

BYLAWS
OF
THE ISLAMIC CENTER OF THE SOUTH PLAINS

ARTICLE I

The name of the Corporation shall be: THE ISLAMIC CENTER OF THE SOUTH PLAINS, INC.

ARTICLE II - PURPOSES

To conduct religious services in accordance with the Islamic faith; to educate its members and children by conducting classes, and for the social and civic betterment of its members along the lines of our American Constitution and democratic institutions; to aid and assist its members when in need; for the recreational enjoyment of its members in accordance with the highest and best religious standards of the Islamic religion; to promote friendly relations with non Muslims; to acquire and own real estate in the conduct of its religious services; to loan and borrow money and acquire and manage funds through charity drives, Zakat, donations, gifts and forms of entertainment for its religious, educational and civic purposes.

The Corporation also has such powers as are now, or may hereafter be granted by the Nonprofit Corporation Act of the State of Texas.

ARTICLE III - OFFICES

The Corporation shall have, and continuously maintain in the state of Texas, a registered office and a registered agent, whose office is identical with such registered office, and may have other offices within and without the State of Texas as the Board of Directors may from time to time determine.

ARTICLE IV – MEMBERS

Section 1- Classes of Members

The Corporation shall have four types of members. The designation of such types and the qualification of the members shall be as follows:

- (a) Regular Members: All Muslims of over eighteen years of age who wish to join and actively participate in the center activities shall be eligible to be members of the Corporation. Regular members shall be either permanent residents, citizens of the USA or carry a legal work visa and have maintained residency in Lubbock County as Associate members for at least one year.
- (b) Associate members: New members arriving in Lubbock who will have all rights as regular members except voting and running for office.

- (c) Student members: Students who do not satisfy the regular member requirements and rights but wish to participate in the activities of the Corporation, including its membership.
- (d) Honorary Members: Persons who, in the judgment and discretion of the Board of Directors and Executive Council, have rendered an outstanding contribution to the purposes of this Corporation. These will be selected without regard to their religious affiliation.

Section 2- Elections of Members

All types of members shall be approved by the executive council of the Islamic center. A simple majority of the executive council members present shall be required for approval. In the event the Executive Council rejects any application it will have to state its reason for doing so in writing to the applicant. A rejected applicant can appeal to the Board of Directors.

Section 3- Voting Rights

Only regular members will be eligible to vote. Each member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 4-Termination of Membership

The Executive Council, by affirmative vote of two-thirds of all the members, may suspend or expel a member for cause after an appropriate hearing, and may, by two-thirds vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership. The terminated member may appeal to the Board of Directors.

Section 5-Resignation

Any member may resign by filling a written resignation with the Secretary.

Section 6-Reinstatement

Upon written request of membership application signed by a former member and filled with the Secretary, the Executive Council may, by the affirmative vote of two-thirds of the members of the Executive Council present, reinstate such former member to membership upon such terms as the Council may deem appropriate.

Section 7- Transfer of Membership

Membership in this Corporation is not transferable or assignable.

Article V-MEETINGS OF MEMBERS

Section 1- Annual Meeting

An annual business meeting of the members shall be held each year on the second Saturday of the month of September and transactions of such other business as may come before the meeting.

Section 2- Special Meeting

Special meetings of the members may be called by the Board of Directors and at the recommendation of the executive council or not less than two third of the members having voting rights.

Section 3- Place of Meeting

The Executive Council, with the approval of the Board of Directors, will designate the place and time of annual or any special members meeting. If no designation is made the place of the meeting shall be the registered office the Corporation in the State of Texas, and in such meeting any corporate action may be taken.

Section 4- Notice of Meeting

Notice stating the place, day and hour of any meeting of members shall be announced and posted at the Islamic Center and may be sent by E mail to members entitled to vote at such meeting. The notice shall be issued not less than ten days before the date of such meeting by the executive council. Each member shall supply the executive council with a current E mail address.

Section 5- Quorum

The members holding 50% of voting will constitute a quorum. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting without further notice. Another meeting should be scheduled by the Executive Council in accordance with Article V of the Bylaws

ARTICLE VI – BOARD OF DIRECTORS

Section 1- General Powers

All final decisions pertaining to the affairs of the Corporation shall be the responsibility of Board of Directors.

Section 2- Number, Tenure and Qualifications

The number of Directors shall be 5. Two founding Directors will be permanent. The other three will be selected. Directors shall be regular members of the Corporation. Directors shall be citizens of the USA and Lubbock County residents for at least 5 years at the time of their selection. Each newly elected director shall hold office for three year renewable term. The Board of Directors will select successors to the retiring Directors from a list of nominees provided by the Executive Council. The number of nominees should be twice the number of vacancies on the Board. Nomination to the Board of the Directors may also be made by any regular member seven days before the meeting in writing to the Executive Council.

Section 3- Regular Meetings

A regular meeting of the Board of Directors shall be held once every six months.

Section 4- Special meetings

Special meeting of the Board of Directors may be called at the request of the Chairman or the majority of Directors.

Section 5- Notice of Meetings

Notice of any meeting of the Board of Directors shall be given at least 7 days before, by phone, E mail or in writing. Neither the business to be transacted at, nor the purpose of any regular or special meeting needs to be specified in the notice.

Section 6- Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. However, if less than the majority of the Directors are present, those present may decide to adjourn the meeting until an agreed upon future date.

Section 7- Removal

Any member of the Board of Directors who fails to fulfill his duties or abide by the Bylaws and the purpose of the Corporation can be removed by unanimous vote by the rest of the Board members

Section 8- Vacancies

Any vacancy occurring in the Board of Directors or any Directorship to be filled by reason of any increase in the number of Directors shall be done according to Article VI, Section 2 of the Bylaws. A director selected to fill a vacancy shall be selected for the unexpired term of his predecessor in office.

Section 9- Chairman of the Board

The chairman shall be elected each year by the Board of Directors from among themselves. The chairman's term may be renewable. The chairman shall preside over all the Board of Directors meetings.

Section 10- Committees of Directors

The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate one or more offices or committees, to exercise the authority of the Board of Directors in the management of the Corporation; but the designation of such committees and the delegation thereto of authority, shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him by law.

Section 11-Compensation

Directors as such shall not receive any stated salaries for their services.

ARTICLE VII - EXECUTIVE COUNCIL

The Executive Council will run the daily affairs of the Islamic Center and form any committee to assist it in the conduct of its duties.

Section 1- Number and Officers

The Executive Council shall have a total of ten members out of which seven will be elected and the rest will be the following: an appointed Imam, a designated member of the Board of Directors (who will be the treasurer) and a student representing the Muslim students in the Lubbock area. The officers of the Executive Council shall be a president, a vice president, a secretary, a treasurer and such other officers as deemed desirable by the Executive Council. The election process must be conducted in a way to guarantee that at least two elected members of the Executive Council are always woman. The two women

candidates receiving the highest number of votes among all the women candidates shall be such members regardless of their overall position in the election.

Section 2- Term of Office

Seven of the Executive Council members shall be elected for a two-year term by the general members.

Section 3- Removal

Any member of the executive council may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the rights, if any, of the person so removed. This will be done after obtaining testimony from other members of the Executive Council.

Section 4- Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors after consultation with the Executive Council for the unexpired portion of the term. If such vacancies involve four of the elected members, a special election should be held to elect seven new members.

Section 5- Officers

A. The President shall be responsible for:

1. The general management of all activities of the Islamic Center under the supervision of the Board of Directors
2. Directing and coordinating of all the activities of the Center.
3. Calling and presiding over meetings of the Executive Council and Membership meetings except for the election of Executive Council.
4. Presenting reports on the state of the Center with the help of the Board of Directors to the general membership and in any news letter.
5. Being the spokesman, representative and correspondent for the Center in external activities.
6. Representing the Executive Council to the Board of Directors
7. Delegating some of these responsibilities to any member of the Executive Council

B. The Vice-President shall be responsible for:

1. Carrying out the management of the activities in the center, in the absence of the President.
2. Assisting the president.
3. Temporarily assuming the functions of the president, if requested by him or in the incapacitation or removal of the president may assume presidency for the remaining period of his term.

C. The Secretary shall be responsible for:

1. Preparing, circulating, posting within thirty days and maintaining the minutes of all the Executive Council and General Body meetings.
2. Preparing the agenda for and sending notification of such meetings.
3. Maintaining a current list of the names, addresses and demographics of all members, volunteers, employees and contract workers of the Islamic center.
4. Presiding over the Executive Council meetings when both the President and Vice President are absent.
5. Presenting before each Executive Council and General Body meetings the minutes of previous meetings for approval.
6. Posting on the bulletin board of the Center the list of the names of members eligible to vote thirty days before general body meeting.

D. The Treasurer shall be responsible for:

1. Maintaining the record of all the financial transactions of the Corporation. He shall be responsible for the systematic up keep of financial records and banking reconciliation.
2. Collecting and depositing all funds received on behalf of the Corporation.
3. Signing all checks on behalf of the Corporation.
4. Obtaining Board approval for any transactions exceeding \$5,000(Five Thousand Dollars)
5. Preparing an annual budget for the Board of Directors, Executive Council and the General Body meeting.
6. Presenting a quarterly financial statement to the Board of Directors and Executive Council.

Section 9- Imam

The Imam shall be appointed by the Board of Directors on the recommendation of the Executive Council and consultation of the regular voting members. The Imam shall conduct and supervise all religious and cultural, educational functions. The Imam will be responsible to the Board of Directors.

Section 10- Compensation

All activities performed and offices occupied for and in the Islamic Center are on volunteer basis unless decided otherwise by the Board of Directors.

ARTICLE VIII- COMMITTEES

The Executive Council may form as many committees it deems necessary to facilitate its functions, improve and encourage volunteerism and participation.

ARTICLE IX- CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1-Contracts

The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized in these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances, provided it does not exceed \$5,000.00(Five Thousand Dollars) which would require the approval of the board.

Section 2- Checks, Drafts, Etc.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation, and in such manner as shall from time to time be determined by resolution of the Board of Directors, In the absence of such determination by the Board of Directors, such instruments shall be signed by the treasurer or an assistant treasurer and countersigned by the president or vice president of the Corporation.

Section 3- Deposits

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4- Gifts

The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

ARTICLE X- CERTIFIACTES OF MEMBERSHIP

Section 1-Certificates of Membership

The Executive Council with the approval of the Board of Directors may provide for the issuance of certificates evidencing membership in the Corporation which shall be in such form as may be determined by the Council. Such certificate shall be signed by the president or a vice president and by the secretary and shall be sealed with the seal of the Corporation. All certificates evidencing membership of any type shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the Corporation. If any certificate shall become lost, mutilated or destroyed a new certificate may be issued therefore upon such terms and conditions as the Board of Directors may determine.

Section 2- Issuance of Membership I.D.

When a member has been elected, a membership ID may be issued in his name and delivered to him by the secretary, if the Board of Directors shall have provided for the issuance of certificates of membership under the provisions of Section 1 of this article.

ARTICLE XI- BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account, and shall also keep minutes of the proceedings of its members, Board of Directors, Executive Council and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the member entitled to vote. All books and records of the Corporation may be inspected by any member, for any proper purpose at any reasonable time after a written request and approval of the Executive Committee. A report prepared by the treasurer or auditors appointed by the Board of Directors each year will be presented to the annual general body meeting.

ARTICLE XII- FISCAL YEAR

The fiscal year of the Corporation shall begin the first day of April and end the last day of March in each year

ARTICLE XIII- MEMBERSHIP DUES

The Board of Directors in consultation with the Executive Council may determine from time to time the amount of initiation fee, if any, and annual dues payable to the Corporation by members of each class.

ARTICLE XIV- WAIVER OF NOTICE

Whenever any notice whatever is required to be given under the provisions of the Nonprofit Corporation Act of Texas or under the provisions of the articles of incorporation or by the Bylaws of the Corporation a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Article XV- DISSOLUTION AND RELOCATION

In the event of liquidation or dissolution, all assets are to be transferred to an Islamic mosque in the State of Texas that is a tax-exempt organization, under the tax laws of the United States, enjoying the same status and pursuing the same goals and purposes as per Article II of these Bylaws. Liquidation or dissolution of the Corporation will be decided by four out of five members of the Board of Directors and 75% of the voting members present in special meeting called for such matter provided a notice of such meeting is given 30 days prior to that meeting in accordance to these Bylaws. In the event of possible relocation of the main mosque building and its facilities to a different site within the Lubbock County, such decision shall be made by the majority of the Board of Directors and 50% of the voting members present in annual meeting of the general assembly or a special meeting called for such matter provided a notice is given for such meeting 30 days prior to meeting in accordance to the Bylaws.

ARTICLE XVI –AMENDMENTS TO BYLAWS

The Bylaws may be altered, amended, or repealed and new Bylaws adopted by a majority of the Board of Directors and two-thirds majority of the total eligible members of the Corporation, voting in person or by proxy in a following general assembly, provided that notice of the general assembly is given 30 days prior to that meeting in the accordance with these Bylaws, and accompanies a proxy form stating the exact nature of the amendment sought or intent to repeal or to adopt new Bylaws.

ARTICLE XVII - MISCELLANEOUS PROVISIONS

Legal Construction. To the greatest extent possible, these By-laws shall be construed to conform to all legal requirements. If any by-law provision is held invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability will not affect any other provision, and the by-laws will be construed as if they had not included the invalid, illegal, or unenforceable provision. Any matter relevant to the Corporation at present or at a future date that is not clearly specified in the Bylaws shall be addressed by the Executive Council if deemed necessary to address.

The above and foregoing Bylaws of THE ISLAMIC CENTER OF THE SOUTH PLAINS, INC., were unanimously adopted by all of the directors present at the Islamic Center of South Plains Lubbock, Texas on the 5th day of April, 2005.

President

Attest:

Secretary