

**IN THE NAME OF ALLAH
THE MOST GRACIOUS THE MOST MERCIFUL**

**ISLAMIC
EDUCATION & SERVICES
INSTITUTE**

**CONSTITUTION
&
By-Laws**

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CHAPTER 1: THE INSTITUTION NAME & GOALS

Section 1: The Institution's Name

This institution will be called The Islamic Education & Services Institute. It is established as a nonprofit, non political, religious organization, located in The Greater Chattanooga area, TN. The abbreviated name shall be IESI.

Section 2: Code Of Conduct:

- We, the Muslims of The Greater Chattanooga area - Tennessee, accept Islam as a total way of life and pledge to endeavor practicing it as such. We do hereby adopt and give ourselves this constitution.
- All the affairs of the IESI shall be handled through Counseling, voting, discipline, and organization.
- The IESI shall engage itself only in such activities that comply with Islam and the Islamic principals.
- The IESI shall engage itself only in such activities that comply with the State of Tennessee and the United States Federal laws.
- This Institute is open to every Muslim who says (I bare witness that there is no God but Allah, and I bear witness that Mohammed is his messenger). Thus there will be no division in the community due to the different schools of thought that Muslims follow; arguments about the differences among these schools are strictly prohibited in this Institute.
- IESI stands firm against all ideas that are based on nationalism, sexism, racism, or ethnical beliefs.
- The institute shall be established as a non-political institute.
- The IESI will follow the opinion of the majority of the Islamic School of thoughts and will not favor any particular one.
- On all religious controversial issues the IESI will seek the opinion of three or more prominent scholars selected by the Board of Trustees, the scholar must at least hold an Islamic Fiqh degree and reside in the west. The IESI shall not take a stand against any activity that has been described by any of the appointed scholars as allowed.
- Males & Females are equally responsible to actively energize and lead the IESI activities within the frame of Islam.

Section 3: The Institute Goals

The purpose of the IESI shall be to serve the best interests of Islam and the Muslims in The Greater Chattanooga area in particular and the united states of America in general by:

1. Providing and developing Educational, social, charitable, spiritual, cultural, and religious services, events, counseling, and programs to serve the Muslims community in The Greater Chattanooga area under the shade of the Islamic teachings.
2. Working on constructing, owning, establishing, and managing the facilities needed to better provide the objectives and services stated above.
3. Teaching the principles, beliefs, and practices of Islam to the Muslims.
4. Firmly planting the Islamic teachings and behavior in the hearts of the children and youth through education, teaching, and example.

5. Promoting unity and joint actions among the Muslims in general, and in The Greater Chattanooga area specifically.
6. Representing and serving the interest of Muslims in The Greater Chattanooga area, locally and nationally.
7. Respecting the religious and cultural beliefs of others, promoting friendly relationships between Muslims and non-Muslims, and working on spreading education and knowledge about Islam among non Muslims in every way possible..

Section 4: The Institution Office & Address

- The principal office for the transaction of activities and services of this institute shall be located at:
P.o.box 28143
Chattanooga, TN 37421
- The Institute may also have offices and activities at such other places as its activities and services may require and as the Board may designate from time to time.

Section 5: Registration and Legal paper.

A member from the Board of Trustees and / or a designated officer by the Board of Trustees (a Registered Agent) shall make sure that all legal papers related to the community's legal status are kept up to date, including but not limited to: Registration in the State of Tennessee as a non profit organization, with the IRS as a 501C tax exempt organization, and with the state of Tennessee treasurer for sales tax exempt status. This person shall act as a contact person and a person in charge to insure such compliance.

Section 6: Affiliation:

- The Islamic Education & Services Institute has no affiliation with any other organization at the time this constitution was put forth.
- Any future affiliations must be approved by the Board of Trustees and must have clear objectives and code of conduct.

Section 7: Language:

English shall be the official language for all communications in the institute. Other languages may be used to conduct religious services and certain meetings as the institute activities may require.

CHAPTER 2: MEMBERSHIP

Section 1: The Community General Members

- The Community consists of every Muslim, especially in The Greater Chattanooga area, who bares witness that Islam is his religion. Every member in the community has the right, and is encouraged to attend and join any service, event, or activity the IESI offers, and has the right to ask about all community matters and social events within the guidelines of this constitution and the activities rules.
- Furthermore, every member has the right to use our facilities within the facility usage rules, and has the right to enroll in any paid service we offer including, but not limited to, the school, only after paying the required fees.
- General members can receive communications, publications and updates about the IESI, by mail or email if they elect to.

Section 2: The Active Members (with election rights)

I. General Rules & Purpose:

- Your membership provides us with the ability to reach our goals, and build a better future for our children. Together we can shape a better future for the Muslims in The Greater Chattanooga area.
- All members and non-members are strongly encouraged to participate in activities of the IESI. Their suggestions and feedback are welcomed at any time.
- Non members are not excluded from any activity BUT what is outlined in the privileges section below.
- The active membership shall consist of members who satisfy the membership requirements and agree to abide by the constitution.
- An active member is any Muslim, male or female, who meets the active membership requirements, and who is willing to work towards accomplishing the IESI's goals.
- All legal dependents including children, live in parents, and live in "in laws" shall be considered members with a full paid family membership, BUT their names must be submitted with the original or renewal application.
- Our individual members are free to belong or not belong to any other organization, and are free in their political affiliations as long as it does not interfere, conflict, or clash with the goals of the institute.

II. Active Membership Requirements:

1. Must be a Muslim.
2. Non Muslim spouses of the registered members may become honorable (non-voting) members.
3. Must be ready to fully follow and abide by the constitution and the Boards' decisions, and must belief in the goals of the IESI.
4. Must be 16 years or older.
5. Must fill and submit the membership form.

6. Must pay the membership dues in full on time.

III. Privileges:

1. Members for a consecutive (continuous and current) 3 months, and who are at least 16 years old have full and exclusive voting rights in any election, active members meeting, or vote.
2. Only members for a consecutive (continuous and current) 6 months or longer, and who are at least 18 years old are eligible to seek election and hold office.
3. Advance notice on most major activities when possible.
4. The right to attend Board meetings as an attendant person upon a written request and its approval (no voting or discussion rights).
5. The exclusive right to vote on issues brought to any general IESI meeting.
6. Free Islamic Hijri calendar each year when possible.
7. Free financial statement about the Islamic center upon request.
8. Monthly, quarterly, or annually communication about the institute's updates and news when possible.

IV. Fees:

- The fee must be structured as follow:
 - \$50 a month for families.
 - \$25 a month for individual members.
 - \$25 a month for families with one or both spouses as full time student(s).
- Membership fees must be paid on a semi annual, annual, or monthly basis through the method selected on the membership application form.
- Fees must be paid to the organization and can not be substituted by providing services.
- Fees may be reduced for people with financial hardship; such a decision must be made by the Board of Director's two-thirds majority.
- Membership dues shall not be increased by more than twenty-five percent in one year and can not be decreased.
- All membership fees paid to the IESI are not refundable for any reason.

V. Termination & Withdrawal:

- Withdrawal from membership may be voluntary or may be decreed for failure to continue to satisfy the membership requirements.
- Membership in the IESI may be automatically terminated by the Board for any of the following reasons (A simple majority vote of the Board of Directors may be required for such an action.):
 1. If membership dues, or any part thereof, remain unpaid without proper justification for 60 days. This automatic termination is final. However, the terminated member may apply for new membership.
 2. Any member, who is proven to participate directly or indirectly in harming Muslims, or undermining the mission, the goals, or the objectives of the IESI.
 3. Any member who has been convicted of any felony, crime or offense in a US federal, state, or county court.

4. If the person has made intentional efforts to discredit, tarnish and/or defame the Quran, or Islam.
- An inactive/terminated member may remain on the mailing/email list until he/she requests to be removed.

VI. Reinstatement:

- Any member whose membership has been terminated can reestablish his/her membership after fulfilling the membership requirements again, by submitting the membership form with the appropriate fees including the overdue fees within 30 days of termination, otherwise a new membership application will be required, and the new applicant will be considered a new member.
- Members who were terminated for reasons other than the fees must be approved by the Board of Directors before their re-application is acceptable.

Section 3: Honorable Members

Honorable members are picked up by the Board of Directors or the Board of Trustees to provide certain services to the IESI, they have no voting rights, nor do they have to meet the membership requirements or pay the fees.

CHAPTER 3: ORGANIZATION

Section 1: General View:

The institute shall consist of the following structures:

1. The Board of Trustees:
2. The Officers.
3. The Committees
4. The active members
5. The general body

Section 2: The Board of Trustees:

I. Introduction & Rules:

- The Board of Trustees consists of those who established the institute and those who were involved when this constitution was put forth. The Board of Trustees current members are:
 1. Abdourahman Kattih
 2. Hiba Asfari
- The Board of Trustees should have a minimum of 2 members, and a maximum of 10 members.
- The members of the Board of Trustees may become members of the Board of Directors.
- Each Board of Trustees member is required to contribute a minimum of \$50 each month to the IESI.

II. Appointment/Election:

- The Board of Trustees is internally renewed. If the Board were to lose a member, a replacement may be elected by a vote of ALL the Board of Trustees.
- The appointed/nominated member must possess the following criteria:
 - (1) He/she must be an active member with the IESI for at least 12 month.
 - (2) He/she must submit a request to become a member in writing with his/her reasons and qualifications.

III. Duties and Power:

1. Supervising the over all institute's track, finance, and improvements, and making sure its stays on track with its goals and the Islamic direction. **The Board of Trustees has the right and power to interfere in anyway.**
2. Supervising all elections.
3. Supervising the Board of Directors decisions. The Board of Trustees has the right to void any decision made by the Board of Directors by a two-thirds vote if it conflicts with the institute's direction.
4. Supervising and enforcing the implementation of this constitution.
5. Taking care of keeping all legal documents with the state of Tennessee and the IRS up to date.
6. Supervising and approving all aspects of the IESI expansion.

IV. Meetings & Votes:

See Chapter 6: section 2.

V. Termination:

- The Board members can decree by a majority of ALL the rest of the members to terminate a member if a he/she fails to pay his/her fees, violates the terms of membership, or any other reason determine to be valid by the Board of Trustees.
- Once a member is terminated from the Board of Trustees, the member can not be part of the Board of Trustees for at least a year.

Section 3: The Officers

I. Basic Rules:

- **Number of Directors:** The Board of Directors consists of 2 to 7 male and female members. The Board of Directors by a majority of two-thirds can decide to increase or decrease the number within these limits before the next election.
- They must be elected from among the active members through the election process.
- Their positions will include President, Vice president, Secretary, Treasurer, and Director of Public affairs.
- The IESI may invite any person to a IESI meeting in order to know the history of past decisions and/or seek their views on the items on the agenda of the meeting. However, none of the invitees shall have a right to vote on any decision.
- The Imam may be a non voting member in the Board of Directors.
- The Board's decisions are made based on **at least** the simple majority unless otherwise specified in this constitution or determined by them.
- If the Board of Directors equally split in their vote on any matter, the president's vote prevails in that matter.
- The individual positions within the Board are decided by the Board members themselves.

II. Term of Office:

- The term of office for the Directors shall be 2 years, staggered in such a way that new Directors are elected or re-elected each year.
- Terms shall commence on 2nd Hijri month "Muharram" following the election, and each Director shall serve for the term specified and until his/her successor has been duly elected and qualified.
- No one who has served as a Director for 6 years continuously is eligible for re-election for a period of one year.

III. Compensation of the Board of Directors:

- The Directors shall not receive any stated salary for their services, but by resolution of the Board of Directors a fixed sum of expenses of attendance, if any, may be allowed for attendance at any meeting of the Board; but nothing herein shall preclude any Director from serving the corporation in any other capacity and receiving compensation therefore.
- All matters related to the compensation paid by the corporation to employees, officers, and Directors shall be determined by action of the Board of Directors.

IV. Duties & Responsibilities of the Board of Directors

1. General Guidelines:

All the assigned and non assigned responsibilities and duties listed below are not final. The Board of Directors can and may change or add to those duties and responsibilities, they may also change their assignments to a different Board member or a non Board member as they see fit through their Board meetings.

All members of the Board, individually and collectively, shall endeavor to implement aims and purposes of the IESI. Towards this end they shall be responsible for, but shall not be limited to:

1. Setting internal and external policies and priorities for the IESI in the light of Quran and Sunnah, the Constitution, the US laws, and contemporary needs.
2. Overseeing the general activities of the IESI to ensure that they are within the framework of the Constitution.
3. Finding ways and means of raising funds for the maintenance and the expansion of the Islamic Center.
4. Managing the financial aspects of the IESI.
5. Consulting religious scholars when differences among members arise on the religious matters as described in this constitution Chapter 1: Section II.
6. Conducting outreach activities, such as participation in interfaith meetings, Dawah in prisons, and building relations with City, State, and Law Enforcement Agencies.
7. Appointing Functional Committees and acting on their recommendations.
8. Appointing full-time or part-time staff and supervising their work.
9. Maintaining the office and record keeping of the IESI.
10. Abiding by all IESI decisions.
11. Conflict management among the community I general and the active members.

2. The President Duties & Responsibilities

The President shall be responsible for:

- Calling and presiding over Board Of Directors meetings and General Body Meetings.
- Directing and coordinating all the activities of the IESI to achieve the purpose of the IESI.
- Being the official representative and correspondent for IESI activities, and for interactions with Islamic, local, City, State, and Law Enforcement Agencies, etc.
- Appointing and assigning work to Board Members, with the Board's approval.
- Temporarily assuming the responsibilities of Associate Committees if posts of the Head of Associate Committee become vacant.
- Establishing an efficient link between the Center and active Islamic Institutes in North America.

- He has to sign off on all the decisions taken by the Board of Directors.

The President is not permitted to give his decision on any matter until it has been discussed and voted on by the other members in the Board of Directors. Furthermore, he is not permitted to make any decisions without consulting the rest of the Board of Directors members whether verbally or in writing. All decisions made must be written down, signed, and filed in the next Board meeting minutes.

3. The Vice President Duties & Responsibilities

- The Vice President has the President's duties in his absence; and he is obligated to accomplish all the tasks assigned to him by the President.
- All aspects of the maintenance of the IESI facilities.

4. The Secretary Duties & Responsibilities

- The Secretary must keep a log of all the Board of Directors Meeting Minutes and record all decisions made during those meetings.
- Keeping records of all activities, membership, forms, meetings, and items concerning the IESI.
- The Secretary is responsible for the suggestion box and he is to be the recipient of all suggestions and complaints from the community members.
- The Secretary is also responsible for preparing a timetable schedule for the Board of Directors meetings and distributing this schedule to the Board members prior to the meeting in writing.

5. The Treasurer Duties

- The Treasurer is responsible for all money matters and he is to sign all checks under the financial guidelines.
- The Treasurer receives and deposits all donations. It is his duty to collect and count the money dropped in the donation box in the presence of another active member, the amount and the donor's name is then recorded and deposited.
- Communicating the financial information to the IESI accountant.
- Providing a monthly financial statement and distributing it through the public affair Director to the active members.
- Sending an annual tax letter to all donors with their donation total for tax purpose.

6. The Director of Public Affairs Duties & Responsibilities

- The Director of Social Events is responsible for arranging all parties, picnics, weddings, and festivals which the IESI conducts.
- (S)He is responsible for all communication with the community members.

7. The Imam's Duties & Responsibilities

See chapter 7: section 1.

V. Action by consent/phone/email:

The Directors without a meeting can make Board's actions if the majority of the voting Directors sign or verbally approve then sign a written consent to the action, such consents must be filed with the next Board meeting minutes.

The Directors without a meeting can make Board actions if the majority of the voting Directors send an emailed consent to the action, such consents must be filed with the next Board meeting minutes.

VI. Accountability:

- The IESI shall call at least one General Body meeting in a year to give an update of its activities, and keep the active members up to date. In addition, a quarterly report shall be available to all active members when possible.
- Active members have the right to ask any questions about the IESI activities, and bring any concerns or suggestions they might have to the Board.

VII. Vacancies:

- If one of the Board of Directors positions becomes available for any reason, it is the Board of Director's duty to nominate and appoint a replacement from the active members who qualify to a regular election, for the remainder of the term.
- Nomination should be by a simple majority vote and election of the nominee should be by a two-thirds majority vote of the Board of Directors.
- If two nominees fail to win the Board's majority, or if the Board can not decide on a nominee, the active members shall elect a replacement through an election.
- The process to fill vacancies through election should be the same as the process of electing new officers.

VIII. Board of Directors Meetings

See Chapter 6: Section 3.

IX. Termination from the Board:

- If any member of Board is not able to perform according to constitution, losses his/her membership for any reason, or fails to attend three Board meetings with no valid excuse, the IESI Board with a two-thirds majority vote will terminate him/her from his/her position.
- The active members can with a written petition signed by two-thirds majority revoke any Board of Director's position and terminate that person from the Board.
- By an executive decision from the Board of Trustees.

X. Resignation:

Any Board member may resign by filing a written resignation notice with the Board either in person, or by mail. Such resignation shall become effective fifteen (15) days from the day of

the receipt of the resignation. If an assignment or employment contract existed, then the terms and conditions of the contract will be enforced until expired.

XI. Dissolution of the Board of Directors:

The Board of Directors can be dissolved in any of the following situations:

- 1- Upon the end of the Board term and the election of a new Board.
- 2- With a petition signed by two-thirds of the active members who have the right to vote and submitted to the Board of Trustees.
- 3- By an executive decision from the Board of Trustees.

XII. Temporary Board of Directors:

The Board of Trustees has the right to appoint a Temporary Board Of Directors in the following situations:

1. Transitional period.
2. Upon establishing the institute.

This Board is appointed and must perform according to this constitution till its term is over.

Section 4: Sub Committees:

I. General Rules:

- The Board of Directors can assign several sub-committees and their managers to perform tasks, which would aid in the achievement of the goals of the community.
- The assignment and tenure given to the sub Committee shall be precisely defined in a decree from the Board of Director to the sub Committee. The rights and limitations shall be defined in such decree and must be available to the active members to review.
- The Board of Directors assigns these sub-committees and their president. The sub-committees are responsible for their assignments and must report their progress and financial status to the Board of Directors on a monthly basis.
- Unless otherwise stated any Committee shall have the right to have its own Board and work structure, and shall be allowed to continue its work uninterrupted until it is resolved by the Board of Directors or the completion of the assignment for which it was formed.
- Any complaint against a sub committee must be handled by the sub committee unless submitted to the Board of Directors directly.

II. Chattanooga Cultural Academy:

- Chattanooga Cultural Academy is committee being put forth to manage all aspects and affair of the full time Montessori school.
- It has a full and exclusive right to set its own rules, bylaws, procedures, and policies. It has the right to have its own bank account under the umbrella of the corporation financial guidelines.
- This committee has to report to the Board of Trustees with their financial status and work.

- The president of the Chattanooga Cultural Academy is appointed by the Board of Trustees, and may be considered a non voting member of the Board of Directors, if he/she wishes to be.

CHAPTER 4: FINANCE:

Section 1: Donations & Income

- The active member's dues are considered a general fund.
- All donations are considered a general fund income unless otherwise specified by the donor.
- The IESI may accept unconditional contributions in any form, and from any source consistent with the purposes and goals of the IESI, and state and federal laws.
- All donations shall be logged as soon possible with the name of the donor, the date, and the amount donated. A letter with the person's total donations should be mailed to the person at least once a year.

Section 2: Types of Accounts

The Center shall maintain at least the following separate accounts:

1. General funds Account: This is a bank account for the IESI general expenses. This account is supplied with funds from the general income sources, donations, and membership fees.
2. Additional Accounts: The Center can have other separate accounts to deal with charity, school, and any other community service or sub committee.

Section 3: Handling Funds Policy

I. General Rules:

- Unless otherwise authorized, all bank transactions must be done by check regardless of what the amount is.
- All funds collected for a specific cause shall be used for that cause unless a two-thirds majority vote of the IESI Board authorizes its use for a different purpose within the goals and objectives of the IESI.
- For each additional account opened including sub-committee accounts, the Board of Directors can assign an officer to manage that account, the officer must report his financial decisions, income, and expenses, on a monthly basis to the Board of Directors, and he/she must follow the general rules for handling money stated in this section.
- The treasurer or any other designated officer must record all their activities, and must present a monthly expense and income report to the Board of Directors.

II. Allocation of funds:

Money can be allocated between accounts upon a decision from the Board of Directors.

III. Authorizations of Withdrawals:

- The treasurer or a designated officer from the Board of Directors must sign all check issued up to \$1000 value.

- All checks over \$1000 from all accounts must be pre approved by the Board of Directors, documented in the next Board meeting minutes, and must be signed by both the treasurer and the president.

IV. Compensation:

- All compensation must be pre approved by the Board of Directors and recorded in the meeting minutes.
- A contract is needed for any recurring compensation.

V. Investments:

The Board of Directors may invest the idle cash of the IESI in Islamic investments, the cash must have been idle for at least a year and investments shall not exceed %50 of the total idle cash, such action must be approved by two thirds of the board members.

Section 4: Auditors & Accountants:

- The IESI Board can appoint one or more active members of the IESI, or a special professional auditor, as auditors for the IESI accounts; the appointed members must have the basic knowledge and understanding of accounting. The auditor(s) shall audit the IESI account(s) and submit a report to the Board.
- All records of financial activities for all accounts handled by the IESI and all its sub committees must be submitted and reviewed by a professional accountant at least twice a year, for legal compliance purposes, and to issue a professional financial statement, and organize the financial records in a legally acceptable, and accessible manner.

Section 5: Disclosure of financial information:

- Any active members have the right to review financial statements on a quarterly basis.
- The Board of Directors or the treasurer must announce or send a copy of a financial report to all active members at least once a year.
- Any United States government legal or financial entity shall have the right to review the IESI financial data when needed and approved by the Board of Directors or ordered by a court order.

Section 6: Restricted Activities:

- No part of the net earnings of the IESI shall inure to the benefit of, or be distributed to its officers, Directors or other private persons, except that the IESI shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this constitution.
- The IESI shall not make any contribution or gift to any organization, which is not registered in the USA as a non profit organization.
- No substantial part of the activities of the IESI shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the IESI shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

- Notwithstanding any other provision of these articles, the IESI shall not carry on any other activities not permitted to be carried on (A) by a corporation exempt from the Federal Income Tax under Section 501(C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(C)(2) of the Internal Revenue Code of 1954, or the corresponding section of any future United States federal tax code.

CHAPTER 5: ELECTIONS

Section 1: Board of Trustees' Election:

See Chapter 3: Section 2: Article IV.

Section 2: Board of Directors Election:

I. General Guidelines:

- The Board of Directors consists of a minimum of 2 members and a maximum of 7 members, the Board of Directors by a majority of two-thirds can decide to increase or decrease the number within these limits.
- The term of office for the Directors shall be 2 years, staggered in such a way that new Directors are elected or re-elected each year.
- Terms shall commence on 2nd Hijri month "Muharram" following the election, and each Director shall serve for the term specified and until is/her successor has been duly elected and qualified.
- No one who has served as a Director for 6 years continuously is eligible for re-election for a period of one year.
- The Board of Directors members can not be compensated directly or indirectly for their services on the Board of Directors. It must be stated prior to any nominations that no elected officials will be compensated for his time and services.

II. Election Committee

- The elections shall be conducted by an Election Committee comprising of two or more active members of IESI, who must not be candidates for the election, appointed by the Board of Trustees by two-thirds majority.
- The election committee shall be formed 30 days before the time of election; the election committee will be supervised by a designated Board of trustee's member.
- The election committee members shall not campaign in favor of or against any candidate.

Committee's Duties:

1. The Election Committee shall meet at least once before the election date in order to prepare for the election, design the ballots, prepare the ballot box, and fine-tune the details of the election process.
2. A list of the active members (those eligible to vote) shall be prepared prior to the date of the election, and must be posted and/or distributed. And each member on the list must be contacted and informed of the election.
3. To announce the dates and deadlines for nominations and elections through the President.
4. Review, confirm, and validate nominations and inform the nominees of their acceptance or rejection.
5. To run the election.

6. To add the votes and to announce the election winners to the community.

III. Time of Election

- The elections to elect the Board of Directors shall be held each two years on the beginning of the Hijri year.
- The election to elect the Board of Director's replacements when needed shall be held whenever needed.

IV. Announcement of Elections

- The exact date, time, and place of elections shall be announced at least 30 days before elections by on site announcement, mail or email to all active members eligible to vote and/or nominate themselves.
- All regular active members who qualify to vote must be informed of the election by the appropriate means.

V. Nomination

1. **Nomination Requirements:** The nominators as well as the nominees shall be "active" members for at least 6 month, as of their nomination date.
2. The election committee must confirm the nominee wish to be nominated.
3. **Nomination Deadline:** The nomination for the elections must reach the Elections Committee two weeks before the specified time for elections.
4. The Board of Directors or the Board of Trustees can dismiss any nominee if a valid reason exists. This can be done by a request for dismissal from the Board of Directors or by a vote of two-thirds from the Board of Trustees.
5. Each active member can nominate up to two candidates for the positions.
6. If there are not enough nominees, the Board of Directors can select additional nominees from those who have the right to nominate themselves.
7. The current members in the Board of Directors are nominated automatically unless they request not to, or they have been members for continuous 6 years or more.

VI. Voting & Quorum

- To be eligible to vote, one has to be an active member of the IESI for at least 90 days prior to the Election Day.
- A quorum shall consist of twenty five percent (25%) of the total number of active members at the IESI.
- Written Proxies are allowed. All proxies must be in writing and signed by the absentee.

VII. The Election

1. The election committee must validate each voter's right to vote before passing on a ballot to them
2. Each active member will vote for the number of Member positions determined by the Board.

3. The election process shall be held by secret ballots.
4. All decisions are consultative and are taken by most votes among the attendees. The number of winners is equal to the number of Board members needed based on the previous Board's decision.
5. Sealed ballots shall only be opened in the presence of the whole Election Committee and a representative from the Board.
6. Ballots shall be counted immediately and the results shall be announced within 24 hours.
7. The members in the Board of Directors members are elected without assigning any member titles. The elected members can then assign the titles among themselves.
8. The election committee must keep records of the number of votes for each candidate on file at the Center's office, but all ballots shall be destroyed. These records must be filed with the next Board Of Trustees Meeting minutes.

VIII. Vacancies:

See Chapter 3: section 3: VI.

Section 3: Sub Committee Elections:

- ✓ Unless otherwise stated, the presidents of all sub-committees are appointed by the Board of Directors.
- ✓ The Board of Directors can give any sub committee the right to have their own Board, bylaws, and election.
- ✓ All sub committee election and actions must be supervised by the Board of Directors.

Planned Sub-committees:

1. Education Sub committee
2. DAWA sub committee
3. Election sub committee
4. Social activities sub committee
5. Maintenance sub committee

CHAPTER 6: MEETINGS

Section 1: Meetings in general:

1. Unless otherwise stated, all meetings at a IESI facility must be pre authorized by at least two members of the Board of Directors.
2. Unless otherwise stated, presence of one half of the members of any committee, council or body of the Islamic Center shall fulfill the quorum requirements.
3. Unless otherwise stated, the decisions shall be made by simple majority vote of the members present at the meeting.
4. All official meetings officers are required to submit their meetings minutes to be reviewed by the Board of Directors.
5. The Board Of Directors must submit all their meeting minutes to the Board Of Trustees.

Section 2: Board of Trustees meetings:

- The Board of Trustees will meet at least once a year or as needed.
- All members must attend the meetings, decisions can not be made through a partial number, and Decisions are taken based on the vote of the total current number of members.
- In urgent situations, the Board of trustee's members can call for an Emergency Board meeting and take an appropriate decision to deal with the urgent matter with the presence of at least two thirds of the current members.
- Two-thirds of the Board of Trustees (not the attendees) must approve any decision.
- The Board of Trustees may revise any IESI Board's decisions or committee's decisions, which they might have taken and have proven to be wrong. Two-thirds of the Board of Trustees (not the attendees) must approve any revisions; and so is case for the Board of Directors.

Section 3: Board of Directors meetings:

1. The Board of Directors shall meet at least once every month at a convenient date, time and place for the majority of the members.
2. Two-thirds attendees shall form the quorum for a IESI meeting.
3. Unless otherwise stated, the decisions in the IESI meetings shall be made by a simple majority of the members present at the meetings.
4. All meeting shall have a stated agenda; the agenda will include:
 - a. Reading the minutes of the previous meeting and signing the m.
 - b. Board members reports.
 - c. Reports of the Standing Committees.
 - d. Financial Reports.
 - e. Suggestions and comments handling.
 - f. Any other standing issues.
 - g. Next meeting(s) issues.
5. The president or any designated Board member shall head, and assume the responsibilities of conducting the meeting.

6. A person appointed by the Board shall take the minutes of the meetings and present them in the following meeting for correction, verification, and signature. The minutes of the meetings shall be stored in at least a paper format for future references and shall be on file at the IESI office, and a copy must be forwarded to the Board Of Trustees.
7. The meeting minutes shall include all decisions made in the meeting, and all decisions made outside the meeting throughout the period since the previous meeting.
8. All Board meetings minutes shall be available to all active members of the IESI upon request.
9. The president or any two members of the Board may call for an emergency IESI meeting.

Section 4: General Body meetings:

I. Calling for General Body Meetings

- The Board of Directors and/or the Board of Trustees have the right to call for a General Body meeting.
- A General Body Meeting may be called by submitting a petition signed by 40% of all active members of the IESI to the Board of Directors, stating an exact agenda or issue. Such a meeting shall be called and held within a month of the receipt of the written petition.

II. Announcements of General Body Meetings:

Written or printed notice of a regular General Body meeting shall be emailed or mailed to all active members of the IESI at least two weeks prior to the date of the meeting. This condition may be relaxed for an emergency meeting, but attempt must be made that all members get informed.

III. General Body Meeting Procedures

- ❖ The IESI shall have at least one General Body meeting a year.
- ❖ The president or a person designated by the President shall preside over the General Body meetings. If none of them is available, the General Body shall choose a member as a presiding member for the meeting.
- ❖ Unless otherwise stated all votes in general body meetings are taken by a simple majority.
- ❖ A Member designated by the presiding member shall take the minutes of the meeting, present them to the Board of Director before they are finalized.
- ❖ A record must be kept of the minutes of every official meeting.
- ❖ Unless otherwise stated, there is no quorum requirement for any general meeting.

III. General Body Meeting Objectives:

Unless otherwise determined the main objectives of the general active members meetings are:

1. To get an update on the general IESI activities and performance.
2. To vote for any needed Board replacement members.
3. To discuss budget and financial statements.
4. Any other topics as determined by the Board s.

Section 5: Sub Committee Meetings

- Various sub Committees shall conduct their meetings when and where needed, and will work based on the principles stated in Section 1 of this chapter.
- None of the sub committees shall bypass the Board of Directors in calling for a General Body meeting.

Section 6: Voting In general in any meeting:

- All voting's must be entered in the meeting minutes.
- Voters have the right to say yes, no or abstention.
- Voting majority and decisions in any meeting, unless otherwise specified in this constitution, must be taken as followed:
 1. Board of Trustees: Two-thirds majority.
 2. Board of Directors: Simple majority.
 3. Sub-committee: simple majority.
 4. General active members: Two-thirds majority.

CHAPTER 7: GENERAL POLICIES:

Section I. The Imam Policy

I. Imam Requirements:

The imam hired by the Board of Directors must have at least the following qualifications :

1. Must reside legally in the USA, and have a work permit.
2. Must have an Islamic high degree from a recognized Islamic school.
3. He must sign and accept the contract, and agree to respect the IESI constitution and the Board of Directors.

II. Imam Duties:

- The imam duties are determined by the Board and must be stated to the Imam before contracting him, and they may include but are not limited to:
 1. Executing the Board of Director's decisions.
 2. Managing and running the community affairs within the guidelines of the constitution and the Board of Directors.
 3. Leading and establishing the regular prayers.
 4. Preparing the Juma Kutbah (speech).
 5. Bringing any religious concerns to the Board's attention and acting as a consultant to the Board when asked to.
 6. Conducting marriage ceremonies, divorce, funeral and burial, and acting as a social counselor.
 7. Arranging all the IESI social events and joining them. Examples are the community parties, picnics and Eid festivals.
- The Imam is not permitted to own or lease any of the IESI belongs, any lease or sell contract will be considered invalid.
- No one is to conduct the Imam's job without a prior oral or written permission from the Imam.

III. Imam Contracting Policy

1. It is the sole responsibility of the Board of Directors, unless decided otherwise, to contract the Imam for the IESI when needed, deciding his salary; supervising his progress and discussing the results and any complaints with him in an official meeting.
2. All contracted imams should have a signed contract that must include: his stated salary, his stated term of contract, specific duties and obligation, and a commitment to follow the constitution and any Board' decisions.

IV. Complaints against the Imam:

- All complaints against the Imam must be submitted to the Board of Directors in writing, no argument with the imam will be tolerated within the IESI facilities.

- The Board of Directors shall address every complaint with the imam and respond to it.
- Religious conflicts will be solved based on the rules stated in Chapter 1: Section 2.

V. Imam's Termination

- If necessary, the Imam's contract is terminated by a two-third vote from the Board of Directors with the approval of the Board of Trustees.
- The termination may be for any of the following reasons, or any other reasons as determined by the Board: Failure to meet the expectations, neglecting of duties, working against the Board decisions, and if he is found guilty of violating the Islamic code of conduct and / or the USA laws.
- A signed petition by two-thirds of the active members of the IESI presented to the Board in any official meeting shall be a sufficient reason for such termination, unless otherwise ruled by the Board of Trustees.

Section II. Facility Usage Policy

I. General rules:

- ❖ All members of the community can use the facilities for the general purpose of attending services, activities, and establishing the prayers.
- ❖ No activity shall be held in the IESI that contradicts the Islamic principles, or violates this constitution or the USA regulations.
- ❖ No one can use the facilities of the IESI as a primary residence or guest house.
- ❖ The facilities usage for DAWA groups or as a shelter must be pre approved by the Board of Directors, the Board of Directors MUST arrange for a full and continuous supervision of the group during the whole stay.
- ❖ Unless otherwise decided, the IESI facilities shall not be used for sleeping except for observing "I'tikaf".
- ❖ Vandalism of any IESI belongings will be prosecuted.

II. Meetings:

- ❖ All group meetings, and private events, or other organizations events (weddings, event, Aqeqa ...) must obtain an approval prior to their event; agree on abiding to the IESI code of conduct stated in chapter 1, section 2.
- ❖ They must submit the following prior to the event:
 - Meeting topic and nature.
 - Meeting date and time.
 - Meeting Duration.
 - A person's name and contact number who is in charge of the event.
- ❖ A fee is required for any personal event or party conducted in the facilities of the IESI.
- ❖ The meeting arrangers must agree at least to:
 - Arrange the function's space.
 - Clean the facility after use.
 - Remove all garbage after use.

Section III. Announcement Policy

- All group or private announcements or advertising through the IESI mailing list, email list, publications, on premises, or any other means must be pre approved; a copy of the announcement must be kept on file.
- Verbal announcements on premises or in events organized by the IESI can be approved verbally by two Board members.

Section IV. Media contact Policy

- It is the policy of the IESI to limit media contact to the designated officer by the Board, or to the president.
- Comments from any IESI's active member do not reflect a IESI's policy.
- All major media announcements, mailings, or conferences must be pre approved by the Board of Directors. In urgent cases a short announcement can be made regarding an urgent issue after verbal approval from three Board members.
- A copy of all media mailing, comments, or press releases must be kept on file.

Section V. Communication Policy

- It is the policy of the IESI to keep communication open from and to all active and non active members of the community.
- Active member's communication shall include: financial statements, Board meeting minutes, events announcement, social events, general communication and any other form of communication needed as decided, when possible.
- General body members' communication will be limited to general announcements, social activities, prayer times, and any other issues as decided.
- All members and non members are free to suggest, comment, criticize, and advice in writing regarding all matters and decisions made by the IESI, anyhow and unless otherwise allowed, only active members are allowed to request to attend a Board meeting to present a certain idea or opinion to the Board.

Section VI. Record keeping Policy

- The IESI records, reports, and seal shall be kept at the corporation's office or at such other places as the Board may order.
- All members, workers, employees, and volunteers at the IESI should know that the IESI will try to keep record of every activity, decision, event, or else as needed for the over all good of the IESI legal, financial, and religious stand.
- Records kept will include but not limited to:
 - **Minutes:** The IESI shall keep a book of minutes of all meetings. The book shall record in it: Time and place of the meeting, Names of those present in meetings, a copy of the agenda, the proceedings of the meeting, a copy of all forms approved and or discussed.
 - **Books of Accounts:** The IESI shall keep and maintain adequate and correct accounts of its properties and business transactions.

- **Legal Information:** including registration renewal, tax exempt letter, sales tax letter, title of ownership.
- **Membership information:**
- **Election data.**
- All record shall be accessible by any designated Board member, assessor, or state or federal inspector, or any member of the Board of Trustees. Furthermore certain records can be made available to active members of the IESI when approved by the Board of Directors.

Section VII. Library usage Policy

- All contents of the IESI library belong to the IESI.
- Rental or borrowing can be allowed when possible, on the condition of returning all books and tapes back to the IESI, a log must be kept for the borrowers.
- All incoming, donated books **MUST** be reviewed and approved before placed in the library, the IESI stamp must be on the back of the book or it will be removed.

Section VIII. Constitution interpretation Policy

- In case of ambiguity or dispute regarding the interpretation, application, or implementation of any sections of the constitution or possible conflict between the sections, the interpretation by the two-thirds majority vote of the Board of Trustees will be required.

Section IX. Complaint and suggestions Policy:

- All written or emailed complaints, comments, and suggestions presented to the Board of Directors or the Board of Trustees regarding IESI activities shall be addressed as soon as possible.
- The outcome of the Board discussion shall be released to the person who made the comment, when possible.
- All comments are to be filed, when possible, for future reference and review.

Section X. Real estates policy:

- a) The IESI has the right to own, lease, and rent properties as needed for the functions and activities of the IESI and its sub-committees.
- b) Every purchase, sell, assignment, rental, lease, building expansion, or building improvement with a total cost exceeding \$5000 must be pre approved by the Board of the Directors and the Board of Trustees.
- c) Such plans should be release to the community at least two weeks before the voting date so active members of the community will have the time to comment or influence the outcome of the vote.
- d) Every purchase, sell, assignment, rental, lease, building expansion, or building improvement with a total cost exceeding \$20000 must be released to the community active members at least 30 days before they start through mail or a general body meeting, so active members of the community will have the time to comment or influence the outcome of the vote.

- e) No one at the IESI has the authority to lease or sell a property owned by the IESI without a prior written approval FROM: half of the Board of Directors, two-thirds of the Board of Trustees and half of the active members.

Section XI. The IESI belongings:

No one has the right to sell, give, or donate any item belongs to the IESI without a prior approval from the Board of Directors.

Section XII. Fiscal Year:

The accounting period to be followed by the IESI shall be the fiscal year basis, and the year hereby adopted is the calendar year from January 1 (first) through December 31 (thirty first).

CHAPTER 8: THE OATH

Every member in the Board of Trustees, the Board of Directors, or any assigned sub committee president must take a one-time oath, sign it and the oath should be kept on file.

The oath reads as follows:

In the name of Allah the Beneficent the Merciful
The Chattanooga Islamic Institute
Oath of Office

I _____

Whose specimen signature is given below and who has been elected

as _____

Of the Chattanooga Islamic Institute, do hereby swear by the name of Allah, The greatest that, God Willing, I will:

- Be obedient and faithful to Allah, His commandments and the traditions of the Prophet Muhammad (p.b.u.h.).

- Abide by all the provisions of the Constitution and Bylaws of the IESI, the decisions of the Board of Directors, and the Board of Trustees, and will work towards the unity of Muslims in the Greater Chattanooga area.

- Conduct the affairs of IESI members with justice and honesty, and will safeguard the trust of the IESI assigned to me for the best interest of the Muslim community.

- Not seek any personal glorification or financial gains by and through the use of this office.

May Allah Almighty help me to fulfill this oath

Signature: _____

Date: _____

CHAPTER 9: CONSTITUTION AND AMENDMENTS

Section 1: Constitution Adoption and Enforcement

The Constitution shall be adopted and shall become enforced and effective immediately after it has been signed by a two-thirds majority of the Board of Trustees.

Section 2: Silence of Constitution

- If the Constitution is silent about an issue or a situation, then the Board of Trustees shall take appropriate action by a two-thirds majority vote.
- If a decision in the IESI Board is not reached, the IESI shall get the general active members input and vote on it through mail or email.
- The Board should also propose an amendment to the constitution regarding such matters.

Section 3: Amendments:

I. Proposing Amendments

- Any ten active members or ten percent of the total active members, whichever is larger, may submit a written proposal for an amendment to the Constitution to the Board of Trustees.
- Any two members of the Board of Directors and/or the Board of Trustees may submit a written proposal for any amendments to the Constitution to the Board of Trustees.
- It is the responsibility of the members proposing the amendment to make sure that the proposed amendment is not in conflicts with Islamic conduct, or the IESI code of conduct, and ensure its consistency with the Constitution.

II. Adoption of Amendments

- The Board of Trustees shall discuss the amendment on their next meeting or within 30 days of submission whichever is sooner.
- The Board of Trustees' members have the right to discuss or study the proposed amendment for up to the 30 days from its submission, to ensure its Islamic consistency and its consistency with the current constitution.
- The Board of Trustees must approve such an amendment by a two-thirds majority vote or it will be turned down.

III. Quorums for Voting on Amendments

- The quorum requirement for voting on amendments by the Board of Trustees' members shall be 100% of the current members.

IV. Records of Amendments

All proposals and records of the amendments, approved and rejected, shall be kept on record, with its voting results and process.

CHAPTER 10: DISSOLUTION

- In the event of the dissolution of IESI, the BOARD shall, after paying or making provision for the payment of all the liabilities of the IESI, dispose of all of the assets of the IESI, exclusively for the purposes of the IESI, in such manner, or to such organization or organizations organized and operated exclusively for Islamic (religious, charitable, educational or scientific) purposes, as shall at the time qualify as an exempt organization or organizations, under Section 501(C)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue law), as the BOARD shall decide.
- Any such assets not so disposed of shall be disposed of by the District Court of any county in which the principal office of the ISGH is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purpose.
- In the event of dissolution of the IESI , its net assets, after discharging all liabilities as described above shall be transferred to the following organizations:
 - Islamic Society of North America (ISNA): P.O. Box 38, Plainfield, IN 46168, USA
 - Islamic Circle of North America (ICNA): 166-26, 89th Avenue, Jamaica, NY 11432