

1 **CONSTITUTION AND BY-LAWS**
2 **-OF-**
3 **AMERICAN ZIONIST MOVEMENT, INC.**
4

5 As approved at the Assembly of the AZM in Miami on
6 January 31, 1993, in Boca Raton on December 20, 1995, in Washington D.C.
7 on June 14, 1998, in New York City on February 5, 2003, in Washington, DC
8 on September 14, 2003 by the AZM National Board, at in Newark, New Jersey
9 on October 22, 2007
10

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12 **ARTICLE I**
13 **NAME**
14

15 Section 1: The name of this corporation is AMERICAN ZIONIST MOVEMENT, and
16 throughout this Constitution shall be referred to as the "AMERICAN ZIONIST
17 MOVEMENT" (AZM).
18

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20 **ARTICLE II**
21 **OFFICES**
22

23 Section 1: The principal office of the AMERICAN ZIONIST MOVEMENT shall be
24 located in the City of New York. The AMERICAN ZIONIST MOVEMENT may have
25 other offices, either within or without the State of New York, as the National Board
26 may from time to time determine.
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29 **ARTICLE III**
30 **DEFINITIONS**
31

32 Section 1: As used herein, the following terms shall have their respective
33 meanings as set forth below:

34 A. Component Entities are:

- 35 1. a) "Zionist Membership Organization(s)": Those national
36 Zionist membership organizations whose individual members
37 accept the Jerusalem Program of the WZO and the Constitution
38 of the AMERICAN ZIONIST MOVEMENT and are duly admitted
39 as members of the AMERICAN ZIONIST MOVEMENT.
40 b) Other American Zionist Organizations which may not meet

1 the requirements set forth in Article V, but which have
2 participated officially in a World Zionist Congress with at least
3 one elected delegate and are duly admitted as members of the
4 AZM.

- 5
- 6 2. "Affiliated Organizations": Jewish organizations, operating
7 nation-wide, which accept the Jerusalem Program of the WZO
8 and the Constitution of the AMERICAN ZIONIST MOVEMENT
9 and are duly admitted as members of the AMERICAN ZIONIST
10 MOVEMENT.
- 11 3. Zionist Youth and Hagshama Organizations operating
12 nationwide, which accept the Jerusalem Program of the WZO
13 and the Constitution of the AMERICAN ZIONIST MOVEMENT
14 and are duly admitted as members of the AMERICAN
15 ZIONIST MOVEMENT.
- 16 4. "Local AMERICAN ZIONIST MOVEMENTs": Units in local
17 communities in the United States, which accept the Zionist
18 Program and the Constitution of the AMERICAN ZIONIST
19 MOVEMENT.

20

21 B. Individual Members are:

- 22 1. Individual members of Zionist Membership Organizations,
23 which such Zionist Membership Organizations are in good
24 standing (Article VI, Sec.3)
- 25 2. Any individual who enrolls directly in the AMERICAN ZIONIST
26 MOVEMENT in accordance with the rules and regulations
27 thereof.
- 28
- 29

30 **ARTICLE IV**
31 **OBJECTIVES, PRINCIPLES AND PURPOSES**
32 **OF THE AMERICAN ZIONIST MOVEMENT**

33

34 Section 1: The purposes of the AMERICAN ZIONIST MOVEMENT are:

- 35 A. To motivate American Jews to accept the Zionist principles that the
36 Jews the world over are one people, united by a common history,
37 heritage, and destiny, with Israel as the center of Jewish life
38 everywhere;
- 39 B. To foster Zionist and Jewish ideals among Jews in the United States
40 and engage in activities on behalf of the Zionist Movement in the

1 United States;

- 2 C. To interpret the history, social and cultural life, achievements and
3 problems of American Jewry and Zionism to Jewish communities
4 throughout the world;
- 5 D. To collect and disseminate such information as may help safeguard
6 the Jewish Homeland and protect Jewish rights everywhere;
- 7 E. To consider Aliyah as the highest expression of Zionist commitment
8 and to work with agencies which assist Jews to settle in Israel;
- 9 F. To encourage the development of institutions and data for education
10 in Zionism, Judaism, Hebrew and the culture of the Jewish people;
- 11 G. To promote research, study, and discussions of Zionist ideas and
12 aims;
- 13 H. To foster and support programs which will involve American Jewish
14 youth in Zionist activities, and to encourage their participation in the
15 work of the AMERICAN ZIONIST MOVEMENT, nationally and locally;
- 16 I. To further the efforts of the United Jewish Communities, the United
17 Israel Appeal, the Jewish National Fund, Jewish welfare funds and
18 federations, and other fund raising agencies supporting Jewish
19 Zionist education and youth programs and advancing Jewish welfare.

20
21 Section 2: Subject to the limitations of Article VI, Section 6, the AMERICAN
22 ZIONIST MOVEMENT speaks and acts for the unified Zionist movement in the
23 United States.

24
25 Section 3: The AMERICAN ZIONIST MOVEMENT is affiliated with the World
26 Zionist Organization.

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29 **ARTICLE V**
30 **MEMBERS**

31
32 Section 1: The membership of, and eligibility for membership in, the AMERICAN
33 ZIONIST MOVEMENT shall consist of and be in accordance with the categories as
34 defined in Article 3, Section 1.

35
36 Section 2: An application for admission as a Component Entity of the
37 AMERICAN ZIONIST MOVEMENT shall be subject to recommendation by the
38 Cabinet and approval by the National Board of the AMERICAN ZIONIST
39 MOVEMENT. An applicant for Component Entity status, as a Zionist Membership
40 Organization or Affiliated Organization, or Zionist Youth or Hagshama

1 Organization shall be and remain nationwide in scope and democratic in
2 structure, agree to accept and be bound by the Constitution and By-Laws of the
3 AMERICAN ZIONIST MOVEMENT and all rules and regulations duly adopted in
4 accordance therewith, and to adhere to peaceable, democratic means for the
5 achievement of its goals, and shall not at the time of its application or thereafter be
6 engaged in activities inconsistent with this Constitution and By-Laws.

7
8 Section 3: Zionist Membership Organizations shall require their local bodies to
9 join and support the Local AMERICAN ZIONIST MOVEMENT in their respective
10 areas or regions.

11
12 Section 4: The aggregate of voting representatives from Affiliated Organizations on
13 governing bodies of the AMERICAN ZIONIST MOVEMENT and on Local AMERICAN
14 ZIONIST MOVEMENTs, wherever such representation may be provided for
15 hereunder or pursuant hereto, shall not exceed one third (1/3) of all voting
16 members of such respective bodies.

17
18 **ARTICLE VI**
19 **RIGHTS AND DUTIES OF MEMBERS**
20

21 Section 1: All members of the AMERICAN ZIONIST MOVEMENT shall have the
22 same rights, privileges and duties, regardless of category of membership, except as
23 is otherwise specifically provided in this Article or elsewhere in this Constitution.

24
25 Section 2: The National Board of the AMERICAN ZIONIST MOVEMENT shall have
26 the right from time to time, to establish the amount of annual dues to be paid by
27 each member. The amount of dues to be paid by a member of the AMERICAN
28 ZIONIST MOVEMENT may vary as to members within the same category of
29 membership as well as to the category of membership. Dues shall be billed and
30 payable quarterly at the beginning of each quarter. A 5% penalty shall be added
31 to dues past due beyond 90 days. This penalty shall be imposed each quarter
32 for each quarter's dues that are late in payment. All penalties once imposed
33 shall be considered part of the dues obligation of an organization and must be
34 paid in full for an organization to be deemed "in good standing." Members
35 failing to pay dues plus penalties for four consecutive quarters shall be deemed
36 suspended.

37
38 Suspension from a Local AMERICAN ZIONIST MOVEMENT shall be by decision of
39 the governing body of each Local AMERICAN ZIONIST MOVEMENT.
40

1 Section 3: Upon suspension or withdrawal from membership by a Component
2 Entity or Individual Member, such member shall thereby cease to be entitled to
3 any and all rights, interests and privileges of membership in the AMERICAN
4 ZIONIST MOVEMENT and the World Zionist Organization.

5
6 Section 4: Any member, who withdraws from the AMERICAN ZIONIST
7 MOVEMENT or is suspended, may be restored to full membership or reinstated
8 upon such terms and conditions as may be fixed by the National Board.

9
10 Section 5: No member of the AMERICAN ZIONIST MOVEMENT shall have any
11 right or interest in or to the property or assets of the AMERICAN ZIONIST
12 MOVEMENT. All property and assets of the AMERICAN ZIONIST MOVEMENT
13 shall be subject to the control, supervision and expenditure by the National Board.

14 Should the AMERICAN ZIONIST MOVEMENT be liquidated, dissolved or otherwise
15 cease its activities, the property and assets of the AMERICAN ZIONIST
16 MOVEMENT shall be distributed, in accordance with the direction of a majority of
17 the then qualified and acting members of the National Board present at any
18 meeting duly called for such purposes and without other affirmative action by the
19 members, solely to religious, charitable or educational organizations which would
20 then qualify under the provisions of Section 501 (C) (3) of the Internal Revenue
21 Code of 1954 as they then existed or as they may hereafter be amended, subject to
22 the approval of the Supreme Court of the State of New York.

23
24 Section 6: The organizational integrity, independence, and freedom of action and
25 opinion of any organization shall not be altered or diminished by virtue of its being
26 a Component Entity of the AMERICAN ZIONIST MOVEMENT.

27
28
29 **ARTICLE VII**
30 **REGULAR AND SPECIAL NATIONAL ASSEMBLY**

31
32 Section 1: Subject to the provisions of Article X, the National Assembly shall be
33 the highest governing body of the AMERICAN ZIONIST MOVEMENT. The number
34 of delegates to the National Assembly and the composition thereof shall be in
35 accordance with Article VIII hereof.

36
37 Section 2: A Regular National Assembly of delegates shall be held biennially for
38 the purposes set forth in Section 6 below. The Assembly shall be held at such
39 time and place, either within or without the State of New York, as the National
40 Board shall specify.

1
2 Section 3: A preliminary notice of any Regular or Special National Assembly shall
3 be given to all Component Entities not less than sixty (60) days prior to the first
4 day of each Assembly; a final notice shall be given not less than ten (10) nor more
5 than fifty (50) days prior to the first day of each such Assembly. Notices of special
6 National Assemblies shall state the purposes thereof. All notices shall be deemed
7 sufficiently given if in writing and deposited in the U.S. mail, postage prepaid,
8 addressed to the Component Entities at their respective addresses appearing on
9 the records of the AMERICAN ZIONIST MOVEMENT.

10
11 Section 4: At every National Assembly, whether Regular or Special, each delegate
12 shall be entitled to one vote which shall be cast personally. In the event of death,
13 incapacity, inability to attend the Assembly, or any other reason preventing any
14 delegate from attending, the alternate of such delegate shall be entitled to vote in
15 the name, place and stead of such delegate, but not otherwise.

16
17 Section 5: Except as otherwise required by law or by this Constitution, one-third
18 of all delegates, duly accredited and registered in such manner as the National
19 Board shall from time to time determine, shall constitute a quorum for the
20 transaction of any and all business; but in any event shall not be less than the
21 number of delegates entitled to cast 100 votes or one-tenth of the total number of
22 votes entitled to be cast, whichever is lesser. If at any Assembly, whether regular
23 or Special, there shall be less than a quorum, a majority of the delegates present
24 may adjourn the Assembly from time to time and the Assembly may be held as
25 adjourned without further notice. Except as otherwise provided by law, at any
26 Assembly of delegates at which a quorum is present, the affirmative vote of a
27 majority of the delegates present and voting shall be necessary and sufficient for
28 the transaction of all business. Blank votes or abstentions shall not be counted in
29 the number of votes cast.

30
31 Section 6: Regular Assemblies shall be held for the purpose of electing the
32 National Board, Officers, and members of the Tribunal; adopting programs and
33 policies (including budget recommendations) of the AMERICAN ZIONIST
34 MOVEMENT; removal from office of any director with or without cause; hearing
35 and acting upon the reports and recommendations of the National Board, and for
36 the transaction of such other business as shall properly come before the
37 Assembly.

38
39 Section 7: All delegates who, when so assembled at any Assembly, whether
40 Regular or Special, shall have and may exercise all the powers, rights and

1 privileges of members at an annual meeting. When so exercising the powers,
2 rights and privileges of members, such delegates shall be subject in all respects to
3 the provisions of law governing members.

4
5
6 **ARTICLE VIII**
7 **DELEGATES TO NATIONAL ASSEMBLY**
8

9 Section 1: The National Assembly shall be composed of delegates from Component
10 Entities, Individual Members and other Zionist Organizations as described in this
11 article, or as determined by the National Board as set forth below.
12

13 Section 2: Each Zionist Membership Organization shall be entitled to that number
14 of delegates as equals three times the number of their delegates to the AZM
15 National Board.
16

17 Section 3: At least one-fifth of all delegates of each Zionist Membership
18 Organization shall reside outside the Greater New York Metropolitan Area.
19

20 Section 4:

- 21 (A) Each Zionist Youth or Hagshama Organization shall be entitled to 5
22 delegates to the Assembly.
23 (B) The Zionist Student Movement shall be entitled to that number of
24 delegates as designated by the National Board but in no event less
25 than twenty-four (24) delegates.
26

27 Section 5: The number of delegates of Affiliated Organizations shall be as
28 determined by the National Board.
29

30 Section 6: The Board shall determine the number of delegates to represent
31 Members Directly Affiliated with the AMERICAN ZIONIST MOVEMENT.
32

33 Section 7:

- 34 (A) The number of delegates of each Local AMERICAN ZIONIST
35 MOVEMENT shall be as determined by the National Board.
36 (B) The National Board, at its discretion, may determine that local Zionist
37 organizations, in communities which do not have Local AMERICAN
38 ZIONIST MOVEMENTs, shall be entitled to delegates in such numbers
39 as the National Board determines.
40 (C) Unless otherwise determined by the National Board the total number

1 of delegates provided for in Sections 4, and 5, shall not exceed the
2 number fixed in the aggregate for Zionist Membership Organizations,
3 which participate in the Zionist Congress.

- 4 (D) The National Board may designate and invite representatives of
5 Jewish communal organizations to be present at any Regular or
6 Special National Assembly, but such representatives shall not have
7 the right to vote upon any matter.
8

9 Section 8: Each officer of the AMERICAN ZIONIST MOVEMENT shall be a delegate
10 by virtue of holding office, but there shall be no resulting reduction in the number
11 of delegates allocated to any Component Entity with which such officer may be
12 affiliated.
13

14 Section 9: There may be an alternate delegate for each delegate, except that there
15 shall be no alternates for the delegates provided for in Section 7(A), 7(B) and 8
16 above.
17

18
19 **ARTICLE IX**
20 **ANNUAL MEETING OF MEMBERS**
21

22 Section 1: An annual meeting of the members of the AMERICAN ZIONIST
23 MOVEMENT for the purpose of electing the National Board, wherever required by
24 law, shall be held at such time and place as the National Board may from time to
25 time determine and specify in a written notice given to the Components Entities.
26 Such notice shall be given in the same manner as notice for a National Assembly.
27 In years in which a National Assembly shall be held, such National Assembly shall
28 constitute the annual meeting. At annual meetings, other than at National
29 Assemblies, members may attend and vote in person or by proxy.
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35 **ARTICLE X**
36 **NATIONAL BOARD**
37

38 Section 1: The business and affairs of the AMERICAN ZIONIST MOVEMENT shall
39 be managed and directed by its National Board, consisting of not less than three
40 (3) nor more than three hundred (300) persons, and until changed at any Regular

1 or Special National Assembly, the National Board shall consist of the following
2 (subject, however, to the Proviso set forth below):

- 3 (A) All of the officers of the AMERICAN ZIONIST MOVEMENT;
- 4 (B) President of each Component Entity; or the President's designee;
- 5 (C) The number of representatives of Zionist Membership organizations
6 shall be in accordance with its membership tier as recommended by
7 the Membership Committee and approved by the National Board.
8 PROVIDED HOWEVER, that upon withdrawal or suspension of a
9 Component Entity, those individuals chosen as its designees upon
10 the National Board shall thereupon cease to be members of the
11 National Board and the size of the National Board shall be deemed
12 changed accordingly, subject nevertheless to the powers of restoration
13 or reinstatement as provided for in Article VI, Section 4.
- 14 (D) Chairs of ad hoc committees;
- 15 (E) No fewer than 5 representatives from Local AMERICAN ZIONIST
16 MOVEMENTS;
- 17 (F) All members of WZO Executive, residing in the U.S.;
- 18 (G) Immediate Past President;
- 19 (H) Each Zionist Youth or Hagshama Organization shall be entitled to one
20 representative on the National Board;
- 21 (I) The Zionist Student Movement shall be entitled to five delegates on
22 the National Board.
- 23 [J] The President shall be authorized to designate up to three delegates
24 at-large on the National Board.

25
26 Section 2: All Past Presidents of the AZF, past Chairpersons of the
27 WZO American-Section, and Past Presidents of the AMERICAN ZIONIST
28 MOVEMENT shall be designated Honorary Life Presidents and shall be members of
29 the National Board without a vote.

30
31 Section 3: Except as herein provided, each National Board Member (NBM) shall
32 serve for a period of two (2) consecutive years and until a successor shall be duly
33 designated and qualified at the next meeting of the National Board or Regular
34 Annual Assembly. No NBM shall receive compensation for service on the National
35 Board or on any committee.

36
37 Section 4: Any NBM may resign at any time. Such resignation shall be made in
38 writing, and shall take effect at the time specified therein, and if no time be
39 specified, at the time of its receipt by the President or Secretary. The acceptance of
40 a resignation shall not be necessary to make it effective.

1
2 Section 5: If the office of any NBM designated by any Component Entity becomes
3 vacant, it shall designate any qualified person to fill such vacancy who shall hold
4 office as National Board member for the unexpired term and until a successor
5 shall be duly designated and qualified. Any other vacancy on the National Board
6 shall be filled by the Board.

7
8 **ARTICLE XI**
9 **MEETINGS OF THE NATIONAL BOARD**

10
11 Section 1: A regular meeting of the National Board shall be held at least three
12 times in every calendar year at such time and place as shall be specified by the
13 Cabinet. Special meetings of the National Board shall be held at any time when 20
14 members thereof shall so request in writing, or as may be authorized by the
15 Cabinet. All special meetings of the Board shall be subject to at least fifteen (15)
16 days written notice given to each NBM. Any director may waive any notice
17 required to be given to him by law or under this Constitution, and may waive
18 notice of any meeting by written waiver either before, at, or after the event for
19 which notice is required.

20
21 Section 2: Except as otherwise provided by law or this Constitution, one-third of
22 the entire National Board shall constitute a quorum for the transaction of any
23 business at any meeting thereof. Except as otherwise provided by law or by this
24 Constitution, the affirmative vote of a majority of those present and voting at any
25 meeting of the National Board, a quorum being present, shall be necessary and
26 sufficient for the transaction of all business. Blank votes or abstentions shall not
27 be counted in the number of votes cast. Participation via telephone or
28 videoconference shall be counted for the purpose of a quorum.

29
30 Section 3: If less than a quorum of the National Board is present at any meeting,
31 the majority of those present may adjourn the meeting from time to time and the
32 meeting may be held as adjourned without further notice.

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36 **ARTICLE XII**
37 **ANNUAL REPORT OF THE BOARD**

38
39 Section 1: The Board shall present at every annual meeting of members and at
40 every Regular National Assembly, a report, verified by the President and Treasurer

1 or by a majority of the National Board, showing in appropriate detail the following:

- 2 (A) The assets and liabilities, including the trust funds, of the AMERICAN
3 ZIONIST MOVEMENT and principal changes therein as of the end of
4 the fiscal year immediately preceding the annual meeting, ending at
5 least four months prior to said meeting.
- 6 (B) The revenue or receipts of the AMERICAN ZIONIST MOVEMENT, both
7 unrestricted and restricted to particular purposes; for the year
8 immediately preceding the date of the report.
- 9 (C) The expenses or disbursements of the AMERICAN ZIONIST
10 MOVEMENT for both general and restricted purposes during the year
11 immediately preceding the date of the report.
- 12 (D) The number of members of the AMERICAN ZIONIST MOVEMENT as
13 of the date of the report, together with a statement of increase of
14 decrease in such number during the year immediately preceding the
15 date of the report, and a statement of the place where the names and
16 places of residence of the current members may be found.

17
18 Section 2: The annual report of the National Board shall be filed with the records
19 of the AMERICAN ZIONIST MOVEMENT and an abstract thereof entered in the
20 minutes of the proceeding of the annual meeting of members or Regular National
21 Assembly of delegates.

22
23
24 **ARTICLE XIII**
25 **CABINET AND COMMITTEES**

26
27 Section 1: The Cabinet shall consist of all the officers of the AMERICAN ZIONIST
28 MOVEMENT and chairs of its committees and shall meet at least bi-monthly.

29
30 Section 2: The Cabinet shall have ~~all~~ the authority to implement the decisions of
31 the Board. The Cabinet shall also have the authority to:

- 32
- 33 (A) Submit to members any action requiring members' approval;
- 34 (B) Fill vacancies on the National Board between Assemblies;
- 35 (C) Employ the national Executive Director

36
37
38 Committees shall have such authority as the Board may grant it.

39
40 Section 3: The Board may create such Special Committees, as it may deem

1 desirable from time to time and to designate the members thereof. Should the
2 Board fail to designate the members of such Committees, the President may make
3 such designation and such Committee shall there upon have full power to act in
4 accordance with the terms of the resolutions creating the same. Special
5 Committees shall have only the powers specifically delegated to them by the Board
6 and in no event shall they have powers which are not authorized for standing
7 committees, as set forth in Section 2 of this Article.

8
9 Section 4: The President may establish such committees, as the President may,
10 from time to time, deem appropriate. The President, with the approval of a majority
11 of the officers, shall designate the chairpersons of committees.

12
13 Section 5: One-half of the members of the Cabinet shall constitute a quorum for
14 the transaction of business, provided that such one-half include representatives
15 from at least three of the Zionist Membership Organizations. Except as may be
16 otherwise provided by law or this Constitution, the affirmative vote of a majority of
17 those present and voting a quorum being present, shall be necessary and
18 sufficient for action.

19
20 Section 6: There shall be a Nominations Committee whose composition and
21 functions shall be as follows:

- 22 (A) Not later than four months prior to the Assembly, the President shall
23 designate the chairperson and no less than seven and no more than
24 eleven members of the Nominations Committee subject to approval by
25 the Board.
- 26 (B) The function of such Committee shall include recommendations for
27 nominations for the officers and the Tribunal members.
- 28 (C) Voting in the Nominations Committee shall be by individual vote and
29 decisions made by two-thirds (2/3) majority of those present and
30 voting.

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34 **ARTICLE XIV**
35 **OFFICERS**
36

37 Section 1: The officers of the AMERICAN ZIONIST MOVEMENT shall be elected by
38 the delegates at any Regular National Assembly. The term of office shall be from
39 one Biennial Assembly to the next Biennial Assembly. No officer may serve in the
40 same elected office for more than two (2) consecutive terms. The officers shall

1 consist of the following:

- 2 President
- 3 Chair of the National Board
- 4 Not more than three (3) Vice Presidents
- 5 Secretary
- 6 Treasurer

7
8 Section 2: A majority of the delegates present and voting shall be required to elect
9 the national officers. In the event that no candidate wins a majority, there shall be
10 a run-off election between the two (2) candidates receiving the highest number of
11 votes.

12
13 Section 3: The National Board shall have power to fill vacancies in office that
14 occur between Assemblies.

15
16
17 **ARTICLE XV**
18 **TRIBUNAL**
19

20 Section 1: A permanent tribunal, consisting of up to, but not more than,
21 fourteen (14) members to be elected at each Regular National Assembly shall be
22 established to adjudicate all issues brought before it. In no event shall more than
23 one member of the Tribunal be selected from any one constituent member. Any
24 vacancies occurring between Assemblies shall be filled by the National Board.

25
26 Section 2: The President of the AMERICAN ZIONIST MOVEMENT, subject to
27 approval by the National Board shall have the right to designate a chair of the
28 Tribunal from among its members.

29
30 Section 3: The Tribunal shall have the right from time to time, to determine the
31 number of members, but not less than five (5), who shall be authorized to hear any
32 such matters as may be presented to it.

33
34 Section 4: The Tribunal shall have the jurisdiction to hear and determine
35 controversies and disputes between and among constituent members, and/or
36 individual members, and/or the AMERICAN ZIONIST MOVEMENT.

37
38 Section 5: As an alternative to the procedures in Section 4, whenever a controversy
39 or dispute shall arise which is subject to the jurisdiction of the Tribunal, the
40 parties to such controversy or dispute may submit the matter to final and binding

1 arbitration upon written agreement of all parties. The parties shall each choose
2 one arbitrator and the arbitrators so chosen shall choose an additional person to
3 act as Chair, and if they cannot agree within five (5) days after being chosen, then
4 the Chair shall be designated by the President of the AMERICAN ZIONIST
5 MOVEMENT. All arbitrators shall be Individual Members of the AMERICAN
6 ZIONIST MOVEMENT, residing in the United States. Decisions shall be by
7 majority, with the Chair empowered to vote only to break a tie.

8
9 Section 6:

- 10 (A) Proceedings under this Article shall be commenced by filing with the
11 Secretary of the AMERICAN ZIONIST MOVEMENT a short written
12 statement of complaint along with complainants' and respondents'
13 names and addresses. The Secretary shall forthwith serve a copy of
14 such complaint by certified mail on the respondent along with a
15 notice of hearing, which hearing date shall be fixed by the Chairman
16 of the Tribunal for a day at least ten (10) and no more than thirty (30)
17 days after the date of the receipt of the complaint by the Secretary, or
18 such other date as may be fixed upon consent of the parties involved.
19 The respondent shall have a right to file an answer, but in the
20 absence of an answer the complainant shall nevertheless be required
21 to prove his or its case.
- 22 (B) Hearings shall be informal and expeditious. Hearings shall be
23 conducted without recourse to rules of evidence and with a diligent
24 adherence to fairness and due process.
- 25 (C) In all proceedings before the Tribunal, both the President of the
26 AMERICAN ZIONIST MOVEMENT and its General Counsel shall be
27 heard.
- 28 (D) Decisions of the Tribunal shall be by majority of the Tribunal panel
29 hearing the case. Decisions shall be in writing and shall be rendered
30 within three weeks after the close of the hearing and shall be
31 distributed by the Secretary of the AMERICAN ZIONIST MOVEMENT
32 to all parties to the proceedings.
- 33
34 (E) The Tribunal shall be empowered to adopt all necessary rules of
35 procedure, which rules shall not be inconsistent with the foregoing.

36
37 Section 7:

- 38 (A) No member of the AMERICAN ZIONIST MOVEMENT (including
39 members of Component Entities) shall institute or prosecute, whether
40 heretofore or hereafter commenced, any civil action, suit, or

1 proceeding in any court in any jurisdiction against the AMERICAN
2 ZIONIST MOVEMENT or any of its local bodies, or any officer, member
3 or representative thereof, on account of any controversy for which a
4 remedy is provided in this Constitution and By-Laws unless and until
5 such member has first exhausted all such remedies.

6 (B) If there be a violation of the foregoing provisions of Section 7A, either
7 by a Component Entity or an Individual Member, then the violating
8 Component Member, or the individual violator, as the case may be,
9 shall be subject to suspension from all rights, interests and privileges
10 of membership in the AMERICAN ZIONIST MOVEMENT by the
11 Tribunal in a proceeding commenced by an officer of the AMERICAN
12 ZIONIST MOVEMENT and processed in accordance with Section 6 of
13 this Article.

14
15
16 **ARTICLE XVI**
17 **GOVERNMENT OF LOCAL AMERICAN ZIONIST MOVEMENTs**

18
19 Section 1 Local AMERICAN ZIONIST MOVEMENTs shall adopt by-laws consistent
20 with the provisions and principles of the by-laws of the national AMERICAN
21 ZIONIST MOVEMENT and shall meet the needs of the local community.

22
23 Section 2 Each local AMERICAN ZIONIST MOVEMENT shall submit the text of its
24 by-laws and each amendment thereof to the President for submission to the
25 National Board for approval.

26
27 Section 3 Each Region of the AZM shall be known as "AZM [geographical area]
28 Region".

29
30 Section 4 Authorization for use of the name "AZM" by a Region and recognition by
31 the AZM of such Region shall be upon submission of an application to the National
32 President of the AZM and approval by the AZM National Board. Such
33 authorization requires compliance with the terms and conditions set forth in this
34 Constitution and By-Laws.

35
36 Section 5 Each Region, in its Constitution and By-Laws, shall agree to promote the
37 Objectives, Principles and Purposes of the AZM, as set forth in Article IV hereof,
38 and may adopt such additional Objectives, Principles, and Purposes as are not
39 inconsistent with those of the AZM, subject to the approval of the AZM.
40

1 Section 6 Each Region shall submit its proposed Constitution and By-Laws to the
2 AZM for approval prior to its adoption and shall similarly submit to the AZM any
3 proposed amendments thereto, prior to their adoption.

4
5 Section 7 Each Region shall determine for itself, subject to approval by the AZM,
6 the conditions of organizational membership in the Region. A subdivision affiliated
7 with a national body, which is a part of the AZM, shall automatically be entitled to
8 membership, but such affiliation shall not be a pre-requisite for membership
9 within such Region. Local bodies seeking membership within a Region shall meet
10 the criteria of Article V, section 2 hereof (except that they need not be national in
11 scope). Individuals directly enrolled as members of the AZM are members in their
12 Regions by virtue thereof.

13
14 Section 8 Each Region shall encourage representation of Jewish organizations and
15 institutions and shall encourage student, youth and young leadership
16 membership.

17
18 Section 9 Each Region shall have a Board of Directors and a President, both
19 elected by its membership in a democratic fashion, and such additional officers as
20 it deems necessary. The President of the Region, or the President's designee, shall
21 be its representative to the National Board of the AZM, should such region be
22 awarded a membership seat on the AZM National Board.

23
24 Section 10 The Board of each Region shall meet periodically on dates it shall fix,
25 and shall adopt a program of dues, assessments and charges to be paid to it by its
26 organizational members. The Board of the Region shall have the power to
27 determine if one of its members shall be suspended or otherwise disciplined for
28 non-payment of dues, assessments and charges, in accordance with fair
29 procedures adopted in its By-laws. Suspension of a Component Entity by the AZM
30 for delinquency in dues shall not result in automatic suspension in the Region,
31 but each Region shall have the right to make its own determination.

32
33 Section 11 Each Region shall encourage the election of student, youth and young
34 leadership to its officer and board positions.

35
36 Section 12 Each Region shall include in its Constitution and By-Laws provisions
37 for biennial election of its officers and that no person shall serve as an officer of
38 such Region for more than two consecutive terms in the same position.

39
40 Section 13 Each Cabinet member of the AZM shall be an "ex officio" member of the

1 Board of the Region in their "home community".
2

3 Section 14 The decision to employ an executive staff and an executive director, as
4 necessary, shall be made by the region, in consultation with and subject to the
5 approval of the AZM. Such executive staff and executive director shall be part of
6 the AZM national staff structure and shall be on the payroll of the AZM. The
7 executive director shall be hired by the national executive director of the AZM, in
8 consultation with the leadership of the region, and shall be supervised by the
9 national executive director of the AZM.

10
11 Section 15 The proposed budget of each region shall be submitted to the AZM
12 Budget and Finance Committee for approval and shall include, among other items,
13 all income from all sources and all expenditures. Each Region shall also prepare
14 an annual financial statement showing all income from all sources and all
15 expenditures and shall submit same to the AZM Budget and Finance Committee,
16 within three months of the close of its fiscal year.

17
18 Section 16 Any statement issued by or policy made on behalf of the Region
19 concerning national or international issues shall be consistent with previously
20 adopted policy statements of the AZM, determined upon consultation with the
21 President of the AZM. If it is determined that there is no previously adopted policy
22 statement of the AZM on the particular issue, no public statement shall be made
23 thereon by or on behalf of the Region.

24
25 Section 17 The AZM Tribunal shall hear and determine controversies and disputes
26 within each Region or between any Region and the AZM, in accordance with the
27 procedures set forth in Article XV hereof.
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32

33 **ARTICLE XVII**
34 **AMENDMENTS**
35

36 Section 1: Amendments to this Constitution and By-Laws shall be proposed either
37 by the National Board or the Cabinet and shall be submitted for consideration and
38 action by the delegates at any at the Annual Meeting of Members or at a Regular
39 or Special National Assembly or else as described in Section 3 below. All proposed
40 amendments must be transmitted with the notice of meeting and in the same

1 manner thereof.

2
3 Section 2:

4 (A) This Constitution and By-Laws may be amended, altered, repealed, or
5 superseded, either in whole or in part, by the affirmative vote of two-
6 thirds (2/3) of the delegates present and voting at any National
7 Assembly. Blank votes or abstentions shall not be counted in the
8 number of votes cast.

9 (B) In the event that 60 days prior notice has not been given, this
10 Constitution and By-Laws may be amended by the affirmative vote of
11 three-quarters (3/4) of those present and voting at any National
12 Assembly. Blank votes or abstentions shall not be counted in the
13 number of votes cast.

14
15 Section 3: Between National Assemblies, this Constitution and By-Laws may be
16 amended by the affirmative vote of two-thirds (2/3) of the members of the National
17 Board present and voting at a meeting of the Board, a quorum being present,
18 provided however, that such amendments were proposed by the Cabinet and
19 submitted to all constituent members and to the National Board at least two
20 months prior to the meeting of the National Board.

21
22
23 **ARTICLE XVIII**
24 **RULES OF PROCEDURE**

25
26 Section 1: Unless otherwise noted in this Constitution and By-Laws, all
27 proceedings shall be conducted in accordance with Robert's Rules of Order.
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29
30
31