

Imam Hussein Islamic Society (IHIS) Constitution

Article 1

The name of the society is the Imam Hussein Islamic Society (IHIS), hereinafter called the Society.

Article 2

The aims and objectives of the Society shall be:

- (A) To advance religion by promoting Islam in accordance with the teachings of the Shia Ja'fari school of thought, hereinafter referred to as the Faith; and
- (B) To advance religion by establishing and maintaining an Islamic Shia Centre, known as Husseiniyeh and/ or Masjid.

Article 3

The Society is a Charitable, non-profit organization. All activities of the Society shall be in accordance with the Islamic Shia Ja'fari laws recognized by the majority of Shia Ja'fari jurists (Maraje').

Imam Hussein Islamic Society (IHIS) Bylaws

Article 1 Name

The name of the society is the Imam Hussein Islamic Society (IHIS), hereinafter called the Society.

Article 2 Definitions

In this Constitution and Bylaws, the following expressions shall have the following meanings:

- a) "Board of Directors" is a committee that makes decisions for the Society.
- b) "Director" is a member of the Board of Directors.
- c) "Bylaws" means this Bylaw, subject to any amendments made in accordance with the provisions contained hereinafter.

Article 3 Membership

Membership in the Society is exclusive to the Directors. A Society member must be:

- 18 years of age or older,
- A practicing Muslim adhering to the Shia Ja'fari school of thought,
- Residing in Alberta,
- Committed to carrying out their duties to the best of their abilities in a manner that is aligned with the Society's objectives (Constitution- Article 2).

A member may be appointed to the Society by a 5/7 vote by other members.

In case of resignation, a member must provide a written notice by mail or e-mail, and two other members must approve the resignation. Another individual shall be appointed to replace the vacant position by the remaining members with the approval of the majority of them.

Any member, upon a majority vote of 5/7 members in good standing, may be removed from office or any cause, which the Society may deem reasonable.

Article 4 Duties and Responsibilities of Officers and Board of Directors

A team consisting of minimum (7) seven Directors shall manage the affairs of the Society.

Board of Directors, Executive Committee, Board or Officers, shall mean the Board of Directors of the society.

1. The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society. Meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meetings, and state the business to be brought before the meeting. Meetings of the Board shall be called by 10 days notice in writing mailed or e-mailed to each member or by three days notice by fax or telephone. Any four members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.
2. A person appointed a Director becomes a Director if he/she was present at the meeting when being appointed or elected, and did not refuse the appointment. He/she may also become a Director if he/she was not present at the meeting but consented in writing to act as Director before the appointment or election, or within ten days after the appointment or election, or if he/she acted as a Director pursuant to the appointment or election.

Directors may appoint additional roles or committees as and when they deem necessary. A Director may be removed from the Board of Directors or any designated role by a 5/7 unanimous vote of the other Directors.

In the event of absence of a Director, the duties of such Director shall be delegated to any other Director.

If a Director resigns, then another individual shall be appointed to replace him/her by the

remaining Board of Directors with the approval of the majority of them.

PRESIDENT

3. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the Society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.

VICE PRESIDENT

4. The Vice President shall assist the President and other Directors in carrying out their activities. In the event of the absence of the President, the Vice President shall assume his/her responsibilities.

SECRETARY

5. It shall be the duty of the secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same. He/she shall have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of the death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the society and be under the direction of the President and the Board.
6. The Secretary shall also keep a record of all the members of the society and their addresses, send all notices of the various meetings as required, and collect and receive the annual dues or assessments levied by the society. Such monies shall be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.

TREASURER

7. The Treasurer shall receive all monies paid to the society and be responsible for the

deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society. The Office of the Secretary and Treasurer may be filled by one person if any annual meeting for the election of officers shall so decide.

Article 5 Auditing

The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the society. The fiscal year end of the society in each year shall be March 30.

The books and records of the society may be inspected by any member of the society at the Annual Meeting or at anytime upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

Article 6 Meetings

GENERAL MEETINGS

The Society shall hold an annual meeting on or before June 30 in each year, of which notice in writing to the last known address of each member shall be delivered in the mail or e-mail eight days prior to the date of the meeting.

Any five of the seven Directors (70% of Directors), one of whom must be the President or Vice-President, present at a Board of Directors' meeting shall form a quorum for making decisions.

Meetings are to be held preferably by physical attendance, but can be held, if required, over the phone or virtually.

SPECIAL MEETINGS

Special meetings of the Society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each member, delivered in the mail, or e-mail eight days prior to the date of such meeting.

Any five of the seven Directors (70% of directors), one of whom must be the President or Vice-President, present at a Board of Directors' meeting shall form a quorum for making decisions.

Meetings are to be held preferably by physical attendance, but can be held, if required, over the phone or virtually.

Article 7 Voting

Members have the right to vote on any issue pertaining to the Society. Voting can be done in person or via phone or e-mail.

Article 8 Remuneration

The directors and officers shall serve as such without remuneration and no directors and officers shall directly or indirectly receive any profit from their positions as such, provided that directors and officers may be paid reasonable expenses incurred by them in the performance of their duties.

Article 9 Borrowing Powers

For the purpose of carrying out its objects, the Society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Society, and in no case shall debentures be issued without the sanction of a special resolution of the Society.

Article 10 Financial Affairs

As a charitable Society, the Society shall accept and/or manage charitable trusts from any individual or organization in accordance with the terms of such trusts, so long as the terms are acceptable to the Directors of the Society. All such trusts and financial activities must fall within the general Aims & Objectives of the Society and must not be contrary to the provincial and federal laws of Canada.

In order for a Society's cheque to be valid, it must be signed by the Treasurer and the President or Vice-President. The remaining Directors shall be kept informed of such transactions.

Managing or spending any General funds over \$5,000 Canadian must be approved by five of the seven Directors. The President or Vice-President has the authority to spend up to \$5,000 Canadian per month to meet the expenses of the Society. In case of emergencies, any Director shall have the authority to spend up to \$1,000 Canadian for meeting the expenses of the Society, with the approval of the President or Vice-President. Any of these maximum amounts (i.e. \$5,000 and \$1,000) can be amended with the approval of five of the seven Directors.

Any assets of the Society must be acquired or sold with the approval of five of the seven Directors.

Article 11 Execution of Documents

All official documents of the Society, such as title transfer and legal contracts, shall be signed by the President or Vice-President and another Director. The seal of the Society shall be used only by the President or another Director appointed by the President. The President may give permission to another Director to sign letters on behalf of the Society. The Secretary must be kept informed of any letters written on behalf of the Society.

Article 12 Fiscal Year

Unless otherwise directed by the Directors, the fiscal year of the Society shall terminate on the 30th Day of June.

Article 13 Dissolution

Upon the dissolution of the corporation and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of to qualified donees as defined in subsection 149.1(1) of the *Income Tax Act (Canada)*.

Article 14 Amendments

This Constitution/ Bylaws may be rescinded, altered, amended or added to by a “Special Resolution” at a General Meeting. Amendments may be made by a 75% vote of the Directors.

Dated this 24th day of July, 2017