

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

In The Name Of Allah The Beneficent The Merciful.



## **MASJIDU NUUR ISLAMIC COMMUNITY CENTER-BYLAWS**

Bylaws of Masjidu Nuur Islamic Community Center of Kansas City

A Religious Organization

### **ARTICLE ONE**

1. The name of the organization shall be Masjidu Nuur Islamic Community Center.
2. The exclusive purpose of this organization is to provide Islamic spiritual guidance, comfort and instruction to all who seek it within the meaning of Section 501(c)(3) of the Internal Revenue Code.
3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
4. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the incorporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.
5. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).
6. Upon the dissolution of the corporation, the Board of Directors shall, after paying or

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making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or the such organization or organizations organized and the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of under Sharia law under such rules and/or procedures as the Board may decide. If no such provision is made then the assets shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

7. The duration of this corporation is perpetual.

### **ARTICLE TWO**

#### **BOARD**

8. There will be nine (9) board members.

9. Board members will be elected by members of the Board annually.

A. Manner of Election:

The present members to serve until expiration of their present terms. Thereafter, as said terms expire the general membership at the September membership meeting shall vote by secret ballot to elect by a majority vote three (3) directors to serve for three (3) years.

B. Vacancy:

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Any vacancy on the board shall be filled by a vote of a majority by the remaining directors. The board has the power to fill or leave unfilled all the vacancies occurring on the board of directors.

### **C. Meetings:**

Board meetings shall be held monthly at the place and time suitable to the board members. Special board meetings may be called by order of the President or Vice-President, with proper notice.

### **D. Expulsion:**

Any board member can be expelled for failure to perform his or her duties by a two thirds (2/3) vote of the entire board or by a majority vote if the entire board is not present. Said action may be taken at any regular or special meeting of the Board.

### **E. Appeal:**

Any member so expelled may appeal to the general membership at the next general meeting and upon receiving a majority note shall be reinstated.

### **F. Ex-officio:**

The President may appoint Ex-Officio members of the Board of Directors to head up special projects, replace departing officers when no other member of the Board of Directors can take on the departing officer's duties, and for such other reasons as he/she deems fit.

a. Ex-Officio board members shall be confirmed by majority vote of the Board of Directors at the next regularly scheduled Board of Director's meeting.

b. Ex-Officio directors may participate in debate on an equal basis with other directors, but shall to be voting members unless replacing current board positions.

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10. No board member can initiate or authorize the startup of a project without the consent of the other members.
11. No member can stand on the stage (pulpit) and/or get on the microphone to make an announcement without prior approval of the board.
12. Each Board member has one vote. In cases of a tie vote the president's vote will be equal to two votes.
13. The corporation may acquire, in any legal manner, by purchase, gift, devise, bequest, or otherwise, any and all kinds of property which the Board of Directors may, by resolution, accept.

### **ARTICLE THREE**

#### **EXECUTIVE BOARD MEMBERS**

14. The primary duty of the Executive Committee will be to conduct the business of the Mosque without asking the return of any favors from anyone. The duties of the executive committee is one seeking reward from Allah (s.w.).
15. The duties of the officers of the Executive Committee will be as follows:
  - A. President-The chief executive and operating officer of the corporation. The president shall preside over all meetings of the board of directors. Shall have general charge of the business affairs and property of the corporation. Serve as Chairperson of the Executive Committee, to conduct the business of the Mosque including appointment of necessary committees suggested and approved by the Executive Committee. Official communicator to government personnel at the federal, state, and local levels including but not limited to the IRS, FBI, city compliance offices. Updates the yearly registration of the organization. Responsible for all official communications. Represents the

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organization at religious meetings with the Imam. Delegate the duty of the Friday Khutbah in the absence of the Imam.

B. Vice-President- Perform the role of the president in the absence of the president and perform such special duties assigned by the president.

C. Secretary – To handle and supervise the systematic keeping and update of membership affairs, take minutes of all meetings of the general membership and Executive Committees. Act as the Board president in the absence of the President and the Vice-president.

D. Treasurer – Be responsible for all financial matters of the Mosque, to keep records of all financial transactions, to notify all dues, statements to members. Records kept by the Treasurer shall remain the sole property of the Mosque. The treasurer has to present monthly financial report to the executive committees. File IRS tax filings as required.

E. Members at Large – Shall assist in the formulation and execution of all activities of the Mosque.

A. The Board of Directors may elect or appoint such other ex-officio officers as it shall deem desirable.

B. Such officers shall have the authority and to perform the duties prescribed by the Board of Directors.

16. Each member of the Executive Committee shall be a verifiable Muslim, Ahlu Sunna, Mathabi, and Ash-ari.

### ARTICLE FOUR

#### MEETING PROCEDURES

17. The Board of Directors will meet once in every month.

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- A. The meeting may be held more than once a month.
- B. A quorum of the committee will consist of at least three members in the presence of the president or vice president.
18. After a quorum is attained, the President will call the meeting to order. The meeting will open with a prayer.
19. The Secretary will read out the addenda for the meeting and will make additions or deletions. The Secretary will then read the minutes of the previous meeting.
20. A second is needed for any motion made. In case of a lack of a second, the motion will fail.
21. After a motion is made and seconded, it will be put to a vote.
22. Any motion contrary to Islamic Sharia and the doctrines of Ahlu Sunna is unacceptable.
23. A member can ask for an opinion concerning propriety of a motion made as to whether it is within the context of Islamic Shariah. If this request is seconded, the motion is postponed till the next meeting, to enable the member in consultation with the executive committees and other sources, to critically evaluate the motion as to whether it is within Islamic Shariah. Thereafter, it is incumbent that a decision be made at the following meeting.
24. If a consensus is unattainable in a decision making process, a simple majority in vote of the Executive Committee members will be binding. In case of a tie, the side on which the president votes will prevail.
25. The President will adjourn the meeting after entertaining a motion to do so, with a second to follow. On approval by a majority vote, the President will declare the meeting

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to be adjourned.

### ARTICLE FIVE

#### IMAM

26. The Imam shall be hired or fired by a 2/3 vote of the Board of Directors.

27. By virtue of his knowledge of Islam, the Imam shall guide and assist in the religious and educational activities of the Mosque. The function of the Imam of the Mosque shall be to preserve its unity, to keep it faithful to the principles of Islam, to lead the membership to the fulfillment of their religious obligations, to impart a knowledge of the doctrines, traditions, principles and practices of Islam and to guide the growth, progress and enlightenment of the congregation and the general community at large.

28. The Imam is required to be a verifiable Muslim Ahlu Sunna, Mathabi, an-Ashari.

29. The duties of the Imam include but are not limited to:

- A. Lead the Sermon and Friday prayers.
- B. Lead the five daily prayers.
- C. The Imam shall represent the Mosque at religious events and conferences together with the president.
- D. The Imam shall assist in maintaining and improving a curriculum for the Islamic-weekend School.
- E. The Imam together with the executive committee shall oversee the religious instruction of the Masjidu Nour Islamic Community Center of Kansas City, and shall coordinate his efforts with any committee that the Board may establish.
- F. The Imam shall be responsible for the conduct and observance of the Islamic Holidays and the performance of marriages, funeral, embrace of new converts to the

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religion of Islam and other Islamic rites.

G. The Imam shall be responsible to the Board of Directors of Masjidu Nuur Islamic Community Center for the performance of all his duties.

H. While the duties, obligations and functions of the office of the Imam may, from time to time, be expanded, the Imam shall hold his position on the approval of the Board of Directors.

### ARTICLE SIX

#### AMENDMENTS

The board of directors may adopt, repeal, or amend the by-laws provided such actions are not inconsistent with the Articles of Incorporation as amended. Requires two thirds (2/3) majority.

### ARTICLE SEVEN

#### SUSPENSION OF MEMBERS

A. Individuals. Individuals shall be suspended on non-payment of annual dues. An individual shall be expelled for causes detrimental to the Alliance, upon majority vote of the Board of Directors.

B. Reinstatement. Any individual member may be reins state after being suspended upon payment of current dues. Any individual member that has been expelled for cause may be reinstated by a majority vote of the Board of Directors.

### ARTICLE EIGHT

#### EXPULSION OF MEMBERS

Any individual member can be expelled for good cause shown by two thirds (2/3) majority vote of the Board of Directors.



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### ARTICLE NINE

#### CONFLICT OF INTEREST POLICY

##### Part I

##### Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (here in after Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

##### Part II

##### Definitions

- 1. Interested Person** Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- 2. Financial Interest** a person has a financial interest if the person has, directly or indirectly, through business, investment, or family;
  - a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement.
  - b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
  - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or

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arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Part III Section

2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### Part III

#### Procedures

1. **Duty to Disclose** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
2. **Determining Whether a Conflict of Interest Exists** after disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon the remaining board or committee members shall decide if a conflict of interest exists.
3. **Procedures for Addressing the Conflict of Interest**
  - a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
  - b. The chairperson of the governing board or committee shall, if appropriate, appoint a

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disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination is shall make its decision as to whether to enter into the transaction or arrangement.

### **4. Violations of the Conflicts of Interest Policy**

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

### Part IV

### Records of Proceedings

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The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

### Part V

#### Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

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### Part VI

#### Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy.
- b. Has read and understands the policy.
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

### Part VII

#### Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures and arrangements with management organizations conform to the Organization's written policies, are properly recorded reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

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Part VIII

Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsible for ensuring periodic reviews are conducted.

Approved by the Board of Directors this \_\_\_\_\_ day of \_\_\_\_\_,  
2017.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary