

**BY-LAWS**

**Sacramento Area League of Associated Muslims  
(SALAM)**

**Sacramento, CA 95841**

**This document of the SALAM By-Laws has been reviewed and signed and is the current official version effective June 14, 2020.**



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**Br. Oussama Mokeddem, Secretary  
Board of Trustees, 2020**

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**June 29, 2020**

**Date**

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## DEFINITIONS

**SALAM:** Sacramento Area League of Associated Muslims

**BOARD:** Board of Trustees

**TRUSTEES:** Elected members of the Board

**CHAIRPERSON:** Whenever there is a reference to “Chairman” it shall be understood that it also means “Chairperson”. Whenever there is a reference to “He,” “His,” or “Him” it shall be understood that it will also mean “She,” “Hers,” or “Her.”

**EX-CHAIRPERSON:** Whenever there is a reference to Ex-Chairman, it shall be understood it also means Ex-chairperson.

**EX-OFFICIO MEMBERS OF THE BOARD:** Refers to those persons whose membership is by virtue of an office as defined under Article 8 of the Bylaws. They have the right to debate the issues presented, but not to make motions or vote.

Article 1  
NAME

The name of this organization shall be the Sacramento Area League of Associated Muslims, known as SALAM, a California non-profit, tax-exempt 501(c) (3) religious corporation.

Article 2  
OFFICE

*Section 2.01*

**Principal Office**

The principal office for the transaction of the business of this corporation is located at 4545 College Oak Drive, Sacramento, County of Sacramento, and State of California.

*Section 2.02*

**Other Offices**

The corporation may also have offices at such other places where it is qualified to do business, as its business may require and as the Board may from time to time designate.

## Article 3

### PURPOSE, MISSION AND PRINCIPLES

#### *Section 3.01*

##### **Purpose**

SALAM is an independent organization. Its purpose is to promote Islamic teachings, understanding, and unity among all Muslims in the greater Sacramento area. SALAM prides itself in being a multi-ethnic organization and shall strive to maintain it.

##### **Mission**

SALAM's mission is to practice and promote Islam by providing religious, educational and recreational facilities and services for members of the public. The emergence of an American-Muslim identity is its prime goal.

#### *Section 3.02*

##### **Principles**

SALAM's policies are based on the following principles:

1. SALAM considers Islam as the Universal Mercy of Almighty God, as not only a religion but also a *Deen*, a way of life.
2. SALAM considers the Holy Qur'an and the Sahih Hadith of the Prophet Muhammad (PBUH) as the only true and reliable sources of the *Deen*.
3. SALAM's activities and membership are open to Muslims of all colors, languages, sects and nationalities. Ethnic diversity is encouraged and cherished.
4. SALAM follows the Sunni Schools in the conduct of its activities but does not enforce or favor any Madhab and considers it a matter of personal preference.
5. SALAM follows the Islamic principles of Shura, communication and transparency in its operations.
6. SALAM encourages and strives to develop a system of succession and continuation by promoting new leadership in the positions of responsibility in its management by focusing on greater community participation rather than personalities.
7. SALAM is committed to quality performance and to the state of the art in the ways and means of projecting and promoting Islam.
8. SALAM follows the Islamic principles of empowering women and providing them with equal opportunities and responsibilities with men. The role of women in policy-making and governance is encouraged.
9. SALAM encourages and promotes the Islamic qualities of modesty, decency and moral integrity but does not force segregation of the sexes.
10. SALAM promotes and supports activities to enlighten, empower and teach the next generation of Muslims to be leaders, excelling in all areas of life, while developing and strengthening their Islamic faith and Muslim identity.
11. SALAM uses English as the language of communication, teaching and conducting activities.
12. SALAM is an organization of Muslims living in the greater Sacramento area in the state of California in the United States of America. As such, it condemns and strongly rejects activities that are harmful to the country.

13. SALAM strongly condemns and rejects violence against civilians as a mean of political or religious expression, and aims to promote interfaith understanding, harmony, and peace in the American society.
14. SALAM is a religious organization by its Charter (Article of Incorporation); but Muslims are encouraged to individually participate in American public life in order to represent the interests of Muslims in America.
15. SALAM does not participate in, encourage involvement in, or provide support to the politics of other countries.

## Article 4

### ORGANIZATION

#### *Section 4.01*

The General Membership elects the Board to run the affairs of SALAM on its behalf.

#### *Section 4.02*

The Board elects its Chairperson, Vice-chairperson, Secretary, and Treasurer from its elected trustees (Article 7). If no trustee is qualified to perform the duties of Treasurer, the Treasurer shall be appointed by the Board from the active membership of the corporation and will assume the status of an Ex-Officio member of the Board as stated in “Definition.”

#### *Section 4.03*

The Board forms various standing, functional and ad-hoc committees to help the Board establish SALAM’s operating policies and Board’s decisions. These committees may also help the Executive Staff in handling SALAM’s day-to-day operations. The Chairperson of the Board recommends a candidate for Board approval, from among SALAM members as indicated in these by-laws, to Chair each committee.

#### *Section 4.04*

The governing of SALAM Organization includes:

1. The Board of Trustees with its basic duty to establish policies and supervise key staff performance.
2. The Executive staff represented by three types:
  - a. **The Administrative Staff** consists of the Executive Director and an Office Manger. Their basic duty is to manage the daily administrative affairs of SALAM.
  - b. **The Religious Staff** consists of the Religious and Social Director. His basic duty is to manage the religious, social, and youth affairs of SALAM.
  - c. **The Learning Staff** consists of the Learning Director. The basic duty is to perform the functions of the Center for Higher Islamic Learning.The Administrative, Religious, and Learning Staff may establish implementation teams to help them carry out their duties.
3. The Parliamentarian whose function is to advise on compliance with the By-Laws and the Board of Trustees policies and review them when needed.



## Article 5

### MEMBERSHIP

#### *Section 5.01*

##### **Qualifications**

Membership of SALAM shall be a privilege and open to all legal United States resident Muslims who are 18 years or older, have not been convicted of a felony or of a criminal offense involving moral turpitude within the past 7 years from the date of filing the application. Proposed members must endorse the general principles of SALAM. Acceptance of membership entails certain rights and responsibilities as outlined in this Article and shall constitute the member's agreement to strictly abide by and support the purpose, mission, principles, by-laws, and the Articles of Incorporation of SALAM.

#### *Section 5.02*

##### **Procedure**

The following steps must be taken for a qualified person to meet the requirements for membership in SALAM,

1. Submitting a completed membership application form to the Membership Committee.
2. Recommendation by two active members.
3. Favorable recommendation by the membership committee.
4. Approval by the Board.
5. Payment of annual membership donation or completion of volunteer service in accordance with SALAM membership policy.

#### *Section 5.03*

##### **Types of Membership**

##### ***Life Time Membership***

Life Time Membership status can be awarded, per current SALAM membership policy, to members who have generously supported SALAM by offering services or financial contributions.

##### ***Honorary Membership***

Honorary membership is recognition of the services of individuals who have contributed generously to the welfare of Islam, or persons who have performed an outstanding service to the progress of SALAM. Such an individual, who may or may not be a Muslim, shall be recommended by an Active Member for approval by the Board. Honorary Members may serve on committees, but are not eligible to vote. Honorary Members are not required to fulfill annual membership requirements.

## ***Regular Membership***

### ***Associate Status***

Those Muslims who have passed the above process (5.02) become Associate Members for a period of one year. During this period Associate Members are encouraged to serve on committees, attend Board Meetings, but are not eligible to vote or hold an office for a minimum of one year.

### ***Active Status***

Those Associate members, who have fulfilled their membership obligations and have served for one year, are eligible to become *Active* members. An Active Member shall have a vote in the General Membership meetings and any special elections, and can run for office as described in Section 11.02 Election Committee. Periodic review of the Active Membership list shall be made by the membership committee to determine the voting membership. Active Members must renew their membership annually in accordance with SALAM membership policy. Lifetime membership is exempted from the periodic review, but contact information should be updated annually.

### ***Inactive Status***

Any member, who does not renew his /her membership or has moved out of the area as, defined by SALAM membership policy, shall have his/her membership privileges suspended. Membership privileges shall be reinstated upon submission of the membership reactivation form and review and approval by Membership Committee. Inactive members are not eligible to receive membership benefits or to vote unless Membership was renewed in accordance with the SALAM membership policy used to establish the voting roster.

## **Section 5.04**

### **Withdrawal**

Any member may withdraw his membership in SALAM by delivering to the Secretary in person or by mail (addressed to the Secretary at SALAM's principal office) a written request to withdraw. The withdrawal becomes effective on receipt of the request by the Secretary.

## **Section 5.05**

### **Termination**

Any member who has been convicted of a felony or of a criminal offense involving moral turpitude shall be subject to admonishment, censure, suspension or expulsion from SALAM by Board action, which is final.

## **Section 5.06**

### **Censure**

Actions by any member or trustee that are deemed contrary to the general guidance of Islam or of the purpose, mission, principles, By-laws and the Articles of Incorporation, and the welfare of SALAM will be a cause for suspension of one or more of the member's or the trustee's privileges. A two-thirds (2/3) majority vote of the Trustees is necessary for such action. The member or the trustee shall be notified in writing and he/she will have the right to appeal

such a decision to the Board. If the Board upholds its decision, the member or the trustee may appeal the decision and ask for a vote by the general membership in a meeting called on the petition of twenty-five percent of the current voting members as set out in Article 6. Member or trustee shall be reinstated if majority of the members present at the membership meeting overturns the BOT decision.

## Article 6

### GENERAL MEMBERSHIP MEETINGS

#### *Section 6.01*

##### **Annual General Membership Meetings**

Annual meetings of members for the election of the vacancies on the Board, adoption of the budget, review of SALAM's performance in the preceding year, and the transaction of other business shall be held on the third Sunday of March of each year. The time and place shall be fixed by the Board. If a majority of the voting members present at any such meeting or the Board so directs, a further meeting shall be held within 60 days.

#### *Section 6.02*

##### **Special Meetings**

Special meetings of general membership may be called at any time by a petition to the Secretary, by the Chairperson of the Board, or by the majority of the Board, or on the written petition of 25% of the current voting membership. Such a meeting shall be held within 60 days of the filing.

#### *Section 6.03*

##### **Notice of Meetings**

Notice of each meeting of members giving the place and time of the meeting and the specific business to be considered, shall be sent to each voting Member under direction of the Secretary at least five (5) days prior to the meeting.

#### *Section 6.04*

##### **Voting**

Voting on board of trustee members and other predetermined items shall be by secret ballot, with eligibility of votes established by reference to the voting membership list. For a ballot to be valid, each voting member shall vote for the number of open positions available. Failure to vote for each open position will invalidate the ballot. Voting on motions raised at the meeting shall be done by a show of hands; motions will be considered passed by simple majority of voters present. A majority vote of those members present and voting at a meeting at which a quorum, as hereinafter defined, is present shall be required for official action, unless otherwise specified in these by-laws or by law. One submitted ballot is allowed per eligible voting member.

Proxy voting, defined as a member delegating their vote to family member if they are unable to make the general membership meeting, is allowed with a maximum of 1 proxy vote per attending member. Members may delegate their vote to their husband, wife, adult child, mother or father so long as such persons are already voting members of SALAM. Proxy votes count towards attaining a quorum and the designated voter may vote on all matters during membership meeting.

Each ballot or return secrecy envelope shall have the date, the name, and verifiable signature of the active member to be valid. After verification of voter eligibility, the ballot shall be removed from the secrecy envelope, or the identifying information shall be removed from the ballot prior to being counted to insure voter secrecy.

*Section 6.05*

**Quorum**

A quorum shall consist of twenty-five percent (25%) of the voting membership list.

*Section 6.06*

**Conduct of Meetings**

1. Membership meeting shall be presided over by the Chairperson of the Board. In the absence of Chairperson, Vice Chairperson will preside over such meetings.
2. The order of business for annual meetings shall be as follows in the order approved by the Board and in accordance with Robert's Rules of Order:
  - (i) Reading of the minutes of the previous meeting;
  - (ii) Reports of the Chairperson and Treasurer;
  - (iii) Reports of standing committees;
  - (iv) Reports of functional and ad-hoc committees, if any;
  - (v) Consideration and adoption of the new budget;
  - (vi) Old business;
  - (vii) New business;
  - (viii) Election Committee's report;
  - (ix) Election of Trustees;
  - (x) Adjournment.

## Article 7

### TRUSTEES

#### *Section 7.01*

##### **Number of Trustees**

SALAM shall have nine (9) trustees. Trustees shall serve without compensation and collectively they shall be known as the Board of Trustees or the Board. To broaden participation on the Board, spouses, siblings, or children may not serve concurrently on the Board.

#### *Section 7.02*

##### **Qualification and Election**

To be eligible for the nomination on the Board of Trustee, the nominee shall meet the following requirements:

1. Be a U.S. citizen or permanent legal resident.
2. Has not been convicted of a felony or of a criminal offense involving moral turpitude within the last 7 years from the date of filing the nomination.
3. Endorses the general principles of SALAM.
4. Agree to strictly abide by, and support the purpose, mission, principles, By-laws, and the Articles of Incorporation of SALAM.
5. Be a current active member of SALAM for one year.
6. Has demonstrated interest in the affairs of SALAM by completing SALAM volunteer service in accordance with membership policy.
7. Agree to be a member of a committee during his/her tenure and to take part in fundraising activities to meet SALAM financial obligations.
8. Shall meet the minimum age of a candidate for the Board of Trustees, which is 21 years old. The age requirement must be met as of the date of the election.
9. Trustees shall not hold any full-time compensated position at SALAM during their term in office. When a trustee assumes a part-time or consulting position, it must not be in conflict with his/her decision-making role as trustee.

No Trustee shall serve for more than two consecutive terms.

Trustees shall be elected by voting members present at annual meetings or special meetings called for such voting at which a quorum is present. Candidates receiving the highest number of votes are elected.

Trustees shall be elected for staggered three (3) year terms and shall take office after being sworn in, at the first Board meeting to be held no more than thirty (30) days following their election, and serve until their successors are elected and installed.

#### *Section 7.03*

##### **Powers**

1. The Board, on behalf of the General Membership, shall oversee the work of the

employees, volunteers, and Committees responsible for all of SALAM's administrative and business affairs. An Executive Director may be delegated with the responsibility of supervising the day-to-day operations of SALAM's, but such Executive Director - shall at all times be responsible and accountable to the Board.

2. The Board shall take part of fundraising activities to meet SALAM financial obligations.
3. The Board may oversee the appointment of all employees of SALAM's and may include a recommendation for the compensation of said employees in the annual budget.
4. The Board shall not expend an amount greater than ten percent (10%) in excess of the total budget most recently approved by the members except in emergencies where people or SALAM property is at risk. If the Board rectifies the over expenditure within the budget year, no further action is needed. If for any reason the Board exceeds the budget by 10%, members must be notified by mail within 90 days of the over expended amount and how the over expenditure is being rectified.
5. The Board may appoint representatives from among its members to its affiliated bodies.
6. Approve the operating policies used by employees, volunteers, and Committees in carrying-out SALAM's day-to-day operations.
7. Ex-officio non-voting members of the Board are, the Parliamentarian, the immediate ex-Chairperson of the Board, and the Treasurer if appointed by the board.
8. The Board may remove a standing or functional committee chair by a majority vote of the Board members.
9. Maintain and enforce a Conflict of Interest Policy.

**Resignation:**

1. Any trustee who wishes to resign from the Board shall do so in a written letter or e-mail that states the reasons for the resignation from the Board. This letter or e-mail shall be dated and signed by the trustee. This letter shall be mailed, hand-delivered, or e-mailed to the Secretary of the Board.
2. If a trustee declared verbally in Board meeting, where a quorum is present, that he or she desires to resign from the Board, the trustee shall be asked by the Secretary to provide a written letter of resignation before the next Board meeting. If the trustee does not provide the letter, the effect of this verbal resignation shall be similar to a written letter of resignation.
3. The Board shall accept the trustee's resignation at the first meeting that follows its receipt by the Secretary and a vacancy is created on the Board.
4. Trustees who submit their resignation, but wish to withdraw their resignation, shall do so in a written letter or e-mail that is dated, signed and delivered to the Secretary before the start of the next Board meeting. If the request for withdrawing the resignation arrives after the Board has accepted the resignation, the resignation of that trustee becomes final and a vacancy is created on the Board.

*Section 7.04*

**Executive Committee**

An Executive Committee shall consist of the Chairperson, Vice-chairperson, Secretary, Treasurer, Executive Director, Religious and Social Director, and Learning Director. The duty of the Executive Committee is to work, on behalf of the Board, with the Executive, Religious, and Learning staff to expedite, coordinate, and facilitate the performance of their duties and keep the Board informed. The Executive Committee shall assist the Board in discharging its responsibilities by performing activities such as establishing the agenda for BOT meetings, making recommendations to the BOT regarding decisions, and acting on behalf of board on urgent matters between board meetings. The full board will be informed of Executive Committee actions and will ratify or modify actions.

*Section 7.05*

**Vacancies**

When vacancies arise on the Board of Trustees, the Board shall take the following actions according to the number of vacancies:

If there are one or two vacancies on the Board, the Board has the option to keep these positions vacant or to fill one or both vacancies by selecting the person(s), who received the highest votes at the last general election but were not elected. The new selected trustee shall serve the remaining term of the departing trustee.

If there are three (3) or more vacancies on the Board, then the chairperson of the Board will call for a general membership election within ninety days to fill the vacancies.

*Section 7.06*

**Regular Meetings:**

The Board shall hold regular meetings at least quarterly at such time and place as may, from time to time, be designated by resolution of the Board, and meetings shall be open to the membership. The date and time of each meeting shall be made public as soon as the Board is informed. Unless exceptional circumstances warrant, such meetings should normally be held at SALAM.

1. A quorum shall consist of five (5) voting Trustees.
2. Any change in the agenda during the Regular Meeting requires a 2/3-majority vote.
3. Meeting minutes shall be made available in the SALAM office and emailed to SALAM members for those with e-mail addresses within 5 days of Board approval.

**Executive Session:**

1. The Board may hold Executive Session at its discretion. An Executive Session is a meeting



where only trustees, officers, Executive Director (unless excused by the board) Religious and Social Director (unless excused by the board), Learning Director (unless excused by the board) and (ex-officio members of the Board (as defined in Section 7.03 number 7) can attend. An Executive Session, if held, shall be for discussion only.

2. An Executive Session may be placed on the agenda of the regular meeting by the officer who prepares the agenda, if there a specific need for holding such a session.

3. To call for an Executive Session during a regular meeting, a motion needs to be made stating the reason for holding such a session. After the motion is discussed, a 2/3-majority vote is required to adopt this motion.

4. Discussion held in the Executive Session shall remain confidential. Any action that the Board wishes to take shall be done through a motion when the Board returns to the regular meeting.

#### *Section 7.07*

##### **Termination of Board Membership**

Any Trustee who fails to attend three (3) consecutive regular meetings of the Board without due cause acceptable to the Board and any Trustee who loses his membership in SALAM as outlined in section 5.05 and 5.06 shall cease to be a Trustee by Board action.

#### *Section 7.08*

##### **Dissolution of Board**

The Board may be dissolved by a vote or consent of two-thirds (2/3) of the Trustees effective upon the date of a membership meeting to be called within 60 days for the purpose of electing Trustees. Such meeting shall be called as promptly as appropriate. The Board may also be dissolved by a vote of two-thirds (2/3) of the voting membership on record, in a special meeting of the General Membership to be called for that purpose.

#### *Section 7.09*

##### **Action by Consent**

Action may be taken by the Trustees without a meeting if each Trustee entitled to vote, signs a written consent to the action and such consents are filed with the Secretary of SALAM. Any trustee, who needs to make a motion via e-mail, should do so through the Chairperson, who will take a vote.

#### *Section 7.10*

##### **Meetings by Telephone**

Any meeting may be held by conference telephone or similar communication equipment, so long as all Trustees participating in the meeting can hear one another. All such Trustees shall be deemed to be present in person at such a meeting. A written report of the meeting is to be filed with the secretary of the corporation.

In case of an urgent telephone meeting (as determined by the Chairperson), the notice of such meeting, and a call-in number, must be provided to the membership at least 48 hours prior to such meeting.

## Article 8

### OFFICERS

#### *Section 8.01*

##### **Number and Titles**

The officers of the corporation shall be the Chairperson of the Board, the Vice Chairperson of the Board, the Secretary of the Board, the Treasurer, the Parliamentarian and such other officers as may be designated and appointed from time to time by the Board. Any officer may be removed by a 2/3-majority vote of the trustees, after a fair hearing has been conducted.

#### *Section 8.02*

##### **Qualification, Election and Term of Office**

The Chairperson, Vice Chairperson, Secretary and Treasurer shall be elected by the Board from among its members at the first Board meeting after the annual membership meeting. All four officers' positions are for one year. Such officers shall serve until their successors are elected and installed. If no trustee is qualified to perform the duties of the Treasurer, the Treasurer shall be appointed by the Board from the active membership of the corporation and shall serve for a renewable one (1) year term. The Parliamentarian may be appointed by the Board and shall serve for a renewable term of one (1) year. Officers shall not receive compensation in any form for service from SALAM.

#### *Section 8.03*

##### **Chairperson**

The Chairperson shall:

1. Be a member of the Board.
2. Serve on the Executive Committee
3. Preside over all the meetings of the Board.
4. Call, preside at and be responsible for the agenda of Board meetings and General Membership meeting.
5. May serve as a member without vote on any committees except the Election committee. May not serve as SALAM Executive Director, Treasurer, or the Chair of the Finance Committee.
6. Pick a theme or key goal for his/her year in office that will be measured at the end of each year.
7. Enforce SALAM's Articles of Incorporation, by-laws and rules, policies and regulations.
8. Prepare recruiting announcements to the membership soliciting candidate recommendations for Committee Chairs and Officers.
9. Recommend Committee Chairs for approval by the Board unless otherwise provided in these by laws.
10. May at the discretion of the Board, serve as spokesperson for SALAM.
11. Call special meetings of the General Membership on his own initiative, at the request of

the majority of the Board or on the written request of 25% of the voting members.

*Section 8.04*

**Vice Chairperson**

The Vice Chairperson shall:

1. Be a member of the Board.
2. Serve on the Executive Committee.
3. Assume all the duties and authority of the Chairperson in his absence and assist the Chairperson in the discharge of his duties.
4. Fill the vacancy in the office of the Chairperson.

*Section 8.05*

**Secretary**

The Secretary shall:

1. Be a member of the Board.
2. Serve on the Executive Committee.
3. Keep or cause to be kept an accurate record of the transactions of all business meetings of the members of this corporation and of the Board.
4. Be responsible for keeping the records of attendance and be custodian of all the records and papers belonging to SALAM, posting notice, and ensuring that SALAM members are notified, of all meetings and affairs to be voted on.
5. Shall also perform such other duties as may be imposed by law, by the Articles of Incorporation, or by these by-laws, or as may be prescribed from time to time by the Board.

*Section 8.06*

**Treasurer**

The Treasurer shall:

1. Be a member of the board. If no trustee is qualified to perform the duties of treasurer, the treasurer shall be appointed by the Board from the active membership for a term of one (1) year, which may be renewed.
2. Serve on the Executive Committee.
3. Receive and safely keep all moneys and other property of SALAM entrusted to his care, and shall disburse the same under the direction of the Board. Ensure that all money and other properties of SALAM are accounted for.
4. Present a financial statement s at the annual meeting of members and at such other times as may be requested by the Board. The annual statements shall be audited and certified as provided in Section 12.06 of these by-laws
5. Receive periodic reports from the treasurers of the entities of SALAM.

*Section 8.07*

**Parliamentarian**

The parliamentarian shall:

1. Be familiar with Robert's Rules of Order, shall be appointed by the Board, and serve at the discretion of the Board.
2. Be an ex-officio non-voting member of the Board and may not be a Trustee.

3. Review periodically the by-laws, rules and regulations of SALAM and propose revisions as necessary.
4. Advise the Chairperson and the Board for any noncompliance with these by-laws.
5. Advise the Board for action on matters not specifically covered by these by-laws and propose necessary additions to these by-laws.
6. Act as Parliamentarian of SALAM. In parliamentary matters, Robert's Rules of Order, newly revised edition, shall prevail.

## Article 9

### EXECUTIVE DIRECTOR

#### *Section 9.01*

##### **Appointment**

The Executive Director shall be Muslim and appointed by the Board. The Board may retain the Executive Director under such terms and conditions as it sees fit except that any employment contract for a term exceeding one year shall be ratified by two thirds of the members of the Board in order to be valid. In no event shall the Board be authorized to enter into a contract of employment with the Executive Director for a term exceeding three years.

#### *Section 9.02*

##### **Duties**

The Executive Director shall be responsible to the Board and shall carry out its policies as the person responsible for supervising the day-to-day operations of SALAM. Specific duties of the Executive Director shall follow the position's duty statement as developed by the Board of Trustees. The Executive Director of SALAM shall be responsible for coordinating with other Committee Chairs the duties necessary to maintain the functioning of the various activities and organizations of SALAM, and keep or cause to be kept careful supervision over all the work in SALAM. The Executive Director shall attend all Board meetings including Executive Sessions (unless excused by the board). The Executive Director shall sit on the Executive Committee. The Board shall establish appropriate procedures for the regular performance evaluation of the Executive Director.

#### *Section 9.03*

##### **Termination**

Except as otherwise provided in an employment contract executed between the Board and the Executive Director, the Executive Director may be removed by the vote of two-thirds (2/3) of the members of the Board and upon a sixty (60)-day written notice by the Board.

#### *Section 9.04*

##### **Resignation**

Except as otherwise provided in a contract of employment between the Executive Director and the Board, the Executive Director may resign by filing a written notice of resignation with the Chairperson or Secretary of the Board either personally or by mail, postage pre-paid, addressed to such officer at the principal office of the corporation. Such resignation will become effective 30 days from the day it is received.

#### *Section 9.05*

##### **Compensation**

The Executive Director's compensation shall be fixed by the Board and shall be included in the budget presented to the membership for approval at the annual meeting as herein provided.

## Article 10

### RELIGIOUS AND SOCIAL DIRECTOR

#### *Section 10.01*

##### **Appointment**

A Religious and Social Director may be appointed by the Board. The Religious and Social Director must be a Muslim. The Board may retain the Director under such terms and conditions as it sees fit except that any employment contract for a term exceeding one year shall be ratified by two thirds of the members of the Board in order to be valid. In no event shall the Board be authorized to enter into any contract of employment with the Religious and Social Director for a term exceeding three years. The Religious and Social Director reports directly to the Board. The Board shall establish appropriate procedures for the regular performance evaluation of the Religious and Social Director (RSD).

#### *Section 10.02*

##### **Duties**

###### A. Religious

1. The RSD is expected to lead at least the majority daily prayers particularly Fajr, and Isha. He is expected to secure a substitute in his absence.
2. Coordinate memorial services at SALAM and provide counseling for grieved families.
3. Provide for religious counseling for SALAM congregation using his knowledge as well as SALAM's Muslim Scholars and other known Scholars if needed.
4. Be a member of and advise the Religious and Social Services Committee.
5. Implement adult and youth education programs to meet the needs of the community.
6. Officiate Muslim marriages
7. Attend Board Meetings, including Executive Sessions (unless excused by the board).
8. The RSD shall sit on the Executive Committee
9. Participate actively in fundraising events at SALAM

###### B. Social Services

1. Coordinate activities of a social services nature.

#### *Section 10.03*

##### **Termination**

Except as otherwise provided in an employment contract executed between the Board and the Religious and Social Director, the latter may be removed by the vote of two third (2/3) of the members of the Board and upon a sixty (60) day written notice by the Board.

#### *Section 10.04*

##### **Resignation**

The Religious and Social Director may resign by filing a written notice of resignation with the Chairperson or the Secretary of the corporation either personally or by mail, postage prepaid, addressed to such officer at the principle office of the corporation. Such resignation shall become effective thirty (30) days from the day it is received.

*Section 10.05*

**Compensation**

The compensation of the Religious and Social Director shall be recommended by the Board and shall be included in the budget presented to the membership for approval at the annual meeting as herein provided.

## Article 11

### LEARNING DIRECTOR

#### *Section 11.01*

##### **Appointment**

The Learning Director shall be Muslim and appointed by the Board to lead the Center for Higher Islamic Learning. The Board may retain the Learning Director under such terms and conditions as it sees fit except that any employment contract for a term exceeding one year shall be ratified by two thirds of the members of the Board in order to be valid. In no event shall the Board be authorized to enter into a contract of employment with the Learning Director for a term exceeding three years.

#### *Section 11.02*

##### **Duties**

1. Create a Speakers Bureau to provide speakers to Schools, Colleges and places of worship. The Learning Director shall contact the teachers who teach world religions in schools and colleges and inform them that SALAM Center of Higher Islamic Learning provides speakers to talk about Islam in their classes.
2. Reach out to local colleges to establish joint academic programs where faculty and students can visit SALAM and its facilities to learn, first hand, about Islamic teachings.
3. Receive groups such as congregations and school and college classes to visit the Center, the library, and the Masjid. The Learning Director conducts tours of the facilities for the visitors and answers their questions about Islam and Muslims.
4. College students (Muslims & Non-Muslims) are encouraged to enroll in special projects and internships for credit in their colleges and will be supervised by selected knowledgeable personnel under the supervision of the Learning Director.
5. Work with the Library staff on answering visitors' questions that cannot be fully answered by those working in the Library
6. Organize for an annual conference to deal with contemporary issues facing the Muslim Community.
7. Other duties as assigned by the Board.



*Section 11.03*

**Termination**

Except as otherwise provided in an employment contract executed between the Board and the Learning Director, the Learning Director may be removed by the vote of two-thirds (2/3) of the members of the Board and upon a sixty (60)-day written notice by the Board.

*Section 11.04*

**Resignation**

Except as otherwise provided in a contract of employment between the Learning Director and the Board, the Learning Director may resign by filing a written notice of resignation with the Chairperson or Secretary of the Board either personally or by mail, postage pre-paid, addressed to such officer at the principal office of the corporation. Such resignation will become effective 30 days from the day it is received.

*Section 11.05*

**Compensation**

The Learning Director's compensation shall be fixed by the Board and shall be included in the budget presented to the membership for approval at the annual meeting as herein provided.

## Article 12

### COMMITTEES

#### *Section 12.01*

##### **Standing Committees**

The standing committees of SALAM are extended arms of the Board of Trustees. They study new policies and recommend to the Board their possible adoption. They also may help all the staff of SALAM to perform their operational and daily duties if needed. The committees are: Administrative Committee, Education Committee, Election Committee, Finance Committee, Fundraising Committee, Information Technology Committee, Library Committee, Media and Public Relations Committee, Mediation and Conciliation Committee, Membership Committee, and Religious Services Committee.

1. All the Chairs of the standing committees shall serve for one-year term.
2. All the committees shall work under the principles and policies of SALAM and are accountable to the Board.
3. All policies and recommendations from the committees shall be approved by the Board prior to their implementation.
4. The Chair of each Committee shall maintain an updated Policies and Procedure Manual to support efficiency, effectiveness, and continuity of SALAM activities and operations.
5. All Chairs shall coordinate with the Executive Director to ensure the effective functioning of all SALAM programs and activities. Committee chairs shall develop short and long term initiatives and activities in alignment with the current year general plan and goals approved by the Board.

#### *Section 12.02*

##### **Composition and Duties**

The composition and the duties of Standing Committees of SALAM are as follows:

##### ***Administrative Committee:***

The Administrative committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board, and one or more members to be appointed by the Chair of the Committee from among the members of SALAM and the Treasurer. The Committee shall review the facility operations: property repair and maintenance, general upkeep of facilities and security. The Committee shall report as needed or required by the Board.

##### ***Education Committee:***

The Education Committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board, and one or more members to be appointed by the Chair of the Committee from among the members of SALAM. The Committee shall review the curriculum of the weekend school, and review education activities of youth groups such as Girl Scouts and Boy Scouts.

Such programs shall be in accordance with the ideology of SALAM and its principles. The Committee shall report as needed or required by to the Board.

***Election Committee:***

The Election committee shall consist of a Chair and two or more members who are active members of SALAM. The Chair of the Committee shall be an active member of SALAM, recommended by the Chairperson for approval by the Board. The Chair of the Committee and the other members shall be appointed by the board. All the members of the Committee should be active members of SALAM for at least one year, should have a good knowledge of the SALAM community and be respected by the community. The members of the Committee cannot be elected members of the Board of Trustees.

The Committee's duties are to perform the tasks needed to prepare for and conduct all SALAM elections in accordance with these By-Laws and Robert's Rule of Order. Most elections for Board of Trustees and other items, such as the annual budget and changes in By-Laws, requiring membership vote, will be held in conjunction with the Annual General Membership meeting. The Committee shall also be responsible for any special elections that may be needed.

The Committee shall solicit eligible candidates from SALAM membership and process candidate applications, in accordance with Board approved policy in order to establish a slate of candidates.

An initial slate of candidates shall be mailed to all the voting members of SALAM at least forty-five (45) days prior to the election. The Committee may conduct an informational meeting to introduce candidates and review items for member vote at least thirty (30) days prior to the election.

Candidates nominated for the Board of Trustees should meet the following criteria:

1. Each candidate for the Board of Trustees should meet the requirements for "Trustees" as described in the SALAM by-laws, including Section 7.02. Candidates must be active members at the date of the general membership meeting in order to be eligible to submit an application to run for the board.
2. Each candidate for the Board of Trustees must complete and file with the Committee all Board approved Candidate Nomination forms by the specified deadline. The Candidate Nomination forms will include Nominee Consent to participate in the SALAM election, a Nominee Information Form, a Nominee Petition with a minimum of 10 valid member signatures, and any other information required in accordance with Board approved election policies before his/her name is placed on the slate.
3. The Election Committee will review all candidate forms for compliance and eligibility. All Nominees who have submitted valid Candidate Nomination Forms and meet the criteria for Board of Trustees as stated in these By-Laws will

- have his/her name placed on the slate of candidates for the Board of Trustees.
4. The election Committee shall determine the slate of candidates on the ballot, and the procedures to follow in the voting process. The final slate of candidates along with their respective statements and any other items to be voted on during the election shall be distributed to the active membership at least fifteen days prior to the annual meeting.

***Finance Committee:***

The Finance Committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board, and one or more members to be appointed by the Chair of the Committee from among the members of SALAM and the Treasurer. The Committee shall collaborate with the Treasurer of the corporation in preparing annual operating budgets and revisions thereof. The Committee oversees all financial aspects of SALAM, and reports as needed or required by the Board.

***Fundraising Committee:***

The Fundraising Committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board, and one or more members to be appointed by the Chair of the Committee from among the members of SALAM. The Committee shall review and plan for raising funds, subject to prior approval of the Board, by whatever legal means available to a corporation of this nature and which are not in conflict with the purpose of this corporation as set forth in its Articles of Incorporation. The Committee shall report as needed or required by the Board.

***Information Technology Committee***

The Information Technology Committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board, and one or more members to be appointed by the Chair of the Committee from among the members of SALAM. The Chair of this Committee must have demonstrable knowledge in the field of Information Technology and is expected to be holding a working position in the field. Each member shall possess good knowledge of at least one area of the field especially in Network, Support, Communication and Web Development. The Committee is responsible for: The Network, Network Security, Telephony Infrastructure, Internet Services, Internet Access, Video Surveillance infrastructure (Not monitoring), Wireless access and configuration, Network hardware and software, Server hardware and software. The committee may also be responsible for the Audio/Video infrastructure and support at SALAM. The Committee shall report as needed or required by the Board. The Committee shall answer questions and disputes dealing with technical issues based on their collective judgment and experience. The committee shall develop SALAM strategic technology plan and make its recommendations to the board.

***Library Committee***

The Library Committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board, and one or more members to be appointed by the Chair of the Committee from among the members of SALAM. The Committee shall help in aiding and enhancing the purpose of SALAM, promoting unity, education, and understanding among Muslims in Sacramento. An additional mission is to increase awareness and understanding of Islam among new Muslims and people of other faiths. The Committee recommends to the Board policies to help in SALAM library operations and services, in collection and curriculum development within SALAM educational programs and the functions of the Center for Higher Islamic Learning. The Committee should meet at least twice annually, as determined by the Chair. The Committee shall report as needed or required by to the Board.

#### ***Media and Public Relations Committee***

The media and Public Relations Committee shall consist of the Chairperson of the Board, the Executive Director, the Religious and Social Director, and the Office manager. The Chair of the committee shall be nominated from and by aforementioned members, approved by the Board of Trustees and shall direct the media to the right person to respond to the issue at hand.

The Committee shall help in media and public relations, representing SALAM, as directed and approved by the Board, and for participating in functions and activities to help promote SALAM and its mission. The Committee shall report as needed or required by the Board.

#### ***Mediation and Conciliation Committee:***

The Committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board and two members to be nominated by the Chair from amongst the active or associate members of SALAM who are well respected. The Chair of the Mediation and Conciliation Committee should be a well-respected member of the community, an active member of SALAM and be experienced in the methods of conflict resolution and mediation.

The Chairperson of the Board or Chair of the Committee shall call the Committee into action within two weeks from the receipt of a written grievance. The Chair of the Committee shall first obtain an approval from the parties to the conflict to allow the Conflict Resolution Mediation and Conciliation Committee to mediate in their dispute. This Committee shall conduct its investigations and mediation efforts between the two parties privately. The Committee shall report to the Board of Trustees the status and outcome of the matter in a confidential manner that will not infringe on the right to the confidentiality of any parties involved in the conflict.

The Mediation and Conciliation Committee shall deal with the conflicts in the categories such as:

- Conflict between the Member / Members of SALAM and BOT.
- Dispute between the Member/ Members of SALAM and any of the standing or functional committees.
- Disputes between the members of the Board of Trustees.
- Disputes between the various committees of SALAM.
- May also handle the disputes between the students, parents and Sunday school teachers or administration, if such matters were referred by the School administration.
- From time to time conflict resolution committee may also address the disputes by the Members of SALAM if agreed by the disputants. Such conflicts may be of personal, social or business nature.
- May refer the disputes of religious nature to the SALAM Religious Services Committee.
- May refer the conflict to an outside conflict-resolution source.

***Membership Committee:***

The Membership Committee shall consist of a minimum of two (2) members who have been active members of SALAM and have demonstrable knowledge of the community, and a Committee Chair. The Chair of the Committee shall be an active member of SALAM, recommended by the Chairperson for approval by the Board. The Chair of the Committee appoints the other two members from the membership of SALAM. The Committee shall report as needed or required by the Board.

The Committee shall have the charge of maintaining the Membership Book of the Corporation with a copy of the applications kept at SALAM office. It shall also have the charge of processing applications of new members and calling on prospective members, and maintaining SALAM's volunteer roster. Applications that meet the current membership criteria shall be submitted to the Board for approval. In rare case of a question on suitability of a prospective member, the Committee shall deliberate to resolve the issue and if unresolved, refer the issue to the Board for resolution.

The Committee shall send a membership renewal letter to each member no later than the end of October each year. Members must complete membership renewal requirements in accordance with current Board approved policy by December 31st in order for the membership to be in effect for the calendar year January 1 to December 31.

The Committee shall encourage member participation in SALAM through events designed to inform members of SALAM services, activities, and volunteer opportunities. The Committee shall oversee SALAM's volunteer program to facilitate member participation in fulfilling membership service requirements.

The Committee shall be responsible for overseeing SALAM recognition programs including developing program and recognition criteria for Board approval, and soliciting input for recognition nominations for Board consideration.

***Religious Services Committee:***

The Religious Services Committee shall consist of a Chair to be recommended by the Chairperson of the Board for approval by the Board, and one or more members to be appointed by the Chair of the Committee from among the members of SALAM. The Religious and Social Director shall serve as a member of the Religious Services Committee.

The Chair of this Committee must have demonstrable knowledge of the religious needs of the community. Each member shall possess good knowledge of the Islamic teachings, be God conscious, and have community trust and respect. The Committee recommends new religious policies to the Board of Trustees for possible adoption. The execution of the board policies is the responsibility of the Religious and Social Director with the help of the Religious Services Committee in such areas as: Prayer Services, Friday Family Night, Youth Tarbiya activities, Ramadan, the Eids prayers and celebrations, Zakah, and such other functions that may be added from time to time by the Board. The Committee shall report as needed or required by the Board.

***Functional Committees:***

The Board may form additional Functional Committees as necessary to serve special needs of the community.

- Such committees must abide by the policies of SALAM as stated in these By-Laws, and by the Articles of Incorporation.
- Such committees must have their own manuals, procedures and regulations approved by the Board.
- No committees are allowed to be formed within SALAM, other than what is specified in these By-Laws.
- The Board may dissolve any of these committees.

## Article 13

### CORPORATE RECORDS, REPORTS AND SEAL

#### *Section 13.01*

##### **Records**

The corporate records, reports, and seals, shall be kept at the corporation's principal office, or at such other places as the Board may designate.

#### *Section 13.02*

##### **Minutes**

The Corporation shall keep a book of minutes of all meetings of Trustees and of all annual and business meetings of members, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at Board meetings, the number of members present or represented at members' meetings, and the proceedings thereof.

#### *Section 13.03*

##### **Books of Accounts**

The Corporation shall keep and maintain adequate and correct accounts of its properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

#### *Section 13.04*

##### **Inspection of Records by Trustees**

The books of account shall at all reasonable times be open to inspection by any Trustee. Every Trustee shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the corporation. Such inspection may be made in person or by agent or attorney, and the right of inspection includes the right to make extracts.

#### *Section 13.05*

##### **Inspection of Records by Members**

The books of account and the minutes of meetings of the members, Trustees and Standing and Functional Committees, shall be open to inspection on the written demand of any voting member at any reasonable time, for a purpose reasonably related to the interest of the member and shall be exhibited at any time when required by the demand of ten percent (10%) of the voting members of the corporation. Such inspection may be made in person or by agent or attorney, and the right of inspection includes the right to make extracts. Demand of Inspection other than at a members' meeting shall be made in writing to the Chairperson or Secretary of SALAM.



*Section 13.06*

**Annual Report and Financial Statement**

The Board may provide for the preparation and submission to the members of a written annual report. Such report, if required by the Board, shall summarize SALAM's activities for the preceding year and activities projected for the forthcoming year. The Board shall provide for preparation and submission to the members of annual financial statements, each of which shall consist of a balance sheet as of the close of business of the corporation's fiscal year, a statement of Income and expenses, containing a summary of receipts and disbursements, be prepared in such manner and form as is required by generally accepted accounting principles and sound accounting practices, and be certified by the Chairperson, Secretary, and Treasurer. Annually, an independent CPA shall audit the financial statements of SALAM.

In absence of an approved budget, the Board is authorized to operate with a temporary budget of 1/12 of the preceding year's budget for each month till the annual budget is approved.

*Section 13.07*

**Corporate Seal**

The Board may adopt, use, and, at will, alter a corporate seal. Such seal, if adopted, shall be affixed to all corporate instruments, but failure to affix it shall not affect the validity of any such instrument.

## Article 14

### FISCAL YEAR

#### *Section 14.01*

The fiscal year of SALAM shall be from July 1 to June 30.

## Article 15

### BY-LAWS

#### *Section 15.01*

##### **Effective Date**

These By-Laws shall become effective on February 8, 2004. Amendments to these by-laws shall become effective immediately on their adoption unless the members in adopting them provide that they are to become effective at a later date.

#### *Section 15.02*

##### **Amendment**

1. Amendments to these By-Laws may be proposed by the Board on its own motion; or by the petition of at least thirty (30) voting members presented to the Board at a Board meeting not less than thirty days before the membership meeting at which the proposed amendment is to be presented. The Board must submit the proposed amendment to the members at the next membership meeting at which a quorum is present, except if such meeting is a special meeting, the Board may defer presentation to the following annual meeting. The proposed amendment must, however, be voted on at the meeting at which it is presented.
2. Subject to the limitations contained in the Articles of Incorporation of this Corporation and to any provisions of law applicable to the amendment of By-Laws of non-profit Corporations, these By-laws, or any of them, may be altered, amended, or repealed and new by-laws adopted at any annual or special meeting of the members by a two-thirds (2/3) majority vote of the voting members present and voting provided the amendment is first proposed in the manner set forth in paragraph (1) hereof and provided the notice of the meeting referred to in said paragraph is mailed to the membership as provided in Section 6.03 of these By-Laws set forth the proposed amendment in full.

#### *Section 15.03*

##### **Certification and Inspection**

The original, or a copy, of the By-Laws as amended or otherwise altered to date, certified by the Secretary of the Corporation, shall be recorded and kept in a book which shall be open to inspection by the members' at all reasonable time during office hours. The Secretary shall file these by-laws once in effect to the State Department of Corporations and the Internal Revenue Service.