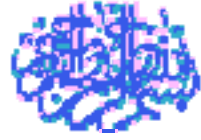


In the name of Allah, the most gracious, the most merciful.



BYLAWS OF THE GREATER LYNCHBURG ISLAMIC ASSOCIATION

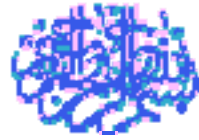


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PREAMBLE

Whereas, we the members of the Greater Lynchburg Islamic Association recognize Islam as a total way of life based on Qur'an and Sunnah of Prophet Mohammed, peace be upon him (pbuh) and have pledged to endeavor practicing it as such, do hereby adopt and give ourselves these Bylaws and pledge to abide by these provisions.

These Bylaws (also known as the "Constitution") govern the affairs of Greater Lynchburg Islamic Association - a nonprofit organization (referred to as the "GLIA"), organized under the Virginia Non-Profit Corporation Act. Herein, General Body refers to the Muslim residents of Greater Lynchburg area who are registered with GLIA; Board of Directors refers to elected body of GLIA; and GLIA Community refers to Muslim residents of Greater Lynchburg area.

NOTE: No part of these Bylaws shall be in violation of Article II, Section 2.1.

Article I – Name and Address

- 1.1 The name of this organization shall be Greater Lynchburg Islamic Association (GLIA).
- 1.2 The principal office of GLIA shall be located in Lynchburg, Virginia or in a neighboring county in Virginia.

Article II – Purpose and Objectives

- 2.1 GLIA has been formed exclusively for charitable, religious, educational and cultural purposes. All of its activities shall be in accordance with the Qur'an and Sunnah of Prophet Mohammed (PBUH). GLIA shall strive to strengthen and reinforce the faith of all Muslims in the Oneness of Allah (SWT), the Holy Qur'an and the Sunnah of Prophet Mohammed (PBUH).
- 2.2 GLIA shall be a non-profit organization within the meaning of §501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code), including for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the



Internal Revenue Code, or the corresponding section of any future Federal tax code.

- 2.3 GLIA shall conduct social and religious activities aimed at preserving Islamic values and traditions and shall strive to provide an environment for Muslims that shall strengthen their Islamic beliefs and engage in Islamic activities.
- 2.4 GLIA shall promote Islamic education by establishing and maintaining mosques, libraries, Islamic centers, schools, and institutions of higher learning. GLIA shall also establish cemeteries, funeral facilities, community centers, child care centers and health centers.
- 2.5 GLIA shall strive to promote goodwill, understanding, fellowship and tolerance among Muslims and Non-Muslims.
- 2.6 GLIA shall work with other Islamic communities and organizations pursuing similar objectives and shall foster coordination, communication and cooperation among such organizations.
- 2.7 GLIA shall help distribute Zakat (charity) and donations in accordance with the Qur'an and Sunnah.

Article III - Organization

- 3.1 GLIA shall be governed by the following branches: General Body, Board of Directors and Committees.
- 3.2 General Body: The General Body shall consist of all registered members of GLIA in accordance with Article V. This Body is the final authority of GLIA and its decisions are final. The ultimate responsibility of determining the course of policy and activities of the organization shall lie with the General Body. Issues of importance or unusual nature must be ratified by the General Body in accordance with voting procedure detailed in Article IX.
- 3.3 The Board of Directors: The Board shall be composed of five (5) elected members including the President. The Board Members receive no compensation for their services.

The President shall be responsible for all affairs of GLIA. The general responsibilities of the President are described below.



3.3.1 The President:

- (i) Provide leadership and strategic guidance to accomplish the goals and objectives of GLIA.
- (ii) Be responsible for the general management and coordination of the activities of the organization.
- (iii) Assure formulation of overall plans to implement the Bylaws.
- (iv) Organize and preside over the Board and General Body Meetings.
- (v) Represent GLIA in contacts with the outside groups. This responsibility may be delegated to others with the consent of the Board.
- (vi) Appropriate funds and control the expenses of GLIA in consultation with the Board. For expenses of more than \$10,000.00, permission from 80% majority (4 out of 5 Board Members) of the Board is required. For expenses of less than \$10,000.00, a simple majority of Board Members will suffice.
- (vii) Make regular announcements during important functions and/or events of GLIA.

3.3.2 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 association. Typical designations for the remaining Directors and their responsibilities could be as follows:

The Vice-President:

- (i) Assist the President in accomplishing the goals and objectives of GLIA.
- (ii) Temporarily assume the Presidency when requested by the President, or when the President is absent, incapacitated or has resigned.
- (iii) Coordinate the activities and responsibilities of the various committees of the association.
- (iv) Be in-charge of the preparations for the General Body Meetings when directed by the President.



The Secretary:

- (i) Prepare and maintain minutes of all Board and General Body Meetings.
- (ii) Prepare agenda in consultation with the President and notify members of the Board and the General Body of upcoming meetings in accordance with the Bylaws.
- (iii) Maintain correspondence/communication within and outside the association.
- (iv) Maintain an accurate list of the Members and a general mailing list of supporters and others who may be interested in the activities of GLIA.

The Treasurer:

- (i) Open and maintain bank accounts.
- (ii) Deposit all money from Application fee, membership dues, etc. in the General account. Day-to-day expenses shall be met from this account.
- (iii) Deposit money collected from Zakat (charity) and donations in a separate bank account.
- (iv) Maintain an up-to-date record of all financial transactions of GLIA.
- (v) Issue checks on behalf of GLIA to cover all expenses such as utility bills or bills for the operation and upkeep of the facility. All other expenses shall be met on the basis of explanations of payment by the President, or the Board.
- (vi) Prepare an annual financial statement for the Board and General Body Meetings showing income, expenses, assets, liabilities and net worth.
- (vii) Prepare an inventory of properties belonging to GLIA to be reviewed at the end of each fiscal year.

The Director of Education:

- (i) Plan and implement educational programs for children and youth, Sunday School and other educational activities.



- (ii) Oversee the operation of the library with the purpose of setting up a book loan system through which educational Islamic literature will be available and accessible to the members.
- (iii) Organize adult Islamic education program.

3.4 Committees:

The Board shall have the authority and responsibility of initiating, implementing, and supervising programs in keeping with the Bylaws of GLIA as mandated in Article II. The Board may delegate some of this authority and responsibility in specified areas by establishing appropriate committees that should ordinarily consist of at least three members.

Article IV – General Rules

- 4.1 The following general rules are applicable to GLIA. They also apply to all committees, subcommittees, members, non-members, guests, employees, and contractors of GLIA.
- 4.2 All real estate properties, when acquired should be utilized to provide maximum benefit to the Muslims. All acquisition, utilization, maintenance and operational aspects of these properties shall be determined by the Board of Directors.
- 4.3 The Board of Directors may accept on behalf of GLIA any property, whether real and/or personal, by way of gift, bequest from any person, firm, trust, or corporation; such property is to be held, administered, and disposed of in accordance with and pursuant to the provisions of this document. However, no gift, bequest of any such property shall be received or accepted if it is conditioned or limited in such a manner as to require the disposition of the income or property for any purpose other than the purpose set forth in Article II (Purpose and Objectives) hereof, or in violation of any local, state and federal laws.
- 4.4 No person may be elected to the same office for more than two (2) consecutive terms, where the office of the President and that of the remaining Directors are treated exclusively (separately). This term limit does not disqualify the President or a Director from running again for the same office after serving for two (2) consecutive terms, provided that there is a gap of at least one term from the sought office.
- 4.5 GLIA shall carry liability insurance for all of their properties.



- 4.6 Board Members shall not receive salaries, remuneration, compensation, or wages for their services to GLIA. To avoid any conflict of interest, Board Members shall not do business with or participate in any competitive bidding to render any paid services to GLIA.
- 4.7 The President shall keep all original legal documents of GLIA in a safe place. A designated Board Member shall also keep a copy of these legal documents. Additional copies of such documents shall be kept on the premises of the principal office of GLIA. Such documents shall be available to the registered members for general viewing within a week of written request. The Board of Directors may restrict disclosure of certain personal information.
- 4.8 GLIA's official medium of communication shall be in English.
- 4.9 The relationship between GLIA and other organizations pursuing similar objectives as specified in Article II (Purpose and Objectives) shall be governed by a Memorandum of Understanding (MOU). Such an MOU shall be signed by the authorized representatives of both organizations and implemented thereafter. The purpose of MOU is to allow the members of each organization to enjoy the benefits of other organization without becoming a member of that organization. However, such benefits shall not include the voting rights.
- 4.10 All GLIA members shall observe the dress code and Islamic code of conduct and ethics in all proceedings, meetings and activities of the association.
- 4.11 Any legal action against GLIA shall only be instituted in the Greater Lynchburg area.

Article V - Membership

- 5.1 Membership in the GLIA shall be open to all Muslims who subscribe to the purpose and objectives set forth in Article II.
- 5.2 Muslim residents of the Greater Lynchburg area (City of Lynchburg, surrounding cities and counties) can register (one registration per family) with GLIA following payment of a one time application fee of \$1.00 and an annual membership due as decided by the Board of Directors and/or General Assembly Meeting.
- 5.3 The Annual membership dues may be paid in one to twelve installments. The Board of Directors may reduce or exempt any Member from payment of membership dues based on individual circumstances.



- 5.4 Annual dues are payable upon joining and shall be pro-rated for members joining the Association for the first time. Thereafter, dues are payable annually at the beginning of the membership year.
- 5.5 Members with dues more than ninety days in arrears shall be notified in writing. Members with dues remaining unpaid within sixty days of written notification shall be dropped from the membership roster. Reinstatement shall require payment in full of dues for the current membership year.

Article VI - Elections

- 6.1 GLIA general elections shall be held every two (2) years to elect the five-member Board of Directors (President and four Directors) for a two-year term. The election of the President shall be conducted via exclusive voting, whereas, the four Directors shall be elected in a non-hierarchical contest.
- 6.2 An election Commissioner shall be appointed by the Board of Directors sixty (60) days before the Election Day. Election Commissioner shall be a registered member of GLIA outside of the board. Election Commissioner shall choose two members outside the existing Board of Directors to serve on the commission.
- 6.3 Only General Body Members who have registered with GLIA for at least three (3) months prior to the Election Day shall be allowed to vote. Proof of residency shall be required.
- 6.4 Only registered members, 18 years of age or older, up to two per family, are eligible to vote for electing the Board of Directors. Children of age 18 years or older- who are part of a family membership- will have voting rights.
- 6.5 Elections shall be conducted by the second Sunday in the month of November of every other year and newly elected officials shall take office by the second Sunday in January.
- 6.6 Early voting or the Election Day voting shall be conducted only in person.
- 6.7 Election Commission shall follow the following procedure:
 - 6.7.1 Seek nominations at least 45 days prior to the Election Day.
 - 6.7.2 Announce final lists of candidates for respective offices and voters at least 30 days prior to election.
 - 6.7.3 Provide an opportunity for early voting for those who may not be able to vote on Election Day.



- 6.7.4 May initiate early voting right after final list is announced and end one week before Election Day.
- 6.7.5 Count the ballots (early votes and Election Day votes) in public, announce and document the election results.
- 6.7.6 If the conditions on Election Day warrant postponing election due to reasons beyond control of the Election Commission (example, inclement weather, a community emergency), it may be postponed until the following Sunday. If the circumstances warrant again, it may be postponed to the following Sunday till the election is held.
- 6.8 All election ballots and records shall be maintained by the Board of Directors for a period of two (2) years.
- 6.9 Serving Terms:
 - 6.9.1 The term of the Board of Directors including President shall be two (2) years. Any vacancy of an elected office shall be filled in accordance with Articles 6.9.2 and 6.10. The term of the vacant position that was filled shall be for the unexpired term only.
 - 6.9.2 The most recent election results shall be used to fill a vacancy. The person with the highest number of votes who was not elected shall be offered the vacant position. If such a person is not available or declines the position, then the individual with the next highest number of votes shall be offered the vacant position. The above procedure shall be repeated until the vacant position is filled. If the vacant position is not filled through this process, then the Board is authorized to fill the vacant position including the President within thirty (30) days through an appointment provided that the remaining term is less than twelve (12) months.
- 6.10 Special Election:
 - 6.10.1 Special election shall be held only if the unexpired term of the vacant office is more than twelve (12) months. The procedure outlined in Article VI shall be followed to fill the vacancy through special election.
 - 6.10.2 If any position, including the President, cannot be filled through Article 6.9.2, a special election shall be held. 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.



- 6.11 In case the entire Board, including the President, resigns or is terminated, the last Election Commission should take charge of the affairs of GLIA until a new President and Board are elected in accordance with Article 6.10.

Article VII - Qualifications

- 7.1 Candidates for the Board of Directors including President shall be practicing Muslims who regularly take part in GLIA activities. This condition shall apply to the nominator, the nominee, and members of the Election Commission
- 7.2 Candidates for the office of President must have lived in the Greater Lynchburg Area (within 35 miles radius of the City of Lynchburg) for two (2) consecutive years.
- 7.3 Candidates for the office of Board of Directors must have lived in the Greater Lynchburg Area (within 35 miles radius of the City of Lynchburg) for at least six (6) months.
- 7.4 The candidates running for President and Board of Directors shall not hold or accept any position such as Chairman, Chairman-Elect, President, President-elect, Vice President or Treasurer in any other Islamic/Muslim organization during the term of office.
- 7.5 Candidates for the Board of Directors including President shall be US Citizens or Permanent Residents.

Article VIII - Finances

- 8.1 GLIA shall be a non-profit and non-stock corporation. It will meet its financial obligations by dues, assessments, donations or gifts, and other fund-raising activities as authorized by the Board of Directors.
- 8.2 GLIA shall maintain account(s) at a local bank which shall be operated under Treasurer or President's signatures. All deposits and checks of GLIA shall be written and signed by the Treasurer or President.
- 8.3 The fiscal year of GLIA 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.



Article IX – Meetings and Quorum

- 9.1 Regular meetings of the Board Members shall be held on any evening or weekend of the first week of each month, unless otherwise designated by the Board of Directors.
- 9.2 The Secretary shall ensure that meeting minutes are recorded and distributed to the Board Members within 48 hours of the meeting time.
- 9.3 The Secretary and the President shall keep copies of the meeting minutes for at least 2 years. These minutes can be made public upon request.
- 9.4 Board Members shall make decisions based on a simple majority.
- 9.5 General GLIA members may attend the Board Meetings and provide their opinion and suggestions, but are not allowed to vote on the decisions.
- 9.6 Non GLIA members are allowed to attend the Board Meeting with a special permission as observers. Generally, no more than 2 non-members are allowed to attend the Board Meetings.
- 9.7 The President or a Designee shall start Board Meeting with a recitation from the Holy Qur'an and must end with a Du'a (prayer). The meetings shall be conducted in a professional and constructive manner. All parties shall respect each other's rights and obligations.
- 9.8 Notification of General Body Meetings: Time, date and place of the General Body Meetings shall be notified to all registered members by the best communication possible: e-mail, phone, fax, letter, etc.
- 9.9 Annual General Body Meeting: An annual General Body Meeting will be held in November for the purpose of disseminating information to the community. The following activities shall be conducted at the meeting:
 - 9.9.1 Annual Report and future plans presented by the President or Designee.
 - 9.9.2 The financial statement and a preliminary budget presented by the Treasurer.
- 9.10 The President is authorized to call for additional (special) Board Meeting.
- 9.11 Sixty percent (60%) of registered members shall constitute the quorum for General Body Meeting. At least sixty percent (60%) of Board Members shall constitute the quorum for Board Meetings.
- 9.12 All meetings adjourned for lack of quorum must be reconvened within a



reasonable time.

Article X – Dissolution of GLIA

- 10.1 At least 51% of the registered members of GLIA shall request the Board of Directors in writing to call for a meeting to dissolve the association. The Board of Directors shall call for a meeting within eight (8) weeks from the requested date. At least seventy-five percent (75%) of the registered members must be present and two-third (2/3) votes of the members of the General Body present are required to dissolve GLIA.
- 10.2 Upon dissolution of GLIA, the Board of Directors shall dispose off all assets of GLIA after paying or making provisions for the payment of all liabilities of GLIA. The remaining assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

Article XI - Amendments

- 11.1 Other section(s) of these Bylaws document may be altered, changed, or amended at a special General Body Meeting specifically called for this purpose. Four (4) weeks written notice and an agenda including the text of the proposed Bylaws provision as well as the text of any existing provision(s) proposed to be altered, amended, or repealed, must be made available to the registered members of GLIA. The annual meeting of the General Body may also be utilized for this purpose provided that the registered members are notified in advance as stated above.
- 11.2 The amendment process may be initiated by the signatures of twenty percent (20%) of the registered members.
- 11.3 Thirty percent (30%) of the registered members constitute the quorum for an amendment to the Bylaws. A two-thirds (2/3) majority vote of members is required to adopt any amendments to the Bylaws of GLIA.



- 11.4 The proposed written amendments shall be reviewed by a Bylaws Committee appointed by the Board of Directors. The recommendation of this committee shall be made to the General Body in writing.
- 11.5 GLIA Bylaws must be reviewed as needed or every five (5) years by a Bylaws Committee appointed by the Board of Directors in order to adopt any changes if needed.
- 11.6 This Bylaws document may be altered with the adopted amendments (with notes on the date of enactment) and an amendment history shall be maintained in an attached document.
- 11.7 If the solution to any problem is not available in the Bylaws, and if a permanent change in the Bylaws as an amendment is not required, a rule may be adopted or passed by a simple majority vote of the General Body and business may be carried out as usual. Such rule may be adopted for a fixed period of time after which the rule shall be abolished automatically. The rule so adopted shall not be in conflict with the Bylaws, particularly Item 2.1 in Article II.

Certification

We, the presently appointed Board of Directors of Greater Lynchburg Islamic Association, attest our signatures as witnesses that these Bylaws, which consist of eleven (11) articles, were approved at a meeting of the Board of Directors by at least a two-thirds majority vote on January 11, 2007.

Title	Signature	Printed Name	Date
Director 1	<i>Maqsood Ahmad</i>	Maqsood Ahmad	1/11/07
Director 2	<i>Basel Djazmati</i>	Basel Djazmati	11/11/07
Director 3	<i>Abul Hasanat</i>	Abul Hasanat	1/11/07
Director 4	<i>Md. Shaukat Rahman</i>	Mohammad S. Rahman	01-11-07
Director 5	<i>Parvez Salim</i>	Parvez Salim	1/11/07