

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

In the name Allah most Gracious most Merciful

CONSTITUTION
OF
ISLAMIC ASSOCIATION
OF
LEWISVILLE / FLOWER MOUND

Prepared by: Transitional Management Committee (TMC)

As mandated by: The Arbitration Committee (AC)

This Constitution was adopted by the members on:

October 21, 2007

DO NOT REMOVE



In the name Allah most Gracious most Merciful

Praise be to Allah, the Cherisher and Sustainer of all the Worlds. Most Gracious, Most Merciful. Master of the Day of Judgment. Thee do we worship and Thine aid we seek. Show us the straight way. The way of those on whom Thou hast bestowed Thy Grace and whose (portion) is not wrath and who go not astray". (Al-Qur'an : Al-Fatiha)

PREAMBLE

Whereas, we the members of the Islamic Association of Lewisville/Flower Mound recognize Islam as a total way of life based on the Qur'an and the Sunnah of Prophet Mohammed, peace be upon him (pbuh) and have pledged to practicing it as such, do hereby adopt and give ourselves this Constitution and pledge to abide by its provisions, Insha'Allah. This Constitution supersedes and replaces, upon adoption, all other documents.

ARTICLE 1

NAME AND LOCATION

- 1.1. The name of this non-profit organization, which is organized under the Non-Profit Corporation Act of the State of Texas, is the Islamic Association of Lewisville / Flower Mound (hereinafter referred to as the "IALF").
- 1.2. The principal office of the IALF shall be situated in the State of Texas as such specific location as the General Body (GB) shall determine from time to time. The IALF may also have such other offices as the General Body (GB) determines from time to time.
- 1.3. IALF's current principal location is at 3430 Peters Colony Rd., Flower Mound, TX, 75022 in Denton County, Texas.
- 1.4. Each provision of this Constitution shall be observed until amended by Restated Articles or Articles of Amendment duly filed with the Texas Secretary of State.
- 1.5. All properties owned by IALF shall be utilized to provide maximum benefit to the Community. All utilization, maintenance, and operational aspects of these properties shall be determined by the BoD.
- 1.6. The registered agent or office may be changed by filing a Statement of Change of Registered Agent or Office or Both with the Texas secretary of state, and not otherwise. Such filing shall be made promptly with each change. Arrangements for each change in registered agent of office shall ensure that the IALF is not exposed to the possibility of a default judgment. Each successive registered agent shall be of reliable character and well informed of the necessity of immediately furnishing the papers of any lawsuit against the IALF to its attorneys.
- 1.7. The Registered Agent shall be nominated and confirmed by the GB.



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ARTICLE 2

PURPOSE

2.1 General Purposes: The IALF is organized and operated for the following general purposes:

2.1.1 IALF is established for exclusive charitable and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986 (as amended) or the corresponding provisions of any future United States Internal Revenue Law, including for such purposes, the making of distributions to organizations which are recognized as exempt from tax under such §501(c)(3).

2.1.2 To exercise such of the rights, powers, duties and authority of a nonprofit corporation organized under the Non-Profit Corporation Act of the State of Texas which is consistent with the preceding paragraph.

2.2 Specific Purposes: The specific purposes of the IALF include, without limitation, the following:

2.2.1 IALF has been formed exclusively for religious, charitable, and educational purposes. All of its activities shall be in accordance with the Qur'an and the Sunnah of the last Prophet Mohammed (pbuh). Sunnah is the sayings and practices of Prophet Mohammed (pbuh) as documented in the established authentic Fiqh (Islamic Jurisprudence) interpreted and practiced by Islamic Association of North Texas. IANT. As a Sunni institution, IALF shall strive to strengthen and reinforce the faith of all Muslims in the Oneness of Allah (swt), the Holy Qur'an, and the Sunnah of the last Prophet, Prophet Mohammed (pbuh).

2.2.2 IALF is a membership, non for profit, and tax exempt organization incorporated in the State of Texas and shall be maintained as such under Section 501(c)(3) of the Internal Revenue Service Code.

2.2.3 IALF shall conduct social and religious activities aimed at preserving Islamic principles, values and shall strive to provide an environment for Muslims that shall strengthen their Islamic beliefs and engage in Islamic activities.

2.2.4 IALF shall promote Islamic education through establishing and maintaining facilities such as, but not limited to, Masjids, libraries, Islamic centers, schools, and institutions of higher learning. IALF shall strive to establish cemeteries, funeral facilities, community centers, child care centers, health centers and chapters pursuing similar objectives in adjacent communities.

2.2.5 IALF shall strive to promote good relations and understanding between Muslims and Non-Muslims and shall strive to disseminate information about Islam and shall actively engage in Islamic outreach work through various means of communication.



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- 2.2.6 IALF shall work with other Islamic communities and organizations pursuing similar objectives and shall foster coordination, communication and cooperation among such organizations.
- 2.2.7 IALF shall collect and distribute Zakat, Sadaqah (charity), and donations.
- 2.2.8 **NO PART OF THIS CONSTITUTION SHALL BE IN VIOLATION OF ARTICLE TWO (2). ARTICLE TWO (2) CANNOT BE AMENDED UNDER ANY CIRCUMSTANCES.**

ARTICLE 3

MEMBERSHIP

3.1 Membership:

- 3.1.1 IALF shall have members other than the persons elected as members of the Board of Directors (BoD), who shall be considered to be the members of the IALF for the purposes of any statutory provision or rule of law relating to members of a non-profit organization.
- 3.1.2 IALF membership is open to all Muslim residents of Denton County (excluding the City of Carrollton); who are at least eighteen (18) years of age or older; and shall pay membership dues and registered with IALF for at least 6 months and subscribe to the purposes and objectives set forth in Article 2.
- 3.1.3 Only registered and dues paying members shall be eligible to vote in elections for the BoD members and participate in the proceedings of any General Body meetings.
- 3.1.4 The BoD shall make membership forms available at location at all times. Annual dues are \$25.00 for individual and \$50.00 for family membership. The membership dues shall be current prior to voting.

ARTICLE 4

ORGANIZATION

4.1 Organization:

- 4.1.1 Subject to any limitations of the Articles of Incorporation, the Texas Non-Profit Corporation Act or this Constitution, all IALF powers shall be exercised by, or under the authority of, and the business and affairs of the IALF shall be controlled by the General Body (GB) and the Board of Directors (BoD).



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- 4.1.2 The General Body: The GB shall consist of all registered members of IALF in accordance with Article 3. The GB is the final or highest authority of the IALF and its decisions are final, as long as they are in accordance with Article 2.
- 4.1.3 The Board of Directors: shall consist of seven (7) members elected by the GB in accordance with Article 6.

ARTICLE 5

GENERAL RULES

5.1 General Rules:

- 5.1.1 The GB may accept on behalf of IALF any property, whether real and/or personal, by way of gift, bequest from any person, firm, trust, or corporation; such property is to be held, administered, and disposed of in accordance with and pursuant to the provisions of this Constitution. However, no gift, bequest of any such property shall be received or accepted if it is conditioned or limited in such a manner as to require the disposition of the income or property for any purpose other than the purpose set forth in Article 2 hereto or in violation of any local, state and federal laws.
- 5.1.2 No person shall hold or be elected to the same office for more than two (2) consecutive terms.
- 5.1.3 The BoD members shall not receive salaries, remuneration, compensation, or wages for their services to IALF. Members of the BoD shall disclose in writing any personal and business connection between them and any item to be acted upon by the BoD. To avoid any conflict of interest, the effected BoD member shall not participate, lobby or vote on matters before the BoD that directly involve or impact on the interest of the said member, family members, and or business associates.
- 5.1.4 All original documents of IALF shall be kept on file on the premises. Duplicate copies of said documents shall be kept at a different location determined by the GB. The BoD shall have access to these documents at all times. Such documents shall be available to the registered members for review upon a written request within 2 weeks. Most particularly, the members are entitled to review the Constitution, financial statements and any other documents permitted by the statutes governing 501 (c)(3) organizations.
- 5.1.5 IALF's official medium of communication shall be English. Arabic language shall be the main language of all prayers, Qur'anic verses, and Hadith at IALF with other languages used for conveying the religious and educational message. Proper references should be quoted when Qur'anic verses and Hadith are cited.



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- 5.1.6 All agreements and or contracts should be clearly reduced into written documents in the English language and signed by the duly authorized representatives.
- 5.1.7 All members shall observe the Islamic code of conduct and ethics in all proceedings, meetings and activities of IALF as defined by the Fiqh of IANT.
- 5.1.8 Any IALF member related disputes shall be presented to the BoD in writing for resolution within thirty (30) days from submission. If the BoD fails to act or the complainant disagrees with the decision of the BoD, the complaint shall be referred to the GB for action in the next quarterly meeting. If the GB fails to act or the complainant disagrees with the decision of the GB, the grieved member may refer the matter to IANT in writing with a copy of the complaint to the BoD.
- 5.1.9 All business contracts involving IALF in excess of \$5,000 shall require three (3) bids. All bids shall be examined at once by the relevant IALF Committee. A clear record of the deliberations of the Committee shall be kept.
- 5.1.10 All contracts entered into by IALF shall have a provision for mediation and binding arbitration to be conducted in Texas as the methods for settling disputes.
- 5.1.11 All contracts shall have a provision stating that any legal action against IALF shall only be instituted in Denton County, Texas.

ARTICLE 6

ELECTIONS FOR THE BoD

6.1 Elections:

- 6.1.1 Three (3) Election Commissioners shall be elected by the GB during its quarterly meeting at least sixty (60) days before BoD Election Day. The Election Commissioners shall be registered members of IALF but not members of the BoD. None of the election commissioners shall run for office during the upcoming election. The notice for this meeting shall request from the members to submit their nominations. The three receiving the highest number of votes shall become the Election Commissioners.
- 6.1.2 Elections shall be conducted at the end of the term on the first Sunday of December before 7:00 P.M. The newly elected BoD shall take office effective December 31.

6.2 Election Procedure:

- 6.2.1 The Election Commission shall mail nominations form to all IALF members for their nominations at least forty-five (45) days before elections.



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- 6.2.2 The Election Commission shall contact Nominees to ascertain if they accept to stand for election. Those nominated and accept to serve shall be placed on the election's ballot.
 - 6.2.3 The Election Commission shall prepare the election ballot containing the final list of candidates, publish, post and mail the Ballot to all members 15 days prior to election. Ballots must be returned to the Election Commission no later than 7:00 P.M. on election's day.
 - 6.2.4 Members may vote in person on election's day prior at or before 7:00 PM.
 - 6.2.5 The Election Commission shall count the ballots in public at the Masjid, announce and document the election results at the 1st Sunday of December after 7:00 P.M..
 - 6.2.6 All election ballots shall be certified by the Election Commission and maintained at the Masjid as part of the official record.
 - 6.2.7 If the conditions on Election Day warrant postponing the elections due to reasons beyond the control of the Election Committee (for example, inclement weather or a community emergency), Elections may be postponed to the following Sunday. If the circumstances warrant it again, Elections may be postponed to the successive Sundays till the Elections are held.
- 6.3 Serving Terms:
- 6.3.1 The term of the BoD shall be for two (2) years. No member shall be elected for more than two (2) terms consecutively.
 - 6.3.2 Any vacancy for an elected office shall be filled in accordance with Article 6.3.3. The term of the vacant position that will be filled shall be for the unexpired term only.
 - 6.3.3 The most recent election results shall be used to fill a vacancy. The person with the highest number of votes who was not elected shall be offered the vacant position. If such a person is not available or declines the position, then the individual with the next highest number of votes shall be offered the vacant position.
 - 6.3.4 The above procedure shall be repeated until the vacant position is filled. If the vacant position is not filled through this process, then the GB shall in its next quarterly meeting nominate and elect a replacement by a simple majority vote to fill the vacant position for the remainder of the term provided that the remaining term is less than twelve (12) months.



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ARTICLE 7

QUALIFICATIONS FOR THE BoD

7.1 Qualifications for the BoD:

- 7.1.1 Candidates for the BoD shall meet the qualifications set forth in Article 3.
- 7.1.2 Candidates for the BoD must be a member in good standing for at least one (1) year.

ARTICLE 8

RESPONSIBILITIES

8.1 Responsibilities:

- 8.1.1 The GB of IALF is the final authority which shall determine the affairs of IALF.
- 8.1.2 The GB elects the BoD and authorizes it to administer the affairs of IALF in accordance with this Constitution.
- 8.1.3 The GB elects the Election Commissioners to administer elections at IALF, and the Constitutional Committee to review and interpret the Constitution.
- 8.1.4 Any no confidence vote against elected officers must be approved by a two thirds (2/3) majority of IALF's registered members during the quarterly meeting of the GB after satisfying the Quorum established by Article 10
- 8.1.5 Liquidation of any assets in excess of \$50,000 (Fifty Thousand) must be approved by the GB at the quarterly meeting after satisfying the Quorum established by Article 10.

8.2 The Board of Directors (BoD):

- 8.2.1 The BoD shall be responsible for providing policy guidelines for programs and activities at IALF.
- 8.2.2 The BoD shall strive to arrive at all decisions through consensus. If consensus is not possible, a simple majority vote of the BoD shall prevail.
- 8.2.3 The BoD is responsible for short and long term planning of IALF. The plans shall be presented to the GB.



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- 8.2.4 The BoD shall meet at least once a month. The BoD shall report monthly on these meetings to the community.
- 8.2.5 The BoD must maintain all records and documents of IALF.
- 8.2.6 The BoD shall be responsible for managing all financial activities including but not limited to fund raising, collection and disbursement of Zakat and Fitra funds and other donations.
- 8.2.7 The BoD shall hire or terminate employee(s) of IALF as required to efficiently run the operations of IALF on such terms and conditions as the BoD deems necessary. In the case of hiring and termination of the Imam's contract, the BoD must follow the provisions and procedures established in articles 8.3 and 8.4.
- 8.2.8 The BoD is authorized to obtain bids, execute and award contracts. Any contract valued at over Five Thousand Dollars (\$5,000) shall require at least three bids.
- 8.2.9 The incoming BoD shall honor all written commitments of the previous BoD, as long as these commitments are within the framework of this Constitution.
- 8.2.10 Any BoD member who is absent without prior notification to the President for three consecutive meetings shall automatically lose the office and the vacancy so created shall be filled in accordance with Article 6.3.3.

8.3 The Imam:

- 8.3.1 The Imam is the community's leader in religious and spiritual affairs. The Imam is the custodian of the Mehrab and the Prayer Hall. All activities and programs in the Prayer Hall shall be carried out with the Imam's consent.
- 8.3.2 The Imam shall possess strong knowledge of the Qur'an and the Sunnah. Preferably, the Imam shall be a Hafith-el-Qur'an, fluent in Arabic and English, and shall provide references for any previous experience and training.
- 8.3.3 Except for the Imam of IANT, no person, committee, BoD or GB may overrule the Imam of IALF in matters of Fiqh.
- 8.3.4 The Imam shall reside in close proximity to the Masjid.
- 8.3.5 The Imam shall perform by himself or through his designee all religious rituals, ceremonies, and duties, including but not limited to leading the daily prayers, Jumm'aa prayer, Taraweeh prayers in Ramadan, Eid prayers, funeral prayers, marriages, or any other duties pertinent to the office of Imam.



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8.4 Selection of IALF's Imam:

- 8.4.1 The BoD shall appoint a committee consisting of at least three (3) members for the selection of the Imam, who shall make a final recommendation to the BoD.
 - 8.4.1.1 This committee shall seek the advice of the Islamic Association of North Texas (IANT) for the position of the full time Imam, make announcements, advertise for the position, and contact other Islamic organizations to invite applications; scrutinize the applications using the criteria established in article 8.3.
 - 8.4.1.2 This committee shall invite separately at least three (3) prospective candidates to provide interaction with the community at the Masjid by way of holding lectures, Jumm'aa, Khutba and to lead prayers.
- 8.4.2 After receiving the recommendations of the Imam's Committee, the BoD shall seek approval for the final candidate from the GB in its quarterly meeting or by referendum conducted among registered members.
- 8.4.3 Employment offer for the position of Imam shall be made under contract which clearly includes the following conditions: an initial period of employment from one to three (1-3) years, renewable by mutual agreement and approval by the GB.
- 8.4.4 If this candidate does not accept the position, the process is repeated to obtain GB's approval for the next candidate from the list.
- 8.4.5 If no candidate accepts the position, the BoD shall start the process again by assigning the task to a new Imam committee.
- 8.4.6 The status of the Imam (appointment/contract /renewal /termination) shall be decided by the BoD and approved by the GB by a two-third vote at a quarterly meeting after satisfying the Quorum requirements in article 10.2. Details of compensation and other private matters may be kept confidential.
- 8.4.7 In the absence of a permanent Imam, the BoD shall seek advice on Islamic matters from the Imam of IANT.

8.5 President of IALF:

- 8.5.1 The President of IALF shall be elected by the BoD from among its members.
- 8.5.2 The President shall conduct and preside over all meetings of the GB unless otherwise specified.



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- 8.5.3 The President shall present an Annual Report to the GA on its last annual quarterly meeting.
- 8.5.4 The President shall sign all documents on behalf of the IALF. All checks must be signed by two members of the BoD.
- 8.5.5 The President shall implement all decisions made by the BoD.
- 8.5.6 The President may execute any deeds, contracts, or other instruments that the GB has approved and authorized.

8.6 Vice President of IALF:

- 8.6.1 The Vice President at the request of the President, or in the President's absence or disability shall perform all the duties of the President. When so acting, the Vice President shall have all of the powers of, and be subject to all the restrictions upon the President.
- 8.6.2 The Vice President shall have such other duties and responsibilities and may exercise such other powers as from time to time may be assigned by the President or the BoD or as may be provided in this Constitution.

8.7 Treasurer of IALF:

- 8.7.1 The BoD shall elect one of the BoD members as Treasurer.
- 8.7.2 The Treasurer shall be responsible for maintaining all financial records, including the annual budget and financial reports. Any transaction other than the fixed cost shall be approved by the BoD.
- 8.7.3 The Treasurer shall receive and provide receipts for moneys due and payable to IALF from any source provided the receipts and payments are consistent with Article 2. Receipts issued for non cash items received as donations shall not exceed the fair market value of the item donated.
- 8.7.4 The Treasurer shall file all required tax forms with the proper tax authorities of Jurisdiction.
- 8.7.5 The Treasurer shall maintain the financial books and records of IALF and keep separate ledgers for Sadaqah, Zakat, Fitrah, and other donations for any special projects etc.



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- 8.7.6 The fiscal year of IALF shall begin on the first day of January and end on the last day of December of each year. At the end of the fiscal year, the Treasurer shall prepare IALF's accounts and financial statements showing income and expenses, assets, liabilities, net worth and post this statement at IALF's bulletin board.
- 8.7.7 Quarterly statements of income and expenses shall be prepared by the treasurer and annually examined and certified by a Certified Public Accountant (CPA).
- 8.7.8 The Treasurer shall hand over all the accounts and books to the incoming Treasurer at the end of the term or upon leaving the office.

8.8 Secretary of IALF:

- 8.8.1 The Secretary shall keep, at the principal office of the Corporation, the Secretary's principal place of business, or such other place as the BoD may order, the official seal of the Corporation (if any), and a book of minutes of all meetings of BoD directors and list of members.
- 8.8.2 The Secretary shall also maintain and protect a file of all official and legal documents of the Corporation.
- 8.8.3 The Secretary shall perform such other and further duties as may be required by law or as may be prescribed or required from time to time by the BoD or the Constitution.

8.9 Committee and Sub-Committees:

- 8.9.1 Committees and sub-committees may be established for specific purposes or dissolved by the BoD. The responsibilities of all committees shall be within the frame work of this Constitution. No committee shall have authority to take any action outside the scope of authority delegated to it by the BoD. All committees shall be composed of at least three members including a Committee Chairperson.

ARTICLE 9

FINANCES

9.1 Finances:

- 9.1.1 The BoD shall maintain a non interest bearing account for IALF at a bank in Denton County, Texas. This account shall be operated under the Treasurer's and President's signatures.
- 9.1.2 Separate ledgers shall be maintained for the various financial activities at IALF.



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- 9.1.3 The BoD shall appoint a certified public accountant (CPA) to audit IALF's accounts annually.

ARTICLE 10

MEETINGS AND QUORUM

10.1 Meetings and Quorum:

- 10.1.1 All meetings shall start with a recitation from the Holy Qur'an and must end with a Du'aa (prayer). The meetings shall be conducted in accordance with the Islamic code of conduct and ethics. All parties shall respect each other's rights and obligations and any disputes shall be resolved in accordance with the arbitration procedure outlined in Article 14.1.3.
- 10.1.2 GB meetings: There shall be quarterly GB meetings of IALF at the Masjid or at an appropriate place determined by the BoD to be held on the last Saturday of each quarter. The meeting shall have a proposed agenda. The agenda shall be finalized and published one week prior to the meeting. Registered members of IALF wishing to submit an agenda item(s) shall do so in writing at least 2 weeks prior to the meeting's date. The BoD has the right to accept or reject agenda items unless such items are endorsed in writing by ten percent (10%) of registered IALF members. This meeting shall be held after Dhur prayer and shall be chaired by the President of the BoD. In the absence of the President, the VP shall preside over the meeting. In addition to the agenda items, the following activities shall be conducted at this meeting:
- 10.1.3 The Quarterly Report including the financial status shall be presented by the Treasurer or his designee.
- 10.1.4 Next year's budget shall be presented at the last quarterly meeting of the preceding calendar year.
- 10.1.5 Update on four year plan shall be provided annually.
- 10.1.6 Non registered members may attend the GB meetings as observers
- 10.1.7 Notification of Meetings: Time, date and place of the meeting, shall be notified to all registered members by the best communication method possible: email, phone, fax, letter, etc.
- 10.1.8 The President is authorized to call for a special GB meeting, if (a) requested by twenty percent (20%) signatures of registered members or (b) through a resolution passed in the BoD meeting.



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10.2 Quorum:

- 10.2.1 Fifty one percent (51%) of registered members shall constitute the quorum for GB meetings. All decisions made at these meetings are made by simple majority vote unless specified elsewhere in this Constitution.
- 10.2.2 Meetings adjourned for lack of quorum must be reconvened within a reasonable time, not exceeding thirty (30) days.
- 10.2.3 The quorum of the reconvened meeting shall have no less than twenty-five (25) members. Written notification of such meeting is required. The time, date, and place for the reconvened meeting shall be determined before adjournment and notified to all registered members and posted on the Masjid's bulletin board.

10.3 Rules of Conduct:

- 10.3.1 BoD and GB meetings shall start and end with the recitation from the Noble Qur'an and Du'aa.
- 10.3.2 GB meetings may take place without a quorum. However, conducting official IALF business is only valid at GB meetings that are properly scheduled and only if the Quorum is reached.
- 10.3.3 The agenda of the meeting shall be presented and modified if necessary by the GB at the beginning of the quarterly meetings.
- 10.3.4 Motions shall be submitted, seconded and discussed at the quarterly meetings of the GB.
- 10.3.5 Motions shall be adopted by the GB unless otherwise specified in the Constitution by a simple majority by a show of hands.
- 10.3.6 The minutes of the previous meeting shall be presented and approved by the GB at the beginning of the quarterly meetings.

ARTICLE 11
REAL ESTATE TITLE

11.1 Real Estate Title:



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- 11.1.1 Title to IALF's Real Estate Property shall be held permanently by The Islamic Association of North Texas (IANT) or North American Islamic Trust (NAIT).

ARTICLE 12

DISSOLUTION OF IALF

12.1 Dissolution of IALF:

- 12.1.1 At least two-third (2/3) of the registered members of IALF may request the BoD in writing to call for a meeting of the GB to dissolve IALF. The BoD shall call for a meeting within eight weeks from the requested date. At least eighty-five percent (85%) of the registered members must be present and eighty-five percent (85%) of the members of the GB present must vote "Yes" to dissolve IALF.
- 12.1.2 Upon dissolution of IALF, the BoD shall dispose off all assets of IALF except Real Estate Property as in Article 12. After paying or making provisions for the payment of all liabilities of IALF and in order to keep all the remaining assets locally where the members at large may benefit, the remaining assets shall be transferred to the Islamic Association of North Texas (IANT). In the event that IANT is no longer in existence, IALF's remaining assets shall be transferred to a local non-profit Islamic (Tax Exempt) organization similar in nature to IALF. In no event shall any of the assets of IALF be distributed to any of its members, officers or Directors.

ARTICLE 13

AMENDMENTS

13.1 Amendments:

- 13.1.1 Article 2 of this Constitution shall not be amended.
- 13.1.2 Other section(s) of this Constitution may be amended at a special GB meeting specifically called for this purpose. Four (4) weeks written notice and an agenda including the text of the proposed Constitutional amendment(s) as well as the text of the existing section(s) proposed to be amended must be made available to the registered members of IALF. The quarterly meeting of the GB may also be utilized for this purpose provided that the registered members are notified in advance as stated above.
- 13.1.3 Two-thirds (2/3) of the registered members shall constitute the quorum for the meeting to amend the Constitution. A seventy five percent (75%) or 75 registered members, whichever is greater, present and voting is required to adopt any amendment to the Constitution of IALF.



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- 13.1.4 The proposed written amendments shall be reviewed by the BoD. The recommendation of the BoD shall be made to the GB in writing at least thirty (30) days prior to the quarterly meeting of the GB that plans to deal with this agenda item.
- 13.1.5 IALF Constitution must be reviewed every seven (7) years by the Constitution Committee.
- 13.1.6 The original text of the Constitution shall not be altered. All amendments adopted shall be attached to the original document. The adopted amendment(s) shall reference the proper Article number or Sub-Article number that has been changed and shall be made part of this Constitution.
- 13.1.7 If the solution to a particular problem is not available in the Constitution, and if a permanent change in the Constitution as an amendment is not required, a rule shall be adopted or passed by a simple majority vote of the GB, and business shall be carried out as usual. Such rule shall be adopted for a fixed period of time after which this rule shall expire automatically. The rule so adopted shall not be in conflict with the Constitution, particularly Article 2.

ARTICLE 14

OTHER MATTERS

14.1 Other Matters:

- 14.1.1 Moon-sighting: For the purpose of establishing the Islamic Calendar including Eid-ul-Fitr, Eid-ul-Adha and the declaration of Ramadan, IALF shall follow the practices of the Islamic Association of North Texas (IANT).
- 14.1.2 Constitution Committee: GB elects a Constitutional Committee to solely review, interpret the Articles, sections and clauses of this Constitution, to further clarify its purposes and intent, and to recommend necessary amendments that may be required as the time demands. This Committee is not empowered to deal with matters of Fiqh.
- 14.1.3 Arbitration Procedure: In any dispute between persons concerning IALF, the parties involved shall cooperate in good faith to resolve the dispute. If the parties cannot resolve the dispute between themselves, the members concerned may bring their dispute or complaint in writing to the attention of the BoD. The BoD shall acknowledge such complaint, in writing within 15 days from receiving the complaint and will try to resolve the dispute. If this dispute is not resolved by the BoD within 30 days from receiving the complaint to the satisfaction of the complainant, the dispute shall be referred to the GB for resolution. If the dispute is unresolved, The GB shall appoint a committee to mediate between the parties to the dispute. If mediation has failed, the dispute shall be referred to IANT for binding



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arbitration. The Parties must accept the decision of IANT and bare the cost associated with it, if any.

- 14.1.4 Liabilities of Members, Directors, or Officers: No Member, Director or Officer of the IALF shall be held personally liable to its creditors or for any indebtedness or liability and any and all creditors shall look only to the IALF's assets for payment. Further, neither any Member, Officer, and the Directors shall be liable for acts, neglects or defaults of any employee, agent or representative selected with reasonable care, nor for anything the same may do or refrain from doing in good faith, including the following: errors in judgment, acts done or committed on advice of counsel, or any mistakes of fact or law.
- 14.1.5 Limitations on Debt: No debt shall be incurred by the IALF beyond the accounts payable incurred by it as a result of its ordinary operating expenses, and no evidence of indebtedness shall be issued in the name of the IALF unless authorized by the BoD. Specifically, without limitation, no loan shall be made to any officer or director of the IALF. Any director or officer who assents to or participates in the making of any such load shall be liable, in addition to the borrower, for the full amount of the loan until it is fully repaid.
- 14.1.6 Fiscal Year: The fiscal year of the IALF shall be from each January 1st to each December 31st.
- 14.1.7 IALF Leadership: Members of IALF shall strive to elect the most qualified individuals to positions of leadership.

ARTICLE 15

ADMINISTRATION OF DONATIONS

15.1 Administration of Donations:

- 15.1.1 Donations: All donations of any nature, unless designated for a specific purpose, shall be used for such purposes as the BoD may direct; and in the absence of any direction by the BoD, such may be used for the general purposes of the IALF. Donations included bequests and devises of deceased persons. At the discretion of the BoD, the IALF may raise revenues through fund-raising activities and donations. The BoD has the right to refuse any donation made or offered to the IALF with or without cause in its sole discretion.
- 15.1.2 All Donations Subject to this Constitution: Donors may make donations to or for the use of the IALF by naming or otherwise identifying the IALF in the gift transfer instrument. Each donor by making a donation to of for the use of the IALF accepts and agrees to all the terms of this Constitution. Further, each donor specifically provides that any fund created as a result of such donation shall be subject to the



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provisions in this Constitution relating to the presumption of donor's intent, the variance from donor's directions, for amendments and dissolution, and to all other terms of in this Constitution as amended from time to time.

- 15.1.3 Segregation of Funds: No Donation shall be required to be separately invested or held unless the donor so directs, or it is necessary in order to follow any other direction by the donor as to purpose, investment or administration, or in order to prevent tax disqualification, or is required by law. However, the BoD may segregate any fund whenever convenient or useful as determined by the BoD in its sole discretion. Directions for naming a fund as a memorial or otherwise may be satisfied by keeping under such name internal bookkeeping accounts reflecting appropriately the interest of such fund in each common investment.
- 15.1.4 Improper Donor Direction: If any direction by the donor, however expressed, would, if followed, result in the use of any donation or fund contrary to the charitable purposes of the IALF, or if the BoD is advised by counsel that there is a substantial risk of such result, the direction shall not be followed, but shall be varied by the BoD so far as necessary to avoid such result, except that if a donor has clearly stated that compliance with the direction is a condition of such donation, then the donation shall not be accepted in case of such advice unless an appropriate judicial or administrative body first determines that the condition and direction need not be followed. Reasonable charges and expenses of counsel for such advice and proceedings shall be proper expenses of administration.
- 15.1.5 Changed Circumstances: Whenever the BoD decides that conditions or circumstances are such or have so changed since a direction by the donor as to purpose, or as to manner of distribution or use, that literal compliance with the direction is unnecessary, undesirable, impractical or impossible, or the direction is not consistent with the IALF's charitable purposes, it may, by affirmative vote of two-thirds (2/3) of the BoD, order such variance from the direction and such application of the whole or any part of the principal or income of the fund to other charitable purposes, as in its judgment will then more effectively serve such needs. Similarly, whenever the BoD decides that the donor's directions as to investment or administration have become because of changed circumstances or conditions or experience proved impractical or unreasonably onerous, and impede effectual serving of such needs, the BoD may likewise order a variance from such directions to the extent in its judgment is necessary.
- 15.1.6 Charitable Trusts: If a donation is made to the IALF by means of any charitable trust or charitable trust instrument, the payments to or for the use of the IALF shall be regarded as IALF funds only when the IALF becomes entitled to their use, but the BoD may take such actions as it from time to time deems necessary to protect the IALF's rights to receive such payments.



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15.1.7 BoD Determinations: The Board shall from time to time but not less frequently than annually:

15.1.7.1 Determine all distributions to be made from net income and principal of each fund pursuant to this Constitution and any applicable donor's directions and make payments to organizations or persons to whom payments are to be made, in such amount and at such times and with such accompanying restrictions, if any, it deems necessary to assure use for the charitable purposes and in the manner intended.

15.1.7.2 Determine all disbursements to be made for administrative expenses incurred by the BoD and direct the respective officers as to payment thereof and funds to be charged. Disbursements for proper administrative expenses incurred by the BoD, including salaries for such professional and other assistance as it from time to time deems necessary, shall be directed to be paid as far as possible, first from any funds directed by the donor for such purpose, and any balance out of other IALF funds.

15.1.8 Making of Distributions: The BoD may, in furtherance of the IALF's charitable purposes, when needs therefore have been determined, and with appropriate provisions to assure use solely for such purposes, direct distributions to such persons, organizations, governments or governmental agencies as in the opinion of the BoD can best carry out such purposes or help create new qualified charitable organizations to carry out such purposes.

ARTICLE 16

PROHIBITED ACTIVITIES

16.1 Actions Jeopardizing Tax Status: The IALF shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law.

16.2 Lobbying and Political Activities:

16.2.1 The IALF shall not lobby (including the publishing or distribution of statements) or otherwise attempt to influence legislation except as authorized by a resolution adopted by the BoD.

16.2.2 The IALF shall not participate or intervene in (including the publishing or distribution of statements) any political or judicial campaign on behalf of any candidate for public office whatsoever.

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

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- 16.3 Private Inurement: No part of the net income or net assets of the IALF shall inure to the benefit of, or be distributable to, its directors, officers, members or other private persons. However, the IALF is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax exempt purposes.
- 16.4 Non-Discrimination: The IALF shall not discriminate on the basis of race, color, national origin, sex, age, or disability in admission or access to, or treatment or employment in, its programs and activities as required by Title VI of the Civil Rights Act of 1964, as amended; title IX of the Educational Amendments of 1972; Title II of the Americans with Disabilities Act of 1990; and Section 504 of the Rehabilitation Act of 1973 as amended.
- 16.5 Prohibited Acts: At any time during which the IALF is deemed a private foundation, the IALF shall not engage in any act of self-dealing as defined in Internal Revenue Code Section 4941(d); the IALF shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code Section 4942; the IALF shall not own any excess business holdings that would subject it to tax under Code Section 4943(c); the IALF shall not make any investments in such manner as to subject the IALF to the tax imposed by Code Section 4944; and the IALF shall not make any taxable expenditures as defined in Code Section 4945(d).
- 16.6 Litigation: The IALF shall not be a voluntary party in any litigation without the prior written approval of the BoD.

CERTIFICATION

Praise be to ALLAH, the Most Gracious, the Most Merciful, O ALLAH pardon us and forgive us, if we have transgressed our duty, guide us to the straight path, the path of those on whom You have bestowed Your Grace, Ameen.

Through this modest effort, we members of the Arbitration Committee and the Transitional Management Committee attest our signatures as witnesses and Allah (SWT) is the Greatest of all witnesses that this document (Constitution of IALF) which consists of Sixteen (16) Articles is presented to the GB for their ratification on October 21, 2007.

9. 603-5048

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

In the name Allah most Gracious most Merciful

Members of the Arbitration Committee:

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____

Members of the Transitional Management Committee:

1. Khalil Meek
2. Samir Abed-Rabbo
3. _____

This Constitution has been ratified on October 21, 2007
by the following members:

Name:	Address:
<u>Abdulid</u>	<u>Abdirashid Farah</u>
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<u>KWIS HANZA BOLANOS</u>	<u>608 Diana Ln. Flower Mound, TX 75028</u>
<u>JAVIER ABDURAHMAN BOLANOS</u>	<u>1000. W. VALLEY RIDGE BLVD LEWISVILLE TX 75077</u>
<u>ABDI M. IGEEH</u>	<u>1000. W. VALLEY RIDGE BLVD. LEWISVILLE, TX 75077</u>
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	<u>8806 Tyler Drive, Lantana, TX 76226</u>

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

In the name Allah most Gracious most Merciful

This Constitution has been ratified on October 21, 2007
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SABIR J. ALI

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In the name Allah most Gracious most Merciful

This Constitution has been ratified on October 21, 2007
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Raushon Ara	3804 Birchmont Dr, FM, TX 75022
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Mahmood Hassan	608 Diana Lane, Flower Mound, TX 75028
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In the name Allah most Gracious most Merciful

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