

**CONSTITUTION**  
**OF**  
**MUSLIM COMMUNITY OF WESTERN SUBURBS OF DETROIT**

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**Constitution Preamble.**

The purpose of this Constitution and Bylaws is to set forth the basis of the Muslim Community of Western Suburbs of Detroit, Michigan (MCWS), and to set forth its function on the basis of faith that there is no god but Allah and Muhammad is the last messenger of Allah (Seal of prophet hood), based on the teachings of Islam and to abide by the Laws of the Land.

**Article I: Name:**

The organization shall be called Muslim Community of Western Suburbs of Detroit, hereinafter called MCWS. MCWS has been organized as a not for profit corporation under the laws of the State of Michigan.

**Article II: Aims and Purpose:**

The aims and objectives of the MCWS shall be:

- A. To represent and serve the interests of the Muslims of Detroit and vicinity.
- B. To propagate Islam according to the teachings of the Quran and Sunnah.
- C. To present Islam to Muslims and non-Muslims and to promote friendly relations and understanding between them.
- D. To carry out religious, scholarly, civic, athletic and educational activities.
- E. To develop service institutions to serve Islam and Muslims in cooperation with other communities in this area.
- F. To do each and every thing necessary, suitable and proper for the attainment of the above objectives.

**Article III: Membership:**

Any individual residing in Detroit and vicinity, who attests that there is no god but Allah and Muhammad is the last messenger of Allah (Seal of the prophet hood) is eligible for membership.

Section 1. Right and Privileges of Members.

- A. All members shall have voting rights.
- B. All members shall be eligible to seek election and hold any office provided they have been members for not less than sixty (60) consecutive months prior to the date of election.
- C. In case of family membership, only the husband and wife shall have the voting right. Other members of the family who are more than eighteen (18) years old may vote if they pay dues and become members on their own.

**Article IV: General Body:**

Section 1. Composition.

The members of MCWS as defined in Article III constitute the General Body.

Section 2. Function.

- A. The General Body shall elect the Board of Directors as defined in Article V
- B. The General Body may adopt resolutions, amend the Constitution, Bylaws, and in general exercise all power necessary to promote the aims and purpose of MCWS.

Section 3. Meeting.

The General Body will meet at least once a year to discuss various community affairs, MCWS committee reports including financial statement.

- A. The notice of a General Body meeting shall be announced through email, MCWS newsletter, gathering during prayers and MCWS bulletin notice board not more than thirty (30) days and not less than fifteen (15) days prior to the meeting.
- B. The presence of at least Twenty Five (25) Members at the meeting will constitute the quorum.

**Article V: Board of Directors:**

There shall be one body of elected members and it shall be called the Board of Directors

Section I. Composition.

- A. The Board of Directors shall consist of nine (9) members as defined in Article III, and should be paid members for at least 5 consecutive years prior to the election, who are qualified to serve, and who have been duly elected by the General Body of MCWS. The term of office for the Board of Directors shall be four (4) years. There shall be no compensation for services rendered by the Board of Directors.
- B. The quorum for the Board of Directors meeting shall be the presence of at least five (5) directors.

Section II. Function.

- A. In general, the Board of Director shall be tending to the religious, educational, scholarly, civic, athletic, and social needs of Muslim Community of Western Suburbs of Detroit (MCWS).
- B. The affairs of the corporation shall be managed by its Board of Directors with oversight by the Board of Trustees (as defined in Article VI).

Section III. Meeting.

The Board of Director shall meet at least once a month to discuss and plan the various community affairs.

Section IV. Officers.

The Board of Directors will elect four (4) members to act as the officers of MCWS for a two (2) year terms as follows:

1. President
2. Vice President
3. Secretary
4. Treasurer

The officers shall be responsible for the execution of the policies of MCWS as formulated by the Board of Directors or Board of Trustees.

**Article VI: Board of Trustees:**

Section I. Composition.

- A. The current Board of Trustees shall be dissolved, once the current Constitution is amended and approved by the Special General Body of MCWS in the year 2010

- B. The new Board of Trustees shall consist of five (5) members duly elected by the majority of the Board of Directors. The Board of Trustees members shall meet the following requirements to qualify to be nominated for trusteeship:
1. One must be a regular member of MCWS for at least (15) consecutive years and has vested interest in MCWS activities and has volunteered in MCWS activities prior to election.
  2. One shall be a naturalized citizen or permanent resident of United States and a resident of the state of Michigan.
  3. To avoid any conflict of interest, one should not be an active member of a Board of Directors and/or Trustee of a similar not for profit organization.
  4. One should have served as a Board of Director or Board of Trustees for a minimum of six (6) years.
- C. The term of the Board of Trustees shall be as follows:
1. The term of Board of Trustees shall be of ten (10) years.
  2. The initial term of the Board of Trustees shall be elected in the following manner:
    - a. Two (2) members for a period of ten (10) years.
    - b. Two (2) members for a period of eight (8) years.
    - c. One (1) member for a period of six (6) years.
    - d.. The specific allocations as to which trustee member takes which term shall be decided by the new Board of Trustees themselves.
    - e. This shall compose the initial Board of Trustees shall begin their term on January 01, 2011, after which all terms shall be for a period of ten (10) years.
  3. There shall be no compensation for services rendered by the Board of Trustees.
  4. Any vacancy for the Board of Trustees shall be filled within 30 days by the remaining Trustees and Board of Director by a simple majority vote.

Section II: Function.

- A. The Board of Trustees shall act as the guardian of MCWS properties or any other business ventures, and all funds of the community.
- B. The Trustee shall decide any and all transaction of real estate including selling, buying, financing, and construction of existing or any future properties.
- C. They shall audit on a quarterly basis the Treasurer's record and any other documents and request corrections from the Board of Directors.
- D. They shall review and approve or disapprove by a simple majority the annual budget of MCWS duly prepared and submitted by the Board of Directors.
- E. They shall regulate all financial transactions of the community (income and disbursements) and ensure that they are in compliance with 501(c)(3) rules/regulations.
- F. They shall confirm the appointments, sign the contracts and approve the salaries of the employees of the organization when appointed by the Board of Directors.
- G. They shall remove any member(s) of the Board of Directors for negligence or failure to fulfill his/her duties at their discretion with a 4/5 vote.
- H. They must have a minimum of 1 member attend every Board of Directors meeting as a non-voting observer.
- I. They shall ensure that the Constitution is followed in full by the Board of Directors.
- J. They shall be responsible for maintaining the vision and direction of the community in line with the Quran and Sunnah as well as the laws of the United States of America.
- K. For all legal purposes, the Board of Trustees shall serve as the legal owners (guardians) of any and all MCWS properties and assets.
- L. Ensure that the directors, officers, and employees of MCWS do not have conflict of interest with any person, party, company or organization while discharging their duties and responsibilities.

Section III. Meeting.

The Board of Trustees shall meet at least once a month to review the affair of MCWS. Presence of at least three (3) Trustees shall constitute a quorum for a meeting of the Board of Trustees.

Section IV. Officers.

The Board of Trustees shall elect a chairperson and a secretary among themselves. The chairperson shall conduct the meeting and the secretary shall keep the records of the proceedings. The position of the Chairperson and Secretary shall rotate among the sitting Trustees once every three (3) years.

Section V. Vacancies.

In case a vacancy occurs in the Board of Trustees, the other members of the Board of Trustees shall be authorized to fill such a vacancy by a simple majority vote, and the new Trustee will hold office for only the balance of the term of the Trustee replaced.

Section VI. Miscellaneous.

- A. There shall be no financial compensation to the Board of Trustees for services rendered to the corporation.
- B. They shall not have conflict of interest with any person, party, company or organization while discharging their duties and responsibilities as the Trustees.

**Article VII: Headquarters.**

The MCWS shall have a permanent place of activities at 40440 Palmer Road, Canton, Michigan in compliance with agreement between MCWS and Michigan Education Council (MEC).

**Article VIII: Finances.**

- A. All financial transactions, including income and expenses for MCWS are proposed by the Board of Directors and approved by the Board of Trustees.
- B. The sources of financial support for MCWS shall be:
  - 1. Membership dues to be periodically assessed by the Board of Trustees.

2. Donations from members and friends of MCWS and is in compliance with Islamic and local laws.
3. Fees assessed on services rendered by MCWS.
4. Investments.
5. Facility rental income.

**Article IX: Moral Code.**

MCWS shall not accept office holding from persons who are in deliberate violation of the Islamic laws and the laws of the United States of America and the State of Michigan.

**Article X: Amendments and Interpretation.**

- A. An affirmative vote by 2/3 of eligible MCWS members present with 2/3 minimum quorum in the General Body meeting shall be necessary for the adoption of any amendment to this Constitution.
- B. All amendments must require approval of a simple majority of the Board of Trustees.
- C. Any dispute that may arise in the interpretation, application or implementation of any article in this Constitution shall be settled peacefully through mutual consultation and approval of the majority of the Board of Trustees.

**Article XI: By-Laws.**

- A. The Board of Directors and/or the Board of Trustees with approval of a simple majority of the Board of Trustees shall make all bylaws from time to time on any matter concerning the procedures and working of the MCWS.
- B. The bylaws made by the Board of Directors and/or the Board of Trustees shall be in the full spirit of this Constitution.
- C. The Shura shall notify all members of any new or amended bylaws, and provisions shall be made for discussion of these bylaws at the next General Body meeting.

**Article XII: Youth Group (Deleted)**

**Article XIII : Adoption of the Constitution.**

The Constitution shall be adopted when it is approved by a simple majority of the first General Body meeting called for this purpose.

**Article XIV: Dissolution.**

In the event of dissolution of MCWS organization, the funds and other assets of Muslim Community of Western Suburbs of Detroit (MCWS), after defraying all outstanding debts and liabilities shall be distributed only to a not for profit organization [501(c)(3)] approved Islamic organization, as seen fit by the Board of Trustees, by a simple 4/5 majority vote. (See clause IX in the bylaws, page 11)

**Article XV: Sisters Group (Deleted)**

**Article XVI: Miscellaneous.**

- A. All Members shall have the right to examine the books of MCWS. A Member may request permission to examine the books by writing to the Secretary of the Board of Directors, giving his/her reasons for the request. Within fifteen (15) days from the date the request is received by the Secretary, the Board of Directors shall decide if the Member's request will be granted. If the Board of Directors deny the request, the Board of Directors must inform the Member in writing and give the reasons for the denial. The Member may file an appeal to the Board of Trustees, whose decision will be final. No reasonable request shall be denied. If the Member's request is granted, he/she will be given access to requested books and records within thirty (30) days of his/her request at a mutually agreed time and place.
- B. The Member may examine the books and take notes but may not make copies unless permitted by the Board of Directors. In case he/she is not permitted to make copies, he/she may submit a list of documents whose copies he would like to have. Within two (2) weeks of the receipt of the list, the Board of Directors shall either provide the copies or inform the Member, in writing, the reasons for not providing copies of some or all of the documents. The Member may appeal to the Board of Trustees, whose decision in this matter shall be final. The member may be asked to pay a reasonable fee for copying expenses.
- C. All meetings of Board of Directors, Board of Trustees, Election Committees, and General Body shall be held according to Standard Parliamentary Procedures.



**Article XVII: Legislative or Political Activities.**

No substantial part of the activities of MCWS shall be the carrying on of propaganda or otherwise attempting to influence legislation and MCWS shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

**Article XVIII: Operational Limitations.**

Notwithstanding any other provision of these articles, MCWS shall not carry out any other activities not permitted to be carried on:

- A. by a corporation exempt from federal income tax under Section 501(c)(3) of Internal Revenue Code 1986 (or the corresponding provisions of any future United States Internal Revenue law); or
- B. by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law).

**BYLAWS**  
**OF**  
**MUSLIM COMMUNITY OF WESTERN SUBURBS OF DETROIT**  
**In the name of Allah, the merciful, the compassionate**

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**Clause I: Name**

The name of this organization shall be the Muslim Community of Western of Detroit Suburbs of Detroit, Michigan (MCWS)

**Clause II: Aims and Objectives.** The objectives of the MCWS shall be:

- A. To represent and serve the interest of the Muslims of Detroit and vicinity.
- B. To propagate Islam according to the teachings of the Quran and Sunnah.
- C. To present Islam to Muslims and non-Muslims and to promote friendly relations and understanding between them.
- D. To carry out religious, scholarly, civic, educational and athletic activities.
- E. To develop service institutions to serve Islam and Muslims in this area.

**Clause III: Organizational Structure.** The organizational structure of Muslim Community of Western Suburbs of Detroit (MCWS) shall consist of the following components: General Body, Board of Trustees, Board of Directors, Officers and Committees.

**Clause IV: General Body.**

A. Membership.

1. Regular Members.

a. All individuals residing in Detroit and vicinity of MCWS, who believe in the religion of Islam and subscribe to the declared aims and objectives of the Muslim Community of Western Suburbs of Detroit (MCWS), as stated in Clause II of these Bylaws, are eligible for membership in this organization.

b. Membership to the MCWS shall be open throughout the calendar year, and shall be renewable on a yearly basis with payment of the membership dues in full. For new members, membership registration and dues must be completed between January 1<sup>st</sup> and December 31<sup>st</sup>. Membership shall run from January 1<sup>st</sup> through December 31<sup>st</sup> of the same year. For returning members, the annual dues must be paid by March 31<sup>st</sup> of the same year. A failure

to establish membership within the time allotted will result in the revoking of all membership rights, including voting privileges, for that calendar year.

c. Membership dues will be set by the Board of Directors with approval from the Board of Trustees.

2. Master Members.

a. A lump sum amount of \$3,000 paid prior to year 2000.

b. The payment is confirmed and approved by the Board of Directors based off of the membership list.

c. Their privileges include the following: the members do not have to pay on-going annual membership dues yearly.

3. Life-Time Members.

a. A lump sum amount of \$5,000 paid prior to year 2000.

b. The payment is confirmed and approved by the Board of Directors based off of the membership list.

c. Their privileges include the following:

i. The member does not have to pay on-going annual membership dues.

ii. The member does not have to pay their regular monthly dinner fee.

B. Meetings.

1. Annual General Body Meeting. The Board of Directors shall be required to hold at least one (1) General Body meeting each year in between the months of January or and February to discuss the regular activities, progress and financial statement of from the previous year.

a. The presence of at least Twenty Five (25) Members at the meeting will constitute the quorum.

2. Special General Body Meeting.

a. Special General Body meeting shall be called at any time upon request of at least (2/3) of the official regular membership, or the simple majority of the Board of Directors with approval of a simple majority of the Board of Trustees, or a simple majority of the Board of Trustees independently to discuss special issues.

b. At least (2/3) of the current official regular membership shall be present to constitute a quorum for convening a Special General Body Meeting and conducting business therein.

c. A special meeting is defined as a meeting to discuss any issues other than those listed in Clause IV B.1 of the annual General Body Meeting.

3. Constitution Amendment Meeting. See "Article XII: Amendments" in the Constitution and Clause VIII in By-laws.

4. Meeting Announcement.

a. The date and time of a Special General Body Meeting shall be announced at least thirty (30) days in advance.

b. For Special General Body Meeting the announcement shall be made on community bulletin board and through newsletter, e-mail, and/or on the community website.

c. For Special General Body Meeting and/or Constitution amendment meeting the announcement shall be made in writing by mail and it will be mailed at least 15 calendar days prior to the meeting.

5. Decisions of the General Body shall be taken by a simple majority of the members present, except for constitution amendment and removal of a member of Board of Director

6. A Special General Body meeting may be held at the time of Annual General Body meeting provided all requirements of a Special General Body Meeting are met.

**Clause V: Board of Directors.**

**A. Role.**

1. The primary responsibility of the Board of Directors is to crystallize the values and objectives of the local Muslim community into concepts of policy and to ensure that these are translated into actual practice by the committee under its supervision.

2. It is the responsibility of the Board of Directors also to engage in a process of evaluation in relation to the general operation of MCWS, in order to ensure that the general policies, which it has established, are being effectively carried out.

**B. Roles and Responsibilities.** The Board of Directors shall have the following roles and responsibilities:

1. To approve all financial transactions involving matters of MCWS (H.4.i.).
2. To make such rules, policies, and bylaws as may be necessary for the effective operation of MCWS and the preservation of its properties;
3. To establish standing, advisory and ad-hoc committees;
4. To collect and distribute the dues and donations on behalf of MCWS and its activities in accordance with the laws of the United States of America and the State of Michigan.
5. To determine the allocation and expenditure of MCWS funds for the operation of Community activities upon approval of the annual budget by the Board of Trustees.
6. To do whatever necessary (within the confines of the law) to fulfill the duties of the Board of Directors and to achieve the stated objectives of MCWS.
7. To enter into.....of its Shura (Deleted)
8. No Shura Member.....at a regular meeting. (Deleted)

C. Number and Composition.

1. The Board of Directors shall consist of nine (9) members who are qualified to serve and have been duly elected by the General Body of MCWS.
2. The elected officers of the Board of Directors shall be President, Vice President, Secretary and Treasurer.

D. Term of Office.

1. The term of office for elected Board of Directors shall be four (4) years.
2. The term of office for elected officers shall be two (2) years.

E. Eligibility for Office. Any person, twenty-one (21) years or older, who is a practicing Muslim in good standing (She/he has a vested interest in the MCWS organization and actively volunteer in the activities of MCWS affairs). This person has been a dues-paying member for at least sixty (60) consecutive months prior to election. This person is also active in the activities of the Muslim Community of Western Suburbs of Detroit. These requirements establish eligibility for election to the MCWS Board of Directors.

F. Election of Board of Directors.

1. Date. An election shall be completed before end of the calendar year.
2. Election Committee.

a. An ad-hoc committee Chairperson shall be appointed by the Chairperson of the Board of Trustees to coordinate and supervise election proceeding of MCWS.

b. The Election Committee shall consist of 3 members; these members shall not be current Board of Directors or Board of Trustees, nor shall they be candidates running for election. The Election Committee Chair will correspond regularly with the Chairperson of the Board of Trustees throughout the election process.

c. Functions and Duties.

i. To gather and collect the names of nominees for the Board of Directors. The deadline for nominations shall be established by the election committee. For lack of nominations received by the deadline, the Board of Trustees shall nominate the remaining vacant seats within ten (10) days after the deadline.

ii. To examine the eligibility of the nominees according to the Constitution and Bylaws of MCWS.

iii. To obtain the consent of each candidate;

iv. To confirm membership records and validate voter registration.

v. To collect and tally the ballots cast by mail or otherwise for election at the end of a specified time and day.

vi. The election committee members shall not interfere with interpretation of the Constitution or the Bylaws.

vii. Any dispute regarding the election process shall be resolved by the Board of Trustees.

viii. The Board of Trustees shall oversee and validate the election process.

3. Voting.

a. Each person who is a paid member of MCWS at least two (2) consequent years prior to the time of balloting shall have a right to vote.

b. In the event that candidates receive equal number of votes, the winner shall be determined with toss of coin by process of elimination.

c. Those elected shall assume the responsibilities of their elected office on the first of January of the following year.

4. The election committee will be dissolved after the validation of the election results.

5. A Member may vote by Absentee Ballot. All Absentee Ballots must be requested and returned by mail by the dates announced by the election committee. A Member who is mailed an Absentee Ballot shall not be allowed to vote in person even if he/she did not return his/her ballot.

G. Vacancies of Office.

1. The office of the Board of Director shall be deemed vacant immediately upon the following conditions:

- a. Death or insanity;
- b. Resignation;
- c. Election being declared void by the Board of Trustees with presentation of sufficient reasons of fraud.
- d. Ceasing to possess the required qualifications as enumerated in clause V.E of this Bylaws for eligibility for office.
- e. Neglect or failure to fulfill his/her duties as Board of Director as determined by the majority of the Board of Trustees upon the recommendation of Board of Director by simple majority.
  - i. This shall include unexcused absence of three (3) regular consecutive board meetings.
  - ii. Any violation of the moral code as described in Article XI of the Constitution.
  - iii. Neglect in performing their assigned duties.
  - iv. Embezzlement of funds.
  - v. Any type of criminal conviction.
  - vi. Disruptive behavior.

2. Any vacancy of the Board of Directors shall be filled within thirty (30) days by the remaining members of the Board of Directors and the appointment shall be confirmed by a simple majority vote of the Board of Trustees.

H. Officers. The officers of the Board of Directors shall be President, Vice President, Secretary and Treasurer.

1. President. The President shall have the following duties and responsibilities:

a. To act as the presiding officer at all meetings of the Board of Directors.

b. To coordinate common activities/ interests with other communities;

c. To act, or designate a Board of Director member to act, as the representatives of the Shura at all meetings and public functions and ceremonies when such representation is necessary and appropriate, provided however that the President does not obligate the Shura to any agreement without prior authorization by the Board of Directors.

d. To propose to the Board of Director the formation and membership of all committees, for approval by the Board of Directors.

e. To review, and adopt in consultation with Board of Directors, the agenda for all meetings of the Board of Directors.

f. To execute, authenticate and countersign such instruments and documents as prescribed by the Board of Directors.

g. To perform such other duties and carry on such other responsibilities as may be prescribed by the Board of Directors and Board of Trustees.

h. To review, bi-annually, every committee and its chairperson for effectiveness of their work, keeping in mind the possibility of removal due to negligence, and reporting these findings to the Board of Trustees.

i. To monitor and approve the spending of a fund of pre- authorized "petty cash" for regular maintenance and day-to-day activities of the community. This money can be spent in up to \$2,000 at one time, not to exceed \$10,000 annually.

2. Vice President. The Vice President shall have the following duties and responsibilities:

a. To officiate as President when for any reason the sitting President is unable to perform his/her duties and responsibilities;

b. To undertake such special assignments as may be assigned by the President.



3. Secretary. The Secretary shall have the following duties and responsibilities.

a. To record the minutes of all General Body meetings, Board of Directors proceedings and maintain and distribute copies thereof as required by the Board of Directors and the Board of Trustees.

b. To prepare and distribute the prescribe notice of all meetings.

c. To maintain an updated list of current MCWS members.

d. To keep and maintain all records and documents of MCWS.

e. To issue the annual report of MCWS and such other reports as may be required by the Board of Directors.

f. To perform such other duties as may be required by the Board of Directors.

4. Treasurer. The Treasurer shall have the following duties and responsibilities:

a. To maintain the funds of MCWS.

b. To keep proper books of account of MCWS money and issue receipts for collection of money.

c. To provide quarterly financial reports detailing income and expense to the Board of Directors and the Board of Trustees.

d. To pay out funds belonging to MCWS for the purposes specified by the Board of Directors, the disbursement of the funds shall require the Treasurer and one other officer's signature.

e. To deposit the funds of MCWS in an approved financial institutions as selected by the Board of Trustees. Such deposits will be made in the name of MCWS.

f. To submit to the Board of Trustees annually, or more frequently if the Board of Trustees so requires, a financial report of MCWS. Said report will be reviewed by an independent certified accountant.

g. Gather the yearly budget from all committee coordinators by August 31<sup>st</sup> and prepare the annual budget for the following fiscal year (January-December) by October 31<sup>st</sup>.

i. Monitor and approve the spending of a fund of pre-authorized “petty cash” for regular maintenance and day-to-day activities of the community. This money can be spent in up to \$2,000 sums at one time, not to exceed \$10,000 annually.

h. To explore and propose various means of developing the financial resources for the organization.

I. Meetings.

1. A meeting is a convening of the Board of Directors at which a quorum is present for the purpose of deliberating toward or rendering a decision on MCWS policy or transacting business on behalf of the MCWS.

2. Any meetings of the Board of Directors shall be open to all current dues-paying members of the MCWS, and invitees, except closed meeting where moral and ethical issues of any individual are discussed. In such a meeting, general membership will be restricted from attending.

3. Notice of Regular Meetings.

a. Every year the Secretary shall post tentative schedule of Board of Directors meetings for the following year. This notice will include the dates, times, and places of meetings.

b. If there is a change in the schedule of meeting, the change shall be posted on MCWS bulletin board/website.

c. Any meeting of the Board of Directors may be adjourned or recessed to another time or place by the President in consultation with the other members.

d. Emergency meeting may be called by the Board Members any time if so required.

e. The Board of Directors shall meet once a month.

4. Agenda. The agenda and accompanying documents for meetings shall be prepared by the Secretary and submitted to the President for his/her review prior to distribution.

5. Voting.

a. When a question is put to the Board of Directors for voting, a member may vote affirmatively by answering “yes”, negatively by answering “no”, or may abstain from voting.

b. The “yes”, “no” and abstentions shall be recorded unless all members are present and the vote is unanimous. The record of voting shall be entered into the minutes by the Secretary.

i. Any member absent may give his/her vote in writing provided the proposal being voted is drafted in advance and is clearly understood by the absent member.

ii. A Shura member shall abstain from voting on any matter in which his/her personal or professional gain is in conflict with the best interest of MCWS or on any question involving conduct of the Board of Director member. A conflict of interest shall include but not be limited to financial matters.

iii. The eligibility of any Board of Director member to vote on any conflict of interest shall be finally determined by a majority of Board of Director members present, including the vote of the Board of Director member involved.

iv. Any proposal/resolution put to the Board of Director for voting shall be considered approved only if voted “yes” by at least five (5) members of the Board of Directors.

6. **Quorum.** Five (5) members of the Board of Directors shall constitute a quorum for the purpose of transacting business. In the event that a quorum is not present, the meeting shall be rescheduled by the President.

7. **Minutes.**

a. The Secretary shall maintain official minutes of all Board meetings. These minutes shall indicate the date, time, place, members present, members absent, and all decisions made at the meeting. The minutes shall include a record of all action taken by the Board of Directors and a record of all votes taken at the meeting.

b. Approved minutes of meetings shall be community records open to the regular member’s inspection.

**Clause VI: Committees.** The President shall form various committees as necessary to carry out the community activities in consultation with the Board of Directors.

**Clause VII: Finances.** The Board of Trustees shall be the final monitors of all of the monies of the community and ensure that all major financial transactions of the community except (income and disbursement) will be in compliance with 501(C) (3) rules/regulations. The sources of financial support for MCWS shall be:

A. Membership dues to be periodically assessed by the Shura in consultation with the Board of Trustees.

B. Donation from members and/or friends of the MCWS in compliance with applicable laws.

C. Fees assessed on services rendered by MCWS.

D. Investment income.

E. Facility rental income.

**Clause VIII: Amendments.**

A. Any proposed amendment to the MCWS Constitution shall be in writing and mailed to the regular membership at least thirty (30) days prior to the meeting at which the proposed amendments are to be voted on.

B. Proposed amendments from any regular member of the General Body shall be submitted in writing to the Board of Directors at least two (2) months before the General Body meeting in which they are to be presented. Proposed amendments shall not be taken from the floor.

C. Amendments to the MCWS Constitution shall require the approval of 2/3 of the General Body present with a minimum 2/3 quorum.

D. Records of these amendments are to be maintained by the Secretary.

**Clause IX: Dissolution.**

In the event of dissolution of MCWS organization, the funds and other assets of the Muslim Community of MCWS, after defraying all outstanding debts and liabilities shall be distributed only to a not for profit 503(C) (3) approved Islamic organization, as seen fit by the Board of Trustee, by a 4/5 majority vote.

**Clause X: Special Mandate.**

After approval of these amendments on October 23, 2010 the current Board of Directors will elect the five (5) Trustees within 30 days.

1. The terms of the Trustee depends on the number of votes, he/she receives from the above election. The higher the votes, the longer the term.

2. The current Board of Directors and Trustees will continue in the office until December 31, 2010.
3. The new Trustees will assume the responsibilities on January 1, 2011.

**END OF BYLAWS**

These Bylaws, Constitution are approved by the General Body of the Muslim Community of Western Suburbs of Detroit (MCWS) on this the 26 day of June 1987, to be effective immediately.

These Bylaws, Constitution are amended by the General Body of the Muslim Community of Western Suburbs of Detroit (MCWS) on this the 17 day of May 1996, to be effective immediately.

These Bylaws, Constitution are amended by the General Body of the Muslim Community of Western Suburbs of Detroit (MCWS) on this the 23 day of October 2010, to be effective from the first day of January 2011.

**THE BOARD OF TRUSTEES AND DIRECTORS' SIGNATURES APPEARS ON THE FOLLOWING PAGES.**