

ISLAMIC SOCIETY OF NORTH JERSEY
ISNJ–MORRIS COUNTY, INC.

The Constitution & Bylaws

354 Rt. 46 W
Unit 2C & 2D
Hackettstown, NJ 07840

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DEFINITION

Islamic Society of North Jersey-ISNJ-Morris County, Inc., is a non-profit, tax-exempt religious and charitable organization.

ARTICLE I: NAME AND ADDRESS

SECTION 1: Name

- a. “Islamic Society of North Jersey-ISNJ- Morris County, Inc.” will be the name of the non-profit organization in the State of New Jersey and shall conform to all the certification requirements of the Internal Revenue Service to be a non-profit, religious, charitable and educational organization. Hereinafter, the organization will be referred to as “The Institution.”
- b. Whenever it is desirable to abbreviate the name of this organization, the initials “ISNJ” shall be considered in every way the equivalent of the legal name of the organization. This organization has the right to establish an alternative legal name.

SECTION 2: Address

A central office and a mailing address shall be maintained for the Institution at:

Islamic Society of North Jersey-ISNJ-Morris County, Inc.

354 Rt. 46 W

Unit 2C & 2D

Hackettstown, NJ 07840

ARTICLE II: CHARACTER AND OBJECTIVES

SECTION 1: Character

The basic character of the Institution shall remain Islamic at all times.

SECTION 2: Objectives

The fundamental objective of the Institution will always be to seek Glory to Allah. QUR'AN, SUNNAH and SHARI'AH shall always be the guiding light for the Institution.

Hence, the Institution should:

- a. Practice and propagate an Islamic way of life as defined in the Holy Qur'an and the Sunnah of the Prophet Mohammad (P.B.U.H).
- b. Provide activities of a Religious, Social, Cultural, Civic, Athletic or other similar type to preserve and perpetuate Islamic traditions and Islamic cultural heritage.
- c. Coordinate, cooperate and work with other local, national and legitimate Islamic organizations for the common good of Islam.
- d. Provide facilities for education of Islam and the Arabic language such as, but not limited to, full-time schools, summer schools, weekend schools, etc.
- e. Assist Muslims of the community to adapt to the social environment in accordance with the Holy Qur'an and Sunnah.
- f. Promote good community relations between the Islamic community and other religious/community groups.

ARTICLE III: ACTIVITIES OF THE INSTITUTION

The activities of the Institution should be directed toward achieving its objectives while maintaining the Islamic character as defined. The overall activities, not necessarily limited to the items listed below, should be:

- a. Establish, maintain and operate an Islamic Center in the area.
- b. Disseminate Islamic teachings and social news of redeeming value in the community by utilizing printed publications and various mass media, as may be deemed fit and necessary.
- c. Establish and maintain a library especially devoted to Islamic manuscripts, literature and historical materials.
- d. Implement fund-raising procedures to finance the activities of the Institution.
- e. No substantial part of the activities of the Institution shall carry on any activities not permitted to be carried on by an Institution exempt from Federal Income Tax.
- f. The facilitation of Muslim communities' participation in the American way of life, with all its functions.
- g. The provision of assistance to individuals, families and groups in accordance with the Islamic Law "Sharia," local and national laws.

ARTICLE IV: STRUCTURE AND ORGANIZATION

The Institution's structure shall be based on the following two bodies:

First: The General Assembly

Second: The Board of Trustees

THE GENERAL ASSEMBLY

The General Assembly consists of active members who have voting rights. Membership in the General Assembly is for a full year or 12 consecutive months. The member pays his/her dues on the first day of the fiscal year. Dues are decided by the Board of Directors.

The General Assembly shall function according to the following:

- a. Each member can cast one vote.
- b. The General Assembly discusses the Center's policies and activities as outlined in the general agenda.
- c. Review all reports prepared by the Board of Directors.
- d. The General Assembly shall hold at least one annual meeting and,
- e. A simple majority of the Board of Directors has the right to call the General Assembly emergency meetings.
- f. The General Assembly's quorum is half of the active members and any resolution or recommendation requires a simple majority.
- g. Any decisions, changes or amendments in the constitution must be approved by a simple majority vote by the general assembly members throughout general election.

THE BOARD OF TRUSTEES

THE BOARD OF TRUSTEES AND THE BOARD OF DIRECTORS ARE CONSOLIDATED INTO THE BOARD OF TRUSTEES AND DIRECTORS

Positions as members of the Board of Trustees and Directors and officers of ISNJ are voluntary positions and the persons occupying those positions shall receive no compensation for their services.

The members of the Board of Trustees and Directors shall be divided into three classes, Class 1 of two members, Class 2 of two members and Class 3 of three members and with terms as follows – Class 1 – two years, Class 2 – four years and Class 3 – three years and at the end of each of term there will be an election with the persons succeeding in such election being elected for a six-year terms. The Class divisions shall be determined by the Board of Trustees and Directors.

A simple majority of the Board of Trustees and Directors shall have the right to call the general assembly for emergency meetings. The Board of Directors shall according to the following:

- a. The President of the Board of Trustees and Directors is the official head of the Institution who shall be elected directly by the Board of Trustees and Directors.
- b. The Vice-President of the Board of Trustees and Directors shall be elected by the Board of Trustees and Directors members.
- c. The Board of Trustees and Directors is responsible for planning and appointing members for subcommittee or any other functions.
- d. The President and Vice-President are responsible for monitoring and auditing all the financial aspects of the ISNJ.
- e. The name of the Trustees and Directors will be registered in The State of New Jersey and in any state or federal organization, as the Trustees, Directors and managers of the Institution. The Board of Trustees and Directors has no right to change the board member names in the State without a written consented agreement to the president signed by at least 2/3 of the general assembly members.
- f. The Board of Trustees and Directors shall implement the Institution's policies and assign services and activities to the members of the Institution

- g. The Board of Trustees and Directors decisions require a simple majority vote among themselves.
- h. The Board of Trustees and Directors sets the job description of the employees of the Center including the Imam.
- i. In the event a member is dismissed, fired, resigns or deceased the remaining members of the Board of Trustees and Directors shall appoint a new member by the runner-up contender with the next highest number of votes that failed to be elected at the election as soon as the vacancy happens. The filling of the vacancy will be affirmed by a vote of the majority of the directors then in office but not subjected for review. In the case of no available or willing runner-up then the board shall make an appointment to fill the vacancy which appointment shall not be subjected to review and shall only require a majority vote of the board of Trustees and directors. The replacement trustee / director filling the vacancy will serve the unexpired term of his/her predecessor in office or until his/her successor is elected and shall have qualified.
- j. Any member of the Board of Trustees and Directors can be dismissed only by a majority vote of the general assembly for any reason accepted by the members.
- k. There is no monetary compensation for any members of this Board.
- l. The Board of Trustees and Directors shall oversee the performance of the Imam and all employees and has the right to take corrective actions against them in the best interests of the Institution.

ARTICLE V: THE IMAM

1. The Imam of ISNJ is the spiritual leader of the Institution. The Imam shall be the leader of prayers; and the reference for any religious teachings or activities.
2. The Imam as a leader will form a Religious Committee from other members of the community, which will coordinate and organize religious activities for the members.
3. The Imam of the ISNJ is an employee hired by the board of trustees and directors and can be approved by a majority vote of the attending general assembly members through general election. If approved by the general assembly, the terms and conditions of the Imam's contract, duties and responsibilities shall be decided by the board of trustees and directors for the best interest of the ISNJ.
4. At the end of the Imam's contract reelection or new election shall be decided b the board of trustees and directors with possible approval of the general assembly.
5. The Imam's salary, duties, responsibilities, serving term, termination of the job and all other aspects of the Imam's employment must be stated clearly in his contract.
6. The Imam shall not attend the general election for his employment or re-employment and shall cast his vote as an absentee vote.
7. The Imam shall be responsible before the general assembly and before the Board of Trustees and Directors. He will be directly responsible before the President and Vice-President of the Board of Trustees and Directors or any appointed member of the trustees and directors.

ARTICLE VI: JURISDICTION AND LIMITATIONS

SECTION 1: General Assembly

A. QUORUM

The quorum required for General Assembly meetings is one half (1/2) of the total active members. All decisions shall be made by simple majority rule.

B. ANNUAL MEETING

The General Assembly must meet at least once a year. At this annual meeting, the Trustees and Directors must be present the year's activities and financial statements of the Institution in a manner duly prescribed in this Constitution.

SECTION 2: Board of Trustees and Directors

1. ELIGIBILITY CRITERIA

- a. Be of legal resident status and age.
- b. Be an active member in good standing for at least three (3) months.
- c. Effectively served the Institution for a minimum period of at least three (3) months.
- d. Be willing and able to perform the duties, functions and responsibilities of a Director for the Institution.
- e. Not be related to any other Board of Trustees and Directors members.

2. APPOINTMENTS

The Board of Trustees and Directors may appoint any number of advisors, consultants, directors and/or associates (and/or committees) to assist them in carrying out their tasks.

3. QUORUM

The quorum of the Board of Trustees and Directors meetings shall be a minimum of five (5) Trustees / Directors. All decisions, unless otherwise stated, shall be made by simple majority vote.

4. MEETINGS

The Board of Trustees and Directors shall meet at least once a month with at least seven (7) days notice given to all Trustees / Directors.

5. LIMITATION OF TERM

No limitation of term for the Board of Directors Trustees_Members.

6. COMPENSATION

No Trustee / Director, overseer or any other official of the Institution is entitled to any remuneration or compensation for their time, effort and/or services.

7. VACANCY

The Board of Trustees and Directors shall fill any vacancy created during the term of the Board by appointment with a majority vote, this new Trustee / Director appointment will end by the next Annual General Assembly meeting or next election, whichever comes first.

8. CALLING FOR EMERGENCY GENERAL ASSEMBLY

The president of the board of trustees and directors has the right to call the general assembly for emergency meetings. A consensus of majority of the board of trustees and directors can call the general assembly for emergency meetings.

ARTICLE VII: MEMBERSHIP

SECTION 1: Categories of Membership

All members shall be of the Muslim faith, adults, 18 years and older. The procedure for a new members and membership dues shall be set by the Board of Trustees and Directors (according to the prevailing circumstances and needs of the Institution). Members are eligible to vote after three (3) months of acceptance as Members. The following membership classifications shall be defined:

1. LIFE MEMBERS

Those members who have contributed an exceedingly large amount to the Institution in the opinion of the Board of Trustees and Directors.

2. ACTIVE MEMBERS

Those members who have paid their annual dues of membership.

3. ASSOCIATE MEMBERS

Those members of the Muslim community whose circumstances do not permit them to be members of the Institution. Associate members shall have no voting rights.

4. HONORARY MEMBERS

Those members who have provided valuable services to the Institution. Honorary members should not be expected to contribute any money, nor are they permitted to vote. Honorary memberships should be limited in number.

SECTION 2: Dues

1. The Board of Trustees and Directors shall determine the amount of initiation fee, if any, and the annual dues payable to the Institution by members of each class (if applicable).
2. Dues shall be payable on the first day of January in each fiscal year. Dues of new members shall be prorated from the first day of the month in which the

- new member is accepted to membership to the last day of the fiscal year of the Institution.
3. If any member of any membership class became in default in the payment of dues for a period of six (6) months from the beginning of the fiscal year or period for which such dues become payable, his/her membership may be suspended by the Board of Trustees and Directors in a manner provided in this Constitution, and the member loses his/her voting right till his/her membership is unsuspended or reinstated.

SECTION 3: Termination

Membership may be terminated for any cause deemed detrimental to the objectives of the Institution, and has to be determined by all three (3) directors of the Institution. The termination from this Institution's membership does not forbid any Muslim from entering any of the Institution's buildings, joining activities, attending Prayers or any Islamic occasions.

SECTION 4: Reinstatement of Terminated Membership

The following is required for reinstatement of terminated membership:

1. The member shall clear the cause for which membership was terminated.
2. Recommendation of three (3) active members.
3. A new initiation fee "if applicable" and annual dues are paid.

ARTICLE VIII: FINANCIAL MANAGEMENT

SECTION 1: Fiscal Year

The fiscal year of the Institution shall begin on the first day of January and end on the last day of December in each year.

SECTION 2: Financial Responsibility

The Board of Trustees and Directors is responsible and liable for all finances, assets and financial commitments on behalf of the Institution.

SECTION 3: Authorization

No member shall have the right to make any financial commitment without prior authorization by the Board of Trustees and Directors.

SECTION 4: Budgets

The Board of Trustees and Directors shall create Financial Committee according to the conditions in section Eight (8) of this chapter. The Financial Committee shall prepare the capital and operation budgets to be presented at the annual meeting.

SECTION 5: Capital Budget

The Capital Budget should include the cost of acquiring new facilities along with the cost of maintenance for the next three (3) years from the date of initial completion and use.

SECTION 6: Records

The Board of Trustees and Directors shall keep correct and complete books and records of account. It shall also keep minutes of the proceedings of its members, and any committees appointed by the Board of Trustees and Directors. A correct and complete record giving the names and addresses of the members entitled to vote shall be kept at the registrar or principal office. Any Institution member may inspect all books and records of the Institution for any proper purpose at any reasonable time.

SECTION 7: Compensation

No part of the net earnings of the Institution shall inure to the benefit of, or be distributed to its members, directors, officers or other private persons. The Institution shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

SECTION 8: Financial Committee

A Financial Committee consists of the following members:

Member	Committee Position
The Vice-President of the Board of Trustees and Directors	President
An elected member of the board of trustees and directors	Vice-President
Three (3) members selected by the president and vice-president from any active members excluding the Imam	Members

The Financial Committee will plan and set the financial policies of the Institution, and a copy of these policies shall be attached to the Constitution. The committee members will handle the financial duties including but not limited to receiving donations, organizing fundraising campaigns, the Committee will transfer any findings, decisions or recommendations to the president of the Board of Trustees and Directors.

ARTICLE IX: ELECTIONS

SECTION 1: Schedule

The first elections shall take place every two (2) years for the Board of Trustees and Directors. Two years from the adoption of these Bylaws two Class 1 Trustee / Directorship positions shall be up for election for six-year terms. Four years from the adoption of these Bylaws two Class 2 Trustee / Directorship positions shall be up for election for six-year terms. Six years from the adoption of these Bylaws three Class 3 Trustee / Directorship positions shall be up for election for six-year terms. Thereafter elections shall take place each two years for the Trustee / Directorship class whose term has expired.

Elections shall take place in the same month as the first election. Only active members will be entitled to vote, providing each has paid his/her dues.

SECTION 2: Nominations

All nominations shall be filed with the Election Committee at least one month in advance of the election date.

After appropriate deliberations, the Election Committee will announce the list of accepted nominees to be voted in the elections.

SECTION 3: Election Committee

The Board of Trustees / Directors shall appoint a five (5) member Election Committee to conduct the nominations

The Election Committee cannot include any of the Institution's Board members, the Imam or any employee

The Election committee members cannot be related to any of the nominees.

ARTICLE X: AMENDMENTS TO THE CONSTITUTION

The Constitution can be amended according to the following:

1. The general assembly is the only body that is entitled to change or amend the current constitution. A consensus vote of at least 2/3 of the attending members is required to amend or change this constitution.
2. At least one third (1/3) of the active general assembly members shall have the right to call for an emergency meeting to vote on changing or amending the constitution. They should inform the president of the board of trustees / directors about such decisions at least four (4) weeks prior to calling for an emergency meeting.
3. The president of the board of trustees / directors or a consensus of majority of the board of trustees / directors shall have the right to call the general assembly for an emergency meeting to change or amend this constitution. They have to inform members at least two (2) weeks in advance.
4. The president of the board of trustees / directors is responsible for providing members with a copy of the original and new or modified constitution at least two (2) weeks prior to the election.
5. Any amendment to this Constitution shall not contradict Islamic principles or local laws.

ARTICLE XI: EMPLOYEES OF THE INSTITUTION

The Institution shall be permitted to pay reasonable compensation for employee services in accordance with the following:

1. The Board of Trustees/ Directors and Financial Committee shall have authority to hire and terminate all employees of the Institution.
2. Employee compensation shall be set forth by the Board of Trustees / Directors and the Financial Committee.
3. A written job description shall be provided to all employees of the Institution.
4. No employee of the Institution shall serve on the Board of Trustees / Directors.
5. Hiring any employee must be adhered to all legal procedures and regulation required by federal, State and local county.

ARTICLE XII: LIABILITY

1. The Board of Trustees / Directors, Imam and employees shall not be liable for any accidental loss or damage of property.
2. Any Officer, Board Member or Committee Member shall be responsible for loss or damage resulting from improper or intentionally faulty action outside his/her authority or activity.
3. In the case of any legal dispute among the Officers, Board Members and/or employees resulting from their authorized work on behalf of the Institution and any other party, it is the responsibility of the Institution to indemnify such Officers, Board Members and/or employees.

ARTICLE XIII: DISSOLUTION OF THE INSTITUTION

SECTION 1: Dissolution

The Board of Trustees / Directors of the Institution can decree the dissolution for a reason and a cause on any given day. The decree will become a final declaration if it is approved by a three-quarter (3/4) majority of the General Assembly in a meeting called specifically for such purpose.

SECTION 2: Net Proceeds

Upon dissolution of the Institution, all the proceeds, after payment of all outstanding debts, shall be transferred to registered Islamic, non-profit organizations registered under Section 501 (c) (3) of the Internal Revenue Code.

Donors may request that their donations be transferred to their desired registered Islamic, non-profit, organizations registered under Section 501 (c) (3) of the Internal Revenue Code.

SECTION 3: Compliance

The Board of Trustees / Directors shall be responsible for carrying out the dissolution process in a manner satisfactory to State and Federal authorities.

ARTICLE XIV: BY-LAWS

SECTION 1:

The Board of Trustees / Directors may enact additional By-Laws for the effective administration of its affairs after the approval of the general assembly.

SECTION 2:

Additional By-Laws enacted by the Board of Trustees / Directors may be amended by majority vote in a Board of Trustees / Directors meeting, provided the amendments were circulated at least fifteen (15) days prior to the meeting.

SECTION 3:

Additional By-Laws may not restrict or alter any provision of this Constitution.

SECTION 4: Referendum

The Board of Trustees / Directors may bring an issue to vote by mail ballot or by calling a special emergency General Assembly meeting.

SECTION 5: Duties of the Board of Trustees / Directors

1. THE PRESIDENT

- a. Shall preside at each and every meeting.
- b. Shall have the right to appoint standing committees such as Steering, Finance, Maintenance or Education. Any other additional temporary committees may be created as needed.
- c. Shall have the right to call a special meeting when necessity demands.
- d. Shall sign all contracts and legal papers and official documents in the name of the Institution.
- e. Shall co-sign all checks drawn on the account of the Institution.

2. **THE VICE-PRESIDENT**

In the absence of the President or in event of his or her inability or refusal to act, the vice-president shall perform the duties of the President and when so acting, shall have all the power of and be subject to all the restrictions upon the President. The vice-president shall perform other duties as may be assigned to him or her by the President of the Board of Trustees / Directors.

3. **THE SECRETARY**

- a. The Secretary shall keep the Minutes of all meetings and a record of all activities at the Institution office.
- b. Shall keep the membership roster, properly and duly updated along with all the correspondence.
- c. Each Committee shall have its own secretary.
- d. Shall keep the seal of the Institution.
- e. Shall be responsible for all correspondence on behalf of the Institution.
- f. Shall hand over all official papers of the Institution to the incoming officer within one week after the election.

4. **THE TREASURER**

- a. Shall keep and maintain all financial records of the Institution and shall give receipts for all received monies.
- b. Shall keep accounts according to accepted accounting procedures and must provide detailed reports to the Board of Trustees / Directors, every second meeting of the Board of Trustees / Directors, every one (1) month to the Financial Committee or whenever requested by the Board of Trustees / Directors.
- c. Shall co-sign all checks with the President and/or any other authorized member.
- d. Shall represent the Institution before the IRS or any other authority for financial audit or inquiry.

SECTION 6: Quorum calls of the Annual Meeting of General Assembly

In the event that the Annual Meeting of the General Assembly fails to realize the necessary quorum of one-half (1/2) of total membership with voting rights on the First Call at the notified time and place, the subsequent Second Call will be after two (2) weeks of the First Call. A Third Call shall be made after one (1) hour of the second call.

A limited Annual Meeting for the General Assembly may be convened at the discretion of the Board of Trustees / Directors, as soon as at least one third (1/3) of the quorum has assembled. If the third call, at least one (1) hour later than the prescribed time, fails to meet the quorum, the meeting will remain a Limited Annual Meeting.

The Limited Annual Meeting must meet the following conditions:

1. All members were properly notified about the time and place of meeting, in accordance with the Constitution.
2. There is no just cause to postpone the meeting, such as bad weather, strikes, travel and communication disruptions, specific long weekends or holidays.
3. At least one third of the voting quorum is present.
4. All decisions are carried by two-third (2/3) majority of the members present and voting, instead of a simple majority vote.
5. The agenda of the Limited Annual Meeting is limited to the following only: Annual Reports, Annual Financial Statement and Status and Budgets.
6. There shall be no discussion of any other business, issue or resolution of any kind. The meeting can only discuss and vote on matters pertaining to the Limited Agenda.
7. The Secretary shall notify the membership within two weeks of the Limited Annual Meeting and the proceedings.

SECTION 7:

The services, facilities and resources of the Institution are limited to those Muslims who have been satisfactorily accepted by the Board of Directors or its designates; and they do abjure the “Unity of Allah and the Finality of the Prophet” (p.b.u.h).