

Announcement of the Election by the Board of Directors Islamic Center of the Fredericksburg, VA 22407

Dated December 13, 2021

Assalamo Alaikum. Election of the three (3) members of the Board of Trustees and four (4) Board of Directors, Islamic Center of the Fredericksburg (ICF) shall be conducted in the first quarter of 2022. However, we need to get the By-Laws approved before holding the election. Tentative timeline for different steps leading to the election are given below:

- Release of the By-Laws (1st Draft) to the General Body Mon Dec 13, 2021
- Last date for Comments on the By-Laws (1st Draft) Mon Dec 27, 2021
- Pay Membership dues to be eligible to vote on By-Laws Fri Jan 07, 2022
- Pay Membership dues to be eligible to vote in the Election ... Fri Jan 21, 2022
- Vote on the By-Laws Sat Jan 08, 2022
- Last day to file Candidate Nomination Papers Sat Feb 12, 2022
- Election (Voting) for Members (BOT and BOD) Sat Mar 19, 2022

By-Laws (1st Draft) is being released for comments/suggestions by the potential members of ICF General Body. The comments or specific suggestions (in writing) may be:

- Dropped in the By-Laws Comments/Suggestions Box located in the Masjid, or
- Submitted via email to Dr. Bashir Qasmi at bashir.qasmi@islamiccf.org.

Shukran and JazakAllah Khair

Bashir Qasmi, Chairperson

By-Laws Committee

In the name of Allah, the Merciful, the Compassionate
THE BY-LAWS (First Draft)
OF THE ISLAMIC CENTER OF FREDERICKSBURG

1. Name

The name of the corporation shall be Islamic Center of Fredericksburg (hereinafter referred to as “ICF”).

2. Description

ICF is a non-profit, non-political, religious, cultural, charitable, and educational institution. ICF adheres to the teaching of Islam based on the Quran and the teachings of the Prophet Muhammad PBUH.

3. Purpose

The purpose and activities of ICF is to serve the Muslim community and community at large in the greater Fredericksburg region. Towards this end, the ICF shall:

- a) Hold congregational prayers, Islamic religious festivals, and ceremonies at proper times.
- b) Promote closer ties, relations, unity, and cooperation among Muslims residing in the greater Fredericksburg region to achieve its goals and objectives within the law of the land.
- c) Educate Muslims and non-Muslims about Islam.
- d) Maintain a place of worship that shall be known as Masjid Al-Taqwa.
- e) Promote the Islamic principles by engaging in community outreach services to work with Muslim and Non-Muslim organizations that share our values on joint projects for providing community services and projects that further mutual support.
- f) Support the needy Muslim and non-Muslim members in our community.
- g) Provide assistance in the funeral services and arrangements for the burial of Muslims (ICF members and non-members), whose life expired within our region.
- h) Remain impartial and shall not participate in, or intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office.

4. Islamic Center of Fredericksburg Organizational Structure

- a) **ICF General Body** (Consists of ICF members in good standing)
- b) **Board of Trustees (BOT)**
- c) **Board of Directors (BOD)**
 1. Committees and sub-committees

5. ICF Membership

Any person, regardless of race, color, ethnicity or gender, may become a member of ICF, provided the membership requirements, described elsewhere in these By-Laws, are met. No Member shall be considered in good standing if he/she fails to meet any of the Membership Requirements, and therefore may not vote, sign a petition, or be counted for

quorum. When inside the Masjid, all must conduct themselves, at all times, with good manners, patience, kindness, compassion and understanding towards their fellow human beings.

5.1.Membership Requirements:

- a) A Muslim who believes in one God (Allah SWT) and believes in the Prophet Mohammad (PBUH) as the Last Messenger of Allah (SWT).
- b) At least 18 years of age, and legal resident of the U.S. with no criminal record.
- c) A resident of the greater Fredericksburg region.
- d) May not be a member of or affiliated with any outlawed organization under U.S. law.
- e) Submit ICF Membership Application, along with current Annual Membership Dues.
- f) The Annual Membership dues are \$50 for single member, and \$75 for a family (defined as husband and wife) membership. The unmarried children of the member family who are at least 18 years old shall get their own membership. The Membership dues collected shall be considered General donations.
- g) Membership Applications must be approved by the Board of Directors; only the BOD shall issue membership and membership numbers.
- h) An ICF member shall be considered “in good standing” only if he/she has paid the current annual membership dues and has been issued the ICF membership number.
- i) Members are responsible for providing their current address to the General Secretary of the BOD to enable the provision of donation receipts and ICF announcements, (regarding General Body meetings, and Elections, etc.), and other ICF activities.
- j) Members must comply with the ICF By-Laws at all times.
- k) The Annual Membership Dues shall be due each year in January or any time thereafter when a member renews membership or starts new membership.
- l) General donations, Zakat, Fitra, or Sadaqa given to ICF will not be counted towards ICF Membership Dues.
- m) To participate in any voting, the ICF member must have an approved membership number and should be in good standing for at least eight (8) weeks at the time of voting.
- n) The individual or family Membership may be rescinded by the BOT if the individual/family has disregarded the provisions of ICF By-Laws or Islamic values. This membership rescinding process will be initiated only if a written request by at least three members of ICF is received by the Secretary or President of the BOD.
- o) Each ICF member shall be entitled to one vote at all elections and the General Body meetings. In case of a family membership, the husband and wife only are entitled to one vote each.

5.2.Privileges of Members in Good Standing:

- a) Eligible to vote/participate in ICF elections, and General Body meetings.
- b) Eligible to hold a position in ICF BOT, BOD, and committees subject to the specific requirements for each position as specified elsewhere in the By-Laws.
- c) Eligible for BOD approved member discounts for ICF School, classes, and events.

6. ICF General Body

6.1.Composition:

- a) ICF General Body consists of ICF members, in good standing.

6.2.Functions:

- a) To participate in ICF activities and function as a nucleus of Islamic education and conduct.
- b) To elect members of the BOT and BOD.
- c) To adopt resolution(s) to promote the aims and purposes of the ICF. Such resolution(s) shall be implemented by the BOD.
- d) To approve or disapprove amendment(s) in the By-Laws after these have been duly approved by the BOD and the BOT.

6.3.Meetings:

- a) The General Body meeting shall be held annually in the 2nd quarter of the year.
- b) The General Body meeting shall be presided by the President of BOD. In the absence of the President, the General Body meeting shall be presided by the General Secretary of BOD.
- c) If need arises, the ICF General Body meeting can be called upon by filing a petition to the BOD President, duly signed by one half (1/2) of ICF members, in good standing.
- d) A minimum of Twenty percent (20%) of all members, in good standing, must be present to constitute a quorum for a meeting.
- e) In the General Body meeting, three fourth (3/4) of the attending current members, in good standing, shall be required to pass a motion.
- f) If there is no quorum, the chair shall announce a time and place for an adjourned meeting to be held no later than fourteen (14) days.

7. ICF Board of Trustees (BOT)

7.1.Composition:

The Board of trustees shall consist of total 4 members as follows:

- a) Three (3) elected BOT members, and the President of BOD.
- b) The members of BOT shall serve for the Term of 12 years.
- c) The term of the elected BOT members shall be staggered so that every four (4) years the term of one (1) BOT member shall end. To begin the staggered cycle in 2022 election, one BOT member shall be elected for four (4) years term, the second BOT member shall be elected for eight (8) years term, and the third BOT member shall be elected for twelve (12) years term. Subsequently, as the terms of each of these BOT members end, the open position shall be for twelve (12) years term. It shall be, accordingly, announced and filled during the next election.
- d) A BOT member shall be considered “inactive” if he/she; 1) fails to attend 2 consecutive BOT meetings without submitting a written letter of explanation to the Chairperson (i.e., he/she is sick or out of the country), or 2) fails to attend at least 3 of 4 BOT meetings in any 12-month period. An inactive BOT member’s position shall be filled as a vacancy on the BOT before the end of the term of the relevant member.

- e) In the event of a vacancy on the BOT before the end of the term of the relevant member, the Chairperson shall consult the BOD President and appoint someone from the BOD or the ICF General Body to serve on the BOT temporarily until the next BOT/BOD election. This vacancy of BOT position for the remaining period of the term shall be announced, and filled during the next election.
- f) There is no financial remuneration for BOT members.
- g) BOT shall hold at least four (4) quarterly meetings in one calendar year.
- h) BOT shall elect a Chairperson and a Secretary among themselves in their first or second meeting.
- i) The Chairperson shall conduct BOT meetings and the Secretary shall record the minutes of all BOT Meetings.
- j) Any position becoming vacant (before the end of the term) shall be temporarily filled by appointing a suitable ICF member by the BOT in consultation with the BOD until the next election. During the next election, such a position shall be filled for the remaining term.

7.2. Qualifications of Members of BOT:

- a) A Muslim who is at least 35 years old.
- b) A Member of ICF in good standing as well as active in ICF for at least five (5) consecutive years.
- c) A resident of the greater Fredericksburg region for at least ten (10) years.
- d) Must have served as a board member of a non-profit organization or a masjid in the past for at least one year.
- e) A legal resident of the U.S. with no criminal record.
- f) Current contractors or employees of ICF and members of their immediate families shall not be eligible to serve on the BOT.
- g) Current or previous BOD or BOT members, who have been involuntarily removed, shall not be eligible to serve on the BOT.

7.3. Functions of BOT:

- a) The Board of Trustees shall be responsible to ensure that the overall direction of the ICF is in accordance to the ICF bylaws.
- b) The BOT shall develop a medium term and a long-term plan to be implemented by ICF BOD.
- c) The BOT shall promote unity and cooperation among the Muslim community.
- d) The members of the BOT shall not be individually liable for collective actions of the BOT.
- e) The BOT should not be involved in day-to-day management/operation of ICF.
- f) The BOT shall review and approve quarterly and Annual Financial statements presented by BOD.

- g) The BOT shall ensure that donations for a specific purpose (and any profit generated from such funds) are used only for that specific purpose in accordance with the wishes of donors, and to fulfill the Fiduciary Responsibility of ICF.
- h) The BOT shall meet quarterly to review ICF management system and practices or more frequently if deemed necessary.
- i) The BOT shall hold at least two meetings with BOD in one calendar year.
- j) The BOT shall get their meeting minutes approved and released within 10 days after the meeting. Since the BOT meets quarterly, electronic communications (e-mail) expressing the approval of the meeting minutes by the BOT members shall be acceptable.
- k) The BOT shall review, approve or disapprove selling, buying of ICF real estate including financing or obtaining private noninterest construction loans.
- l) The BOT shall form the Construction Management Committee for any Masjid construction project(s).
- m) The BOT shall be responsible for holding ICF election and nominating an election committee from ICF members to organize the election.
- n) The BOT shall approve the appointment or the dismissal of the Imam in consultation with the BOD.
- o) The BOT may revoke any decision of the BOD and other committees if it considers that the decision in question is not in the best interest of ICF.
- p) The BOT shall act as an arbitrator in any disagreement or dispute among BOD members. The decision of BOT is final unless the BOT itself is a party to the dispute. In cases when the BOT itself is the party to the dispute, the Chairperson of BOT or President of BOD shall call ICF General Body meeting to resolve the conflict.
- q) The BOT has the right to disqualify BOD or BOT member(s), after proper investigation, if actions of such members are considered detrimental to the ICF.
- r) The BOT has a right to dissolve the BOD if the BOT considers actions of BOD are detrimental to the ICF Community, and take over the functions of BOD until new election of the entire BOD. In such a case, the BOT must hold a General Body Meeting to inform their decision and hold a new election within 45 days to elect a new BOD.
- s) Members of the BOT must attend the ICF General Body meeting.
- t) The BOT shall assist BOD when requested by the BOD president.
- u) Any payment checks for amount of \$5000.00 and over must be approved in writing by both the ICF BOD President and the BOT. Electronic communications (e-mail) containing details of the payment and expressing approval, shall be acceptable to meet such requirements.
- v) The BOT shall assist with any interfaith activities at ICF.

8. ICF Board of Directors (BOD)

8.1.Composition:

- a) The BOD shall consist of 9 members elected by the General Body.
- b) There is no financial remuneration for BOD members.
- c) The BOD members election shall take place every 2 years.
- d) The usual term of the BOD members shall be four years, and staggered so that the terms of 4 and 5 members shall end at an alternate two (2) year election cycle.

- e) In case a BOD member is unable to complete his/her term, the BOD President shall appoint someone from the General Body, with the approval of the BOD, to fill the position temporarily until the next election. At the next election, such a position shall be filled for the remaining term of that position through an open election.
- f) After each election, the BOD members shall between themselves decide the responsibility of members out of the following roles:
 - President
 - General Secretary
 - Director Finance
 - Director Facilities Maintenance
 - Director Women Activities
 - Director Islamic Education
 - Director Information
 - Director Youth Activities
 - Director Social Activities and Community Relations
- g) The elected BOD members may establish committees consisting of the ICF member volunteers to assist with the activities.

8.2. Qualifications:

- a) A Muslim who is at least 25 years old.
- b) A legal resident of the U.S. with no criminal record.
- c) For at least three current consecutive years; a resident of the greater Fredericksburg region, a member of ICF in good standing, and active in ICF.
- d) Current contractors or employees of ICF and members of their immediate families shall not be eligible to serve on the BOD.
- e) Willing to participate and manage ICF activities.
- f) A BOD member shall be considered inactive; if the member fails to attend 2 consecutive BOD meetings without submitting a written letter to the BOD President indicating the reason (i.e., sick or out of country) for inability to attend the meeting, or fails to pay the Membership Dues within 60 days of the due date. Failure to pay the Membership Dues within 60 days of the due date will disqualify the member at the next BOD meeting.
- g) A member of the BOD may resign by giving an eight (8) weeks' advance written notice to the BOD President.

8.3. Functions:

- a) The BOD shall be the official administration body of the ICF.
- b) The BOD shall manage the Masjid and shall organize activities and programs at ICF, and setup committees and subcommittees to perform BOD functions.
- c) The BOD shall implement the ICF By-Laws.
- d) The BOD shall hold its meeting at least once a month.
- e) The BOD meeting calendar shall be published five days in advance, and made available to the General Body.
- f) The BOD shall promote unity and cooperation among themselves and among Muslims of the greater Fredericksburg region.

- g) All checks written shall require the signatures of two (2) BOD members. The Director Finance or any designated BOD member shall not authorize expenditures of more than \$500.00 on a single expense without prior approval of the BOD, nor shall he/she authorize total expenses, on one occasion, of more than \$1,000.00 without prior approval of the BOD.
- h) Any payment checks for amount of \$5000.00 and over must be approved in writing by the President of BOD as well as the Chairperson of BOT. Electronic communications (e-mail) containing details of the payment and expressing approval shall be acceptable to meet such requirements.
- i) The BOD shall elect/appoint Imam(s) through an affirmative vote of at least three fourth (3/4) of the BOD, and BOT approval.

9. Responsibilities of the BOD President

- a) Preside over BOD and General Body meetings.
- b) Call emergency meetings of the BOD, BOT and General Body, as needed.
- c) Manage ICF Zakat distribution, review and approve Zakat assistance application, and maintain the Zakat distribution record.
- d) Review assignments of the speakers of Jumm'ah Prayers if needed with the consultation of ICF Imam.
- e) Coordinate and supervise the work of various Officers and Committees.
- f) Nominate temporary replacements for any BOD member, unable to complete the term.
- g) Train the new members of the BOD.
- h) Prepare an annual evaluation of all operations of ICF and present it to BOT.
- i) Report to BOT and participate in BOT meetings as a non-voting member.
- j) Act as the chief representative/spokesperson of ICF or designate such spokesperson from BOD or BOT members.
- k) Review and approve ICF's financial statements, mailing material, and website contents.
- l) Coordinate and provide responses to BOT inquiries.
- m) Provide Annual Report to BOT and General Body.
- n) Oversee the ICF whole operations and functions and seek to improve its efficiency.
- o) Ensure that ICF Liability and Property insurance is in place at all times.

10. Responsibilities of the BOD General Secretary

- a) The General Secretary shall report directly to the President.
- b) Check ICF physical and email boxes, and distribute content to relevant ICF departments.
- c) Review and approve ICF email announcements and inquiries.
- d) Assume the duties of the President during his/her short-term absence.
- e) Prepare the Agenda for BOD meetings with approval from the BOD President.
- f) Distribute the Agenda to all BOD members at least two (2) days prior to the meeting.
- g) Publish BOD meeting minutes within three (3) days after the BOD meeting in which the minutes are approved.
- h) Maintain ICF Incorporation and property records and make them available for inspection.

- i) Maintain the list of ICF members. In coordination with the Director Finance, update the membership list quarterly or as needed, especially just before election.
- j) Prepare the Agenda for General Body meetings with approval from the BOD President, and make it available to the ICF membership at least one (1) week prior to the General Body meeting.
- k) Assume additional responsibilities as requested by BOD.

11. Responsibilities of Director Finance

- a) Report directly to the BOD President.
- b) Maintain a monthly record of all donations and expenditures on ICF QuickBooks.
- c) Manage payment of any ICF tax obligations if any.
- d) Manage ICF Monthly Donation System, and ICF wireless Credit Card terminal.
- e) Coordinate printing of ICF donation letters and other related material.
- f) Manage ICF bank accounts and prepare the monthly financial statements.
- g) Make timely payments of ICF employee salaries.
- h) Manage financial investments with BOD and BOT approval.
- i) Make timely payments of government employment taxes, and timely file tax returns.
- j) Check donation collection boxes every day and deposit the funds in ICF accounts ASAP.
- k) Publish ICF quarterly financial reports and publish on Masjid notice board.
- l) Prepare ICF annual financial report for BOD and BOT meetings.
- m) Ensure proper segregation of funds for Membership, General Masjid Expenses, Masjid Expansion (and any profit generated from such funds), Sadaqa, and Zakat. Also ensure that the funds are only released for their respective use, in accordance with the wishes of donors, to fulfill the Fiduciary Responsibility of ICF.
- n) Issue donation receipts quarterly.
- o) May establish a finance committee with prior approval of the BOD.
- p) Assume additional responsibilities as requested by BOD.

12. Responsibilities of Director Maintenance

- a) Ensure that ICF facilities are clean and orderly.
- b) Manage and update ICF Website.
- c) Maintain Masjid speaker system.
- d) Maintain ICF management system.
- e) Manage Masjid supplies and drinking water system.
- f) Manage routine and Ramadan/special events.
- g) Properly maintain Masjid Parking areas.
- h) Proper maintenance and upkeep of ICF facilities and grounds.
- i) File a monthly financial report to the Director Finance for all expenses along with receipts.
- j) Consult BOD before starting major changes or improvements at ICF facilities.
- k) Maintain the log sheet of ICF assets and make it available for BOD inspection.
- l) Assume additional responsibilities as requested by BOD.

13. Responsibilities of Director Women Activities

- a) Act as representative of local Muslim women.
- b) Schedule and manage women Islamic educational activities in the Masjid.
- c) Coordinate local Muslim women to arrange religious and social activities for women and children.
- d) Manage Islamic programs for women.
- e) Work with BOD to fulfil the needs of the women in our community.
- f) File a monthly financial report to the Financial Director for all expenses along with receipts.
- g) Assume additional responsibilities as requested by BOD.

14. Responsibilities of Director Islamic Education

- a) Manage ICF School, develop class schedule and fee structure after getting their approval from BOD.
- b) Setup and implement rules and regulations for teachers and students after getting their approval from BOD.
- c) Work with ICF Imam and Teachers to develop (and revise as needed) an Islamic curriculum for the school.
- d) Timely publish School Calendar, including holiday schedule.
- e) Establish and oversee safety procedures to ensure the safety of the children, teachers, and school visitors.
- f) Oversee ICF school facilities and coordinate with Director Maintenance to keep these facilities in order.
- g) Prepare a School Manual to regulate school policies and procedures.
- h) Procure necessary supplies of books and teaching material.
- i) Maintain ICF School tablets as needed.
- j) Maintain and update school and student records.
- k) Prepare an Annual Plan for the Islamic School stating the goals and objectives, timetable, and methods that will be used to accomplish these goals and objectives.
- l) Arrange a meeting with the parents to evaluate the performance of the Islamic School.
- m) Manage student fee collection system and coordinate with Director Finance.
- n) File a monthly financial report to the Director Finance for all expenses along with receipts.
- o) Assume additional responsibilities as requested by BOD.

15. Responsibilities of Director Information

- a) Develop current daily prayer leader schedule in coordination with ICF Imam.
- b) Publish/post Monthly daily prayer schedule on the web site and inside the Masjid.
- c) Responsible for Friday prayer announcements.
- d) Maintain Masjid library in order.
- e) Develop an active Daw'a program.
- f) Ensure that Daw'a material is available in the Masjid at all times.
- g) Provide means for new Muslims to learn Islam.
- h) Organize/deliver Islamic lectures at churches, schools, prisons, and other community organizations.
- i) File a monthly financial report to the Director Finance for all expenses along with receipts.

- j) Assume additional responsibilities as requested by BOD.

16. Responsibilities of Director Youth Activities

- a) Create, organize and schedule programs to entice Muslim youths to our Masjid.
- b) Organize outdoor games for our youth.
- c) Arrange refreshments during Islamic lectures and outdoor activities.
- d) Form a youth committee to arrange youth activities.
- e) Coordinate with Director Social Activities and Director Islamic Propagation to release the annual schedule for out-door and indoor activities for our youth.
- f) Coordinate Community Service activities.
- g) File a monthly financial report to the Director Finance for all expenses along with receipts.
- h) Assume additional responsibilities as requested by BOD.

17. Responsibilities of Director Social Activities and Community Relations

- a) Timely release monthly newsletter, and update content for the website and social media outlets in consultation with BOD.
- b) Manage and disseminate ICF Friday prayer announcements and other email notifications.
- c) Timely reply to ICF email and phone inquiries including those received from the General Secretary.
- d) To update the ICF Internet web page.
- e) To maintain the ICF Notice Board.
- f) Designing and printing envelopes, brochures, and other advertisement material, and managing the ICF mailing system.
- g) Coordinate with other religious leaders to create and present material at interfaith events.
- h) File a monthly financial report to the Financial Director for all expenses along with receipts.
- i) Assume additional responsibilities as requested by BOD.

18. Responsibilities of Imam

- a) Plan and organize ICF events.
- b) Timely publish annual plan of community events (Ramadan, Taraweeh, weekend Iftar, Eid festivals, Monthly family nights, Fundraising events, Community picnic, etc.) after getting it approved by the BOD.
- c) Reserve rental facilities for community events, as needed, and keep the reservation record updated.
- d) File a monthly financial report to the Director Finance for all expenses along with receipts.
- e) Assume additional responsibilities as requested by BOD.

19. Fiscal Year

The fiscal year of ICF shall begin on the first day of January and end on the last day of December each year.

20. Amendments to By-Laws

These By-Laws may be amended in the following manners:

- a) Any proposal for amendment(s) in the By-Laws presented by ICF member(s), in good standing or BOD members must be presented to the BOD. After considering the proposal, the BOD must approve the proposal by the three fourths (3/4) vote of the BOD to move the proposal forward.
- b) After the approval by the BOD, the proposal for the By-Laws amendment(s) shall be presented to the BOT. The BOT must approve the proposal by the two-thirds vote of the BOT to move the proposal forward.
- c) Upon approval by the BOT, the proposal for the By-Laws amendment(s) shall be presented to the General Body for vote within eight (8) weeks.
- d) Any proposal for the amendment(s) in the By-Laws presented to the BOD General Secretary with the signatures of fifty percent (50%) of the ICF members, in good standing, shall bypass the approval by the BOD and BOT, and shall be directly presented to the General Body within eight (8) weeks of the receipt of such proposal.
- e) The proposal presented to the ICF General Body, if adopted by affirmative vote of three fourths (3/4) of the of General Body, shall become part of the new By-Laws of ICF with effect from January 1, of the following year.

21. Nondiscrimination

The facilities and activities of ICF shall be open to all interested persons without discrimination on the basis of race, color, sex, or national origin, provided that they subscribe to and uphold the objectives of ICF and abide by the rules and regulations established by the ICF.

22. Grievance

Any member of the ICF, in good standing, may file a grievance against any other member, for the purpose of objecting substantive matters, issues and/or behaviors related to the operations or activities of ICF. The purpose of this process is to try to address conflicts and concerns in a respectful Islamic manner at an early stage. A Grievance letter shall be directed to the BOD president, which shall have 30 days to review the matter and issue a decision. If the BOD president requires further time to investigate the facts of the matter, the BOD president decision may be delayed by an additional 15 days. The BOD president shall issue a written decision on the matter, including specific remedial behavior or actions to be taken by the involved members, if necessary. If the decision of the BOD president is not satisfactory to one or both parties, the decision may be appealed to the BOT. The BOT shall review (and investigate the matter if deems necessary) and shall issue a written decision on the matter in thirty (30) days, indicating the specific remedial behavior or actions to be taken by the involved members, if necessary. The BOT's decision shall be final.

23. Voluntarily Withdrawal of a Board Member

Any Member of BOT or BOD may voluntarily withdraw from the respective Board by submitting a written request to the President. Except in emergency circumstances, it is

expected that the withdrawing Board member will serve until an effective date, mutually agreed upon with the President, to ensure the continuous and effective operation of the respective Board.

24. Involuntary Removal of Board Member, and Special Meeting

- a) The members of BOD, acting upon two third (2/3) majority vote, may suspend or remove any Member of the BOD for a “Cause” for removal, subject to Islamic due process. A Cause for removal may include, but not limited to: violating the ICF policies; violating Islamic or U.S. Laws; exhibiting a behavior that disrupts the ICF community or its programs and activities; or violating Islamic communal norms and standards outlined in the Quran and the Sunnah of the Prophet (PBUH).
- b) If a petition for removal of a BOD member (accused) is brought by ICF member(s), in good standing, such Petition shall be heard within seven (7) days by the remaining Board (BOT and BOD minus the accused). In such case, the petitioner(s) must present their evidence supporting the petition to the remaining Board, and following that, the remaining Board shall allow the accused Board member to respond. After hearing the petitioners’ presentation and the response of the accused Board member, the remaining Board members shall vote. If two third (2/3) majority of the remaining Board votes for Involuntary Removal, the accused Board Member shall be removed with immediate effect, and shall immediately return all property of the ICF in his/her control.
- c) In accordance with Islamic witness standards, if at least three (3) BOD members witness a behavior that is cause for Involuntary Removal as outlined in these By-Laws, then presentation of evidence and response shall be suspended, and the remaining BOD members shall vote. If two third (2/3) majority of the remaining BOD votes for Involuntary Removal, the accused Board Member shall be removed with immediate effect, and shall immediately return all property of the ICF in his/her control.
- d) It is the expressed goal of the BOT and BOD to act in the highest manner possible to protect, preserve and expand the moral and spiritual levels of the ICF community. If ICF member(s), in good standing, believe that members of the BOD have failed to responsibly execute its moral, spiritual, and fiduciary responsibilities, they may submit a Petition, containing the specific details with the signatures of not less than two third (2/3) of the ICF members, in good standing, to the BOD General Secretary with a request for a special General Body Meeting. Upon receipt of such Petition, the General Secretary shall call for a Special Meeting of General Body within three (3) weeks and release the agenda for such Special Meeting along with the specific details. Such Special Meeting shall be presided over by the BOT Chairperson, and shall be attended by all BOT and BOD members. Such Special Meeting of General Body shall provide an

opportunity to the Board members to listen and respond to the concerns of the General Body. The BOT may require BOD to develop and submit a plan to the BOT in thirty (30) days to address the concerns of the General Body and to serve the Community better.

25. Meeting Quorum and Voting Procedures

25.1 Quorum:

- a) A minimum of twenty percent of all the ICF Members, in good standing, present in person or by proxy, shall constitute a quorum at any General or Special Meeting of ICF General Body.
- b) Similarly, in case of Meetings of BOD or BOT or a Combined Meeting of BOT and BOD, the presence of more than 50% of the relevant members, in person or virtually via audio or video links, shall constitute a quorum.

25.2 Voting by Proxies, by Voice or Ballot, and Recording of the Votes:

- a) At all General and Special Meetings, each ICF Member, in good standing, may vote in person or by proxy. All proxies shall be in writing and must be filed with the General Secretary of the BOD prior to the meeting. Every proxy shall be revocable.
- b) Voting Questions arising at any General or Special Meeting shall be decided by a simple majority vote of the members, in good standing, present in person, unless otherwise required by the By-Laws on specific issues. All votes at any such meeting shall be taken by voice of assent or dissent. However, on any issue, the members of BOD or BOT may require the vote to be taken by ballot.
- c) A declaration by the President that a resolution has been carried and an entry to that effect in the minutes shall be prima facie evidence. No further proof of the number or proportion of the votes recorded in favor or against such resolution shall be required.

25.3 Notice of the Meetings:

- a) Whenever a notice is required, such notice may be: a) given personally by telephone,
- b) sent by e-mail or by mail to the member's most recent mailing (or email) address in the Membership Record Book of the ICF, c) posted as a notice on the bulletin board and d) announced as an announcement at Friday prayers.

26. Elections

- a) ICF shall hold election every 2 years in the month of November to fill the BOT and BOD positions, which are to become vacant on January 1, the following year. In addition to the full-term vacant positions, election shall also be held to fill the remaining term positions which became vacant after the last election and were filled temporarily by appointments.

- b) New BOT and BOD members, elected in the election in November, shall take the charge of their respective positions on January 1st, the following year.
- c) The BOD shall appoint an election committee in August of the election year to manage all issues related to the elections (including but not limited to the announcement of vacancies to be filled by election, receiving the nomination and checking the eligibility of the candidates, preparation of ballots, and tally of the votes). The final results of the election shall be announced by the BOD President.
- d) To be eligible to cast vote (in person, by proxy, or by email), a member must have ICF membership number, be in good standing, and must have paid the membership dues at least eight (8) weeks before the election date.

27. Dissolution

The ICF Corporation may be dissolved upon: (a) the written recommendation of all the members of the Board of Trustees, (b) the written recommendation of not fewer than Seventy-five percent (75%) of the members of the Board of Directors, and (c) the affirmative vote of more than three fourths (3/4) of the General Body Members, in good standing. Upon dissolution of ICF, the Board of Directors shall, after paying or making provisions for the payment of all liabilities, transfer all assets of ICF to organization(s) organized and operated exclusively for Islamic religious purposes, and are exempt organization(s) under Section 501 (c) (3) of the Internal Revenue Code. In case of the non-existence of any such organization, funds/assets shall be transferred to Islamic organization(s) exclusively operating for religious, charitable, or educational purposes as an exempt organization(s) under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law), as determined by the Board of Directors. Any assets which are not disposed of, as described above, shall be transferred by a Court of Common Pleas of the County (in which the Principal Office of ICF is then located) exclusively to such Islamic organizations as determined by the said Court.

28. Miscellaneous

- a) The rules contained in the current edition of “Robert’s Rules of Order” shall be advisory in all cases to which they are applicable, and not inconsistent with these By-Laws.
- b) No member, officer, or trustee of this Islamic Center, personally or otherwise, shall be liable for any debts, liabilities and/or obligations of the Islamic Center, to the extent permitted under applicable laws. ICF will hold all BOT and BOD members harmless from all liability, to the extent permitted by laws.
- c) All materials, including records, files, correspondence, software, etc. shall be kept at the principal address, except for such items and for such periods as may be reasonable and practicable, that they be in the custody of such persons as authorized by the Board.

(Updated on Dec 13, 2021)