

THE CONSTITUTION OF EAST COBB ISLAMIC CENTER

Preamble

We, the Muslims of Cobb County, GA with the Name of Allah, most Gracious, most Merciful, undertake to bring about for ourselves and our posterity the wherewithal to experience and practice Islam as a complete way of life; to create an ambience which allows us and our progeny to identify with and embrace our faith and its values without hesitation; to foster the obedience to His commands through knowledge; to bring together resources in order to meet the social and religious needs of an expanding community of Muslims in this area; to present our faith and values to members of other faith; and to support the establishment of a scholar or scholars of higher learning in order to answer new and unique questions relating to our American experience which a cursory study of Islam is insufficient to answer.

To these ends we hereby establish the East Cobb Islamic Center and adopt this constitution providing us with the means to conduct its affairs, *Insha Allah*.

I. Organizational Objectives

A. To establish and maintain facilities to practice Islam in accordance with the *Quran* and the *Sunnah* – as defined by the *Ahl-al-Sunnah wa-al-Jamah*;

B. Promote a family friendly environment where-

1. The facilities will be inviting and safe for the very young and the infirm;
2. It will be possible for Muslims of all ages and diverse cultural, national and linguistic origins to interact and develop lasting relationships; and
3. Men and women both feel comfortable retreating to the sanctuary of the *Masjid* for worship;

C. To develop and support religious, social, counseling, civic, charitable, literary, athletic, scientific, research and other activities and services pertaining to the realization of Islam as a complete way of life;

D. To establish educational programs including–

1. Informal as well as formal programs addressing Islamic religious subjects;
2. Those designed specifically for the youth, their spiritual, emotional, intellectual and physical development;
3. Ones for women, their spiritual, emotional, intellectual and physical development; and
4. Those for educating and supporting new Muslims

E. Provide a wholesome experience for the youth in our community, whereby they can mutually experience and embrace Islamic practices and values, and develop a strong Islamic identity.

F. To collaborate with other *Masajid* and other religious organizations;

G. To support the establishment of a scholar or scholars with exceptional education in Islamic Studies and familiarity with Western Society and capability of adjudicating on unique and unprecedented conditions and situations;

H. To receive, hold, invest, and disburse monies and properties or the income thereof, which may be vested in or entrusted to the care of ECIC whether by donations, gift grant, bequest, devise, or otherwise for the furtherance of the aims and objectives of ECIC; and

I. To conform to the laws of Cobb County, the State of Georgia and the United States of America

II. Nature & Affiliation

A. ECIC is formed and operating upon the articles, conditions and provisions relative to non-stock not-for-profit corporations that are contained in the general laws of the State of Georgia and accordance with U.S. laws. ECIC is organized and shall be operated exclusively for religious, educational, and charitable purposes within the meaning of sections 170(c) (2) (B), 501(c) (3), 2055(A) (2), 2106 or 2522(a) (2) of the Internal Revenue Code. No part of the net earnings or assets of ECIC shall inure to the benefit of, or be distributable to the members, Trustees, Officers, other private individuals, or organizations organized and operating for profit (except that ECIC shall be authorized and empowered to pay reasonable compensation for or make payments and distribution in furtherance of the purposes as hereinabove stated).

B. ECIC shall not participate or intervene in (including publishing or distribution of statements of) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions herein, ECIC shall not carry on any activities not permitted to be carried on:

1. By an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) of such Code and/or
2. By an organization, contributions to which are deductible under Sections 170(c)(2), 2055(A)(2), 2106 or 2522(a)(2) of the Internal Revenue Code.

C. ECIC is a completely independent corporation under the laws of the State of Georgia and has no fiduciary relationship or otherwise with any other Organization, and shall continue to operate under its own Constitution and By-Laws.

D. 'ECIC' and 'East Cobb Islamic Center' is the 'doing-business-as' (DBA) term for CCIC, Inc.

III. GENERAL BODY (GB)

A. Definition of a Muslim: A Muslim is a person who believes in:

1. Allah *Subhana wa Tala*;
2. Prophet Mohammad *Sallallahu alai wa Sallam* as the last and final prophet and messenger of Allah *Subhana wa Tala*;
3. The Quran, as revealed to Prophet Mohammad *Sallallahu alai wa Sallam* from Allah *Subhana wa Tala*; and
4. The Holy Quran as the basis of binding guidance in life and the *Sunnah* of Prophet Mohammad *Sallallahu alai wa Sallam* as its practical application.

B. Qualifications, Types and Rules of Membership:

1. Members must be Muslims as defined herein, 18 years or older and live within a radius of 15 miles from ECIC.
2. Any member who moves his or her primary residence beyond the 15 mile radius from ECIC shall cease to be a member 6 months after their moving date. It is the responsibility of the member to inform ECIC about his/her move within 90 days of moving.
3. Types of Membership:
 - a) Regular Member – All Muslims, male and female who are residents of Cobb County, who accept the Constitution and aims and objectives of ECIC, and pay their membership dues shall be eligible to become a regular member. Regular members shall be eligible to vote provided that their dues have been paid at least six months (i.e. no later than April 30th) prior to elections.
 - b) Junior Member – Any Muslim who is less than 18 years of age and accepts the Constitution and the aims and objectives of ECIC shall be eligible to become a junior member. Junior members will not bear any obligations to pay monetary dues and have no voting rights.
 - c) Honorary Member – Any non-Muslim who at the sole discretion and judgments of the Board of Trustees have rendered outstanding contribution to ECIC shall be conferred honorary membership. Honorary members have no voting rights.
4. The Board reserves the right to make exceptions to membership qualifications on a case by case basis at its sole discretion.

C. Dues, Voting Rights and other rights

1. Membership dues shall be determined by the membership committee and may be changed once every year. Membership fees will be due by January 31 of each year.
2. Membership may be re-instated by payment of dues and a penalty amount (if any) as decided by the membership committee. If the payment is made after April 30th then the individual will not be eligible to vote for that year.
3. Members may attend 'open' portions of meetings of the Executive Committee and the meeting of the General Body (GB) of membership; and shall have access to minutes, proceedings and financial records of ECIC as provided hereunder.

D. Termination of Membership

The Board of Trustees shall reserve the right to deny membership to any individual without stating cause. Membership of any individual can be terminated by the Board of Trustees at the recommendations of the Executive Committee (EC) of ECIC for any of the following reasons:

1. Non-compliance with the aims and objectives of the constitution;
2. Creating conflict within the community i.e. any activity which is disruptive to the amity and smooth functioning of the organization

E. Any individual whose membership is in jeopardy as a result of the above shall be informed of the charge in writing, by sending him/her a notice by regular USPS mail at the latest address on record, two weeks in advance of a formal meeting that will be called to address the charges. The Board of Trustees will hold a hearing in which he or she may present their case and convey its decision to the member. Any individual whose membership has been terminated will not be eligible to become a member for a period of 3 years from the date of his/her termination. Members shall be give the right to be present at the hearing/meeting and present his or her point of view should he or she chooses to do so.

IV. EXECUTIVE COMMITTEE

- A. ECIC will operate its day to day functions through the medium of an Executive Body (EB) consisting of an Executive Committee (EC) and such committees and sub-committees as are felt to be necessary for fulfilling specific needs of ECIC.
- A. The EC shall comprise of -
1. The President;
 2. The Vice-President (who will also officiate as the Secretary); and
 3. The Treasurer
- B. Qualifications: A member of the EC-
1. Must have been a member, in good standing, of ECIC for at least 2 years; and
 2. Must be 25 years of age or more
- C. Disqualifications from the EC will occur in event of-
1. Failure to maintain a membership in ECIC;
 2. Being stripped of membership by the BOT; and
 3. Not believing in or supporting the aims and objectives of ECIC as deemed by the BOT.
 4. Honorary members of ECIC may not become members of the Executive Committee.
- D. Appointments and Dismissals
1. Each member of the EC shall serve a two year term.
 2. Each member of the EC may serve no more than two consecutive terms in the same position.
 3. The BOT may dismiss a member of the EC following a procedure for dismissal defined in section III (D) & III (E).
 4. An Executive Committee seat shall be considered vacant if the membership of one of its officers is suspended or revoked or an officer:
 - a) Formally resigns
 - b) Leaves the 'area' continuously for four months
 - c) Fails to attend three consecutive meetings of the Executive Committee without being excused by the President
 5. A new officer appointed by the President and approved by the BOT shall fill this vacancy in the Executive Committee.
- E. Responsibilities: The EC shall-
1. Run the day-to-day affairs of ECIC;
 2. Conduct affairs of ECIC within the guidelines of the Board and according to the Constitution and Bylaws;
 3. Implement the decisions of the Board;
 4. Create committees and co-ordinate their activities;
 5. Prepare an agenda for the GB meetings and present to the Board for approval;
 6. Prepare a budget for the next year and the following year's projected budget;

- obtain Board approval and present it to the GB for comments;
7. Develop and present to the BOT programs to implement the Aims and Objectives of ECIC;
 8. Screen & recommend to the Board applicants for membership;
 9. Make recommendations to the Board regarding complaints for dismissal from membership

F. Procedures and Decision Making

1. The EC shall meet every month and as often as necessary to conduct the affairs of ECIC.
2. All EC meetings shall have an open and closed session. ECIC Members may attend the open session as observers.

G. Compensation

The members of the Executive Committee will not be compensated for their work at ECIC.

H. President

1. The President shall be the Chief Executive Officer of ECIC.
2. Initially the President will be appointed by *de jure* Founding Members on the BOT for an initial two-year term.
3. No earlier than 2 years, if the numerical strength of the General Body exceeds 75, then the President will be elected by the General Body.
4. Responsibilities of the President
 - a) Perform duties customary to that office, supervise and manage the day-to-day affairs of ECIC, in accordance with the Constitution, Bylaws and directives of the BOT;
 - b) Perform all duties as the BOT may designate from time to time;
 - c) Nominate a Vice-President/Secretary, Treasurer and Committee Chairs to the BOT for approval;
 - d) Have as direct reports, the Vice President, Treasurer and all the Chairs of the various committees and sub-committees;
 - e) Call, prepare agendas, and preside over the meetings of the Executive Body and the General Body;
 - f) Report on the status of ECIC at least quarterly to the BOT and annually to the General Body of ECIC;
 - g) In the event of resignation, removal from office, death or permanent incapacity of the President, the BOT shall appoint a new President within a 30 day period.

I. Vice-President and Secretary-

1. The Vice President shall be appointed for a two year term by the BOT based upon the nomination by and the recommendation of the President and may be reappointed for no more than one additional consecutive term.
2. He or she will assist the President in directing and coordinating activities of all committees so as to achieve the Aims and Objectives of ECIC.
3. He or she will assume the responsibilities of the President in his or her

absence

4. He or she will exercise such other powers and perform such other duties as the President may assign from time to time.
5. He or she will officiate as the secretary for all meetings of the EC; and
 - a) Prepare agendas as directed by the President;
 - b) Keep and present minutes of meetings of the EC and the GB;
 - c) Keep ECIC registered and in compliance with the law;
 - d) Keep a directory of names, current phone numbers and addresses of all ECIC members;
 - e) Process applications for new members; resignations; and suspensions or revocations of memberships for approval by the BOT;
 - f) Assist in preparing annual reports describing the achievements, present status, future plans, proposed budget, and other matters of interests; and
 - g) Maintain records of ECIC in accordance with the laws of the State of Georgia.

J. Treasurer

1. The Treasurer shall be appointed for a 2 years by the BOT upon nomination by and at the recommendation of the President; and
2. May be reappointed for additional terms without limits at the discretion of the BOT
3. He or she -
 - a) Shall develop and review the fiscal policies of ECIC for approval of the BOT;
 - b) Is responsible for maintaining records of all financial transactions, and shall systematically maintain the books of account, checks, payments, and receipts, as well as write disbursements and prepare bank reconciliations;
 - c) Shall chair and assist the Finance Committee in all its affairs, including collecting and depositing all funds;
 - d) Shall assist the Finance Committee in preparing the annual budget for ECIC;
 - e) Shall maintain the monthly accounts and semiannual reports required by the BOT;
 - f) Is responsible for preparing monthly financial report for the BOT and an annual report to be presented at the Annual General Body Meeting, which shall include a balance sheet and statements of income and expenses;
 - g) Is responsible for matters related to the Internal Revenue Service (IRS) and other tax agencies;
 - h) Will exhibit the books and accounts to any officer, trustee or members of ECIC at any reasonable time, if requested; and
 - i) Will perform such other duties as the President may assign from time to time

V. The BOARD OF TRUSTEES

A. The Board of Trustees (BOT) are responsible for the stewardship of the organization; are custodians of the integrity of the organization; hold in their trust, the reputation as created by the founders and as developed by those who have shaped the organization in the past; and hold fiduciary responsibility of ECIC. Trustees are called upon to give of their time, thought, and energy to support the viability and growth of the organization. In fulfilling these responsibilities, members of BOT must-

1. Abide by the Constitution and By-laws of the East Cobb Islamic Center (ECIC);
2. Be totally aligned with one another in their thinking and maintain good relationships with other BOT members;
3. Be at least 35 years of age by December of the year of appointment;
4. Live within 10 miles of ECIC;
5. Be active in the affairs of ECIC for at least 3 years except *de jure* BOT at inception;
6. Be a US citizen or permanent resident and have lived in the US for at least 10 years;
7. Be law abiding citizens (they are expected not to do anything in personal or business life to in any way harm the image of or distract from the aims and objectives of ECIC);
8. May hold other offices within ECIC; however, they shall be excused during deliberations involving potential conflict of interest;
9. Must keep board discussion and matters private and confidential and not disclose it to anyone including family members;
10. Agree to make all critical decisions collectively and with the inclusion of all Board members in official Board meetings except as provided herein; and adhere to this procedural decorum avoiding even the appearance of subversion of the collective authority of the Board.

B. Composition and term of the BOT:

1. For the following sections and elsewhere the following terms are defined.
 - a) Phase 1 – '*Start-Up*' – Starts when the initial constitution is signed and ends on December 31st of the year in which, on April 30th the organization has at least 75 dues-paying *Regular* members.
 - b) Phase 2 or '*Transition*' starts when phase 1 ends and continues for 3 years.
 - c) Phase 3 or '*Maturity*' starts at the end of Phase 2 and perpetuates.
2. During *Start-Up*, all nine founding members currently serving as BOT members will constitute *de jure* the BOT. Three founding members shall also serve on the Executive Committee at the same time.
3. During *Transition*, the BOT shall be made up of seven of these original members as provided in Section V.C.2 below.
4. During *Maturity*, the term of each original BOT member will vary as described here-under from 2 years to 14 years. At the end of every other year not co-inciding with the year of election of a new EC), one member of the BOT will retire and will

be replaced by a new member by an internal selection process as provided in Section V.C.3 below. An original member thus retiring may be selected for one additional term of seven years. Replacing members will serve no more than two terms, each lasting seven years. Thus as one illustration of this phase follows-

- 1 BOT member selected for a 2 year term
- 1 BOT member selected for a 4 year term
- 1 BOT member selected for a 6 year term
- 1 BOT member selected for a 8 year term
- 1 BOT member selected for a 10 year term
- 1 BOT member selected for a 12 year term
- 1 BOT member selected for a 14 year term

5. Except as provided here-above, a member of the Board of Trustees may not serve more than two terms.

C. Selection process:

1. At the end of Phase 1, some existing members may volunteer to retire from the BOT. If needed, an internal selection will determine the retirement of up to two Board members to bring the number of members of the Board to seven.
2. During the first 6 months of first year of *Transition*, the BOT will develop Policies, Procedures & Rules for the on-going Internal Selection Process.
3. No later than the December of the first year of *Transition*, an internal selection will occur to determine the length of initial term each member of BOT will occupy position on the BOT during *Maturity*. Thus it will be ascertained at this time, the expected last date of the initial term of each BOT member. Retiring members of the BOT may serve an additional 7 year term after their initial term during *Maturity*.
4. Selection of replacements for retiring members will occur in November every two years, alternating with the year in which Presidential elections are held.
5. The BOT will appoint a nomination committee to recommend promising candidates for the BOT. The existing BOT will select the best candidate through a closed ballot. Candidates selected must be approved by an *absolute majority* of the BOT members as described in Section V.D.4.c.
6. In the event of a vacancy created on the BOT by departure or removal or incapacitation of a member, the BOT will nominate a new member to serve out the remaining term of the departing member.

D. Duties:

1. BOT will hold final authority over acceptance and dismissal of membership to ECIC.
2. BOT will be the *de facto* trustee of all properties and assets of ECIC and will be the sole decision maker on acquisitions and sales of the same.
3. The BOT must approve the annual budget proposed by the EC.
4. Any single un-budgeted expense greater than \$5000 needs approval of the BOT
5. The BOT will direct the implementation of the Aims and Objectives of ECIC through the appointment and retention of the Executive Committee.

6. It will appoint the *Imam* of the *masjid*.
7. It will oversee the election of the President through the appointment of an Election Committee.
8. It will select a consultant Scholar of repute. This Scholar will be consulted if recommended by the *Imam* or if a difference of view on matters relating to the scope of the *Imam's* practice requires consultation.
9. This section is not intended to restrict the authority of the BOT in any way. The BOT may assign itself any additional powers or duties as it deems fit, and may reassign to itself or to other functionaries in ECIC any responsibilities given to specific individuals or units in this constitution.

E. Procedures & Decision-Making

1. The BOT will meet at least every 3 months.
2. Meetings will be scheduled by the Chairman, who will chair these meetings, at least 2 weeks before it is to occur. The Chairman of the BOT may call a special session with a two week notice at any time, and in the case of catastrophe, with any reasonable notice possible under the circumstances.
 1. Notices for the meeting will be given by e-mail and/or phone to all members.
 3. The Agenda will be sent by email at least one week before scheduled meetings.
4. Decision making:
 - a) For the purposes of decision-making, any fraction will be rounded to the next number smaller or bigger as follows: 0.5 and higher will round up to the next number; all other fractions will round down to the previous number.
 - b) Except as stated here under, Quorum is defined by the presence of 75% of Board of Trustees. If this Quorum requirement is not satisfied, a second meeting will be scheduled 2 weeks later. The quorum requirement for such a meeting will be 50% of the BOT.
 - c) Definitions:
 - Simple majority* is defined by equal to or more than half the members of the BOT present and voting when a quorum is achieved.
 - Absolute majority* is defined by more than or equal three fourths of members present and voting when a quorum is achieved.
 - d) Issues dealing with the sale or liquidation of ECIC; purchase or sale of real estate; amendments to the constitution; and appointment or dismissal of the *Imam*, appointment and dismissal of BOT members, and dismissal of GB members will require an *absolute majority*. All other matters will require a simple majority.
 - e) BOT members are expected to attend at least 75% of meetings during a 12 month period unless excused by the Chairman. Failure to meet attendance requirements may result in dismissal from the BOT. Defaulting BOT members will have an opportunity to present their case before the BOT.
 - f) Minutes of the meeting would be maintained by the Secretary of the

BOT for at least 7 years.

g) If some catastrophic event occurs that precludes the Corporation or the BOT from assembling, then those members of the BOT who are capable of assembling, either in person or through a communication system allowing all of the participants to hear each other, shall convene as required and take any necessary action to preserve the Corporation until the emergency ceases. Quorum shall consist of one half of the BOT members who participate in the initial emergency session. Each emergency session shall be convened by any manner of notice reasonable, prudent or practicable in the circumstances. The acting BOT may exercise any and all emergency powers authorized under the code, in the name of the Corporation, if the action taken is reasonably necessary during the presence of emergency conditions.

F. Officials:

The Board of Trustees will elect a Chairman and Vice-Chairman/Secretary, each for a 2 year term.

1. Chairman:

- a) The Chairman will call all meetings of the BOT, set the agenda and chair over its proceedings.
- b) In the event of dismissal of the EC by the BOT, the Chairman will assume responsibilities of the President or delegate such responsibilities as he or she deems appropriate, until the BOT appoints an alternative.

2. Vice-chairman/Secretary:

- a) The Vice-Chairman will assist the Chairman in his duties and assume his or her role in his or her absence.
- b) He or she will officiate as the Secretary of the BOT, communicating schedule and agenda of its meetings and record minutes of meetings.
- c) He will maintain and safeguard the deeds of ECIC.
- d) He or she will maintain minutes of the meetings of the BOT for at least seven years.

G. Compensation

1. Members of the BOT shall not receive any compensation for serving on the BOT.
2. A BOT member may bid for *Masjid* contracts provided ECIC gets at least 2 additional comparative bids and award the contract impartially to the benefit of ECIC. During deliberations for such bids, bidding members will recuse themselves from deliberations and decision making.

VI. IMAM

- A. An *Imam* will be appointed by the BOT.
- B. Purpose: To provide spiritual leadership and stewardship to the congregants of ECIC.
- C. Recruitment:
 1. The *Imam* appointed to lead the congregation must adhere to the principles incorporated in the creed of *Ahl-e-Sunnah wa al-jamaah*.
 2. The Board will direct the initiative for recruiting an *Imam*. All contractual relationship with the *Imam* will be made directly with the Board of Trustees.
 3. The Board will define the minimal, adequate and desirable criteria for such an appointment in order to fulfill the mission and objectives of ECIC; establish explicit and detailed procedures for a recruitment effort.
 4. The Board will appoint a search committee consisting of at least 3 members of the Board and chaired by a member of the Board. The Search Committee will prepare invitations/advertisements consistent with the directives of the Board and will screen all applicants and make recommendations to the Board.
 5. The Board will invite shortlisted candidates for personal interview. Such a personal visit may include an invitation to meet the community through discourse(s).
- D. Duties/role:
 1. The duties/roles of the *Imam* are expansive and cannot be enumerated. The entire scope of an *Imam's* role will be defined by the Board during recruitment.
 2. They include, but are not limited to providing spiritual support and guidance to the community:
 - a) Except as indicated otherwise herein, the Board undertakes that in all matters pertaining to the rituals of worship, the *musallœeh* of the *Masjid* will defer to and follow the *madhab* of the *Imam*.
 - b) An exception to the above deference may occur in matters affecting the collaborative efforts with the larger Muslim community of Atlanta. An example of this could include decisions about when Eid prayers are prayed at the *Masjid*.
 - c) The *Imam* will lead all prayers at the *Masjid* except when a guest *Imam* is invited to lead the prayers.
 - d) The *Imam* will represent ECIC in any umbrella organization where matters pertaining to collaborative efforts affecting worship and *fiqh* are discussed.
 - e) The *Imam* will be an ex officio non-voting attendant of the Board of Trustees meetings.
 3. In matters of irreconcilable differences with the *Imam* over practices in ECIC, a scholar pre-determined by the Board of Trustees will be consulted. His opinion will be binding on all.

VII. COMMITTEES

A. The EC shall develop programs and activities in accordance with and in order to fulfill the Aims and Objectives of ECIC and create Committees and Sub-Committees to implement these programs and activities.

B. Committee chairs will be appointed by the BOT upon the recommendations of the President.

C. These Committees will be responsible for day to day activities of ECIC, and their functions may include, but are not restricted to property maintenance, raising and collecting funds, educational programs, youth activities, outreach programs, etc.

D. The Executive Committee will recommend how these activities are organized under functional committees.

E. Chairs of these committees will report to the President.

F. Chairs of the Committees may attend the meetings of the EC by invitation, but will have no voting rights.

G. Standing Committees and *ad hoc* Committees

Standing Committees are special committees that are deemed critical to the uninterrupted operation of the *Masjid*. The EC is charged with ensuring their quick institution and uninterrupted functioning even through transitions between different EC's.

Additionally the President may appoint such other *Ad hoc* Committees as are deemed necessary for transient needs of ECIC as he deems fit. The President is charged with monitoring the progress and quality of all Committees thus appointed.

In addition to the responsibilities listed below, the committees shall perform such other duties as the President may assign from time to time.

ECIC must have the following Standing Committees:

1. Finance Committee

The Finance Committee will be responsible for all financial affairs of ECIC including, but not limited to developing and implementing a financial plan, preparing the budget and responding to external audits.

2. Construction & Property Development Committee

The Planning and Construction Committee shall be responsible for long-term plans for development of ECIC campus.

3. Education Committee will develop, implement and monitor quality of educational programs to fulfill the Aims & Objectives of ECIC.

4. Youth Committee

The Youth Committee is charged with on-going and uninterrupted programs addressing interests of the youth. It will be Co-Chaired by a representative each of the two genders and shall have at least two representatives elected from the youth, aged 12-18, one male and one female, to serve as the voice of their (or represent the concerns of their) peers. At the discretion of the chairpersons, additional members will be appointed to serve in a facilitating capacity.

5. *Masjid* Operation Committee

The *Masjid* Operation Committee shall be responsible for maintaining the structural integrity and cleanliness of the property and addressing all logistical issues relating to the smooth and timely schedule of *Masjid* functioning, including but not limited to *salah* times, *Juma'a salah* and worship in the month of *Ramadan*.

6. Fund-raising and Membership Committee will determine membership dues, ensure renewal of membership, co-ordinate membership-drives, maintain an updated and current list of members and make it available to the BOT when needed.

7. The IT Committee is charged with providing information technology solutions and support to all programs of ECIC.

H. In addition to the above, the BOT will directly appoint an Election Committee as follows-

- a) In August of the year in which elections are to be held, the Board of Trustees will appoint an Election Committee consisting of 3 members;
- b) The Committee will select a Chairman form amongst themselves;
- c) This Committee will screen potential nominees for qualifications and disqualifications;
- d) It will organize the ballot, determine election methods, choose officials and proctors and count ballots.
- e) It will present the results of the elections to the BOT.

VIII. Acquisition, sale, re-sale, leasing/sub-leasing or Liquidation of real-estate

All decisions involving the acquisition, sale, resale, leasing, sub-leasing or liquidation of property require the approval of an *absolute majority* as defined herein, of the Board of Trustees. In considering liquidation of a property on which a *Masjid* is located, the BOT must consult its Imam, if any and its pre-determined Consultant Scholar, and factor their advice into decision-making.

IX. Amendments to the Constitution & By-Laws

A. Non-Amendable Articles

The following sections are not amendable:

1. Aims and Objectives
2. Definition of a Muslim
3. Section VIII entitled "Acquisition, sale, re-sale, leasing/sub-leasing or Liquidation of Real Estate"

B. Amendable Articles

All other sections may be amended subject to the following:

1. All proposed amendment must first be approved by the Board of Trustees with a required 75% (seventy five percent) affirmative vote
2. Once approved by the Board of Trustees the President shall then introduce the proposed amendment to the General Body at a Special Meeting or the Annual General Body Meeting.

X. Miscellaneous

A. Fiscal Year

The Fiscal year of ECIC will be Calendar year starting with January 1st and ending with December 31st.

B. Contracts

1. The Board of Trustees may authorize any member(s), agent(s) of ECIC, in addition to person(s) authorized by this Constitution, to enter into any contract or execute and deliver any instrument in the name of and on behalf of ECIC. Such authority may be general or confined to specific instances.
2. For contracts amounting \$10,000 or more, the EC or its surrogate must explicitly obtain the consent of the BOT for the specific expense.

C. Deposits

All funds of ECIC shall be deposited to the credit of ECIC in such Banks, Trust companies or other depositories as the Board of Trustees may select.

D. Books and Records

1. All the books and records of ECIC shall be kept at its principal offices in the State of Georgia or at any other place within the State of Georgia designated by the Board, including:
 - a) Correct and complete books and records of financial accounts;
 - b) Minutes of the proceedings of the meetings of Executive Committee,

- and any other committees established or appointed by ECIC; and
- c) An updated record of the names and addresses of the voting and non-voting members
2. All books and records of ECIC may be inspected by any member with rights to vote, or their agent or attorney, for any proper purpose, at any reasonable time with a proper written notice. All books and records shall be kept for the length of time as required by law.
3. The minutes/proceeding of the Board of Trustees and the deeds of ECIC will be maintained by the Secretary of the BOT.
4. All records including biographical information, contact information including emails, phone numbers and addresses and any other data that are collected in relationship with any ECIC-related activities will remain the confidential property of ECIC and may not be divulged or used for an personal benefit and may only be used in accordance with published policies of ECIC.

XI. Indemnification and insurance

A. Unless otherwise prohibited by law, ECIC shall indemnify any trustee, arbitrator, or officer, any former trustee, officer, or any person who may have served at its request as a trustee or officer of another corporation, whether for profit or not for profit, and may, by resolution of the Board of Trustees, indemnify any employee or former employee against any and all expenses and liabilities actually and necessarily incurred by him/her or imposed on him/her in connection with any claim, action, suit, or proceeding (whether actual or threatened, civil, criminal, administrative, or investigative, including appeals) to which he/she may be or is made a party by reason of being or having been such trustee, arbitrator, officer, or employee; subject to the limitation, however, that there shall be no indemnification in relation to matters as to which he/she shall be adjudged in such claim, action, suit, or proceeding to be guilty of a criminal offense or liable to the Corporation for damages arising out of his own gross negligence or misconduct in the performance of a duty to ECIC.

B. Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees; costs and disbursements; and judgments, fines, and penalties against, and amounts paid in settlement by, such trustee, arbitrator, director, officer, or employee. ECIC may advance expenses to, or where appropriate may itself, at its expense, undertake the defense of, any trustee, arbitrator, officer, or employee; provided, however, that such trustee, arbitrator, officer, or employee shall undertake to repay or to reimburse such expense if it should be ultimately determined that he is not entitled to indemnification under this Article.

C. The provisions of this Article shall be applicable to claims, actions, suits, or proceedings made or commenced after the adoption hereof, whether arising from acts or omissions to act occurring before or after adoption hereof.

D. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which such trustee, arbitrator, officer, or employee may be entitled under any statute, Bylaw, agreement, vote of the Board of Trustees, decision of the Panel or

otherwise and shall not restrict the power of ECIC to make any indemnification permitted by law.

E. The Board of Trustees may authorize the purchase of insurance on behalf of any trustee, arbitrator, officer, employee, or other agent against any liability asserted against or incurred by him/her which arises out of such person's status as a trustee, officer, employee, or agent or out of acts taken in such capacity, whether or not ECIC would have the power to indemnify the person against that liability under law.

F. In no case, however, shall ECIC indemnify, reimburse, or insure any person for any taxes imposed on such individual under chapter 42 of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("the Code"). Further, if at any time ECIC is deemed to be a private foundation within the meaning of §509 of the Code then, during such time, no payment shall be made under this Article if such payment would constitute an act of self-dealing or a taxable expenditure, as defined in §491(d) or §4945(d), respectively, of the Code.

XII. Loans to Board of Trustees and Executive Committee

No loans shall be made by ECIC to its Board of Trustees, Executive Committee, or General Members.

XIII. Equity

As a matter of standing policy, ECIC shall provide for the full and unrestricted participation of all members of ECIC community in all of ECIC's activities and services, being inclusive and tolerant of various legitimate interpretations of the Islamic fiqh and points of view.

XIV. Severability

If any provision of these Bylaws shall be held invalid, illegal or unenforceable, the validity, legality, and enforceability of the remaining provisions of these Bylaws shall not be impaired thereby, nor shall the validity, legality or enforceability of any such defective provision be in any way affected or impaired.

GLOSSARY

(Arabic terms used in this document)

<i>Ahl-al-Sunnah wa-al-Jamah</i>	Literally, those Muslims who follow the Sunnah or traditions of the Prophet, <i>Sallallahu alai wa Sallam</i> and the understanding by the majority of the Muslim Community of their interpretation. Sometimes shortened to " <i>Sunnī</i> ".
<i>Fiqh</i>	Literally, 'deep understanding', the term is usually refers to jurisprudence.
<i>Imam</i>	The religious leader of a congregation, as for example leading the worship.
<i>Insha Allah</i>	'God willing'
<i>Madhab</i>	The implementation in life of a particular interpretation of <i>fiqh</i> or Islamic jurisprudence.
<i>Masjid & Masajid</i>	The Muslim place of worship, also sometimes referred to as mosque.
<i>Musalleeh (Musalleen)</i>	Congregant of a Masjid. Musalleen is pleural.
<i>Sallallahu alai wa Sallam</i>	A term appended after any mention of the Prophet meaning 'Peace be upon him'
<i>Subhana wa Tala</i>	AN epitaph for God, meaning 'the Sacred and the Mighty'
<i>Sunnah</i>	The words, other than the Quran and actions of the Prophet Muhammad, <i>Sallallahu alai wa Sallam</i> .