



# KELLER ISLAMIC CENTER

## CONSTITUTION AND BY-LAWS OF KELLER ISLAMIC CENTER (KIC) In the Name of Allah, the Beneficent, the Merciful

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### **ARTICLE I: NAME AND LOCATION**

#### **Section 1.1 Name:**

Keller Islamic Center. Hereinafter referred to as KIC.

#### **Section 1.2 Location:**

3601 Keller Hicks Road, Fort Worth, TX 76244

### **ARTICLE II: PURPOSE, OBJECTIVES AND ACTIVITIES**

#### **Section 2.1 Purpose:**

The purpose of the organization is to please Allah (SWT) by obeying His commandments. It shall invite all that is good, enjoin what is right and forbid what is wrong according to the Holy Qur'an and Sunnah. KIC shall be a non-profit, non-political entity, which shall qualify as a tax-exempt organization under section 501(c)(3) of the Internal Revenue Services Code.

#### **Section 2.2 Objectives:**

1. Strengthen and enhance the faith of all Muslims in Allah (SWT), His Prophet Mohammed (Peace and blessing of Allah be upon him) and the Holy Quran.
2. Provide an atmosphere for children and adults where they can associate, learn and participate in Islamic activities.
3. Promote friendly relations and understanding between Muslims and non-Muslims.
4. KIC shall not have Objectives that may characterize it as an action organization as defined by the Internal Revenue Code and related regulations, rulings and procedures.
5. To provide Islamic education by setting up an Islamic School.

## **Section 2.3 Activities:**

1. To arrange programs, lectures and similar activities to enlighten everyone by the words of Allah (SWT) and the teaching of Prophet Muhammad (PBUH), so as to grow and strengthen their faith, trust, hope and love.
2. Establish five (5) daily prayers, Jummah (Friday prayers), and Eid prayers in accordance with the teachings of Islam.
3. Endeavor to propagate Islam and actively engage in Islamic Dawah work utilizing all available means of communication.
4. Cooperate with other Islamic communities and institutions pursuing similar goals and objectives and shall foster communication, coordination and cooperation among such entities.
5. Endeavor to aid local, national, and international relief organizations, as approved and permitted by the law.
6. Provide Community Center facilities.
7. Observance of Ramadan.
8. Collection and Distribution of Zakat.

## **ARTICLE III: MEMBERSHIP**

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### **Section 3.1 : MEMBERSHIP**

1. **Members** : All Muslim residents of the Alliance and surrounding areas will be eligible for membership of KIC, subject to the following conditions:
  - a. Applicant should be 18 years of age or older.
  - b. Annual dues of \$60 for single member and \$120 for family are payable in advance.
  - c. Membership dues are to be paid by October 30th of each year. A reminder letter is sent out at the beginning of each year.
  - d. If a member is in arrears for six months i.e. dues not paid by April 30th, he or she ceases to be a member of KIC.
  - e. Once Membership has ceased, the person may reapply for membership to be reinstated after three months.
  - f. At the time of general election, a member has to be current in his or her membership dues for at least 6 months in order to exercise voting rights.
  - g. New members in the community may apply for membership at any time, however, they must be a member of the organization for the preceding 6 months in order to exercise their right to vote.
  - h. The Board of Trustees (BOT), by a simple majority may vote to reject voting privilege of any person should they have reason to believe that such member has little affiliation to KIC and its purposes and the application to membership is for ballot stuffing reasons. The BOT will notify the General Body of such rejections and reasons.
  - i. Children of KIC members living within a 15-mile radius of KIC Masjid will be given

preference in admissions in the KIC Sunday school. Children of the KIC members living beyond 15-mile radius will be considered for admission, on a first-come first-serve basis, only if space is available.

## **ARTICLE IV: GENERAL BODY**

1. The entire membership of KIC constitutes the General Body.
2. The General Body will meet at least once a year or as directed by the Management Team (MT) or the Board of Trustees (Board). The date, time, and place of the meeting shall be decided by the President in consultation with the MT
3. A 30-day notice shall be provided to the members by the President prior to the meeting.
4. All members of the Association will be notified through appropriate means which may include any or all of the following: notice board, announcements, newsletters, telephone calls, text messages, e-mails or US mail.
5. Proxy voting by the General Body is prohibited.

## **ARTICLE V: BOARD OF TRUSTEES (Board)**

### **1. Meetings:**

1. The Board shall meet at least every quarter.
2. For any Board meeting, presence of 4 of 7 members will constitute the quorum.
3. The Chairman of the Board shall preside over all the meetings. In his/her absence, the Vice Chairman shall be in charge of the meeting.
4. The meetings of the Board will be conducted in the Mosque unless another place is agreed upon by all the Board members.
5. A majority of the Board members may request the Chairman to call a special / emergency meeting on a 3-day notice.
6. The minutes of the meeting will be recorded by the Secretary of the Board. In his absence, the Vice Chairman will be responsible for minutes.
7. The decision of the Board will be by simple majority, unless a higher voting majority is specifically called for in the constitution or By-laws for some decisions of special importance.

### **2. Responsibilities And Authority Of The Board:**

1. Consistent with the Certificate of Formation for KIC, the management of the affairs of KIC is vested in its Board.
2. The Board shall develop and set the overall long-term vision and direction to achieve the objectives of the Association.
3. The Board shall determine and maintain the independence and integrity of the

Association and its holdings, which will be consistent with the doctrines and concepts of Islam and in keeping with the best interest of KIC and this includes, without limitation, the right of the Board to remove individuals and Members and/or prevent the attendance of individuals and/or members who are acting in a disorderly or otherwise troublesome manner inconsistent with the interests of KIC as determined solely by the Board of KIC.

4. The Board shall resolve all disputes among other branches of KIC and adjudicate all conflicts referred to the Board.
5. The Board shall have the authority to sell or lease out in any form the real property of the Association, located at 3601 Keller Hicks Road, Fort Worth, Texas, only after receiving a two-thirds majority vote and ratification of such decision from the General Body (GB).
6. The Board may review and audit financial statements and records of the Association, on a periodic basis, to ensure accuracy and integrity of the organization. The President and Treasurer of MT will assist and facilitate any such reviews and audits.
7. The Board, by six-seventh vote, will have the authority to suspend the MT and call a General Body meeting to discuss and arrange a new election of the MT, if in the opinion of the Board, the MT is not performing its responsibility satisfactorily, or functioning contrary to the purpose and objectives of KIC, as stated in the constitution.
8. If for any reason, a majority of MT resigns before their term is completed, the Board may immediately appoint an Election Committee Chairperson to conduct new elections within 45 days. During the interim period, the Board will either take over, or appoint an interim care taker committee from the members of General Body in good standing, or may request the past MT president to continue to run the day to day affairs of the Association.

### **3. Chairman:**

1. The Board shall elect their own Chairman by a simple majority vote in their first meeting of each new term.
2. The Chairman may serve consecutive terms. The chairman will preside over the meetings of the Board.
3. The Chairman of the Board will convey the decisions of the Board to the President of the MT for further implementation.
4. The Chairman of the Board shall preside over the annual General Body Meetings held for election of the MT and appoint volunteers to assist in the conduct of the elections.

### **4. Vice Chairman:**

1. The Board may elect a Vice Chairman by simple majority in the first meeting of each new term.

2. The Vice Chairman shall preside over the meetings of Board in the absence of the Chairman.

**5. Secretary:**

1. The Board shall elect a secretary from its members in the first meeting of each new term.
2. The Secretary shall be responsible for arranging Board meetings, informing the Board members and taking minutes of the meetings.
3. The Secretary shall also be responsible for keeping records of the activities of Board.

**6. Removal / Resignation:**

1. Any Trustee may be removed from the office by a vote of at least 6 of the members of the Board at a regular or specially called meeting of the Board at which quorum is present, with cause for : (1) violation of these Bylaws, (2) failing to attend three meetings of the Board in a calendar year without justifiable reason for which Board is timely informed, or (3) performing acts repugnant to the Articles of Incorporation or By-laws of KIC, (4) behavior contrary to the teaching of Islam. Such removal may occur only if the Trustee involved is first provided with adequate notice of the charges against him or her in the form of a statement of such charges by the Board, sent by certified or registered mail to the last known address of such Trustee. The Trustee involved shall have the right to respond to these charges. Each member of the Board shall review any response independently.
2. Any Trustee who has been removed from the Board, may arbitrate the matter in accordance with Article of the Constitution.
3. In case of a voluntary resignation or demise of a Trustee, the Board may nominate a member for the vacated seat from the General Body members, who qualify to be a member of the Board, for the remainder of the term.

**7. Appointment/Terms:**

1. Any Sunni Muslim Member can be member of Board of Trustees  
Any Trustee may serve consecutive terms.

**ARTICLE VI: MANAGEMENT TEAM (MT)**

**1. Meetings :**

1. MT shall meet at least once every month for regular meeting.

2. President or a majority of MT member can call for a special meeting, if needed, to discuss any urgent matters. Such meetings may be called on a short notice of not less than 48 hrs.
3. All meetings shall be held at the Mosque at times convenient to the majority of the MT members.
4. The presence of three-fifth of the members of the MT shall constitute the Quorum.
5. All decisions shall be adopted by the vote of three members.
6. Members of the MT must be present to vote. Proxies are allowed in writing and only in emergency situation as determined by the President.
7. The minutes of the meetings will be recorded by the Secretary and should be presented for approval in the next meeting. In the absence of the Secretary, President may assign another member of the MT to record the minutes.

## **2. Responsibilities and Authority of the Executive Committee:**

1. The MT shall conduct day to day affairs of KIC under the oversight of the Board.
2. The MT shall manage the property or properties of KIC under the oversight of the Board.
3. The executive committee shall prepare the annual budget of KIC for Board approval.
4. The MT is authorized to spend up to \$5000 per month under the oversight of the Board.
5. MT shall prepare financial reports for presentation to the Board or general Body.

## **3. President:**

1. Shall serve as a Trustee.
2. Shall preside over all the meetings of MT and meetings of the General Body, with the exception of General body Meeting for elections.
3. Shall present an annual report at the general Body Meeting for the preceding 12 months and present the budget for the coming calendar year. The president shall also present the financial report for the current year.
4. Shall present quarterly reports of the activities of KIC to BOARD and communicate the decisions of the Board to the MT for implementation and or information. In his absence the President may designate another member of the MT to present the quarterly report.
5. Shall sign documents on behalf of the MT.
6. Shall represent KIC to meet any Govt. officials, visiting delegations from other religious associations, neighbors etc. President may designate another member of the KIC for such meeting.
7. Authorized to spend not more than \$2000 in any given calendar month.
8. Nominate the Chairpersons of Education committee, Cemetery committee and other (ad-hoc) committees.

9. Serve in advisory capacity to all committees.
10. Make all logistical arrangements for review and/or approval of all the amendments to the constitution or Bylaws by the Board in accordance with the Articles nine of the constitution.
11. Prepare and maintain an KIC operations manual, that will contain day-to-day operational procedures for various activities of KIC e.g. facility utilization, fund raising, accounts auditing etc
12. At the end of the President's term, the President will transfer the Operations manual to the successor and will participate in the MT as a consultant and non-voting member.
13. Shall help the secretary in keeping records of all the affairs of the MT.

**4. Vice President:**

1. In the absence of the President, the Vice-President, if any, may carry out the functions of the President with the approval of the President.
2. Perform any special assignment assigned by the MT.
3. Shall be responsible for maintenance of the facility.

**5. Secretary:**

1. Shall prepare the agenda and coordinate the meetings of the MT and General Body and take minutes,
2. Shall be the custodian of the records of KIC and transfer the same to his or her successor.
3. Shall present the minutes of the previous meeting for approval.
4. Shall manage and coordinate all announcements, media relationships, community postings, web site contents and technical assets of KIC.

**6. Treasurer:**

1. Treasurer shall be the head of the Finance Committee.
2. Shall maintain accounts of the receipts and expenses of KIC.
3. Shall maintain separate Ledgers for separate financial activities, including Zakat funds, Sadaqa, donations to the Masjid for upkeep and donation to the School.
4. The Treasurer can sign checks for amounts up to \$2000.00 for recurring and \$500.00 for non-recurring expenses. For amounts up to \$5000.00 the check must be co-signed by the President or chairman of the Board or a member of the board designated by the chairman. For amount over \$5000.00, approval is needed from majority MT and majority of general body at a GB meeting.
5. Conduct banking activities on behalf of KIC, including making deposits and

disbursements.

6. Provide the MT with monthly Financial state of KIC , by the 10th day of each month. This information must also be published on KIC bulletin board for public access.
7. With the help of President or his designee, prepare and present the budget of KIC to MT for approval.
8. At the end of each fiscal year the accountant shall have the accounts of KIC audited by an independent CPA.
9. At the end of his/her term the Treasurer shall hand over the accounts to his/her successor in good order.
10. Shall be responsible for cash counting which should be witnessed by another designated by MT.

**7. Social Coordinator:**

1. Coordinate all social and community activities under the guidelines set forth by the MT.
2. Present to the MT plans for each event outlining the costs, activities, strategies and emergency action, etc.

**8. Terms/Appointment:**

1. Terms for MT shall be for 2 years or till next election.
2. Elections for MT will be held as defined in section IX
3. Members of the GB who are Sunni Muslims and have been active part of the GB for one year are eligible for office.
4. All positions of BOT may not be filled.

**9. Removal / Resignation:**

1. **REMOVAL:** Any member of the MT including President can be removed for Good Cause, after a due process, as described in this article. Good Cause is defined as (1) a violation of these Bylaws, (2) Failing to attend 3 consecutive meetings of MT without justifiable reason for which the MT in timely informed, (3) Indictment in a criminal offence.
2. For any such removal, the member involved must be provided a notice of Good Cause for removal against him, in the form of a statement provided by the Board, sent by certified or registered mail to last known address of the member. The Member has a right to respond to the allegations. Any response received, shall be reviewed by all the members of Board as well as all the members of the MT independently. A joint meeting of the Board and the MT should make a final decision in the matter. Only the members of the Board will have the right to vote for the final decision, with a minimum of five-seventh vote needed to remove the



member.

3. Any member of the MT who has been removed may arbitrate the matter in accordance with Articles of the Constitution
4. **RESIGNATION:** Any member of the MT may resign at any time by giving written notice to the President of the MT. If the resignation be of the president, or the President's office is vacant, it shall be submitted to the Chairperson of the Board or in his or her absence to any member of the Board. The resignation shall be circulated to all members of the Board. Such resignation shall take effect at the time specified therein, or, if the time is not specified, then at the time of acceptance thereof as determined by the President or Board, as the case may be.
5. Any vacancy created in the MT by resignation, removal or demise of a member, shall be filled within 30 days, by a member of the General Body, in good standing and qualified to be a member of MT. The MT would be responsible for nominating replacement member to complete the remaining term. Board shall have the right to accept or refuse the nomination.

## **ARTICLE VII: IMAM**

### **1. Appointment:**

The Imam will be appointed from time to time by six seventh vote of the Board. The Board will set compensation in accordance with the Imam's experience, skills, education, and such other factors as the Board shall deem relevant. The Imam should belong to one of the four schools (madhabs) of traditional Sunni Islam.

### **2. Responsibilities:**

1. The Imam will serve as a religious advisor to the Board, all committees including the MT, and the General Body. Additional duties may be specified by the Board. The Imam is not an officer of KIC.
2. The Board and MT may, collectively, certify a question to the Imam in writing. If two-thirds of the members of the Board and MT, collectively agree in writing to accept the Imam's opinion with respect to the certified question, then the Board or MT agrees to be bound to that opinion to the extent the opinion does not conflict with any provisions of the constitution and Bylaws, the Articles of Incorporation, the laws of the state of Texas, or the laws of the United States.

### **3. REMOVAL:**

IMAM may be removed only by a unanimous vote of the BOARD.

## **ARTICLE VIII: VI. ISLAMIC SCHOOL**

Under the guidance of the Board and support and supervision of the MT, Sunday Islamic school may be established. The organization and functioning of the school, if any, shall be according to the following guidelines:

**1. School Governing Council:**

1. The school Governing Council shall operate the KIC Sunday School religious education program.
2. The School Governing Council shall consist of five members: (1) two people selected by the Board, (2) one person selected by the MT, (3) one person selected by the Parents-Teachers organization. Imam will be the fifth member.
3. Of the two members selected by the Board, one shall be the Principal of the School, who will be responsible for the day to day administration of the Sunday school. The other Board selected member shall be the Chairperson of the School Governing Council. Who shall be responsible for the long-term planning, policies and coordination with the Board.

**2. Finances and Accounting:**

1. Funding for the school operations shall be generated from the Tuition Fee, Registration fees and fund-raising events, organized by the school.
2. If additional funds are needed, school may request additional funding from KIC general funds through the MT, subject to approval by the Board.
3. The School shall have a separate Bank Account.
4. The school principal shall serve as the treasure for school account or designate a treasurer for the school.
5. The School Principal can spend up to \$1000.00 for recurring expenses and \$200.00 for non-recurring expenses.
6. The spending limit for the principal will be same as that of the President of MT.
7. Capital expenditures of \$1000 or more must be approved by the Board.
8. Financial report of School activities shall be provided to the Board quarterly by the principal or appointed treasurer of the school.
9. The president of the MT has the final authority on coordinating and deciding any events, organized by the school, that take place on KIC property or outside.

**3. School Activities:**

1. With the guidance of Principal, the School Governing Council will plan and execute all the academic activities including selection of curriculum, class arrangements and assignments for the teachers.
2. Any extracurricular activities organized by the school shall be in accordance with guidelines set forth in ARTICLE 2 of the constitution.

**4. Conflict Resolution:**

1. Any conflicts that may arise regarding the working of the school, between the members of the School Governing Council, School volunteers, students or Teachers, shall be resolved according to the provisions of the ARTICLE 7 of the constitution. A hierarchal system will be used in conflict resolution starting with governing council, MT, Board and then binding arbitration.

## **ARTICLE IX: COMMITTEES UNDER MANAGEMENT COMMITTEE**

### **1. General Provisions:**

1. Each committee shall include a member of the MT except the Women's Committee, unless a member of the MT is of Female gender and thereby can head the Women's Committee.
2. The tenure of any Committee shall not exceed the term of the MT. Committees can be dissolved by the MT at any time.
3. The MT will assign responsibilities of all committees as needed.
4. Recommendation of all the Committees shall be presented to the MT for review, approval and further action.

### **2. Special Committees:**

1. The Board and the MT each shall have the power to form special Committees, from time to time. The Board shall have power to form panels and other advisory groups from time to time. The Board has a right to appoint individuals to any committee at any time, in accordance with the guidelines set forth below.
2. Special Committees may include Building Committee, Public relations Committee, Women's Committee, Youth Committee and Membership Committee.

### **3. Standing Committees:**

1. Standing Committees shall be School Governing Council, and the Finance, Education committee and Zakat Committees.
2. Depending upon known availability of volunteers, all standing committees may not be filled.

A. School Governing Council Please see article VI section (a)

B. Finance Committee

- i) The Treasurer shall chair the Finance Committee.
- ii) The Finance Committee shall provide information to the MT to assist in preparation of monthly, quarterly and annual reports and the annual budget.

C. EDUCATION COMMITTEE.

- i) The education committee shall consist of Imam, one person selected by the Board and at least one person selected by the MT.
- ii) The education committee shall coordinate classes and programs for adults and children from time to time to learn Quran, Hadith and related topics.

D. ZAKAT COMMITTEE.

The Zakat Committee shall include the treasurer, Imam and one other member selected from the Board. The Committee shall coordinate the collection and distribution of Zakat as per the tenets of Islam. Distribution shall require documentation of need on appropriate form and approval of simple majority of the members.

## **ARTICLE X: FINANCE**

1. **Fiscal year:** The Fiscal Year of KIC shall be calendar year. It will start from January 1st. and end on December 31st.
2. **Bank Account:** The Association shall maintain a non-interest bearing account at a Bank in Alliance area.
3. **Certification:** The MT shall appoint a Certified Public accountant to audit KIC accounts annually. MT President shall present the report at the general Body at the annual meeting.

## **ARTICLE XI: ELECTIONS**


1. Official List of Eligible Voting Members
  - a. The MT shall complete a list containing the names of all individuals who, as of June 30, are
    - i) Voting Members eligible to vote in the General Body Meeting and the coming elections
    - ii) Voting Members, who are eligible to serve on the MT and Voting Members, who are eligible to serve on the Board (see article 4.03 G 2), for each eligible position.
  - b. The list shall be submitted for the approval of the Board. This list shall be posted for review of the General Body.
  - c. Voting Members may contest any name on the list or request the addition of a name. Individuals who fulfill the requirements to be Voting Member, may be added to the list, only with the approval of and validation of the Board.
2. Election Commission
  1. The Board shall form an Election Commission prior to the election date.
  2. Election Commission shall seek nominations prior to the date of election.
  3. The Election Commission shall announce and post the final list of the candidates in the Masjid at least 3 days prior to the election day.
  4. There shall be a Chief Election Commissioner selected from EC members by unanimous consent or vote by simple majority of the Board.
3. Eligibility and Voting Procedures
  1. Only Voting Members in good standing shall have the right to vote in elections.
  2. Votes will be cast by secret ballots, which will be tallied at the end of the election by the Election Commission, and the results shall be announced immediately.
  3. Election Commission in consultation with Board may agree upon voting methodology – physical presence, online voting, etc. as long as election integrity and security are maintained.
  4. The Board shall maintain all election ballots and records for a period of 2 years.
5. Election Day

1. If conditions on the election day warrant postponement due to reasons beyond control of the Election Commission the election may be postponed to the following Sunday. If once again, the circumstances warrant, the election may be postponed until such time that elections may be held as agreed between Chief Election Commissioner and Board of Trustees.

### **CERTIFICATE OF SECRETARY**

I certify that I am the duly elected and acting secretary of Keller Islamic Center and that the foregoing Amended and Restated Bylaws constitute the Bylaws of the Keller Islamic Center. These Amended and Restated Bylaws were duly adopted by the Board of Trustees of Keller Islamic Center dated May 26, 2021.

DATED: May 29, 2021

By:  \_\_\_\_\_

Name: Mohammad Asadul Haq

Title: Secretary