



In the Name of Allah, the Most Beneficent, the Most Merciful

**Islamic Society of Greater Dayton
26 Josie Street
Dayton, Ohio 45403**

Constitution & By-Laws

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1. Preamble

We, the Muslims of Greater Dayton, Ohio, believe in the principle of La-ilaha-ill-Allah, Muhammad-ur-Rasul-Allah (None has the right to be worshipped but Allah, and Muhammad is the Messenger of Allah), have pledged to endeavor practicing Islam as a total way of life that is centered around an organized community. We do hereby adopt this constitution and its provisions.

2. Name

The Organization shall be called the Islamic Society of Greater Dayton (ISGD), hereinafter referred to as the Society or Organization. The Society shall be a non-profit organization.

The Greater Dayton area is defined, herein, to only consist of the following nine counties in the State of Ohio Montgomery, Butler, Warren, Greene, Miami, Preble, Clark, Clinton and Madison.

3. Acronyms

ISGD	Islamic Society of Greater Dayton
BOD	Board Of Directors
EC	Executive Committee

4. Scope of Organization

Notwithstanding any other provisions of these articles, the organization is organized exclusively for the charitable educational and religious purposes as specified in section 501(C) (3) of the Internal Revenue Code of 1954 and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under section 501(C) (3) of the Internal Revenue Code of 1954. The organization is nonprofit and shall not have or issue shares or stock. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this document.

5. Purpose and Objectives

- To establish and maintain one or more Islamic Centers in this community to serve as places for religious worship services and guidance in accordance with Quran and the teachings of the Prophet Muhammad that are based on the methodology of the four main Mathahib (schools of thought); Hanafy, Maliky, Shaffi'y, Hanbaly.
- Organize and conduct educational, charitable, social, and recreational activities for its members and the community at large in accordance with Islamic traditions and values.
- To promote goodwill, understanding, fellowship and tolerance among Muslims and non-Muslims.
- To serve as an institution for dissemination of information on Islam; its teachings, and history among Muslims and non-Muslims.
- Cooperate (and affiliate) with other Islamic organizations having similar objectives as deemed appropriate, by the Executive Committee.
- The Society may cooperate (and affiliate) with other non-Islamic organizations in a manner consistent with Islamic principles as long as approved by the Board of Directors.

6. Membership

6.1 Terms of Membership

- All Muslims who are legal residents of the United States and at least 18 years of age who subscribe to the purpose and objectives set forth in Article 5 and residing in the Greater Dayton area are eligible to become General members irrespective of race, ethnicity or gender.
- In this Constitution and By-Laws, all references to the male gender (he, him, his, etc.) shall be assumed to mean male or female.
- The General member shall follow bylaws, rules and regulations of the Society.
- The General member shall Fill a membership application and pay membership dues in a timely fashion.
- Membership shall be subject to the approval of the BOD. New membership applicant must submit a completed membership form along with the annual membership dues to the Secretary of the Board. The Board shall review membership application and notify its decision to the applicant within 60 days of its receipt.
- The membership year will be from January 1 to December 31. Members must pay the Annual membership dues every year to retain their membership and shall be pro-rated for members joining the organization for the first time.
- Membership fees shall be determined by the BOD on a yearly basis. Any increase in membership fees of more than 30% from the previous year must be approved by general assembly.
- Contributions to designated relief funds, Zakat, and any non ISGD functions and events will not be applied towards membership dues.

6.2 Categories of Membership

6.2.1 General Membership

The General member shall meet all the Terms of Membership and shall not have any voting rights.

6.2.2 Active Membership

- The Active member shall meet all the Terms of Membership and shall have all voting rights.
- Active membership shall be awarded to a General member after 12 contiguous months of General membership.

6.2.3 Rights and Privileges for General membership

All General members shall have the privilege to:

- Participate in all religious, educational, social, and related activities of the organization.
- Use facilities of the center for social or educational purposes provided such activities are in conformation with the by-laws of the organization. Procedures for such uses shall be determined by the Executive Committee and shall be made available to all members. Any fees associated with the use of the facilities shall be determined by the Executive Committee and approved by a simple majority of the Board of Directors.

6.2.4 Rights and Privileges for Active membership

In addition to the rights and privileges for General membership, active members shall have the privilege to vote and hold offices in the Executive Committee and the Board of Directors.

6.3 Termination of Membership (General and Active)

- Membership may be revoked or suspended by the Board of Directors for actions performed, sponsored and/or advocated by the member; which actions may be considered by the Executive Committee detrimental to the interest and objectives of the Society.
- Any member who is three (3) months delinquent in paying annual membership fees shall be automatically suspended. Membership shall be reinstated upon payment of fees in full.
- Any member who does not attend three (3) consecutive general assembly meetings, without an acceptable excuse, shall have his/her membership automatically revoked.
- Any member who leaves the community may request in writing that his/her membership be suspended until a written request for reinstatement of membership is submitted upon return.
- A written resignation may be filed with the General Secretary and shall be effective when accepted by the Board of Directors. No refunds shall be made for any dues paid or donations made.
- A two-thirds majority vote of the total membership of the Board of Directors shall be required for the suspension of a member.
- A member whose membership has been revoked or suspended may be reinstated by a simple majority vote during a regular Board of Directors meeting.
- Where applicable, a suspended member shall immediately hand over all records of the Society, including finances, legal documents, and charge of all affairs to the organization president or his/her designee.

- If a membership application is terminated, rejected, suspended, or revoked by the board of Directors, the applicant may appeal in writing within a month after the rejection or revocation of the membership to the board of trustees. The decision of the board will be final and binding unless the member presents a document or a petition to re-instate his membership, signed by at least 60% of the Active (Not General) membership body.

7. Organization

The General Assembly, Board of Directors, and the Executive Committee shall be the main organizational bodies of the Society and are described as follows:

7.1 The General Assembly

- The General Assembly shall consist of all Active members of the Society.
- The General Assembly shall be the highest organizational authority in the Society.

7.1.1 General Assembly Meetings

- The General Assembly shall hold its annual meeting in the Greater Dayton area.
- All meetings should be open to the members, unless stated otherwise.
- The General Assembly meetings of the Society shall be conducted according to the Islamic code of behavior and the commonly used standard rules of parliamentary procedure, more particularly those of "Robert's Rules of Order" for fair and orderly meetings, except when such rules are inconsistent with Islamic principles or these Bylaws.
- The following items of business shall be transacted in the Annual Meeting:
 - Opening (Duaa/Supplication).
 - Call to order, verification of quorum.
 - Minutes of the last General Assembly meeting to be approved.
 - Written Annual report of the President.
 - Annual report of the Treasurer.
 - Reports of Committee officers as determined by the President.
 - Business from the floor, including questions, proposals, and resolutions.
Written requests submitted in advance shall be considered first. Any item(s) that require voting by the Active members of the General Assembly shall follow the Quorum and voting requirements outlined in the subsequent sections.
 - Closing comments and (Duaa/Supplication).
 - The order of items of business above may be changed either by the President with the consent of the Board or by the majority of the members present at the time.
- The Active members shall be notified at least two weeks in advance of the General Assembly meetings as to its time, place and agenda. Notification must be made in writing through such visible media as official ISGD bulletin board, website, email, ISGD magazine and/or regular ISGD community gatherings.

7.1.2 Quorum Requirements for Voting

- A presence of at least Fifty (50) percent plus one of the voting members at any General Assembly meeting shall constitute the quorum required for voting.
- If Fifty (50) percent plus one of the voting members are not present in the first General Assembly meeting, a second General Assembly meeting shall be called for the same purpose not before one (1) week and no later than three (3) weeks from the date of the original first General Assembly meeting for which the quorum requirement shall be reduced to Thirty (30) percent of the voting members.
- If Thirty (30) percent of the voting members are not present in the second General Assembly meeting, there shall be a thirty (30) minutes waiting period after which the members present shall constitute the required quorum as long as no less than three (3) members of the Executive Committee are present. The decision of the General Assembly shall be by simple majority vote of present Active members. In case of a tie, a repeat vote shall be taken.
- An Active Member excused from attending a meeting may cast his/her vote by proxy using any communication media approved by the Board. However, No proxy shall be counted if no Quorum is physically present in the meeting.

7.1.3 Special Meetings

- Special meetings of the General Assembly can be called at the request of the Board of Directors or by one-third (1/3) of the General Assembly.
- Notice of such meetings shall be given to all the members in the same manner as for the regular meeting under Section 7.1.1.
- The required quorum for voting shall be the same as for Regular Meetings under Section 7.1.2 except for special meetings called under sections 7.2.9 (Terms of Office) and 12 (Amendments to Constitution).

7.2 Board of Directors

7.2.1 Composition

- The Board shall consist of Eleven (11) Active members. Six (6) members of which shall be elected by the eligible voting members of the organization and five (5) members of which shall be from the top donors to the organization.
- The said Board of Directors shall consist of six (6) board members and five (5) Officers forming the Executive Committee. This Executive Committee shall be elected yearly by the Board of Directors from amongst them.
- The Board shall be constituted of the following officers of the Organization:
 - Chairman
 - Vice Chairman
 - Executive Committee President
 - Executive Committee Vice-President
 - General Secretary
 - Treasurer
- No officer can hold more than one office during the same term.

7.2.2 Functions

The Board of Directors shall:

- Take reasonable care when making decisions for the organization (“duty of care”)
- Act in the best interest of the organization (“duty of loyalty”)
- Act in accordance with the organization’s mission (“duty of obedience”)
- Determine overall direction of the organization.
- Assure appropriate functioning of the ISGD in general compliance with the Constitution.
- Appoint the EC and any number of other committees it deems necessary to perform its functions. The remaining Board Members shall fulfill various roles and responsibilities as determined by the Board of Directors to best serve the needs and interests of the Society.
- Interpret the Constitution in case of ambiguity or conflict pertaining to the Constitution.
- Resolve conflict(s) in the functioning of the Executive Committee and General Assembly.
- Establish, Set, and Approve guidelines for the Executive Committee and Policies, rules or bylaws of the standing committees.
- Establish, Set, and Approve all communication Medias acceptable to the Board.
- Resolve issues referred to it by the Executive Committee.
- Approve proposed Constitution and Bylaws amendment(s) by simple majority before being presented for approval to the General Assembly.
- Choose any course of action it deems necessary to perform its functions; however it should avoid any involvement in day-to-day affairs of the ISGD and the functioning of the Executive committee or any other committee.
- Not Concern itself with the day-to-day management of the organization. That is the Executive Committee job.

7.2.3 Office Bearers and Duties

7.2.3.1.1 Chairman

- Shall call and preside over the meetings of the Board and General Assembly as required by the constitution.
- Shall monitor the organization’s operations and its’ activities.
- Shall work with and provide support to the Executive Committee while not micromanaging the Executive Committee.
- Shall serve as a link to the community by promoting the goals and missions of the organization.
- Shall report on the status of the ISGD at least annually to the General Assembly.

7.2.3.1.2 Vice-Chairman

- Shall assist the Chairman in directing and coordinating activities of Board so as to achieve the aims and purposes of ISGD.
- Shall assume the responsibilities of the Chairman in his or her absence.

7.2.3.1.3 EC President

- Shall be the main spokesman, representative and correspondent for the ISGD in external affairs.
- Shall direct and coordinate activities of all functional committees so as to achieve the aims and purposes of the ISGD according to the provisions of the constitution.
- Shall call and preside over the meetings of the Executive Committee.
- Shall have the authority to sign checks on behalf of the Society.

7.2.3.1.4 EC Vice-President

- Shall assist the President in directing and coordinating activities of all committees so as to achieve the aims and purposes of the ISGD.
- Shall assume the responsibilities of the President in his or her absence.
- Shall prepare circulars, bulletins and newsletter, and presenting these to the Executive Committee for approval before distribution.
- Shall edit and publish literature on behalf of ISGD after consultation and approval by the Executive Committee.

7.2.3.1.5 General Secretary

- Shall handle and keep records of all official correspondence, prepare agenda for meetings of the Board of Directors, Executive Committee, and the General Assembly.
- Shall take minutes of all meetings and present the minutes of previous meeting(s) for approval.
- Shall notify members about the time and place of a meeting.
- Shall keep the Society registered and in compliance with state laws.
- Shall keep and maintain a directory of names, current phone numbers and addresses of all ISGD members.

7.2.3.1.6 Treasurer

- Shall maintain the records of all financial transactions, systematically maintaining the account books, checks, and receipts, writing disbursements and performing banking reconciliation.
- Shall be in charge of all the accounts and funds of the Society.
- Shall submit a quarterly statement of accounts to the Board of Directors and the Executive Committee and post the same statement on a bulletin board to be reviewed by members of the Society.
- Shall make payments and sign checks on behalf of the Society. In his absence or his inability to perform his duties, the Executive Committee shall appoint a temporary replacement as necessary.
- Shall be the contact person for matters related to the Internal Revenue Service (IRS) and other tax agencies.

7.2.4 Top Donors Membership

The five (5) top donors shall be selected based on the following criteria,

- Shall meet Active Membership terms outlined in section 6.2.2.
- The donations made on their behalf are made for the sole benefits of ISGD.

- The donors list shall be evaluated by the current BOD every two (2) years.
- Three (3) of the five (5) top donors shall be donors with the highest total donations made in accordance with the above criteria starting from the year 2006.
- Two (2) of the five (5) top donors shall be donors with the highest total donations from the last two (2) years prior to the selection year.
- Membership Vacancies are filled by next top donor inline based on criteria outlined above. If two or more donors are tied in donation and both or all want to serve on the Board of Directors, the current Board of Directors will elect one of the donors by simple majority vote in a special Board of Directors meeting called for that purpose.

7.2.5 Elected Membership

- Elections shall be held during the first two (2) weeks of December of each year.
- Elections may be performed by mail.
- The term for each Elected Member of the Board shall be three (3) years.
- Election shall be held every year for the vacancies created at the term completion of two (2) elected members of the Board of Directors.

7.2.6 Year 2011 Special Election

To achieve an alternating sequence of terms for the first initial election year, the election shall be conducted as follows: 2 members for a one (1) year term, 2 members for a two (2) years term, and 2 members for a three (3) years term. After the initial Board election, all Elected Board members shall be elected for 3-year terms.

7.2.7 Election Committee

- The Board of Directors shall appoint an Election Committee of three. All members of the Election Committee shall be Active members of ISGD.
- The members of the Election Committee may not be members of the Board of Directors.
- They may not contest for a position for which they will be conducting the election.
- The Election Committee shall provide to the General Assembly the list of nominees for the open Board of Directors of elected positions, with brief information about each candidate. The election committee may arrange, conduct, and supervise debate like meetings between the nominees and the General Assembly of the organization during the election process.
- The Election Committee shall conduct and supervise the Board of Directors members' elections, distribute and collect the ballots, count the votes, and announce the results.
- The Election Committee shall maintain complete records of all the election results or any records pertaining to election and election process for at least 2 years after the last election year. Such records shall be available for inspection, upon request at reasonable notice, to the Board of Directors. All records should be stored and maintained with the Secretary of the Board.
- Active members may be nominated for the Board of Directors by either Board of Directors or at least three (3) Active members. These nominations shall be presented to the Election Committee.

- Any active member may authorize another active member to act by proxy in all matters in which an active member may participate including waiving notices of any meetings, voting or expressing consent without a meeting. Every proxy shall be signed by the active member, and shall be revocable at the pleasure of the active member executing it, except as otherwise provided by the law. No proxy shall be valid after the expiration of eleven months from its date.

7.2.8 Special Election

- Special election shall be held only if the unexpired term of the vacant office is an Elected Membership and is more than twelve (12) months. The procedure outlined in 7.2.5 shall be followed to fill the vacancy through special election.
- If the vacant position is that of the President, the Board Members shall elect the President from among themselves until the special election is held.
- In case the entire Board, including the Chairman, resigns or is terminated, the current Board of Directors has the obligation and responsibility to form an Ad Hoc Committee to take charge of the affairs of ISGD until a new Board is elected / selected in accordance with Sections 7.2.4 and 7.2.5.

7.2.9 Terms of office

- The term for each Elected Member of the Board shall be three (3) years.
- Any member of the BOD found to be in violation of the constitution or bylaws of this organization or any engagement that is deemed harmful to the organization may be suspended or removed from office based on the following process:
 - Based on majority vote by a secret ballot of two-thirds (2/3 of the BOD members in favor of the suspension/removal decision, except the member involved), a written notice of suspension along with the charges for suspension will be given to the said Director.
 - If the said Director does not appeal the decision within two weeks of receiving the letter from the BOD, the decision to suspend shall be final and binding.
 - If the said Director appeals the decision within two weeks in writing, explaining why the decision is not justified, the BOD shall call for a special General Assembly meeting for that purpose within one week of receiving the appeal with the following quorum requirements that are different from those mentioned under section 7.1.3.
 - If a quorum of two-thirds of all Active members is not present in the first meeting, a second meeting shall be called for the same purpose not before one (1) week and no later than three (3) weeks from the date of the original first meeting for which the quorum requirement shall be reduced to one-half of the Active members.
 - If a quorum of one-half of all Active members is not present in the second meeting, there shall be a thirty minutes waiting period after which the Active members present shall constitute the required quorum.
 - An affirmative vote of the two-thirds of the Active members present shall be necessary for the decision to suspend or remove the said Director.
- A Board of Directors member may resign from the Board of Directors by providing a written notice to the Secretary of the society. The notification must be provided three weeks prior to it taking effect. The member may withdraw their resignation during

- this three-week period. If the three-week period has elapsed, the resignation is treated as final. A resigned member cannot occupy a position in the Board of Directors again until they are elected / selected again during the next election year.
- In case a vacancy is created on the Board of Directors, it must be filled within sixty days in accordance with Sections 7.2.4 and 7.2.5 of this Constitution.

7.2.10 Board Meetings

- The Board shall hold regular meetings at least once every 3 months and may hold additional meetings as needed. Proper minutes of all meetings shall be written and maintained by the Secretary in the office of the Society.
- A minimum of Seven (7) members shall constitute a quorum provided that the Chairman of the Board of Directors and/or the Vice Chairman is/are also present at that meeting.
- Decisions in the Board of Directors are made based on a majority vote. In case of a tie, the Chairman of the Board of Directors must cast the tie-breaking vote.
- In the absence of the Chairman, the Vice Chairman shall preside over the meetings.
- In the absence of the Chairman and Vice Chairman, the Secretary shall preside over the meetings.
- A Board Member excused from attending a meeting may cast his/her vote by proxy using any communication media acceptable to the Board.
- Any voting member of the General Assembly may attend a non-executive session of any Board of Directors meeting with prior permission of the Board.

7.3 The Executive Committee

7.3.1 Composition

- The Executive Committee, which is a sub-set of the Board of Directors, shall consist of five (5) members elected by the Board of Directors every year.
- At least three (3) officers shall be from the six (6) elected members of the Board of Directors and at least one (1) officer must be from the five (5) top donors of the Board of Directors.
- The Executive Committee shall be constituted of the following officers of the Organization with their Duties as outlined in section 7.2.3.
 - President
 - Vice-President
 - General Secretary
 - Treasurer
 - Executive Member

7.3.2 Functions

- The Executive Committee shall plan, manage and execute the activities so as to accomplish the purposes and objectives of the Organization.
- The Executive Committee shall carry out policies and decisions of the Organization in consultation with the Board of Directors.
- The Executive Committee shall have the authority and the responsibility to manage, maintain and protect the property and assets of the Society.

- The Executive Committee shall have the authority to make investments of community funds and to earmark budgets with the approval of the Board of Directors.
- The Executive Committee shall approve appointment, tenure, and salaries of the employees of the Organization with the approval of the Board of Directors.
- The Executive Committee shall have the authority and responsibility of initiating, implementing and supervising various programs in keeping with the objectives of the Society.
- The Executive Committee shall appoint standing and ad hoc committees as needed.
- The Executive Committee shall authorize publication of materials.
- The Executive Committee shall be responsible for approving major transactions and contracts on behalf of the Society.
- Approve annual budget proposal submitted by Finance Committee.
- In case of a vacancy created on Executive Committee, the Executive Committee will make nominations from the Board of Directors members and present them to the Board of Directors for selection within a month to serve the remaining term office.
- Any decisions made by the Executive Committee may be overruled/overturned by the Board of Director.

7.3.3 Executive Committee Meetings

- The Executive Committee shall hold regular meetings at least once a month and may hold additional meetings as needed. Proper minutes of all meetings shall be written and maintained by the Secretary in the office of the Society.
- A minimum of three (3) members shall constitute a quorum provided that the President or Vice President of the Executive Committee is also present at that meeting.
- Decisions in the Executive Committee are made based on a simple majority of the Executive Committee present and voting shall adopt all ordinary resolutions. In case of a tie, the President must cast the tie-breaking vote.
- In the absence of the President, the Vice President shall preside over the meetings.
- In the absence of the President and Vice President, the Secretary shall preside over the meetings.
- An EC Member excused from attending a meeting may cast his/her vote by proxy using any communication media approved by the Executive Committee.
- Any member of the Executive Committee who is absent from three (3) consecutive meetings without any reasonable cause may be considered to have resigned from the Executive Committee. The President shall be responsible for informing such a member of the consequent dismissal.
- Any Board of Directors member or voting member of the General Assembly may attend a non-executive session of any Executive Committee meeting with prior permission of the Executive Committee.

8. Functional Committees:

- Functional Committees are to be created as deemed necessary by the Board of Directors and Executive Committee.

- Board of Directors shall have binding and final powers over all functional committees in the organization.
- The Board of Directors or the Executive Committee shall approve the jurisdictions of any functional committees. Approval shall be through simple majority voting, which may be sought by a regular or special meeting or a mail ballot.
- Upon prior approval of the Board of Directors or the Executive Committee, members of these committees need not be members of the organization.
- To the extent possible, each members of the Board of Directors should serve on one of these committees
- Functional Committee members shall be appointed for a 1-year term, or for the length of the function.
- There shall be no term limits for Functional Committee membership. Members of Functional Committees shall be eligible for re-appointment.
- Each Functional Committee shall have a Chair person appointed by the Board of Directors or the Executive Committee.

9. Finances

- The Society may accept contributions in any form and from any source, consistent with the rules and regulations of the Internal Revenue Service (IRS), the objectives of the Society, and the principles of Islam.
- The Treasurer and the President shall have the authority to sign checks on behalf of the Society.
- All funds collected or donated for a specific cause or project shall be used only for that cause or project unless specifically released by the donor(s).
- The Organization shall be prepared to receive bequests, legacies and other gifts, and to form trusts or receive trust funds. All such gifts shall be vested in the Board of Directors, subject to any conditions imposed by the Donor, Testator, or the accompanying Trusts.
- The assets and liabilities records, accounting books, bank deposits and receipts, profit and loss statements, payroll, computerized financial records and inventory records shall be available for audit at any given time.
- The fiscal year of ISGD shall begin on the first (1st) day of January and end on the last day of December in each year.
- The Treasurer will maintain records in accordance with common accounting principles and will prepare and submit to the membership at the Annual Meeting an accounting of the previous year's income and disbursements.
- Any expenditure (including donations by the society) that is more than one thousand dollars (\$1000) but less than or equal one thousand five hundred dollars (\$1500.00) needs the approval of the EC President. The approval can be obtained verbally or through any communication Medias acceptable to the Executive Committee.
- Any expenditure (including donations by the society) in excess of one thousand five hundred dollars (\$1500.00) must be approved by the Executive Committee.

10. Fund solicitation

The society will not allow the use of its facility or any of its sponsored programs for funds solicitation to any external organization or any of the society's individual members without the explicit permission and approval of the Executive Committee. The Executive Committee reserves the right to take necessary action to prevent the occurrence of such an incident or after the occurrence of such an incident, should it happen without their explicit permission.

11. Accountability

The accounts of the Society are subject to audit by Active members at any Executive Committee meeting upon request of Active members. Any Active member of the Society may present his/her viewpoint personally in the Executive Committee after prior consultation with the General Secretary of the Society.

12. Amendments to Constitution

- The precepts of the Preamble of this Constitution are not subject to amendment.
- A proposal for amendment(s) to the Constitution may be initiated by the Board of Directors, the Executive Committee, or by a signed petition of twenty percent (20%) of the Active members.
- Any proposed amendment(s) must be presented in writing to the General Secretary of the Society.
- The proposed written amendment(s) shall be reviewed by a Bylaws Committee appointed by the Board of Directors. The recommendation of the this committee shall be made to the Active members of General Assembly in writing at least one-month ahead of a scheduled special General Assembly meeting dedicated to this matter. Announcements of the proposed amendments, date, time, and location of the meeting must be made in writing through such visible media as official ISGD bulletin board, website, email, ISGD magazine and regular ISGD community gatherings.
- A quorum of two-thirds of all Active members shall be necessary for constitutional amendments.
- If a quorum of two-thirds of all Active members is not present in the first meeting, a second meeting shall be called for the same purpose not before one (1) week and no later than three (3) weeks from the date of the original first meeting for which the quorum requirement shall be reduced to one-half of the Active members.
- If a quorum of one-half (1/2) of all Active members is not present in the second meeting, the constitutional amendment(s) will be sent to the General Assembly as a referendum via postal mail. If one-third (1/3) of the voting membership responds to the referendum and votes by a simple majority for approval/rejection of the proposed amendment(s), then and only then, the proposed amendment(s) shall become effective.
- If less than one-third (1/3) of the voting membership responds to the referendum, a third and final meeting shall be called for the same purpose for which the quorum requirement shall be reduced to one-third (1/3) of the Active members.
- If a quorum of one-third (1/3) of all Active members is not present in the third meeting, there shall be a thirty minutes waiting period after which the Active members present

shall constitute the required quorum as long as no less than seven (7) members of the Board of Directors are present. An affirmative vote of the two-thirds of the Active members present shall be necessary for adopting amendments to the constitution. Then and only then, the proposed amendment(s) shall become effective.

13. Dissolution

Upon a written petition from 90% of the Active members of the Society, the President shall call a meeting of the Board of Directors to deliberate the dissolution of the Society. After such deliberations, the President shall call an emergency meeting of the General Assembly to consider possible dissolution of the Society. This meeting shall be called within three months after receiving the written petition and must be attended by 90% of Active members. An affirmative vote of 90% of the Active members present shall be necessary to decide to dissolve the Society. Upon the dissolution of the organization, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the organization, dispose of all the assets of the organization exclusively for the purposes of the organization in such manner, or to such Muslim organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by the appropriate court exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Drafted and adopted on XX, XX, 20XX xx, 14xx