



**BYLAWS**  
**OF**  
**THE ISLAMIC SOCIETY OF**  
**NIAGARA FRONTIER**

745 HEIM ROAD  
GETZVILLE, NY 14068

DECEMBER 2017

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**In the name of Allah the Beneficent and Merciful**

**THE ISLAMIC SOCIETY OF NIAGARA FRONTIER  
CONSTITUTION AND BYLAWS**

*"O you who believe, observe your duty to Allah as it should be observed and do not die except as true Muslims. And hold fast together to the rope of Allah and do not become divided amongst yourselves."*

**ARTICLE I: PREAMBLE**

Section 1.01: Islam means total submission to the will of Allah Subhan'ahu Wa Ta'ala (S.W.T.). The sources of Islamic belief and practice are the Holy Qur'an and the Sunnah of the last Prophet of Allah, Prophet Muhammad Sal'lal'lahu A'laihi Wa Sal'lam (S.A.W.S.).

Section 1.02: A Muslim is a person who believes and affirms that there is no deity but Allah (S. W.T.), and that Muhammad (S. A.W.S.) is Allah's last and final messenger.

Section 1.03: The Islamic Society affirms that the Bylaws, programs, and activities of the Society, including its ideology, goals and practices, shall follow and be consistent with the requirements and teachings of the Quran and the Sunnah.

**ARTICLE II: NAME AND NATURE OF THE SOCIETY**

Section 2.01: The name of the organization shall be "**The Islamic Society of Niagara Frontier**", herein referred to as the "Society" or "ISNF".

Section 2.02: The Society shall be a nonprofit religious organization.

**ARTICLE III: ORGANIZATION**

Section 3.01: The Society shall consist of:

- (a) General Body (All Members)
- (b) An Executive Board herein referred to as the "Board", and
- (c) A Council of Trustees herein referred to as the "Council".

**ARTICLE IV: LOCATION AND OFFICE**

Section 4.01: The principal office of the Society shall be located at the **Islamic Center**, 745 Heim Road, Getzville, New York 14068.

Section 4.02: The Society may have additional offices as needed and decided by the Executive Board and the Council of Trustees.

## **ARTICLE V: AIMS AND OBJECTIVES**

Section 5.01: The Society aims to enhance the practice of Islam and promote Dawa of Islam as follows:

- (a) Organize and conduct religious, educational, charitable, social activities for its members and the community at large.
- (b) Establish, operate, and maintain Islamic center(s), mosque(s) and other assets owned by the Society.
- (c) Promote goodwill, understanding, fellowship and tolerance among local Muslims.
- (d) Work for universal brotherhood and peace for all mankind in accordance with the teachings of Islam.
- (e) Cooperate (and affiliate) with other Islamic organizations having similar objectives as deemed appropriate, by the Executive Board and the Council of Trustees.
- (f) The Society may cooperate with other non-Islamic organizations in a manner consistent with Islamic principles as long as approved by the Board and the Council of Trustees.
- (g) The Society shall operate in a manner that is sensitive and responsive to the views, needs, and requirements of its membership.

## **ARTICLE VI: MEMBERSHIP**

Section 6.01: **Terms of Membership**

- (a) The membership, services and activities of the Society other than the Executive Board and Council of Trustees meetings shall be open to all legal resident Muslims (as defined in Section 1.02), regardless of race, sex, color, national origin, or financial status.
- (b) Each applicant member shall abide and support the goals and objectives of the Society as stated in the Bylaws.
- (c) Membership shall be subject to the approval of the Board. New membership applicant must submit a completed membership form along with the annual membership dues to the Secretary of ISNF Board. The Board shall review membership application and notify its decision to the applicant within 60 days of its receipt.
- (d) Members (other than Life members) must pay the Annual membership dues every year to maintain their membership and their seats (if any) in the Board, the Council.
- (d) Contributions to designated relief funds, needy funds, zakat and specific Society functions and events will not be applied towards membership dues. However, contributions towards the ISNF's operating, construction and endowment funds may be applied towards the membership dues.

- (e) A member may terminate his/her membership by sending a written request to the Secretary of the Board. The Secretary shall send a written notification to the ex-member within two weeks of receiving the request.

**Section 6.02: Categories of Membership**

There shall be three categories of Membership:

- 1. Voting
- 2. Life
- 3. Honorary

**Section 6.03: Voting Member** shall be

- (a) A Muslim, who is at least 17 years of age at the time of application for membership and his/her legal residence is one of the eight counties (Allegany, Cattaraugus, Niagara, Chautauqua, Erie, Genesee, Orleans and Wyoming) of Western New York.
- (b) Required to fill a Membership Form and pay annual membership dues.
- (c) Able to vote (except in annual election) after a waiting period of two months after the approval of his or her membership by the Board.
- (d) Able to vote in the annual election provided he/she has paid his/her membership dues within the last 12 months prior to July 1st.

**Section 6.04: Life membership**

Life membership shall be available to all "Voting members". It will be awarded to a member upon one-time donation of \$5000 (or more) towards the ISNF operating funds or for being a voting member of the Society for 25 years. Life membership request shall be submitted in writing to the Secretary of the Board.

**Section 6.05: Honorary Member** shall be

- (a) Conferred on a person who is deemed to have rendered distinguished services to the Muslim community.
- (b) Exempt from paying dues, and not allowed to vote in ISNF elections or to hold any office in the Society.

**Section 6.06: Termination of Membership**

- (a) A member whose actions and activities are deemed as deliberate and serious violations of the purposes, goals, and interests of the Society, as provided in these Bylaws or the official resolutions of the Society, may be asked by the Board for an explanation for such behavior.
- (b) Such a member may be suspended from the membership within 30 days if his (or her) explanation is not acceptable to the Board. If the allegations against the member are found to be unjustified or no action is tenable against the member or the member's explanation is acceptable to the Board, the member shall immediately be informed in writing of such finding and of the continuation of his/her normal standing in the Society.

- (c) A two-thirds majority vote of the total membership of the Board shall be required for the suspension of a member.
- (d) The suspended member shall be notified of suspension in writing and the matter shall be presented in the next General Body meeting for consideration. The General Body may then (1) cancel the suspension and restore the membership, or (2) it may confirm the suspension and terminate membership, or (3) it may elect a Hearing Committee of five voting members not involved in the initial decision making and authorize it to investigate the matter.
- (e) Hearing Committee shall meet, investigate and give its final decision to the Board in writing within 30 days of its appointment.
- (f) A suspended member shall automatically be relieved from all responsibilities and commitments to the Society.
- (g) A suspended member shall immediately hand over all records of the Society, including finances, legal documents, and charge of all affairs to the ISNF's President or his/her designee.
- (h) If an ISNF member is convicted of felony by Court of Law, he/she will cease to be a voting member and will lose his/her membership (if any) in the Board, the Council or any ISNF committee. The Secretary of the Board shall send a written notification to the terminated member, the Board and the Council with two weeks of termination.

## **ARTICLE VII: GENERAL BODY**

Section 7.01: All voting and life members of the Society shall constitute the General Body.

Section 7.02: The General Body shall be the supreme body of the Society.

Section 7.03: The General Body shall elect the Members of the Board and the Council as per these Bylaws.

Section 7.04: The General Body shall have the power to amend the Constitution and Bylaws of the Society.

Section 7.05: Decisions in General Body meetings shall be made by a simple majority vote, except those matters described under sections 7.06 and 18.01. Construction, sale, expenditure or acquisition (via purchase or donation) worth \$100,000 (US dollars) or more will require a two-thirds majority. Resolution on any important issue to be presented at the General body shall be provide to the Board's Secretary in writing at least three weeks prior to the General Body Meeting. The Secretary shall send the draft resolution with the agenda to the General Body as per section 8:01(c).

Section 7.06: The General Body may dissolve the Board or terminate a member of the Board by a vote of no confidence by two-thirds majority of voting members present in a special meeting called only for the purpose.

## **ARTICLE VIII: GENERAL BODY MEETINGS**

### **Section 8.01: Regular Meetings**

- (a) The Annual General Body meeting shall be held each year in the month of November.
- (b) One additional General body meeting shall be held each year in the month of May.
- (c) Written Notification of the General Body meetings, with date, time, place, and agenda, shall be posted at the ISNF Bulletin boards and send to the members by the Secretary at least two weeks prior to the schedule meeting.
- (d) At any meeting of the General Body twenty percent of the voting members shall constitute the required quorum.
- (e) If the required quorum is not present at the time of the meeting, there shall be a thirty minutes waiting period after which the members present shall constitute the required quorum as long as two-thirds of the Executive Board and twenty (20) general voting members are present.
- (f) The following items of business shall be transacted in the Bi-annual Meetings:
  - (1) Opening Prayers.
  - (2) Call to order, verification of quorum.
  - (3) Minutes of the last General Body meeting to be approved.
  - (4) President's Report (Written copies made available)
  - (5) Council of Trustees Chairman's Report (Written copies made available).
  - (6) Treasure's Report:
    - (i) For the May meeting, fiscal report for the first 4 month of current year, and Annual report for the last fiscal year including the Annual Fiscal Report from a certified Accountant.
    - (ii) For the Annual meeting, fiscal report for the first 10 month of current fiscal year and the Budget for the next fiscal year.
  - 7) Reports of Committees as determined by the President.
  - 8) Report(s) from Islamic School(s).
  - 9) For the Annual meeting, Announcement of the Election results by the Election Committee, and selection of the Election Committee for the next year.
  - (10) Business from the floor, including questions, proposals, and resolutions.  
Written requests submitted in advance shall be considered first.
  - (11) Closing comments and Prayers.
- (g) The order of business in Section 8.01 (f) above may be changed either by the President with the consent of the Board or by the majority of the members present at the time.

## **Section 8.02: Special Meetings**

- (a) Special meetings of the General Body may be called at any time by the President at the request of the Board, the Council or a written request of at least 20% of voting members (send to the President with signatures of members and a copy to the Council Chair). If the President fails to have a special general body meeting within four weeks of the request, then the Council Chairperson shall call and preside over a General Body meeting within eight weeks of the original date of request.
- (b) Notice of such meeting shall be given to all the members in the same manner as for the regular meeting under Section 8.01(c).
- (c) The required quorum for Special meetings shall be the same as for Regular Meetings under Section 8.01 (d) & (e).

## **ARTICLE IX: SPECIAL COMMITTEES**

### **Section 9.01: Election Committee and Election Procedure**

- (a) An Election Committee, consisting of a Chairman and two members, elected by the General Body, shall conduct the election of the Society.
- (b) By the second week of August, the Secretary of the Board shall provide the Election committee a complete list of voting members with their contact information, a list of eligible members for Board election, and in even years also provide a list of eligible members for Council elections.
- (c) The Election committee shall seek nominations by written notification to fill the vacancies on the Board and the Council from voting members in the first two weeks of September.
- (d) After all appropriate and necessary verifications of qualifications and the agreement of the nominees, the Election Committee shall prepare a slate of candidates for each vacancy.
- (e) A ballot containing the name(s) of such candidate(s) for each vacancy along with a self-introduction statement from each of the candidates will be mailed to the voting members by mid-October.
- (f) The validated ballots are to be mailed to the Chairman of the Election Committee postmarked no later than two weeks prior to the annual meeting.
- (g) The Election Committee shall declare the results of the election during the annual meeting.
- (h) The members of the Election Committee and their immediate family members shall not be a candidate in the election for that election-year.



## Section 9.02: Bylaws Committee

- (a) ISNF shall have a standing Bylaws Committee. The Bylaws committee shall be an independent committee responsible for interpretation and implementation of Bylaws, and proposing amendments to Bylaws.
- (b) The Committee shall seek input and advice from the Board, the Council, and the General Body. The Chair of the Bylaws Committee shall furnish reports (if needed) to the General Body at the bi-annual meetings.
- (c) The Bylaws Committee shall have a total of seven members selected for a three-year term. Three members shall be selected via open election at the Annual General Body meeting every 3 years. The Board and the Council shall each appoint two members within one month of the Annual General Body meeting.
- (d) The Chair of outgoing Committee shall transfer a summary of work done by the outgoing committee to the new committee at a joint meeting of the outgoing and the new committees. At this meeting, the new members shall by consensus select the Chair of the committee from amongst themselves for a three-year term or until a successor is selected. The Committee has the authority to replace its Chair by a two-third majority vote.
- (e) Any Bylaws Committee member who fails to attend three consecutive meetings of the Committee without obtaining proper excuse from the Chair shall cease to be a committee member. The Chair shall send a written notification to the terminated member with two weeks of termination
- (f) In case of vacancies in the Bylaws Committee, the Executive Board, the Council of Trustees and/or the General Body shall provide the replacement(s) to maintain the distribution of members described in section 9:02(c).
- (g) Bylaws amendments proposed by the Bylaws Committee shall be first provided to the Board and the Council for their input. The Board and the Council shall have eight weeks to provide their feedback. After receiving the feedback the Bylaws committee shall consult the ISNF attorney (if available), and then deliberate and finalize the proposed amendments to be presented at the General Body meeting. The proposal shall clearly display the existing sections (if any) and the proposed amendments of the bylaws. The Chair of the Bylaws Committee shall provide a copy of the proposal to the Secretary of the Board at least three weeks before the scheduled General Body meeting for it to be send to the ISNF members.
- (h) Proposed amendments shall be presented at the General Body meeting by the Chairperson of the Bylaws Committee for a vote from the General body authorizing mailing of the proposed amendments to ISNF members for approval. The General Body can modify or reject any proposed amendments. Proposed amendments approved for mailing shall be mailed by the Secretary of the Board to solicit votes on them from the ISNF members within four weeks of the General Body meeting. Amendment of the Bylaws will require a two-thirds majority of the ballots received provided ballots are received from at least 20% of the ISNF membership. The Secretary shall convey in writing the results to the Board, the Council and the Bylaws Committee.

### **Section 9.03: Imam Search Committee**

- (a) For hiring a new Imam an ad-hoc Search Committee shall be appointed. The Imam Search committee shall be responsible for processing applications, collecting reference letters, short-listing applicants, phone interviews, scheduling and arranging interviews, and providing a written Search Report to the Board and the Council with ranking of interviewed candidates. The Board and Council shall dissolve the committee after its work is complete.
- (b) The Committee shall seek input from the Board, the Council and the General Body.
- (c) The Imam Search Committee shall have a total of five members. The Board and the Council shall each appoint two members. The President in consultation with the Board shall appoint an ISNF member with strong Islamic background as the fifth member and the Chairperson.

### **Section 9.04: Construction Committee**

- (a) For a new construction or renovation project proposed by the Board and the Council with a potential budget of \$100,000 or more, an ad-hoc Construction Committee shall be appointed.
- (b) The Construction Committee shall work with an Architect and/or Contractor to produce a preliminary plan and cost estimate of the project and present it to the Board, the Council, and the General Body for approval. In the event that an approved plan exists, the Construction Committee shall present it along with preliminary cost estimate to the Board, the Council, and the General Body for approval of the proposed construction project.
- (c) After approval of the construction project, the Construction Committee in consultation with the Board and Council, while working with an Architect and/or Contractor, shall be responsible for finalizing the plan, obtaining construction bids, selecting the contractor, obtaining all relevant building permits and government approvals and general supervision of the construction project. The committee will cease to exist after completion of the project.
- (d) The Construction Committee shall have a total of seven members. The Board and the Council shall each appoint three members. The President in consultation with the Board shall appoint a seventh member as the Chairperson.

## **ARTICLE X: THE EXECUTIVE BOARD**

### **Section 10.01: Board Members**

- (a) The Society shall have an Executive Board consisting of nine (9) Board members including at least one female and one male. In case of unavailability of male or female candidate(s) during election, the General body at its annual meeting shall nominate and elect such a member(s) to fill the vacancy. If the General Body is unable to elect such members, the Council shall appoint (within four weeks of the General body meeting) such a member(s) to serve in the Board till the next election.
- (b) Board Members shall be elected for staggered three (3) years terms. Three members shall be elected every year for a three-year term.
- (c) A Board Member shall serve without compensation but may be reimbursed for out of pocket expenses.
- (d) No Board Member including the President shall serve more than two consecutive terms of three years each, but shall become eligible for election to one more term after an interval of two years.
- (e) After the Annual meeting a joint meeting of the old and the new Members of the Board will be held under the chairmanship of the outgoing President to hand over the charge of their offices to the new office bearers. At this meeting, the new Board members shall by consensus elect from amongst themselves a President, a Vice-president, a Treasurer, and a Secretary for a one-year term or until a successor is selected. Candidates for the President's post must have prior service of at least one-year as an office bearer of the Board. The Board has the authority to replace any one or more of its office bearer by a majority vote. In case of any change in the Board, the Secretary must notify the Council immediately.
- (f) In case of vacancy in the Executive Board, the successor shall be the candidate with the next highest number of votes from the last election, who will finish the unexpired term. In the absence of availability of such member the Council will designate a member to serve in the Board till the next election.

### **Section 10.02: Qualifications of Board Members**

Any Voting member of the Society shall be eligible for election as a Board Member, who has been a voting member for the past two consecutive years.

### **Section 10.03: Role and Responsibilities**

- (a) The Board or its representative(s) shall be the executive branch of the Society, and shall be the executor of all activities, programs, plans and projects of the Society except those outlined under article IX and in sections 12:01(e) and 12:01(h).

- (b) The Board may appoint (or discharge) voluntary and salaried employees. Such employees (voluntary or salaried) shall be accountable to the Executive Board. Any appointment (or discharge) of an employee with an annual salary of \$15,000 or more will require approval from the Council of Trustees.
- (c) In case of an emergency, the Board with approval from the Council may suspend some or all of the society activities and financial transactions that are deemed to be against the objectives and policies of the Society. The Board shall call an emergency meeting of the General Body within four weeks to discuss and decide further action.
- (d) The Board shall plan and execute appropriate programs and activities to accomplish the aims and objectives of the Society.
- (e) The Board shall fix the yearly dues of membership of the Society.
- (f) The Board may appoint standing and/or ad-hoc committees as needed or to implement the decisions of the General Body except for Special Committees (Article IX). The Board shall assign their duties and responsibilities, and the President shall appoint the Chairperson of these committees in consultation with the Board. The Board, in its sole discretion, may dissolve any of its appointed committees as needed.
- (g) The Board is authorized to cooperate with, appoint representatives, and/or take membership in other organizations (vide article V section 5.01). All such memberships and affiliations and their financial implications are subject to Council approval and to be reported to the General Body.
- (h) The President can authorize expenditure up to a maximum of \$5000. However, the Board has to be informed of this expenditure within two weeks of the expenditure. The Board can authorize expenditure up to a maximum of \$15,000. Any project with a total cost above \$15,000 will require prior approval from the Council.

**Section 10.04: Board Meetings**

- (a) The Board shall hold regular meetings at least once a month and may hold additional meetings as needed. Proper minutes of all meetings shall be written and maintained by the Secretary in the office of the Society.
- (b) In the absence of the President the Vice President shall preside over the meetings.
- (c) In the absence of the President and Vice President, the Secretary shall preside over the meetings.
- (d) The Imams of Masjid Al-Noor, Masjid At-Taqwa and a representative of the Al-Noor School shall attend the monthly Board meetings as ex-officio (non-voting) members.
- (e) The President of a local mosque or Muslim association in Western New York or any individual may be invited by the President to attend a meeting of the Board as deemed necessary.

### Section 10.05: Termination of a Board Member

Any Board Member who fails to attend three consecutive meetings of the Board without obtaining proper excuse from the President or fail to pay annual membership dues (except for life members) shall cease to be a Board Member and shall not be eligible for reelection for one year. The President shall send a written notification to the terminated member, the Board and the Council within two weeks of termination.

## **ARTICLE XI: OFFICERS AND THEIR DUTIES**

### Section 11.01:

**President:** The duties of the President shall be:

- (a) To work for the promotion and advancement of the Society and the implementation of its Constitution and Bylaws.
- (b) To plan and execute appropriate programs and activities to accomplish the purposes and objectives of the Society.
- (c) To represent the Society or arrange for its representation in outside activities and in its relations with outside persons or organizations in consultation with the Board and Council as per Article V, Sections 5.01(e) and 5.01(f) of these Bylaws.
- (d) To convene and preside over meetings of the Board and the General Body.
- (e) The President may attend a standing or ad hoc committee meeting as an ex-officio member, but shall not be part of the quorum and shall not have a vote.
- (f) To prepare and present an Annual Report of the Society in the Annual General Body Meeting.
- (g) The President or his/her designee shall be the spokesperson of the Society.

### Section 11.02:

**Vice President:** The duties of the Vice President shall be:

- (a) To assist the President in the fulfillment of his duties as needed.
- (b) To take over the duties of the President or the Secretary in their absence.
- (c) To take responsibility of publications of the Society including the newsletter.

### Section 11.03:

**Secretary:** The duties of the Secretary shall be:

- (a) To prepare, circulate, and read the minutes of all the meetings of the Executive Board and the General Body.
- (b) To prepare and circulate the agenda for all the meetings of the Executive Board and the General Body to their respective members.

- (c) To keep and maintain all the minutes, records, membership list (with additions and deletion) and documents of the Society.
- (d) To take over the duties of either the Vice President or the Treasurer in their absence.
- (e) To assure proper record of all official minutes/records in the Society's main office.
- (f) To assure emailing of important decisions made by the Executive Board within a week of the Board meeting and timely emailing of the approved minutes of Executive Board meetings to all members of Council of Trustees.
- (g) By the second week of August provide the Election committee a complete list of voting members with their contact information, a list of eligible members for Board election, and in even years also provide a list of eligible members for Council elections.

Section 11.04:

**Treasurer:** The duties of the Treasurer shall be:

- (a) To maintain accurate accounting records of the Society using standard accounting software and techniques.
- (b) To receive and have the custody of all the funds of the Society.
- (c) To ascertain that the funds of the Society are adequately secured and safeguarded including donation boxes at the Masajid.
- (d) To prepare and report the financial activities of the Society to the Board at the monthly Board meetings, and to the Council of Trustees and members of the Society at the General Body meetings.
- (e) To prepare in consultation with the Executive Board and submit for the approval of the General Body the Society's (i) Annual Financial Report and (ii) the Annual Budget.
- (f) To issue payment for expenses incurred in consultation with the Board. The Treasurer shall sign all checks and conduct all online transactions. All payable transactions above \$5000 (five thousand dollars) shall also be co-signed by the Secretary or the President.
- (g) The Treasurer shall be the master user for online access to all ISNF bank and investment accounts, and shall provide and maintain standard account access for the President and the Secretary.
- (h) Provide the Secretary the list of donors who have contributed during the fiscal year.
- (i) At the end of each fiscal year transfer to the Endowment Fund twenty percent (20%) of the remaining balance of the General operating funds after deducting two months of operating expenses in advance.

Section 11.05:

**Other Executive Board Members:** The duties of the other Board Members shall be:

- (a) To participate actively in the meetings of the Board and the Body as individual conscientious Muslims and not as members of a collective cabinet.
- (b) To serve on committees and carry out duties assigned by the President or his substitute / designee.
- (c) To assist in the overall operation of the Society according to these bylaws.
- (d) Participate in all events and functions organized or conducted by the Society.

**ARTICLE XII: COUNCIL OF TRUSTEES**

Section 12.01: Role and Responsibilities

- (a) The Society shall have a Council of Trustees that shall serve as Overseer of the Society and the custodian of capital assets of the Society.
- (b) Advise the Society on matters that may need detailed study and deliberation.
- (c) Serve as an advisory group to the Board and the General Body. However, the Council will not be responsible nor will it interpose itself (without a reason) in the day to day operations of the Executive Board.
- (d) The Board or an individual member of the Society may refer matters for advice and consideration to the Council.
- (e) Decisions with regards to purchase and/or sale of Society's capital assets (real estates, investments and endowments) shall be the authority of the Council on behalf of and subject to approval from the General Body.
- (f) The Council of Trustees with two-thirds of its members support may recommend to the General Body to dissolve the Executive Board and call for a new election.
- (g) The Council Chairman will report to the General Body at its bi-annual meetings.
- (h) The Council of Trustees shall work towards building and growing a viable endowment for the Society with fundraising and investment in accordance with Islamic laws.
- (i) In the absence of a functioning Executive Board at any time, the Council shall be the in-charge of all operations of the Society till a new Board is elected, and if needed it can appoint a caretaker committee.
- (j) To discuss a major issue facing the Society or in case of a disagreement between the Council and the Board, a joint meeting of the Council and the Board shall be called by the Council's Chairperson or the Board's President provided such a meeting would not violate jurisdictions of the Board or the Council under sections 10:03, 11, 12:01(e) and 12:01(h) of the Bylaws. The Chair and the President shall consult each other for scheduling the date and time for the meeting. The joint meeting shall be chaired by the Council Chair. In absence of the Council's Chair the President shall preside the meeting. Physical presence of a minimum of six Council members and six Board members shall constitute a quorum for a joint meeting. Decisions at the joint meeting shall be made by a

simple majority vote. In case of a tie vote, the Chair and the President shall jointly call a General Body meeting within six to eight weeks of the joint meeting to resolve the issue.

#### **Section 12.02: Council Members**

- (a) The Council of Trustees shall consist of:
  - (I) Nine (9) members to be elected by members of the Society. In order to be eligible to serve on the Council, the following two criteria have to be met:
    - i) a voting member in good standing for six or more years, and
    - ii) Past service as a member of the Executive Board or among the top 20 donors to ISNF operating and construction funds during the 5-year period immediately preceding the date of the Council election.
  - (II) Ex-officio members (non-voting): the President of the Executive Board, and the Imams of Masjid An-Noor and Masjid At-Taqwa.
- (b) Council Members shall be elected for staggered six (6) years terms. Three members shall be elected in every even-year for a six-year term. No Council Members shall serve more than one term at a time, but shall become eligible for election to one more term after an interval of two years. No one shall serve as a Council Member for more than 12 years (including service prior to 2004).
- (c) The Chairperson, the Vice-Chair and the Secretary of the Council of trustees shall be elected from amongst its members for a renewable term of two years or until a successor is selected.
- (d) In case of vacancies in the Council of Trustees, the successor shall be the candidate with the next highest number of votes in the last election who will finish the unexpired term. In the absence of availability of such member the Executive Board will designate one member till the next election.

#### **Section 12.03: Council Meetings**

- (a) The Council of Trustees shall hold regular meetings at least once every two months and may hold additional meetings as needed. Proper minutes of all meetings shall be written and maintained by the Council's Secretary. Important decisions made by the Council shall be emailed by the Secretary to all Board members within a week of the Council meeting and approved minutes shall be emailed to all Board members in a timely manner.
- (b) In the absence of the Chairperson, the Vice-Chair shall preside over the meetings.

#### **Section 12.04: Termination of a Council Member**

Any Council member who fails to attend two consecutive meetings of the Council without obtaining valid excuse from the Chairperson or fail to pay annual membership dues (except for life members) shall cease to be a Council member and shall not be eligible for re-election for two years. The Chairperson shall send a written notification to the terminated member, the Board and the Council with two weeks of termination.



## **ARTICLE XIII: IMAM / DIRECTOR**

### **Section 13.01:**

- (a) The Society will have full-time or part-time Imams for its mosques subject to availability of funds.
- (b) Imam is a religious leader and spiritual guide of the Society. His learned opinion shall be sought in all religious activities of the Society.
- (c) The appointment (or discharge) of an Imam shall be the responsibility of the Executive Board with approval from the Council.
- (d) Imam will function as an employee of the Society with responsibilities and benefits that are mutually agreed upon in the contract between the Board and the Imam.
- (e) Imam will not take unilateral actions or decision without the approval of the Board. In case of disagreement with the Board, he may bring it to the attention of the Council but will refrain from any action.

## **ARTICLE XIV: ISLAMIC SCHOOL**

### **Section 14.01: Weekend Islamic School**

- (a) The Islamic Society shall have a Weekend Islamic School (Al-Noor School) at the Islamic Center.
- (b) A School Board elected every two years by the parents shall run the Al-Noor School based on Al-Noor School Bylaws. School Board office bearers must be a voting member of the ISNF. In absence of an elected School board, the Executive Board shall appoint an Administrator to run the school temporarily until a new School Board is elected.
- (c) The School Board (or the Administrator) in consultation with the Imam of Masjid Al-Noor will appoint the Principal & teachers and decide the Curriculum and School-Hours.
- (d) All financial transactions for the School shall be done through the Treasurer of the Islamic Society.
- (e) A representative of the Al-Noor School shall attend the monthly Executive Board meeting as an ex-officio (non-voting) member to keep the Board updated on the affairs of the School.
- (f) A representative of the Al-Noor School shall present a written annual report of the School at the Annual General Body meeting.

## **ARTICLE XV: INDEMNIFICATION OF MEMBERS AND EMPLOYEES**

### **Section 15.01:**

Any Member, Board Member, or employee of the Society who is assigned to discharge any responsibilities on behalf of the Society, they and their heirs, executors or administrators of their estate and effects shall be saved harmless and indemnified out of the funds of the Society from and against:

- (i) All costs and charges and expenses which such member or officer sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him/her for or in respect of any act, deed, matter or thing whatsoever hereto, before, or hereafter made, done or permitted by him/her in or about the execution of the duties of his/her office; and
- (ii) All other costs, charges and expenses which he/she sustains or incurs in or about or in relation to the affairs there of except such costs, expenses and charges as are occasioned by his/her own willful neglect or default.

## **ARTICLE XVI: GENERAL RULES**

### **Section 16.01: Standard Practice**

- (a) All members of the Society and the members of the Board shall conduct the affairs and meetings of the Society according to the Islamic code of behavior and the commonly used standard rules of parliamentary procedure (Appendix A: Parliamentary Motions Guide), more particularly those of "Robert's Rules of Order", except when such rules are inconsistent with Islamic principles or these Bylaws.
- (b) The Board and the Council shall implement, carry out, and act upon the resolutions and directives passed in the General Body meetings expeditiously. All resolutions and directives in a General Body meeting that need to be voted upon shall be written by the Board's Secretary in full text at the time they are moved and seconded, followed by appropriate discussion and voting.
- (c) At the end of their term, office-bearers of the Executive Board and the Council of Trustees shall hand over all documents related to Islamic Society to the current Secretary of the Board for proper archive.
- (d) The ISNF shall not accept any funds originating from any foreign country, nor shall it send any funds to any foreign country except through verifiable registered 501(c)(3) charitable organizations in the USA not listed in the Treasury Department's OFAC Sanctions List.
- (e) The ISNF shall not sponsor or raise any funds for another organization, nor shall it use its tax-exempt status to collect any funds on behalf of another organization. The President and the Executive Board may allow fundraising by a verifiable registered 501(c)(3) charitable organization in USA that is not listed in the Treasury Department's OFAC Sanctions List.

- (f) Resolutions adopted at the General Body meetings shall be numbered and signed by the Board Secretary. The first four digits of the resolution number shall be the year when the Resolution is (or was) passed and the last two digits shall be order of the resolution for that year (In the format of: YYYY-NN starting from YYYY-01). The signed original resolution, with for and against vote count and date/number noted on it, shall remain in a Resolution Register and shall be available for any member in good standing to read or examine.
- (g) A resolution passed by the Board, the Council or the General Body can be rescinded, nullified by another resolution or amended by the same entity with a two-thirds vote (of those present at the meeting) provided a prior notice is sent (at least two weeks before the meeting) and the total vote for the rescind/amend motion is equal to or more than the vote for the original (adopted) resolution.
- (h) The outgoing Treasurer and Board Secretary shall transfer the accounts and their online access (user IDs and passwords) to new officers in a timely and efficient manner. After the takeover, the incoming Treasurer shall immediately change the online access passwords.
- (i) Administrative passwords of all ISNF computers, routers and other electronic devices shall be provided to the Board Secretary. The Secretary shall create and manage a depository of them and make them available to the Board office bearers.

#### **Section 16.02: Conflict of Interest**

- (a) Two (or more) immediate family members cannot hold office simultaneously as Board members or as Council members.
- (b) A member cannot contest election or serve on the Board and the Council simultaneously. The only exception is the President of the Board who will also serve as an ex-officio member of the Council.
- (c) Individuals with an employment, service or any other business contract with ISNF as well as individuals associated (as employees, administrators or board members) with any organization that has a lease or service, rental or any other business contract with ISNF shall not be eligible to serve in the Executive Board or the Council of Trustees.
- (d) Whenever a Board or Council member has a financial or personal interest in any matter coming before the Executive Board or the Council of Trustees, the affected person shall fully disclose the nature of the interest and withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Board/Council members determine that it is in the best interest of the ISNF to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval

### **Section 16:03: Quorum and Participation**

The Board, the Council and ISNF special committees (article IX) meetings shall meet the following rules for quorum and participation via audio/ video link:

- (a) Physical presence of a minimum of two-third of the total members shall constitute a quorum. All decision shall be made with quorum.
- (b) A member who is physically not present at a meeting may cast his/her vote by audio/video link provided section 16:03(a) on quorum is followed and he/she participates in the meeting via audio/video conferencing. Proxy vote is prohibited in all circumstances.

### **Section 16.04: Rules for use of ISNF Buildings**

- a) The Islamic Center at 745 Heim Road houses the Masjid An-Noor and the building at 40 Parker Avenue houses the Masjid At-Taqwa. All activities conducted in these buildings shall be according to the accepted norms of the Islamic faith and principles in nature, style, and taste. No part of these buildings shall be used at anytime for purposes that are contrary to Islamic beliefs or practices.
- b) Islamic Dietary codes shall be observed at all times. All caterers, food suppliers and event organizers shall be aware of requirements of serving or supplying Halal or Islamically prepared food.
- c) Islamic dress code shall be observed. Modest dress is recommended for men and women. Non-Muslims guests shall be advised in advance about the dress code.
- d) There shall be no music, dancing or movies (except for Islamic documentaries and children programs) on the premises of these two buildings.
- e) The multipurpose assembly hall of the Islamic Center shall be available on rent by the management to all ISNF members provided:
  - i. The rules outlined above in sections (a) through (d) are strictly followed.
  - ii. The user shall take irreversible and obligatory responsibility not to damage the property or break any part or portion there of and to keep it clean and tidy.
  - iii. The hall and kitchen must be left clean and garbage properly disposed.
  - iv. The hall will be subject to the schedule set by the management for its usage. Management must be notified about any changes before hand.
  - v. The user will be financially liable for leaving the hall or its furniture, appearance, and fixtures, the kitchen or its utensils and appliances, storeroom and its refrigerators, freezers and material, or any part there of untidy, unclean, damaged, broken or expose to potential breakage or harm to the property.
- f) For Muslim and Non-Muslim organizations, the use of the multipurpose hall or any other part of buildings shall be allowed only with prior notice to, and the permission of the Islamic Society of Niagara Frontier's President or his or her designated representative. Also, the organization must agree to abide by rules outlined in sections (a) through (e) in addition to the following:

- i. A copy of the agenda or the program to be held of the proposed meeting or gathering must be given to the ISNF President within seventy-two (72) hours of the granting of the permission, or permission shall be withdrawn.
- ii. The topics of workshops, seminars, meetings, or symposiums shall be reviewed and approved by the Executive Board prior to scheduling such an event at the Islamic Center.
- iii. Any emergency meeting(s) shall not require a complete written agenda to the ISNF's President or to his or her designated representative; however a written request will be preferable. An oral description of the agenda at least shall be conveyed when permission is sought and ISNF's president or his or her designated representative is expected to record the request in writing.
- iv. No press conferences or any invitations to the media shall be allowed without prior permission of the ISNF's President or his or her designated representative.
- v. All announcements and communiqués regarding any event, gathering or meeting to be held in any of the buildings or properties under the management of Islamic Society of Niagara Frontier must use the official name and identity, and address of the building. Failure to follow this policy will result in cancellation of the reservation to use the premises. This following properties and buildings are subject to this policy.
  - The building housing the Masjid at 745 Heim Road shall be identified as "Islamic Center" or "Masjid An-Noor."
  - The building housing the Masjid at 40 Parker Avenue shall be identified as "Masjid Al-Taqwa".

## **ARTICLE XVII: FISCAL YEAR, OPERATIONAL and MEMBERSHIP YEAR**

### Section 17.01:

The operational, membership and fiscal year of the Society will be January 1 to December 31. The yearly term of the Executive Board and the Council of Trustees will be January 1<sup>st</sup> to December 31<sup>st</sup>.

## **ARTICLE XVIII: DISSOLUTION OF THE SOCIETY**

### Section 18.01:

- (a) The General Body may dissolve the Society on the advice of the Council by a vote of two-thirds majority of its total voting members in a Special Meeting called for the purpose.
- (b) In case of dissolution the assets of the Society shall be distributed only to US based Islamic organizations, after providing for the discharge of all debts and obligations of the Society.

## **ADOPTION AND AMENDMENTS OF THESE BYLAWS**

Amended on 09/22/1991, 01/24/1993, 04/04/1994, 11/11/1994, 11/07/1996, 02/08/2004, 05/16/2004, 02/01/2008, 01/01/2010, 12/12/2015 and 12/10/2017.

# .....Crr gpfk 'C<'Parliamentary Motions Guide

Based on *Robert's Rules of Order Newly Revised (11<sup>th</sup> Edition)*

The motions below are listed in order of precedence. Any motion can be introduced if it is higher on the chart than the pending motion.

<b>YOU WANT TO:</b>	<b>YOU SAY:</b>	<b>INTERRUPT?</b>	<b>2<sup>ND</sup>?</b>	<b>DEBATE?</b>	<b>AMEND?</b>	<b>VOTE?</b>
§21 Close meeting	I move to <b>adjourn</b>	No	Yes	No	No	Majority
§20 Take break	I move to <b>recess</b> for	No	Yes	No	Yes	Majority
§19 Register complaint	I rise to a <b>question of privilege</b>	Yes	No	No	No	None
§18 Make follow agenda	I call for the <b>orders of the day</b>	Yes	No	No	No	None
§17 Lay aside temporarily	I move to <b>lay</b> the question <b>on the table</b>	No	Yes	No	No	Majority
§16 Close debate	I move the <b>previous question</b>	No	Yes	No	No	2/3
§15 <b>Limit or extend debate</b>	I move that debate be limited to ...	No	Yes	No	Yes	2/3
§14 <b>Postpone to a certain time</b>	I move to postpone the motion to ...	No	Yes	Yes	Yes	Majority
§13 <b>Refer</b> to committee	I move to refer the motion to ...	No	Yes	Yes	Yes	Majority
§12 Modify wording of motion	I move to <b>amend</b> the motion by ...	No	Yes	Yes	Yes	Majority
§11 Kill main motion	I move that the motion be <b>postponed indefinitely</b>	No	Yes	Yes	No	Majority
§10 Bring business before assembly (a <b>main motion</b> )	I move that [or "to"] ...	No	Yes	Yes	Yes	Majority

# Parliamentary Motions Guide

Based on *Robert's Rules of Order Newly Revised (11<sup>th</sup> Edition)*

**Incidental Motions** - No order of precedence. Arise incidentally and decided immediately.

<b>YOU WANT TO:</b>	<b>YOU SAY:</b>	<b>INTERRUPT?</b>	<b>2<sup>ND</sup>?</b>	<b>DEBATE?</b>	<b>AMEND?</b>	<b>VOTE?</b>
§23 Enforce rules	<b>Point of order</b>	Yes	No	No	No	None
§24 Submit matter to assembly	<b>I appeal</b> from the decision of the chair	Yes	Yes	Varies	No	Majority
§25 Suspend rules	I move to <b>suspend the rules</b> which ...	No	Yes	No	No	2/3
§26 Avoid main motion altogether	<b>I object to the consideration</b> of the question	Yes	No	No	No	2/3
§27 Divide motion	I move to <b>divide the question</b>	No	Yes	No	Yes	Majority
§29 Demand rising vote	I call for a <b>division</b>	Yes	No	No	No	None
§33 Parliamentary law question	<b>Parliamentary inquiry</b>	Yes (if urgent)	No	No	No	None
§33 Request information	<b>Request for information</b>	Yes (if urgent)	No	No	No	None

**Motions That Bring a Question Again Before the Assembly** - no order of precedence. Introduce only when nothing else pending.

§34 Take matter from table	I move to <b>take from the table</b> ...	No	Yes	No	No	Majority
§35 Cancel or change previous action	I move to <b>rescind/ amend something previously adopted...</b>	No	Yes	Yes	Yes	2/3 or maj. w/ notice
§37 Reconsider motion	I move to <b>reconsider</b> the vote ...	No	Yes	Varies	No	Majority

## Parliamentary Procedure: Types of Motions (A brief explanation)

There are several types of motions. Each type serves a special purpose. While every type may not be used by an organization, here is a listing of a number of motions, along with notes about their use-whether they can be amended and debated and the vote required.

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### Privileged Motions

Privileged motions have to do with the rights or needs of the organization. They outrank all other motions and have rank among themselves. They are as follows:

- **To adjourn:** “I move we adjourn.” Use: to bring the meeting to a close. Second needed. Not debatable. Not amendable. Majority vote.
  - **To raise a question of privilege:** “I rise to a question of privilege.” Use: to request rights or privileges. No second needed. Not debatable. Not amendable. No vote.
- 

### Subsidiary Motions

Subsidiary motions are applied to other motions. They rank below privileged motions. They are as follows:

- **To lay on the table:** “I move to lay the question on the table.” Use: to lay one matter aside temporarily so that a more urgent matter can be considered. Second needed. Not debatable. Not amendable. Majority vote.
- **To stop debate and vote immediately:** “I move the previous question.” Used to stop debate and vote immediately on the question before the organization. If adopted, a vote is taken at once on the pending question.
- **To limit or extend limits of debate:** “I move that debate be limited to ... (or end at).” Use: to define length of time of speeches, number of speakers or to close debate at a specified time. Second needed. Not debatable. Amendable. Two-thirds vote.
- **To postpone to a definite time:** “I move that we postpone consideration of this question to....” Use: to set up a time when a question can be considered more fully at a more convenient time or because arguments advanced during debate have indicated the need to make a decision at a later time. Second needed. Debatable. Amendable. Majority vote.
- **To refer:** “I move that we refer the question of...to...(name group) for...(further study, study and report back).” Use: to change or modify a motion. Change must be related to the subject of the motion. Amendments can be made by adding to, striking out, inserting, striking out and inserting, and substituting. Second needed. Debatable. Amendable. Majority vote.
- **To amend a main motion:** “I move to amend by....” Use: to change or modify a motion. Change must be related to the subject of the motion. Amendments can be made by adding to, striking out, inserting, striking out and inserting, and substituting. Second needed. Debatable. Amendable. Majority vote.

(Source: <http://www.health.state.mn.us/communityeng/groups/motions.html>)



## Motions to Bring a Question Again Before an Organization

By their adoption or introduction these motions serve to bring matters back for consideration or action:

- **To reconsider:** "I move to reconsider the action on the question of...I voted with the prevailing vote." Use to prevent action being taken on a motion already carried. A motion to reconsider may be offered only by one who voted on the prevailing side of the question. If the motion to reconsider is adopted, the question before the organization is exactly the same question and in the same form as at the time the original vote was taken. Second needed. Debatable. Not amendable. Majority vote.
  - **To take from the table:** "I move to take from the table the motion that ...which was laid on the table (state time)." Use: to bring up a motion temporarily set aside by being laid on the table. Second needed. Not debatable. Not amendable. Majority vote.
  - **To rescind:** "I move we rescind the action that...which was adopted..." Use: to annul something previously adopted. If notice of interest to rescind is given at a previous meeting, a simple majority vote is needed. If the motion to rescind is made at the current meeting and the intention is to call for a vote at this meeting, then a two-thirds vote is necessary for immediate passage. Second needed. Debatable. Amendable. Majority with previous notice/two-thirds at same meeting.
- 

## Incidental Motions

Incidental motions are incidental to the pending question. They must be disposed of before action is taken on the question from which they arise:

- **To call for a point of order:** "I rise to a point of order." Use: to call attention to a mistake in parliamentary procedure or the relevancy of a member's remarks based upon the organization's constitution or bylaws. The member addresses the presiding officer. She/he need not be recognized before speaking, and she/he may interrupt a speaker who has the floor. No second needed. Not debatable. Not amendable. No vote.
- **To make a parliamentary inquiry:** "I rise for parliamentary information." Use: to ask for information on parliamentary procedure. No second needed. Not debatable. Not amendable. No vote.
- **To request additional information:** "I rise for information." Use: to ask for information on parliamentary procedure. No second needed. Not debatable. Not amendable. No vote.
- **To verify accuracy of vote:** "I ask for a division." Use: to request a vote again on the same question when the results of the first vote seem to be in doubt. No second needed. Not debatable. Not amendable. No vote.
- **To assure a true expression of the assembly's will:** "I request the vote be taken by ballot." Use: to have a secret vote if this will allow members to vote their true opinion. Second needed. Not debatable. Amendable. Majority vote.

**Remember:** Parliamentary Procedure is a tool that helps organizations carry out their business in an orderly, fair, and impartial manner. It gives the majority the right to decide while allowing the minority to express its views. Parliamentary Procedure is good manners in action at a meeting.

(Source: <http://www.health.state.mn.us/communityeng/groups/motions.html>)