

BYLAWS OF MASJID AL-ISLAM-DALLAS, TEXAS INC.

A TEXAS NON PROFIT RELIGIOUS 501(C)(3) DESIGNATED CORPORATION

1.0 ARTICLE 1 - NAME

The name of this Corporation is the MASJID AL-ISLAM, DALLAS, TEXAS INC.

2.0 ARTICLE 2 - OFFICES

2.1 PRINCIPAL OFFICE

The principal office (home office) for the transaction of the business affairs and activities of the Corporation shall be fixed and located at 2604 S. Harwood, Dallas, Texas or at such place as the Shura Board also known as the Board of Directors shall determine.

3.0 ARTICLE 3 - PURPOSES

3.1 MOSQUE/MASJID

The term "Mosque" shall be defined as Masjid Al-Islam-Dallas, Texas Inc., the building structure and its assets with its principal office being located at 2604 S. Harwood, Dallas, Texas that is a Texas non profit corporation designated as a 501 (c)[3] by the federal Internal Revenue Service. In conjunction, with the aforementioned, the term "Mosque" shall be defined as the building structure and its assets dedicated to the worship of Islam as a way of life and for the purpose of charitable distribution to humanity as resources and need arises.

3.2 GENERAL PURPOSES

Masjid Al-Islam is an Islamic Community in association with the global Islamic community, which proclaim in word and in deed the universal message of Al-Islam, that there is but one God (Allah) and one human family. We are committed to establish a balanced community life in its broadest sense, witnessing the eternal wisdom of the words of Allah and the life exemplified by Prophet Muhammed (PBUH). We will cultivate the patterned growth of human excellence and good character through building valuable relationships with all God conscious people. Therefore, we have incorporated to serve as an instrument of the Mosque, and to be in compliance with the Internal Revenue Service Code 501 (c) (3).

4.0 ARTICLE 4- DEFINITIONS

4.1 DEFINITIONS

4.1.1 Shura Board

The term "Shura Board" as used in these bylaws, has the same meaning as the board of directors of a non profit corporation under Texas corporate laws, and is a duly elected and organized body that serves the corporation for the purpose of management and organization through mutual consultation, and decision making by way of voting.

4.1.2 Imam

The term "Imam" as used in these bylaws means the spiritual leader of the Mosque, Masjid Al-Islam Dallas, Texas Inc. who has been properly selected and by way of vote agreed upon by the voting rights members of the general body to be the spiritual leader of the Mosque.

4.1.3 Balloting

The term "balloting" as used in these bylaws means the process of polling those authorized by these bylaws to determine whether a consensus has been achieved.

4.1.4 Ballot

The term "ballot" as used in these bylaws means the instrument by which, under these bylaws, the assent or dissent of those eligible to be polled is expressed.

4.1.5 Muslim

The term "Muslim" shall be defined to mean one who has professed publicly before witnesses three times that there is no God but Allah, and that Prophet Muhammad (Peace and Blessings be upon him) is the Messenger and Prophet of Allah. Muslim is to be further specifically defined as one who believes in the five basic pillars of Islam, 1. That there is but one God (Allah) worthy of worship, and that Allah has no need of partners, or associates or any other entity as his aid, 2. The belief in charity or Zakat, 3. The belief in salat, or prayer, 4. The belief in fasting during the month of Ramadan, and 5. The belief in performing the pilgrimage to Mecca or the Hajj. Further, a Muslim believes in the six articles of Islamic Faith, namely: 1. Allah, 2. Allah's angels, 3. Allah's messengers or prophets 4. Allah's revealed books, 5. The day of resurrection and 6. Divine preordainments, i.e. whatever Allah has ordained must come to pass. A Muslim is not to be defined as one who is also a member of any other religious faith.

4.1.6 Member

The term "member" is equivalent to "voting rights member" and shall be defined herein to mean anyone who has paid voting membership fees annual dues of \$25.00 per person, and/or \$50.00 per family at least 60 days prior to the vote, and who is at least eighteen years of age at the time of the vote. The financial requirement of a voting rights member may be waived by the Shura Board for any member who is at least 62 years of age, or due to special circumstances is unable to pay membership dues. Any waivers must be approved 60 days prior to the vote. Approval must be signed by the secretary and one other member of the Shura Board.

4.1.7 Zakat and Sadaqah

The term “Zakat” shall be defined to mean charity that is obligatory and imposed upon a Muslim by Allah in accordance with Qur’anic principles. The term “Sadaqah” shall be defined to mean charity that is not necessarily a charitable minimum obligation imposed upon the Muslim by Allah, but is a charitable act.

4.1.8 Jumah

The term “Jumah” shall be defined herein to mean the congregational gathering for the Friday religious worship service for all Muslims.

4.1.9 Community Meeting

The term “Community Meeting” shall be defined herein to mean is a meeting of the members of the Mosque.

4.1.10 Allah

The term “Allah” is to be defined as the Arabic word for what is commonly known in English and spelled as “God”.

4.1.11 Khutbah

The term “Khutbah” is to be defined as the Friday worship sermon given by the Imam during the Jumah.

5.0 ARTICLE 5 - MEMBERS OF THE CORPORATION

5.1 MEMBERS OF THE CORPORATION

The Members of this Corporation are those that are qualified to be members as defined above and within these bylaws. Members shall have the rights enumerated in these bylaws. In addition, if the member has been qualified to have been granted voting rights, she/he shall have the right to one vote and cast ballots on the disposition of all or substantially all of the assets of the Corporation, an election to dissolve the Corporation, amend these bylaws, or to remove an Imam or the Board of Directors or a member or certain members of the Board of Directors or its officers for cause.

6.0 ARTICLE 6 – COMMUNITY MEETINGS, AND NOTICE THEREOF

6.1 COMMUNITY MEETING

A community meeting of the general body shall be held at least once annually at such time and place as the Shura Board may determine, with appropriate notice given to all members enrolled in the corporate records. Notice will be announced and posted a minimum of two (2) weeks prior to the meeting.

6.2 SPECIAL MEETINGS

6.2.1 Persons Authorized to Call Special Meetings

- 1) Special meetings of the Shura Board may be called at any time by a two-thirds (2/3) majority ballot or vote of the Shura Board.
- 2) Special meetings of the general body may be called for if at least one tenth of the valid general membership as constituted for the time, signs a written petition requesting such special meeting of the general body.

6.2.2 Calling Meetings

Special meetings must be called by written request, specifying the general nature of the business to be transacted, and submitted to the chairperson of the Shura Board and or the secretary. Special Meetings called by members of the Shura Board require the physical presence of the members of the Shura Board unless waived by 2/3 of the Shura Board members in writing or by way of section 7.6.2 below. Special meetings called for by the general membership also require the presence of the Shura Board at such meeting. The party requesting the meeting shall set a reasonable time and place for the meeting, and shall direct the secretary to give notice of the meeting to the Shura Board in the manner provided in 6.2.3 below. If notice is not given by the following Jumah (Friday) after receipt of the request, the person(s) requesting the meeting may give the notice. The meeting date shall be no sooner than seven (7) days and no more than fourteen (14) days from the date notice is presented to the Shura Board requesting the meeting.

6.2.3 General Notice Requirements

With respect to a special meeting, notice required to be given shall be in writing and shall be submitted to the chairperson of the Shura Board or the secretary of the Shura Board by way of hand delivery, certified mail, return receipt, fax mail, or any print medium that provides a receipt of transmission. The secretary or designee as determined by the Shura Board must keep minutes of all meetings (see article 9.5).

6.2.4 Teleconference Meeting

Special meetings of the Shura Board may be conducted by utilizing teleconference technology so long as notice is given to all members, and the technology utilized provides every member in attendance the opportunity to hear, respond and vote.

6.2.5 Emergency Meetings

In an emergency an attempt will be made to contact all members of the Shura Board. Emergency meetings may be conducted by a quorum (2/3) of the Shura Board. Emergency meetings may be conducted by teleconference. Any members who are absent or unable to participate will be informed of the results of the Emergency Meeting within 24 hours after the meeting has adjourned.

6.2.6 Adjournment and Notice of Adjourned Meetings

Any meeting of the Shura Board may be adjourned from time to time by the vote of the majority of the members represented at the meeting. The meeting may not be reconvened, and no business may be conducted, unless all members present at the time of adjournment are given notice of the time and place for reconvening the meeting. A public announcement of the time and place for reconvening the meeting, given at or prior to the time of adjournment and dismissal, shall constitute one form of adequate notice under this provision. If the duration of the adjournment of a special meeting exceeds seventy-two (72) hours, then notice must be given by a means, which provides actual notice to each member who was in attendance at the time that meeting was adjourned.

7.0 ARTICLE 7 – BALLOTING

7.1 Allotment of Ballots

Each member of the corporation or Masjid entitled to ballot shall cast one ballot on each matter submitted to the balloting process.

7.2 Manner of Casting Ballot

Ballots must be cast in writing. The written ballots shall be made part of the official record. In all matters that require balloting, the Shura Board shall designate the manner in which the written ballot is submitted.

Balloting rights may not be exercised by proxy.

7.3 Voting Period

The voting period shall be two consecutive weekends as designated by the Shura Board.

7.4 Majorities Required for Passage

Those matters specifically designated in these Bylaws as requiring only an affirmative ballot by simple majority shall be construed in all cases to mean a simple majority of the valid ballots cast during the voting period, and shall upon such ballot be the act of the Shura Board or the general membership. An affirmative majority ballot, as described above, of the Shura Board or the general membership, shall be the act of the corporation except on a vote to amend these bylaws, dissolve the corporation, or sell the organization's assets which shall require a vote of at least 2/3 of the voting membership.

7.5 Balloting to Nominate and Elect Shura Board Members

Shura Board members shall be nominated and elected by the voting membership (**See Section Eight (8) below**).

Vacancies on the Shura Board shall be filled by way of a request for nominations or applications from the general membership from those who seek to fill the vacancy. After notice and receipt of completed nominations or applications from interested applicants, those applicants shall be listed on a candidacy sheet and then tendered to the general membership for a vote in support of the candidate of their choice. Each member submitting a ballot during either the nomination or election process is required to sign his name to the ballot he submits. Failure to sign a ballot renders that ballot invalid. The Shura Board members who receive the most

ballots as a result of election balloting are thereby elected to fill the vacancies on the Shura Board. In the event there is one vacancy to fill and there are two or more candidates with the same number of ballots, the Shura Board members shall, after mutual consultation, vote between themselves and choose between the two. The chairperson of the Shura Board shall supervise the balloting process for both nominating and electing. The Shura Board shall prescribe such other procedures as are reasonably necessary to insure the integrity of balloting with respect to the nomination and election of members to the Shura Board. Nominees should submit a bio. Background checks will be done on nominated members. Elected members disclaimer: "I will not put masjid in bad light".

7.6 WAIVER OF NOTICE OR CONSENT

7.6.1 Written Waiver or Consent

The transactions of any meeting of the Shura Board, however called or noticed and wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if either before or after the meeting each Shura Board member entitled to vote by ballot or otherwise, but not present in person, signs either a written waiver of notice, a consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice, consent or approval must specify the business to be transacted or the purpose of the annual or special meeting of the members of the Shura Board. All such waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

7.6.2 Waiver by Attendance

A Shura Board's member's attendance at a meeting shall also constitute a waiver of notice of that meeting, except when the member objects, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened. Attendance at a meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice but not so included, if that objection is expressly made at the meeting.

7.7 ACTION WITHOUT A MEETING

7.7.1 Action by Written Consent

Any action required or permitted to be taken by the Shura Board may be taken without a general community meeting, except the dissolution of the Corporation, amendment of the articles of incorporation, the sale of corporate assets or the repeal of these Bylaws. The written action must be approved by a simple majority of all valid ballots cast by the Shura Board except for amendments to these Bylaws, dissolution of corporate status, and the Articles of Incorporation. The requirement for amending these documents through actions by written consent is a two-thirds (2/3) majority of the valid ballots cast by the voting rights members of the general body of the Mosque. The written consent or consents shall be filed with the minutes of the proceedings of the Shura Board. The action by written consent shall have the same force and effect as the affirmative ballot of the members of the Shura Board present at a duly called and noticed meeting.

7.7.2 Action by Written Ballot Without a Meeting

Any action that may be taken at any general meeting or special meeting of the Shura Board may be taken without a meeting if (1) the written vote or ballot of every member is solicited, (2) the required number of signed approvals setting forth the action so taken is received, and (3) all solicitations of written votes or ballots indicate the time by which the ballot must be returned to be counted. In no case shall members be given less than fourteen (14) days from the date of delivery to consider and return their ballots.

7.7.3 Approval by Written Ballot Without a Meeting

Approval by written ballot without a meeting shall be valid only when the number of affirmative ballots cast within the time specified equals or exceeds the number of ballots required by these Bylaws, with respect to the action to be taken. In no event may approval by a written ballot without a meeting specify less than a simple majority of all valid ballots cast by the members of the Shura Board.

7.7.4 Revocation

A written ballot, or consent in writing to an action, once received, may not be revoked.

7.8 NOTICE OF GENERAL, SHURA BOARD, AND COMMUNITY MEETINGS.

Notice of all Shura Board meetings, except as provided for in articles 6.2.2, 6.2.3, 6.2.4 and 6.2.5 above shall be given to each Shura Board member at his/her last known address at least seven (7) days in advance. Notices shall include the date for the meeting, the purpose of the meeting, the time when the meeting will be conducted, and where the meeting shall be held. If teleconferencing or video-conferencing technology will be utilized, notice must include instructions as to how to connect to the meeting. Notice must be delivered of a Shura Board meeting by way of the following means: (1) by personal delivery of written notice; (2) by first-class mail, postage prepaid; (3) by telephone, either directly to the Shura Board member or to a person at the Shura Board member's office or home who would reasonably be expected to communicate that notice promptly to the Shura Board member; (4) by electronic mail (e-mail), return receipt requested; (5) by telegram, charges prepaid; or (6) by fax, only if a fax transmission receipt is retained by the sender. All such notices shall be communicated via the Shura Board's member's address, e-mail address, fax or telephone number as shown on the records of the Corporation. Notice to the general body of a Shura Board meeting or community meeting shall be made by way of public announcement given within the Mosque immediately after a Friday Jumah service that is also posted in plain view for at least fourteen (14) days before any vote on an agenda item, if required to be made. Each Shura Board Member is responsible to notify the secretary of any change of address. A community meeting may be called only by the Shura Board or at least one-tenth of the voting rights members who have signed a written petition requesting to hold a community meeting. All notices of community meetings shall be tendered to the secretary or a member of the Shura Board for announcement and posting.

7.8.1 Who May Serve Notice; Requirement of Preserving Notice

The secretary shall serve all notices required by law or by these bylaws, and in case of his/her inability, refusal, or neglect to do so, the chairperson or a designee of the chairperson from the Shura Board membership, shall serve such notices. The manner of all notices given and the proof thereof shall be preserved in the corporate records.

7.8.2 Requirement of an Agenda

Notices shall include the agenda for the meeting. All items to be acted upon at any meeting shall be listed on the agenda. The secretary must include a particular item on the agenda, upon written request presented by any majority of the members of the Shura Board, or by a majority of the voting rights members of the general body as constituted for the time such meeting is called, provided such written request is delivered before notice is given. No additions to the agenda may be proposed from the floor except by a majority of the Shura Board being in agreement during the meeting, if approved by a simple majority of the voting rights members of the general body present at the meeting.

7.8.3 Waiver of Notice

Whenever any notice is required to be given under the provisions of law or under provisions of the bylaws, a waiver signed by a person entitled to notice shall be deemed equivalent to the giving of notice. A waiver of notice shall be effective whether signed before or after the time stated in the notice being waived.

7.8.4 Failure to Receive Notice

Any action(s) of the Shura Board including, without limitation, any ballot measure, appointment, or decision made, will be void and invalid if more than twenty-five (25%) percent Of the Shura Board members fail to receive notice, whether by oversight or otherwise, as evidenced by proof of mailing if sent through the mails, or by reference to return receipts if some other method is used. Any such invalid action(s) by the Shura Board can only be rectified through a subsequent, properly noticed general or special meeting of the Shura Board, or by action without a meeting as provided in Section 7.6 during which such invalid action is again presented to the Shura Board for its approval or rejection.

8.0 ARTICLE 8 – SHURA BOARD MEMBERS

8.1 NOMINATIONS AND SELECTION OF SHURA BOARD MEMBERS

In order to provide direction, management, and oversight for the Corporation, a Shura Board shall be created. Shura Board members shall be nominated and elected by the general body. A nominating committee of the Shura Board shall prescribe the process whereby such nominations are made, which process shall be approved by the voting rights members of the general body by a simple majority. Neither that process nor this provision shall in any way limit the power of the voting rights members of the general body with respect to nominating Shura Board members to serve on the Board. No family members, including but not limited to spouses, siblings, children, grandparents, parents, cousins, etc., may serve on the board simultaneously even if elected by the voting rights members of the general body. This helps maintain the diversity of thought, and the integrity of the board.

8.2 TERM OF OFFICE OF SHURA BOARD MEMBERS

The terms of office for all Shura Board members are three (3) years. Officers of the corporation, that is, the Chairperson of the Shura Board, Administrator of the Mosque, Treasurer, and Secretary shall remain on the board in an advisory capacity only for a period of sixty (60) days after they have completed their three (3) year term to; 1) help and provide orientation to incoming officers and members; 2) to help to assure consistency in bylaws and procedures, and 3) to facilitate a smooth transition in organizational leadership.

8.2.1 Office of the Chairperson of the Shura Board

The chairperson of the Shura Board is to be elected by a two-thirds (2/3) secret ballot of the Shura Board. If after three (3) ballots no candidate is elected, the top two (2), or more where a tie exists for the first and/or second (2nd) position, candidates will be balloted on and the chairman shall be elected by a simple majority of the Shura Board. Any Shura Board member is eligible to serve as chairperson. Subject to the Shura Board's right to replace the chairperson as specified in part five (5), below. After election, the chairperson shall serve for a term of three (3) years, provided she/he remains a member of the Shura Board. She/he will be deemed as still remaining the chairperson hereunder if she/he is nominated and re-elected to the Shura Board during his/her term as chairperson. A chairperson shall serve until replaced and may be re-elected, however, no chairperson can serve more than two (2) consecutive terms. The year, in which the term of the chairperson expires, is when the election for the chairperson shall be conducted. The election for that office shall be the last order of business at that meeting of the Shura Board. The chairperson whose term is ending shall open and conduct the meeting and the secretary shall conduct the election. In the chairperson's absence, or his/her refusal or failure to open that meeting, the secretary shall open the meeting and conduct the election. The three (3) year term for the newly elected or re-elected chairperson shall commence on the first day of the new fiscal year following the chairperson's election. If a chairperson should resign, die, or be replaced during his/her three (3) year term, another chairperson will be selected following the procedure in this Bylaw. The new chairperson will then serve out the remainder of the three (3) year term of the chairperson being replaced. The chairperson of the Shura Board shall:

- (1) Preside at all meetings of the Shura Board.
- (2) Assure that the Shura Board and the Corporation operates within the bylaws.**
- (3) Perform such other duties as are incidental to the office of chairperson.
- (4) *Have the responsibility for the oversight of the Shura Board and its committees.*
- (5) Represent the Corporation in legal and business matters as appropriate.
- (6) Be replaced by two-thirds (2/3) ballot of the Shura Board or by the voting rights members of the general body as provided in 8.4.1 below.

8.3 NUMBERS AND QUALIFICATION OF SHURA BOARD MEMBERS

8.3.1 Number of Shura Board Members

The Shura Board shall consist of a minimum of three (3) members and a maximum of eleven (11) members.

8.3.2 Qualifications of Shura Board Members

The primary qualifications for Shura Board members are: (a) They are voting rights members of Dallas Masjid of Al-Islam; (b) They have been a member of Dallas Masjid of Al-Islam for at least three (3) consecutive years prior to their nomination unless there are no candidates with three (3) years or more consecutive years tenure, and in that event, other candidates may be considered; (c) They have demonstrative skills that will be of service to the Mosque such as business and financial knowledge, political knowledge, civic leaders, administrative knowledge, legal knowledge, religious knowledge, scientific or medical knowledge, etc.; (d) they have no known serious moral or mental defects that would render them unfit for service.

8.4 VACANCIES ON THE SHURA BOARD

8.4.1 Events Causing Vacancy

A vacancy or vacancies on the Shura Board shall exist on the occurrence of the following: (a) the death or resignation of any member; (b) the declaration by Shura Board resolution of a vacancy of the office of a member who has been declared of unsound mind by an order of court, or convicted of a felony during their term in office; (c) suspension of a Shura Board member for cause by 2/3 majority vote of the Shura Board for dereliction of duty or fraudulent acts under applicable law; (d) the balloting of the voting rights members of the general body for removal of a Shura Board member, for cause by a simple majority vote of the voting rights members of the general body; (e) the failure of the Shura Board to elect the number of members to be elected at any meeting held for such purpose.

8.4.2 Resignations

Except as provided below, any Shura Board member may resign by giving written notice to the chairperson or the secretary of the Shura Board. The resignation shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. A resignation need not be formally accepted to be effective. No member may resign if the Corporation would then be left without the minimum number of members required by law or these bylaws.

8.4.3 Filling Vacancies

Vacancies on the Shura Board shall be filled from the list of runners-up in the final ballot to nominate or accept applications for Shura Board members at the preceding meeting of the general body, based on the number of ballots the nominee received. In the event there is one vacancy to fill and there are two or more runners-up with the same number of ballots, the Shura Board shall, after prayer and mutual consultation, choose between the two. If ratified by the voting rights members of the general body at the next meeting, the incoming Shura Board member shall serve out the remainder of the term of the outgoing member; if he/she is not ratified, a new election for that vacancy shall be held at such meeting. If there are no runners-up, the Shura Board shall call for nominations from the general body. Nominees shall be voted on by the voting rights members of the general body at a community meeting.

8.4.4 Exceptions of Eligibility

All violations regarding Islamic behavior, Figh, and Shariah will be referred to the Shura board for review. The disposition of each case shall be handled accordingly by mutual consultation (shura). Any violations of the law (of the land) will be referred to local, state, or federal authorities. Eligibility for board membership or to be an Imam will be referred to the Shura Board.

8.5 COMPENSATIONS AND REIMBURSEMENTS

The Mosque will pay all travel, hotel, communication, and other out-of-pocket expenses required for legitimate out of town Shura Board service rendered to the Mosque, for all members of the Shura Board. All requests should be done in advance of travel. The Mosque shall reimburse expenses of Shura Board members if the following conditions are met: 1. A written request for out of town travel is made by Shura Board members that specifies the purpose of out of town travel; 2. The amount of money requested that is specified for estimated expenses and the estimated amount of money cannot be more than \$100.00 over the estimate unless it is due to some unforeseen event or emergency; and 3. The written request is granted by the Shura Board only after consultation with the treasurer who shall give his/her report and acknowledge that the money requested is available for disbursement and that disbursement will not disrupt or affect the payment of existing debts. If a Shura Board member spends his/her out of pocket money for supplies or for some service or item to benefit the Mosque or Shura Board, the Shura Board member shall be reimbursed his/her money if he or she makes a written request for reimbursement, states why

reimbursement is necessary, attaches a copy of the written receipt supporting reimbursement, and said reimbursement is not for more than \$50.00. The written request for reimbursement shall be tendered to the Shura Board secretary or Chairperson within no later than ten working days after the Shura Board member has made the expenditure. No additional monetary compensation will be given to any member of the Shura Board.

8.6 RESPONSIBILITIES OF SHURA BOARD MEMBERS

8.6.1 General Corporate Responsibilities and Standard of Care

Subject to the provisions and limitations of the Articles of Incorporation, and the bylaws relating to action requiring approval by the voting rights members of the general body, business and other affairs of the Corporation shall be conducted under the direction of the Shura Board. Shura Board members and committee members shall discharge their duties as members of the board or committees in good faith, with ordinary care, and in a manner the board member reasonably believes to be in the best interest of the corporation.

8.6.2 Specific Responsibilities

The purpose of the Shura board is to serve Allah and the Community. The Shura Board shall be entitled and have a duty imposed upon them by these bylaws to conduct all activities permitted by law for Shura Board members, except as limited by law, the Articles of Incorporation, or these bylaws, including, without further limitation for the benefit of the Mosque, the following activities:

- (1) **Officers and Shura Board members are responsible for reading, understanding, and following these bylaws and assuring that the corporation remains in compliance with the bylaws.**
- (2) To select and remove all officers, agents and employees; to prescribe duties for them; to approve their compensation; and to require from them their faithful service.
- (3) To direct and control, by policy, the affairs and activities of the Corporation and make rules and regulations for this purpose.
- (4) To adopt and use a corporate seal and alter the form of the seal.
- (5) To borrow money and incur indebtedness on behalf of the Corporation, and cause to be executed and delivered for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, contracts or other critical written agreements, and other evidences of debt and securities.
- (6) To develop an **annual strategic plan, operational plan**, and corresponding **balanced budget** to be ratified by simple majority of all the valid ballots or show of hand votes given by the voting rights members of the general body.
- (7) To inform the General body of any proposed relationships with any other religious organizations, for ratification by the voting rights members of the general body. Ratification will require a two-thirds (2/3)

majority ballot of the valid ballots cast by the members of the voting rights members of the general body before entering into such relationships.

- (8) To suggest amendments to the Articles of Incorporation, or the bylaws to the voting rights members of the general body for approval.
- (9) To recommend and publish the proposed agenda for the annual meeting or any special meeting of the general body.
- (10) To manage and direct the general business affairs of the corporation and to insure that the corporation's corporate structure, its assets inclusive but not exclusive of its money, land, buildings, equipment, and its status as a 501 [3] [c] designated charitable entity, are secure and preserved for future use by utilizing the standard of a reasonable and prudent business person in their decision making.
- (11) To be responsible for suggesting the written criteria for selection of an Imam for the Mosque to the general body; responsible for conducting an interview of potential candidates for Imam; responsible for presentation of a slate of suggested candidates for the office of Imam to the voting rights members of the general body for vote of ratification; and responsible for establishment of any salary to be paid to the Imam.
- (12) To be responsible for taking and making the authorized announcements of the Mosque or for communicating the Masjid's position on matters of public interest or otherwise.
- (13) To be responsible for the hiring of attorneys to defend the Mosque in any legal action, to advise the Shura Board, or for the hiring of attorneys for the prosecution of any legal action deemed to be within the best interest of the Mosque by the Shura Board.
- (14) To be responsible for the management of the Mosque monies, its accounting, its collection, its bank accounts or financial institution accounts, and the disbursement of Mosque monies for the payment of expenses, and debts of the Mosque, distribution of Zakat and/or Sadaqah, and for making and management of reasonable and prudent investments of the Mosque monies.
- (15) To be responsible for the repair and improvements of Mosque property and to insure that Mosque property is not wasted.
- (16) To be responsible for insuring that annual meetings required by law are held; and that all formal meetings of the Shura Board or General Body meetings are properly recorded and preserved within the minutes of the corporate record book.
- (17) To be responsible for keeping and maintaining an annually updated membership list in alphabetical order of the names, and addresses of all its voting rights members who are entitled to notice of meetings at which a vote will be taken. A separate list of all members who are not entitled to voting rights shall also be maintained. The membership list and receipts reflecting payment of voting membership fees by its annually registered members shall be kept within the corporate record books;

- (18) To make sure that the Mosque is open and accessible to the believers or members that the Mosque is maintained, clean, and is suitable for the use and worship of Allah, specifically for the five daily prayers, and for Islamic instruction and teaching.
- (19) To insure that the believers and members of the Mosque are free from oppression within the Mosque and that they are freely allowed to worship and to exercise their rights of freedom of expression, within the constrained limits of not breaching the peace, or violating Islamic laws or ethics, or criminal laws.
- (20) To be responsible for obtaining and maintaining a safe deposit box within a financial institution for the deposit of all critical documents pertaining to the corporation inclusive, but not exclusive of the property deeds, insurance papers, copies of certificates of occupancy, automobile titles, copies of wills, articles of incorporation, copies of IRS 501 (c) [3] status grant letter, applicable warranties, bylaws, State Comptroller documents, contracts that bind the Masjid etc.
- (21) To maintain a registered office for the corporation which may be, but need not be, the same as its principal office.
- (22) To maintain a registered agent for the corporation, which agent may be a current individual member of the corporation or a current Shura Board member of the corporation whose residence or business residence is within Dallas County, Texas or contiguous counties of a maximum range of 50 miles from the principal office of the corporation. The address of the registered agent cannot be a P.O. Box address, and must be a physical address that the named registered agent currently occupies for living or business purposes.
- (23) Any other duty required by law.

8.7 SHURA BOARD MEETINGS

8.7.1 Place of Meetings

Regular or special meetings of the Shura Board may be held at any place that a majority of the Shura Board may designate; or, if not so designated, meetings shall be held at the Corporation's principal office. Notwithstanding the above provisions of this section, a regular or special meeting of the Shura Board may be held at any place consented to in writing by all Shura Board members, either before or after the meeting. If such consents are given, they shall be filed with the minutes of the meeting.

8.7.2 Meetings by Telephone

Any meeting of the Shura Board, regular or special, may be held using teleconference technology or similar communication equipment, as long as each Shura Board member participating in the meeting can hear and respond to every other Shura Board member. All such Shura Board members shall be deemed to be present in person at such a meeting.

8.7.3 Regular Meetings

Shura Board members are required to have a copy of the bylaws of the corporation at all regular board and community meetings. Regular meetings of the Shura Board may be held subject to appropriate call and notice at such time and place, as the chairperson shall fix. Regular meetings shall be held once every three (3) months, once

per quarter, during the calendar year. The chairperson shall call regular meetings. However, if the chairperson fails to call a required meeting, a simple majority of the Shura Board may do so, upon written notice of at least fourteen (14) days, transmitted to all members by all forms of notice stated in Article 6, sections 6.2.2, 6.2.3, and 6.2.4 above.

8.7.4 Quorum

Two-thirds (2/3) of the authorized number of the Shura Board members shall constitute a quorum for the transaction of business, except to adjourn. Every action taken or decision made by the Shura Board members present at a duly held meeting at which a quorum is present shall be the act of the Shura Board.

8.7.5 Waiver of Notice

Notice of a meeting need not be given to any Shura Board member who, either before or after the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. All such waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting need not be given to any Shura Board member who attends the meeting and does not protest, before or at the commencement of the meeting, about the lack of notice to such member.

8.7.6 Adjournment

A majority of the Shura Board members present, whether or not a quorum is present, may adjourn any meeting to another time and place. The meeting may not be reconvened, and no business may be conducted, unless all members are given notice of the time and place for reconvening the meeting. Notice of the time and place for reconvening the meeting shall be given in accordance with the provisions of section 6.2.5.

8.7.7 Action Without a Meeting

Any action that the Shura Board is required or permitted to take may be taken without a meeting, if all members of the Shura Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as the unanimous ballot of the Shura Board. Such consents shall be filed with the minutes of the corporation.

8.8 COMMITTEES

8.8.1 Committees of the Shura Board

The Shura Board, by a resolution that is adopted by a two-thirds (2/3) vote or ballot of the members then in office, provided a quorum is present, may create one or more committees. Depending on the nature of the committee, one or more Shura Board members may be required to serve solely at the discretion of the Shura Board. There must be a minimum of three (3) committee members appointed either from the Shura Board or the voting rights members of the general body. Appointments to committees of the Shura Board shall be by majority ballot of the Shura Board members then in office.

8.8.2 Meetings and Actions of Committees

Meetings, powers, and actions of a committee of the Shura Board shall be governed by Shura Board resolution which shall specifically state the reason or necessity for the formation of the committee, its scope of duties or powers, designation of chairperson of the committee by the Shura Board or by its committee members, and the time frame in which the committee is to act, if appropriate. Minutes of each meeting of any committee of the Shura Board

9.0 ARTICLE 9 – OFFICERS

9.1 OFFICERS

The officers of the Corporation shall be Chairperson, Administrator, Secretary and Treasurer. The offices of Administrator, Secretary, and Treasurer shall be included in board elections, and approved by a simple majority of the voting rights members of the general body. The Chairperson of the Shura Board is approved by a two-thirds (2/3) secret ballot of the Shura Board according to Article 8.2.1 of these by-laws. Any Officer and/or Shura Board member of the corporation serves at the discretion of the Community. The Shura Board can initiate a call for removal with/for cause of any Officer or Board Member by a two-thirds (2/3) vote of the Shura Board. If the a vote for removal of an Officer and/or board member stands, the person may be removed by a simple majority of the voting rights members of the general body.

9.1.1 Office of the Chairperson of the Board

The Chairperson shall, insofar as it is consistent with these bylaws and applicable law:

- (1) Have the responsibility for the general and active daily operation of the Corporation.
- (2) Represent the Corporation/Community in legal and business matters.
- (3) Help develop and implement systems, including but not limited to, serving the needs of the congregation, financial, informational, legal, and human resources appropriate to the functioning of the Corporation.
- (4) Perform all duties incidental to that of his/her position and other duties as may be delegated to him/her by the Shura Board and/or community.

9.1.2. Office of the Administrator of the Masjid

The Administrator of the Masjid shall act as the operations manager of the Masjid and perform the following:

- (1) Have the responsibility for the general and active daily operations of the Masjid.
- (2) Shall have the responsibility of the human resources function of the Masjid. That is, to secure recommendations for persons for hire or contract as deemed necessary and submits to the Shura Board for approval.
- (3) Develop and implement systems that maintain and assure the security of the Masjid.
- (4) Oversee the operations of the Masjid and community business.
- (5) Perform all duties incidental to his/her position and other duties as may be delegated to him/her by the Shura Board and/or community.

9.1.3 Secretary of the Masjid

The secretary shall act as secretary of the Corporation and shall:

- (1) Keep or cause to be kept, at the Corporation's principal office or such other place as the Shura Board may direct, a book of minutes of all meetings, proceedings and actions of the Shura Board, of committees of the

Shura Board, and of Community meetings, and how each member of the Shura Board voted or balloted (for, against, or abstain) on any resolution or other action taken or approved by the Shura Board. Shura Board members may, at their option, summarize in one typewritten page their reasons for their vote or ballot. Such statements shall be submitted to the Secretary no later than seven (7) days after the adjournment of the Shura Board meetings at which the ballot(s) were taken. Any such statements so submitted shall become part of the minutes of the Corporation. The minutes of meetings shall include the time and place of holding, whether the meeting was general or special; and if special, how authorized, the method of notice given and the names of those present, or otherwise represented, at the Shura Board meeting, and committee meetings, and Community meetings.

- 2) The secretary shall keep or have kept at the principal office, a copy of the Articles of Incorporation, membership list, sign in sheets of meetings, and the bylaws, as amended to date.
- 3) The secretary shall keep such other records and documents as are required by law to be kept.
- 4) Cause to be given notice of all Community meetings, Shura Board meetings, and notice of meetings of committees of the Shura Board required by the bylaws to be given.
- 5) Be custodian of the seal of the Corporation and affix the seal, or cause it to be affixed, as appropriate.
- 6) Perform duties, as assigned by the Chairperson of the Shura Board, which are not inconsistent with these bylaws.
- 7) Sign, execute and deliver in the name of the Corporation, all other instruments incidental to the office of secretary that are not specifically reserved for the chairperson, and which are not prohibited by these bylaws.

9.1.4 Treasurer of the Masjid

The treasurer, as the chief financial officer, shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings and other matters customarily included in financial statements.

- 1) **The books of account** shall be open to inspection by any Shura Board member, or other voting rights members, or legal requestor within seven (7) days of the request copies of any such accounts shall be at the expense of the requestor (payable upon request).
- 2) **Deposit:** The treasurer shall deposit, or cause to be deposited, with such depositories as the Shura Board may designate, all money and other valuables in the name and to the credit of the Corporation immediately and within no less than three working days after receipt of funds.
- 3) **Disbursement of Money and Valuables:** The treasurer shall disburse the Corporation's funds as the Shura Board may order, and shall render to the Chairperson and Shura Board members, when requested, an account of all transactions as chief financial officer and of the financial condition of the Corporation, and shall,

insofar as is consistent with these bylaws and applicable law, have such other powers and perform such other duties as the Shura Board or the Chairperson may prescribe.

- a) The treasurer is authorized to pay all bills/expenditures of the Masjid. Any irregularities i.e. unanticipated bills, or those amounts totaling \$500.00 or more, rather regular or not, should be brought to the attention of the Administrator of the Masjid and/or Chairperson of the Shura Board prior to payment.
 - b) Any payments or disbursement of money that exceeds \$500.00 and not a “regular” bill (i.e. electric, gas, etc) must first be approved by the Shura Board, and then may require two signatures on the check. One of the signatures must be the Administrator of Masjid or designee (in his/her absence). The other signature must be the Treasurer or designee (in his/her absence). Designees must be members of the Shura Board.
- 4) Under no circumstances shall a disbursement of corporate funds be made without written documentation of the disbursement immediately being transmitted to the treasurer’s records and then reported to the Shura Board at the next regularly scheduled meeting. Further, under no circumstances shall it be allowed to disburse, combine/mix, or use the disbursement of corporate funds with or for the personal or business use/funds of any Shura Board member. All financial banking accounts of the corporation shall bear at the top of the check, the corporate name, address, and its designation as a non profit organization and shall state beneath the signature line of the check that the signature authorities are the authorized representatives of the corporation.
 - 5) **Annual Budget.** The treasurer shall prepare an annual balanced budget to be approved by the Shura Board and ratified by the voting rights members of the general body at its community meetings.
 - 6) **Execution of Corporate Documents.** The treasurer shall sign, execute and deliver in the name of the Corporation, all other instruments incident to the office of treasurer that are not specifically reserved for the Chairperson, and which are not prohibited by these bylaws. S/he shall perform other duties, insofar as they are consistent with these bylaws and applicable law, as delegated by the Chairperson, and hold such other powers as may be prescribed by the Shura Board or voting rights members of the general body, insofar as such are consistent with these bylaws and applicable law.

9.2 REMOVAL OF OFFICERS AND/OR BOARD MEMBERS

Without prejudice to any rights of an officer/board member under any contract of service, an officer or board member may be suspended up to ninety (90) days, for cause, by the Shura Board, upon a two-thirds (2/3) majority vote of the Shura Board. In the event of a suspension, an emergency community meeting shall be called unless the next community meeting is seven (7) days or less from the date of suspension. (See Section 8.4.4.)

9.3 RESIGNATION OF OFFICERS

Any officer may resign at any time by giving written notice to the Shura Board. The resignation shall take effect as of the date the notice is received, or at any later time specified in the notice and unless otherwise specified in the notice. A resignation need not be accepted formally to be effective. Any resignation shall be without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party.

9.4 VACANCIES IN OFFICES

A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to that office, provided that such vacancies shall be filled as they occur. Whenever there is a vacancy in the office of the Chairperson, or when the chairperson, by his/her written declaration transmitted to the secretary, states that he/she is unable or unwilling to discharge the powers and duties of office, the Administrator of the Masjid shall assume responsibility for business operations of the Corporation and shall be acting chairperson until such time as a vote is held to replace the chairperson. If the chairperson also serves as administrator, a vote should be done for interim. The vote must take place within thirty (30) days in accordance with these bylaws (reference 8.4.2).

9.5 COMPENSATION GENERALLY

The Shura Board shall adopt a compensation policy for all employees, Imam(s) independent contractors, or consultants, which shall be administered by the appropriate officers of the Corporation.

9.6 INDEMNIFICATION

9.6.1 Right of Indemnity

To the fullest extent permitted by law, this Corporation may indemnify its Shura Board members, officers, employees and other persons which the law allows this Corporation to indemnify, including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is defined by law, and including an action by or in the right of the Corporation, by reason of the fact that such person is or was a person to whom the law pertains. "Expenses," as used in this article of these bylaws, shall include without limitation, attorneys fees and any other expenses for which, under law, such persons may be indemnified.

9.6.2 Advancement of Expenses

To the fullest extent permitted by law, and except as otherwise determined by the Shura Board in a specific instance, expenses incurred by a person seeking indemnification under this article of these bylaws, in defending any proceeding covered by this article, shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid, unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.

9.7 INSURANCE

The Corporation shall have the power to purchase and maintain insurance on behalf of the corporation, its officers, Shura Board members, employees and other agents against any liability asserted against or incurred by any officer, Shura Board member, employee, or agent in such capacity or arising out of the officer's, Shura Board member's, employee's or agent's status as such.

9.8 LOANS TO SHURA BOARD MEMBERS AND OFFICERS

The Corporation shall not under any circumstances loan money to its members or officers of the Shura Board.

10.0 ARTICLE 10 – FINANCIAL MATTERS

10.1 BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of accounts and shall also keep the minutes of the proceedings of the Community meetings, Shura Board meetings, and meetings of the committees of the Shura Board having and exercising any of the authority of the Shura Board or Community meetings. All books and records of the Corporation shall be kept at the principal office or at a place specified by the Shura Board. The financial statements and Form 1023 (application for exempt status) may be inspected at the principal office, with reasonable advance notice, by any member (Reference 9.1.4.).

10.2 FINANCIAL RECORDS AND ANNUAL REPORTS

The corporate treasurer shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions of the corporations, including all income and expenditures, and shall prepare a report of the financial activity of the Corporation for the preceding year. The report must include a statement of donations, and expenses as well as a statement of functional expenses, a statement of changes in fund balances, and a statement of assets and liabilities. A copy of all records, books, and annual reports of the financial activity of the corporation shall be kept at the registered office or principal office of the corporation for a minimum of three years after the close of the fiscal year and shall be available to the public for inspection and copy during normal hours of operation and copies shall be at the expense of the requestor. Copies will be provided within seven (7) business days of the request.

10.3 INDEPENDENT REVIEW

An independent review shall be made each year, if financially feasible to do so, with an accompanying management letter to the Shura Board.

10.4 PUBLICATION OF THE ANNUAL REPORTS

The Corporation's annual report shall be published by announcement and posting, and shall be made available to every member who so requests at their copying expense.

10.5 DISCLOSURE OF SALARY RANGES

The first community meeting of general body following the beginning of the fiscal year, the treasurer or designee shall disclose the salary ranges for any and all paid positions of the Corporation.

10.6 ANNUAL BUDGET

The Shura Board shall evaluate, and determine on an annual basis, the percentage of income to be allocated from the projected total budget for the following year to support specific areas of the overall mission of the Mosque. This budget must balance projected income and expenditures and shall then be voted upon and ratified by the Shura Board. The budget is then presented to the general body at the next community meeting. The Corporation shall operate under the constraints of the ratified annual budget.

10.7 SAFEGUARD OF MOSQUE LAND AND BUILDINGS

10.7.1 Disposition and Conditions for Purchase and/or Sale of Mosque Land and Buildings

No land or building may be purchased by the Shura Board for the Mosque in the name of an individual, group, partnership, another named corporation, or other entity, other than in the corporate name of Masjid Al-Islam-Dallas, Texas Inc., unless by way of a joint venture, or co-ownership, or partnership with another non-profit entity or for profit entity and even then, the name of Masjid Al-Islam-Dallas, Texas Inc. must be named on the ownership document and deeds.

10.7.2 Conditions for Deeds and Vote

Any land or building owned in part or whole by the Mosque must bear the name of and be deeded to Masjid Al-Islam-Dallas, Texas Inc. Any deeded land or building bearing the name of the Mosque cannot be sold, leased, rented, mortgaged, encumbered, title clouded, given away, or hypothecated unless approved first by a 2/3 vote of the Shura Board and then ratified by a 2/3 vote of the voting rights members of the general body. The voting rights members of the Shura Board and the voting rights members of the general body shall cast their votes by ballot on any such called vote related to this sections and the votes and ballots shall be recorded in the record books of the corporation.

11.0 ARTICLE 11 – GENERAL PROVISIONS

11.1 FISCAL YEAR

To provide for the effective financial administration of the Corporation, the fiscal year of the Corporation shall begin December 1, and end November 30. This change in the fiscal year will become effective on January 1, 2004, and continue until such time as this section may be amended. To accommodate this change in fiscal years, the following will occur:

- (1) The fiscal year begins on December 1, and ends on November 30.
- (2) The financial books of the Corporation will be opened from December 1 to November 30 at which time the financial books will be closed and this twelve (12) month period separately reviewed.
- (3) The financial books of the Corporation may, after January 30, be reviewed for periods of ten (10) months, from February 1 to the following November 30.

11.2 CONTRACTS

The Shura Board may authorize any officer or agent of the Corporation to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the Corporation in accordance with these bylaws.

11.3 CHECKS, DRAFTS OR ORDERS

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation as designated above in Article 9.0, and in such manner, as shall from time to time be determined by resolution of the Shura Board.

11.4 JUDICIAL AUTHORITY

The Shura Board has final judicial authority within the domain of the Mosque with respect to the interpretation and enforcement of these bylaws and with respect to any controversy that may arise there under.

11.5 PRAYER

Every meeting of the General body or Shura Board shall be opened with an Islamic prayer.

11.6 EXTENSION OF TIME TO PERFORM

Whenever the time for the performance of any action or condition under these Bylaws, or under rules, procedures, processes, appeals, resolutions or other proceedings promulgated or created pursuant to these Bylaws, falls on a Friday (Jumah), Islamic holiday or a legal holiday, such time shall be automatically extended to the next business day.

11.7 RESOLVING CONFLICT

With regards to Masjid business and operations within the community, all Officers, Board members, Imams, committee members, employees, staff, general and vested members are required to resolve conflicts, disputes, and differences of opinion by way of mutual consultation (shura) before any other method is employed. Any criminal activity within Masjid Al-Islam–Dallas, Texas Inc., is subject to the laws of the land, and will be handled accordingly. After trying to resolve conflicts or disputes, internally, then go to arbitration. All members must sign off on moving on for resolution.

12.0 ARTICLE 12 – AMENDMENTS

12.1 AMENDMENT OF BYLAWS

The voting rights members of the general body shall have the sole authority to repeal or amend these bylaws.

12.2 MANNER OF AMENDING GOVERNING DOCUMENTS

While it is the intent of this procedure to aid in the introduction of needed amendments in a careful and thoughtful manner, nothing herein is in any way intended to limit the power of the voting rights members of the general body for changing the Mosque’s bylaws at any time by written consent or with a special meeting so long as the necessary majorities set forth in these bylaws are maintained. The procedure may be changed, after appropriate call and notice, at any time by a simple majority of the voting rights members of the general body as it is constituted at the time such action is taken.

12.2.1 Time for Submission Members: Any voting rights member of the general body in good standing may present an amendment to any portion of the bylaws. All submissions must be in writing and must be presented to the Shura Board at any time during the year, but postmarked or submitted no later than one hundred eighty (180) days prior to the next annual meeting of the general body for any action sought for that meeting. Once the date for the annual meeting is determined, this cut-off date will be announced to the general body. Shura Board: Any majority of the members of the Shura Board can present joint proposal(s) to the Shura Board up to one hundred twenty (120) days prior to the annual meeting of the general body. If the Shura Board feels that a proposed amendment requires immediate or emergency action it can, by a two-thirds (2/3) majority vote, present amendments to the general body

for consideration and vote at any time during the course of the year. All such emergency amendments proposed by the Shura Board must include any "Statement of Concern" from the dissenting Shura Board members. A minimum of thirty (30) days is required before the request for a vote by the voting rights members of the general body. For these proposals the Shura Board should, but is not required, to first submit the same to an amendment Committee for study and recommendation, and/or designated legal counsel for input. The Shura Board may also designate the timing for consideration of such amendments during the year or at the annual meeting.

12.2.2 What Proposals Must Include

The proposed amendment must clearly specify which section of the bylaws is being amended. The exact wording for the proposed amendment must be included. The individual(s) proposing the amendment must provide a brief written statement of three hundred (300) words or less, explaining the need for such a change in our bylaws. The amendment will not be considered without this "Statement of Justification." Since only voting rights members of the general body may submit proposals, no anonymous submissions will be accepted.

12.2.3 Rejection Based on Time

The Chairperson of Shura Board or his/her designee shall record the date the amendment was received and the date of any subsequent revision as set forth in these Bylaws and reject those that are not timely. Date of receipt will be considered the date of postmark for amendments mailed from within the U.S. and date of physical receipt for amendments mailed from areas outside the U.S. Personal submissions must be date stamped by Chairperson or designee.

12.2.4 Opportunity For Correction

- 1) **Amendment Committee.** If the Shura Board has appointed an Amendment Committee, the Committee or the Shura Board has a maximum of thirty (30) days to review the proposed bylaw amendment. The Committee or Shura Board should seek counsel from an attorney designated by the Shura Board, if the need arises or is required. If there are legal or internal conflicts or ambiguities in the proposed amendment, then it must be returned to the author(s), together with a clear statement from the Committee describing the problem, for correction. The exception will be amendments that are recorded as having been received after the deadline. There can be no correction for a late amendment. It can only be rejected. Otherwise, the author will have fifteen (15) days after the date that the notice of the defect is sent to correct the problem and resubmit the proposed amendment. He may also discuss any issues of concern with the Amendment Committee, Shura Board, and/or legal counsel. The Committee will have fifteen (15) days after its submission to reconsider a proposed amendment that has been corrected by the author(s).
- 2) **Committee Recommendation** The Committee must send the proposed amendment in its original, or corrected form, to the secretary of the Shura Board (hereinafter "secretary") with a recommendation no later than one hundred and fifty (150) days prior to the annual meeting of the general body. The Committee has two (2) choices for a recommendation: a). The Shura Board should reject the proposed amendment because it is flawed and does not meet the requirements for an amendment. b). The proposed amendment meets all the necessary requirements in the opinion of the Amendment Committee and should go forward to the voting rights members of the general body for ratification or rejection.
- 3) **Shura Board Review** The secretary shall forward proposed amendments along with their respective "Statements of Justification" to the Shura Board with the recommendation of the Amendment Committee, if

one has been appointed. The Shura Board will have thirty (30) days for their review. During this period the Shura Board may also correct and, if necessary resubmit (even with substantial changes) any of the proposals sent to it by the Amendment Committee for correction.

- 4) **Effect of Shura Board Endorsement or Inaction.** If there is an adequate level of support within the Shura Board (2/3 majority) the proposed amendments approved by the Amendment Committee, if one has been appointed are placed on the agenda for the upcoming annual meeting. If there is not enough support of the proposed amendment, then it is returned to the Amendment Committee, if appointed, or its author. The Shura Board may choose to provide a “Statement of Concern” to be included with the proposed amendment whether or not it is sent to the voting rights members of the general body for its endorsement. Lack of action on the part of the Shura Board within the thirty (30) -day time limits will be interpreted as permission for those proposed amendments, which were approved by the Amendment Committee, if appointed, or the Shura Board to go forward to the voting rights members of the general body for possible endorsement. Proposals for amendment of bylaws that are recommended for rejection by the Amendment Committee, if appointed or the Shura Board, may only be put forward by the Shura Board on a two-thirds (2/3) ballot; otherwise the Committee’s rejection shall be deemed as accepted by the Shura Board. Rejected proposals for amendment of bylaws can be put forward to the voting rights members of the general body for vote if its author(s) obtains a written petition of voting rights members in support of the proposed amendment that constitute 1/4 of the voting rights members.
- 5) **Effective Date of Amendments.** Proposed amendments receiving the necessary approval of the voting rights members shall take effect on the day immediately following the Annual Community Meeting (or the day after results are announced, whichever is later), Special Meeting, Action or Approval by Written Consent or Ballot Without a Meeting, as applicable, at which they were passed.

13.0 ARTICLE 13 – OFFICE OF IMAM, DUTIES, SCOPE OF POWERS, COMPENSATION, AND AUTHORITY

13.0 IMAM DUTIES

13.1 The Imam is the spiritual leader and spiritual spokesperson for the Masjid or Mosque. The Imam cannot be a member of the Shura Board. The Imam or spiritual leader of the Masjid is responsible for the leading of the prayers at the Jumah service, performance of the Janaza or funeral services when required, performance of Nikah or wedding ceremony, Arabic instruction, interfaith dialogue representation, Qur’anic and Hadith instruction, and overall representation of the Mosque at national and international functions consistent with these bylaws, Islamic faith, and applicable state and federal laws.

13.2. Scope of Authority, General Policy of Spiritual Leadership, and Conduct during Jumah

The Imam’s scope of authority is limited to that stated within these bylaws unless enlarged by an amendment of these bylaws. It is the ultimate desire of these bylaws to reflect that all matters and decisions governing the Masjid or Mosque or corporation is to be conducted in the open by way of disclosure, not secret, but by way of mutual consultation and agreement, not by force, intimidation, harassment, abusive tactics, defamation of the members, or barring of the members from the Mosque. The Friday lecture sermons or Khutbah is to be strictly reserved for the

peaceful worship of Allah, and the Jumah and Khutbah shall not be used for the following purposes or as a means of:

- a) Oppressing members or guests
- b) Defaming members
- c) Making mockery, cursing or using profane language against any person or for ridicule of any person
- d) Advancing a personal or political agenda
- e) Advancing or making threats of physical harm against any Muslim
- f) Solicitation for the Imam's personal business interest or for endorsement of any other personal business interest.
- g) The Imam does not have the authority to ban any believer from the Mosque, daily prayers, or community activity.

13.3 Violation of rules of Jumah or Expectations of Spiritual Leadership

The Shura Board gives a violation of the rules governing Jumah and the Khutbah or expectations of Spiritual Leadership as an immediate cause for dismissal of the Imam. He shall be provided notice of the infraction in writing, and requested for a meeting with the Shura Board. The Imam should be given due process for any infractions. Suspension may be required in lieu of dismissal.

13.4 Compensation; Reimbursement

The Shura Board shall determine the compensation of the Imam. Compensation of the Imam shall be determined by the Shura Board, and may change from time to time as the budget allows. Compensation shall be paid to the Imam for duties actually performed on a monthly basis. The Imam shall be reimbursed or compensated for his out of town travel when representing the Mosque by the same means as is set out above for the Shura Board. Under no circumstances will the Imam be reimbursed for any other out of pocket expenditures.

13.5 Criteria and Process for Selection of Imam

An Imam is expected to possess the best of certain Islamic characteristics and traits that are necessary for his selection to be the spiritual leader of the Mosque, which are the following:

1. He must be a Muslim male of at least twenty-five (25) years of age. His personality is expected to be mature, intelligent, humble in disposition, tolerant, strong in moral character and faith, truthful in speech, generous in nature, honest, trustworthy, courageous, and sincere, not given to quarrelsome debate, rancor, hatred, revenge, backbiting, and jealousy. He must be committed to the maintenance and growth of the community.
2. He must be married before taking office.
3. The Imam is to help implement/establish the five daily prayers at Masjid Al-Islam – Dallas, Texas Inc.
4. He must be knowledgeable of the Arabic language, and Arabic grammar, and at a minimum must be able to read the Arabic language and interpret the Arabic language of the Qur'an in a fluent manner.
5. He must be knowledgeable of Hadith or the sayings and traditions of Prophet Muhammad (PBUH).

6. He must have knowledge of how to lead the five daily prayers of Islam in Arabic, including the two 'Eid Prayers, how to conduct the Janazah service, the Nikkah ceremony, and the prayers for the Night of Power including Witr and Taraweeh during Ramadan, and how to conduct the Friday Jumah service.
7. He must have strong Islamic character. That is, he must be known to be trustworthy, honest and committed to the maintenance and growth of the community.
8. It is desirable that he has extensive knowledge of the history of Islam, and the various schools of thought/mathhab in Islam.
9. The most knowledgeable candidates for office of Imam shall be nominated by the Shura Board for presentation to the general body of a slate of Imam candidates for a vote of approval. It shall always be the goal of the Shura Board to nominate at a minimum two qualified candidates for the position of Imam. Nominations may also come from the general body if the candidate meets the above general criteria for selection. Once the nominations for the office of Imam are submitted to the Shura Board, the Shura Board shall present a list of qualified candidates to the general body for a vote. The Imam shall be selected by a majority of the membership. If two of the candidates receive the same amount of votes, then the Shura Board shall, after prayer, select a candidate for the office of Imam.
10. The Imam must strive to be able to relate, communicate, and understand the language, customs, colloquialisms, and cultures of the peoples in the area and general body of the Masjid.
11. Qualified candidates must submit a resume with references, and will be subject to a background check.
12. Same as 9 for the Associate Imam.
13. (1), (7), (11) – Should also apply to Shura Board Members

13.6 Ratification /Removal from the Office of Imam

The Imam shall annually be subject to a vote of ratification, which shall decide whether the membership will retain or release the services of the Imam. The Shura Board shall schedule the vote and the voting process shall be by majority vote of the membership endowed with voting rights. If the Shura Board fails to schedule the vote of ratification, a voting rights member of the general body may call for ratification of the Imam by way of a special meeting as outlined above. An Imam may be removed from his office by the Shura Board or voting rights members of the general body for violation of the office of Imam as stated in section 13.2 or for any of the acts mentioned in 13.2(a-g); or for dereliction of duty, or incompetence. The voting rights members of the general body can overturn the removal of an Imam by the Shura Board by a simple majority vote

13.7 Provisions for Selecting an Interim Imam

In the event there is an unexpected vacancy in the office of Resident Imam, the Shura Board is empowered to select an interim replacement. That replacement will serve up to six (6) months. If the Imam position is not filled in six (6) months, the Shura Board is empowered to extend or reappoint for another six months.

14.0 ARTICLE 14 – DISSOLUTION

14.1 The corporation may voluntarily dissolve its articles of incorporation by a board resolution to do so and 2/3 voting rights member of the general body approving of said board resolution. Should the general body seek to dissolve the articles of incorporation, a special meeting shall be called and a 2/3 vote of the members having voting rights is necessary to affirm the vote of dissolution.

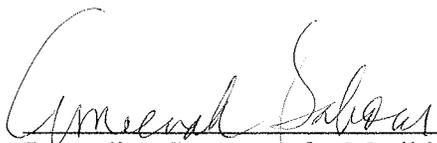
14.2 Application and distribution of Assets

The assets of the corporation in the process of dissolution shall be applied and distributed as follows: (1) all liabilities and obligations of the corporation shall be paid, satisfied and discharged; in case its property and assets are not sufficient to satisfy or discharge all the corporation’s liabilities and obligations, the corporation shall apply them so far as they will go to the just and equitable payment of the liabilities and obligations. (2) Assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements. (3) The remaining assets, if any, of the corporation shall then be distributed only for tax-exempt purposes to one or more Muslim organizations, which are tax exempt under Section 501 [c] (3), Internal Revenue Code.

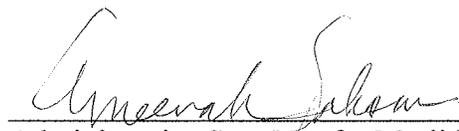
14.3 Articles of Dissolution

After the corporation has wound up its affairs as set out in section 14.1 above, the chairperson shall file articles of dissolution as set out in Article 1396-6.05 of the Texas Non Profit Corporation Act with the Texas Secretary of State and pay the required filing fee. Upon receipt of the certificate of dissolution from the Texas Secretary of State, together with the copy of the articles of dissolution affixed thereto, the corporation shall cease to exist except for the purpose of suits, other proceedings and appropriate corporate action by members, directors, and officers as provided these bylaws.

THESE BYLAWS ARE RATIFIED AND ACCEPTED BY A LEAST A 2/3 MAJORITY VOTE OF THE VOTING MEMBERS OF MASJID AL-ISLAM, DALLAS, TEXAS ON THIS 17 DAY OF November, 2013.



Recording Secretary for Masjid Al-Islam



Administrative Secretary for Masjid Al-Islam