

IN THE NAME OF ALLAH, THE BENEFICIENT, THE MERCIFUL

THE CONSTITUTION & BYLAWS
OF THE
ISLAMIC ASSOCIATION OF MID CITIES

Revised September 2016
Approved October 21, 2016

This constitution supersedes any previously written documents and nullifies any agreements or alliances made under the previous constitution or by-laws that conflict with the current constitution.

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Preamble

Pursuant to the principles and fundamentals of the Holy faith of Islam, the members of the Islamic association of Mid-Cities recognize Islam as the total way of life, based on the Qur'an and Sunnah of Prophet Muhammad (peace be upon Him) and have pledged to endeavor practicing it as such, do hereby adopt and give ourselves this Constitution and these Bylaws, and pledge to abide by all its provision.

We the Muslim community of Islamic Center of Colleyville (hereinafter referred to as IAMC) are putting forth this constitution for ourselves, members of the community and successors in said IAMC, are acquisitive to become an association and form a non-profit Religious Corporation, through which religious, charitable, educational, social and recreational activities may be directed in accordance with bylaws of the Quran & Sunnah of Prophet Mohammad (peace be upon him). This organization shall promote positive understanding of Islam in American society and foster spirit of equality, justice and peace.

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SECTION A – CONSTITUTION

ARTICLE 1. NAME & LOCATION

- 1.01 NAME. The name of this organization is ISLAMIC ASSOCIATION OF MID CITIES, hereinafter referred to as IAMC.
- 1.02 LOCATION. The principle office of IAMC shall be located at 500 CheekSparger Road, Colleyville, TX 76034, (also known as the “Masjid”).

ARTICLE 2. PURPOSE, OBJECTIVES AND ACTIVITIES

2A- PURPOSE. IAMC shall be a non-profit, non-political entity, which shall qualify as a tax-exempt organization under section 501(c)(3) of the Internal Revenue Service’s Code.

- 1) IAMC has been formed exclusively for religious, charitable, and educational purposes.
- 2) IAMC shall not devote more than an insubstantial part of its activities in attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures.
- 3) IAMC shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Prohibited activities

include the publishing or distributing of statements and any other direct or indirect campaign activities.

- 4) IAMC shall not engage in unrelated trade or business except as secondary purpose related to the IAMC primary, tax exempt objectives.
- 5) IAMC shall not lease or sub-lease any part or portion of its property to another entity or organization.

2B - OBJECTIVES. The primary objective of the Islamic Association of Midcities is to serve the Muslims of the Mid-cities and the surrounding communities for the purpose of organizing religious and social activities, defined as hereunder.

- 1) Strive to strengthen and promote the faith of all Muslims in Allah (SWT), His Prophet Mohammed (PBUH) and The Holy Quran.
- 2) Provide an atmosphere for children and adults where they can associate, learn and participate in Islamic activities to ensure the emergence of an American Muslim identity.
- 3) Engage and empower our youth to participate in Masjid activities and operations in a meaningful way to cultivate current and future leaders of our community.
- 4) Communicate and interact with other Muslim and Non-Muslim Organizations and individuals to promote peace and harmony within the greater society.
- 5) Comply with all local, state and federal laws in conducting business.
- 6) IAMC shall be exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 as currently in force or if afterwards amended.
- 7) IAMC shall comply with Section 170 (c) (2) of the Internal Revenue code in force to where contributions to the organization are tax deductible.

2C - ACTIVITIES. In accordance with IAMC's primary objectives, following are the main guidelines for the activities.

- 1) To arrange programs, lectures and similar activities to enlighten everyone by the words of Allah (SWT) and the teaching of Prophet Muhammad (PBUH), to grow and strengthen their faith, trust, hope and love.
- 2) Establish daily five (5) prayers, Jumma (Friday) and Eid prayers in accordance with the teachings of Islam.
- 3) Strengthen the fraternal bonds of Muslims as an integrated community, striving to live in accordance with the teachings of Islam.
- 4) Promote Islamic education by establishing and maintaining Masjid, libraries, Islamic Centers, schools, institutions of higher education
- 5) Conduct social, cultural, educational, religious and other activities in the best traditions of Islam.

- 6) Cooperate with other Islamic, **non Islamic** communities and institutions pursuing similar goals and objectives and shall foster communication, coordination and cooperation among such entities.
- 7) Endeavor to aid local, national; and international relief organizations, as approved and permitted by the law.

ARTICLE 3

ORGANIZATIONAL STRUCTURE

3.01 The Organization will comprise of three bodies:

A. GENERAL BODY: (GB)

Comprises of members of the community with voting rights who have the ultimate power of shaping the organization.

B. BOARD OF DIRECTORS: (BOD)

Eligible members duly elected by the General body **with Voting** for running the day to day operations of the organization.

C. TRUSTEE COUNCIL: (TC)

Comprised of the elders, forefathers and dedicated members of the community with the ultimate responsibility of safeguarding the assets of the organization without interference in the operational activities of the Board of Directors

3.02 IMMIGRATION STATUS OF THE ELECTED OFFICIALS

All members who are elected to the Board of Directors or who serve on Trustee Council shall be either be a born or naturalized US citizens or a holder of a permanent Resident Card valid through the term they will serve.

3.03 CRIMINAL HISTORY OF ELECTED OFFICIALS:

Any member of the community who has been indicted for a Felony charge or pleaded "No Contest" to a criminal charge cannot on the Board of Directors or Trustee Council.

3.04 RENUMERATION FOR SERVICES

The Board of Directors or members of the Trustee council, or any volunteer committee members shall not receive salaries, remuneration, compensation, or wages or realize other private gains for their services to the Association, directly or indirectly. To avoid any conflict of interest the members of the Board, **or the** Trustee Council or any **family member on their tax return** shall not engage in

business with or participate in any competitive bidding to render any paid services to IAMC

ARTICLE 4. GENERAL BODY (GB)

The General Body consists of members of the community who have paid their dues in a timely manner usually by **June 30th of the year.**

- a) All Muslim residents of Mid Cities and surrounding area within a **10-mile radius (5 mile)** will be eligible to be members, as defined in the geographic area.
- b) Only members in good standing who have paid their membership **dues in time** are eligible to vote as defined in the By-Laws.
- c) Members of the General body can initiate the process of removing a Board Member by a vote or signed petition of 20% of the voting members.
- d) All Muslims or Non-Muslims attending the Masjid are considered non-voting members of the Masjid and must abide the rules, regulations and by-laws of the organization.
- e) Membership terms are for each calendar year.
- f) The Board will approve or reject any applications at its sole discretion. However, the board will use good faith efforts to determine eligibility of the application if it is being obtained for personal gains or any other reasons that are contrary to Islamic principles, IAMC Constitution or bylaws or reasonable operating standards of any organization.
- g) Membership expires December 31 of each calendar year and must be renewed.
- h) Membership may be terminated by the Board for not following the constitution or By-Laws.
- i) Once membership has been terminated by the Board, the member may reapply for membership one year following his/her termination
- j) A terminated member may also appeal to the Board to be re-instated.
- k) If the terminated member does not agree with the decision of the Board s/he may go through the arbitration process

ARTICLE 5 5A - **BODY BOARD OF DIRECTORS (BOD)**

The Board shall consist of seven (7) members, called The Board of Directors, who shall be elected by the General Body from its eligible voting members, who will be responsible for running the day to day operations of the organization.

5B - ELEGIBILITY:

Members contesting for the Board position must be dedicated members of the community who are actively involved in and participate in masjid events, and meet the following criteria:

1. Must be a current member of IAMC.
2. Has paid all membership dues regularly for the last 2 years.
3. Has lived in the community for the past 3 years
4. Is not serving on the board of another non-profit Religious organization or has significant influence on managing and/or directing Board activities of such an organization.
5. Has not previously resigned from their position in the IAMC Board or Executive Committee prior to the expiration of their term.
6. Has not been previously terminated or removed from their position in the IAMC Board or Executive Committee.

5C - RESPONSIBILITIES:

1. The Board, is the main governing body of IAMC, and shall have the Highest operational responsibilities, vested to it by the General Body
2. The Board shall be directly responsible to the General Body
3. The Board shall be responsible for the management and day to day running of IAMC, by assuring adherence to its Constitution and By-laws
4. The Board shall determine and maintain the independence and integrity of IAMC and its holdings, which shall be consistent with the Doctrines and Concepts of Islam and in keeping with the best interest of IAMC.
5. The Board shall review the records and financial statements of IAMC monthly or sooner at its discretion to ensure accuracy and integrity of the organization.
6. Once the Board of Director are elected they will be responsible for electing a Chairperson, Vice-chair, Secretary and treasurer and assigning specific functions to each Board member.
7. The Quorum for the Board shall be 2/3 of the members (5/7)
8. All Board decisions shall be by 2/3 majority (minimum 4)

5D - TERMS / CONDITIONS:

- 1) Board of Directors shall be elected every year for a 2-year term.
- 2) ~~The terms of the Board members have been staggered so that at the time of election each year, the general body will be electing either 3 or 4 Board members to allow continuity and stability of the board.~~
- 3) ~~When elections take place on even years such as 2016, 2018, 2020 and so on, the general body will elect four (4) board members.~~
- 4) ~~When elections take place during odd years such as 2017, 2019, 2021 and so on, the general body will elect three (3) board members.~~

- 5) No Board member can contest for more than two consecutive (2) year terms or a total of 8 years.
- 6) After two consecutive terms, the member must take a break before contesting for another board term.
- 7) The Board of Directors must maintain strict separation of duties and cannot allow the person with approval authority to also have signing authority for IAMC.
- 8) No bank accounts can be opened by individual board members without full approval of the Board. (5/7 majority)
- 9) Individual Board members cannot obtain another DBA of any religious or non-profit organizations without full disclosure and approval of the board. (5/7 majority)
- 10) Board cannot sign or make any agreements past their term in office.
- 11) Any agreements made by the board during their term cannot exceed 12 months.
- 12) All agreements must be reviewed by an outside attorney prior to execution.
- 13) The Board must hold quarterly general body meetings and provide significant decisions and financial information to the community, in person and via electronic media such as email or web posting.

5E - GENERAL DUTIES OF THE BOARD:

5E1 - CHAIRPERSON:

- a) The selected Chairperson will preside over the meetings of the Board.
- b) Conduct monthly Board meeting and additional meetings as necessary.
- c) Conduct and preside over the General Body Meetings
- d) Shall present a quarterly financial report to the General Body and the Trustee Council
- e) Shall sign documents on behalf of the Board except checks.
- f) Shall represent IAMC to meet any Govt. officials, visiting delegations from other religious associations, neighbors etc. or designate another member of the Board for such meeting.
- g) Authorized to spend no more than \$2000 in any given calendar month.
- h) Serve in advisory capacity to all committees.
- i) Make all logistical arrangements for review and/or approval of board minutes and significant information passed on to the general body.
- j) Prepare and maintain an IAMC operations manual, that will contain day-to-day operational procedures for various activities of IAMC e.g. facility utilization, fund raising, accounts auditing etc.
- k) At the end of the term, transfer the Operations manual to the successor.

5E2 - VICE-CHAIR-PERSON

1. In the absence of the Chairperson, shall carry out the functions of the Chairperson.
2. Shall be responsible for overseeing maintenance of the facility including but limited to:
 - i. Scheduled cleaning of the Mosque.
 - ii. Lawn and landscape maintenance.
 - iii. Pest Control
 - iv. Garbage pick-up
 - v. Semi-annual carpet cleaning
 - vi. Replacing light bulbs, fans and any other electrical equipment.
 - vii. Coordinate or schedule any required repairs to the facility

5E3 - SECRETARY

1. Shall prepare the agenda and coordinate the meetings of the Board and General Body and take minutes,
2. Shall be the custodian of the records of IAMC and transfer the same to his or her successor.
3. Shall present the minutes of the previous meeting for approval.
4. Shall manage and coordinate all announcements, media relationships, community postings, web site contents and technical assets of IAMC.
5. Be responsible for posting and scheduling all events that take place on and outside of IAMC property.

6. Work with Treasurer in coordinating online donations to IAMC and maintain a system of checks and balances for online donations.
7. Be responsible for scheduling the borrowing and return of any IAMC property by community members

5E4 - TREASURER

- a. The Treasurer shall have signing authority and access to all accounts under IAMC tax ID.
- b. Shall maintain accounts of the receipts and expenses of IAMC.
- c. Shall maintain separate Ledgers for separate financial activities, including Zakat funds, Sadaqa, and general donations to the Masjid.
- d. Keep up with all financial activities of the Sunday school **OR an appointed board member would work as a liaison to Sunday school administration.**
- e. The Treasurer can sign checks for amounts upto\$5000.00 for recurring and \$500.00 for non-recurring expenses.
- f. For larger amounts the check must be co-signed by the Secretary or a designated member of the Board, after obtaining approval.
- g. Conduct banking activities on behalf of IAMC, including making deposits and disbursements.
- h. Provide the Board with monthly financial statements of IAMC, by the 10th day of each month. This information must also be published on IAMC bulletin board for public access.
- i. With the help of the Board, prepare and present an annual budget to the General body.
- j. Create and follow a process of double checks on all donations received especially during fund raisers.
- k. Provide View only access of all accounts to all Board Members including the Trustees.
- l. At the end of each fiscal year provide an Income statement to the Board and the general body.
- m. At the end of the term the Treasurer shall hand over the accounts to his/her successor in good order.
- n. Shall be responsible for cash counting which should be witnessed by another designated Board member of member of the general body.
- o. Shall be the gatekeeper of any monies going out of the IAMC account.

The Board may consider appointing the following positions within the board or appoint responsible members of the community to fulfill these tasks.

1. OFFICE COORDINATOR
2. MEDIA-COORDINATOR
3. SUNDAY SCHOOL COORDINATOR
4. ZAKAT COORDINATOR

5. FUNERAL & CEMETARY COORDINATOR
6. DAWA & OUTREACH PROGRAMS COORDINATOR

ARTICLE 6:

6A - TRUSTEE COUNCIL: (TC)

The three (3) member TC has been created to safe guard the assets of the organization and protect its integrity, without interfering with the day to day running of the Masjid by the Board of Directors.

6B - ELEGIBILITY:

- 1) Must meet all the eligibility requirements of a Board member.
- 2) Must be a US Citizen
- 3) Must have served on the IAMC Board or EC in good standing.
- 4) Must have lived in the community for the past 10 years.
- 5) Must be clear of any criminal record based on background check.

6C - TERMS:

- 1) Initial terms of the three Trustees shall be for ~~2, 4 & 6 years~~, 3 & 6 years which will be decided by the ~~trustees themselves~~ by the BOD.
- 2) ~~TC is responsible for picking their own replacement with members of similar qualifications.~~
- 3) ~~Every 2 years thereafter, one of the trustees shall be replaced or reappointed by the Trustee Council.~~

6D – REMOVAL:

If the trustee council finds themselves in a position that one of their members is not capable of adequately performing their duties, and they cannot agree on replacing the Trustee, the following steps will be followed:

- 1) Propose 2 or 3 names that meet the eligibility requirements to the Board.
- 2) ~~TC may seek input from the Board of Directors, if needed.~~
- 3) The board will then ~~propose these names to the General Body and have them~~ vote to pick the replacement.

6D - RESPONSIBILITIES:

- 1) Advise and agree to approve any major construction or renovation greater than \$50,000
- 2) Ensure independent audits of all financial records are conducted annually or sooner if necessary.

- 3) Meet quarterly to review the financial operations of the organization only for making sure financial checks and balances are followed.
- 4) Maintain view access on all IAMC accounts.
- 5) Ensure board activities conform to constitutional guidelines.
- 6) If the TC discovers misappropriation of funds by the Board, they will take the following action:
 - a) Send a formal request to the BOD to correct the situation immediately.
 - b) If the BOD of directors are unable to rectify the situation within 30 days of the request, another formal request will be sent.
 - c) If the BOD can still not rectify the situation within ~~60 days~~ 30 days of the second request, the TC will take this matter to the GB for a vote to dissolve the Board.
 - d) If 60% of eligible voting members agree with the Trustee Council, they will take the following additional steps:
 - i. Dissolve the Board of Directors.
 - ii. Assume responsibility or assign an Interim Board
 - iii. Hold New Elections within 60 days.

ARTICLE 7

7A - ELECTIONS

- 1) Elections will be held ~~every year~~ every two years for Board position.
- 2) Elections shall be held no later than the first Friday of December.
- 3) A three-member Election Commission shall be formed by the BOD, who will pick one member from the Trustee Council, one member from the Board who is not contesting for elections and one member from the general body
- 4) Early voting will be allowed for elections and constitutional changes for members who cannot the meeting by appearing in person to get their ballot and cast their vote in the presence of the Election commission.
- 5) Proxy voting will not be allowed.

ARTICLE 8

8A - IMAM (Religious Scholar)

- 1) The RELIGIOUS SCHOLAR of the Association shall be a SUNNI Muslim, well versed in Quran, Sunnah and Fiqh.
- 2) The duties and responsibilities of the Religious Scholar shall be in accordance with the Bylaws.
- 3) The selection, approval and removal of the Religious Scholar will be the responsibility of the Board of Directors in collaboration with the General Body.
- 4) Specific duties shall be outlined in the By-Laws

ARTICLE 9.

9A - MEDIATION AND ARBITRATION

- a. Any conflicts or disputes in the Association shall be resolved according to the process outlined in this article.
- b. Any disputes among the members shall be referred to the Board
- c. Any conflicts associated with the school not resolved within the school structure shall be referred to the board.
- d. For any disputes that the Board may prefer to be handled by an outside committee, or any disputes involving the Board members, the Board may form an arbitration committee with the help of the Trustee Council
- e. The arbitration Committee shall consist of five members, the trustee council will select one member from the Board, one from the Trustee council, one from the General Body of IAMC plus two members from the circle of Religious Scholars or National Scholars in the DFW area.
- f. The Arbitration Committee shall have final and binding authority to impose corrective actions, as it deems fair. When the Arbitration Committee renders such decisions, they shall be deemed final and binding on all members of IAMC.

ARTICLE 10.

AMENDMENTS

10A - Proposal to Amend the Constitution.

- 1) Upon a 2/3 majority vote of the Board, the Board may propose amendments to this constitution by submitting a written proposal to the General Body, 30 days in advance of the general body meeting.
- 2) General body may also propose amendments to the constitutions or by-laws by getting a petition signed by 20% of the members who are eligible to vote.
- 3) All proposed amendments should be circulated in writing amongst the General Body 30 days prior to any constitutional amendment or general body meeting.

- 4) Quorum for any constitutional amendment, in the General Body meeting or specially called meeting, shall be 40% of all the eligible Voting Members. A reconvened meeting for this purpose shall have 20% quorum.
- 5) Early voting will be allowed up to 7 days prior to the constitutional meeting, if the member appears in person and presents his vote to an assigned board member.
- 6) A 2/3 majority of the Voting members present in the meeting must approve the proposed amendments for them to be effective.

10B - Proposal to Amend the Bylaws.

- 1) Any amendments to the Bylaws may be proposed by any member of the Board or trustee council.
- 2) The Voting Members may also suggest an amendment to the Bylaws by simply writing to the Board.
- 3) All the proposed amendments shall be discussed in meeting of the Board and approved by a 2/3 majority
- 4) Changes to the by-laws must be presented to the general body with a 30-day notice and ratified by a simple majority of voter's present. A quorum for any general body meeting is 20% of voting members except for amendments to the constitution which requires a 60% approval vote.
- 5) All changes to the constitution or by-laws must be send to all members of the community and posted on the bulletin board of the masjid

ARTICLE 11.

11A - DISSOLUTION

If for any unfortunate circumstances or events the dissolution of the Association is considered, the following process must be followed.

1. At least 75% of the Voting Members shall request that the Board call a special General Body meeting to vote on Dissolution.
2. A written notice shall be sent to all Voting Members at their last known address.
3. 90% of the Voting Members must vote for dissolution in the special General Body meeting.
4. The trustee Council shall subsequently implement this action of the General Body.

11B - Disposition of Assets.

- 1.1. The Trustee Council shall make the first disposal to another Islamic Sunni organization, organized and operated exclusively for religious, charitable, and educational purposes and qualifies as a Tax-exempt organization under section 501(c)(3) of Internal Revenue Code of 1954, as now in force or afterwards amended.
- 1.2. Any legal action regarding the dissolution may only be instituted in Tarrant County, Texas.

ARTICLE 12

12A - MISCELLANEOUS PROVISIONS

1. The following miscellaneous provisions apply to all the Governing bodies of the association including committees, members, nonmembers, guests, and contractors.
2. No loans shall be made by the Association to its Trustees, officers or members of the Board.
3. The board may accept on behalf of the Association any property by way of gift or bequest from any person, firm, trust or corporation. Such property shall be held, administered, and disposed of in accordance with pursuant to the provisions of this constitution and Bylaws. However, no gift, bequest of any such property shall be received or accepted if it is conditional or limited in such a manner as to require the disposition of the funds or property for any purpose other than the legitimate purpose of operating the masjid, or is in violation of any local, state and federal laws.
4. Donations, once accepted are nonrefundable, unless they are for specific projects and a prior written agreement between the donor and IAMC, regarding the terms and conditions of the refunds in on file.
5. Insurance. The Association shall, at all times, carry adequate liability and property and casualty insurance. Members of the Board, and other committees shall not be liable either individually or collectively for the actions of the IAMC. The Association shall indemnify the members of the Board and other committees against claims brought on in relation to the activities of the associations.

6. Criminal offence. If any member of the Board, Trustee, or any committee member is indicted for a felony offence, his or her position is immediately suspended from his office pending the outcome of the trial. If convicted, he or she shall be automatically expelled from the office. It is the responsibility of any diligent position holder in IAMC to inform BOD in case of any felony charges within 24 hours other than minor traffic violations.

7. Language / Communication. The medium of communication for all meetings, announcements, and notices pursuant to this constitution shall be English. Any and all available means of communications, including US mail, telephone, flyers, notice board and e-mail may be used for conveying messages, notices etc., as deemed necessary as the most effective means, for the said purpose.