

ISLAMIC CULTURAL ASSOCIATION
P.O. BOX 250344
FRANKLIN, MICHIGAN 48025

The Islamic Cultural Association proposed and approved these Bylaws on November 2, 2002.

These Bylaws were amended at the June 5, 2004 General Body Meeting.

The Bylaws were further amended at the 2007 General Body Meeting.

The Bylaws were amended again at the September 25, 2011 General Body Meeting.

We members of the Islamic Cultural Association (hereafter referred to as the "Association") have agreed to establish and abide by the Bylaws as outlined in this document.

Article I, Mission and Designation

Section 1: Mission Statement

The mission of the Association is to:

- 1- Disseminate Islam and its principles, values, and teachings;
- 2- Serve as a religious and social resource for its members as well as other Muslims in the area by actively providing religious, social, and other services;
- 3- Address the adverse needs of its members and work towards fulfilling these needs with proper planning, consultation and execution;
- 4- Encourage and enable area Muslims to contribute individually and collectively towards meeting human needs in conformity with Islamic doctrines and belief;
- 5- Create a feeling of brotherhood among its members and other Muslims in the area;
- 6- Develop and maintain positive relations between the ICA members and other local Muslim communities, as well as regional and national organizations;
- 7- & Establish and maintain positive relations with the local and regional non-Muslim community.

The above goals shall only be pursued within the laws and regulations of the United States of America.

Section 2: Designation

The Association shall be a not-for-profit organization registered in the State in Michigan.

Article II, Membership

Section 1:

The membership of the Association shall consist of "full," "provisional," and "honorary" members.

Section 2:

- Any Muslim may become a member without discrimination of any sort if he/she
 - Has two references of other full members of the ICA,
 - Has paid the dues as determined by the Executive Committee (hereafter referred to as "EC"),
 - Agrees to obey its Bylaws and the generally accepted practices of the Association,
 - & is approved by a simple majority of the EC.
- A full member is one who has continuously been a paying member of the Association for at least twelve (12) months. He/she shall have the right to nominate, vote, be nominated, be elected to the EC, and vote at all General Body meetings.
- A provisional member is an individual who has recently joined the Association for less than twelve (12) months. A provisional member shall not have the right to nominate, vote, be nominated, or be elected for any EC or Board of Directors (hereafter referred to as "BOD") position. For the year 2011 only, the provisional ICA members will have the voting right in the general body meetings, and the voting right in the election of the EC and BOD members.
- An honorary member is one who has been nominated by the EC and approved by the BOD, does not have to pay membership dues, and shall not be eligible to be nominated or vote in Association elections or general body meetings.

Section 3: Dues

- Annual dues are to be determined by the EC no later than October 31st of the year, at which time it shall be effective for the following year.

Dues shall be due no later than March 31st of the intended year unless determined otherwise by the EC. Such a decision shall be disseminated to Association members at least three months before the proposed due date.

- No refund shall be issued past January 31st in case of the resignation or dismissal of a member.

Section 4: Membership termination

Charges of significant un-Islamic misconduct detrimental to the ICA, if brought against any member, need to be filed in writing with the Secretary. A fair and just hearing by an appeal committee (comprised of one member each from the BOD and General Body and one chosen by the accused) shall take place, in which case the particular member would be given a chance for defense. A majority vote of the appeal committee to dismiss the charges or to suspend or terminate the membership shall be effective immediately.

The chairperson, or individual presiding over this hearing, shall render a written document detailing the circumstances and rationale for the outcome. Such a document shall be retained by the Secretary and shall stay confidential and only the BOD, the EC, the particular member, and his/her counsel shall be privy to its contents. A breach of this confidentiality by an individual may subject him/her for future liability but the Association, the BOD, and the EC shall be indemnified from any legal actions.

A member so expelled or suspended may appeal to BOD, upon written request filed with the Secretary, for reinstatement of his/her membership in the following year.

Article III, Executive Committee

Section 1: Composition

The EC shall be elected by the General Body and shall have seven (7) members: President, Vice-President, Secretary, Treasurer, and three at-large members. An Election Committee will be formed to conduct and supervise each nomination and election proceeding of the EC and BOD for that particular year. The Election Committee will consist of three to five members appointed by the EC. No EC member shall be a part of the Election Committee.

Section 2: Tenure and responsibilities

The term of the EC shall be two (2) years starting on January 1st of even years. Elections are to take place in October of the preceding year. In addition to the specific responsibilities outlined for individual members of the EC, collectively, the EC shall be responsible for taking care of the day-to-day business of the Association while continuing to fulfill its mission. In addition, by setting an example, EC members shall foster a culture of respect, professionalism, and brotherhood within and outside the Association.

Section 3: President's duties:

The President shall be responsible for:

- a. Being the spokesman and representative of the Association in external affairs,
- b. Directing and coordinating all activities of the EC to help fulfill the mission of the Association,
- c. Presiding over meetings of the EC and the General Body,
- d. Conducting the business of the EC in a democratic and consultative manner (Shura),
- e. Forming various Ad Hoc committees as needed with the approval of the EC.

Section 4: Vice-President's duties:

The Vice-President shall:

- a. Assist the President in fulfilling the mission of the Association,
- b. Assume the functions of the President when requested to or if the President is absent or incapacitated. In the latter case, the Vice-President shall assume the presidency for the remainder of his term.

Section 5: Secretary's duties:

The Secretary shall be responsible for:

- a. Maintaining, preparing, and circulating within thirty days the minutes of all the EC and General Body meetings,
- b. Preparing and disseminating the agenda for all EC and General Body meetings,
- c. Presenting the minutes of the previous meeting for approval at every EC and General Body meeting,
- d. Keeping the Association registered with the State of Michigan,
- e. Presiding over the EC meetings when both the President and Vice-President are absent.

Section 6: Treasurer's duties:

The Treasurer shall be responsible for:

- a. Maintaining the records of all financial transactions of the Association. He/she shall be responsible for systematic upkeep of fiscal records, disbursements, receipts, banking records and presenting them to the EC and the General Body at scheduled meetings,
- b. Collecting and depositing all the funds received on behalf of the Association,
- c. The President or Treasurer may sign checks not exceeding \$3000. The President (or Vice-President if the President is not readily available) and the Treasurer must co-sign all checks exceeding \$3000,
- d. Maintaining the Association membership list,
- e. Preparing the budget and presenting the status of the Association's financial affairs and all *pro forma* financial statements (if applicable) at EC and GB meetings.

Section 7: Decision making and quorum

All decisions of the EC shall be discussed in a parliamentary way and approved by a simple majority of the members present if a quorum has been reached. The quorum shall be at least four members of the EC.

Section 8: Transition to the new EC

The outgoing EC shall meet with the new EC within the first week of the new administration. The outgoing EC shall release all records pertinent to the Association, including financial records, membership and any other relevant records. No more than \$1000 can be expensed during this transition period.

Section 9: Resignation/dismissal:

- If a member of the EC resigns, or is dismissed, the EC shall nominate a replacement by 2/3 majority vote. The individual nominated may temporarily assume the responsibilities of the departing member until being approved or disapproved by a simple majority vote of the BOD in their very next regularly scheduled or special meeting.
- A member of the EC shall be considered as automatically dismissed from the EC by not taking part in Four (4) consecutive EC meetings, or if the member's performance is deemed to have been dissatisfactory, as determined by 2/3 of the EC and after a fair chance has been given to improve performance. Such criteria are to be determined by the EC.
- The General Body and no other body may dismiss the entire EC and/or BOD and call for immediate elections in cases of financial fraud, blatant mismanagement of funds such that the health and future of the ICA is endangered, violations of Federal and state laws governing nonprofit organizations, and organizational disarray. Such dismissal requires a 2/3 majority vote.

Article IV, Board of Directors**Section 1: Composition and tenure**

- The BOD shall be comprised of sixteen (16) elected members and the EC President. The EC President cannot be the BOD President at the same time. Other EC members may not simultaneously serve on the BOD.
- BOD members must be dues paying members of the Association for no less than one (1) year.

Except for the first BOD, consequent BOD elections will take place in October of odd years to coincide with EC elections (starting in the year 2005). At each election cycle, eight (8) positions will be open for re-election. The other eight positions will be open for elections the following election (2 years later). To form the second BOD, 8 of the 16 incumbent members shall be re-elected by the General Body, and an additional 8 shall be elected from the General Body.

Section 2: Chairperson

Each BOD shall elect a chairperson in a secret ballot within one month of the election (every other year). The chairperson shall be responsible for:

- a) Calling and presiding over all BOD meetings,
- b) Being the spokesperson, representative, and correspondent of the BOD.
- c) The BOD shall elect a secretary who shall maintain the minutes of each meeting

Section 3: Responsibilities of the BOD:

- a) Provide long-term vision and strategic planning for the Association in collaboration with the Public Relations Committee of the ICA. A clear and concise vision and strategic plan shall be distributed to the General Body in an electronic or hardcopy format no less than once every four (4) years.
- b) Seek funding resources for the Association and assure its financial solvency,
- c) Deal with all ICA building related issues, ICA tax matters, and Imam employment and monitoring .
- d) By setting an example, BOD members shall foster a culture of respect, professionalism, and brotherhood within and outside the Association,
- e) Each BOD shall review the Association Bylaws at least once during its tenure to assure its validity and appropriateness.
- f) Evaluate the general operation of ICA and insure that it is conducted within the framework of Islamic teaching, Association Bylaws, and the laws and regulations of the United States of America,
- g) The relationship between the EC and the BOD should be that of respect, collegiality, and partnership with the common purpose of serving the best interest of the Association and the community at large,
- h) When needed, the BOD, collectively or by forming an ad hoc committee, may intervene and resolve interpersonal, financial and other conflicts among the members of the Association. This includes disputes and conflicts with or within the EC, if such disputes could not be resolved within the EC itself.
- i) Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect relationship with a similarly-situated organization then the BOD shall determine whether the relationship should be reviewed, and if it so finds, such person may be subject to removal from the BOD or EC by a majority vote of the BOD.

Section 4: Resignation

- In the event that a BOD member resigns, the EC shall nominate a replacement to be approved by the BOD.
- A member of the BOD shall be considered as automatically dismissed from the Board by missing three (3) consecutive meetings of the BOD, or if the member's performance is deemed to have been dissatisfactory, as determined by 2/3 of the rest of the BOD and after a fair chance has been given to improve performance. Such criteria are to be determined by the BOD.

Section 5: Meetings

The Board shall meet no less than three times per year. The quorum shall be at least 50% of members. As necessary, the EC may meet with the BOD for at least one hour at the beginning of the BOD meeting to present the status of the Association as well as seek guidance and direction.

Article V, Financing

Section 1: Fundraising

The EC will accept financial contributions to further the mission of the ICA, so long as the donor, funds and funding process are consistent with the purposes of the Association, with the principles of Islam, and within the laws and regulations of the United States of America. All funds collected for a specific cause shall only be used for that cause. If the cause is expired or is no longer valid, excess funds shall be dispensed at the discretion of the EC to support other functions of the Association. The ICA will not accept any contributions from any foreign governments whatsoever, nor any entities or organizations not legally approved and registered in the United States of America.

Section 2: Budget

The Treasurer of the EC shall be responsible for preparing and formulating the annual budget of the Association, taking into consideration individual budgets prepared by the chairpersons of the various committees. All standing committees shall submit an annual budget no later than October 31st. The Treasurer shall submit a complete budget to the EC no later than November 30th. The EC shall present the budget to the BOD at the first meeting following its approval. The EC shall also present the approved budget at the subsequent General Body meeting.

Article VI, Standing Committees

Section 1: Appointment and tenure

The standing committees shall be appointed by the President and approved by the EC. The tenure of the standing committees shall be for the duration of the two years unless otherwise determined by the EC.

Section 2: Composition and responsibilities:

The EC shall form and effectively facilitate the work of the standing committees. A standing committee shall have a minimum of one EC member. The standing committees are:

- a) Financial Committee
 - 1) Zakat Subcommittee
- b) Public Relations and Strategic Planning Committee
- c) Youth Committee
- d) Education/Dawah Committee
- e) Social Committee
- f) Membership Committee

Article VII, AD HOC Committees

Section 1:

The EC and/or BOD may form an ad hoc committee in order to carry out a specific assignment. The tenure of these committees may vary depending on the nature of the assignment(s). The assignment(s) given to the ad-hoc committee shall be precisely defined in a memorandum from the EC to the ad hoc committee.

Section 2:

The chairperson of the committee shall be appointed or elected by the EC and shall call and preside over committee meetings and plan the conduct of the committee's work. Ad hoc committees shall be allowed to continue its work uninterrupted until it completes the assignment for which it was formed.

Section 3:

The recommendations of the committee shall be honored and carried out unless overruled by the EC by a simple majority vote.

Article VIII, General Body Meetings

Section 1:

The Association shall have at least two (2) General Body meetings of the Members of the Association during the year. A petition signed by 15% of full members may call for an emergency meeting of the General Body. BOD should be able to call for an emergency meeting with a vote. The meeting shall be held within thirty(30) days after the General Body written petition or the BOD request is presented to the President.

Section 2:

The EC and the standing committees shall present at each General Body meeting a concise State of the Association report. This should include but not be limited to financial, membership, and committees' affairs.

Section 3:

A notice of a General Body meeting shall be mailed to all Association members at least ten (10) days prior to the meeting date. The quorum requirement for a General Body meeting and its deliberations except for voting amendments to the Bylaws shall be 1/3 of full members. It shall be the responsibility of the person presiding over a General Body meeting to check the quorum requirement before the beginning of the meeting. The quorum for Bylaws revisions or amendments shall be one half of full members of the Association.

Article IX, Amendments and Revisions

Section 1:

Proposed amendment(s) or revision(s) to the Bylaws can emanate from the EC or BOD or a petition signed by 15% of the members. The petition should be submitted to the Secretary who in turn will forward the proposed amendments to the General Body members. The EC shall call for a General Body meeting to discuss the proposed amendments/revisions within 90 days after the petition has been received.

Section 2:

If quorum (1/2 of full members) is met, a 2/3 majority shall be necessary for the adoption of the proposed amendments/revisions.

Section 3:

If quorum was not met in a General Body meeting, another General Body meeting shall be called for the same purpose within four weeks thereafter, in which the quorum requirement shall be waived and the proposed amendments/revisions may be discussed and adopted if 2/3 majority of voting members present voted 'for' them.

Article X, Miscellaneous

Section 1: Bylaws interpretation

In case of a dispute over the interpretation of any section of the Bylaws or possible conflict between two or more sections, the BOD shall resolve the issue in a written memo that will be submitted by the Chairperson and added to the Bylaws at the subsequent General Body meeting.

Section 2: Dissolution

If a situation arises which makes the dissolution of the Association inevitable, the BOD shall handle the process. Any assets that remain after meeting all liabilities shall be transferred to another Islamic organization in the area as deemed appropriate by the BOD, provided that such transfer shall be for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, pursuant to article II, Section 5 of the Articles of Incorporation of the Association.

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