

Proposal One



THE PROPOSED CHANGES ARE IN BOLD, ITALICS AND UNDERLINED

In The Name of Allah, The Beneficent, The Merciful

**CONSTITUTION OF
THE ISLAMIC CENTER OF MORGANTOWN**

We, the Muslims of **Morgantown** and its vicinity, **West Virginia**, have agreed to, and have adopted, the present constitution and do hereby establish an organization to be known as **The Islamic Center of Morgantown (ICM)**.

ARTICLE I: AIMS AND PURPOSES

Section 1

The aims and purposes of the ICM are to serve the best interest of Islam and the Muslims of the North-central West Virginia region. Towards this end, ICM shall:

- a. Help Muslims carry out Islamic activities in pursuance of Islam as a complete way of life;
- b. Carry out religious, charitable, literary, scientific research, and other Islamic activities;
- c. Strengthen bonds of brotherhood among Muslims and non-Muslims in accordance with Islam.
- d. Help Muslims and non-Muslims understand the teachings of Islam.
- e. Further cooperation with the existing Muslim organizations;
- f. Be confined to religious, charitable and educational activities in accordance with Islamic teachings and in compliance to Section 501(c)(3) of the Internal Revenue Code, as amended;
- g. No revenue collected, in whole or in part, will be distributable to its members, trustees, officers, or other private persons, except the payment of reasonable compensation for services rendered by individuals or committees and the payment and distribution for the fulfillment of the purposes set forth in the ICM Constitution. This will be carried out in conjunction with article XV: Conflict of Interest Policy.
- h. ICM will not endorse nor campaign for any political candidate running for local, state or federal elections. However, the ICM will encourage its members to fulfill their civic

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obligations and participate in officially sanctioned elections. ICM will work to inform the electorate of related concerns and issues so they can make educated decisions.

Section 2

ICM shall maintain an office at the premises of 434 Harding Ave, Morgantown WV, 26505, U.S.A or any other ICM designated location to be determined by the ICM EC and BOT in the future in case of relocation.

Section 3

ICM shall be a non-profit, Islamic, religious organization.

ARTICLE II: AFFILIATION

Section 1

ICM shall be affiliated with the Islamic Society of North America (ISNA) and the North American Islamic Trust (N.A.I.T.).

Section 2

Real estate purchased by ICM, 441 Harding Ave, Morgantown, WV, shall be entrusted with the North American Islamic Trust (NAIT). Any new real estate property purchased or donated shall be decided by the Board of Trustees of ICM.

Section 3

ICM may not undertake any activity that violates Islamic standards and the constitutions of ICM and ISNA or any state, local, or federal laws. In case of any such violation, the President of ISNA, may send a representative to discuss with ICM possible remediation of said violations.

Section 4

The Executive Committee of ISNA may revoke any decision of the Executive Committee of ICM if at least seventy percent of the “regular members” (Article III, Section 1a) of ICM so demand from the Executive Committee of ISNA. Such a demand should be made as a signed and notarized document.

Section 5

ISNA may send a representative to supervise the elections of the ICM.

ARTICLE III: MEMBERSHIP

Section 1

The membership of ICM shall consist of: (a) Regular member (b) Associate member and (c) Honorary member.

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a. A regular member for a particular year shall be any Muslim who wishes to be a member of ICM and agrees to abide by the ICM Constitution and the bylaws set forth by the ICM EC and has paid the required membership dues for that year. A regular member has the right to vote in all elections and General Body meetings.

b. An associate member of ICM for a particular year shall be any Muslim who wishes to be a member of ICM and agrees to abide by the ICM Constitution and the bylaw set forth by the ICM EC, but has not paid the required membership dues for that year. An associate member does not have the right to vote.

c. An honorary member for a particular year shall be a Muslim or a non-Muslim who has actively participated in the ICM activities and contributed significantly towards establishing a better understanding of Islam at an international, national or regional level. Nomination for an honorary member is made by the Executive Committee or the Board of Trustees, and approved by the majority of the BOT. An honorary member does not have the right to vote.

Section 2.

A Muslim member of the Muslim Students' Association - West Virginia University (MSA-WVU) is considered an "Associate member" of ICM for the same year. Change of status from an "Associate member" to a "Regular member" could be made by the payment of the required ICM membership dues for that year.

Section 3.

Membership dues for a particular year are due the first week of January. To be able to vote for ICM elections, membership should be paid by September 15. ICM members who pay after September 15 are not eligible to vote for the same year elections.

Section 4.

A lifetime membership is awarded to a Muslim who pays (\$1,000-\$5,000) in a single payment, unless the donor requests not to enlist his/her name as an ICM member. The treasure inquires about the donor's wish at the time of donation.

ARTICLE IV: Organizational Structure

The ICM will have 2 established structures: Board Of Trustees (BOT) and the ICM Executive Committee (ICM-EC). Each branch shall have its own election, responsibilities and accountabilities as outlined in Article V and VI.

ARTICLE V: Board Of Trustees (BOT)

Section 1 Elections

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- a. BOT will have five elected members consisting of a Chair and four other representatives of the community. Each member of the BOT must be a US Citizen OR permanent resident of the USA AND must be an active paid member of the ICM for at least five consecutive years. The maximum term of the BOT positions will be six calendar years starting from time of elections.
- b. All the ICM members running for BOT positions must agree in writing or e-mailing to the *nomination/election committee* that they are willing to run for the election at least ONE week before the election day.
- c. The General body (GB) will elect two new BOT members every two years. Election will be held along with Executive Committee elections in November. Order of elections will cycle among the members of the BOT such that the most long serving BOT seats will be up for re-election.
- d. Current BOT members can re-run for the election of the BOT.
- e. The elected BOT members will elect a Chair every year.
- f. If one or two BOT members fails to complete their term, then the rest of the BOT can appoint a temporary member(s) till the end of that BOT seat's term or until a new election/mini-election take place. In case 3 or more BOT members leave or resign, a new mini election should be held for the remaining terms for all the vacant positions within 30 days. The board CANNOT have more than two temporary members without re-election/ mini-election within 30 days.
- g. In case the BOT fails to organize an election for the BOT members, then the President of the ICM_EC has to call for BOT election within 30 days.
- h. *A husband and a wife can not serve on the BOT at the same time. Similarly, a husband and a wife can not serve on any voting committee comprised of five members or less.*

Section 2 Responsibilities:

The following will be among, but not limited to, the general responsibilities of the BOT who will work in cooperation with the ICM EC on:

- a. Long term regular fund raising for future growth, *including acquisition, construction and purchase of real estates..*
- b. Seeking permanent solutions to the parking logistics at the ICM.
- c. Seeking a permanent Imam.
- d. Establishing a graveyard for the community.

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- e. Establishing and maintaining legal basis for IRS non-profit status.

Section 3

The Board of Trustees can appoint honorary members to their board. These honorary board member(s) can attend meetings and voice their opinion but they have no voting rights.

Section 4

The Board of Trustees and the ICM Executive Committee will meet once every four months. In each meeting the ICM Executive Committee reports to the Board of Trustees the activities of the ICM. The BOT can give recommendations and ideas for the ICM Executive Committee.

Section 5

Although the Board of Trustees does not have the power to change any decision taken by the Executive Committee, they have the power to dissolve the Executive Committee and call for a new election as described in Article VI, section 5.

Section 6 Accountability:

The BOT will conduct its business according to the by-laws of the constitution and meet at least twice in a calendar year. The BOT will give its report to the general body twice a year (fall and spring) including the financial statement. The BOT can call the general body meeting for any extra ordinary issues facing the community at any time.

Section 7 Attendance:

A BOT member who has failed to attend three consecutive BOT meetings, without being excused by the Chair prior to the meeting, he/she shall be asked to give his/her explanation for the absence in writing. If he/she fails to do so or if his/her explanation is not satisfactory to the BOT, the latter shall consider his/her dismissal immediately from the office he/she is holding. The BOT shall grant him/her a hearing so as to enable him/her to defend his/her explanation for the absence. If he/she refuses to appear before the BOT within a period of six weeks, they shall decide an action based on the recommendation of the BOT.

Section 8 Dissolving the BOT:

In case the BOT fails to perform its duties accordingly, then it can be dissolved by 2/3rd majority of the general body. **However, ICM members petitioning to dissolve the BOT should be members of the ICM for at least two years from the date of the petition.** In case the BOT is dissolved as set forth, then a new election will be called for within 30 days by an election committee appointed by the President of the ICM_EC. However, in this case BOT and EC members CANNOT serve on the election committee and EC members CANNOT run for the BOT election. During this transition, ICM_EC will run the functions of the BOT for no more than 30 days. If an election could not be carried out within 30 days, the dissolved BOT will

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resume their roles and functions starting from the 31st day after dissolution until a new election is carried out by ICM_EC or until the end of their term.

Section 9: The Imam

- a. **The BOT appoints an Imam as follows:**
 - i. **The Imam will be part of the EC as a non-voting member. The ICM-EC should take input from the Imam regarding religious issues related to the organization.**
 - ii. **The ICM-EC should not interfere with the Job responsibilities of the appointed Imam. The ICM-EC and the Imam should work with each other regarding the day to day activities of the organization.**
 - iii. **Only the BOT or the General Body should be given the privilege to fire the Imaam with a minimum 3 out of 5 vote (for the case of BOT) and two thirds majority (for the case of the general body)**
 - iv. **Imaam responsibilities:**
 1. **Leading the daily Salaat.**
 2. **Managing the timing of the daily Salaat**
 3. **Leading the Friday sermons and organizing the Friday prayers. In his absence the Imaam should appoint someone to take care of the Friday prayers.**
 4. **Organizing the Friday Halaqa (Study Circle);**
 5. **Maintaining the library which includes books, booklets, audio/visual materials, and computer Hardware/ Software**
 6. **Conducting marriage and funeral ceremonies in the community. The Imam should keep and maintain all records related to the ICM activities.**
 7. **Participating/organizing lectures and open house events on a regular basis.**
 8. **Participating/organizing other outreach events in the greater Morgantown area.**
 9. **Counseling the community in religious matters**
 10. **Managing the Ramadan taraweeh prayers .**
 11. **Organizing Eid prayers and sermons.**
 12. **Participating/advising with Sunday School activities as needed.**
 - v. **The EC evaluates the Imam performance and submits two evaluation reports for the Imam yearly to the BOT.**

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- b. In case the Imam position is not filled (i.e. not sufficient funds, no qualified candidate,...etc), the BOT appoints a volunteer Imam and assigns to him necessary responsibilities until the position is filled.**

ARTICLE VI: ICM Executive Committee (ICM_EC):

Section 1 Election:

- a. The EC will have a total of nine members consisting of seven elected members and two regularly non-voting members (One BOT member and the Imam). The BOT member can vote only in case of ties. Quorum is four of the seven voting members and will not include the non-voting members. It is highly recommended that there should be female representation in the ICM-EC.**
- b. The term of the EC will be two years Starting on Jan 1st following the election year.
- c. The following will be the positions held by representatives of the EC:**
- I. President: responsibilities are defined in Article VI, section 2.**
 - II. General Secretary: responsibilities are defined in Article VI, section 2.**
 - III. Treasurer: responsibilities are defined in Article VI, section 2.**
 - IV. Maintenance director: responsibilities are defined in Article VI, section 2.**
 - V. Social activities director: responsibilities are defined in Article VI, section 2.**
 - VI. Public Relations director: responsibilities are defined in Article VI, section 2.**
 - VII. Sunday School Coordinator: responsibilities are defined in Article VI, section 2.**
- d. Qualification of the president: to be an active (paid) member of the ICM for at least two years.
- e. Qualifications for other EC members: to be an active (paid) member of the ICM for at least one year.
- f. All the ICM members running for EC positions must agree in writing (or e-mailing) to the **nomination/election** committee that they are willing to run for the election at least ONE week before the election day.
- g. If one or more (up to 3) ICM EC members fails to complete their term, then the EC can appoint a temporary member(s) till the end of the EC term or until a new election/mini-election takes place. In case 4 or more executive committee members leave or resign, a new mini election should be held for the remaining terms for all the vacant position within 30 days. The ICM EC CANNOT have more than 3 temporary members without re-election or mini-election within 30 days.

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h. A minimum of 10 eligible nominees will be required to hold general EC election (Delete that part).

- i. In case the EC fails to organize an election for the following EC by the end of their term, then BOT has to call for EC election within 30 days as mentioned before.

Section 2 Responsibilities of ICM EC Office Bearers:

a. The President shall be responsible for:

- I. The general management of all the activities of the ICM;
- II. Directing and coordinating all the activities so as to achieve the purpose of ICM;
- III. Calling and presiding over meetings of the Executive Committee and the General body;
- IV. Forming various Ad Hoc committees with the approval of the Executive Committee;
- V. Controlling funds and expenses of the ICM as provided in Article VIII, Section 10 ;
- VI. Presenting reports on the state of the ICM to the general body meetings;
- VII. Being the representative and correspondent of the ICM;
- VIII. Establishing and maintaining good relationship between the ICM, ISNA and other local organizations such as the MSA of West Virginia university.

b. The General Secretary shall be responsible for:

- I. Preparing and maintaining the minutes of all the Executive Committee and General Body meetings;
- II. Preparing the agenda for the Executive Committee and General Body meetings and notifying the members of the Executive Committee and the General Body of all meetings;
- III. Maintaining the list of the members and the volunteers for various functions of ICM;
- IV. Presenting at the beginning of every Executive Committee and General Body meeting the minutes of the previous meeting for approval by the Executive Committee/General Body;
- V. Posting of the bulletin board of the Mosque/Islamic center a list of members eligible to vote in the election. This list shall be posted at least 14 days before the election.
- VI. Being the contact person for issues dealing with the constitution.
- VII. Presiding over the Executive Committee meetings when the President is absent;
- VIII. Temporarily assuming the functions of the President when requested as such by him/her, or if the President is incapacitated.

c. The Treasurer shall be responsible for:

- I. Maintaining records of all financial transactions of the ICM. He/she shall be responsible for the systematic upkeep of books, receipts and other documents related to the ICM finances;
- II. Collecting and depositing all the funds received on behalf of the ICM;

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- III. Countersigning all withdrawal checks on behalf of ICM in accordance with article VIII, Section 9;
 - IV. Preparing the annual budget of ICM in consultation with the newly elected Executive Committee and presenting the same before the General Body meeting;
 - V. Presenting before the Executive Committee a quarterly report on the status of ICM financial affairs, including anonymous donations and total donations received by ICM;
 - VI. Planning fund-raising activities for the ICM with the help of other ICM EC members.
- d. Maintenance Director shall be responsible for:
- I. The general care of the ICM premises including general cleaning, maintenance of appliances, HVAC systems, fire alarms and security systems;
 - II. Making sure that the properties are organized and ready for events and school.
 - III. Maintenance of the mosque, annexed buildings and the parking lots.
- e. Social Activities Director shall be responsible for:
- I. Directing and supervising all arrangements for celebration of religious festivals and social programs such as picnics, dinners, Islamic topics, etc.
 - II. Informing the members about the time, place and details of the festivals, social events and sports;
 - III. Scheduling of all the activities that take place on the premises of the ICM.
- f. Public Relations Director shall be responsible for:
- I. Local media interaction.
 - II. Interfaith dialogues, open house activities, and outreach and Dawaa activities, in cooperation with other ICM EC members.
 - III. Being the spokesperson of the ICM.

g. Sunday School Coordinator:

Section 1 Selection of the Sunday School Coordinator:

After the ICM-EC elections, the newly elected ICM-EC members will choose one of them to be the school coordinator.

Section 2 Administration of Sunday School Activities:

- I. After the ICM-EC elections, the newly elected ICM-EC (or a search subcommittee assigned by the ICM-EC) will consult with parents of the school children to choose four members with educational experience. The four members with educational experience and the elected school coordinator comprise ICM School Board (ICM SB).**
- II. The ICM School Board (ICM SB) functions are:**

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- A. *The ICM SB will vote for one of them to be the School Principal (who may or not be the School coordinator).*
- B. *The ICM SB will develop internal guidelines (by-laws) to describe the responsibilities of the ICM SB positions (School Principal, School Treasurer, School Secretary, Curriculum Coordinator and other postions the school needs).*
- C. *The ICM SB will follow the rules and regulations of the ICM.*
- D. *The ICM SB will follow and adapt recommendations proposed by the ICM-EC and the BOT.*

II. The School Coordinator will report to the EC on the affairs of the Sunday School.

III. The Sunday School account will be a sub-account of the ICM account with the treasurer.

Section 3 Accountability of ICM EC:

The ICM EC will conduct its business according to the by-laws of the constitution.

Section 4 Attendance ICM EC members at meetings:

A member of the ICM EC fails to attend three consecutive ICM EC meetings, without being excused by the President prior to the meeting, he/she shall be asked to give his/her explanation for the absence in writing. If he/she fails to do so or if his/her explanation is not satisfactory to the ICM EC, the latter shall consider his/her dismissal from the office he/she is holding. The ICM EC shall grant him/her a hearing so as to enable him/her to defend his/her explanation for absence. If he/she refuses to appear before the ICM EC within a period of six weeks, they shall decide an action based on the recommendation of the ICM EC.

In the case the President fails to attend three consecutive ICM EC meetings, the President shall give to the Executive Committee his/her reasons in writing for his/her failure to attend three consecutive Executive Committee meetings. If the Committee does not find his/her explanation for having missed three consecutive meetings to be satisfactory, the General Secretary shall recommend to the General Body his/her dismissal from his/her office. The General Body shall grant him/her a hearing so as to enable him/her to defend his/her explanation for the absence. If he/she refuses to appear before the General body within a period of six weeks, it shall decide an action based on the recommendation of the Executive Committee.

Section 5 Dissolving the ICM EC:

In case the ICM EC fails to perform its duties accordingly, then it can be dissolved by:

- a. 2/3 majority of the general body. *ICM members who petition to dissolve the ICM EC should be members of the ICM for at least two years from the date of the petition.*
- b. Or at least 4 members of the BOT.

In case the EC is dissolved as set forth, then a new election will be called for within 30 days by an election committee appointed by the BOT. However, in this case ONLY, BOT members CANNOT serve on the election committee and/or CANNOT run for the EC election. During this transition, BOT will be running the day-to-day business of the ICM for no more than 30 days. If

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an election could not be carried out within 30 days, the dissolved EC will continue running the day-to-day business of the ICM starting from the 31st day after dissolution until a new election is carried out by BOT or until the end of their term.

ARTICLE VII: FINANCE

Section 1

The membership dues for students and non-students shall be determined by the Executive Committee at the beginning of every year, January 1st.

Section 2

Annual membership dues shall not be increased by more than 15% (fifteen percent) in any year without the approval of the majority of the members of the ICM.

Section 3

Membership dues for a particular year are due by *the first week of January of that year.*

Section 4

The Executive Committee may accept any contribution in any form, from any source consistent with the purposes of ICM and with the principles of Islam.

Section 5

All funds collected for a specific cause shall be used for that cause.

Section 6

The fiscal year shall commence on January 1 and end on December 31 of the same year.

Section 7

The association shall maintain the following separate accounts:

- a. Expense account - this shall be an interest free bank account for its current expenses. All of the association's income, receipts, dues, all other incoming checks or cash and all donations, shall be deposited in this account.
- b. Deposit account with NAIT - in this account shall be deposited all funds in excess of one year needs.
- c. *ICM School account – as per Article 7, Section 8. Delete that item.*

Section 8 Withdrawal of funds:

- a. All the withdrawals for equal or less than *\$1,500.00* in one calendar day will require written authorization of the treasurer. In the absence of the treasurer, the president of the Executive Committee of the ICM will authorize such transaction.

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In case of check withdrawals, signatures of the above mentioned persons are required.

- b. All check withdrawals from the Expense Account greater than **\$1,500.00** in one calendar day shall require two signatures: (1) the Treasurer or in the absence of the treasurer the President, of the Executive Committee of the ICM, and (2) the Chairperson of the Board of Trustees or in the absence of the Chairperson, the Vice-Chairperson of the Board of Trustees of ICM will sign the checks.
- c. **The total expenditure of the organization should not exceed \$5,000.00 per month. If the expenditure exceeds \$5,000.00 a month, the ICM-EC should review the items of expenditure with the treasurer.**
- d. All withdrawals from the deposit account with NAIT shall be cosigned by the Chairperson of the Board of Trustees, the Treasurer of the Executive Committee and a member of the Board of Trustees of the ICM.

Section 9 Authorization of Expenditure:

The President shall not authorize expenditure of more than **\$1,500.00** on a single expense without the approval of the Executive Committee of ICM; nor shall he authorize total expense on one occasion of more than **\$2,000.00** for regular or routine expenses such as electric, gas bills, small projects. For special projects, amount required more than **\$2,000.00**, must be approved by the Executive Committee of ICM.

Section 10

The Treasurer shall submit a financial report of every four-month period to the Executive Committee and the Board of Trustees, and annual report to the General Body.

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ARTICLE VIII: AD HOC COMMITTEES

Section 1

The General Body of the Association during a General Body meeting and/or the Executive Committee at any other time may appoint an Ad Hoc Committee in order to carry out any special assignment, task or project. The tenure of these committees may vary, depending upon the nature of the assignment. The assignment given to the Ad Hoc Committee shall be precisely defined in a memorandum from the Executive Committee to the Ad Hoc Committee. The limit on the expenditure, if any, that may be incurred in carrying out the assignment, shall be specified in the memorandum.

Section 2

The Chairperson of the Ad Hoc Committee shall be elected by the Executive Committee and shall call, preside over, adjourn the Committee meetings and plan and conduct the Committee's work.

Section 3

No person shall be the Chairperson of more than two Ad Hoc Committees at the same time.

Section 4

The Committee shall be allowed to continue its work uninterrupted under the guidance of the executive committee. Only the Chairperson of the Committee shall dismiss the committee after the assignment has been accomplished and he/she has submitted to the President a report to that effect.

Section 5

The recommendations of the Ad Hoc Committee shall be honored and carried out unless a simple majority of the members present in a General Body meeting called to discuss those votes for any changes.

Section 6

The Committee shall have a fixed number of members.

Section 7

None of the Committees shall bypass the Executive Committee in calling General Body meetings.

ARTICLE IX: MEETINGS

Section 1

The association shall have at least one General Body meeting during the year. The presence of 20% of the members of the association shall constitute a quorum for a General Body meeting.

Section 2

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There shall be a joint ICM Executive Committee and Board of Trustee meeting during the first two weeks of Sha'ban , in preparation of Ramadan.

Section 3

An emergency meeting of the Executive Committee may be called by a petition signed by 10 or 10% (ten or ten percent) of all members, whichever is larger. Such a meeting shall be held within a week after the written petition is presented to the President.

Section 4

The Executive Committee shall meet at least once every month at a convenient time and place.

Section 5

The President may call Executive Committee meetings in addition to the monthly meeting whenever he/she deems it necessary.

Section 6

A General Body meeting of the Association announcement shall be made at least two weeks prior to the date of the meeting.

Section 7

An emergency Executive Committee meeting may be called at the request of at least 1/3 of the Executive Committee members. Such a meeting shall be held within one week after the written request is made to the President.

Section 8

The presence of one half of the members of the Executive Committee members shall constitute a quorum for an Executive Committee meeting. If consistently there is no official quorum, the emergency meeting between the existing executive committee members and the Board of Trustee members will be held for discussion and appropriate action.

Section 9

The decision on every matter in the Executive Committee meeting shall be reached by a majority vote of the members present. The members not attending the meeting shall not be able to vote.

Section 10

The Executive Committee may invite past Executive Committee members and/or any other members to any Executive Committee meeting in order to know the history of the past decisions and/or to seek their views on the items on the agenda of the meeting. However, none of the invitees' shall have a right to vote in any Executive Committee meeting.

ARTICLE X: AMENDMENT PROCEDURE

Section 1

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A proposal for amendments shall be signed by 20 percent of the members, and submitted to the General Secretary who shall mail the proposal to the members and call a General Body meeting within thirty days after the receipt of the proposed amendments.

Section 2

The quorum requirement for voting on amendments shall be 50% (fifty percent) of the total members.

Section 3

An affirmative vote by at least 2/3 of the members present shall be necessary for the adoption of all amendments.

Section 4

If 50% (fifty percent) of the members are not present in a General Body meeting called for voting on the proposed amendments, another General Body meeting shall be called for the same purpose within four weeks after the meeting, with a quorum requirement of 1/3 of the total members, a minimum of 15 members. If the quorum requirement is met, the proposed amendments shall be discussed and adopted by a 2/3 majority of the members present. . If the quorum requirement is not met, the current proposal is dropped and must be run through the amendment procedure before it can be brought for voting by the general body again.

Section 5

Amendments to any of the following Sections may not be valid without the prior proposal or the later confirmation of the Executive Committees of ISNA These Sections are:

All Sections of Articles I and II;
Section 5 of Article XI and
Article XVI

ARTICLE XI: MATTERS OF ARBITRATION

Concerning any claim, demand, dispute, controversy, and difference arising out of or between any member (in any category) and an officer, employee, trustee, or a member of a committee of ICM, among themselves or between any of them, the matter of difference is to be resolved among the parties involved in an amicable spirit of Islamic brotherhood.

If a peaceful agreement can not be reached between the parties then the matter will be exclusively settled by arbitration as set forth in the following procedure:

- a. Either party may, by written notice to the president, within 45 days after a controversy has arisen that is subject to arbitration, request the appointment of arbitrator(s).**
- b. The president will, within 30 days after receipt of the request, inform, in writing, the parties to the dispute, of the pending request and ask for their selection of arbitrator(s).**
- c. If all parties agree on arbitrator(s), within fifteen (15) days of the request the president will appoint arbitrator(s) for the controversy.**

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- d. If parties cannot agree on arbitrator(s), then the EC and the BOT will select arbitrator(s).*
- e. Arbitrators will hold an arbitration hearing within thirty (30) days after appointments.*
- f. At the hearing, arbitrator(s) will allow each party to present that party's case, evidence and witnesses, if any, in the presence of the other party and will render their decision, within fifteen days of the conclusion of the hearing, as the arbitrator(s) deem just.*
- g. The decision of the arbitrator(s), if single, or the majority of the arbitrators, if more, will be obligatory on the parties. All parties to the arbitration will take part in the arbitration proceedings in good faith and will abide by the decision of the arbitrator's in the conduct of the arbitration as well as the final decision.*
- h. With respect to any dispute or controversy that is made subject to arbitration under the terms of this Article, parties have to sign a consent that no suit at law or in equity based on such dispute or controversy will be instituted by either party, except to enforce the decision of the arbitrators or on the ground only of malicious, willful and flagrant violation of law and intentional miscarriage of justice by the arbitrator(s). No party to the arbitration will have a right to sue an arbitrator if it is not satisfied with the decision or the manner in which the arbitration was conducted.*

ARTICLE XII: JUDICIARY PROCEDURE

Section 1

Any charges against a member including but not limited to misappropriation of funds, fraud, corruption, violation of the constitution, etc., can be brought against a member by a petition signed by at least 10 or 10% (ten or ten percent) of total members, whichever is larger. The petition shall be handed over to the President. If the charges are against the President, the petition shall be handed over to the Chairman of the Board of Trustees of ICM.

Section 2

The Executive Committee shall meet within two weeks of receipt of the petition in order to set up a panel to hear the charges.

Section 3

The panel shall consist of an Executive Committee member and four other members outside the Executive Committee. The member or the group of members against whom the charges have been brought shall have the option of picking by random drawing four names from a basket containing the names of all the members of the Association, and the Executive Committee member who will serve on the panel shall be picked in a similar way. If the charges are against one or more Executive Committee members, the names shall be picked by random from the names of all members of the Association other than Executive Committee members.

Section 4

The persons against whom charges have been brought do not qualify to be on the panel. The member shall have been an ICM member for at least six months to serve on the panel.

Section 5

Proposal One (November 22, 2009)

The panel shall appoint its own Chairperson.

Section 6

If the accused persons refuse to exercise the right to draw the names of members on the panel, the President or his replacement shall draw the names in the presence of the Executive Committee.

Section 7

The Chairperson of the panel shall fix the time for the first session of the panel within two weeks after the formation of the panel and shall notify, in writing, the panelists at least one week before the scheduled session.

Section 8

The panel shall hear the charges as well as witnesses from both sides, examine all evidence and arrive at a recommendation and determine an appropriate measure including suspension or termination of membership. The panel will forward its recommendations to the Board of Trustees for decision.

Section 9

The Board of Trustees will inform their decision to the general body.

ARTICLE XIII: ELECTIONS

Section 1

Annual elections shall be held on the first week of November every two years in order to elect the Executive Committee and Board of Trustees seats for the following years' term. **ICM School Board elections will be held as per Article VII. (To be deleted)**

Section 2

The nomination process and election will be conducted by one committee: the nomination/election committee. The nomination/election committee will comprise of three members: one member of ICM Board of Trustees (BOT), one member from ICM Executive Committee and one member from the community. If available, nominees should represent different countries.

Section 3

The elections shall be conducted by an Election committee comprising three members nominated by the Executive Committee, who may be same or different from the nomination committee and the member of the Board of Trustees (section 2, above). (To be deleted).

Section 3

The nomination for the election must reach the **nomination/election committee** at least one week before the specified time for election. The time of election shall be announced by the Executive Committee during **the first week of October.**

Proposal One (November 22, 2009)

Section 4

The nominees must be members of the Association for at least one year. **It is recommended not to have more than two nominees with origin from the same country. There will be at least ten (10) nominees. (To be deleted).**

Section 5

The new executive committee will elect office holders with majority vote.

Section 6

The newly elected Executive Committee shall assume the charge of the Association on the first of January of the following year.

Section 7

A member who has paid his/her annual membership dues after September 15th shall not have the right to vote in the election of the same year.

Section 8

The election officers shall not campaign in favor of or against any candidate from two hours before the election till the end of the election. All the election officers shall have the right to vote.

ARTICLE XIV: MISCELLANEOUS

Section 1

The association shall continue as a Non-profit Religious Organization.

Section 2

The quorum requirement for a General Body meeting and its deliberations except for voting on amendments to the constitution shall be 20% of total voting members.

Section 3

If the quorum requirement as specified in Section 2 in this Article is not fulfilled in a meeting, another General Body meeting shall be called for the same purpose within a month after the meeting in which there shall be no quorum requirement for voting on matters which were to be voted on in the previous meeting.

Section 4

In case of ambiguity or conflict between two or more sections of the constitution, the Executive Committee will request the Board of Trustees for clarification.

Section 5

A member of the Executive Committee or Ad Hoc Committee who is indicted or arrested or against whom trials are pending in a State or Federal court shall be immediately reviewed. If he/she is convicted after all appeals, he/she shall be reviewed by the Executive Committee/Board of Trustees for action.

Proposal One (November 22, 2009)

Section 6

If a member of the Executive Committee resigns or moves away from the area or is dismissed, the Executive Committee shall co-opt a member to fill the vacated office as per Article VI section 1, sub-section g.

Section 7

Election: *In case four or more executive committee members leave or resign,* a new mini election will be held for the remaining term for the vacant position as per Article VI section 1, sub-section g.

Section 8

A Muslim who desires to talk to the Juma'a after a Friday Prayer shall seek the consent of the Religious Coordinator/Imam and announce it one week before he/she intends to do so. If there are more than one Muslim desiring to address the Juma'a, the Imam shall schedule their talks. A Muslim desiring to address the Juma'a who has not sought consent for the purpose a week earlier may be allowed to do so if no one is scheduled to talk for the day, or may be permitted by the Imam.

Section 9

Each member shall exercise tolerance and respect the right of other members and their opinions.

ARTICLE XV: CONFLICT OF INTEREST POLICY

The Islamic Center of Morgantown (ICM) accepts the following conflict of interest policy which conforms to the IRS guidelines.

Section 1: Purpose and Definitions

The purpose of the conflict of interest policy is to protect this tax-exempt status of the ICM when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or a member of the ICM.

Interested Person: an officer or member of ICM who has direct or indirect financial interest, as defined below, is an interested person.

Financial Interest: A person has a financial interest if the person has, directly or indirectly, an ownership, potential ownership or compensation in any entity with which the ICM has a transaction or arrangement.

Proposal One (November 22, 2009)

A financial interest is not necessarily a conflict of interest, unless the BOT or a committee decides that a conflict of interest exists.

Section 2: Procedures

1. Duty to Disclose: An interested person must disclose the existence of the financial interest to the BOT or members of the committee.
2. Determining Whether a Conflict of Interest Exists: After disclosure of the financial interest, the interested person may make a presentation and explain his case. The interested person leaves the room. The BOT or committee shall decide by a vote, after thorough investigation, if a conflict of interest exists.
3. If the BOT or committee has reasonable cause to believe a member has failed to disclose actual 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.
4. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the BOT or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 3: Records of Proceedings

Written minutes of all the meetings of the BOT or the committee should include dates of meetings, persons present and all discussions and decisions made.

Section 4: Compensations

Proposal One (November 22, 2009)

A voting member of the BOT or committee who receives compensation, directly or indirectly, from the ICM for services is precluded from voting on matters pertaining to that member's compensation.

Section 5: Annual Statements

Each BOT member and committee members with delegated power shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the ICM is a 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.

Section 6: Periodic Reviews and Use of Outside Experts

Periodic reviews of the ICM compensations and arrangements will be conducted to ensure the ICM operates in a manner consistent with its charitable purposes.

During the periodic reviews, outside experts can be used as necessary.

ARTICLE XVI: CONSTITUTION - ADOPTION AND EFFECT

The constitution shall be effective immediately after it has been adopted by a majority of the members present in the General Body meeting, with a quorum of 50 percent of the total voting members.

ARTICLE XVII: DISSOLUTION

Proposal One (November 22, 2009)

If the situation arises which makes the dissolution of ICM inevitable, the Board of Trustees of ICM shall call upon the Executive Committee of ISNA to handle the process dissolution. Any surplus assets, after meeting all liabilities, shall be distributed to The North American Islamic Trust, Inc., which is an exempt organization under Section 501(c)(3) of the internal revenue Code. NAIT will assign the assets to Islamic Center/s and or Mosque/s located in West Virginia or to an organization for the establishment of Islamic Center/Mosque in West Virginia.

In case of the nonexistence of The North American Islamic Trust, Inc., first disposal shall be made to one or more of the affiliated Islamic organizations which shall have an exempt status under Section 541(c)(3) of the Internal Revenue Code, and then to an Islamic organization organized and operated exclusively for religious, charitable, educational, or scientific purposes as shown at the time qualified as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine any of such assets not shown as disposed of, shall be disposed of by the Court of Common Pleas of the county in which the Principal Office of the Organization is then located, exclusively for such Islamic organizations as said Court shall determine, for the purpose of support or/and establishment of an Islamic Center/mosque in West Virginia.

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