Interest Policy. If the Board or committee has reasonable cause to believe a Director or committee member has failed to disclose actual or possible conflicts of interest, it shall inform the Director or committee member of the basis for such belief and afford the Director or committee member an opportunity to explain the alleged failure to disclose.
(i) If, after hearing the Director or committee member's response and after making further investigation as warranted by the circumstances, the Board or committee determines the Director or committee member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 5. Records of Proceedings. The minutes of the Board and all committees with Board delegated powers shall contain: The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board or committee's decision as to whether a conflict of interest in fact existed; and the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the
proceedings.

## Section 6. Compensation.

(a) A Director who receives compensation, directly or indirectly, from the Company for services, is precluded from voting on matters pertaining to that Director's compensation.
(b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Company for services, is precluded from voting on matters pertaining to that member's compensation.
(c) No Director or any voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Company, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 7. Annual Statements. Each Director, principal Officer, member of a committee with Board delegated powers, employee, or Advisor shall annually sign a statement which affirms such person:
(a) Has received a copy of the conflicts of interest policy;
(b) Has read and understands the policy;
(c) Has agreed to comply with the policy; and
(d) Understands the Company is charitable, and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its taxexempt purposes.

Section 8. Periodic Reviews. To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
(a) Whether compensation arrangements and benefits are: (i) reasonable; (ii) based on competent survey information; and (iii) the result of arm's length bargaining.
(b) Whether partnerships, joint ventures, and arrangements with management organizations (i) conform to the Company's written policies; (ii) are properly recorded; (iii) reflect reasonable investment or payments for goods and services; (iv) further charitable purposes; and (v) do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 9. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 8 of this Article XIV, the Company may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

## ARTICLE XV <br> AMENDMENTS

These Bylaws may be amended or repealed at any meeting of the Board by a majority vote of the Board present at any meeting of the Board, provided that notice of the proposed amendment or repeal is given to each Director of the Corporation at least five (5) days in advance of the date set for the meeting. Any Director not present at this meeting may vote by proxy.

## CERTIFICATION

These Amended and Restated By laws were approved at a meeting of the Board of Directors by a vote of eleven in favor, zero against on December 4, 2023.

Michael Landau
Secretary

Date

## History of Revisions

| Date | Change |
| :--- | :--- |
| March 14, 2019 | Article V, Section 1: Changed name of Executive Committee to <br> Steering Committee Governance Committee to Governance and <br> Nominations Committee. |
| March 14, 2019 | Article VI, Section 1: Clarified the start and end dates of term of <br> office for Officers and the extent to which term limits apply to <br> officers. |
| March 14, 2019 | Article VI, Section 4: Clarified that the title Chairperson is <br> equivalent to the organization's President. |
| March 14, 2019 | Article VII: Clarified the organization's fiscal year. |
| March 14, 2019 | Article XIV, Section 3: Inserted new section titled "Conflict of <br> Interest Policy" and renumbered former Sections 3- as Sections 4-9. |
| March 14, 2019 | Made miscellaneous technical changes. |
| March 14, 2019 | All changes were effective immediately. |
| November 14, 2019 | Article III, Section 3 and Article III, Section 4 were amended to <br> change the term of a Director from three years to two years, to <br> change the consecutive term limit from two terms to three terms, and <br> to clarify the date a Director's term expires. Changes effective <br> December 1, 2019. |
| November 17, 2021 | Article III, Section 3 was amended to add a sentence allowing, <br> upon a majority vote of the current Directors, that the terms of <br> board members and officers may be extended for up to six <br> months. |
| December 15, 2021 | Article III, Section 6 was amended to remove the requirement <br> that a Wisdom Council nominee "must have attended at least two <br> Menschwork Jewish Men's Retreats and served as an active <br> participant on at least one annual Planning Committee." The <br> provision was replaced by a requirement that the nominee "have <br> demonstrated active involvement in one or more programs <br> offered by Menschwork and support of the organization's <br> Mission Statement and Core Values." |
| December 4, 2023 | Article VI, Section 1 was amended to add a sentence stating that <br> officer positions can be shared by 2 directors as co-appointees. |


| December 4, 2023 | Article VI, Section 4 was amended to add a sentence directing <br> that in the case where there are two co-chairpersons and they <br> cannot agree on a particular executive decision then the cir-chair <br> should act as tiebreaker. |
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