



*In the Name of Allah, The most Beneficent, The most Merciful*



A REGISTERED NON-PROFIT ORGANIZATION

# CONSTITUTION AND BYLAWS

Issued October 2014  
Amended October 2020

In recognition of our duties as Muslims, and as Servants of the One True Almighty God, we hereby establish for ours and for future generations the Islamic Center of PA to provide a formal place of worship and to foster and advance the teaching and understanding of Islam.

## **ARTICLE 1: CONDITIONS OF ESTABLISHMENT**

### **Section 1.1 - Name and Location**

The name of the organization shall be “Islamic Center of Pennsylvania” (hereinafter referred to as “ICP”). The principal office for the organization is located at the ICP Mosque in Mechanicsburg, PA.

### **Section 1.2 - Overriding Considerations**

1. In recognition of the fact that all man-made documents are flawed and imperfect, no provision of this document shall be considered valid or binding if it's in conflict with either Qur'an or authentic Sunna.

### **Section 1.3 - Incorporation**

1. ICP has been incorporated as a non-profit organization (entity number 25-1901034) with both federal and the Department of State in the Commonwealth of Pennsylvania effective from 12-17-2001.
2. ICP shall be tax exempt under both the Federal and the Commonwealth of Pennsylvania Tax Laws.

## **ARTICLE 2: OBJECTIVES AND PURPOSES**

1. The main objective of ICP is to provide a formal place of worship, and to undertake all activities that the directors deem fit for spreading and teaching the knowledge of Islam.
2. All members of ICP as an organization will conduct its activities within the framework of the US constitution, judicial laws of the Federal, State and Local government. No member shall conduct any activity which is detrimental to our country.

## **ARTICLE 3: ORGANIZATION & STRUCTURE**

ICP shall be organized through General membership, Board of Directors ( AKA BoD, or the Shooraa Council), the executive team and the Board of Trustees,

The BoD is the members as suggested for the structure of a 501c non-profit organization. The BoD shall elect the President. The president would nominate the rest of the executive team and shall be approved by two-third majority of the current BoD.

### **Section 3.1 - General Membership**

Any person who desires to assist and participate in promoting the ICP's objectives, while residing in the Greater Harrisburg Area for a minimum of six months shall have the right to participate in all activities of ICP.

There shall be no fees collected for membership, but donations are accepted. Membership form shall be signed by all member at time of becoming a member.

### **Section 3.1a - Members Rights and Responsibilities.**

1. All members shall have the right to freely assemble on any, and all ICP properties for any lawful and commendable activity which is not forbidden or discouraged by the Qur'an, Sunna, Ahl Al-Sunna Wal-Jama'a (Scholars of Sunna), and the law of the land. Pre-authorization is required by two third majority of the Board of Directors (Shooraa Council) for such gathering.
2. There shall be no sleep over in the properties of ICP without a previous permission from the BoD (Shooraa Council).
3. Members will have the right and responsibilities to petition the Board of Directors for redress of any grievance regarding the running of, or administration of the Islamic Center of PA, any of its properties, or the official actions of any of its officers or representatives.
4. Members must practice Islam according to the Holy Quran and the Sunna (teaching and example) of the prophet (Peace be upon him).
5. A member must be at least 18 years old.
6. A member shall not be affiliated with any outlawed organization by the US laws.

### **Section 3.2– Expenditure Authority and Limits**

1. Any expenditure more than \$5,000 shall be pre-approved by the BoD with two-third majority of the present members.
2. Non-regular expenditure of less than \$5,000 shall be justified and pre-approved by the Executive Team by two-third vote.
3. In case of absolute emergencies and when neither the BoD or the executive team are able to convene, the committees are authorized to spend up to \$1,000.

Justification of spending shall be presented to the BoD in the following BoD meeting. All Other expenditures shall be pre-approved by the BoD.

### **Section 3.3– Board of Directors (Shoora Council)**

The BoD is the decision- making authority for ICP. Members of the Board of Directors are active personalities aim to advance the work of ICP.

The primary executive, fiduciary, legal and financial responsibility for ICP rests with its Board of Directors. Board of Directors shall supervise all affairs and expenditures of ICP through the following:

1. To approve, amend, or reject the annual budget and activity plans presented by the executive team, and the ICP committees.
2. To intervene whenever necessary to resolve any dispute, crises or decisions that may be viewed by the Board as contradictory or harmful to the interests of ICP.
3. To make certain that all activities and financial affairs are conducted professionally and in accordance with the law of the land.
4. The Board of Directors retains the exclusive right to terminate any officer if any of the bylaws are being violated or for reasons agreed upon by a two third majority of the Directors.

### **Section 3.3a - Membership and Tenure**

1. The Board of Directors shall consist of up to nineteen members.
2. Selection of the BoD members shall be via a nomination process by a BoD member and the two-third majority approval of the current BoD members.
3. Term for the Board of Directors is three years.
4. Board members can exceed the designated term if there is no objection from the board for the member to continue with another term.
5. Disqualification from the board will automatically occur if three consecutive board meetings are missed without an excuse deemed reasonable by the BoD.
6. Membership in the BoD cease to exist if the member resigns or by the two-third majority of the current BoD is reached that the member should step down. Any resignations should be given in writing to the Board. Membership will also cease to exist if the member is convicted of violating the law of the land.
7. The Board of Directors shall conduct a quarterly meeting at minimum. Additional meetings may be held at a request from any BoD member and second by another.
8. Quorum for BoD Meetings shall be by simple majority of the total BoD membership at the time.

### Section 3.3b - Duties

1. The BoD shall hold in trust and serve as custodian of all the capital assets of ICP or place the assets under suitable Islamic trust if such an action is deemed necessary.
2. Implement the bylaws of the ICP.
3. Select the President and approve the appointment of other officers for ICP from within the current board members.
4. Ensure that education provided by the ICP, ICP Academy, and the activities that ICP promotes or participates in, reflects the principle, the belief and the values of "Ahl Al-Sunna Wa Al-Jama'a, the main stream of the Sunna sect". Ensure that the welfare and security of the community is achieved and maintained.
5. The BoD may set their own meeting agendas and times as they deem fit. Meeting's agenda or minutes may or may not be publicly posted to the General membership.
6. Plan, manage and execute the programs and activities to accomplish the purpose of ICP. Preserve and maintain the Mosque and all other facilities owned or managed by ICP. Committees shall prepare and present their plans to the BoD for approval. BoD shall pre-approve all plans and expenditures by two-third majority prior to commencing the work.
7. The BoD shall establish and oversee the following committees whose purpose is the management of the day to day operation of the mosque and other ICP properties. Committees shall prepare and present their plans to the BoD for approval. BoD shall pre-approve all plans and expenditures by two-third majority prior to commencing the work.
8. All functions, programs, activities, and projects pertaining to the to the ICP properties shall be performed through the ICP committees.
9. The current committees are listed below. Additional committees may be added as deemed necessary by the BoD. Two-third total Shura majority is required.
  - Youth Affairs
  - Women Affairs
  - Dawah Affairs
  - Religious affairs
  - Advisory Committee (Trustee Committee)
  - ICP Academy Affairs
  - Facilities management, Maintenance and Capital
  - Security and Traffic
  - Housekeeping/ Cleaning
  - Audio & Visual
  - Media & Communications
  - Activities
  - Education and Speaker Selection.

## **SECTION 3.4 – OFFICERS (EXECUTIVE TEAM)**

1. ICP shall have the following officers: President, Secretary, and Treasurer. Vice President, Vice Secretary and Vice Treasurer may be elected by the BoD to perform the duties of the permeant posts while they are absent and cannot fulfill their duties for more than ten consecutive days.
2. The above officers shall be members of the BoD (Shoora Council).
3. On a limited term basis and as deemed necessary for ICP operations, the BoD may at its discretion, appoint Executive Officers from outside the Board. Appointments shall be approved by BoD two-third majority vote.
4. Executive Team shall approve all non-regular ICP expenditures. Committees can approve spending of up to \$1,000 for absolute emergencies only.

### **Section 3.4a - Terms of Office**

The term of each Officer of ICP shall be three years unless specified otherwise in their respective sections in this document. An Officer may serve up to two consecutive terms.

Upon resignation, suspension, or removal of an officer or in case of his or her becoming incapacitated, the BoD shall elect a replacement officer.

### **Section 3.4b - The Election of Officers**

The President shall be elected by a two-third majority from and by the BoD to hold an office for the terms of three years. A two-third majority vote among the BoD may also remove an officer from his or her position.

Vice President, Secretary, Treasurer, Vice Secretary, Vice Treasurer, and the ICP Academy Principal shall be nominated by the President and approved by two-third majority of the BoD at the start of their respective terms.

### **Section 3.4c - Order of Succession of Officers**

At the start of his or her term, the President shall nominate a Vice-President for substitution in the event of unavailability and absence exceeding 10 consecutive days. The Vice-President shall assume all authorities of the President until the resumption of normal duties by the President. The Vice-President's tenure is intended to be temporary. In the event of the Vice-President incapacitation, the BoD will take charge. Same arrangement applies to the Vice Secretary, and Vice Treasurer for their respective posts.

### **Section 3.4d - Duties of the President**

The President of the ICP is the executive and will have the responsibility of representing ICP, and for the day to day governance in accordance with its Bylaws. President's other duties include the following:

1. To work for the promotion and advancement of the ICP and for the implementation of the bylaws.
5. To plan and execute appropriate programs and activities for accomplishing the purpose and objectives of the ICP.
6. To carry out the policies and decisions of the BoD.
7. To Assume responsibility for the day-to-day management and harmonious functioning of the ICP and its Board.
8. To convene and preside over all meetings of the BoD (Shoora Council).
9. To represent ICP or to arrange for its representation in external activities.
10. To propose new committees to the BoD, to appoint committee Chairpersons, and to assign special duties and responsibilities to the members of the BoD.
11. To prepare and present the annual report of the ICP to the BoD (Shoora Council).
12. To co-sign or to assign other officers to co-sign with the Treasurer on all payment checks on behalf of ICP.
13. Inspect the ICP financials and bank accounts.
14. Be the official authority, with reference to the ICP's Bylaws, in governance procedure in the BoD (Shoora Council) meetings.
15. Coordinate and lead at least one annual fund-raising activities for the ICP.

### **Section 3.4e - Duties of the Secretary**

1. To correspond on behalf of ICP as an authorized person and to maintain a proper office files for correspondence.
16. To serve notice of the meetings in accordance with the provisions of these bylaws or as required by law.
17. To prepare and maintain the agenda and minutes of all BoD meetings.
18. To hold in his or her custody all legal documents, and minutes pertaining to ICP, and to make them available to rightful parties.
19. To keep the seal of ICP, and to see that the seal of ICP is affixed to all ICP documents in accordance with the provisions of these bylaws.
20. Plan and hold an annual general membership meeting. Retain membership roster.
21. Perform any additional duties or special projects assigned by the President.

### **Section 3.4f - Duties of the Treasurer**

1. To co-sign with the President on all payment checks on behalf of ICP.
2. To maintain the account books of ICP, and to have them audited by a CPA appointed by the BoD.
22. To collect and receive all monies payable to ICP, including contributions, donations, and any other special income.
23. To prepare the financial report of ICP, and based on accepted accounting practices, to present it to, and to obtain approval by the BoD (Shoora Council). Review and approval of such report shall be conducted in a quarterly basis at minimum.
24. To manage ICP bank accounts and to conduct financial transactions as approved by the BoD.
25. To represent ICP before the IRS or any other authority for financial audit or inquiry.

### **Section 3.4g - Limitation of Duties of Vice President, Vice Secretary and Vice Treasurer**

1. Vice President's, Vice Secretary's, and Vice treasurer's tenure is intended to be temporary during the absence of the President, Secretary and Treasurer for more than ten consecutive days, and shall have no executive authority as long as the President, Secretary and Treasurer are present and fulfilling their duties.

### **Section 3.5 – Board of Trustees**

1. BoD appoints the Board of Trustees to resolve any issues between the BoD members, or to determine where the ICP assets transfer to in the event of an asset dissolution.
2. The Board of Trustee decision is final and binding.
3. Board of Trustee members are senior community members who provided exceptional services to the ICP masjid and organization.
4. Board of Trustees shall consist of up to seven members.
5. Tenure of the Board of Trustees is ten years.
6. The President of ICP shall be a member of the Board of Trustees representing the executive team.
7. Board of Trustees shall not intervene in ICP's day to day decision making,



## **ARTICLE 4: IMAM**

### **Section 4.1 - Qualification**

1. The Imam shall be a person in good standing with the law of the land and the Islamic Sharia.
2. Imam shall possess a degree in Islamic studies or practical experience in such position and teaching for five or more years.
3. Imam shall possess good communication and interpersonal skills.

### **Section 4.2 - Tenure**

1. The Imam shall be appointed for three years, Renewable by the BoD as deemed necessary.
2. Imam may resign his appointment by notice. The notice shall be at least three months by submitting resignation in writing to the BoD.

### **Section 4.3 - Responsibilities**

1. Imam shall be responsible for leading or designate a qualified alternate to lead the five daily prayers and other religious activities in the community.
2. In consultation with the advisory committee, Imam shall be the chief religious authority and spokesperson for ICP and serve as a link with other religious entities.
3. The Imam in consultation of the BoD and the Religious advisory committee shall decide upon the start date of Ramadan, Eid Al-Fitr, and Eid Al-Adha, and any other religious occasions.
4. Initiate and Lead community and youth educational activities and programs at the Mosque.
5. Perform all responsibilities as mentioned in the ICP Imam contract agreement.

## **ARTICLE 5: DONATIONS**

1. Donations requested by other entities shall be governed by the following process:
2. Entity shall be a US based organization and approved by the US government.
3. Entity shall submit an official request at minimum one month in advance detailing and justifying the request.
4. ICP may reply to the entity within two weeks.

5. Members from the entity shall present their case directly to the BoD.
6. Once approved, entity may bring their own pledge cards, donations boxes, etc.
7. ICP may approve only one external entity request per month. BoD may at its discursion allow additional requests for emergencies only.

## **ARTICLE 6: ICP ACADEMY**

### **Section 6.1 – Structure**

Principal, Vice Principal and Education Committee.

### **Section 6.2 – Budget**

The After-School Program budget shall be included and managed as part of ICP total financial budget.

### **Section 6.3 – Role of the Principal**

1. To run the Islamic Academy in the best tradition of the Islam, and the law of the land.
2. To report an annual budget needs to the BoD.
3. To report major and relevant activities, performances, progress, and/or any related issues to the BoD.
4. To appoint or replace the vice principal and teachers.
5. Perform all duties and responsibilities as mentioned in the ICP Academy guidelines agreement.

### **Section 6.4 - Qualification**

1. Principal shall possess a college degree in related field, or a minimum of five-year experience in Islamic studies.

## **ARTICLE 7: AMENDMENTS**

Any amendments to the ICP Bylaws shall be in consultation with the BoD. The final approval will however require Two-third of the total number of the BoD.

## **ARTICLE 8: CONFLICT OF INTEREST**

Any member of the BoD ( Shoora Council) shall not receive any kind of direct or indirect monetary support or compensation from ICP. This is to ensure that 501c conflict of interest mandate is satisfied.

However, under certain circumstances (and according to the guidelines provided by 501c), the BoD can in consultation with a qualified attorney or CPA pay for services provided by a member. The payment must not exceed the market rates for such service, and a two third majority pre-approval by the BoD is required.

8. Member of the ICP BoD shall not assume any leadership role in any other organization when conflict of interest may occur as determined by the remaining BoD members.
9. In the event of perceived Conflict of interest, the BOD shall intervene to resolve the issue. A two-third vote is required by BoD to reach resolution.

## **ARTICLE 9: NONDISCRIMINATION**

The facilities and activities of ICP shall be open to all interested persons without discrimination on the basis of race, color, sex, or national origin, provided that these persons subscribe to, and uphold the objectives of ICP and abide by the rules and regulations established by the BoD of ICP. Section 3.2 in this document shall apply to all members.

## **ARTICLE 10: DISSOLUTION**

Upon dissolution of ICP, the BoD shall, after paying or making provisions for payment of all liabilities, dispose of all assets of the corporation to an Islamic organization operated exclusively for religious, charitable, or educational purposes as shown at the time qualified as an exempt organization or organizations under section 501 (C) (3) of the internal Revenue Code or the corresponding provisions of any future United States Internal Revenue law, as the BoD or the Board of Trustees shall determine. Any such assets not shown as disposed of, shall be disposed of by the court of common Pleas of the County in which the Principal office of ICP is then located, exclusively for such Islamic organizations as said Court shall determine.

End