

In the Name of Allah, the Beneficent, the Merciful

BYLAWS
OF
THE MUSLIM COMMUNITY CENTER, INC.
(An Illinois Not-for-Profit Corporation)

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ARTICLE I - PREAMBLE

FOR THE UPHOLDING, PRESERVATION AND DISSEMINATION OF THE FAITH "LA ILAHA ILLALLAHU MUHAMMADUR RASOOLULLAH" AND THE PRINCIPLES AND PRACTICES OF THE RELIGION OF ISLAM, WE, THE MUSLIMS OF GREATER CHICAGO, DO HEREBY ESTABLISH THIS ORGANIZATION. TO THE END THAT THIS BODY MUST BE GOVERNED IN AN ORDERLY MANNER CONSISTENT WITH THE ACCEPTED TENETS OF ISLAM, AND STRICTLY WITHIN THE FRAMEWORK THEREOF, WE DO DECLARE AND ENACT THESE BYLAWS. ANY ACTIVITY CONTRARY TO OR IN CONFLICT WITH THE QUR'AN AND THE 'SUNNAH' SHALL NOT BE PERMITTED WITHIN, OR UNDER THE AUSPICES OF THIS ORGANIZATION. THE PRINCIPLE OF SHOORA SHALL BE THE GOVERNING PRINCIPLE IN ARRIVING AT DECISIONS.

ARTICLE II - NAME

The name of the Organization shall be "Muslim Community Center, Inc." (Hereinafter referred to as the Corporation or MCC).

ARTICLE III - PURPOSES

The purposes of the Corporation as stated in its Certificate of Incorporation are: to carry on religious, charitable and educational activities in conformity with the religion of Islam; to do each and everything necessary, suitable or proper for the accomplishment of these objectives, including, but not limiting the generality of the foregoing; to conduct religious services and prayers, to teach, lecture and disseminate the faith among Muslims and non-Muslims; to establish Masajid, libraries, Islamic centers, educational institutions and permanent meeting places; to accept donations, grants, collect specific or general contributions for the attainment of any of these objectives; to promote a better understanding of Islam by the establishment of centers, libraries, distribution of religious material, speeches, lectures and teachings; to represent Islam among other faiths, creeds and religions; to open bank accounts, mortgages, borrow or lend money; to buy, sell, lease, rent, mortgage and trade in property, both real and personal; to do anything which should appear conducive to or expedient for the enhancement and benefit of this Corporation, at any time.

The Corporation shall strive to procure in its affairs and activities, the participation, association and representation of Muslims of all linguistic and ethnic backgrounds.

The Corporation will not receive any child for care or placement apart from its own parent or guardian. The Corporation also has such powers as are currently in effect or may hereafter be granted by the General-Not-For-Profit Corporation Act of the State of Illinois.

ARTICLE IV - GENERAL

4.1 - MUSLIM

For the purpose of these Bylaws, a Muslim is a person who believes in Allah (the one true God); in Prophet Muhammad (peace be upon him), son of Abdullah, to whom the Qur'an was revealed, as the last and final prophet and messenger of Allah; and in the Qur'an and Sunnah as the basis of binding guidance in life.

4.2 - CONFORMITY TO ISLAM

All acts of MCC shall conform to the ISLAMIC SHARIAH (Islamic Law), the basic sources of which are the QUR'AN and the SUNNAH. In case of a difference of opinion, the MCC shall obtain the opinion of renowned and recognized scholars before giving a ruling on the matter.

ARTICLE V - OFFICES

The Corporation shall have and continuously maintain in this State a registered office and a registered agent whose office is identical with such registered office, and may have other offices within or without the State of Illinois as the Board of Directors (also referred to as the Board) may determine from time to time.

ARTICLE VI - MEMBERS

6.1 - CATEGORIES OF MEMBERS AND ELIGIBILITY

The Corporation shall have the following four (4) categories of members. Members in any of the categories shall be eighteen years of age, at a minimum. The eligibility requirements for such categories shall be as follows:

6.1.1 Regular Members: Any Muslim resident of six-county Chicago area (Cook, Du Page, Kane, Lake, McHenry, Will) shall be eligible to become a Resident

Regular Member of the Corporation. Others shall be Non-Resident Regular Members. In case of a dispute, residency will be determined by the taxes of the state one pays. Any Non-Resident who has been a member in good standing during the years 2005, 2006 and 2007 shall be considered Resident Regular Member, as a grand father concession.

- 6.1.2** Associate Members: Any non-Muslim who accepts the aims and objectives of this Organization shall be eligible to become an Associate Member.
- 6.1.3** Honorary Members: Any Muslim who has rendered outstanding services to MCC or the cause of Islam, or has achieved an outstanding level of proficiency in the studies of Islam, shall be eligible and become an Honorary Member, after being elected by a majority vote of the Board of Directors.
- 6.1.4** Life Members: Any Muslim who has paid the dues prescribed for such members in Article XVI of these Bylaws.

6.2 - ADMISSION TO MEMBERSHIP

An applicant for membership shall provide name, street address of the primary residence and signature. Verification of the above information shall be required prior to a member exercising the right to vote, either in person or in absentia. All categories of members, except Honorary Members, shall be admitted to membership by a unanimous consent of the President, Secretary and Treasurer. Any sudden spike in membership shall be handled through this membership approval process. If a difference of opinion arises, the Board shall make the final decision. Secretary is responsible for official membership list. The Board shall provide detailed guidelines for the membership approval process.

6.3 - MEMBERS IN GOOD STANDING, RIGHTS AND PRIVILEGES

A member is in good standing if he is up-to-date in dues payment and is not suspended or expelled. Only Regular Members and Life Members in good standing shall have voting rights and each such member shall be entitled to one vote on each matter submitted to vote. When a member is not in good standing he loses all rights and privileges of membership. New members shall acquire voting rights on the first day of the month following the member's first anniversary of admission and payment of dues (minimum one year vesting time). If a member believes his name is erroneously excluded from the official list of voting members, he will be required to produce a membership certificate, cancelled check or cash receipt as evidence of dues payment, before his name can be included in the list.

6.4 - TERMINATION OF MEMBERSHIP

The Board of Directors by affirmative vote of two-thirds of all of the members of the Board may suspend or expel a member for cause after an appropriate hearing. By a unanimous consent the President, Secretary and Treasurer may terminate the membership of any member who becomes ineligible for membership (Section 6.1). The membership shall be automatically terminated if a member is in default for the dues payment lapsing a period of twenty-four months.

6.5 - RESIGNATION

Any member may resign by filing his intention to do so in writing with the Secretary. However such a resignation shall not relieve the member of his obligation to pay any assessments or other charges accrued and unpaid.

6.6 - REINSTATEMENT

Upon written request for re-admission to membership, signed by a former member and filed with the Secretary, such former member may be reinstated to membership in the same manner as original admission, upon such terms as may be deemed appropriate.

6.7 - GRIEVANCE/COMPLAINT PROCEDURE

Any grievance/complaint from a member shall be processed in accordance with the procedure established by the Board of Directors and made available to any member on request. The procedure shall describe the sequence and time line of steps to be followed.

6.8- TRANSFER OF MEMBERSHIP

Membership in this Corporation is not transferable or assignable.

ARTICLE VII - GENERAL BODY

7.1 - GENERAL BODY

The General Body shall consist of all members having voting rights. It shall be the supreme body of the Corporation.

7.2 - ANNUAL GENERAL BODY MEETING

The Annual General Body meeting shall be held in the month of January each year, for the purpose of acting on the President's Annual Report, Financial Report and for the transaction of such other businesses as may properly come before the meeting.

7.3 - ELECTION

The elections of office bearers for the following year shall be held in December of each year. The election shall be conducted by an election committee appointed by the Board, in accordance with the Election Procedure approved by the Board. Any officer who is a candidate shall not conduct election proceedings. The Officers shall not use their position or information acquired in that position to support any candidate. All incoming office bearers shall assume charge of their respective offices on the conclusion of the annual General Body meeting in January following elections, or on the first day of February, whichever comes first. The election may be held by ballots cast at designated polling stations or by calling a General Body meeting. Unless otherwise specified in a resolution of the Board, the date and time of election shall be determined by the President, and notice to members shall comply with the notice requirements for General Body meeting.

7.4 - SPECIAL MEETING

A special meeting of the General Body may be called by the President or on the written petition of a majority of the Board members. Special meetings may also be called upon a written petition submitted to the Secretary signed by, 10% (ten percent) or 100 of the voting members, whichever is smaller. The Secretary is required to send notices for the requested meeting within 15 days of receipt of a valid petition and is simultaneously required to call a joint meeting of the Board and Committee Chairman on a date prior to the General Body meeting. If the petition is not valid, within 10 days of its receipt the Secretary is required to inform the spokesman of petitioners the reasons for its invalidity.

7.5 - RESTRICTION OF MEETINGS

No business meeting of the members shall be held during the days of special religious significance according to any school of Islamic Jurisprudence.

7.6 - PLACE OF MEETING

The Board of Directors may designate any place within Cook County, Illinois, as the place of meeting for Annual Meeting or for any other meeting. However, if all of members meet at any

time and place, either within or without the State of Illinois, and consent to the holding of a meeting, such a meeting shall be valid without call or notice, and at such meeting, any corporate action may be taken.

7.7 - NOTICE OF MEETINGS

Written or printed notice stating the place, day and hour of any meeting of the members shall be delivered to each member either personally or by mail, not less than five, nor more than forty days prior to the date of such a meeting, by or at the direction of the President, the Secretary, or the Board members calling the meeting. However, a minimum of ten (10) days' notice shall be required for any Annual Meeting. The purpose and agenda of the meeting shall be stated in the notice. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid. If the notice is mailed with the newsletter, it must be a separate sheet with a bold title stating "Notice of General Body Meeting." If the place, date and hour of an adjourned meeting, as provided in Section 7.8, is included with the notice of the original meeting, that will satisfy the notice requirement for the adjourned meeting.

The agenda of the General Body Meetings shall be set as per the provisions of Articles 7.4 or 8.1.2 and announced in the meeting notice. No new agenda item shall be entertained in the meeting unless it is approved by 90% of all the votes that may be cast in the meeting where the actual quorum of at least 10% is present. If a new item is added, it will always be taken up after the originally notified agenda. No new item shall be entertained in an adjourned meeting per Section 7.8, which requires no quorum.

7.8 - QUORUM

The presence of one-tenth of the members having voting rights shall constitute a quorum at a meeting. If a quorum is not present within 60 minutes of the specified time for a meeting, a majority of members present may adjourn the meeting from time to time, to the same day, or to another day. If the meeting is adjourned for another day, the adjourned meeting shall require no quorum, provided that all requirements for calling a meeting of members have been previously met.

7.9 - PROXIES

At any meeting of members, a voting member may vote in person or by proxy executed in writing by the member. No proxy shall be valid after six (6) months from the date of its execution unless otherwise provided in the proxy. No member shall vote on behalf of more than one member by proxy in addition to his/her own vote.

ARTICLE VIII - BOARD OF DIRECTORS (SHOORA)

8.1 - GENERAL POWERS AND RESPONSIBILITIES

8.1.1 GENERAL:

Subject to the provisions of these Bylaws, the affairs of the Corporation shall be managed by its Board of Directors, which will be responsible to the General Body. The Board of Directors shall also be the trustee of the Corporation and will hold the property of the Corporation in trust. The Board shall have the actual care of the properties, but shall have no powers to buy, sell, exchange, mortgage, lease, pledge, transfer or dispose of in any other manner any property of the Corporation without specific vote of the General Body authorizing such action. The Board shall obtain approval of the General Body for any purchase of or improvement to real or personal property in excess of \$60,000. Expenditures on regular operation and maintenance of facilities, disbursement of donor designated funds and investment of liquid assets or endowment funds do not require such approval. For any purchase of or improvement to real or personal property not exceeding \$60,000.00, approval by two-thirds vote of the Board members present in a meeting shall be required. Investment of any funds, including endowment funds for achieving capital growth, may be authorized by the Board with a two-thirds majority vote for such periods and with such guidelines as may be deemed appropriate by the Board. The Board may adopt resolutions containing policies or directives, which shall be binding on all, including the President, subject to these Bylaws. The Board can override a decision of the President with a two-thirds majority vote.

Responsibilities of the Board shall include: safeguarding the ideological integrity of the Corporation; providing policy guidelines for the programs and activities; approving budget of expenses; long-range planning; ensuring permanency and continuity in operations and programs; providing financial stability to the Corporation and performing

all such acts that may be necessary for the achievement of the overall objectives of the Corporation.

8.1.2 OBTAINING GENERAL BODY APPROVAL:

Any matter to be presented before the General Body (except routine matters, like annual reports, etc.), including amendments to Bylaws, matters involving financial decisions regarding purchase or sale of MCC property, or capital expenditure in excess of \$60,000.00 shall first be presented in a joint session of the Board and the committee chairmen. Approval by two-thirds of all the Board members and committee chairmen present shall be required to carry the proposal to the General Body. In all such matters, the debate and deliberations shall be continued until concurrence of two-thirds of the members is obtained. Quorum for such meeting shall be the same as for a Board meeting. If a proposal is disapproved in the aforementioned manner for presentation before the General Body, it can be presented directly to the General Body, if 10% (ten percent) or 100 of the voting members, whichever is smaller, sign a petition to that effect.

8.1.3 NOMINATIONS:

Except otherwise provided in a resolution of the General Body, the procedure to be followed for nominations shall be approved in a joint session of the Board members and committee chairmen as described in Section 8.1.2.

8.2 - STRUCTURE:

The Board shall consist of the following:

- (a) Eighteen (18) Directors, six of them elected every year for a three-year term by a majority vote of the members. At all times, at least two of the Directors shall be women, and at least another two shall be youth between the ages of eighteen (18) and twenty-five (25) years. Any person elected in the youth category shall be considered in that category until his term expires.
- (b) President
- (c) Immediate Past President
- (d) Four Directors-at-Large elected for one-year terms in the first meeting of the Board

8.3 - QUALIFICATIONS OF A DIRECTOR

Qualifications of a director shall include sound Islamic beliefs and practices, voting membership of MCC for at least two consecutive years prior to election, good standing with the Muslim Community and familiarity with organizational work. Directors-at-Large shall be persons with the above qualifications and recognized in the community for their dedication and adherence to Islam. Directors-at-Large shall be elected in the first Board meeting to bring in special expertise or representation of an under-represented section of the community. The two-year membership requirement shall not apply to Youth Directors and Directors-at-Large, except that they must be members in good standing. Acceptance of nomination as a Director or Director-at-Large shall carry an understanding that the member agrees to accept any responsibility the Board deems appropriate to assign. A person who has served as a Director and/or Director-at-Large for six years or more consecutively will not be eligible for election as Director or Director-at-Large in the following year.

8.4 - REGULAR MEETINGS:

The Board shall hold a regular meeting no later than the 10th of February of the year to elect Directors-at-Large, appoint standing committees and conduct other necessary business. A Board meeting shall be held no later than May 31 to approve the budget and outline of programs for the following fiscal year. All committee chairmen shall be invited to the budget meeting(s) to present their programs. The committee chairman shall not vote at a Board meeting, except as provided in Section 8.1.2.

8.5 - SPECIAL MEETINGS

Special meetings of the Board may be called by or at the request of the President or any eight (8) Board members. The person or persons authorized to call special meetings of the Board may fix any place, either within or outside the State of Illinois as the place for holding any special meeting of the Board. The President may invite committee chairmen to these meetings.

8.6 - RULES OF CONDUCT IN MEETINGS

In addition to the provisions of Article XXII, the following shall govern the conduct in Board meetings:

- i) The proposer of a motion shall be provided the first opportunity to speak in favor of the proposal. Each person including the proposer shall be allowed to speak up to 2 times on the motion. The Board may set a time limit to each speaker.

ii) The provisions of Paragraph i) may be suspended by a two-thirds majority vote of the Board, only during consideration of a specific main motion.

8.7- NOTICE

Written notice of a meeting of the Board shall be given at least seven (7) days before the date of the meeting. Notice shall be delivered personally or sent by e-mail, facsimile, mail or telegram to each person entitled to attend such a meeting, at his address as shown by the records of the Corporation. If mailed, such notice shall be deemed delivered when deposited in the United States mail in a sealed envelope properly addressed, with prepaid postage. If notice is given by telegram, such notice shall be deemed delivered when the telegram is submitted to a telegraph company. Notice of the Board meetings shall be posted on MCC bulletin board.

8.8 - INFORMAL ACTION BY BOARD MEMBERS

Any action required to be taken at a meeting of the Board or any other action which may be taken at a meeting of the Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the members entitled to vote with respect to the subject matter thereof.

8.9 - QUORUM

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

8.10 - MANNER OF ACTING

- (a) The act of a majority of the Board members present at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by law or by these Bylaws.
- (b) A Board member who has a vested interest in another organization/business, being an official of such organization/business may participate in the discussion regarding any matter related to that organization / business. However, such a Board member shall abstain from voting on that matter.
- (c) Any matter which is brought before the Board for the discussion and requires Fiqahi opinion in the judgment of at least 3 Board members shall be decided after hearing the opinion of a person(s) who is (are) knowledgeable in Shariah. Such person(s), as

identified by the Board, shall be invited to provide expert advice to the Board; however, such invitees(s) shall not vote in the matter.

8.11 - MEETINGS OPEN TO MEMBERS:

An MCC member shall have a right to attend Board meetings as an observer.

8.12 - VACANCIES

Any vacancy occurring in the Board of Directors shall be filled by the Board of Directors. A Director elected to fill a vacancy shall serve until his successor is elected in the next elections and assumes charge.

8.13 - COMPENSATION

Board members shall not receive any compensation for their services as Board members.

8.14 - REMOVAL:

Any Board member may be removed and a new member elected by the General Body whenever in its judgment, best interest of the Corporation would be served thereby. If a Board member (except President and Immediate Past-President) misses two (2) consecutive meetings without an excuse, the Secretary shall notify him along with the notice of the next Board meeting that the Board will consider his removal from the roster and elect his replacement in the forthcoming meeting. Unless the member either attends the meeting or provides a written explanation satisfactory to the Board, the Board shall remove the member and elect his replacement.

ARTICLE IX - OFFICERS

9.1 - OFFICERS:

The Officers of the Corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as may be appointed in accordance with the provisions of this Article. The Board may designate such other Officers, including, one or more Assistant Treasurers or Assistant Secretaries, as it may deem desirable such Officers to have authority, and to perform duties prescribed from time to time by the Board. Any two or more offices may be held by the same person, except the offices of President, Treasurer and Secretary.

9.2 - PRESIDENT (AMEER):

The President shall be the chief executive officer of the Corporation and shall be responsible to the General Body. In general, he shall conduct, supervise and control all of the business and affairs of the Corporation in accordance with the directives, policy guidelines and programs provided by the Board of Directors. If the President has reservations about a Board directive, he may call a follow up meeting within two (2) weeks for reconsideration of the matter. If the Board does not change its decision, it shall be binding on the President. The President and the Board shall particularly strive for the achievement of Da'wah objectives stated in Article I (preamble) of these Bylaws making this the guiding principle of all MCC activities. He shall, except as provided in these Bylaws, preside at all meetings of the members, the Board of Directors and the Executive Council (Section 9.2.3). He may sign, with the Secretary or any other proper Officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other Officer or agent of the Corporation, and in general, shall perform all duties incidental to the office of President. The President shall conduct all business in accordance with the Islamic principle of "SHOORA" (Consultation). With the help of relevant councils and committees he shall prepare the outline of ensuing year's programs and budget for approval by the Board of Directors. He shall have freedom to authorize expenditures within the approved budget limits. If necessary, he shall obtain the Board's approval on a supplementary budget. Financial reports shall be presented to the Board by September 30th of each year. He shall see that the annual financial report is prepared by the Treasurer, reviewed by a certified accountant, and presented to the Annual General Body Meeting after incorporating the Board's comments, if any.

9.2.1 ELECTION, TENURE AND QUALIFICATIONS:

The President shall be elected by the General Assembly for a two-year term. A candidate for President shall be a voting member of MCC for at least three consecutive years prior to election and shall have served in MCC as a Board member, an Officer and / or committee chairman for a minimum of two years combined. If a person has served as President for two full terms consecutively, he will not be eligible for re-election in the following term. The following qualities shall be kept in view in the election of the President.

- (i) Sound Islamic beliefs and practices and good standing with the Muslim community.
- (ii) Overall excellence in piety, trustworthiness and integrity, understanding of the affairs of MCC, and organizational and administrative ability.

9.2.2 REMOVAL:

The President may be removed from office for gross misconduct or deliberate violation of these Bylaws or, whenever the best interest of the Corporation warrants this. An affirmative vote by two-third of all the members of the Board may suspend any or all powers of the President until such time that a General Body Meeting is convened and acts on the matter. A two-third vote of the General Body, where a quorum is present, shall be required to adopt a 'No Confidence Motion' to remove the President. A meeting of the Board or members convened for the aforesaid purpose shall be chaired by a chairman pro-tem elected by the Board.

9.2.3 EXECUTIVE COUNCIL:

The Executive Council shall be a consultative body for the President. It shall consist of the President, the Vice-President, the Immediate Past President as an ex-officio member, the Secretary, the Treasurer, all department heads and chairmen of all councils described in Article X. The President, at his discretion, may conduct separate meetings with department heads and council chairmen respectively, and may invite other members as needed.

9.3 - OTHER OFFICERS:

9.3.1 APPOINTMENT AND TERM OF OFFICE:

Soon after the elections, the President-elect shall consult with Directors (who will hold office in the following year) regarding his choice of Vice-President, Secretary and Treasurer, all of whom must be from Directors. The appointment of these Officers shall be done by the Board, on nomination by the President. In case of rejection by the Board, the President shall successively nominate other names until the Board approves one of them. All other officers shall be appointed by the President. . The term of office shall expire on the day their successors are appointed in the new calendar year.

9.3.2 REMOVAL:

Any Officer, except the President, may be removed by a two-third vote of the Board of Directors.

9.3.3 VICE-PRESIDENT:

In the absence of the President or in the event of his inability or refusal to act or, removal from office, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. If the Vice-President is also not available to perform the duties of President, the Board shall elect one of its members to act as President. In these situations, the person officiating as President shall continue to do so not beyond the end of January in the following year or after the Annual Meeting of members, whichever occurs first. The Vice-President shall perform such other duties as from time to time may be assigned to him by the President or the Board of Directors.

9.3.4 SECRETARY:

The Secretary shall record and keep the minutes of meetings of the members and the Board of Directors in permanent binders provided for that purpose after having them signed by the Secretary and President; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the Corporate records and of the Seal of the Corporation and see that the Seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws; keep a register of the post office address of each member which shall be furnished to the Secretary by such member; and in general, perform all duties incidental to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

9.3.5 TREASURER:

The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article XII of these Bylaws; and in general perform all

the duties incidental to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. He shall limit all expenses to the budget ceiling approved by the Board of Directors and inform the President if a supplementary budget approval is necessary. The Treasurer, with the help of the Budget Committee chairman is required to monitor actual cash flow and limit it to the approved cash flow in two-month increments, at which time copies of the financial report shall be provided to chairmen of councils and committees. The Treasurer shall make prompt payments after expense vouchers are signed by the concerned council / committee chairmen. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties, as the Board shall determine. He shall prepare the Annual Financial Report and have it audited or reviewed by a certified public accountant for presentation before the Annual Meeting of members after incorporating the Board's comments, if any. The outgoing Treasurer shall prepare and hand over the Income Tax Return for the Corporation to the incoming Treasurer.

9.3.6 ASSISTANT TREASURERS AND ASSISTANT SECRETARIES:

If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of the duties in such sums and with such sureties as the Board of Directors shall determine. In general, the Assistant Treasurers and Assistant Secretaries shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or the Board of Directors.

ARTICLE X - EDUCATION OF CHILDREN AND YOUTH

10.1 - PURPOSE, OBJECTIVES AND ORGANIZATION

The purpose of MCC's educational endeavor is to promote excellence in religious and modern education and to develop an Islamic personality in children and youth. The objectives shall include:

Uniformity and consistency in standard of all systems of education; enhancement of content of curriculum and quality on a continuous basis; consistent effort to reach the highest level compared to any school in the U.S.; deliberate and conscious effort for promoting ethnic togetherness in the school system and youth programs; promotion of Islamic personality and

Ummah concept and its experience among the students and youth; promoting Quranic Arabic to enable students to understand the Quran; promoting Arabic to be second language of Muslim youth in the 21st century; inculcating the world view of Islam and its mission; fostering positive behavior and compassion toward fellow human beings; establishing measurable goals for the above and setting mechanism to measure results.

Subject to the provisions of these Bylaws, and directives of the Board of Directors, not inconsistent with these Bylaws, the educational affairs of the corporation related to children and youth shall be planned, developed and implemented by the following councils and committees.

The councils and committees shall cooperate with one another in the pursuit of their goals.

- (i) A Full-Time School Council (FTSC) for each full time school (FTS)
- (ii) A School Committee (SC) for each part time school (PTS)
- (iii) Part-Time School Administrative Council (PTSC)
- (iv) Part Time School Academic Council (PTAC)
- (v) Educational Development Council (EDC)
- (vi) Committee of Directors for Education (CDE)
- (vii) Youth Council

A full-time school is defined as one following the curriculum mandated by the State of Illinois and/or any other legal authority having jurisdiction in the matter, along with other programs mandated by MCC. All other schools are defined as part-time schools. Weekend schools are those part-time schools providing part time education on weekends as defined by the Board of Directors.

Each council/committee may adopt policies and procedures in the area of its operation, as long as they are not inconsistent with these Bylaws or resolutions of the Board or General Body. Such policies and procedures shall be given to the Bylaws Committee for review. Within 30 days the Bylaws Committee shall have the document corrected to eliminate any inconsistencies with the Bylaws and then forward it to the Secretary. The Secretary shall mail the document to Board members along with the notice of the next Board meeting. The document shall come into force on the day following the Board meeting, unless the Board overrules it by a two-third vote.

10.2 - RESPONSIBILITIES OF COUNCILS AND COMMITTEES

10.2.1 FULL-TIME SCHOOL COUNCIL:

An FTSC shall be responsible for the administration of the full time school (FTS) under its jurisdiction. It shall also be responsible for the implementation of the educational plan, preparation of the FTS budget and raising funds for the budgeted expenditures, to include at least 70 percent of the operation and maintenance expenses of the building facilities used by the FTS.

If there is more than one FTS, the chairmen of all FTSC (s) shall meet annually or more often as necessary, to coordinate and act on issues of common concern including curriculum, school calendar, educational plan, policies and procedures. The annual meeting shall be held during the summer break. The President or his designee shall call and chair all such meetings. The President or his designee may invite other members of FTSC (equal number from each FTSC) to such meetings.

10.2.2 SCHOOL COMMITTEE FOR PART TIME SCHOOL:

A SC shall be responsible for the administration of the part-time school (PTS) under its jurisdiction, implementation of the educational plan and preparation of the school budget.

10.2.3 PART-TIME SCHOOL ADMINISTRATIVE COUNCIL:

The PTSC shall be responsible for coordinating the activities of part time schools and conducting or arranging common programs. The PTSC chairman shall monitor school affairs and see that the educational plans are implemented.

10.2.4 PART-TIME SCHOOL ACADEMIC COUNCIL:

The primary responsibility of the PTAC will be to prepare the educational plans for PTS including policies, guidelines and procedures, and assist in their implementation. The council shall make all decisions regarding textbooks, lesson plans, teaching methods, teachers' qualifications, teachers' training, integration of educational technology and other matters related to academic affairs, keeping abreast of the current needs of the part-time schools by working closely with them.

The educational plans, prepared by the PTAC shall be adopted annually in a joint meeting with the PTSC. The adopted plans may be updated by PTAC from time to time

between annual meetings, on the basis of educational needs. The annual joint meeting shall be called during the summer break and chaired by the PTSC chairman.

10.2.5 EDUCATION DEVELOPMENT COUNCIL:

The EDC shall be responsible for educational development in the community with ultimate goal of reaching every child and youth of the community. For this purpose, it shall conduct surveys, mobilize and promote public opinion, develop long and short term plans, establish pilot programs if necessary, and adopt all such measures that will promote the cause of education in the community and progressively take the children and youth toward higher goals of excellence in education.

10.2.6 COMMITTEE OF DIRECTORS FOR EDUCATION:

The CDE shall be responsible for monitoring and evaluating implementation of educational plans, policies and procedures of all schools run by MCC. It shall ensure that all schools and their associated bodies have short and long term plans and clearly defined goals and milestones geared toward achieving excellence. It shall establish formats to obtain data and parameters conduct audits and take other suitable steps to monitor the status of school functioning and progress. It shall be responsible for managing endowment funds commensurate with the goals and performance of all educational systems of MCC. It shall publish quarterly reports on the status of education and its activities in the newsletter. A copy of the report, with the committee's evaluation and recommendation for any required action, shall be forwarded to the President and the Board.

10.2.7 YOUTH COUNCIL:

The Youth Council shall be responsible for planning, coordinating and implementing educational and recreational programs and activities for the Muslim youth. In pursuance of the objectives outlined in Section 10.1, the programs shall cater to meet the religious, moral, intellectual, socio-cultural, physical and emotional needs of Muslim youth. All activities shall be conducted according to the policy guidelines and within the budget approved by the Board of Directors. The Youth Council shall function under the supervision of the President or his designee.

10.3 STRUCTURE OF COUNCILS AND COMMITTEES

10.3.1 FULL-TIME SCHOOL COUNCIL:

An FTSC shall consist of 9 members as follows:

(i) five members appointed as provided in Section 10.3.10 for a 2-year staggered term, such that three and two members are appointed in each alternating year;

(ii) two members elected by the FTS parents, under the auspices of the Parent Support Group (PSG) such that one (1) member is elected every year; the structure and role of the PSG shall be determined by the Board

(iii) one teachers' representative, elected by the teachers;

iv) the principal.

The principal and teachers' representative shall not participate in discussions or decisions concerning performance evaluation, contracts, and other matters relating to them personally or professionally.

10.3.2 SCHOOL COMMITTEE FOR PART-TIME SCHOOL:

A SC shall consist of 6 members as follows: The principal, who will be chairman; one vice-principal; administrator; two additional members appointed as provided hereinafter; and chairman of the Parent Teacher Association (PTA) as an ex-officio member. The structure and role of the PTA shall be determined by the Board.

For each weekend school there shall be a special committee for nominating the principal. This committee shall be comprised of all of the department heads as defined in Section 10.3.4 and the PTA chairman, with the committee chairman appointed by the president from the department heads. After consultation with parents and teachers the committee shall make 2-3 nominations for the principal. The list of nominees in preferential order shall be submitted to the President no later than June 30th. No later than July 31st, the President shall appoint one of the nominees as principal.

The President shall appoint principals of other schools after appropriate consultation. The President shall appoint other members of the school committees on the recommendation of the respective principals. All appointments shall be in effect for a 2-year term.

10.3.3 PART-TIME SCHOOL ADMINISTRATIVE COUNCIL:

The PTSC shall consist of the following members:

- (i) chairman of PTSC appointed annually as provided in Section 10.3.10, subject to the restrictions of Section 10.3.9;
- (ii) principals of all part-time schools;
- (iii) chairmen of PTA of all part-time schools.

10.3.4 PART-TIME SCHOOL ACADEMIC COUNCIL (PTAC):

The PTAC shall consist of the following members:

- (i) four academically oriented members appointed as provided in Section 10.3.10 for a two year staggered term, such that two members are appointed every year;
- (ii) the head of the department or person of equivalent responsibility for each subject from each PTS, designated by the respective school committee;
- (iii) the principal or his designee;
- (iv) up two (2) members co-opted by the PTAC members defined in (i), (ii) and (iii) above.

10.3.5 EDUCATIONAL DEVELOPMENT COUNCIL:

The EDC shall consist of 5 members, appointed as provided in Section 10.3.10, for a 2-year staggered term, such that three and two members are appointed in each alternating year.

10.3.6 COMMITTEE OF DIRECTORS FOR EDUCATION:

This “Committee of Directors” consisting of at least 5 members, shall be appointed in accordance with Article XI, Section 11.2 of these Bylaws.

10.3.7 YOUTH COUNCIL:

The Youth Council shall consist of at least seven (7) members including chairman and secretary. The qualifications, the term of office and method of appointment or election of the members of Youth Council shall be determined by the Board of Directors after consultation with the youth.

10.3.8 APPOINTMENT OF COUNCIL CHAIRMEN:

Except as provided in Sections 10.3.3 and 10.3.7, and subject to the restrictions of Section 10.3.9, chairmen of the various councils shall be appointed by the President from the members of the respective councils. Under special circumstances, with the approval

of the Board, the President may appoint a council chairman from outside the council provided that he is well recognized for his leadership in MCC's system of education. In that case the chairman shall be an ex-officio member of the council.

10.3.9 RESTRICTIONS FOR MEMBERSHIP OF COUNCILS:

The chairman of a council may not serve as a principal of any school or chairman of any PTA. No more than two members of the Board of Directors may serve in any council. With the exception of principals of schools, any person who has served as a member of a council for four consecutive years will not be eligible for its membership in the following year.

10.3.10 APPOINTMENTS BY THE BOARD:

After appropriate consultation, the President shall propose a name for each vacancy to be filled. The appointment shall be confirmed by a majority vote of the Board of Directors. If a nominee is not approved, the President shall propose another name, until all vacancies are filled.

10.4 TERM OF OFFICE

The terms for members of the various councils/committees described in this Article shall run from July 1 to June 30, except that the term of office for members of CDE shall be as provided in Article XI. The appointments/elections of new members shall be completed between April and June each year.

10.5 VACANCIES

Any vacancy occurring in a council/committee shall be filled by the body/person who appointed or elected the vacating member. The person filling the vacancy shall serve the remainder of the vacating member's term.

10.6 REMOVAL

Any council/committee member may be removed by a two-third vote of the body which elected/appointed the member, or by the person who appointed the member, or by a two-third vote of the Board of Directors. A council/committee member who moves out of the Chicago metropolitan area for more than a six-month period, or who fails to attend two consecutive council/committee meetings without prior notice to the council/committee chairman or his

designee shall cease to be a member of the council/committee, provided he has been notified of the impending action and has failed to object on grounds acceptable to the council/committee.

10.7 APPOINTMENT OF EMPLOYEES

Each council shall select its employees and approve their contracts, with the exception that the contracts for principals of full-time schools shall be approved by the Board. The principals' contracts shall then be promptly signed by the President. For other employees, the president shall either sign it or call a meeting of the Board to seek reversal of the council's decision within 10 days of the receipt of a contract / appointment letter. In the latter case, members of the concerned council shall be invited to the meeting. The Board may overrule the councils' decision with a two-thirds vote, if not, the president shall be required to immediately sign the contract/letter. In the event of the presidents' inability or refusal to sign, any two members of the Board may sign the document(s).

10.8 BUDGET APPROVAL

The budget of full-time schools shall include the budget for FTSC, shall be balanced, and shall be adopted by the FTSC.

The combined budget of part-time schools shall include the budgets for PAC and PTSC and shall be balanced. The proposed budget of part-time schools shall be adopted in a joint meeting of PAC and PTSC chaired by the PTSC chairman.

The CDE, the EDC and the Youth Council shall prepare their respective budgets.

All proposed budgets shall be submitted to the President. The budgets of schools described in paragraph 1 and 2 of this section shall be adopted by the Board as presented, except that the Board may change the sum totals with a two-third vote. All other budgets shall be approved by the Board with any changes deemed appropriate. Funds collected from the students / parents in the form of fees or other contributions shall be used only for educational purposes. Funds collected for FTS are to be used for FTS and those collected for PTS are to be used for PTS. Any left over budgeted funds shall be carried forward to the following year for similar purposes. If the Board approves a changed total, then the councils will be required to resubmit the budget with appropriate changes to line items, before any payment can be made by the treasurer. The budget shall include a projected cash flow of revenue and expenses for the whole year.

10.9 INTERACTION WITH BOARD OF DIRECTORS

All councils shall provide minutes of meetings to the MCC President and Chairman of the CDE in a timely manner. Any decision of a council may be overruled by a two-third vote of the Board of Directors. Members may request review of a council's decision as follows: i) Twenty (20) voting members shall submit to the President a petition with their names, addresses and signatures. ii) within 15 days the President shall call a joint meeting of the council and CDE and the decision of the joint body shall be binding on the council. iii) If the decision in step ii) is not acceptable to members, a new petition with specific reasons, signed by forty (40) voting members shall be submitted and the matter will be decided in the next Board meeting. Members of the council concerned will have a right to participate in the Board meeting to the extent of council related agenda.

ARTICLE XI - COMMITTEES AND DEPARTMENTS

11.1 - COMMITTEES OF DIRECTORS:

By a resolution adopted by a majority of the Board members in office the Board of Directors may designate one or more committees, each of which shall consist of two or more Directors, and to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation. However, the designation of such committees and the delegation there to of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him by law.

11.2 - STANDING COMMITTEES

The following standing committees and their chairmen shall be appointed annually in the first meeting of the Board to carry on the functions described. The chairman shall designate one of the members as co-chairman after consulting the committee members. Except as provided otherwise in these Bylaws, each committee shall have at least 3 members. The committee listed hereinafter in Section 11.2.1 shall be appointed from members of the Board of Directors. The chairman, co-chairman and members of the Bylaws Committee and the Nominating Committee shall be members in good standing but need not be members of the Board of Directors. They shall be appointed by the Board on nomination by the President.

11.2.1 COMMITTEE OF DIRECTORS FOR EDUCATION:

As provided for in Article X.

11.2.2 BYLAWS COMMITTEE:

Shall review and report its findings on all matters referred to it by the Board or the President. It shall also make necessary recommendations for changes to Bylaws, when requested by the Board.

11.2.3 NOMINATING COMMITTEE:

Shall consult all members and prepare nominations for elections according to the provisions of these Bylaws.

11.3 - FUNCTIONAL COMMITTEES:

There shall be various functional committees as described below. The Board of Directors may drop one or more of these committees, designate new functional committees, or reassign functions of these committees by a specific resolution to that effect. The President shall annually appoint the committee chairmen in consultation with the department heads and co-chairmen and the committee members in consultation with the respective chairmen. Other committees may be appointed by the President or the Board when the need arises. Except as otherwise provided in a resolution of the Board, members of the committees shall be members of the Corporation. Each committee shall consist of at least three members.

11.3.1- ADULT PROGRAM COMMITTEE:

Shall organize regular and occasional programs for Islamic education of adults; shall include Qur'anic studies, lectures, panel discussions, seminars and symposia

11.3.2 - BOOK SERVICE COMMITTEE:

Shall make various Islamic literatures, Eid cards and other related articles available to the community

11.3.3 - BUILDING AND SECURITY COMMITTEE:

Shall have general charge of the administration and upkeep of the buildings and grounds including security arrangements

11.3.4 - COMMUNITY COUNSELING COMMITTEE:

Shall be responsible for providing counseling and resolving family disputes according to Shariah

11.3.5 - COOPERATIVE FUND COMMITTEE:

Develop and implement schemes and programs to create an interest-free financial system

11.3.6 - HUMAN RESOURCES COMMITTEE:

Shall assist in the appointment of personnel in both paid and voluntary positions; shall maintain contract and files related to paid employees, and administer their benefits

11.3.7 - BUDGET AND FUND RAISING COMMITTEE:

Under the direction of the President, this committee shall prepare the annual budget for approval by the Board. This committee shall also be responsible for raising funds to meet budget expenses and monitoring monthly revenues and expenses to assure compliance with the budget. The Treasurer shall be a member of this committee.

11.3.8 - INVESTMENT COMMITTEE:

Shall promote, create and develop financial base of the community and take measures for generating regular income for MCC from investments

11.3.9 - LIBRARY COMMITTEE:

Shall be responsible for the efficient functioning of MCC library

11.3.10 - MASJID AND COMMUNITY DEVELOPMENT COMMITTEE:

Shall do every thing necessary to build a Masjid and develop a viable and strong Muslim community in the Chicagoland Area.

11.3.11- MEMBERSHIP COMMITTEE:

Shall be responsible for membership drive. This committee shall urge Muslims of all linguistic, ethnic and geographic backgrounds to become MCC members and benefit from its programs and facilities.

11.3.12 - NEIGHBORHOOD STUDY CIRCLE COMMITTEE:

Shall organize and hold periodically local programs of Islamic studies and Islamic living in various neighborhoods.

11.3.13 - PLANNING COMMITTEE:

Shall prepare, update and maintain long range plans for MCC

11.3.14 - PUBLIC RELATIONS COMMITTEE:

Shall be responsible for all public relations and information work

11.3.15 - PUBLICATION COMMITTEE:

Shall be responsible for publication of MCC Newsletter and other MCC literature

11.3.16 - REHABILITATION AND WELFARE COMMITTEE:

Shall be responsible for providing help and assistance to those who are in financial difficulty or need assistance otherwise

11.3.17 - RELIGIOUS AFFAIRS COMMITTEE:

Shall be responsible for marriages, shahadah, and conversions to Islam, funeral arrangements and other religious services; it shall also be responsible for obtaining authoritative religious opinions on any matter that may be brought before it

11.3.18 - SOCIAL AFFAIRS AND RECREATION COMMITTEE:

This committee shall be responsible for social and recreational programs such as Iftar party, picnics, potluck dinners, etc.

11.3.19 - SPECIAL EVENTS COMMITTEE:

Shall organize and hold suitable programs/functions on events of religious significance throughout the year

11.3.20 - TARBIAH PROGRAM COMMITTEE:

Shall strive to inculcate in the participants, character and qualities desired by Islam for an Islamic worker and to train them to be effective da'ees

11.3.21 - WOMEN'S PROGRAMS COMMITTEE:

Shall be responsible for making programs of special interest to Muslim women

11.4 - TERM OF OFFICE:

Each member of a committee shall remain in office until the end of January in the following year or the day of the annual meeting, which ever occurs first, unless the committee is terminated sooner, or unless such member is removed from such committee or unless such member ceases to qualify as a member thereof. The same person shall not serve as chairman of a committee for more than three consecutive terms.

11.5 - REMOVAL:

Any member of a committee, after being provided opportunity to be heard, may be removed by the person or persons authorized to appoint such member whenever in his / their judgment, the best interest of the Corporation shall be served by such removal. (See 11.3)

11.6- VACANCIES:

Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

11.7 - QUORUM:

Unless otherwise provided in the resolution of the Board of Directors, a majority of the whole committee shall constitute a quorum and the act of the majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

11.8 - RULES:

Each committee may adopt rules, for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

11.9 - DEPARTMENTS:

There shall be following departments to consolidate the work of various functional committees listed in Section 11.3: i) Department of Administration; ii) Department of Finance; iii) Department of Religious Affairs; iv) Department of Community Services. Each functional committee shall work under a department. A Department Head appointed by the President shall coordinate and supervise the work of committees assigned to his department.

ARTICLE XII - CONTRACTS, CHECKS, DEPOSITS AND FUNDS

12.1 - CONTRACTS:

In addition to the officers authorized by these Bylaws, the Board of Directors may authorize any Officers, or Agents of the Corporation, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation; such authority may be general or confined to specific instances.

12.2 - CHECKS, DRAFTS, etc.:

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such Officer or Officers, Agent or Agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of a specific resolution of the Board, such instruments shall be signed by the Treasurer. For amounts exceeding \$5,000.00, they must be countersigned by the President or Vice-President of the Corporation.

12.3 - INVESTMENTS:

To the extent and manner provided in these Bylaws or in a resolution adopted by the General Body, the Board of Directors may invest funds of the Corporation in any real or personal property, lend money for its corporate purposes, and take and hold real and personal property as security for the payment of funds so invested or loaned.

12.4 - DEPOSITS:

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks; trust companies or other depositories as the Board of Directors may select.

The Board of Directors may designate this authority to a committee of Directors.

12.5 - GIFTS:

The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or device for the general purposes or for any special purpose of the Corporation.

ARTICLE XIII - CERTIFICATES OF MEMBERSHIP

13.1 - CERTIFICATES OF MEMBERSHIP:

The Board of Directors may provide for the issuance of certificates evidencing membership in the Corporation in a form as determined by the Board. Such certificates shall be signed by the President or his designate. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the Corporation. If any certificate is lost, mutilated or destroyed, a new certificate may be issued therefore upon such terms and conditions as the Board of Directors may determine.

13.2 - ISSUANCE OF CERTIFICATES:

When a member has been admitted to membership and has paid dues that may then be required, a certificate of membership shall be issued in his name and delivered to him by the Secretary if the Board of Directors has provided for the issuance of certificates of membership under the provisions of Section 13.1

ARTICLE XIV - BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and Committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office, a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any voting member or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE XV - FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in the following calendar year.

ARTICLE XVI - MEMBERSHIP DUES

16.1 - MEMBERSHIP DUES:

Regular Members and Associate Members shall pay annual dues as per the following schedule:

- | | | |
|------|---------------------|----------|
| (i) | Individual Resident | \$90.00 |
| (ii) | Family* Resident | \$150.00 |

- (iii) Full time student (up to age 23Yrs.) and Senior Citizen
Fifty percent of Regular Membership
- (iv) Individual (non-resident) Twice Regular resident membership dues
- (v) Family (non-resident) Twice Regular resident family membership dues
- (vi) Individual Life member Ten times individual member dues
- (vii) Family Life member Ten times family member dues

* Family consists of husband and wife only.

In the case of family membership, husband and wife both will have full privileges of membership after admission to that category. The funds collected from life membership shall not be used for operational expenses. These funds shall be invested in mutual funds for generating income which can be used for operational expenses. A senior citizen is any Muslim who is 65 years of age or older.

The above membership dues shall be effective until December 31, 2010. Thereafter, the Board is authorized to increase the dues no more than once a year, by a simple majority vote at the joint session of Board members and Committee chairs. In any year, the dues may be increased up to 5% of the prevailing dues.

16.2 - PAYMENT OF MEMBERSHIP DUES AND VOTING RIGHTS

Dues shall be payable annually in advance for each calendar year. Voting rights of a member expire on the last day of the year (December 31) except for a right to vote in the Annual General Body meeting in the following year.

Membership dues collected at the beginning of an academic year from the parents of children enrolled in MCC's schools shall be considered dues for the following calendar year. However, such members will be considered Regular members from the day of admission to membership (allowing approximately four months' free membership).

ARTICLE XVII - CORPORATE SEAL

The Board of Directors shall provide a Corporate Seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Corporation and the words "Corporate Seal, Illinois".

ARTICLE XVIII - WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the General-Not-For-Profit Corporation Act of Illinois or under the provisions of the Articles of Incorporation or the Bylaws of the Corporation, a waiver thereof, in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. The attendance of a person at any meeting shall constitute a waiver of notice of such meeting, except where he attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

ARTICLE XIX - AFFILIATION

1. Any Islamic Organizations that agree with the objectives and Bylaws of MCC or have similar objectives, are membership based, operate on principle of Shoora, and conduct regular Islamic activities, shall be eligible to become affiliated with MCC.
2. Upon written request from an organization, filed with the Secretary of MCC with their constitution/Bylaws, the Board of Directors may affiliate such organization with MCC, under such terms, as the Board may deem appropriate.
3. Its relationship with MCC shall be based on mutual cooperation and to best serve the best cause of Islam.
4. Affiliated organizations shall be eligible to receive benefits, such as the services and facilities of MCC, on priority basis.
5. There shall be no obligation whatsoever on MCC in regards to any financial or other liabilities of any of the affiliated organizations.

ARTICLE XX - DISSOLUTION

In the event of liquidation or dissolution of this Corporation, all assets are to be transferred to a tax-exempt Muslim organization, under the tax laws of the United States. Such organization is to be determined by a majority of the members attending the first meeting called after dissolution proceedings are started, or any similar organization enjoying the same status and pursuing the same goals and purposes as per Article III of these Bylaws.

ARTICLE XXI - AMENDMENTS

21.1 - BYLAWS:

These Bylaws may be altered, amended or repealed, and new Bylaws may be adopted in the following manner:

- (i) The Board of Directors and committee chairman may approve any proposed amendment(s) in one of the joint meetings.

or

Members may propose amendments by submitting it to the Secretary in writing, signed by at least 10% or 100 of the voting members, whichever is smaller. The Board may review the proposals and make its recommendations not later than six weeks from the submittal by members.

- (ii) The Secretary shall call a meeting of members in accordance with the requirements of these Bylaws, with the exception that a minimum of 10 days notice shall be required. The Secretary shall also state in the notice, the availability of a copy of the proposed amendments, along with the Board's recommendations, to any member requesting such a copy.
- (iii) A proposed amendment shall be adopted upon receiving affirmative votes from a majority of the voting members represented in person or by proxy at such a meeting.

21.2 - ARTICLES OF INCORPORATION:

The procedure described in Section 21.1 above for amendments to the Bylaws shall also be adopted for amendments to the Articles of Incorporation, with the exception that the proposed amendment shall be adopted upon receiving affirmative votes from at least two-thirds of the voting members represented in person or by proxy at such meeting.

ARTICLE XXII - RULES OF ORDER

Until such time that MCC developed its own rules, The meetings of the General Body, the Board of Directors, and various committees and councils shall be conducted in accordance with the latest edition of "Robert's Rules of Order", with the following addition:

- (i) Meetings shall begin with the recitation of Qur'an and end with dua'.
- (ii) No question is in order that conflicts with the fundamental principles and laws of Islam.
- (iii) All debates shall be carried out in an atmosphere of Islamic brotherhood.

Adopted: Dec. 25, 1977

Amended: Jan 29, 1978

Amended: Dec 21, 1980

Amended: July 23, 1989

Amended: January 26, 1992

Amended: February 14, 1993

Amended: August 4, 1996

Amended: February 2, 1997

Amended: August 16, 1998

Amended: June 29, 2008