



*In the Name of Allah, Most Gracious, Most
Merciful “*

*..And their affairs are conducted by mutual
consultation”*

The Holy Qur'an, Chapter 42, Verse 39

**BYLAWS OF
THE ISLAMIC CENTER OF RIVERSIDE, INC.
1038 Linden Street, Riverside CA 92507
951-684-5466**

A non-profit religious corporation organized and existing under the laws of the State of California.

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ISLAMIC CENTER OF RIVERSIDE

Terms, Definitions & Abbreviations

- Allah:** The One and Only God Almighty, the Creator
- Adult:** An individual that has reached the legal age of eighteen (18) years
- Sallallahu Alaihi Wa Sallam:** May the Peace and Blessings of Allah be showered upon him – An invocation for blessing the Prophet Muhammad (Sallallahu Alaihi Wa Sallam)
- The Prophet:** Refers to the Prophet Muhammad (Sallallahu Alaihi Wa Sallam)
- Sunnah:** The practices and ways of the Prophet (Sallallahu Alaihi Wa Sallam)
- Hadith or Ahadith:** The saying or sayings of the Prophet (Sallallahu Alaihi Wa Sallam)
- The Glorious Qur'an:** The final message from Allah revealed to the Prophet Muhammad (Sallallahu Alaihi Wa Sallam)
- ICR:** The Islamic Center of Riverside Inc.
- The Society:** ICR
- Articles of Incorporation:** ICR's compliance document with Internal Revenue Service (IRS) for legal recognition
- Robert's Rules of Order:** The recognized guide to running meetings and conferences effectively and fairly
- Masjid:** A Muslim institution of congregational prayer and supplication Hijra: Islamic Calendar
- Voting Member:** ICR member who has voting privilege
- Associate Member:** ICR member who has NO voting privilege
- BOD:** A 7-member body, 6 elected by Voting Members of ICR plus one Youth group Chairperson
- General Body:** The ICR body comprising of Associate and Voting members
- Officer:** Any one of the Chairperson, Secretary or Treasurer, BOD or BOT member
- Quorum:** The minimum number of attendees needed for a meeting to be deemed valid and legal
- Full Term:** The duration of which an elected position is required to be serve
- Standing Committee:** A body formed by the BOD to assist in fulfilling on-going or specific tasks
- Bylaws:** A set of provisions that helps ICR to be effective and stable
- BOT:** A 5-member oversight body elected by Voting Members of ICR

GOVERNANCE

1. These Bylaws are the official governing document of the Islamic Center of Riverside (ICR) and shall be available to ICR members and prospective members.
2. No member shall be absolved from the effect of the Bylaws by excuse of not having received it, or of ignorance of its contents.
3. The Bylaws of ICR shall bind each member as though he or she has inscribed his or her name and affixed his or her signature thereto.
4. Notwithstanding any provisions of the Articles of Incorporation, the ICR Board of Trustees, Islamic Academy of Riverside Board of Directors, ICR Board of Directors, its Officers, Committees and all Voting and Associate Members shall always act in accordance with these Bylaws, and the Administrative Rules of ICR.

ARTICLE I: NAME BODY AND FISCAL YEAR

The name of this organization shall be the Islamic Center of Riverside, (DBA: Masjid of Riverside) a non-profit organization. . The fiscal year shall begin on January 1st and end on December 31st.

ARTICLE II: OFFICES

Principal Office: The principal office of business is located at 1038 West Linden Street, City of Riverside, Riverside County, and State of California.

ARTICLE III: VISION, MISSION, GOAL, POLICIES & AFFILIATIONS

Section 3.01: Vision

To be a model Islamic Center that provides Islamic services to a vibrant Muslim community, propagate the Message of Islam to all, and foster and nurture positive relationships with the community at large.

Section 3.02: Mission

To assist Muslims in the Riverside area to preserve and improve their religious identity, and to create a sense of community amongst Muslims by providing quality religious, educational and community services, and to contribute peacefully and democratically to the diversity and pluralism of the American society.

Section 3.03: Goal

To practice, safeguard and promote Islam and its universal, tolerant and peaceful values in the United States of America, and to advance the Islamic identity of Muslims through its educational programs and community building activities.

Section 3.04: Policies

The Islamic Center of Riverside policies are based on the following,

- The sources of Islam are the Holy Quran and the Sunnah of Prophet Mohammed (peace be upon him).
- Islam is the universal mercy of God. Its adherents are identified as Muslims with no regard to ethnicity, race, color, or tribe. The center is committed to quality performance in projecting and propagating Islam.

Section 3.05: Affiliations

ICR is an independent non-profit organization with no other affiliations.

ARTICLE IV: ORGANIZATIONAL STRUCTURE

The Organizational Structure of the ICR is as follows:

Section 4.01: General Membership

Muslims 18 years or older residing within thirty (30)-radius mile of the ICR, who completes an application for membership and pays necessary membership fees will become a General Body member of ICR after their application is approved by the ICR Membership Committee.

Section 4.02: Board Of Directors (BOD)

The General Body members in accordance with ICR election protocol elect the BOD members. The BOD is responsible for the day-to-day operation of ICR. The BOD forms various standing and ad-hoc committees to aid in implementation of the center's activities. The BOD appoints the chairperson of each committee from among its directors or the General Body membership.

Section 4.03: Board Of Trustees (BOT)

The General Body members in accordance with ICR election protocol elect the BOT members. The BOT shall, along with BOD, promote the mission and creed of the ICR, develop long-term vision and goals of ICR, and provide a strong layer of stability by being the oversight body. The BOT will also be empowered, in the event of dissolution or en-masse resignation of the ICR BOD, to assume its administrative and operational responsibilities.

Section 4.04: Sub-Organization

Sub-organization can be formed by the center as indicated in these Bylaws. (Article XXII)

ARTICLE V: MEMBERSHIP

Eligible community members desiring to become a member of ICR shall submit a completed ICR membership application with annual membership dues. The Membership Committee shall render their decision and notify the applicant within thirty (30) days of the receipt of a properly completed application. .

Section 5.01: Membership Levels, Eligibility and Privileges

5.01.1 Associate Members: This is a non-voting interim membership: Only those Muslims, seventeen (17) years of age or older, who subscribe to the Vision, Mission Goal, and Creed of ICR as set forth in Article II will be eligible to become Associate members of ICR. Associate Members may not need to reside within the ICR geographic boundary as defined in section 5.01.02.

5.01.2 Privileges – Associate Members may serve on ICR Committees

5.01.3 Voting Members: Muslims, eighteen (18) years of age or older who subscribes to the Vision, Mission, Goal and Creed of ICR as set forth in Article II and who have been an Associate Member for at least one year will be eligible to apply to become a Voting member of ICR. Voting members must reside within Thirty (30) miles radius of the Islamic Center of Riverside for at least one year prior to applying for voting membership.

5.01.4 Privileges – Members in good standing for 30 days or longer shall be eligible to vote

5.01.5 Membership Dues - Associate Members and Voting Members must pay their annual dues on time in order to remain in good standing.

5.01.6 Honorary Membership - Honorary membership is recognition for the services of individuals who have contributed generously to the welfare of Islam, and have performed an outstanding service to the progress of this center. An active member may recommend such a person for the approval by the BOD. The recipient should not hold any elected position.

5.01.7 Group Membership - ICR has no group or institutional membership. All applicants are required to apply individually and pay their dues individually.

Section 5.02: Procedure for ICR Membership Application

5.02.1 Membership applications shall be received by the membership committee from the applicant directly. No indirect or group submission allowed.

5.02.2 Membership application must include current year dues to be considered complete and valid for consideration.

Section 5.03: Appeal of Rejection of Membership Application

An applicant with denied membership may file an appeal with the ICR board within 30 days of the membership committee decision. Appeal received ten (10) days ahead of a scheduled BOD meeting shall be heard during the meeting. Appeal received passed the ten (10) day notification window will be scheduled for a subsequent BOD meeting. The appeal may be presented in writing to the BOD or in person. A simple majority of the BOD is required for approval or rejection of the appeal.

The applicant may file a second level appeal to the BOT within thirty (30) days of the rejection notice by BOD. The BOT shall hear all appeals received ten (10) days prior to their scheduled meeting. The BOT shall hear an appeal received by the BOT past the ten-day window during a subsequent scheduled meeting. A simple majority of the BOT is required for the determination of the appeal. The BOT decision on an application for membership shall be considered final. An applicant may reapply for membership following a one (1) year from the date of final determination.

Section 5.04: Membership Dues

The nonrefundable annual membership fee shall be determined by the BOD based on recommendation from the Membership Committee and shall remain in force for one (1) calendar year. Fees for new members shall be prorated on a 12-month basis. Membership fees are due annually on or before January 15th and may be paid with check, credit card, debit card or auto debit.

Section 5.04.1: Membership Dues, Dues Default, Termination and Members Address

5.04.1.1 Members with unpaid annual dues passed March 15th will be notified of their membership cancelation by email. If a valid email address is not available, a letter using most recent address on file shall be sent using first class mail. The member has until April 30th to pay the past due balance to have membership restored in good standing. Absence payment by the final due date of April 30th the membership will deemed to have been forfeited. Terminated members may reapply as a new Associate Member following established guideline for the new members.

- 5.04.1.2 Actions by a member that are deemed contrary to the general interest of Islam or the mission, goals, objectives, or the welfare of the Islamic Center of Riverside can lead to a warning notice, suspension, or termination of membership. The decision of the BOD based on recommendation from the membership committee will be considered final.
- 5.04.1.3 It shall be the responsibility of the member to keep his or her mailing address and email address up-to-date by informing the Membership Committee, in writing. The Membership Committee shall send all communications to the latest mailing address or email address on record.
- 5.04.1.4 A member may terminate membership by submitting a resignation letter. The membership committee may recommend termination of membership when a member is deceased or a member no longer meets ICR membership requirements outlined in Section 5.01 or other policy documents. The termination is not final until the BOD officially accepts a resignation or a recommendation from the membership committee.

Section 5.04.2: Appeal against Termination

A terminated member may file an appeal to the BOT for reconsideration. The appeal must be filed in writing within fifteen (15) days of receiving notification of termination from the membership committee. The BOT shall review the appeal during its regularly scheduled meeting, but no later than ninety days, shall render its decision of the appeal based on written document submitted or may request an in person hearing from the member. The decision of the BOT shall be final and may not be appealed further.

Section 5.04.3: Non-transfer of Membership

Membership in ICR is neither transferable nor assignable. If only one member of a family decides to be a member, then that member alone will be empowered to exercise the privileges conferred by these Bylaws.

ARTICLE VI: GENERAL BODY (GB)

Section 6.01: Definition

The General Body (GB) shall consist of all members who have paid their membership dues; however, only the Voting members will be eligible to vote or table a motion for consideration during a General Body meeting. The General Body shall meet as required by the Bylaws. Such meetings shall be held at such hour and place as designated by the BOD. Notice of such meeting will be posted at the ICR premises and communicated by the Secretary to each Voting member roster electronically, no less than fifteen (15) days prior to the meeting.

Section 6.01.1: Guidelines for GB and other Board Meetings

- The following guidelines shall apply to the GB and other Board meetings:
 - The meeting shall start with recitation of holy Quran.
 - The agenda and scope of the meeting shall be mentioned.
 - The Robert's Rules of conducting the meeting shall be adopted.
 - Interrupting, shouting, swearing by individuals shall be grounds for their removal. Individuals requesting to speak shall raise their hand until recognized and permitted by the person conducting the meeting.
 - The meeting ends with dua (supplication).

- The following structure shall apply to the GB and Board Meetings:
 - Call to Order
 - Opening Exercises, if applicable
 - Roll Call/Determination of a Quorum
 - Adoption of the Agenda
 - Reading and Approval of the Minutes of the Previous Meeting
 - Reports of Officers
 - Reports of Standing Committees
 - Reports of Special (Ad hoc) Committees

- Special Orders
- Unfinished Business and General Orders
- New Business
- Announcements
- Adjournment

Section 6.02: Quorum for General Body Meetings

General Body Meeting quorum shall require in person attendance of one-third (1/3) of voting members on record as of thirty (30) days prior to the meeting date.

If the attendance fall below required quorum during the meeting, the remainder of the meeting must be adjourned to a future date. The date and time for the continuation of adjourned meeting may be announced before adjournment and no further notice will be required. An adjourned general body meeting due to lack of quorum shall be reconvened within seven (7) days but no sooner than twenty four (24) hours from the adjournment. The continuation of adjourned meeting shall have no quorum requirement and shall be limited to agenda items from the previous adjourned general body meeting.

Section 6.03: General Body Meeting

The General Body meeting may be held as often as necessary and the attendance shall be limited to general body.

Section 6.04: Special General Body Meeting

6.04.1 A voting members may request a special General Body meeting by submitting a written request to the BOD Secretary. The secretary will provide most up to date membership list to the requesting member. The requesting member shall be required to collect and submit signature of at least 30% of the voting members on the list. The complete list shall be submitted to the Secretary within thirty (30) days from the date the request was granted. The BOD shall call the general body meeting on a date within thirty (30) days from the date the Secretary certifications of the signature. A minimum of ten (10) days' notice for the special general body meeting shall be provided.

6.04.2 Special General Body Meetings called by the Chairperson, a BOD resolution or BOT shall not require the signature certification prescribed in section 6.04.1

Section 6.05: Chairperson or Designated Presiding Officer

The Chairperson of the BOT shall preside at all General Body meetings. In case he or she is unable to be present, Vice Chairperson may act on his or her behalf. In the event neither the Chairperson nor the Vice Chairperson are unable to be present, the Chairperson shall designate, in advance, a BOT Member to act on his or her behalf. Absence any delegation the BOT Members present shall select one among themselves and proceed with the meeting.

ARTICLE VII: RIGHT TO VOTE

- 7.1 Only Voting Members on record 30 days prior to election shall have the right to vote as set forth in the Bylaws of ICR.
- 7.2 Each voting member shall be entitled to one (1) vote on each issue submitted to the General Body.
- 7.3 Any action required or permitted to be taken by the BOD/BOT members may be taken without a meeting, if all members shall individually or collectively consent in writing to the action. The written consent or consents shall be filed with the minutes of the proceedings of the members. The action by written consent shall have the same force and effect as the unanimous vote of the BOD/BOT members.

ARTICLE VIII: NOTICE, WAIVER OF NOTICE OR ERRORS

Section 8.01: Notice

Notice of a General Body meeting shall be sent via electronic mail, or other method elected by the BOD, to all members of ICR to their address on record. The notice shall also be posted at the bulletin board at least fifteen (15) days prior to the date of the meeting.

Section 8.02: Waiver of Notice

In the event of an emergency or emerging issue pertinent to safety consideration, the BOD or BOT may waive the required notice with a simple majority vote.

Section 8.03: Errors or Omissions in giving Notice

No error or omission in giving notice of any annual, general or special meeting of the General Body, to the members of ICR shall invalidate such meetings or make void any decisions taken at those meetings. For sending notice to any member for any meeting, the last recorded email address in the ICR records shall be used.

ARTICLE IX: ICR BOARD OF DIRECTORS (BOD)

Section 9.01: BOD

9.01.1 The BOD shall consist of seven (7) voting members of which one seat shall be reserved for a Youth Representative. The President of each of the two Youth units shall serve on the BOD as a non-voting member, in alternate years. Neither Youth President shall serve two consecutive one (1) year terms. In the event a Youth Group President is not available to serve, the BOD shall continue with six (6) members until a Youth Group President becomes available.

9.01.2 The BOD members shall be elected in accordance with Section 9.03.

9.01.3 While all BOD positions are open for the Sisters, one BOD seat shall be reserved for a Sister. If the General Body elects no sister, the reserved seat shall be filled within forty-five (45) days applying the vacancy filling procedure specified in Section 9.05. Such an individual shall be subject to the same performance standards and removal rules as applicable to the rest of the BOD members.

9.01.4 The BOD members shall be elected for a three (3) year term and shall take office on the fifteenth (15) day from the election. All members of the newly elected BOD shall be sworn in at the first BOD meeting.

9.01.5 The newly constituted BOD shall hold a joint meeting with the Board of Trustees (BOT) within thirty (30) days from the election.

Section 9.02: Eligibility for BOD

9.02.1 Any Voting member of ICR in good standing for a minimum of two (2) consecutive years and has served for at least one (1) year on one or more BOD committee who meet all requirements specified in this Section 9.02 will be eligible to be nominated for election to the BOD. Youth representatives need not be a voting member.

9.02.2 Only one (1) member of an immediate family is eligible to be nominated at a time. Immediate family includes spouse and children.

9.02.3 A current employee of ICR, IAR or a former employee whose employment hasn't lapsed for at least one (1) year on the date of election shall not be nominated as a BOD candidate.

9.02.4 An individual with ownership interest of an entity that has a tenant-landlord relationship with ICR shall not be nominated as a candidate for BOD election.

9.02.5 No Voting member is eligible to be a member of the BOD if he or she is affiliated with any entity that is in conflict with ICR's Vision, Mission and Goal and policies as stated in Article III above. Such a determination is solely within the discretion of the current BOD.

9.02.6 Any BOD member, who becomes a full-time employee of the ICR or an ICR affiliate entity, shall be deemed to have resigned, effective immediately from the BOD. The incumbent BOD member's immediate family members, their spouses and their children shall not be eligible to run for the BOD positions.

9.02.7 Any BOD member, who has served two (2) consecutive terms in full or partial terms as a member of the BOD shall be ineligible for election or appointment to the BOT or BOD for a period of at least 1 term.

Section 9.03: Election of BOD, BOT and Youth Units

9.03.1 The Board of Trustees (BOT) shall form the Election Committee at least ninety (90) days before Election Date by nominating at least three (3) members to the Committee from the Voting Member's List.

9.03.2 The Election Committee shall announce the election date, seek nominations and provide other relevant information to the general membership electronically and by posting to the ICR bulletin board at least sixty (60) days prior to the election for all open positions. The nominated members must meet appropriate requirements of these Bylaws.

9.03.3 A completed nomination form must be received by the election committee at least thirty (30) days prior to the election. Nomination must be submitted using appropriate form provided by the election committee. No other method of nomination shall be valid

9.03.4 The Election Committee shall contact the nominees in writing to verify the information. If the nominee does not meet required eligibility, the Election Committee shall notify the nominator in writing with the basis of rejection based on the ICR Bylaws.

9.03.5 Each valid candidate shall be provided with a copy of the duties should the nominee be elected to the position desired. He or she shall sign a statement affirming acceptance of such duties.

9.03.6 The Election Committee shall publish a list of eligible candidates by posting to the ICR bulletin board and via electronic communication to the membership list (and Youth members, in case of Youth units) at least thirty (30) days prior to the elections.

9.03.7 The election committee shall offer at least one forum where the candidates may present their goals and objectives for his/her respective position.

9.03.8 The newly elected members shall assume their roles on the 15th day following the election.

Section 9.04: Holding only one Office at a time

A BOD member can hold only one position, namely, as Chairperson, Vice Chairperson, Secretary, Treasurer or a BOD member. No member of the BOD shall hold more than one position at a time.

Section 9.05: Resignations and Vacancies

9.05.1 A member of the BOD may resign by giving written notice to the Chairperson of the BOD or the Secretary of the BOD. The resignation letter shall indicate an effective date. A vacancy or vacancies in the BOD shall be deemed to exist in case of death, resignation, or removal of a BOD member.

9.05.2 BOD shall fill any vacancy within 45 days of the position becoming available by a simple majority of the BOD during their next regularly scheduled meeting. The newly selected BOD member shall serve the remainder of the term.

9.05.3 If a vacancy occurs in the position of the Chairperson, Vice Chairperson, Secretary, or Treasurer, the remaining BOD members shall fill the vacancy by electing an eligible member from among themselves first, by a simple majority vote, and then fill the resultant vacancy by applying the vacancy filling process described above.

9.05.4 If an eligible member for the position of the Chairperson is not available among the remaining BOD members, then the BOD shall appoint one from the Voting members list with the ratification of the majority members of the BOD.

Section 9.06: Inability to Act or Absence of BOD Chairperson or Officer

9.06.1 In case of "inability to act" or in absence of the Chairperson, Vice Chairperson, Secretary or Treasurer the BOD shall designate board members from themselves to fill the position by a majority decision.

9.06.2 If the Chairperson is unable to be present, he or she shall designate, in advance, any BOD Member to act on his or her behalf. In case the Chairperson is unable to designate a BOD Member in advance, the BOD Members present shall select a temporary Chairperson from among themselves, provided quorum requirement is met, and proceed with the meeting.

Section 9.07: BOD Meeting – Quorum and Frequency

Regular BOD meetings shall be held at least once a month, at a time and place as determined by the BOD. Additional BOD meetings may be held when necessary. A simple majority of the BOD Members, excluding any vacant positions, shall constitute quorum for all BOD Meetings.

Section 9.08: Alternative Place of Meetings

Notwithstanding anything to the contrary in these Bylaws, BOD may select an alternate meeting location by a simple majority consent.

Section 9.9: Lack of Quorum of BOD meeting

A meeting, where the quorum requirement is initially met, may not continue to transact business, if sufficient number of BOD Members withdraws from the meeting resulting in a lack of quorum, as defined in Section 9.07 above.

Section 9.10: Action by BOD without a Meeting

Any action within BOD purview taken by written consent of all BOD members without a meeting shall be included as a consent item for the next board meeting. The consent items shall have the same effect as a resolution from a regularly scheduled board meeting.

Section 9.11: Right of Inspection by BOD Members

A BOD Member shall have the right to access BOD records in a reasonable manner, unless privacy and legal requirements prohibit access to particular records.

Section 9.12: Duties of the BOD

9.12.1 The BOD shall defend, uphold and promote ICR's Vision, Mission, Goal and policies.

9.12.2 The BOD shall initiate a joint meeting with the BOT within thirty (30) days after the election to discuss and develop the goals for the BOD.

9.12.3 The BOD shall direct ICR's business and activities, and shall exercise all of ICR's powers except those reserved to members by law or by these Bylaws.

9.12.4 The BOD shall have the power to authorize expenditures on behalf of ICR for furthering the objectives of ICR.

9.12.5 The BOD shall take such steps as they may deem fit to enable ICR to acquire, accept, solicit or receive legacies, gifts, grants, settlements and or donations of any kind whatsoever for the purpose of furthering the objectives of ICR.

9.12.6 The BOD may provide for the creation of Committees to advance the work of ICR. Such committees, their actions and recommendations shall be subject to the approval of the BOD

9.12.7 The BOD shall have the power to remove or re-assign Chairpersons of any committee.

9.12.8 BOD must preapprove all employment contracts.

9.12.9 The BOD shall maintain an adequate system of accounting and records and perform periodic internal audits. An audit by an independent accountant must be completed and presented to the BOD 30 days prior to the scheduled end of term of the board.

9.12.10 The BOD, with affirmation from BOT, shall preapprove all agreements involving real estate or material transactions involving personal property.

9.12.11 All BOD open meeting shall allow General Body members to attend. General Body members shall not attend any BOD closed session unless formally requested by BOD.

9.12.13 The BOD shall prepare employee policy manual and enforce it.

Section 9.13: BOD Org Structure for Paid Employees & Performance Appraisals

The BOD shall develop an organizational structure and a policies and procedures manual.

Section 9.14: BOD Officers

BOD shall elect a Chairperson, a Vice Chairperson, a Secretary and a Treasurer from themselves.

Section 9.15: Eligibility for BOD Chairperson

The Chairperson

9.15.1 Shall be at least thirty (30) years of age

9.15.2 Have demonstrated leadership qualities

9.15.3 Must have served at least one full term on the BOD prior to serving as the Chairperson

9.15.4 Must have been a member of ICR in good standing for at least five (5) consecutive years.

Section 9.16: Duties of BOD Chairperson

The Chairperson:

9.16.1 Shall be a member of the ICR BOD, and the Chief Executive of the Center.

9.16.2 Shall be responsible for organizing the GB and BOD meetings, in conjunction with the Secretary.

9.16.3 Shall preside over all BOD meetings.

9.16.4 Shall call special meetings, as needed, in accordance with Sec. 6.04.

9.16.5 Shall enforce ICR Bylaws, rules and regulations.

9.16.6 Shall present the Annual Report and the Strategic plan to the GB.

9.16.7 Shall be an authorized signatory on all ICR bank accounts.

9.16.8 Shall co-sign with the Treasurer all disbursement checks greater than five thousand dollars (\$5000.00).

9.16.9 Shall be authorized to pay all ICR bills in the event of a vacancy or unavailability of the BOD Treasurer.

9.16.10 Shall be responsible for the overall functioning of the various ICR committees while empowering them and be generally aware of the work being done on ICR premises.

9.16.11 Shall ensure that the ICR property is used for its intended purpose.

9.16.12 Shall keep the Riverside Muslim Community apprised of ICR activities, challenges, and accomplishments made.

9.16.13 Shall serve as a non-voting member of BOT, serve as the liaison between the BOD and BOT, present a report at BOT meetings

9.16.14 Shall be responsible for ensuring that all legal documents of ICR are kept in a safe and secured place, such as a bank vault, away from the ICR's physical location. The Chairperson shall assign two members of the BOD to have access to those documents.

9.16.15 Shall sign all such other papers of ICR he or she may be authorized or directed to sign.

9.16.16 Shall be the spokesperson and representative of ICR, unless assigned otherwise.

9.16.17 Shall perform annual performance review of all ICR employees.

9.16.18 Shall perform such other duties as prescribed by the BOD.

Section 9.17: Eligibility for BOD Vice Chairperson

- 9.17.1 The Vice Chairperson shall be at least thirty (30) years of age
- 9.17.2 Have demonstrated leadership qualities
- 9.17.3 Must have served at least one full term on the BOD
- 9.17.4 Must have been an ICR member in good standing for at least three (3) consecutive years.

Section 9.18: Duties of BOD Vice Chairperson

In the absence of the Chairperson, the vice Chairperson must execute all duties mentioned in 9.16.

Section 9.19: Eligibility for Secretary

- 9.19.1 Must be a ICR BOD member
- 9.19.2 Must have effective written and verbal communication skills.

Section 9.20: Duties of Secretary

The Secretary:

- 9.20.1 Shall keep a complete record of all BOD Meeting proceedings.
- 9.20.2 Shall receive and present any agenda items requested by general body member to be included in BOD agenda with a 21 day advance notice.
- 9.20.3 Shall have general charge and supervision of the ICR's corporate books and records.
- 9.20.4 Shall sign all papers pertaining to ICR as authorized by the BOD.
- 9.20.5 Shall send all notices required by law and by these Bylaws.
- 9.20.6 Shall make a full report at the annual meeting about all business pertaining to the office of the Secretary.
- 9.20.7 Shall keep complete membership records as updated by the Membership Committee.
- 9.20.8 Shall maintain ICR's Policy Manual.
- 9.20.9 Shall prepare and distribute all reports required by law.
- 9.20.10 Shall turn over all books and other properties belonging to ICR, upon his or her successor's election or appointment replacement and shall cooperate fully with the BOT in the event of the dissolution of the BOD.
- 9.20.11 Shall prepare and circulate the minutes of the meetings of the BOD to the BOD members at least three (3) days before the next BOD meeting.

- 9.20.12 Shall prepare the agenda for the regularly scheduled meetings in conjunction with the Chairperson and notify members at least three (3) days before the meeting.
- 9.20.13 Shall register ICR with the State of California and the City of Riverside and maintain non-profit status of ICR with the federal and state governments.
- 9.20.14 Shall take minutes and present at every BOD meeting the minutes of the previous BOD meeting for approval.
- 9.20.15 Shall keep or cause to be kept at the principal office the original or a copy of ICR's Articles of Corporation and Bylaws, as amended and updated.
- 9.20.16 Shall perform other duties as deemed required by the BOD.

Section 9.21: Eligibility for Treasurer

- 9.21.1 Must be a member of the BOD
- 9.21.2 Have the understanding of financial principles and practices.

Section 9.22: Duties of Treasurer

The Treasurer:

- 9.22.1 Shall perform duties with respect to ICR's finances as the BOD prescribes.
- 9.22.2 Shall have custody of ICR funds.
- 9.22.3 Shall maintain clear financial policies and procedures, approved by the BOD and enforce the policies and procedures for sound handling of ICR's financial matters.
- 9.22.4 Shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements in proper books belonging to ICR.
- 9.22.5 Shall deposit all money, securities and other valuable contributions in the name of or to the credit of ICR in such chartered bank or banks, or in the case of securities in such registered dealers in securities as may be designated by the BOD.
- 9.22.6 Shall disburse the funds of ICR under the direction of the BOD, taking proper vouchers for such disbursements.
- 9.22.7 Shall render an account of all the transactions and a statement of the financial position of ICR to the Chairperson and the GB meeting, or whenever required of him or her, and shall cooperate fully with the BOT in the event of the dissolution of the BOD.
- 9.22.8 Shall sign all disbursement checks up to \$5,000 on behalf of ICR, and co-sign, with the Chairperson, checks exceeding a value of \$5,000.00.
- 9.22.9 Shall be authorized, in the event of the absence of the Chairperson, to write checks worth over \$5,000.00 with the approval of a simple majority of the BOD.

- 9.22.10 Shall prepare an annual budget in cooperation with the Chairpersons of various Committees and submit it to the BOD thirty (30) days prior to the beginning of a new fiscal year.
- 9.22.11 Shall file necessary papers for City, State and Federal taxes and statements.
- 9.22.12 Shall prepare the financial report of the income and expenditures and present it at the Annual General Body meeting.
- 9.22.13 Shall participate in all fundraising activities and keep full updated records of amounts raised and collected. Shall follow up for collection of all pledges.
- 9.22.14 Shall perform such other financial duties as directed by the BOD.
- 9.22.15 Shall look for other financial resources to raise funds.

Section 9.23: Religious Affairs Director & Imam

Reporting to the BOD Chairperson the Religious Affairs Director (RAD)/Imam shall be an at will employee with annual contract; shall serve as the religious leader of and an advisor to the ICR; shall adhere to the Bylaws of ICR and the policies set by the BOD; shall not be a member of the BOD. The BOD shall set the compensation based on the incumbents' experience, skills, education and such other factors as deemed important by the BOD. The BOD, in consultation with BOT, shall retain the right to terminate RAD/Imam contract with a two-third (2/3) majority BOD decision. The RAD & Imam shall be the adherent of one of the four traditional Sunni schools of thought.

ARTICLE X: REMOVAL AND RESIGNATIONS

Section 10.1: Removal and Resignation

- 10.1.1 The Chairperson, Vice Chairperson, Secretary or Treasurer may be removed for cause, including but not limited to negligence, fraud, felony conviction, moral turpitude or other causes defined elsewhere in these Bylaws with a two-third (2/3) majority of the Voting members present at a GB meeting that meets quorum requirement.
- 10.1.2 Any one of the three (3) other BOD members may be removed for cause, including but not limited to negligence, fraud, felony conviction, moral turpitude or other causes defined elsewhere in these Bylaws by the unanimous vote of the entire sitting BOD members.

- 10.1.3 A BOD member shall cease to be a member of the BOD if he or she fails to attend an aggregate of four (4) regular meetings of the BOD in the immediately preceding twelve (12) months without advance notice to the Chairperson or the Secretary, or an acceptable explanation to the BOD. The BOD may approve absences of BOD members for longer number of absences for special circumstances, not exceeding six (6) months. The BOD will discuss irregular attendance of BOD members in their meetings and take appropriate action.
- 10.1.4 The BOD may reinstate, with simple majority vote, a member who was removed if it was later determined that the removal was not justified.
- 10.1.5 The removed BOD member may file an appeal to the BOT, in person or in writing. BOT shall review the appeal during their next scheduled meeting, provided the Notice of Appeal is received at least fifteen (15) days prior to the date of the meeting. Appeal received passed 15 days from the next meeting shall be reviewed during the next meeting. Personal representation of the member may be allowed. The decision of the BOT shall be final and binding.
- 10.1.6 Any or all BOD Members may be removed for cause by a two-thirds (2/3) majority vote of the Voting members participating at the General Body meeting where such a vote is held. Upon such a majority, vote for removal of all BOD members, the BOD shall be deemed dissolved and BOT shall assume the responsibilities vested in BOD.

ARTICLE XI: FINANCES

Section 11.01: Contracts and Loans

Section 11.01.1: Contracts

The BOD shall retain exclusive right to execute all contractual obligations on behalf of ICR. No other person or entity shall execute any contract on behalf of ICR without written authorization from the BOD. All contracts executed by a BOD designated person or entity shall be valid after it is ratified by the BOD.

Section 11.01.2: Loans

Section 11.01.2.1: Borrowing: No loan shall be contracted on behalf of ICR and no evidences of indebtedness shall be issued in its name.

Section 11.01.2.2: Lending: No Loans shall be made to any individual or organization.

Section 11.02: Acceptance of Funds

The BOD shall accept all contribution for ICR. The donor designation for operation, building fund, zakat or other designation shall be maintained.

Section 11.03: Types of Accounts and Disbursement of Funds

BOD shall maintain appropriate banking relations to manage the operation of the center and for investment of any surplus funds or reserves. The treasurer will be the signor on all disbursement and withdrawal for bank accounts. Any disbursement or withdrawal exceeding \$5,000 will require both, the treasurer and the chairperson signature.

Section 11.03.1: Disbursement Accounts

Disbursement Accounts shall be interest-free checking accounts at FDIC insured banks within the United States of America and shall be operated in the name of ICR. The Treasurer shall operate all bank accounts. In absence of the Treasurer, the Chairperson shall operate this account.

Section 11.03.2: Investment Accounts

BOD may authorize opening of an investment account with any reserve on hand. All investment instrument acquired must be sharia compliant. Deposit to or withdrawal from the investment account must be documented with dully-approved BOD resolution.

Section 11.03.3: Zakat or Fitra Accounts

These accounts or sub-accounts shall be interest-free accounts. All Zakat funds including Zakat- ul-Fitr shall be deposited into these accounts or maintained separate from other funds, using internal chart of accounts.

ARTICLE XII: BOD SPECIAL COMMITTEES

To promote ICR, the BOD may appoint certain special committees and these committees shall perform tasks solely in accordance with the duties and powers delegated by the BOD. Committees shall be appointed by a BOD resolution requiring a simple majority. Committees shall be composed of one or more members of the BOD and other members of ICR. The committee shall provide regular report to the BOD.

A BOD member may serve as a member of another committee if invited by the respective Chairperson.

The Chairpersons of different committees may enlist the expertise and knowledge of other individuals within or outside ICR the community as needed.

The BOD shall prescribe the manner in which proceedings of a committee shall be conducted. In absence of any such instruction, a committee shall be authorized to conduct its activities in a manner deemed appropriate and within the bylaws of ICR. All such proceedings shall require approval by the BOD. Minutes shall be kept of each committee meetings copies shall be provided to the Secretary for record keeping.

ARTICLE XIII: BOD STANDING COMMITTEES

Section 13.01: Definition and Description

The term “standing committee” shall mean a committee appointed by the BOD with appropriate delegation to conduct certain ICR business. All decision by the standing committees are subject to the BOD approval. No committee shall undertake any task not specifically authorized by BOD.

Section 13.02: Establishment of Standing Committees

The BOD shall appoint standing committees with a simple majority resolution. All standing committee shall be provided a committee charter that outlines its responsibilities and obligation to the ICR BOD.

Section 13.03: Organization of Standing Committees

The purpose of a Standing Committees is to support the BOD with the ICR operating needs and manage the routine affairs of different programs as approved the BOD.

13.3.1 Standing Committees

The BOD may appoint the following Standing Committees:

13.3.1.1 Development, Facilities & Security Committee

13.3.1.2 Fund Raising & Finance Committee

13.3.3.3 Information Technology

13.3.3.4 Membership Committee

13.3.35 Zakat & Social Service Committee

13.3.3.6 Sisters Committee

13.3.3.7 Programs, Interfaith and Outreach Committee

13.3.3.8 Zakat & Religious Affairs Committee

13.3.3.9 Education Committee

13.3.3.10 Construction Committee

The BOD may charter additional standing committee as need.

Section 13.04: Details of the Standing Committees

Section 13.04.1: Development, Facilities & Security Committee

The Development, Facilities and Security Committee shall consist of a Chairperson and a minimum of two additional members, one of whom shall be a qualified and reputable civil engineer. The purpose of this committee is to plan and get approvals for the development of the ICR assets according to the needs of the Community. It shall be responsible for the design, development, obtaining design approvals from appropriate authority, and completion. The committee shall provide necessary oversight of the construction.

Additionally the committee shall ensure that ICR facilities are properly maintained and secured at all times; shall ensure code compliance, including fire safety, with the city and other government agencies as required.

13.04.2: Fund Raising & Finance Committee

The Fund Raising & Finance committee shall be headed by the Treasurer and shall have two additional members including a Chairperson. The committee shall be responsible for developing and executing fund raising plans to support ICR's programs including construction projects. The committee shall be empowered to explore potential fund raising opportunities from local, regional and international sources as appropriate.

Additionally, the committees shall assist the Treasurer in reconciling and reporting financial information to the BOD; shall keep up-to-date record of all monetary transactions and distribute annual financial documents to contributors and employees.

13.04.3: Information Technology Committee

The Information Technology Committee shall consist of a Chairperson and a minimum of two additional members. The committee shall utilize various information technology tools to support ICR's programs and provide ICR information as needed; publicize ICR programs and activities using print, electronic media, bulletin board and other medium as appropriate.

13.04.4: Membership Committee

The committee shall promote ICR membership, receive membership and process membership application; shall serve as the official record-keeper of all membership information and support other committees with member information as needed.

13.04.5: Zakat & Social Services Committee

The BOD Treasurer shall chair the Zakat & Social Services Committee. The Imam and one additional member shall serve on the committee. The committee shall maintain a special account for Zakat funds. The Treasurer and the Chairman of BOD shall be the signor on the zakat fund account. The Committee shall be responsible for collection of Zakat and distributing the funds to qualified recipients following sharia. The Committee shall distribute Zakat – al – Fitr immediately and zakat – al – mal shall be distributed as needed. Committee shall be responsible for developing and executing social welfare programs to benefit the Community.

13.04.6: Sisters' Committee (SC)

The Sisters Committee shall be headed by a Sister BOD Member and consist of a minimum of three additional members. The committee shall be empowered to plan, promote, organize and conduct educational programs to enhance Islamic knowledge, values and culture; shall develop and execute plans to encourage sisters' participation in ICR programs and activities. The Sisters Committee shall be in charge of the management of Friday Lunch, Ramadan Iftaars and Dinners; shall support other programs of ICR including, but not limited to, Eid celebrations, Open Mosque Day, Fund-raising events, etc. One Sister BOD member shall be designated to support the Girls' Youth unit by providing them guidance and encouragement.

13.04.7: Programs Interfaith & Outreach Committee

The Programs Committee shall consist of a Chairperson and a minimum of two additional members; shall plan major programs for ICR on a regular basis, and invite outside speakers, as necessary. The committee shall present a list of future activities to the BOD within thirty (30) days of being appointed.

13.04.8: Religious Affairs Committee

The committee shall assist in development of religious activities on ICR premises and conducts approved programs including Daily prayers, Taraweeh prayers, Eid Prayers, Friday Khatibs, Islamic education events and other religious programs designed to promote Islamic moral and ethical values. The committee members shall serve as the primary Muslim religious representative and liaison between ICR and other communities of Riverside and surrounding areas.

13.04.9: Education Committee

The education Committee shall consist of a chairperson and two (2) members from the general membership of the center. The Committee shall develop and manage the weekend school programs for children and library for the whole community in accordance with the mission and policies of the center. The committee shall report monthly to the BOD.

13.04.10: Construction Committee

The Construction Committee shall consist of a chairperson and two (2) members from the general membership of the center. The Committee shall be responsible for developing and managing construction projects for ICR. Such programs shall be in accordance with the mission and policies of the center. The committee shall report monthly to the BOD.

Section 13.05: Appointment of Committee Chairperson

The BOD Chairperson shall submit nominations to the BOD for approval of Committee Chairperson for each of the Standing Committees. The BOD may approve such a nomination by a simple majority vote at any regular meeting of the BOD.

Section 13.06: Limitation of Committee Chairperson

No BOD member shall chair more than two standing committees at a time.

Section 13.07: Committee's Recommendations

The BOD may accept or reject a standing committee recommendation with a simple majority board resolution.

Section 13.08: Limitations upon Standing Committees

The standing committee authority shall be limited to the charges authorized by the BOD. All other implicit or explicit action by the standing committee shall violate these bylaws.

ARTICLE XIV: ICR BOARD OF TRUSTEES (BOT)

Section 14.01: BOT Organization

- 14.1.1 The Islamic Center of Riverside (ICR) shall have a Board of Trustees (BOT) composed of five (5) persons elected by the Voting Members of the General Body.
- 14.1.2 The BOT shall, along with BOD, promote the vision, mission and policies of the ICR, develop long-term vision and goals of ICR, and provide a strong layer of stability by being the oversight body.
- 14.1.3 In the event of dissolution or en mass resignation of the ICR BOD, the BOT shall assume all ICR administrative and operational responsibilities.
- 14.1.4 The BOT shall have such other powers and duties, not inconsistent with the provisions of the Bylaws of the ICR or with applicable provisions of the State laws, as applicable to non-profit 501 (c) (3) approved organizations.
- 14.1.5 No person shall serve as a member of the BOT and the BOD simultaneously. Any Trustee who is elected or appointed to the BOD shall be deemed to have resigned as a Trustee effective as of the date that the person's term commences as a member of the BOD.

- 14.1.6 No husband and wife or parent and child shall simultaneously serve as members of the BOT.
- 14.1.7 The Trustees shall not receive any compensation for their services as Trustees (except reimbursement for reasonable and pre-approved expenses as per administrative policies and procedures).

Section 14.02: General Eligibility Requirements for BOT

Only those voting members who have maintained continuous ICR membership in good standing for the past ten (10) years, at least 40 years of age and have served at least two (2) terms as a member of the BOD (or BOT) or Executive Board in the previous structure of ICR will be eligible for BOT positions.

Section 14.03: Ineligibility for BOT

- 14.3.1 No employee of ICR and Islamic Academy of Riverside or his or her immediate family members (defined solely for the purposes of this section as employed by ICR for more than Fifteen (15) hours per week on a regular basis) shall be eligible for election or appointment as a member of the BOT. In order to be eligible for election or appointment to the BOT, a former employee must have ceased employment with ICR for at least one (1) year prior to such election or appointment.
- 14.3.2 Any BOT Member, who becomes a full-time employee of the ICR or of any constituent institution of the ICR or whose spouse or child is elected or appointed to the BOT or becomes such an employee, shall be deemed thereupon to have resigned, effective immediately, from the BOT. The incumbent trustee's immediate family members, their spouses and their children shall not be eligible to run for BOT positions.
- 14.3.3 No Voting member who is an officer, director, employee or owner of any entity that has a tenant-landlord relationship with ICR shall be nominated as a candidate for election to the BOT.
- 14.3.4 Any BOD member, who has served two (2) consecutive terms in full or partial terms as a member of the BOD shall be ineligible for election or appointment to the BOT or BOD for a period of at least 1 term.

Section 14.04: Election of BOT

- 14.4.1 The members of the BOT shall be elected by the Voting members of the General Body in an election managed by the Election Committee appointed as per the Bylaws.

- 14.4.2 Initially five (5) trustees shall be elected, each for a three (3) year term. They will then elect, under the supervision of the Election Committee, a Chairperson from among themselves on a one (1) year rotation.
- 14.4.3 If the Chairperson is unable to function in that capacity (thereby causing a vacancy), the remaining trustees shall choose a new Chairperson from among themselves to serve the remaining term of the vacating Chairperson.
- 14.4.4 A new BOT member shall be chosen under the vacancy filling procedure to serve the remaining term of the trustee who has been newly chosen as Chairperson.
- 14.4.5 Every three years there will be elections for the BOT.

Section 14.05: Chairperson's Functions and Responsibilities:

The Chairperson

- 14.5.1 Shall be responsible for the administrative functions of the BOT, including, but not limited to, communicating meeting dates and venues, presiding over the BOT meetings, and writing and maintaining minutes of the meetings.
- 14.5.2 In the event of the dissolution of the ICR BOD, the BOT chairperson shall be a formal signatory to all ICR bank accounts and shall invoke the authority to operate the accounts; shall appoint a temporary Treasurer to take care of the fiscal needs of the ICR until a new BOD is elected.

Section 14.06: BOT Vacancy

- 14.6.1 The BOT shall fill any mid-term vacancy by appointing one who meets the eligibility requirement to serve as a BOT member.
- 14.6.2 Trustee failing to attend three (3) consecutive meeting unexcused during a one year period shall be deemed to have abandoned the position and the BOT shall fill the position following vacancy filling rule.

Section 14.07: Removal of BOT Member

- 14.7.1 A member of BOT may be removed for cause. The removal proceeding shall include an opportunity for the BOT member to defend his/her position and shall be removed only with unanimous decision of the remaining BOT members.

- 14.7.2 In the event the affected BOT member does not agree to the cause for removal, the matter shall be referred to an Arbitration Committee covered in these Bylaws. The Arbitration Committee's determination shall prevail. (See Article XXVII)

Section 14.08: Scope of BOT Functions and Responsibilities

- 14.8.1 The BOT shall refrain from the day-to-day administrative and operational duties vested in the BOD. The BOD shall maintain formal and informal communication through the office of the Chairperson of BOD and shall remain updated with ICR's activities, plans, progress and challenges.
- 14.8.2 The BOT shall review and decide unresolved matters of the BOD or other unresolved ICR matters referred by BOD; shall have the right to request and receive all records from any source deemed appropriate to assist in its deliberations and decision-making.
- 14.8.3 The BOT shall limit its review and decision to matters that are referred by at least a simple majority vote of the BOD or not resolved by the BOD in three (3) consecutive meetings.
- 14.8.4 The BOT shall excuse from deliberation any member of BOT or BOD in the event of a potential conflict.
- 14.8.5 The BOT shall appoint members of the Bylaws Committee for terms as deemed necessary. The Bylaws Committee shall consist of at least three (3) members selected from the voting Member's list.
- 14.8.6 The BOT may also appoint other ad hoc committees as needed. Such appointed committees shall neither be in conflict with nor duplicate the committees appointed by the BOD. All such appointed committees shall report directly to the BOT.
- 14.8.7 No member of BOT shall serve as Chairperson of any committee appointed by the BOD, however, the BOT members may serve as members of the BOD appointed Committees.
- 14.8.8 The BOT shall ratify the annual budget and shall affirm the material transactions of the BOD's approved agreements involving real estate or personal property.
- 14.8.9 BOT shall review and approve all ICR obligation exceeding \$25,000.
- 14.8.10 The BOT shall develop a general process for handling matters presented to it. This process shall be available to the Voting members for review.
- 14.8.11 The BOT shall establish a contractual agreement with a Trust (Waqf) to safeguard and protect the assets of ICR. BOT shall develop an Endowment Program to address future financial needs and stability of ICR.

Section 14.09: BOT Meetings

- 14.9.1 The BOT shall meet at least once every three (3) month. . The BOT chairperson shall notice the BOT members at least ten (10) days prior with the meeting date, time and location, using electronic or regular mail.
- 14.9.2 The BOT shall hold a joint meeting with the BOD within fifteen (15) days after the election to discuss and develop the goals for each Board to achieve during their term.

Section 14.10: Special or Emergency Meetings of BOT

- 14.10.1 The Chairperson may call a special meeting of the BOT. A special meeting of the BOT may also be called with the written request to the Chairman of the BOT by a simple majority of the BOT members giving at least three (3) days advance notice
- 14.10.2 The BOT chairperson or designee shall notice the BOT members at least three (3) calendar days ahead of a special meeting and provide time and location of the meeting. In the event of an emergency or emerging safety consideration, the meeting may be held with a shorter notice.

Section 14.11: Agenda of BOT Meeting

- 14.11.1 The Chairperson shall prepare the BOT meeting agenda. Request for agenda item shall be provided to the chairperson no later than one (1) day ahead of the scheduled meeting and shall including any supporting document.
- 14.11.2 Resolution on a new item added by a BOT member during the meeting shall require a unanimous consent of the BOT members present.
- 14.11.3 Meeting Agenda and all supporting documents including meeting minutes scheduled for approval shall be provided to the BOT members at least one (1) day prior to each regularly scheduled BOT meeting.
- 14.11.4 The Trustees may submit in writing their inputs for consideration on any and all matters on the agenda, however, such inputs will not entitle them to vote by proxy nor will they be counted towards quorum requirement unless physically present.

Section 14.12: BOT Conduct of Business

- 14.12.1 A quorum of the BOT meeting shall consist of a majority of the voting members of the BOT excluding the Chairperson of the BOT. Any decision

- taken in such meeting, unless otherwise specified in these Bylaws, will require the agreement of a simple majority of the Trustees present.
- 14.12.2 The Chairperson shall preside over all regular and special meetings of the BOT. In the absence of the Chair, a presiding officer shall be chosen by and from among the membership of the BOT.
- 14.12.3 All members of the Board of Trustees may vote on all matters brought before the BOT for consideration. No Trustee shall vote by proxy.
- 14.12.4 Except as modified by specific rules and regulations enacted by the Board of Trustees, Robert's Rules of Order Newly Revised (latest edition) shall constitute the rules of the parliamentary procedure applicable to all meetings of the Board of Trustees.

Section 14.13: Minutes of BOT Meetings

The Chairperson of the BOT:

- 14.13.1 Shall be responsible for ensuring that the minutes of all meetings of the BOT are taken
- 14.13.2 Shall be responsible for preserving all minutes, papers, and documents pertaining to the business and proceedings of the Board
- 14.13.3 Shall be the custodian of all records of the Board of Trustees & post an official copy for member of ICR for viewing
- 14.13.4 The minutes of the meeting shall be transcribed and a copy sent to each member of the BOT within ten (10) days after each BOT meeting by email.

Section 14.14: BOT Executive Session

The BOT may decide by a vote of a simple majority of the members present, to keep the meeting closed to the public, subject to the requirements of State law concerning access to such meetings.

Section 14.15: Right of Inspection by BOT Members

A BOT Member shall have the right of access, at any reasonable time, to the records, data, documents and the physical properties of ICR. Improper use or dissemination of the information so accessed shall result in a reprimand including, but not limited to, removal from the BOT.

ARTICLE XV: ICR YOUTH

ICR shall have two Youth Committee under the supervision of an elected BOD member, one for the boys and the other for the girls. Each Youth Group shall have a minimum of five (5) members and shall elect a Youth Group President and a Secretary for each group. Youth groups shall have their own programs and services that are aligned with ICR vision, mission, goals and policies.

Section 15.01: Youth Membership Eligibility

- 15.1.1 Meeting the general residential requirements as mentioned in Sec. 5.01, the age for the youth membership shall be defined as those between the ages of 13 years to 21 years, unless elected President at the age of 22 years to serve a term. Upon attaining the age of 17 years, they may also become Associate Member as defined in Section 5.01.1.
- 15.1.2 Each youth shall be required to fill the Youth Membership Form and pay regularly the membership dues as determined by the ICR Membership Committee from time to time.
- 15.1.3 To run for any elected position, the youth shall be a member of the youth unit for at least one year.

Section 15.02: Youth Units Organization, Term and Election

- 15.2.1 Each unit shall have a President and a Secretary both duly elected by the members of the respective units for a term of one (1) years each.
- 15.2.2 At the time of election, the Youth President shall be at least eighteen (18) years old but not older than twenty-two (22) years of age.

Section 15.03: Youth Meetings

- 15.03.1 The meetings of the Youth units shall be held as decided by the Youth members at a frequency suitable to their needs and convenience. Such meetings will require coordination, in advance, with the Facilities Committee.

Section 15.04: Youth Leadership Roles and Responsibilities

15.04.1: The Youth President shall:

- 15.4.1.1 Serve as a Voting Member of the BOD for one (1) year, alternating every year between the Presidents of the two Youth units, and abide by the duties of a BOD member as set forth in Section 9.12.
- 15.4.1.2 Actively lead the entire unit in supporting ICR's programs.
- 15.4.1.3 Preside over all Youth meetings using an agenda developed in conjunction with the Secretary.
- 15.4.1.4 Develop programs in advance and ensure efficient communication with all resources involved for successful execution of those programs.
- 15.4.1.5 Present to the BOD a detailed request for budget needs for the respective Youth units.
- 15.4.1.6 Develop detailed fund-raising programs to support and execute them in conjunction with the BOD.
- 15.4.1.7 Ensure that all monies received are properly transferred to the ICR BOD Treasurer for centralized financial responsibility.
- 15.4.1.8 Report regularly the financial status of the respective units to the BOD and seek approval prior to spending \$500.00 from the Youth account.
- 15.4.1.9 Report the general State-of-the-Youth unit annually to the BOD and the General Body.
- 15.4.1.10 Take initiative and perform other duties as and when needed.

15.04.2: The Youth Secretary shall:

- 15.4.2.1 Preside at Youth meetings in the absence of the President.
- 15.4.2.2 Develop in conjunction with the President the agenda for Youth meetings.
- 15.4.2.3 Distribute the agenda and the minutes of the previous meeting to all required attendees using e-mail addresses on record at least 3 days ahead of the next scheduled meeting.
- 15.4.2.4 Take minutes of the meetings and distribute regularly the minutes to all concerned.
- 15.4.2.5 Present minutes of the past meeting at every new Youth meeting for approval.
- 15.4.2.6 Be the chief coordinator of the facilities needs for the Youth meetings.
- 15.4.2.7 Assist the President in developing the budget to support the Youth programs. Be actively involved in the development and execution of the Youth fund-raising events.
- 15.4.2.8 Assist the President in communicating with the resources and individuals involved in order to successfully execute the Youth programs.

- 15.4.2.9 Assist the President in preparing the Youth unit's regularly scheduled financial report.
- 15.4.2.10 Assist the President in the preparation of the State-of-the-Youth unit annual report.
- 15.4.2.11 Take initiative and perform other duties as and when needed.

Section 15.05: Resolution of Issues

- 15.5.1 Conflicts arising between the two Youth units shall be referred to the BOD for resolution.
- 15.5.2 If BOD is unable to resolve the issue shall then be referred to the BOT for final resolution. The decision of the BOT shall be final and binding on all parties.

ARTICLE XVI: REMUNERATION, FEES, INDEMNIFICATION

Section 16.01: Remuneration of BOT & BOD Members

The BOT & BOD Members shall not receive any remuneration directly or indirectly, overtly or covertly, as long as they serve as members of the respective boards.

Section 16.02: Fees, Compensation and Reimbursement for Board Members

- 16.2.1 Reimbursement may be made for any expenses incurred or paid by BOD/BOT Members for the benefit of ICR upon presenting generally acceptable invoices or receipts.
- 16.2.2 ICR may advance money to a BOD or BOT Member for expenses reasonably anticipated to be incurred in the performance of their duties or in support of ICR events. In the absence of any such advance, such a Board Member shall be entitled to a reimbursement by ICR for expenses with proper documentation.
- 16.2.3 Debt Obligations and Personal Liability: No member, officer or Director of ICR shall be personally liable for the debts or obligations of this Center of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of ICR.

Section 16.03: RIGHT TO INDEMNIFICATION

16.3.1: Right to Indemnification

The ICR shall , to the maximum extent and in the manner permitted by applicable law, indemnify any person who is or was serving as a member of BOD or BOT against any and all expenses, judgments, fines, settlements, compromise payments and other amounts actually and necessarily incurred by such person in connection with the defense or disposition of any claim, action, suit, or proceeding (whether actual or threatened, pending or completed, civil, criminal, administrative or investigative, including appeals) to which such person may be or is made a party by reason of being or having been a member of BOD or BOT of the Islamic Center of Riverside.

16.4.1: Limitation on Indemnification

16.4.1.1 No indemnification either for said payment or for any other expenses shall be provided unless such a member of BOD or BOT appears to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Center and the settlement or compromise payment is approved either by a simple majority vote of members of BOT or by independent legal counsel in a written opinion to the effect that the party to such claim, action, suit, or proceeding has met the applicable standard of conduct necessary for indemnification set forth in this Section or by a court of competent jurisdiction.

16.4.1.2 No indemnity pursuant to this Section hereof shall be paid by ICR on account of such BOD or BOT members conduct which is finally adjudged by a Court or arbitrator having jurisdiction in the matter to have been knowingly fraudulent, deliberately dishonest or willful misconduct; or if a final decision by a Court having jurisdiction in the matter shall determine that such indemnification is not lawful.

16.4.2: In no case shall Islamic Center of Riverside make any payment that:

16.4.2.1 Would adversely affect the Center's status as an organization described under Section 501(c)(3) of the Internal Revenue Code, as now in effect or as may hereafter be amended (the "Code") or

16.4.2.2 Would be treated as an excess benefit transaction under Section 4958 of the IRS Code. Furthermore, the ICR shall not make any payment if such payment would constitute an act of self-dealing or a taxable expenditure, as defined in Sections 4941(d) and 4945(d), respectively, of the IRS Code.

ARTICLE XVII: MEDIATION AND ARBITRATION

Any conflict, controversy or claim arising out of, or relating to, these Bylaws or decisions shall be settled by arbitration in accordance with the Commercial Arbitration Rules of the National Arbitration Association, and judgment upon the award rendered by the arbitrator(s) may be entered in any court having jurisdiction thereof. Unless otherwise agreed to by the parties, mediation shall be held within 30 days prior to the start of the arbitration hearing in order to facilitate settlement. The Islamic Shura Council of Southern California shall be the Arbitrator for all causes of actions initiated by any member of ICR. The ruling of the Shura Council of Southern California shall be binding on all parties.

ARTICLE XVIII: JUDICIARY PROCEDURES

Section 18.01: Petition Process

Allegations of misdemeanor, misappropriation of funds, fraud, corruption, violation of the Bylaws, cover-up of such offenses, may be brought against a member or a group of members by a petition signed by at least fifty (50) percent of the Voting members of the General Body, supported by objective, documented and relevant evidence. The petition shall be handed over to the Chairperson of the BOD and a copy given to the Secretary and the Chairperson of BOT.

Section 18.02: Discharge of Petition or disputes

The BOT shall meet within two weeks of receipt of the petition in order to setup a mediation panel to hear the allegation or allegations and resolve any disputes. If the allegation or allegations is or are against a member of the BOT, the remaining BOT Members shall be responsible for calling the meeting for setting up the panel. If the allegation or allegations is or are against one of the members of ICR, the entire BOT shall be responsible for calling the meeting and setting up the panel.

Section 18.03: Appointment of a Mediation Panel

The mediation panel shall consist of an Officer of the Board of Trustees, an additional BOD member and a Voting member who is not a member of the BOD, none of whom shall have any vested interest in the issue at hand.

Section 18.04: Refusal to Participate

If the accused person refuses to exercise the right to draw the names of the members to serve on the panel, the Chairperson or his or her representative shall draw the names and proceed with the investigation.

Section 18.05: Hearings Proceedings and Conflict Resolution

- 18.5.1 The panel shall hear the allegation or allegations and hear witnesses from both sides, examine all evidences, pass the verdict, and determine punitive and corrective measures.
- 18.5.2 In case of a conflict between members of ICR, the BOT or the BOD, or a mediation panel, as appointed by the BOT, will meet with the parties involved to help them find a mutually satisfactory solution. The mediation panel will have no power to impose a solution and no formal rules of evidence or procedure will control the mediation. The mediation panel and the parties would be expected to agree on their own informal ways to proceed and resolve the disagreement.

ARTICLE XIX: BANKRUPTCY AND DISPOSITION

Section 19.01: Bankruptcy of ICR

In case of the need to file for Bankruptcy Protection after the BOD and BOT have collectively exhausted all possible avenues; the BOT shall call a meeting of the Voting Members of the General Body and present a plan to mitigate the financial difficulties. A two-third (2/3) affirmative vote of the Voting members of the General Body shall be required to adopt the motion for Bankruptcy. Under no circumstances shall the BOT or any agent of ICR seek bankruptcy protection without a specific approval of two-third (2/3) majority of all Voting Members at a duly convened special meeting called for such a purpose. In case of rejection of the motion, the General Body shall be authorized to provide a solution duly ratified by two-third (2/3) majority of the Voting members of the

General Body. If the General Body fails to provide a viable solution, the disposition process shall commence.

Section 19.02: Disposition of ICR

The authority responsible for the disposition of ICR will observe the following priority:

- 19.2.1 First, the Trust (Waqf), the lessor of ICR Campus shall be entrusted with the responsibility to manage or disposition of the assets and liabilities of ICR. After paying or providing for the payment of all the liabilities, the Trust (Waqf) shall dispose of all the assets in accordance with the law governing the dissolution of 501(c) 3 status (Not-for-profit corporations).
- 19.2.2 Second, in the absence of the Trust (Waqf), the Islamic Shura Council of Southern California shall be entrusted with the responsibility to manage or disposition the assets and liabilities of ICR.

ARTICLE XX: AMENDMENTS AND INSPECTION OF BYLAWS

Section 20.01: Amendments to the Bylaws

- 20.1.1 A proposal for the amendment or amendments of the Bylaws shall be signed by two-third (2/3) of the members of the BOD and BOT or by a simple majority of Voting Members of the General Body.
- 20.1.2 All amendments must be submitted in writing to the Secretary at least forty-five (45) days prior to the General Body meeting and contained in the Agenda that is sent to all members. The Secretary, upon BOD approval, shall email the proposed amendment or amendments to all the Voting members at least fifteen (15) days prior to the General Body meeting.
- 20.1.3 An affirmative vote by two third (2/3) majority of the Voting members shall be necessary for the adoption of all proposed amendment or amendments.

- 20.1.4 All amended Bylaws shall be filed promptly with the California Secretary of State, if so required. If further amendments to the Bylaws are required for complying with state or federal requirements, a simple majority shall be sufficient for passage of only such required amendments. If the amendments are for any other purpose, a two-third vote of the voting members present shall be required.

Section 20.02: Inspection of Updated Bylaws

The original or a copy of the Bylaws as amended or otherwise modified to date and certified by the Secretary of the BOD, shall be kept at ICR premises and shall be available for inspection by the members at a mutually convenient time.

ARTICLE XXI: ICR CONFLICT OF INTEREST

Section 21.01: Conflict of Interest

When the personal or professional considerations of a board member affect his or her ability to put the welfare of the Islamic Center of Riverside before his or her personal benefit, conflict of interest exists.

ICR BOT and BOD shall develop and maintain a written conflict of interest policy to determine whether board members have a conflict of interest and to manage such conflicts of interest.

Section 21.02: Full Disclosure

Board members shall disclose their connections with groups doing business with ICR. This information shall be provided annually. No member of the Board of Directors, or any of its Committees, shall derive any personal profit or gain, directly or indirectly, due to his or her participation with the Islamic Center of Riverside. Each individual shall disclose to the organization any personal interest, which he or she may have in any matter pending before the organization and shall refrain from participation in any decision on such matter.

Section 21.03: Board Member Abstention from Discussion and Voting

Board members who have an actual or potential conflict of interest shall not participate in discussions or vote on matters affecting transactions between ICR and the other group or groups.

Section 21.04: Responsibility of the BOT and BOD

Whenever a member of any ICR Board has a financial or personal interest in any matter being considered before the BOT or BOD the board shall ensure that:

- 21.4.1 The interest of such officer or director is fully disclosed to all the members of the board.
- 21.4.2 No interested officer or director shall vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the board at which such matter is being voted on.
- 21.4.3 Any transaction in which a director or officer has a financial or personal interest shall be duly recused before the matter is approved by other members of the board who are not interested or connected.
- 21.4.4 Payments to the interested officer or director shall be reasonable and shall not exceed fair market value.
- 21.4.5 Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determines that it is in the best interest of ICR to do so.
- 21.4.6 Minutes of board meetings shall reflect when a board member discloses that he or she has a conflict of interest and how the conflict was managed, such as that there was a discussion on the matter without the board member in the room, and that a vote was taken but that the “interested” board member abstained (board members with a conflict are “interested” – board members without a conflict are “disinterested”).
- 21.4.7 All decisions made in any board meeting shall be recorded in the minutes clearly showing the names of the members who voted “yes” members who voted “no” and members who abstained or recused themselves.

Article XXII – SUB-ORGANIZATIONS

Section 22.01: Subsidiaries

Subsidiaries:

- 22.1.1 Are entities wholly owned by ICR
- 22.1.2 Are established by the BOD with the approval of the general Membership
- 22.1.3 May be dissolved by the affirmative vote of the minimum five members of BOD and with the approval of the simple majority of voting members of the general body. meeting with required quorum
- 22.1.4 On dissolution of each organization all its assets go back to ICR
- 22.1.5 The mission and operation of each organization shall be defined in its Bylaws.
- 22.1.6 Must comply with the mission of ICR

Section 22.02: The Islamic Academy of Riverside

The Islamic Academy of Riverside (IAR) is a subsidiary of ICR. IAR shall have its own bylaws and a managing board. A simple majority of votes from the ICR BOD and IAR Board shall approve amendment to the IAR bylaws.

Article XXIII: CORPORATE RECORDS, REPORTS, AND SEAL

Section 23.01: Records

The corporate records, reports and seals shall be kept at the corporation's principal office, or at such other places as the BOD may order.

Section 23.02: Minutes

The corporation shall keep a book of minutes of all meetings of BOD and of all annual and business meetings of the members, with the time and place of holding, whether regular or special. If the meeting is special, how authorized, the notice given, the names of those present at directors' meetings, the number of members present or represented at member meetings, and the proceeding thereof.

Section 23.03: Books of Account

The corporation shall keep and maintain adequate and correct accounts of its properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Section 23.04: Records Available to Assessor

On request of an assessor, the corporation shall make available at its principal office or at a place mutually acceptable to the assessor and to the corporation a true copy of business records relevant to the amount, cost, and value of property to local assessment, which it owns, claims, possesses, or controls within the country.

Section 23.05: Annual Report and Financial Statement

The BOD shall provide a written annual report to the general membership. Such report shall summarize the corporation's activities of the preceding year and activities projected for the forthcoming year. The Board shall provide to the Members an annual financial statement, each of which shall consist of a balance sheet as of the close of the year and contain disbursements, and be prepared in such manner and form as is sanctioned by good accounting practices, and be certified by the Chairperson, Vice Chairperson, secretary and treasurer.

Section 23.06: Corporate Seal

The BOD may adopt, use, and at will alter a corporate seal. Such seal, if adopted, shall be affixed to all corporate instruments, but failure to affix it shall not affect the validity of any such instrument.

In the name of Allah, Most Gracious, Most Merciful

COMPLETION OF THE BYLAWS

We the undersigned, hereby attest that the above fifty-two (46) pages are true, correct and complete Bylaws of the Islamic Center of Riverside, Riverside, CA 92507 as approved by the General Body on ___ at the ICR Masjid located at 1038 W. Linden St. Riverside, CA 91507

ICR Bylaws Committee

Hafiz ur Rahman 7/9/2021

Hafiz ur Rahman (Chair)

Monir Ahmed

Monir Ahmed

Ahmad AlZubi 7/9/2021

Ahmad AlZubi

Mohammed Inayathulla Baig

Mohammed Inayathulla Baig

ACCEPTANCE OF THE BYLAWS

Board of Directors



Ibrahim Massoud (Chair)



Salihin Kondoker (Secretary)



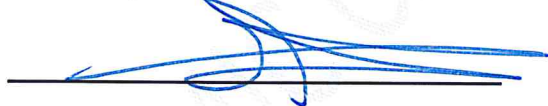
Noman Ghazali (Treasurer)



Rashid Darvesh



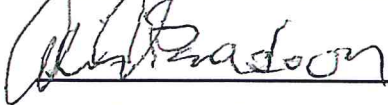
Rehana Qamar



Mahmoud Salem

ACCEPTANCE OF THE BYLAWS


Board of Trustee Members



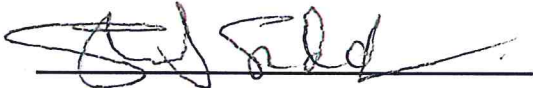
Ali Al Sadoon (Chair)



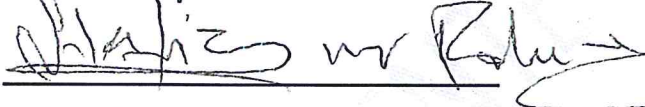
Tahir Al Khalili



Mossalam Al Masri



Shoaib Siddiqui



Hafiz ur Rahman

Dua'

Oh Allah! In sincerity we supplicate, in faith we serve, in belief we sacrifice, in devotion we pray, help us to follow the true path, forgive us our weaknesses as we set our hands to this task, for you are The Forgiver, The Cherisher, The All-Mighty. Ameen