

Tawfiq Islamic Center

Bylaws

Revised & Amended

**TIC Counsel of Trustees
April 10, 2014**

**AMENDED BYLAWS
OF
TAWFIQ ISLAMIC CENTER**

In the name of Allah, the most Compassionate, the most Merciful.

On April 14, 2014 the Counsel of Trustees of Tawfiq Islamic Center, after having reviewed the previous bylaws and considering the growing needs of the community it serves, the bylaws have been modified and approved as indicated below.

ARTICLE I

Name of Organization

This organization shall be known as Tawfiq Islamic Center hereafter referred to as TIC.

ARTICLE II

Nature of Organization

Tawfiq Islamic Center is a nonprofit Religious Organization, pursuant to Section 501 (C)3 of the Internal Revenue Code and Chapter 317 of Minnesota Statutes.

ARTICLE III

Facilities and Headquarters

The TIC facility and headquarter is located at 2400 Minnehaha Avenue Minneapolis, MN 55404.

ARTICLE IV

Purpose

TIC aims to carry out Islamic educational, cultural, literary, scientific, athletic, civic, charitable and other activities to provide the Muslim community in Minnesota with an Islamic environment in which it can:

1. Develop and increase understanding of Islamic Knowledge from the Quran and Sunnah of Prophet Muhammad (pbuh) for the purpose of establishing Islamic identity.

2. Foster an atmosphere of caring, sharing and socializing by youth and adults within the limits of the Islamic faith.
3. Instill Islamic value, manners and characteristics in our youth, by teaching them the basics of Islam and helping them become proud and knowledgeable and law abiding practicing Muslim citizens.
4. Help members to develop leadership skills and build a spirit of teamwork for community involvement.
5. Enhance their commitment to Islamic religious, social, ethical, and moral standards.
6. Instill the spirit of Islam and the teachings of the Quran and the Sunnah of Prophet Muhammad (pbuh).
7. Further cooperation and strengthen fraternal bonds, brotherly and sisterly relations among community members, families, and organizations and fulfill the community's social and cultural needs and interests.
8. Perform Islamic Da'wah (invitation to Islam) among societies.
9. Pursue mutual respect, understanding and cooperation with other religious and non-religious organizations, and communities.

ARTICLE V

Membership

A. TIC shall have the following three types of membership:

1. Full Membership: Full members are those who pay their membership fee of monthly \$10 in due time which is subject to change.
2. Associate Membership: Associate members are those nonpaying members but who participate in the functions of the organization, believe in its mission statements and abide by these bylaws.
3. Honorary Membership: Honorary members conferred by the TIC Board of Directors on persons who make an outstanding contribution to the achievements of the TIC objectives

who believe in the Statement of Purpose and Objectives of the TIC and abide by these by-laws.

B. Applicants for full membership shall submit a membership application accompanied by the membership fee to the organization.

C. Membership shall entail the following rights:

1. All membership shall have the right to participate in the activities of the TIC.
2. All membership shall have the right to attend and participate in the discussions of the TIC General Assembly meetings.
3. All membership shall have the right to serve as volunteers.
4. All membership shall have the right to receive the publication of the TIC.
5. Only Full members shall have the right to vote in elections and General Assembly meetings provided their full membership has been in good standing for ninety (90) consecutive days.
6. Only Full members shall have the right to run for the TIC's elective offices under the rules specified in these by-laws.

D. All types of membership shall be non-transferable and the fees are non-refundable.

E. Any member may resign from the TIC by filling a written letter of resignation with the office. Such resignation shall not affect the member's financial obligations toward the TIC.

F. A member can file in writing a complaint if he or she feels his or her rights are violated in anyway, and or if the bylaws are neglected or misused. The charged member shall have the right to be heard by the *Board of Directors* in his/her own defense. Following such a hearing, the *Board of Directors* shall decide, in a closed meeting to clear, reprimand, suspend, or expel the charged member. The member can appeal the decision to the *Council of Trustees* and be heard by it. The decision of the *Council of Trustees* shall be final and binding.

ARTICLE VI

Structure

The body of the TIC structure shall consist of the following:

1. General Assembly
2. Council of Trustees
3. Board of Directors
4. Imam/ Religious Director
 - Council of Religious Advisers
 - Sub Committees
5. Executive Director.
 - Staff
 - Action Committees

ARTICLE VII

General Assembly

- A. General Assembly shall consist of all qualified members of the TIC.
- B. An annual General Assembly meeting is to be held during the month of June/July at a time and place which shall be decided by the *Board Directors* for the purpose of:
 1. Electing members of the *Board of Directors* every three years;
 2. Presentation of annual reports of the organization;
 3. Conducting any other business as deemed necessary.
- C. Special General Assembly meeting may be called by the chairman, a majority of the of Trustees, a majority of the Board of Directors, or at the written request of two- third (2/3) of the qualified full members submitted to the Secretary.

D. The notice of a General Assembly meeting specifying the date, time, place, and agenda of the meeting shall be e-mailed by the Secretary of the Board to each member shown on the list not more than thirty (30) days and not less than ten (10) days prior to the date of the meeting.

E. Decisions at the General Assembly meeting shall be made by a simple majority vote of the qualified full members present and voting, except where otherwise specified.

ARTICLE VIII

Council of Trustees

A. *Council of Trustees* shall consist of seven (7) members who shall fulfill the following requirements:

1. They shall be full members who have served on the Board of Directors for at least 36 months or who have been active members of the TIC at least ten (10) years.
2. They shall be bona fide residents of the state of Minnesota and citizens of the United States.
3. They shall be the founding members of the organization who are active participants.
4. They shall be those who have been supporting the organization financially and in kind.

B. Any member may be removed, if he or she fails to dispose his or her responsibility, if moved or changed residency of the state of Minnesota and break or disobey the rules and regulations of TIC by simple majority vote of the entire of the trustees at any time or Any trustee may resign at any time by giving 30 days to the office of the *Council of trustees*.

C. The *Council of Trustees* shall act to guard the interests and well-being of the TIC and to set its general direction and long-term goals. The Council's specific duties and responsibilities shall include the following:

1. Act as guardian of all the facilities, funds, and other assets of the TIC.
2. Reviews and comments on long term plans adopted by the board of directors.
3. Nominate and appoint members of the board of directors from the active members of TIC while reserving the *Council of trustees*' right to dismiss or suspend any director when deemed necessary.

4. Review the performance of the *Board of Directors* of TIC.
 5. Review and approve any real estate transaction including construction, buying, selling, and financing when properly prepared and submitted by the *Board of Directors*.
 6. Review and approve or propose amendments in a timely manner regarding any long-term renting or leasing agreement when properly prepared and submitted by the *Board of Directors*.
 8. In matters in which the chairman is unable to resolve disputes among Board members, the chairman shall bring the dispute to the Council of Trustees for consultation. The *Council of Trustees* must resolve the dispute within 30 days.
 9. Oversee the application of these by-laws and review amendments to them for action when properly prepared and submitted by the *Board of Directors*.
- D. The *Council of Trustees* shall elect a President, Vice President and a secretary from among themselves. The President shall call and conduct the Council's meetings, and secretary shall keep the record of the proceedings. In the absence of the president the vice president shall assume his/her duty.
- E. The *Council of Trustees* shall meet at least once every three (3) months to review the affairs of the TIC. If necessary they shall call emergency meeting in between.
- F. The presence of four-fifth (4/5) of the Trustees shall constitute a quorum for a *Council of Trustees* meeting.
- G. Decisions of the *Council of Trustees* shall be by a simple majority vote.
- H. The *Council of Trustees* shall assign two of its members for the membership of the *Board of Directors*.
- I. The Trustee members shall receive no compensation for serving on the *Council of Trustees*.

ARTICLE IX

Board of Directors

- A. The *Board of Directors* shall consist of nine (9) Directors who shall fulfill the following requirements:

1. They shall, except for the Chairman, be full members who have been active and in good standing for at least twenty four (24) consecutive months prior to their election. The chairman shall be a full member who has been active and in good standing for at least thirty six (36) consecutive months prior to his election.
2. They shall be bona fide residents of the state of Minnesota and citizens or permanent residents of the United States.

B. The officers of the *Board of Directors* shall be as follows:

1. Chairman
2. Vice Chairman
3. Secretary
4. Finance/Property Director.
5. Youth Director.
6. Educational Director.
7. Social Affairs Director.
8. Public Relation Director.
9. Women Affairs Director.

C. Elections for the Board of Directors shall be conducted every three years:

D. The Board of Directors can be re-elected for unspecified term.

E. The Board of Directors shall be the executive managing body of the TIC. The Board's specific duties and responsibilities shall include the following:

1. Manage the affairs of the TIC and plan and supervise its activities so as to accomplish its objectives.
2. Appropriate funds for the various activities in consultation with the of Trustees
3. Establish procedures in routine matters.

4. Establish procedures for voting and hold elections in accordance with these by-laws.
5. Recommend amendments to these By- Laws to the *Council of Trustees* when appropriate.
6. Implement the decisions of the *Council of Trustees*.
7. Set and adjust the annual membership fees.
8. Board of Director shall provide to the community updates on progress of their various committee and to hear community concerns.
9. Emergency procedure: Upon the determination of an emergency situation where TIC property is at risk, the chairman, Secretary and Finance/property of the *Board of Directors* may expend an amount deemed necessary to resolve said emergency.

F. The *Board of Directors* shall meet at least once a month.

G. The presence of two-thirds (2/3) of the Directors shall constitute a quorum for the Board of Directors meeting.

H. Unexcused absence by a Director from three (3) consecutive *Board of Directors* meeting shall be scrutinized by the *Board of Directors* in its first following meeting and shall constitute grounds for disciplinary measures, including suspension and expulsion ,by a two- thirds (2/3) majority.

I. Decisions of the *Board of Directors* shall be by a simple majority vote.

J. The Directors shall receive no compensation for serving on the *Board of Directors*.

K. Specific duties and responsibilities of the individual Directors shall include the following:

1. Chairman:

- a. Acting as Chairman of the *Board of Directors* and Chief Executive officer of the TIC.
- b. Supervising and general managing of all activities of the TIC.
- c. Supervising the implementation of the *Board of Directors* ' decisions and directives.
- d. Designating members to carry out special tasks.

- e. Calling and presiding over the meeting of the *Board of Directors* and the *General Assembly*.
- f. Presenting Annual Report to the *General Assembly*.
- g. Acting as the contact officer with the *Council of Trustees* and presenting reports on the TIC's activities in its quarterly meetings.
- h. Coordinating activities with other organizations.
- i. Acting as TIC spokesman, representative, and correspondent in all external affairs.
- j. The Chairman or a majority of the Board of Directors shall have the power to bring matters of internal dispute or dissension amongst the Board of Directors, or matters of outside interference with TIC activities to the of Trustees for resolution within 30 days.
- k. Exhibit within 30 (thirty) days to of trustees or an agent or attorney of TIC a written request of any document.
- h. Submit the minutes of the proceedings of the Board of Directors of the TIC to the of trustees within 30 (thirty) days.

2. Vice-Chairman:

- a. Acting on behalf of the Chairman in his absence.
- b. Assisting the Chairman in performing his duties.
- c. Supervising the management and maintenance of the TIC facilities.
- d. Assuming the office of the Chairman if it becomes vacant until the following election.
- e. Executing any assignment delegated to him/her by the Chairman.

3. Secretary:

- a. Directing the office work of the TIC and maintaining its records.
- b. Preparing, maintaining, and circulating within thirty (30) days detailed and accurate minutes of all *Board of Directors* and *General Assembly* meetings;

- c. Preparing the agenda and notifying the Board of Directors and General Assembly of all scheduled meetings.
- d. Chairing the Board of Directors meetings in the absence of both the Chairman and the Vice – Chairman.
- e. Acting as a point of contact within the Board of Directors.

4. Finance/Property Director:

- a. Maintaining detailed and accurate records of all financial transactions and assets of TIC.
- b. Overseeing the development of fund-raising activities to support TIC.
- c. Preparing the annual budget in collaboration with the Executive Director for the approval of the *Board of Directors*.
- d. Collecting all funds received by TIC and depositing them into the asset accounts.
- e. Dispensing funds on behalf of TIC for the carrying out of its activities as specified in these bylaws and depending on the approved budget.
- f. Preparing and presenting:
 - 1. Monthly financial reports to the *Board of Directors*;
 - 2. Detailed quarterly financial statements to the *Board of Directors*;
 - 3. Detailed biannual financial statements to the *Council of Trustees*.
 - 4. Detailed annual financial statements to the *General Assembly*.
- g. Chairing the Financial Action Committee and supervising its work.

5. Youth Director:

The *Youth Director* will deal with programs vital for youth physical and mental development that enhances their spiritual and material wellbeing in all aspects of their life. This position is directly responsible for:

- a. Provides strategic direction and vision.

- b. Develop leadership programs for qualified youth.
- c. Plan and implement an annual parent/youth relations seminar.
- d. Cultivate confidential counselling services for troubled youth.
- e. Develop and implement strategic plan along with a sustainable funding model,
- f. Motivate, mentor, and support.
- g. Develop new strategic partnerships with school/college/university students and associations in order to create educational and recreational programs.
- h. Prepare an annual Islamic knowledge competitions for different age groups
- i. Design and engage IT and other systems to ensure metrics-based program success.
- j. Provide a broad continuum of support services to enable and empower youth.
- k. Discover and share best practices across the program.
- l. Other tasks as assigned.

6. Education Director:

- a. Supervising the running of weekend school for children and the development of its curriculum (in coordination with the *Religious Director*).
- b. Overseeing the organization of educational programs for the community.
- c. Facilitating adult and civic education.
- d. Representing TIC to the Minnesota Board of Education.
- e. Maintaining, managing, and expanding TIC's library and book store, audio and video, and other media (in coordination with the Public relation Director).
- f. Chairing the Educational Action Committee and supervising its work.

7. Social Service Director:

- a. Arranging social, cultural, and sports activities including: Annual Ramadan and cultural events, Eid celebration, summer picnics and camps, and athletic tournaments in collaboration with relevant directorate.
- b. Providing social counseling services and assistance to the community.
- c. Overseeing the development of stronger intra-community relations.
- d. Chairing the Social Action Committee and supervising its work.

- e. Conflict resolutions within the community.
- f. Facilitate public health services and nutrition programs.
- g. Manage TIC funeral program.
- h. Offer matrimonial, wedding and divorce services.
- i. Manage TIC Foundation.

8. *Public Relations Director:*

- a. Supervises the publication and distribution of a regular newsletter at least 4 times a year.
- b. Oversees the issuing of any other TIC publications.
- c. Directs public relations department within the TIC.
- d. Works with media outlets to publish timely TIC information, such as press releases, brochures, and other materials such as audio and video contents.
- e. Ensures communication strategy is consistent and reflects the organization's strategic vision.
- f. Implements social media strategies, develop online supporter base, Perform social media community management duties.
- g. Manages relationships with media outlets.
- h. Produces and publishes mass communications with email blasts and marketing campaigns.
- i. Refines core messaging to ensure organizational consistency in all aspects of communication including development, organizing and education.
- j. Documents presence of the organization at events, conferences, and speaking engagements.
- k. Facilitates the development of advertising, marketing and promotion plan of the organization.
- l. Edit and revise content as necessary

9. *Women Affairs Director:*

- a. Presents issues of special concern to Muslim women to the Board of Directors for action.

- b. Oversees the organization of Muslim women’s participation in TIC activities and coordinates it with the appropriate Action Committee.
- c. Carries out other duties specified in the Women’s affairs director job description.
- d. Chairs women affairs action committee
- e. Proposes and implement new programming ideas to address the needs of women in the organization.
- f. Act as liaison to other organizations and serve on committees as recommended by the chairman.

ARTICLE X

TIC Staff

TIC Staff mainly constitutes:

A. Imam

The Imam is a spiritual leader of the community and acts as a *Religious Director* of the organization. His duties include:

1. Providing Islamic religious services including: Jum’ah, Eid, Taraweeh, and other prayers, Khutbas, payment of Zakat, marriage ceremonies, wills, and funeral prayers.
2. Informing the community the dates of the beginning of Ramadan, Eid-al-Fitr and Eid-al-Adha.
3. Providing Islamic religious counseling and scholarly opinion on issues of concern to Muslims.
4. Supervising the performance of Islamic Da’wah for Muslims and non- Muslims
5. Overseeing the welfare and development of new Muslims.
6. Chairing the Religious Committee (Majlis-al-Ulama) and supervises its work.
7. Reporting to the Board of Directors his and Religious Committee's activities.
8. Working in collaboration with Executive and Board of Directors.

B. Executive Director

The Executive Director is the chief executive officer of Tawfiq Islamic Center (TIC), conducting its administration in accordance with policies set by the TIC Board of Directors. The primary responsibilities of the Executive Director include:

- a. Planning and operation of annual budget.
- b. Establishing employment and administrative policies and procedures for all functions and for the day-to-day operation of the nonprofit.
- c. Serving as TIC's primary spokesperson to the organization's constituents, the media and the general public.
- d. Establish and maintain relationships with various organizations throughout the state and utilize those relationships to strategically enhance TIC's Mission.
- e. Report to and work closely with the Board of Directors to seek their involvement in policy decisions, fundraising and to increase the overall visibility of the TIC throughout the State.
- f. Supervise, collaborate with organization staff.
- g. Strategic planning and implementation.
- h. Oversee organization Board and committee meetings.
- i. Oversee financial and property management.
- j. Review and approve contracts for services.
- k. Create new programs and maintain current activities.
- l. Initiate and manage projects and programs.
- m. Other duties as assigned by the Board of Directors.

ARTICLE XI

Action Committees

Action Committees shall be the main instrument for performing the work of TIC. They shall detail the plans for activities and carry them out under the supervision of the appropriate Director.

There shall be the following Action committees which shall consist of at least the suggested minimum number of positions:

- a. Finance Action Committee:
- b. Education Action Committee
- c. Public Relations Action Committee
- d. Social Service Action Committee
- e. Youth Action Committee
- f. Women Affairs Action Committee
- g. Other
 - Council of Religious Scholars
 - Temporary committees as needed

ARTICLE XII

Elections

- A. An Election Committee shall be formed by the *Council of Trustees* during twelve (12) weeks prior to election date consisting of four (4) qualified full members in good standing for the previous twenty four (24) month. The Election Committee members shall not be candidates for any office or members of the *Council of Trustees* or the *Board of Directors*. They shall maintain the right to vote but they shall neither campaign for nor promote any nominee over any other(s).

- B. The Election Committee with approval of the *Council of Trustees* shall seek and receive nominations from the qualified members for the offices up for election. It shall contact the nominees to establish their eligibility and willingness to serve and to solicit their biographical information. It shall finalize the list of candidates and send out their information four weeks before election date to the *Council of Trustees*.
- C. The Election Committee shall coordinate its work with the Secretary of the *Council of Trustees*, conduct the elections in accordance with these Bylaws, and present the results to the *General Assembly* at its regular annual meeting.

ARTICLE XIII

Vacancy

- A. In case a vacancy occurs in the *Council of Trustees* shall nominate and appoint replacement trustee member with simple majority vote provided the quorum is present.
- B. In case a vacancy occurs in the *Board of Directors*, the *Council of Trustees* in collaboration with the *Board of Directors* shall appoint an Acting Director until a new Director is elected to fulfill the term of the vacant office at the first upcoming election. Both the Acting and the new Director must satisfy the requirement as stated in the Bylaws.

ARTICLE XIV

Finances

- A. The TIC shall maintain an Operating Account. The *Board of Directors* may, with the approval of the *Council of Trustees*, open other accounts for special purposes. All moneys received by the TIC shall be deposited into this Operating Account or the designated special purpose account.
- B. The disbursement of funds from the Operating Account shall require the joint signatures of the Treasurer and the *Executive Director*. In the absence of the Executive Director the Chairman of the *Board of Directors* shall sign in his place, and in the absence of the Treasurer the Board of Directors may appoint a Director to sign in his place.
- C. The *Council of Trustees* shall engage an independent auditor to examine the TIC financial records annually.
- D. The fiscal year shall be the same as the calendar year for accounting purpose.

ARTICLE XV

Procedures

All meetings of the *General Assembly*, the *Council of Trustees*, and the *Board of Directors* shall be held in accordance with established and recognized parliamentary procedures as stated in Robert's Rules of Order.

ARTICLE XVI

Records

The TIC shall maintain correct and complete records of its business and shall make these available for inspection by its members upon request within thirty (30) days.

ARTICLE XVII

Amendments

- A. The Bylaws may be altered, amended or repealed and new Bylaws may be adopted by simple majority vote of the *Council of Trustees* present at any annual, regular or special meeting, if at least fifteen (15) days written notice is given of intention to alter, amend or repeal the Bylaws or to adopt new Bylaws at such meeting.
- B. Any proposed amendment to these bylaws shall be presented in writing by the *Board of Directors* to the *Council of Trustees* for approval.
- C. The *Council of Trustees* after deliberation and approval by simple majority vote shall return to the *Board of Directors* to be filed and mailed to the appropriate state agency within four (4) weeks.

Approved and signed on _____ day of _____.