

IN THE NAME ALLAH, THE BENEFICIENT, THE MERCIFUL

CONSTITUTION OF THE ISLAMIC ASSOCIATION OF MICHIGAN

ARTICLE I: NAME

This organization shall be called the Islamic Association of Michigan, hereafter referred to as "The Association".

ARTICLE II: HEADQUARTERS

The Association shall have a permanent place to carry its activities. This place shall be located in the Downriver area.

ARTICLE III: NATURE AND OBJECTIVES

The Association shall be a non-profit, non-political, Islamic Religious, charitable and educational organization under the Section 501(c) (3) of Internal Revenue Service code. Its aims and objectives shall be:

- a) To carry on Islamic religious, charitable, educational, civic and social activities; (b) To promote goodwill and better understanding between Muslims and non-Muslim; c) To strengthen fraternal bonds and brotherly relations among Muslims; d) To present Islam to persons of other faiths;
- e) To provide humanitarian, educational and other assistance to the needy through recognized and approved national and international organizations (Red Cross, UNICEF etc.)
- f) To do each and everything necessary, suitable and proper for the attainment of the above objectives.

g) Legislative or Political Activities No substantial part of the activities of the corporation shall be the carrying on of the propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

h) Operational Limitations Notwithstanding any other provision of those articles, the corporation shall not carry on any other activities not permitted to be carried on

(1) by a corporation exempt from federal income tax under 501(c)(3) of Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law) or

(2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law)

ARTICLE IV: MEMBERSHIP

a) The Association shall have the following classes of members:

1. Regular Members: Any Muslim who is at least eighteen years of age shall be eligible to become a member of the Association.

2. Voting Members: A regular Member who permanently resides in Down River Communities or in Monroe County will be eligible to vote subject to restrictions stated elsewhere in the constitution and bylaws of IAM.

3. Associate Members: All other persons who accept the objectives of the Association and abide by the Constitution of the Association shall be eligible to become Associate Members.

4. Honorary Members: The Board of Directors may confer Honorary Membership upon any person who in their judgment and discretion has rendered outstanding contributions to the purposes of the Association.

b) REQUIREMENTS

1. All members shall accept and abide by the Constitution of the Association.
2. All members except the Honorary Members shall pay membership dues as decided by the Board of Directors. They will also fill out Membership Application Form if required by the Board of Directors.
3. There will be three categories for annual Membership dues: Single, Family, and Full Time Student. A Full Time Student will have to pay one-half the dues for a Single Member. In case of Family Membership only Husband and Wife will have the right to vote.
4. A member who donates, during the calendar year, an amount equal to twenty times the regular Family membership dues shall become a Life Time Member.
5. Amount donated for specific services received or for funds that are not for use of Mosque, cannot be applied towards payment of Membership dues.

c) TERMINATION:

1. If charges are brought against any member, in writing and filed with the Secretary of BOD, the BOD will consider the charges. If the BOD finds that the charges are serious enough to be investigated, the BOD will appoint a Committee of three Regular Members to investigate the charges and submit its report to BOD. The Committee shall contact the member charged, inform him of the charges, meet with the member to discuss the charges and take all necessary steps to investigate the charges before it files its report in writing to the BOD. Based on this report, the BOD may drop the charges or suspend the Member for a fixed duration. To suspend a Member at least five directors must vote in favor of suspension. The suspended member may appeal to the Board of Trustees (BOT) within thirty days. The decision of BOT shall be final and binding. In case no appeal is filed within thirty days, the decision of BOD will become final and binding.
2. A member may resign by filing a written resignation with the Secretary.

d) RIGHTS AND PRIVILEGES:

1. In general, members shall have the right to vote thirty days after they become Voting Members. This restriction will not apply to members who renew their membership before its expiry date. Nevertheless, in order to vote in Annual Election or in Annual General Body Meeting a person must be Voting Member on September 30 of that year.
2. All Voting Members shall be eligible to seek election and hold any elected office provided they should have been Regular Members for at least three years on the date of close of nomination, and are citizen or permanent resident of USA.
3. All members, except Life Time Members, shall receive a non-transferable membership for the fiscal year of the Association. However, a person who is member on December 31st will continue to be a member until March 31st of the next year to enable him to renew his membership.

ARTICLE V: GENERAL BODY

- a) The General Body shall consist of all the Regular Members of the Association.
- b) There shall be an Annual General Body Meeting, called by the BOD, in November or December (but no later than December 15) of each year for the purpose of announcing the result of the Annual Election, presenting financial reports, and conducting any other business deemed necessary.
- c) Special General Body meeting may be called by the Board of Directors or by the Board of Trustees.
- d) A Special General Body meeting must be called by the Board of Directors within 45 days of receipt of a petition signed by 25% of the Voting Members, requesting such a meeting and specifying the agenda of the meeting.
- e) The BOD shall mail the notice of a General Body Meeting to each Regular Member at the address shown on the mailing list, not more than thirty days and not less than 10 days prior to the meeting.
- f) The presence of at least 25% of the Regular Members who are eligible to vote shall constitute the quorum for the meeting. If a General Body Meeting could not be held for lack of quorum, the meeting may be called again, by BOD, by giving proper notice to the Members. As an exception to the general rule, the Members present in this rescheduled meeting shall constitute the quorum.

g) The Board of Directors should post periodically at its Bulletin Board an updated list of all Regular Members (Full Name, family or single membership, Street Name & City of Residence). The Membership list as of the closing date of nomination must be posted within seven days of close of nominations.

h) Members voting in person in a General Body meeting or voting by mail may be required to produce a copy of Driver License or State of Michigan issued ID card, for identification and verification of address of the voter.

ARTICLE VI: BOARD OF DIRECTORS (BOD)

a) The Board of Directors shall consist of nine Regular Members, four of which shall comprise the Executive Committee.

b) The Affairs of the Association shall be managed by the Board of Directors.

c) The Board of Directors will meet at least once every three months.

d) There shall be no compensation for services rendered to the Association by the Board of Directors .

e) The quorum for the Board of Directors meeting shall be presence of at least six directors. However, if only five directors are present and they agree unanimously to approve a resolution, the resolution will be considered to have been passed unless it requires more than a simple majority of those present and voting in a BOD meeting

f) If a director fails to perform his duties or/and fails to attend 50% of BOD meetings held in a calendar year, he may be removed from the Board of Directors by the affirmative vote of no less than five directors.

g) A director removed under above clause may appeal to the Board of Trustees within fifteen days of the receipt of the written notice of his removal. Within thirty days of the receipt of the appeal by the Chairman of Board of Trustees, the Trustees may meet and rescind the Board's decision. If the removed director does not file an appeal within fifteen days or the BOT does not rescind the BOD decision, the BOD decision will become final.

ARTICLE VII: EXECUTIVE COMMITTEE

a) The Executive Committee shall be responsible for execution of the policies of the Association and achievement of the objectives of the Association as outlined in Article III.

b) The Executive Committee shall consist of the following Officers:

1. President
2. Vice President
3. Secretary
4. Treasurer

ARTICLE VIII: DUTIES AND RESPONSIBILITIES

a) THE PRESIDENT SHALL:

1. Be responsible for general management of all activities of the Association;
2. Implement the Constitution of the Association by formulating the overall plans, policies and organizing the efforts and resources;
3. Call and preside over the meetings of the Board of Directors, Executive Committee and General Body;
4. Designate members and/or seek outside help to carry out any special task;
5. Present the Annual Report to the General Body;
6. Coordinate activities with other Muslim Organization;
7. Sign with the Secretary or any other Officer of the Association authorized by the Board of Trustee, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Trustees have authorized to be executed.
8. Be the spokesman, representative and correspondent in the external activities;

9. Perform any other task assigned to him by the Board of Directors or Board of Trustees; and

10. Be responsible to provide Membership Lists to the Chairman of the Election and Nomination Committee and coordinate with him mailing of various notices, ballots, etc.

b) THE VICE PRESIDENT SHALL

1. Act on behalf of the President in his absence;

2. Assist the President in carrying out his duties for accomplishing the purposes of the Association;

3. Perform any other task assigned to him by the Board of Directors or Board of Trustees.

c) THE SECRETARY SHALL

1. Prepare, circulate and maintain the minutes of all the meetings of the Board of Directors, Executive Committee, and General Body;

2. Prepare the agenda and notify the Board of Directors, Executive Committee, and General Body of the scheduled meetings;

3. Be responsible for the correspondence of the Association;

4. Be responsible for maintaining a list of the volunteers to run the Association;

5. Perform any other tasks assigned to him by the Board of Directors or Board of Trustees.

d) THE TREASURER SHALL

1. Maintain the records of all financial transactions of the Association.

2. Collect and deposit all funds received on behalf of the Association in the appropriate bank accounts;

3. Prepare the budget of the Association for review of the Board of Directors and approval by the Board of Trustees.

4. Prepare the Annual Financial Statement and present to the General Body; and

5. Perform any other tasks assigned to him by the Board of Directors or Board of Trustees.

6. Prepare, maintain and post at the Bulletin Board the Membership List.

e) THE BOARD OF DIRECTORS SHALL

1. Implement the Constitution of the Association;
2. Plan, manage and execute the activities so as to accomplish the objectives of the Association;
3. Carry out policies and decision of the General Body;
4. Establish procedures in routine matters;
5. Appropriate funds for various activities;
6. Recommend the cases to Board of Trustees for confirming the appointments and approving the salaries of the employees of the Association;
7. Establish procedures for voting and holding elections according to the Constitution; and
8. Elect the members of the Executive Committee.

ARTICLE IX: ELECTION

- a) The Voting Members of the Association shall elect three members of Board of Directors every year for a three calendar years term, starting January 1st after their election. The Election shall take place by mail ballot and will be completed prior to the Annual General Body Meeting.
- b) The Board of Directors shall appoint an Election & Nomination Committee (ENC) by August 15, consisting of a Chairman and two members.
- c) The ENC, with the help of the President, shall prepare election schedule, mail it to Voting Members and invite nomination for the positions of three Directors. A Voting Member may nominate himself.

- d) The ENC shall finalize the list of nominees by no later than November 1st and complete the election by mail ballot before the Annual General Body Meeting.
- e) The ENC may make rules & regulations for the Election that are not inconsistent with this Article and Election By-Laws given at the end of the Constitution.

ARTICLE X: VACANCY

In case a vacancy occurs in the Board of Directors or the Executive Committee, the other members of the Board of Directors shall be authorized to fill such a vacancy by a simple majority vote, and new member shall hold office only the balance of the term of the Director he replaced.

ARTICLE XI: FINANCES

- a) The fiscal year of the Association shall start January 1st and end on December 31st of the same calendar year.
- b) The finances of the Association shall be budgeted and reviewed by the Board of Directors and approved by the Board of Trustees.
- c) The Board of Directors shall have the authority to recommend to the Board of Trustees to open bank accounts, borrow or lend money, to buy, sell, lease, rent, mortgage and trade-in property, both real and personal; and to do any act which should at any time appear conducive or expedient for the enhancement and benefit of the Association.
- d) The Board of Directors may accept on behalf of the Association any contribution, gift, bequest or devise for the general or for any special purposes of the Association.
- e) Disbursement of the funds will require the Treasurer's signature, and the signature of the President or the Vice President.
- f) INUREMENT OF INCOME: No part of the net earnings of the Association shall inure to the benefit of, or be distributed to its members, directors, officers, trustees or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered.

- g) All non-routine expenses of over \$5,000(Five Thousand dollars) shall require approval of Board of Directors before expensed.
- h) All expenses of \$10,000 (Ten Thousand dollars) or over shall require approval of the Board of Trustees before expensed.
- i) The above amounts may be adjusted by the written approval of both BOD and BOT to allow for inflation and other factors.

ARTICLE XII: AMENDMENTS

- a) Any proposed amendment to the Constitution shall be presented in writing to the Secretary of the Board of Directors at least sixty days prior to the Annual General Body Meeting. The Secretary shall immediately provide a copy of the proposed amendments to the Chairman of BOT.
- b) If approved both by BOD and BOT, the amendments will be presented to Voting Members for voting by mail. These may be mailed along with Election Ballots. The amendments will be approved if at least two-third of the TOTAL Voting Members vote in favor of the approval.
- c) The Election By-Laws at the end of the Constitution may be changed by a simple majority of those voting.

ARTICLE XIII: DISSOLUTION

a) The Association may be dissolved by the affirmative vote of the three fourth of total Regular Members of the Association at a Special meeting called for this purpose.

b) DISSOLUTION CLAUSE. Upon dissolution of the Association, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustee shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the Principal office of the Association is then located, exclusively for such purposes or such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV: MISCELLANEOUS

- a) All Regular Members shall have the right to examine the books of the Association as per rule formulated by BOD and approved by BOT.
- b) The IAM Mosque is open to Muslims from all ethnic and national backgrounds. To accommodate them and serve the youths of our community, the English language will be used in the mosque as much as possible.
- c) For sake of harmony and peace among various schools of thought, no speaker shall criticize the practices and beliefs of other Muslim sects or schools of thoughts.
- d) All meetings of Board of Directors, Board of Trustees, Executive Committee, and General Body shall be held according to Standard Parliamentary Procedures.

ARTICLE XV: BOARD OF TRUSTEES

a. BOARD OF TRUSTEES

- 1) The Board of Trustees (BOT) shall consist of five persons who believe in the Objectives of the Association as outlined in the Constitution. The BOT shall elect each year a Chairman, a Vice Chairman and a Secretary from amongst themselves.
- 2) The BOT shall be final authority for any matter not explicitly provided in the Constitution of IAM, or in case of dispute relating to the interpretation and/or implementation of the Constitution. The decision of the BOT shall be binding on all members of IAM and will not be subject to challenge in any Court of Law.

b. QUALIFICATIONS

A member of Board of Trustee should

1. Be citizen or permanent resident of the United States for the last three years prior to the election;
2. Have been a Regular Members of the Association for at least past ten years and made significant contribution to IAM;
3. Not have been convicted for any criminal act in the last six consecutive years prior to the election;
4. Be willing and available to meet at least quarterly or whenever required to conduct the business of the Association;
5. Be a person of ordinary prudence to comprehend the affairs and problems of the community and be able to resolve such problems.
6. Not be a member of the Board of Directors and shall not be eligible to hold any other dual position in the structural organization of the Association.

c. SELECTION PROCESS

- 1) One member of Board of Trustees shall be appointed every year for a five years term.
- 2) The BOD shall nominate one or more qualified Voting Members to be appointed to BOT to replace the one trustee whose term is about to expire.
- 3) In a joint meeting of a Committee consisting of four trustees, whose terms are not up this year, and three directors appointed by the BOD, one of the persons nominated according to clause b. above shall be chosen to serve as a Trustee.
- 4) In case a vacancy or vacancies occur in the BOT, the remaining members of the BOT shall fill the vacated position(s) and the new member(s) will hold office only for the balance of the term of the Trustee(s) replaced.

- 5) In case all the Trustees resign at the same time, the BOD shall nominate their replacement for the balance of the term of each trustee from among the Voting Members of the Association who are otherwise eligible to serve as Trustees.
- 6) A Trustee may resign by submitting a written letter to the Secretary of BOT with a copy to the Secretary of BOD

d) DUTIES AND RESPONSIBILITIES

The Board of Trustees shall be responsible to assist the Board of Directors in the execution of the Constitution of the Association and achievement of the objectives of the Association as laid down in Article III of the Constitution.

They shall

1. Be guardians of the real estate and other property of the Association;
2. Approve all plans, contracts, deeds, bonds, instruments, transactions of real estate, and construction, including the contracts of selling, buying and financing when submitted by the Board of Directors.
3. Approve, disapprove or amend the annual budget of the Association by simple majority duly submitted by the Board of Directors by August of each year.
4. Approve and confirm the appointments and salaries of all employees of the Association including the terms and conditions of their employment on the recommendation of the Board of Directors.
5. Be responsible to appoint a Certified Public Accountant (C.P.A.) to audit the Books of the Association when considered appropriate by BOT.
6. Abide by, follow, defend, preserve, and implement the Constitution of the Association.
7. Elect a Chair, a Vice Chair and a Secretary from amongst themselves. The Vice-Chair will act as Chair in the absence of the Chair. The Chair shall conduct the meetings and the Secretary shall maintain the records of the proceedings.

8. Ensure that the directors, officers, and employees of the Association do not have conflict of interest with any person, party, company or organization while discharging their duties and responsibilities.

e) MISCELLANEOUS

- 1) There shall be no financial compensation to the Board of Trustees for services rendered to the Association.
- 2) They shall not have conflict of interest with any person, party, company or organization while discharging their duties and responsibilities as trustees.
- 3) Presence of at least four trustees shall constitute quorum for a meeting of Board of Trustees. If there are only three Trustees present and they unanimously agree to approve of a resolution, the resolution will be considered to have been approved, unless it requires more than a simple majority to approve it.

ISLAMIC ASSOCIATION OF MICHIGAN

ELECTION BY-LAWS

1. Within one week of close of nominations, the ENC will contact all the nominees and inform them of their eligibility. Within two weeks of close of nominations, a nominee may withdraw his name by sending a written request to the Chairman of ENC.
2. If the number of nominees after the withdrawal is less than three, the ENC may nominate additional nominees from among eligible Voting Members so that the number of nominees is at least three.
3. The Election Committee shall decide the address for return of Mail Ballots. This may be home address of one of the Members or a P.O. Box.
4. After the finalization of the nominations, the ENC will provide the Membership list to a candidate who requests such a list.
5. ENC will coordinate with the Executive Committee of BOD, mailing of the Ballots to the members.
6. No return ballots shall be opened except as specified below.
7. As ballots are returned, these shall be stored by the ENC at a safe location.
8. All the candidates will be informed of the date, time and place where the ballots will be opened and counted. The candidates and/or their representatives may attend. Other Regular Members may also attend and observe this process.
9. First the return envelope containing ballots shall be checked against the list of Members who were mailed Ballots. Each envelope shall be marked "S" or "F" depending if the envelope contained ballot from a Single Member or Family Members.
- 10.10. Next each envelope shall be opened. In case the voters were required to include copies of their driver license/ID cards, these will be checked. If a returned envelope does not comply with the instructions that were sent to the members, the envelope will be marked "invalid" and the ballot(s) in the envelope will not be counted.
11. Next all valid ballots shall be counted.

12. In case of objections by a candidate or his representative to a particular ballot, such ballots shall be set aside. After counting the remaining ballots, the ENC shall discuss with the candidates and/or their representatives the disputed ballots and resolve the issues. The decision of the ENC shall be final and binding.
13. Three candidates with the largest number of votes shall stand elected. In case of tie between two candidates, a random process shall be used to decide the winner.
14. The chairman of ENC shall retain all records of the Election for one year.

The first amendment to the Constitution was made on September 28, 1980.

The Article XV (regarding Trustees) was added on September 24, 1994. A

major overhaul of the Constitution was approved on January 14, 2007.

ISLAMIC ASSOCIATION OF MICHIGAN

MEMBERSHIP BY-LAWS

- Membership File is to be maintained and updated regularly by the IAM General Secretary
- IAM membership list could be requested by any BOD/BOT
- Proof of Membership dues has to be maintained by the treasurer or general secretary and needs to be produced when requested
- IAM membership list for election purposes has to be closed and finalized by September 30th of every year and a copy of the membership is to be provided to BOT and the election commission soon after.
- IAM Membership Rules
 - Lifetime Membership List
 - All lifetime members are automatically considered IAM members
 - General Yearly Membership
 - All check-o-matic members will be automatically considered IAM members
 - Proof of Membership Dues has to be maintained
 - For those renewing membership dues via Checks
 - “membership dues” must be written in the memo section, and a copy of the check to be maintained as proof
 - For those becoming a new member or renewing membership by paying cash
 - a new form must be submitted along with the membership dues to the general secretary or treasurer (to be kept as proof of membership)