

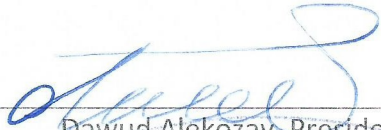
BYLAWS OF THE
Elk Grove Afghan
Community Center

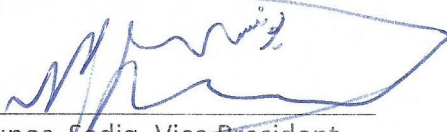
EGACC, Masjid al Tawheed

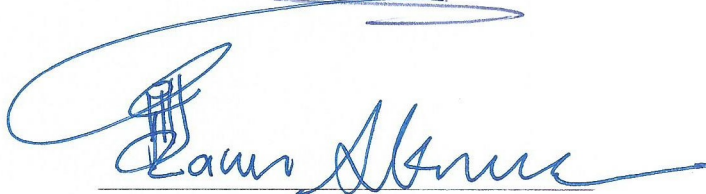
Adoption of Bylaws

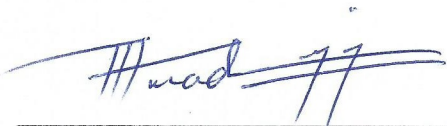
The foregoing Bylaws were adopted by the Board of Directors and Board of Trustees at a meeting duly called and held on September 20, 2017 at EGACC (Masjid al Tawheed).

Executive Committee


Dawud Alekozay, President



M. Younos, Sadiq, Vice President



Akram Zamani, Treasurer


A. Mir Momand, General Secretary


M. Ismail Ayubi, Public Affairs

Board of Trustees


Samihullah Tokhi, Chairman


Ali Timuri, Secretary


A. Farzan Farzad, Treasurer


Said Rahmani, Trustee

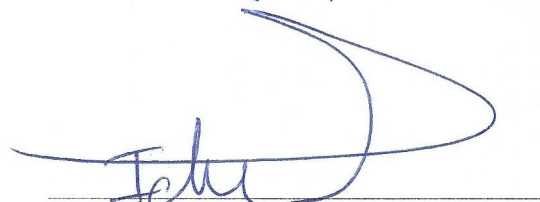

Idris Alekozay, Trustee

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ARTICLE I – NAME AND OFFICES

SECTION 1. NAME

The organization shall be called Elk Grove Afghan Community Center, hereinafter referred to as the “Center” or “EGACC”.

SECTION 2. PRINCIPAL OFFICE

The Center's business office is located in Sacramento County, California

SECTION 3. CHANGE OF ADDRESS

The county of the corporation's principal office can be changed only by amendment of these Bylaws and not otherwise. The Board of Directors, which shall be defined as a 7 member board may, however, change the business office from one location to another within Sacramento County, and such changes of address shall not be deemed an amendment of these Bylaws.

SECTION 4. LANGUAGE

The official language of the Center shall be English. All official documents, meeting minutes, and financial records of the Center shall be kept and maintained in English.

Other languages of the majority of the members shall be used when it is deemed necessary; in meetings and special events or for the dissemination of information as needed by the diversity of the membership.

ARTICLE II – IDEOLOGICAL AIM, PURPOSE, AND GOALS

SECTION 1. IDEOLOGICAL AIM AND PURPOSE

The Center shall be a nonprofit, nonpartisan organization.

The fundamental aim of the Center shall be to encourage and to enable Muslims to acquire the basic knowledge and understanding of Islam, Iman and Ihsan and to contribute individually and collectively toward meeting community needs in conformity with Islamic doctrine.

Our beliefs shall be based on the Aqeedah of Ahlus Sunnah wal Jammah. As Muslims we believe that there is nothing worthy of worship but Allah (God) and believe that Prophet Muhammad (Peace be upon him) is the last messenger of Allah who brought the final message, the Quran, for the benefit of all mankind.

At all times, this Center should adhere to the doctrine mentioned above, promote brotherhood, promote family values and spread peace. Its members, donations, and contributions support this Center in these purposes.

The Center shall not engage in any activities that do not further the purposes of the Center and shall not carry on any activities not permitted to be carried on by a organization exempt from

federal income tax under Section 501(c)(3) of the Internal Revenue Code or by an organization contributions to which are deductible under Section 170(c)(2)(B) of the Internal Revenue Code.

SECTION 2. GOALS AND OBJECTIVES

The Center is concerned with the welfare of Islam and Muslims. Towards that end, the Center shall, but not be limited to:

- a) Instill in its members the fundamental values taught in the Quran and the Sunnah; Islam, Iman and Ihsan.
- b) Arrange and hold daily congregational prayers and be open to all Muslims of Elk Grove and its surrounding areas.
- c) Hold Islamic religious activities at appropriate times for all men and women.
- d) Promote unity and cooperation among Muslims.
- e) Utilize the skills and resources of the community to develop the vision and plans necessary to meet the religious, social, educational, and economic needs of our community today and in the future.
- f) Present the religion of Islam to the surrounding community, pure and free from distortion.
- g) Promote better relations between Muslims and non-Muslims.
- h) Provide marriage (Nikkah) services.
- i) Provide funeral (Jinazah) services.

ARTICLE III – AFFILIATION

SECTION 1. PRINCIPLES OF AFFILIATION

Affiliation with another organization should be in agreement with the Center purposes, goals and Bylaws. In particular, no affiliation should align the Center with any political party or systems. Affiliation terms should be clearly articulated and require two-third majority vote by the Board of Directors and the Oversight Council.

ARTICLE IV – MEMBERSHIP

SECTION 1. DETERMINATION AND RIGHTS OF MEMBERS

The Center shall have only one class of members. No member shall hold more than one membership in the Center. All members shall have the same rights, privileges, restrictions and conditions as stated in Section 4 of this Bylaws. This Center does not distinguish its members based on their ethnicity, language, race, age, and/or gender.

The membership of the Center shall consist of members who wish to abide by this Bylaws and satisfy the membership requirements specified in Article IV, Section 2. There is no limit on the number of members the Center may admit.

SECTION 2. REQUIREMENTS

To be a member of this Center, an applicant must adhere to the following guidelines:

- a) Be a believer (Mu'min); affirming their belief in:
 - a. Allah
 - b. All of the Prophets and in Muhammad as the Final Messenger.
 - c. The Books of Allah
 - d. The Angels
 - e. The Day of Judgement
 - f. Qadaa and Qadr.
- b) A member shall abide by Islamic ethics and morals and by these Bylaws.
- c) A member must be at least 24 years of age; with the exception of current students.
- d) An applicant or a renewing member must pay the membership dues set by Board of Directors.

SECTION 3. RIGHTS AND PRIVILEGES

A member of the Center shall have the following rights and privileges:

- a) Allowed full participation in all religious, and social activities of the Center.
- b) Allowed to cast one vote for each Board of Directors candidate during the election period, after 1 year of continued membership and good standing.
- c) Allowed, by the approval of the Board of Directors, review of all records, documents, financial records and/or files of the Center. A formal request in writing must be made. Copies of any type shall not be made.
- d) Allowed to receive guidance and help through whatever resources available to the Center.

SECTION 4. MEMBERSHIP RECORD

The Center shall keep a membership record containing the name and address of each member. Termination of the membership of any member shall be recorded in the membership record, with the date of termination of such membership. The membership record shall be kept at the Center's office and shall be available for inspection during regular business hours or a time specified by the Board of Directors.

SECTION 5. PROPERTY USE

Without prior approval from the Board of Directors, the property of this Center shall not be used, in whole or in part, by any person for any purpose not related to the Center.

SECTION 6. LIABILITY OF MEMBERS

A member of this Center is not, as such, personally liable for the debts, liabilities, or obligations of the Center.

SECTION 7. NONTRANSFERABILITY OF MEMBERSHIPS

No member may transfer a membership or any right arising there from to another person. All rights of membership cease upon the member's death.

SECTION 8. TERMINATION OF MEMBERSHIP

The membership of a member shall be terminated upon the occurrence of any of the following events:

- a) Upon his or her notice of such termination by submitting a voluntary membership termination form delivered by mail or in writing to any member of the Board of Directors. Such membership shall be terminated upon the date of delivery of the notice or postmark date of the post office.
- b) Upon a determination by the Board of Directors that the member has engaged in conduct that is prejudicial to the interests and/or purpose of the Center such as; violation of these Bylaws, use of foul language in the Center, disruption of the Centers religious and activities or official meetings, intimidation, intoxication or lewdness.
- c) Upon determination by the Board of Directors, failure of payment of member dues for 5 consecutive months and not paying the amount of delinquent dues within 30 days following the 5 month period may result in termination.
- d) The Board of Directors, by majority vote, can remove any member of the Center that violates the principles of the Center or gains and unfavorable relationship with the community.

SECTION 9. PROCEDURE FOR EXPULSION

Following the determination that a member should be expelled under the terms of Article IV, Section 8, the following procedure shall be implemented:

- a) A member shall be notified by mail or phone call, setting forth the expulsion and the reasons therefore. The member shall be notified at least 30 days before the proposed effective date of the expulsion.
- b) The member being expelled shall be given the opportunity to be heard, either in person or in writing. If a hearing is requested, the hearing is to be held not less than 15 days before the effective date of the proposed expulsion. The hearing shall be conducted by the Board of Directors and the Oversight Committee.
- c) Following the hearing, with the recommendation of the Oversight Committee, the Board of Directors shall decide if the member should in fact be expelled, suspended, or sanctioned in some other way. The decision of the Board of Directors shall be final.
- d) If required, the Board of Directors reserves the right to bar entry to the Center any expelled member it deems a threat to the peace and security of the Center or its members.

SECTION 10. RIGHTS ON TERMINATION OF MEMBERSHIP

All rights of a member in the center shall cease upon expulsion or termination of their membership as herein provided. Upon expulsion or termination, members may request a

refund the balance of future membership dues payments made in advance, starting with next full month after expulsion or termination.

SECTION 11. RE-INSTATEMENT

Reinstatement of a member requires a majority vote by the Board of Directors after receiving a recommendation to reinstate the member from the Oversight Council. Unless the termination and reinstatement have taken place during the same year and the member did not collect membership fees upon termination, no membership dues will be collected for the same year.

ARTICLE V – BOARD OF DIRECTORS

SECTION 1. RESPONSIBILITIES

The Board of Directors is an execution team that develops and executes the necessary plans to achieve the center's goals and is entrusted with all real estate properties owned by the Center. Towards this end the Board of Directors shall be responsible for, but not be limited to:

- a) Define internal and external policies for the Center in accordance with generally accepted Islamic principles and this Bylaws.
- b) Develop to maturity the necessary Bylaws and procedures to successfully run the Center.
- c) Establish necessary institutions with semi-independent management structure.
- d) Appoint Functional Committees and act on their recommendations.
- e) Appoint full time or part time staff
- f) Maintain the Center's facilities.
- g) Approve the overall budget and the budget of each institution at least 30 days prior to the commencement of the fiscal year. A fiscal year is determined to be January 1 thru December 31.
- h) Manage and approve affiliations after adhering to the affiliation guidelines of Article III of this constitution.
- i) Navigate the Center to comply with the laws of all State and Federal jurisdictions it belongs to.
- j) Keeping title and record of official real estate ownership documents.
- k) Prepare and publish monthly financial statements for public review and if necessary, governmental agencies.
- l) Abide by this Bylaws.

SECTION 2. STRUCTURE

The Board of Directors shall consist of 7 elected members, hereby known as officers. Within 1 month of assuming office, the 7 elected officers will deliberate and assign for themselves the following positions; President, Vice President, Secretary, Treasurer, 2 Assistant Treasurers, and Public Relations Representative.

The positions shall be assigned to the elected members according to their knowledge and skills set forth in the positional responsibilities of Article V, Sections 5-9, and by agreement of the

Board of Directors. The members of the Board of Directors may not hold more than 1 elected position at the same time. The officers will not receive any remuneration.

SECTION 3. TERM

The term of office for each position on the Board of Directors is 3 years. Officers are limited to 2 consecutive terms thereafter, the officer shall forego at least 1 term before he can be nominated again.

SECTION 4. QUALIFICATIONS

The officers should be respected members of the Center and should have an appropriate mix of knowledge of Islamic laws, management, accounting, California real estate law, and governmental affairs.

In addition, an officer of the Board of Directors must meet the following minimum qualifications:

- a) Be a member of the center for a minimum of three years.
- b) Possess the necessary leadership, management and technical skills either through education or experience.
- c) Possession of a High School Diploma or higher.
- d) Must have a strong command of speaking, reading, and writing in the English language.
- e) Be committed to supporting the Center.
- f) Must be familiar with Microsoft Office.
- g) Must be able to speak fluently in either Pashto or Dari.
- h) Must not be above the age of 62.
- i) Must be healthy and of sound mind and reason.
- j) Must be able to pass a Criminal Background check, with no felonies.
- k) Must adhere to Islamic morals and customs.

SECTION 5. PRESIDENT'S ROLE

The President of the Board of Directors shall be responsible for:

- a) Managing, directing, and coordinating all the activities of the Center.
- b) Calling and presiding over meetings of the Board of Directors and the General Body.
- c) Appointing members of Ad Hoc committees with approval of the Board of Directors.
- d) Controlling funds and expenses of the Center as defined in Article XIV.
- e) Presenting reports on the state of the Center to the annual meeting.
- f) Being a liaison between the Board of Directors and the Oversight Council.
- g) Adjusting the roles of the officers as listed in Article V, Sections 5-9 as necessary to better match the skills and experiences of the elected officers.

SECTION 6. VICE PRESIDENT'S ROLE

The Vice President of the Board of Directors shall be responsible for:

- a) Assuming the functions of the President in the absence of the President.
- b) Directing and coordinating the activities of the functional committees.
- c) Assisting the President in accomplishing the purposes of the Center.
- d) Keeping the Center registered in the State of California and reporting to all relevant government agencies.
- e) Performing any other responsibility delegated by the President of the Board of Directors.

SECTION 7. SECRETARY'S ROLE

The Secretary of the Board of Directors shall be responsible for:

- a) Preparing, circulating and maintaining the minutes of all correspondence, and meetings conducted by the Board of Directors.
- b) Meeting minutes must be recorded in English and shall be made available for review upon the request of any member of the Center.
- c) Presenting the minutes of the meetings specified above for approval by the Board of Directors and posting approved decisions in the Center.
- d) Maintain all official records and documents which are not maintained by the Treasurer.
- e) Maintaining a profile of all Center members.
- f) Maintaining a list of all people interested in the Center's affairs.
- g) Performing any other responsibility delegated by the President.

SECTION 8. TREASURER'S ROLE

The Treasurer of the Board of Directors shall be responsible for:

- a) Maintaining a detailed record of all financial transactions of the Center such as contributions, disbursements, receipts, and banking reconciliation and in compliance with all relevant laws and the Bylaws of the Center.
- b) With the assistance of the a member of the Oversight Council; collecting and depositing all funds received on behalf of the center.
- c) Countersigning all withdrawal checks on behalf of the center in accordance with Article XIV.
- d) Preparing the annual budget of the center for the following year, in consultation with the Board of Directors and the Oversight Committee at least 3 months prior to the end of the fiscal year.
- e) Be familiar with online banking, Quickbooks or other accounting and auditing programs.
- f) Presenting a monthly report on the status of the Center's financial affairs to the Board of Directors and members of the Center.
- g) With the assistance of other officers, managing all financial affairs with governmental agencies including taxes and financial reporting.
- h) Performing any other responsibility delegated by the President of the Board of Directors.
- i) Cooperating with the Oversight Committee in all financial matters.

SECTION 9. ASSISTANT TREASURER'S ROLE

The 2 Assistant Treasurers of the Board of Directors shall be responsible for:

- a) Representing the best interests of the general membership and the Center in all financial transactions of the Center.
- b) Assisting the Treasurer with all duties, as delegated by the President, Vice President, or Treasurer.
- c) Acting as a liaison between the Treasurer and the general community when required.
- d) Holding the Treasurer accountable, responsible and ensuring transparency.
- e) Assisting the President oversee the state of the Center's real estate properties.

SECTION 10. PUBLIC RELATIONS SECRETARY ROLE

The Public Relations Secretary of the Board of Directors shall be responsible for:

- a) Being the spokesperson, representative and correspondent for the Center.
- b) Establishing appropriate links with other Muslim organizations, non-Muslim organizations, the press and governmental agencies.
- c) Coordinating activities with local and national organizations.
- d) Developing and maintaining a public communication policy that ensures the professional presentation of the center.
- e) Maintain the website and other electronic or digital forms of communication of the Center.
- f) Offering technical assistance and clearance of all forms of communication.
- g) Performing any other responsibility delegated by the President of the Board of Directors.

SECTION 11. RESIGNATION AND REMOVAL OF AN OFFICER

An officer can resign from the Board of Directors in writing to the President, provided that he gives 1 months notice. In the event of a resignation, the resigning officer is responsible for ensuring all necessary documents, records, and knowledge is transferred to the President or the incoming officer who will fulfill the vacated position, prior to vacating their position.

With a majority vote, the Board of Directors and the Oversight Committee can remove any officer that violates the principles of the Center or gains an unfavorable relationship with the community. An officer may be removed by the Oversight Council in accordance to Article XV Section 5(d).

If an officer fails to attend 3 consecutive regular meetings, the Board of Directors may remove the officer from their position by a majority vote.

SECTION 12. VACANCIES

In the event the position of the President is vacated, the Board of Directors elect a member from within the Board of Directors for the remaining term. Only elected members are eligible to be nominated to the position of Chairman.

In the event of a vacancy among the remaining officer positions, the Board of Directors shall fill the vacancy from among the members of the Center for the remainder of the term within 4 weeks from the date of the vacancy. The selected member must meet the requirements set forth in Article IV.

ARTICLE VI – OVERSIGHT COUNCIL

SECTION 1. RESPONSIBILITIES

The Oversight Council is the guardian of the center and plays a key role in the governance of the Center, maintaining unity, and strengthening the community. The responsibilities of Oversight Council shall be, but not limited to:

- a) Overseeing the decisions of the Board of Directors and ensuring they are beneficial for the Center and in accordance to the Quran and Sunnah and these Bylaws.
- b) Fostering unity and maintaining a brotherly atmosphere within the community.
- c) Resolving any major disputes and conflicts within the community and between officers of the Board of Directors.
- d) Insuring that elections take place in accordance to this Bylaws.
- e) Overseeing membership termination and reinstatement cases and providing recommendations to the Board of Directors.
- f) Participating in votes that are required to remove an Officer from the Board of Directors who violates the principles of the Center or gains an unfavorable relationship with the community.
- g) Overseeing and auditing all financial records of the Board of Directors.
- h) Overseeing the well being of the Center's real estate properties.
- i) Overseeing the Board of Directors efforts and budget priorities to strike a balance between funds to pay off loans, maintain the properties, and other expenses.
- j) Be responsible for upholding the best interests of the general membership of the Center in regards to all financial decisions of the Board of Directors.
- k) Overseeing the Board of Directors tax, insurance and legal records pertaining to the center real estate properties.
- l) Audit the finances and financial reports of Functional and/or Ad Hoc committees appointed or created by the Board of Directors.
- m) Appointing one member of the Oversight Council to oversee the Board of Directors in the collection and depositing of all funds received on behalf of the Center.
- n) Consult the Board of Directors on the preparation of the annual budget of the Center.

SECTION 2. STRUCTURE

The Oversight Council shall consist of thirteen (13) members. The Oversight Council may assign one of its councilmember's as its Secretary. The Secretary will act as the liaison between the Board of Directors and the Oversight Committee. The members of the Board of Directors and Oversight Council may not hold more than 1 elected position at the same time. No councilmember will receive any remuneration.

SECTION 3. TERM

Councilmember's shall be appointed by the Board of Directors. The term of office for each position on the Oversight Council is 5 years. Councilmember's are limited to one term; thereafter the councilmember is to forego a minimum of one term before being able to be appointed again.

SECTION 4. QUALIFICATIONS

Each member of the Oversight Council must be a member of the center and should have the respect of the community and should be acquainted with the communities affairs. In addition, councilmember's must:

- a) Have knowledge of the key principles and morals of Islam.
- b) Be able to exercise good judgment.
- c) Have the ability to judge independently in making decisions.
- d) Be an honest person.
- e) Be able to speak fluently in Pashto and Dari.
- f) Be member of the Center for a minimum of five years.
- g) Must be healthy and of sound mind and reason.

SECTION 5. RESIGNATION OF A OVERSIGHT COUNCIL MEMBER

In case an Oversight Council member resigns or is removed by any means, the Board of Directors will appoint a new member from the Center by majority vote to the vacated seat, so long as the member meets all the qualifications and requirements set forth in Article VI of these Bylaws.

The remaining members of the Oversight Council may make recommendations on the new candidate. The resignation should be handed in writing to the Secretary of the Council. When resigning, the Oversight Council member should give a minimum of 1 month notice.

SECTION 6. REMOVAL OF AN OVERSIGHT MEMBER

In case a member of the Oversight Council violates the principles of Community Center or gains an unfavorable relationship with the community, the councilmember shall be removed by majority vote of the Oversight Council and Board of Directors.

ARTICLE VII – FUNCTIONAL COMMITTEES

SECTION 1. PURPOSE

Functional Committees are created to address the development and planning needs of specific areas of interest for the Center. Typically, these require long term vision and planning and have across-institutional impact. The Board of Directors is responsible for creating and managing these Functional Committees following the rules of this Article.

SECTION 2. FUNCTIONAL COMMITTEES

Functional Committees are not Ad Hoc, and are deemed necessary by the Board of Directors. The Board of Directors shall create and define the purpose of such Functional Committees, as it deems necessary. The following are examples of Functional Committees:

- a) Women's Committee: responsible for the development and communication of women issues. Helps the Board of Directors and other Functional Committees address women's issues.
- b) Youth Committee: responsible for the development and communication of youth issues. Helps the Board of Directors and other Functional Committees address youth issues.
- c) Economic Affairs Committee: responsible for the analysis of economical issues, formulation of economical agenda and communication of economical proposals to the Board of Directors. Examples of Economic Affairs Committee work are endowments program, home financing programs and community marketplace.
- d) Social Affairs Committee: Responsible for the analysis of social issues, formulation of social agenda and communication of social proposals to the Board of Directors. May arrange matrimonial programs, sports programs and celebrations of historical and special events and refugees programs.
- e) Zakat Committee: Responsible for the collection and distribution of Zakat.
- f) Construction Committee: Responsible for construction works and construction related works of the Center.

SECTION 3. STRUCTURE

Functional Committees shall have three to seven members. The exact number of members for each Functional Committee is to be determined by the Board of Directors. One member assumes the role of the Chairman of the Committee and another assumes the role of the Secretary of the Committee.

SECTION 4. COMMITTEE CHAIRMAN

The Chairman of the committee is an experienced person within the functional area. The Chairman should strive to meet the goals set for the committee by the Board of Directors. The Board of Directors shall appoint the chairman of all Functional Committees within 90 days following the start of a new Board of Directors term. No person can be a chairman of more than one Functional Committee at the same time.

SECTION 5. MEMBERS AND SECRETARY

The appointed Chairman shall select the members and the Secretary of the committee within 30 days and in concurrence with the Board of Directors. All members should possess the necessary skills and experience in the functional area.

SECTION 6. MEETINGS

The meetings of Functional Committees shall be called and presided over by the Chairman of the committee. A representative of the Board of Directors may participate in the meetings as an observer.

SECTION 7. TERM

Each Functional Committee shall stay active until the newly elected Board of Directors forms a new committee. There are no limits on the number of terms a Chairman or a member can serve on Functional Committees.

SECTION 8. REPLACEMENT

The Chairman or members of any functional committee may be removed and replaced by the Board of Directors at any time during their tenure.

SECTION 9. GOALS AND REPORTING

The Board of Directors shall provide written goals and guidelines for all functional committees.

SECTION 10. REPORTING

All functional committees shall report to the Board of Directors through the Vice President of the Center and in accordance with the guidelines provided by the Board of Directors. The Board of Directors shall act upon all the recommendations of functional committees, positively or negatively, but never ignore them, within a period of three months from the date the recommendations are submitted.

ARTICLE VIII – AD HOC COMMITTEES

SECTION 1. PURPOSE

Ad-hoc Committees are created to carry out a specific assignment. The assignment, goals and terms of the committee shall be precisely pre-defined in writing by the forming body. Following the rules of this Article, the Board of Directors can form any number of Ad-hoc Committees.

SECTION 2. STRUCTURE

Ad-hoc Committees shall have three to seven members. The exact number of members for each ad-hoc committee is to be determined by the Board of Directors. In case the committee comprises three or more members, one member assumes the role of the Secretary of the Committee.

SECTION 3. COMMITTEE LEAD

The Lead of the committee shall be an familiar with the goals and vision of the ad-hoc committee. The Lead should strive to meet the goals set for the committee by the forming body. The Board of Directors shall appoint the Lead of the ad-hoc committees. No person can be a Lead of more than one ad-hoc committee at the same time.

SECTION 4. MEMBERS AND SECRETARY

The appointed Lead shall select the members and the Secretary of the Committee within 30 days and in concurrence with the Board of Directors. All members should possess the necessary skills and experience that align with the goals and vision of the ad-hoc committee.

SECTION 5. MEETINGS

The meetings of ad-hoc committees shall be called and presided over by the Lead of the committee. A representative from the Board of Directors may participate in the meetings.

SECTION 6. TERM

Each ad-hoc committee shall stay active until the committee's goals are met. The Board of Directors may dissolve any committee at anytime. There are no limits on the number of terms a Lead or member can serve on an ad-hoc committee.

SECTION 7. REPLACEMENT

The Lead or members of any ad-hoc committee may be removed and replaced by the forming body at any time during their tenure by the Board of Directors.

SECTION 8. GOALS

The Board of Directors shall provide written goals and guidelines for all Ad-hoc committees.

SECTION 9. REPORTING

All Ad-hoc Committees shall report to the Vice President of the Board of Directors and in accordance with the guidelines provided by the Board of Directors. The Board of Directors shall act upon all the recommendations of ad-hoc committees -- positively or negatively, but never ignore them within a period of three months from the date the recommendations are submitted.

Article IX – IMAM

SECTION 1. DESCRIPTION AND ROLE

The Center shall employ a religious leader (Imam) at all times. The Imam shall adhere to the Aqeedah of Ahlus Sunnah wal Jammah and preferably have expert knowledge of the Hanafi madhab. The role of the Imam shall be, but not limited to:

- a) Lead daily congregational prayers.
- b) Lead special prayers such as Jummah, Eid al Fitr, and Eid al Adha.
- c) Provide guidance and religious advice to members.
- d) Maintain religious classes for members in all aspects of Islam.
- e) Perform marriage ceremonies.
- f) Serve as a community leader.
- g) Provide funeral (jinaza and fatiha) services.

SECTION 2. MINIMUM QUALIFICATIONS

The Imam of the center shall possess the following minimum qualifications:

- a) Possess a bachelors degree in Religious Studies or Theology from a recognized Islamic University.
- b) Be fluent in the following languages: Arabic, English, Dari, Pashto

- c) Display excellent moral character and exercise proper judgment.

SECTION 3. SALARY

The position of the Imam shall be a salaried position. The salary shall be determined and fixed by the Board of Directors in a separate contract.

SECTION 4. DISENGAGEMENT OF ROLE

The Imam of the center must not become involved in the management of the center or the day to day business and activities of the Board of Directors. The Imam shall maintain an unbiased and neutral position during elections, on policies adopted by the Board of Directors, and other issues which are deemed as an extension of the Board of Directors.

ARTICLE X – NON-LIABILITY AND INDEMNIFICATION

SECTION 1. NON-LIABILITY OF DIRECTORS

The Board of Directors, Oversight Council, Imam and all sub-committees shall not be personally liable for the debts, liabilities, or other obligations of the center.

SECTION 2. INDEMNIFICATION BY COMMUNITY CENTER OF OFFICERS, TRUSTEES, OVERSIGHT COUNCIL, IMAM AND ALL SUB-COMMITTEES AND OTHER AGENTS

To the extent that a person who is, or was, a director, officer, trustee, Imam, employee or other agent of the center has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the center, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this corporation but only to the extent allowed by, and in accordance with the requirements of, Section 9246 of the California Nonprofit Religious Corporation Law.

ARTICLE XI – CENTER INSTITUTIONS

SECTION 1. DEFINITION

Semi-independent institutions established by center with the purpose of fulfilling a specific objective.

SECTION 2. FORMATION

The formation of a Center Institution involves the following steps:

- a) The Board of Directors prepares and approves a business plan.

- b) The Board of Directors and the Oversight Council holds public hearing attended by the Board of Directors and current members of the center.
- c) The Oversight Council makes a final decision on the proposal based on the following factors:
 - a. Plan consistency with Islamic principles and the centers Bylaws.
 - b. Credible public hearing testimony from members of the center for or against the plan.
- d) After the Board of Directors obtains approval from the Oversight Council, the Board of Directors appoints a commission with the purpose to draft a proposed constitution.
- e) Once the Board of Directors approves the proposed constitution, the Board of Directors should arrange a General Body meeting and the motion to establish the institution should gain a two-thirds (2/3) majority approval vote from the centers members.

SECTION 3. MANAGEMENT

An elected member of Board of Directors shall manage each Institution of the center. The institution constitution shall establish the management and financial relationship between the institution and Board of Directors. In general, the Board of Directors should be given full authorities to manage and plan the daily business of the institution. The Board of Directors collaborates with the Board of Directors of the institution on key issues such as general yearly plan, budget and fundraising. The institution constitution should spell out these terms clearly.

ARTICLE XII – MEETINGS OF MEMBERS

SECTION 1. PLACE OF MEETINGS

Meetings of members shall be held at the principal office of the Center or at such other place or places within the State of California as designated by resolution of the Board of Directors.

SECTION 2. GENERAL BODY MEETING

The Board of Directors may provide updates to the general body through periodic general body meetings. The following guidelines shall apply for General Body Meetings:

- a) The General Body shall be notified, in writing, of an upcoming meeting at least two weeks before the date of the meeting.
- b) The Board of Directors may use this forum to provide updates on current projects, answer questions from the body and to hear feedback.
- c) The Board of Directors may call for a General Body Meeting any number of times.

SECTION 3. GENERAL BODY ANNUAL MEETING

The Board of Directors may provide updates the general body on state of the Center and progress of the last 12 months at a General Body Annual Meeting. The following guidelines shall apply:

- a) The General Body shall be notified, in writing, of an upcoming meeting at least four weeks before the date of the meeting.

- b) The Board of Directors may use this forum to provide updates on current projects, provide a financial report of the centers finances, answer questions from the body, hear feedback, and to present a plan for the following year.
- c) The Board of Directors must call for an annual General Body meeting at least once a year.

SECTION 4. GENERAL BODY SPECIAL MEETINGS

The Board of Directors shall call a Special General Body Meeting upon receiving a written request signed by at least (10%) of the members of the Center. Such a meeting shall be held as soon as necessary.

SECTION 5. GENERAL BODY MEETINGS QUORUM

The presence of (51%) of the total members of the Center shall constitute a quorum for any meeting where the general membership is required to vote. It shall be the responsibility of the President or his appointee to verify that a quorum is satisfied before the beginning of the meeting.

In case a quorum is not satisfied for the first time a meeting is scheduled, a second meeting must be held for the same purpose. Except in the case of General Body Special Meetings, there is no quorum requirement for the second meeting for voting on matters, which were to be voted on in the first meeting. The date of the second meeting shall be posted at least two weeks before the date of the second meeting.

In case of General Body Special Meetings, if the number of present members on the date and time of the first and second meetings falls below one third of the total members of the Center the Special Meeting request shall be dismissed.

SECTION 6. GENERAL BODY MEETING DECISIONS

A simple majority vote of members present is sufficient for decisions on all matters except those requiring a special majority vote as stated elsewhere in these bylaws.

SECTION 7. BOARD OF DIRECTORS MEETINGS

The Board of Directors shall adhere to the following meeting guidelines:

- a) The Board of Directors shall meet at least once every month at such a time and place as is most suitable to most of the officers. The Board of Directors should develop, adopt and publish regulations that establish procedures to call for irregular and emergency meetings.
- b) The presence of four (4) officers of the Board of Directors shall constitute a quorum for a Board of Directors meeting; provided that President or Vice President is one the three present members.
- c) The regularly held Board of Directors meetings shall be open to the members of the Center, but may only participate as observers. Observers do not have the right to vote at these meetings.

- d) All members of the Board of Directors and all members of the Oversight Committee must be notified two (2) weeks in advance, and members of the Board of Directors shall be present for any meeting which regards the spending more than (\$5,000.00).
- e) The Board of Directors meetings and decisions can never defy the decisions made in the joint meeting of Board of Directors and Oversight Council.

ARTICLE XIII – ELECTIONS

SECTION 1. ELECTIONS COMMITTEE

The purpose of the Elections Committee shall be to organize and execute the elections of the Board of Directors and the Oversight Council. Under the direct supervision of the Board of Directors and the Oversight Council, the Elections Committee shall follow the procedures established in this Bylaws. The Board of Directors shall facilitate the work of the elections committee. The Elections Committee tasks shall include, but not be limited to:

- a) Sending a written notice of Election Committee members contact information, election period, important dates and any other useful material to all Members of the Center. Letters must be sent out no later than 10 days after beginning of Elections Committee term.
- b) Verifying the eligibility of voters.
- c) Keeping all ballots and records for two years or any period stated by law.
- d) Carrying out all election administrative tasks.

SECTION 2. STRUCTURE AND QUALIFICATIONS

The Head of the Elections Committee plus two additional members of the election committee shall report directly to the Board of Directors. The Head of the Elections Committee and its two additional members are elected by the Board of Directors. The minimum qualifications to be on the elections committee are:

- a) Must be a member of the Center for a minimum period of one year.
- b) Election Committee members cannot be a member of the Board of Directors or Oversight Council.
- c) Members of the Elections Committee may not be nominated to any open position.

SECTION 3. TENURE AND ETHICS

The election committee shall be appointed for each election period. The Elections Committee shall maintain respectable impartiality in the elections and should not campaign for any candidate.

In case a member of the Elections Committee violates the principles of the Center or gains an unfavorable relationship with the community, the Board of Directors may replace that member at anytime by majority vote.

SECTION 4. ANNUAL ELECTION PERIOD

Elections for the open positions of the Board of Directors are to be announced on the first Friday of the month of November of each year whenever the 3 year term Board of Directors.

The elections shall be held for a period of one day; on first Saturday of the month of December. After the election period, ballots shall be closed on the same day under the direct supervision of the Elections Committee.

The Elections Committee shall announce the election results at the end of the Election Day.

SECTION 5. NOMINATION PROCESS

The following shall be regarded as the nomination process:

- a) Nominations shall reach the Elections Committee in writing no later than 5:00PM of the 20th of the month of November.
- b) The nominees for open positions shall meet the requirements stated in these Bylaws.
- c) The Election Committee as per the committee procedures shall solicit acceptance of nomination from the nominee and report the list of nominees and their qualification to the Board of Directors.
- d) Nominations may be rejected if the nominee lacks qualification, honesty, personality, behavior or workmanship or if he/she has violated the principles of community Center.
- e) If the number of nominees is less than or equal to the required announced positions, the due date of nomination shall be extended to 27th of November and the date of election shall be extended to the second Saturday of December. If still the number of candidates is less than or equal to the required positions, they shall be accepted as elected members and no election shall be held.

SECTION 6. ELIGIBILITY TO VOTE

Eligibility to vote at any election is subject to a minimum of six months membership prior to the beginning of the event.

SECTION 7. COMMENCEMENT OF NEW BOARD OF DIRECTORS

After completion of election, the following shall take place:

- a) The term of the newly elected Officers shall start on the 1st of January of the next (new) year.
- b) The period from the announcement of the election results to the 1st of January of the New Year shall serve as a transition period between the departing officers and the incoming officers.
- c) The outgoing officers must transfer any documents, records and knowledge to the new incoming officers prior to January 1st.

ARTICLE XIV – FINANCE

SECTION 1. MEMBERSHIP DUES

The Board of Directors shall determine membership dues. Membership dues shall be payable according to the stipulations set in Article IV.

SECTION 2. CONTRIBUTIONS

- a) The Center may accept any contribution in any form from any source as long as the contributor would not impose any directive on the Center.
- b) At no time shall a contributions give the contributor special privileges that are not available to the other contributors or members of the Center.

SECTION 3. FUNDS

- a) The Board of Directors shall maintain a consolidated fund that covers the umbrella Center as well as all Center Institutions.
- b) Center Institutions should maintain separate funds and should comply with financial budgeting and reporting requirements as established by the Board of Directors.

SECTION 4. FUNDS USAGE

- a) Funds collected specifically for the purpose of purchasing a new real estate property, expanding or maintaining facilities, or the establishment of an institution shall not be used for any other purpose.
- b) Unless the decision contradicts Islamic principles, all other funds collected for a specific cause can be diverted to another cause after gaining two-third majority approval vote by the Board of Directors and approval from the Oversight Committee.

SECTION 5. TRANSPARENCY OF FUNDS USAGE

- a) Expenses related to the operations, maintenance, and expansion of the centers facilities or any other purpose must be reported on all financial statements as separate line items. Receipts must be kept for all transactions.
- b) For any expense or project which requires the spending of \$5,000 or more, the Board of Directors is required to obtain a minimum of 3 separate estimates or bids to complete the expense or project. These estimates or bids must be announced to the general membership, and a copy of the estimate or bid must be posted in a visible place within the center for a minimum period of 2 weeks. The Board of Directors shall be responsible for answering any inquires from the membership regarding this cost.
- c) Article XIV Section 5(b) shall not apply in the case of an emergency. An emergency is deemed to be any event which may cause immediate and irrevocable damage to any real property of the center.
- d) Failure to comply with Article XIV Section 5(b) shall result in immediate action against the Board of Directors by the Oversight Committee, and may result in the removal of any number of Officers from the Board of Directors.

SECTION 6. MANAGEMENT OF FUNDS

The center may maintain an appropriate number of non interest bearing bank accounts to manage the Centers funds and must adhere to the following:

- a) All withdrawals to cover expenses, which were approved as part of the Center's annual budget, can be co-signed by the President and the Treasurer of the Board of Directors. In the absence of the Treasurer or the President of the Board of Directors, the Vice President of the Board of Directors can co-sign for one of them.
- b) The Board of Directors shall pre-approve all "not budgeted expenses" except in cases when the expense is likely to affect the balance between funds used to retain the Center's real estate property and other programs. In that case the expense would require pre-approval by the Board of Directors.
- c) All withdrawals to cover expenses, which are approved as part of an Institutional annual budget, can be co-signed by the Treasurer of the Board of Directors and the President of the Board of Directors. In the absence of the Treasurer or President of the Board of Directors, the Vice President of the Board of Directors can co-sign.
- d) The Board of Directors may establish a small-expense fund as part of the budget and give the President of the Board of Directors the authority to approve small expenses. A small-expense is less than \$500. Receipts must be kept.

SECTION 7. ANNUAL AND MONTHLY REPORTS

The Board of Directors shall make available a detailed financial statement to the General Body on a monthly basis, which shall cover the prior months income and expenses. The financial statement may be audited by any member of the center. The member must contact the Treasurer of the Board of Directors to fix an appropriate time for audit.

The Board of Directors shall make available a detailed financial statement to the General Body at the Annual General Body Meeting, which shall cover the current fiscal year's income and expenses. The financial statement may be audited by any member of the center. The member must contact the Treasurer of the Board of Directors to fix an appropriate time for audit.

ARTICLE XV – JUDICIARY PROCEDURES

SECTION 1. ALLEGATIONS AGAINST MEMBERS

Any member of the Center may bring charges of misconduct, misdemeanor, misappropriation of funds, fraud, corruption, or cover-up of such offenses against any Officer, Trustee, Institution Director, or employee of the Center. Such charges shall be given in writing to the Oversight Council.

SECTION 2. HEARING PANEL

Members bringing forward an allegation shall be entitled to a hearing panel. The following guidelines shall apply:

- a) Within two weeks of receipt of the written charges, the Oversight Council shall form a panel to hear the charges. The panel shall consist of Oversight Council members, (one)

selected by the accuser, (one) selected by the accused. Neither the accused nor the accuser shall be on the panel.

- b) The Oversight Council shall fix the time for the first session of the panel within two weeks after the formation of the panel and shall notify the panelists at least one week before the scheduled session. For a session to be official a quorum of (2/3) members of Oversight Council; otherwise the hearing shall be postponed.

SECTION 3. RECOMMENDATIONS

The panel shall hear the charge(s) as well as witnesses from both sides, examine all evidence, pass a resolution and determine appropriate measures. The panel shall report its findings to the Board of Directors, which is obliged to enforce the decision of the panel. If the panel finds clear evidence of criminal violation according to State and/or Federal laws, it may recommend to the Board of Directors to pursue legal action.

SECTION 4. RESOLVING DISPUTES

The disputes between the members shall be resolved by the Oversight Council. The Oversight Council shall also resolve disputes arising within the Board of Directors.

ARTICLE XVI – DISSOLUTION

SECTION 1. DISSOLUTION

A decision to dissolve the Center can only be reached after a recommendation by two-thirds of the Oversight Council and approval, by vote, of two-thirds of all members of the Center. A Special General Body Meeting must be held the purpose of dissolution.

Dissolution shall require approval by two-thirds of all members of the Center. The Board of Directors shall ensure all members in attendance of the Special General Body Meeting are eligible to vote and shall ensure that a quorum has been met.

In the event of dissolution of the Center, the Board of Directors and the Oversight Council shall handle the process of dissolution.

SECTION 2. TRANSFER OF ASSETS

In the event of dissolution of EGACC, the Oversight Council shall transfer of all its assets, after meeting all liabilities, to any other Islamic nonprofit organizations under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XVII – AMENDMENTS

SECTION 1. ARTICLES SUBJECT TO AMENDMENT

The Bylaws of the Center cannot be replaced in its entirety. Amendments shall be approved and signed by two-thirds of all the members of the Center.

SECTION 2. PROPOSAL FOR AMENDMENT

The proposal for amendment(s) to the Bylaws shall be proposed by the majority vote of both the Board of Directors members approved by Oversight Council.

SECTION 3. AMENDMENT VOTING

The amendments shall be approved and signed by two-thirds of all members of the Center. That is not two-thirds members attending the General Body meeting; it is two-thirds of all members of the Center. The amendments can be mailed or reached to the members by any other means for approval and signing, if it is not possible to get together all members of the Center in a General Body meeting.

ARTICLE XVIII – BYLAWS ADOPTION, INTERPRETATION, AND ENFORCEMENT

SECTION 1. ADOPTION

This Bylaws shall be adopted and enforced effective immediately after it has been approved by two-thirds of the members present at a General Body meeting called for that purpose.

ARTICLE XIX – UNMENTIONED ISSUES

SECTION 1. UNMENTIONED ISSUES

If any issue regarding the members, the rights of members, Board of Directors Officers, Oversight Council Members, subcommittee issues, candidates, nominees, nominee qualifications, acceptance and removal of any member of the Center or member of any of the committees, finance, elections or any other issue that has not been mentioned in this Bylaws, shall be decided in a joint meeting, by super majority vote (2/3) in a joint meeting of all members of the Board of Directors and the Oversight Council.

Addendum A

Upon ratification of these By Laws, the Board of Directors and the Board of Trustees shall be merged into one single functioning body. Upon entering the 2017 election cycle, the following shall occur;

1. All members of the current Board of Directors shall vacate their seats on December 31, 2017.
2. Elections shall be held in November 2017 for only 2 vacant seats, in order complete a 7 member Board of Directors.
3. The 2 elected candidates shall then complete a term of only 2 years.
4. All members of the current Board of Trustees shall complete their remaining 2 years of service without reelection.
5. The entirety of the Board of Directors will then enter a normal election year in 2019.

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