

Bylaws of the Islamic Center of Waynesboro, Inc.



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

Article I: Name and Location

The name of the organization shall be the Islamic Center of Waynesboro, Inc. (ICW), hereinafter referred to as "ICW" or "the Organization." The principal office of ICW shall be located in Waynesboro, Virginia.

The Registered Agent for ICW shall be Northwest Registered Agent LLC, located at 8401 Mayland Dr, Ste A, Richmond, VA 23294.

Article II: Description

The Islamic Center of Waynesboro (ICW) is a non-political, non-profit organization committed to serving the religious, educational, and social needs of the Muslim community in Waynesboro and surrounding areas. Guided by the Quran and Sunnah, ICW shall provide a space for congregational prayers, Islamic education, charitable outreach, and community engagement, striving to promote harmony and mutual understanding within the broader community.

Article III: Purpose and Mission

Purpose:

The Islamic Center of Waynesboro (ICW) is organized exclusively for religious, educational, and charitable purposes as defined under Section 501(c)(3) of the Internal Revenue Code. ICW aims to establish a masjid that serves as a center for worship, spiritual growth, education, and community service, addressing the needs of the Muslim community and promoting understanding and collaboration with the broader society.

3.1: Key Objectives:

1. Religious Services

Host daily prayers, Jumu'ah (Friday) khutbahs (sermons), , Ramadan programs, and Eid celebrations to facilitate spiritual growth and community bonding.

2. Educational Programs

Offer Quranic and Islamic educational programs for all age groups, including classes, workshops, and Sunday school, to enhance religious understanding and practice.

3. Interfaith and Community Outreach

Bylaws of the Islamic Center of Waynesboro, Inc.

Facilitate interfaith and community outreach programs to promote understanding, foster collaboration, and build bridges with people of all faiths and backgrounds.

4. Charitable Services

Provide charitable services, such as zakah and sadaqah distribution, food drives, and emergency aid, to support individuals and families in need.

3.2: Mission Statement

To establish a vibrant Islamic center in Waynesboro, Virginia, that serves as a hub for worship, education, community service, and interfaith collaboration, fostering spiritual growth, unity, and social welfare while upholding Islamic principles.

3.3: Masjid

ICW shall maintain a place(s) of worship that shall be known as Masjid(s) (Mosque(s)).

3.4: Office

ICW shall maintain an office on Mosque premises.

3.5: Affiliation

ICW shall form affiliation with the following organizations

1. North American Islamic Trust (NAIT)

2. Islamic Society of North America (ISNA)

Reason for Affiliation:

Affiliation with the North American Islamic Trust (NAIT)

Provides property management and custodianship services, ensuring ICW's assets are protected under Islamic governance and benefiting from NAIT's expertise in waqf and nonprofit compliance.

Affiliation with the Islamic Society of North America (ISNA)

ISNA offers religious guidance through the Fiqh Council of North America (FCNA) and aligns ICW's practices with mainstream North American Islamic observances, ensuring unity in key religious dates and fatwas.

Article IV: Membership

ICW membership is divided into two categories: Regular Members and Associate Members.

4.1 Regular Membership

- Membership is open to Muslims aged 18 and above who reside, work, or study in Waynesboro or the surrounding areas and have been an Associate Member for at least one year.
- Regular Members will have the right to vote, nominate candidates, and be elected to any ICW position.

Bylaws of the Islamic Center of Waynesboro, Inc.

4.2 Associate Membership

- Open to Muslims who do not meet the criteria for Regular Membership.
- Associate Members may participate in ICW activities but are not eligible to nominate candidates, and be elected to any ICW position.

4.3. Membership Requirements

To become a member, individuals must:

1. Adhere to the teachings of the Quran and Sunnah.
2. Accept ICW's mission and comply with its bylaws.
3. Submit a membership application for review and approval by the ICW Board.
4. Pay a non-refundable annual membership fee set by the Board.

4.4 Membership Privileges

All members (Regular and Associate) shall have access to:

1. ICW activities and facilities as determined by the Board.
2. General Board meetings (with the exception of closed sessions).
3. ICW records, upon submission of a formal written request to the Board.

4.5 Membership Application Timing

Membership applications may be submitted year-round.

4.6 Membership Withdrawal and Suspension

1. Withdrawal:

- Members may resign their membership by submitting a written notice to the Board.

2. Suspension:

A member may be suspended for:

- Conviction of a criminal act.
- Obstruction of ICW's activities or policies.

Suspensions require a two-thirds (2/3) vote of the Board.

4.7 Right to Appeal Suspension

- Suspended members may appeal to the Board or General Assembly as follows:
 - **Board Appeal:** Submit a written appeal within 30 days. The Board will issue a decision within 15 days.

Bylaws of the Islamic Center of Waynesboro, Inc.

- **General Assembly Appeal:** If denied, the member may appeal to the General Assembly within 30 days. The suspension can be overturned by majority vote, provided quorum requirements are met.

4.8 Grievance Process

Disputes among members will be mediated by a grievance committee appointed by the Board. For religious disputes, the committee will consult the Fiqh Council of North America, whose decision will be binding.

Article V: Code of Conduct

All members, board members, and volunteers of the Islamic Center of Waynesboro (ICW) are required to adhere to a Code of Conduct that:

1. Promotes mutual respect and cooperation.
2. Reflects ICW's mission, values, and objectives.
3. Encourages ethical behavior, accountability, and a positive environment.

The Board of Directors shall oversee adherence to this Code and address violations as necessary.

Article VI: The General Assembly

6.1 Members:

The General Assembly shall consist of all Regular Members of ICW.

6.2 Quorum:

- A majority of all Regular Members shall constitute a quorum for any General Assembly meeting called by the Board.
- For special meetings called to vote on proposed by-law amendments, two-thirds (2/3) of all Regular Members shall constitute a quorum.
- If a quorum is not present, the Board shall call a second meeting within fifteen (15) days of the first meeting. At the second meeting, decisions may be made by the majority of Regular Members present.

6.3 Responsibilities of Regular Members:

1. Elect members of the Board of Directors.
2. Make recommendations to the Board of Directors.
3. Vote on matters as required by the Board.

6.4 Calling for a Meeting:

- A special General Assembly meeting may be called by one-third (1/3) of the General Assembly.
- Within thirty (30) days of receiving a written special meeting request signed by the requisite number of Regular Members, the Board shall call a special meeting.

6.5 Annual Meeting:

Bylaws of the Islamic Center of Waynesboro, Inc.

- The General Assembly shall meet once a year, on the second Sunday in December, or as called by the Board. Elections shall be conducted as part of this meeting.

Article VII: Non-Discrimination

ICW is open to all Muslims, irrespective of race, ethnicity, nationality, or social status, and is committed to fostering an inclusive and welcoming environment. ICW will comply with all applicable local, state, and federal laws prohibiting discrimination in its activities, programs, and employment practices.

Article VIII: Amendments to Bylaws

Amendments to these bylaws may be proposed by the Board of Directors or Regular Members. A proposed amendment must receive a two-thirds (2/3) majority vote of the Board and approval by the General Assembly, following the procedures outlined in these bylaws.

Article IX: Board of Directors

9.1 Description:

1. The Board of Directors shall serve as the highest decision-making authority of ICW. Board Members must be active ICW Members committed to advancing ICW's mission and objectives, as outlined in Article III of these bylaws.
2. The Board of Directors shall be elected by the eligible voting members as outlined in Article 6.3.
3. The Board of Directors shall consist of no fewer than three (3) and no more than seven (7) members, as determined by the bylaws.
4. The Board of Directors shall serve staggered two (2) year terms. After each term, a board member may either step down or renominate themselves for the same or a different role, subject to election by the voting members.
5. Board Member terms shall expire at the first meeting of the Board following the elections.
6. Board representation across different demographics, including age, ethnicity, and cultural backgrounds, will be encouraged to ensure the community is better served.

9.2 General Powers:

The Board of Directors shall supervise all ICW affairs through the following means:

1. Approve, amend, or reject the annual budget and activity plans.
2. Reviewing reports presented by Officers (other board members or designated individuals) and providing recommendations.
3. Address special requests from the community.
4. Resolve disputes or crises and address any decisions that may harm ICW's interests.
5. Ensure all activities and finances comply with state and federal laws.
6. Intervene in any issues related to ICW; Board decisions are binding on all ICW entities.
7. Review membership applications submitted by the Administrative Secretary.

9.3 Board of Directors' Positions and Responsibilities

President:

- Provides overall leadership and strategic direction to ICW, ensuring its mission and vision are upheld.

Bylaws of the Islamic Center of Waynesboro, Inc.

- Presides over Board meetings, setting agendas and guiding discussions to achieve organizational goals.
- Oversees all ICW operations, ensuring effective implementation of decisions made by the Board.
- Represents ICW in public and community engagements.
- Ensures financial and operational accountability, working closely with the Treasurer and Board.

Vice President:

- Assumes the President's responsibilities in their absence, ensuring continuity of leadership.
- Supervises committees and key initiatives, supporting smooth daily operations.
- Assists in long-term strategic planning and execution of Board decisions.
- Oversees membership engagement and conflict resolution, ensuring a welcoming environment.
- Works closely with the Activities Coordinator and Outreach Coordinator to enhance community involvement.

Treasurer:

- Manages ICW's financial affairs, including budgeting, financial planning, and expense tracking.
- Maintains accurate financial records and ensures compliance with financial regulations.
- Signs checks up to \$2,000 independently; transactions over \$2,000 and under \$30,000 require co-signature from the President or Vice President; transactions exceeding \$30,000 require Board approval by a simple majority.
- Prepares and presents annual financial statements and works with auditors for financial accountability.
- Oversees fundraising efforts, ensuring proper allocation and documentation of donations.

Administrative Secretary:

- Records and maintains accurate minutes of all Board meetings and official decisions.
- Manages and safeguards ICW's corporate records, bylaws, policies, and the organizational seal.
- Oversees membership registration, ensuring proper documentation and communication.
- Responsible for sending community email announcements and updates regarding ICW activities.
- Assists in preparing reports, correspondence, and documents required for regulatory compliance.

Outreach Coordinator:

- Organizes and facilitates community outreach programs and interfaith activities.
- Builds and maintains relationships with local religious and civic organizations to foster understanding.
- Represents ICW in interfaith meetings, community panels, and public events.
- Works with the Activities Coordinator to incorporate community service into ICW programs.
- Works with the Zakah Committee to manage the collection and distribution of Zakah funds.
- Identifies community needs and proposes new charitable initiatives.

Youth Affairs Coordinator:

- Coordinates and promotes activities for youth and students in the community.
- Acts as a liaison between the youth and the masjid, fostering engagement and support.
- Organizes educational, social, and recreational programs tailored for young members.
- Encourages youth participation in ICW events and volunteer initiatives.

Bylaws of the Islamic Center of Waynesboro, Inc.

- Provides mentorship and guidance on religious, social, and academic matters.

Activities Coordinator:

- Plans, organizes, and approves all activities inside the masjid, ensuring alignment with ICW's mission and values.
- Coordinates religious and community events, including Friday prayers, lectures, and educational programs.
- Arranges for guest speakers, imams, and scholars for ICW programs.
- Works with youth and women's groups to support engagement initiatives.
- Ensures proper setup and logistics for events, including space management and volunteer coordination.

9.4 Meetings:

1. Regular Meetings:

- The Board shall hold monthly meetings. The Administrative Secretary shall send notice at least one week prior.

2. Special Meetings:

- Special meetings may be called by the President, one-third (1/3) of the Board, or one-third (1/3) of the General Assembly.
- Notices for special meetings shall be sent at least fifteen (15) days prior, except in emergencies, where the notice period may be waived with majority Board approval.

3. Written Actions Without Meetings:

- The Board may take actions without a meeting if all members sign a written consent specifying the action.

9.5 Quorum:

A simple majority of the Board shall constitute a quorum for conducting business.

9.6. Resignation and Vacancies:

- A Board Member may resign at any time by submitting a written notice to the Board or the President.
- If a Board position becomes vacant due to resignation, removal, disqualification, death, or any other reason, the Board shall fill the vacancy within one (6) weeks.
- Any Board member may nominate a Regular Member to fill the vacancy. A simple majority vote of the Board members present is required for approval.
- The newly appointed member shall serve the remainder of the original term.

9.7 Removal and Appeal:

1. Removal:

Bylaws of the Islamic Center of Waynesboro, Inc.

- A Board Member may be removed by a majority vote of the Board for failure to fulfill responsibilities.

2. Appeal:

- Removed Board Members may appeal to the General Assembly, which requires a majority vote to reverse the decision.
- The General Assembly may also initiate a Board Member's removal through a special meeting called by one-third of its members. Removal requires a two-thirds (2/3) majority vote.

Article X: Compensation and Indemnification

10.1 Compensation

- Board Members shall serve on a voluntary basis and will not receive any financial compensation for their service to the Board.

10.2 Indemnification

- Members of the Board of Directors, Regular Members serving as Executive Officers, and Committee Members shall be indemnified and held harmless against any costs, charges, or expenses incurred as a result of actions, suits, or proceedings arising from the execution of their official duties related to ICW activities.
- Indemnification applies only to actions conducted in good faith, in alignment with the mission and values of the Islamic Center of Waynesboro (ICW), and without fraud, willful misconduct, gross negligence, or violations of criminal law.

Article XI: The Committees

The Islamic Center of Waynesboro (ICW) may establish committees to support its operations and ensure the fulfillment of its mission. All committee members must be Regular Members of the ICW community. The Board of Directors will appoint committee members and oversee their activities to ensure alignment with ICW's objectives.

11.1: Temporary Committee

The Temporary Committee is formed as needed to plan and manage specific community activities, events, and volunteer opportunities.

- 1. Selection:** Committee members shall be appointed by the Board of Directors from the Regular Members of the community.
- 2. Responsibilities:**
 - Organize and coordinate volunteers for ICW activities and events.
 - Align temporary activities with ICW's mission and goals.
 - Provide regular updates and reports to the Board of Directors.
- 3. Oversight:** The Board of Directors will monitor the Temporary Committee's activities to ensure compliance with ICW's policies.

Bylaws of the Islamic Center of Waynesboro, Inc.

11.2: Election Committee

The Election Committee is tasked with managing the election process for Board Members.

1. **Selection:** Committee members shall be appointed by the Board of Directors from the Regular Members of the community at least 4-8 weeks prior to the end of any Board Member's term. Committee members are not permitted to nominate themselves as candidates.

2. **Responsibilities:**

- Oversee all aspects of the election process, including organizing, conducting, and announcing results.
- Nominate eligible candidates for Board positions.

3. **Term:** The committee shall serve until the election results are finalized and announced.

11.3: Zakah Committee

The Zakah Committee is responsible for managing the collection and distribution of Zakah (almsgiving) funds in accordance with Islamic principles.

1. **Selection:** Committee members shall be appointed by the Board of Directors from the Regular Members of the community, prioritizing trusted and reliable individuals.

2. **Responsibilities:**

- Oversee the collection of Zakah funds from the community.
- Assess and approve eligible recipients based on Islamic guidelines.
- Maintain detailed records of Zakah funds and their distribution.
- Provide regular updates to the Board of Directors on Zakah-related activities.
- Organizes seasonal charity programs (e.g., Ramadan food distribution, winter relief).

3. **Term:** Committee members will serve a term of two (2) years, with the option for reappointment by the Board of Directors.

4. **Oversight:** The Board of Directors will ensure that all Zakah activities comply with Islamic principles and applicable laws.

Article XII: Elections and Voting Procedures

12.1 Election Committee

- The Board of Directors shall appoint an Election Committee in accordance with Article XI, Section 11.2 of these bylaws.

12.2 Ballots

- The Election Committee shall determine the ballot format at its discretion.

12.3 Voting Procedure

Bylaws of the Islamic Center of Waynesboro, Inc.

- Each eligible voting Member shall cast one vote per elected position. Ballots shall be submitted directly to the Election Committee.

12.4 Voting Eligibility

- Only Regular Members of ICW are eligible to vote.

12.5 Scheduled Elections

- Elections shall be scheduled for the second Sunday in December, to be held during the Annual Meeting.

12.6 Secret Ballot and Open Vote Counting

- Ballots shall be completed in secret but counted in an open meeting of the Election Committee.

12.7 Approval

- A majority vote is required for the approval of any action, except where specified otherwise in these bylaws.

Article XIII: Fiscal Year

- The fiscal year of the Corporation shall begin on January 1st and end on December 31st of the same year.

Article XIV: Amendments

1. Any Regular Member may propose an amendment to the bylaws by submitting it to the Administrative Secretary, who will present it to the Board at the next scheduled meeting.
2. If the Board approves the amendment by a two-thirds (2/3) majority vote, it shall be submitted to the General Assembly for review.
3. A vote on the amendment shall occur no fewer than fifteen (15) days from its submission to the General Assembly.
4. Amendments require a two-thirds (2/3) majority vote by the General Assembly for approval. If less than 50% of the General Assembly participates, the amendment shall be re-submitted within fifteen (15) days and will require a two-thirds (2/3) majority vote for approval, regardless of response rate.

Article XV: Religious Reference

1. In matters requiring a religious opinion (Fatwa), the ICW Board of Directors shall seek guidance from the Fiqh Council of North America. Any Fatwa issued by the council shall be binding upon ICW.
2. ICW shall follow the Fiqh Council's declarations for Ramadan, Eid Al-Fitr, and Eid Al-Adha dates, including alignment with the Hajj schedule.

Article XVI: Dissolution

1. If dissolution of the Corporation is proposed, the process shall follow the amendment procedure outlined in Article IX.

Bylaws of the Islamic Center of Waynesboro, Inc.

2. Dissolution requires a two-thirds (2/3) majority vote by the General Assembly.
3. Upon dissolution, all remaining assets, after payment of debts and liabilities, shall be distributed to an Islamic nonprofit organization that qualifies under Section 501(c)(3) of the Internal Revenue Code.
4. Distribution of funds shall be made according to the purpose of each account as follows:
5. Funds from the Zakah account shall be transferred to the Zakah account of the recipient organization.
6. Funds from the charity account shall be transferred to the charity account of the recipient organization.
7. Funds from the operations account shall be transferred to the operations account of the recipient organization.
8. The Board of Directors shall oversee the distribution process to ensure compliance with these directives.
9. If any assets cannot be distributed for an exempt purpose, they shall be disposed of by a court of competent jurisdiction exclusively for purposes that align with Section 501(c)(3) of the Internal Revenue Code.

Article XVII: Conflict of Interest

To maintain the integrity and trust of ICW, all board members, officers, employees, and volunteers must uphold the highest ethical standards and avoid any situations that may create a conflict of interest.

1. **Disclosure:** Individuals must disclose any actual or potential conflicts of interest to the Board of Directors.
2. **Recusal:** Individuals with a conflict of interest must recuse themselves from any discussion or decision related to the matter.
3. **Compliance:** All members are required to act in the best interests of ICW and prioritize the organization's mission above personal, financial, or familial interests.

This policy is reviewed and approved by the Board and is available as a standalone document. For full details, refer to the ICW Conflict of Interest Policy.

Article XIX: Fundraising and Revenue Generation

19.1 Fundraising Authority:

The Board of Directors shall oversee all fundraising activities to ensure alignment with ICW's mission and compliance with Islamic principles and applicable laws.

19.2 Permissible Revenue Sources:

ICW may generate revenue through the following halal (permissible) means:

1. **Facility Rentals:** Renting ICW facilities for events, classes, or programs that align with ICW's values and objectives.
2. **Fundraising Campaigns:** Organizing events, charity drives, and other activities to support ICW's operations and programs.
3. **Online Fundraising:** Launching online donation campaigns using the ICW website or other platforms to reach a broader audience.
4. **Grants:** Applying for grants from local, state, or national organizations to fund religious, educational, or charitable initiatives.

Bylaws of the Islamic Center of Waynesboro, Inc.

5. **Sponsorships:** Partnering with businesses or individuals who wish to sponsor ICW activities or programs.
6. **Donations:** Accepting monetary and in-kind contributions from individuals, corporations, and organizations.

19.3 Fundraising Guidelines:

1. All fundraising activities must comply with the provisions of Section 501(c)(3) of the Internal Revenue Code.
2. All revenue generated shall exclusively support ICW's religious, charitable, and educational objectives.
3. A record of all funds received and expenditures made through fundraising shall be maintained by the Treasurer and reported regularly to the Board.

19.4 Donor Transparency:

- ICW shall maintain transparency with donors by providing periodic updates on how funds are allocated and used to achieve the organization's mission and goals.

19.5 Prohibited Activities:

- ICW shall not engage in any fundraising or revenue-generating activities that violate Islamic principles or federal and state laws.

Adoption of Bylaws

These bylaws were adopted by the Board of Directors of the **Islamic Center of Waynesboro, Inc. on 01/17/2025** and shall remain in effect unless amended as per the procedures outlined herein.

Name	Position	Signature
Wafi Niazi	President	
Arif Bhuiyan	Vice President	
Hameedullah Mohammadi	Treasurer	
Abdul Mobeen	Administrative Secretary	
Bilal Azmoon	Activity Coordinator	