

BY-LAWS

of the ISLAMIC ASSOCIATION OF CINCINNATI

ARTICLE I: MEMBERSHIP

Section 1: General Body

The General Body will consist of all Members of the Islamic Association of Cincinnati (hereinafter "Association").

A Member is defined as any Muslim, eighteen years of age or older, male or female, who has paid the membership dues as determined by the Board of Trustees, and has completed the appropriate membership application form(s).

For purposes of Membership in the General Body of the Association, a Muslim is defined as a person who believes in ALLAH (SWTA) as the only Supreme Being, the Creator, and Sustainer of the Universe, and who believes in the Prophet Mohammed (PBUH) as Allah's last Messenger to whom the HOLY QURAN was revealed as the last book of ALLAH (SWTA).

SECTION 2. Active Membership

Eligibility for active membership in the Association shall be open to any Muslim, provided that he/she is a Lawful Permanent Resident or Citizen of the United States (as defined by the Department of Homeland Security) and lives in the Greater Cincinnati area, or its environs, and meets the criterion described in Section 1 herein.

After one calendar year of membership, each member, provided that he/she meets the eligibility requirements outlined above, will gain voting rights in the affairs of the Association.

After three calendar years of membership, each member, provided that he/she meets the eligibility requirements outlined above, will be eligible to run for the Board of Trustees. The Nomination Committee of the Association will determine individual's eligibility upon nomination for election to the Board of Trustees.

ARTICLE II: DUES

Section 1: Amount

The amount of the membership dues shall be determined by the Board of Trustees, and approved by a majority vote of the general membership at a regular meeting.

Section 2: Payment

Dues shall be due on January 1 for each forthcoming calendar year, January 1 to December 31.

Section 3: Non-Payment

Any member whose dues are not paid on or before the first meeting of the calendar year shall be considered delinquent and shall not be entitled to enjoy the benefits and privileges of membership. A notice of delinquency shall be sent by the Membership Committee to each such member. Failure to respond to a notice of delinquency within thirty days of receipt of the same shall constitute as a resignation from membership in the Association. Furthermore, each member must have paid his/her dues to participate in any association business, including, but not limited to, voting and the election of officers. The Board, in its discretion, may choose to grant a waiver of membership fees in cases where undue hardship is proven. Members who wish to receive a waiver of fees due to undue hardship, shall contact any member of the Board of Trustees with such a request.

ARTICLE III PLANNING AND EXECUTIVE AUTHORITIES

The Planning and Executive Authorities of the Association shall reside with the Board of Trustees and the Executive Council as follows:

A.

The Board of Trustees:

1. The initial board will be divided into two categories, according to the number of votes obtained in the last election. The first category will consist of the six members of the Board with the most votes and the second category will consist of the remaining five elected members. The term for the members in the first category will be four years from the date of the last election and the term for the members in the second category will be two years from the date of the last election.

Thereafter, the Board of Trustees shall consist of eleven individuals, each to be elected to four year terms. Each Trustee seat shall be voted upon at the end of each term, on a permanent election date to be established by the Board of Trustees.

- (a) The Board of Trustees may be expanded or reduced, in increments of two Trustee positions, one initial two-year term and one initial four-year term, per expansion. The expansion or reduction must be passed by a vote of two-thirds of the then-existing Board of Trustees. The election of the individuals to the appointed Trustee positions shall be held within thirty days of the vote of the Board of Trustees approving the expansion. The individual with the higher number of votes will

have a term of four years; the individual with the lower number of votes will have a term of two years.

2. The Board of Trustees shall have the duty and power to plan, manage and execute its decisions in so managing the various activities of the Association. The Board of Trustees shall also have full power and authority to purchase, sell, lease, rent, assign, transfer, or otherwise acquire or dispose of and convey any property, investments, securities, including, but not limited to, real estate, stocks, and bonds. The Board of Trustees shall further have the right, without court order or other legal formality, to settle any and all claims in favor of, or against, the Association and the right and power to execute, acknowledge and deliver any instruments of conveyance, and to perform all other acts incident to the powers and authority herein granted, including the power to contract with any agent for sale, all upon a two-thirds majority vote of the Board of Trustees. The Board of Trustees, at its discretion, may delegate any of its planning and management authority to the Executive Council.

3. The Board of Trustees shall elect a chairperson, vice-chairperson, and secretary within thirty days of the permanent election date or within thirty days of the election to the Board of Trustees of any individual Trustee.

4. Resignation by a Trustee shall be tendered in writing to the Board of Trustees. The vacated position shall be filled within thirty days of any such resignation. The remaining members of the Board of Trustees will nominate an individual to fill the vacant position, and the nomination must obtain an affirmative vote of two-thirds of the remaining Board of Trustees to pass.

5. The right to remove any Trustee shall be vested in the General Body, whenever, in its discretion, the best interests of the Association will be served thereby, and in the Board of Trustees as outlined in Paragraphs 6 and 7 below. A two-thirds majority vote of the members of the General Body present in a duly constituted meeting shall be required for removal by the General Body. The vacated position shall be filled for the remaining period of the term by an appointment by the Board of Trustees in the manner described for filling vacancies on the Board of Trustees due to resignation. Any Active Member of the General Body so wishing to initiate a vote for removal of a Board member, shall do so by oral motion in a duly constituted meeting of the General Body, with a quorum present, and by certified mail notice upon all members of the Board of Trustees of the intent to make such motion.

6. If a Board member does not attend three consecutive board meetings, without first contacting the Chairperson prior to his/her absence or, in the case of a family or medical emergency, without notifying the chairperson as soon thereafter as possible, the member will have relinquished his or her right to the position and the Board may remove said individual at the next regularly scheduled meeting of the Board and may vote to fill the position, as explained in A(4)above.

7. If a Board member violates any Islamic principle, acts against the interests of any individual Member due to that Member's race, ethnicity, or gender or exhibits any other discriminatory behavior, the Chairperson may recommend to the Board the removal of that individual at the next regularly scheduled meeting of the Board. and may vote to fill the position, as explained in A(4)above. B.

The Executive Council:

1. The Board of Trustees shall appoint an Executive Council. The Executive Council shall consist of the following individuals:

- (a) President of the Board;
- (b) Administrative Secretary of the Board;
- (c) Treasurer of the Board;
- (d) Imam; and
- (e) Any other officer or individual the Board of Trustees deems to be necessary and decides to appoint by a two-thirds majority vote of the Board.

Each member of the Executive Council shall have a two-year term, with each term commencing within sixty days time of the election of the first Board of Trustees, and every two years thereafter.

2. The appointed officers, as described hereinabove, shall serve at the direction of the Board of Trustees, subject to installation or removal at anytime during their term of office, by a two-thirds majority vote of the Board of Trustees. The duties of the appointed officers shall be to administrate the ongoing and daily functions of the Association, as indicated both by title of their office and the instructions, written or oral, of the Board of Trustees. Any conflicts arising in any such instructions to the said officers, between any members of the Board of Trustees, shall be decided by a two-thirds majority vote of the Board of Trustees.

No person shall hold more than one appointed office by the Board of Trustees unless and except if the Board of Trustees decides at anytime to consolidate the offices-of Secretary and Treasurer.

3. The President shall appoint committees and their chairpersons for various Association activities as deemed necessary.

4. Within two months of the appointment of a new President by the Board of Trustees, the chairpersons of all the committees shall be replaced or confirmed in their respective committees. The President shall have the authority to replace any chairperson at anytime.

5. Every chairperson shall submit the aims, objective plans and procedures of their respective committee for approval by the Board of Trustees. Upon Board approval, each chairperson shall be responsible to the President for the implementation and execution thereof. Reports of activities shall be submitted to the President, as required by the President.

6. The President must be an elected member of the Board of Trustees.

ARTICLE IV: MEETING

A. The General Body, consisting of all active members of the Association, shall meet in general session periodically, but at least once a year, to be presented with an annual report by the Chairperson of the Board of Trustees.

B. The Board of Trustees shall be empowered to call a General Body meeting by notifying each member of the purpose of the meeting by regular mail or email, sent at least two weeks prior to the date of the meeting.

C. the Board of Trustees shall be required to call a General Body meeting within two months of submission of a written petition signed by one-fourth of the voting membership. The date and purpose of the meeting shall be conveyed to each member by mail or email, sent at least two weeks prior to the meeting.

ARTICLE V: QUORUM

General Body Meetings: A simple majority of total voting members of the Association shall constitute a Quorum. If a second meeting is called due to a lack of Quorum, a simple majority of the number of active members in attendance shall constitute a quorum.

ARTICLE VI: MEETING

A. The Board of Trustees shall determine membership fees periodically.

B. The Board of Trustees may accept any contribution in any form from any source, consistent with the purposes of the Association.

C. The assets of the Association shall be under the control and management of the Board of Trustees. The President of the Executive Council shall submit a budget for the Association, to the Board of Trustees, annually.

ARTICLE VII: FISCAL PERIOD

The fiscal period of the Association shall begin on the first day of January of each calendar year and shall end on the thirty-first day of December of the same calendar year.