

Sammamish Muslim Association (SMA)

Articles of Association and By-laws Version V3.5

#	Description	Date	Updated by
1	Original By-Law, voted, and Adopted.	10/3/2010	Ahmed Khan
2	1 st Amendment: Added Board of Directors term from 1 year to 2 years in Article 5, Section 1	12/10/2016	Ahmed Khan
3	2 nd Amendment: Added Board of Trustees-Roles and Responsibilities in Article 4	12/10/2016	Ahmed Khan
4	Article 3: Sections 1-3	12/9/2017	Ahmed Khan, Aisha Shafique
5	Article 5: Sections 1, 2, 5	12/9/2017	Ahmed Khan, Aisha Shafique
6	Article 7: Section 1	12/9/2017	Ahmed Khan, Aisha Shafique
7	Article 9: Sections 6-7	12/9/2017	Ahmed Khan, Aisha Shafique
8	Article 10: Sections 8-9	12/9/2017	Ahmed Khan, Aisha Shafique
9	Article 2: Section 4	12/22/2018	Aisha Shafique
10	Article 4: Section 2, Point 6	12/22/2018	Aisha Shafique
11	Article 5: Section 2, Point 1	12/22/2018	Aisha Shafique
12	Article 9: 1, 2, 5	12/22/2018	Aisha Shafique
13	Article 9: Section 4	12/22/2018	Aisha Shafique
14	Article 9: Section 8 [Adding New Section]	12/22/2018	Aisha Shafique

Sammamish Muslim Association (SMA)

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Sammamish Muslim Association (SMA)

Article 1 - Name & Address

- The organization shall be called Sammamish Muslim Association, hereinafter called SMA.
- The existing address:
22011 SE 20th Street,
Sammamish, WA 98075.

Article 2 - Mission and Purposes

Section 1

- The mission of the Sammamish Muslim Association is to organize Muslims in the area and help them stay on the path dictated by the Holy Qur'an and practiced by Prophet Muhammad (peace be upon him) through educational and spiritual means. Towards this end, it shall:
 1. Arrange and hold congregational prayers and Islamic religious festivals at appropriate times.
 2. Promote unity and cooperation among Muslims.
 3. Provide Islamic services and develop institutions to meet the needs of Muslims in Sammamish and surrounding areas.
 4. Endeavor to make Islamic teachings known to interested non-Muslims.
 5. Conduct religious, educational, social, cultural, and other activities in the best traditions of Islam.
 6. Promote better relations between Muslims and non-Muslims.

Section 2

- The SMA shall maintain place of worship called prayer room or mosque.

Section 3

- The SMA shall maintain an office on one of the properties rented/owned by the SMA.

Section 4

- The SMA shall be a religious, non-profit, and non-political organization. The fundamental purpose of the SMA shall be to encourage and to enable Muslims to acquire the basic knowledge and competence in Islam in order to contribute individually and collectively toward meeting human needs in conformity with Islamic doctrines and belief. It shall also be the purpose of

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the SMA to create a feeling of strong community and to avoid any wrong practices in Islam.

Article 3 - Membership

Section 1

- The membership of the SMA shall consist of “members,” who have the right to vote and run for positions on the board and “honorary members”, who do not have the right to vote or run for board positions.

Section 2

- A member shall be any Muslim over the age of 18 years, who wishes to be a member of the SMA and agrees to obey the By-laws and the generally accepted practices of the SMA,, and has completed the annual SMA registration process. In addition, members are eligible to vote in SMA elections provided they have been registered for four months during the year of the election.

Section 3

- An honorary member shall be a Muslim or non-Muslim, who wishes to participate in the SMA and its activities. An honorary member shall not be eligible to vote in the election nor run for a position in the election.

Article 4 - Board of Trustees, Roles & Responsibilities

Section 1: Purpose

1. Protect “The Waqf” (all the assets - tangible and intangible) of the SMA organization and ensure the Board of Directors (BoD) is using “The Waqf” of the SMA in accordance with its vision and mission.
2. Preserve the overall mission and vision of the Sammamish Muslim Association (SMA) as defined in the approved SMA bylaws.
3. Ensure the Masjid operations are in accordance with the Quran and the Sunnah as understood by a religious committee consisting of three scholars, with recognized credential, independent of the BoT and the BoD. The religious committee shall be approved by the both bodies (BoT, and BoD).

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Section 2: Composition of Board of Trustees

1. The Board of Trustees shall consist of minimum three members.
2. All the members should be elected by the General Assembly for a three-year term. At least one position should be opened for re-election every other year resulting in each position open for re-election once every three years.
3. The general body can re-elect a Board of Trustees member for a new term for a maximum of two consecutive terms.
4. All decisions of BoT require approval of a simple majority of the Trustees.
5. The BoT will choose among themselves a Chairman and a Secretary. The BoT members, including the Chairman and the Secretary are not part of the board of directors.
6. The Chairman shall preside over the BoT meetings. He/she shall also be the spokesperson of the BoT activities.
7. The BoT Secretary shall maintain record of minutes of every meeting and of all correspondence pertaining to the BoT activities.
8. The BoT shall meet at a minimum once on a quarterly basis.

Section 3: Board of Trustee Qualifications

1. Must be a resident of Sammamish and Issaquah communities for at least 5 years.
2. Have sound Islamic beliefs and practices (Al-Sunnah Wal Jama'h)
3. Abstain from major Islamic violations
4. Must be the only member of his or her immediate family serving in the BoT, and the BoD.
5. Be a regular (daily/weekly) attendee of the Sammamish Masjid and an active participant as a volunteer or a leader of activities of SMA.
6. Be committed to supporting SMA and its charter and mission.
7. BoT members must meet at least one of the criteria below:
 - Must have previously served with good standing as a member in the BoD.
 - Must have served in at least one subcommittee under a Board member for a period of at least 1 year and have made significant contribution through such service. There must be documented proof of contribution and participation.

Section 4: Responsibilities of Board of Trustees

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1. Approve long term goals, commitments, strategy and direction for SMA as defined by the BoD, impacting the core tenants (vision, mission and long term directions defined/agreed by the both boards and the community) of the organization.
2. The BoT shall approve and oversee the BoD strategic and critical decisions impacting the charter: These decisions include (but not limited to):
 - a) Hiring and termination of masjid Imam
 - b) Sale, purchase, lease and construction of SMA property
 - c) Any major structural modifications to SMA property.
 - d) Any project requiring expenses of \$25K or more. Additionally, this shall require community approval prior to commencement of the project.
 - e) Any major policies impacting masjid operations and the community.
3. If major conflicts/disagreements arise which impact the SMA community, its mission and vision, the BoT, in cooperation with the BoD, shall take charge of the issue and resolve it in the best manners according to the Islamic principles putting in mind the best interest for the SMA community, its vision, mission and reputation.
4. The BoT shall bring to the attention of the BoD any significant program or activity that is not in compliance with our Deen, as determined by the religious committee consisting of three scholars, with recognized credential (independent of the BoT and the BoD). The notice shall be served in writing and should provide the religious background evidencing the issue is a violation in all four Sunnah schools of thoughts.
 - a) The BoD has 60 days to make the necessary correction.
 - b) If the Board does not correct the decision according to the guidance of the BoT, the BoT, with its documented majority decision has the authority to dismiss the Board of Directors and call for a general election.
5. In the rare instances, if the BoD does not follow the SMA by-laws or deviate from the vision and charter of the organization, the BoT has the right to take necessary actions to correct the situation. The corrective actions shall include (but not limited to):
 - a) Give the written notice to the BoD to correct the issue at hand within 60 days.

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- b) If the board does not correct the decision according to the guidance of the BoT,, the BoT, with its documented majority decision has the authority to dismiss the Board of Directors and call for a general election. The chairman of the BoT must communicate the decision to the community members along with explanation for the BoT decision within 48 hours. The General Assembly must be called within 30 days for the purpose of electing a new BoD.
6. The BoT shall own the process of SMA by-laws amendments and the logistics of the process of annual Board elections.
7. The BoT shall own driving the process of approvals and communications of all amendments with the community
8. Serves as adviser to the BoD as necessary.
9. Be courteous and treat other Board members and community members with respect.
10. Support all BoD policies and actions which are in accordance with by-laws, approved charter, vision and mission.
11. Trustees should not represent special interests.
12. Trustees should not have hidden agendas.
13. Trustees should not engage in conflicts of interest.
14. Trustees should not say or do anything that is not in the best interest of the association and community.
15. Trustees should not interfere in the day-to-day activities of the BoD.

Section 5: Engagement with the Board of Directors

1. BoT and BoD shall meet at least once a quarter or as necessary to discuss, review progress on major and critical issues as defined by the BoD, and as outlined in the document above.
2. Board meeting notes shall be shared with both board bodies.
3. Scheduled board meetings (Trustees and/or Directors meetings) shall be open for any board member to attend.
4. BoT may join a BoD approved sub-committee to support a project and/or to participate in a service to the community.

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Section 6: Resignations and Dismissals

1. The General Assembly has the power to remove a member of the BoT for gross misconduct or deliberate violation of the Association bylaws. A three fourths (3/4) majority vote of the General Assembly, where quorum is present, shall be required to adopt a “No Confidence Motion” to remove a BoT member.
2. If the BoT member resigns or is removed prior to the expiration of the term, the remaining BoT shall appoint the replacement for the remainder of the term in close consultation with the BoD.
3. The newly appointed BoT member must meet the qualification requirements for the BoT set forth in section 3 above.
4. If more than 50% of the BoT members resign, general assembly elections will be called by the remaining BoT, and the BoD members within 30 days to elect replacement BoT members.

Article 5 - Board of Directors

Section 1

- The SMA shall be managed by a Board of Directors consisting of a President, Vice President, General Secretary, Treasurer, and three executive board members.
- These positions will be elected by elected members of the Board of Directors and will not receive any remuneration for their service on the Board of Directors.
- The term of office for each position on the Board of Directors is two years. Three of the seven board member terms expire on even years and the rest expire on odd years. For example, the first election for the three members to be held in 2016 and the first election for the four members to be held in 2017.
- Elections shall be conducted every year for the Board members whose terms are expiring in that year.

Section 2

A member of the Board of Directors must meet the following qualifications:

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1. Be an adult, practicing Muslim known for his/her Islamic manners and morals in his/her community and organization dealings.
2. Be a regular attendee to the Mosque and regular participant in Mosque activities.
3. Be committed to supporting the SMA financially.
4. Be a member of the SMA for a minimum of one year (except the initial year).
5. Has not knowingly violated any by-laws of the SMA and any decisions/rulings of Board of Directors in Masjid affairs.

Section 3

All the members of the Board of Directors, individually and collectively, shall endeavor to implement the aims and purposes of the SMA. Towards this end they shall:

- Define internal and external policies for the SMA in accordance with generally accepted Islamic principles and these By-laws.
- Raise funds for the routine and general maintenance of the SMA activities.
- Appoint Functional Committees and act on their recommendations.
- Appoint full time or part time staff and supervise their work.
- Maintain the office of the SMA.
- Ensure that regular Islamic studies are held for all interested members of the SMA.
- Abide by all Board of Directors decisions.
- Modify if necessary and approve the finalized annual budget of the SMA at least 30 days prior to the commencement of the fiscal year.
- Actively pursue to establish a Muslim center/Mosque in Sammamish area.

Section 4

- In the event of a vacancy in the positions of General Secretary, Treasurer, or executive member, the Board of Directors shall fill the vacancy from among members of the SMA. The selected member must meet the requirements set forth in Article 5, section 2.

Section 5

- In the event the position of President is vacated and there is a year or more remaining in his term, a new President shall be elected by the Board of Directors from within its members once all empty seats have been filled at the closest annual elections. Until that annual election, the Vice President shall assume the functions of the President, as specified in Article 4, Section 5.

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Section 6

- A member of the Board of Directors may be immediately removed from the Committee by a unanimous vote of the other members of the Committee.

Article 6 – Board of Directors Roles/Responsibilities

President

- The general management of all the activities of the SMA.
- Directing and coordinating of all the activities so as to achieve the purpose of the SMA.
- Calling and presiding over meetings of the Board of Directors and the General Body.
- Forming various Ad Hoc committees and appointing their members with approval of the Board of Directors.
- Controlling funds and expenses of the SMA as defined in Article 8.
- Presenting reports on the state of the SMA to the annual meeting and in its Newsletter.
- Being the spokesman, representative and correspondent for the SMA towards external activities and media.
- Establishing efficient links between the SMA and other Muslim organizations, and local entities.
- Carrying out the duties of the Imam in his absence.

General Secretary

- Preparing and maintaining the minutes of all Board of Directors and General Body meetings, and circulating these minutes within 14 days of the relevant meeting.
- Preparing, posting, and circulating the agenda for the Board of Directors and General Body meetings.
- Maintaining all official records and documents of the SMA.
- Presiding over the Board of Directors meetings when the President is absent.
- Presenting the minutes of previous Board of Directors and General Body meetings for approval by the Board of Directors and posting of approved Board of Directors decisions.
- Maintaining the list of SMA members.
- Maintaining a list of all people interested in SMA affairs.

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- Working with the Elections Committee specified in Article 8, section 3 to ensure that a list of members eligible to vote in elections and other matters of the General Body is posted on the bulletin board of the SMA mosque at least 14 days before the meeting at which the voting will take place.
- Performing any other responsibility delegated by the President.

Treasurer

- Maintaining the record of all the financial transactions of the SMA. He/she shall be responsible for systematic upkeep of books and writing disbursements, receipts, bank reconciliations and posting of monthly income and expense statements.
- Collecting and depositing all funds received on behalf of the SMA.
- Countersigning all withdrawal checks on behalf of the SMA in accordance with chapter 9;
- Preparing the annual budget of the SMA for the following fiscal year, in consultation with the Board of Directors at least two months prior to the end of the current fiscal year.
- Presenting before the Board of Directors a monthly report on the status of the SMA's financial affairs, including a monthly income and expense statement.
- Assisting the Board of Directors in preparation of any required government reports involving tax activities, including tax returns and applications for property tax exemption.
- Performing any other responsibility delegated by the President.

Executive Board Members

- Actively cooperate and oversee the sub committee's activity.
- Performing any other responsibility delegated by the President.

Article 7 - Standing Functional Committees

Section 1

- The SMA may have standing functional committees to assist in the implementation of the aims and purposes of the SMA.

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Section 2

- The Board of Directors shall appoint the chairmen of all functional committees within 30 days of the annual elections. No person can be a chairman of more than one standing committee.

Section 3

- The committee members shall be appointed by the Board of Directors with the concurrence of the appointed committee chairman.

Section 4

- The sessions of the functional committees shall be called and presided over by the chairman of the committee. A representative of the Board of Directors may participate in the meetings as an observer.

Section 5

- Each functional committee shall stay active until a new committee is formed by the newly elected Board of Directors.

Section 6

- The members or chairperson of any functional committee may be removed and replaced by the Board of Directors at any time during their tenure.

Section 7

- The Board of Directors shall provide goals and guidelines for all functional committees. The recommendations of all the functional committees will be acted on by the Board of Directors.

Article 8 - Meetings

Section 1

- The SMA shall have at least one General Body meeting during the year.

Section 2

- An emergency meeting of the Board of Directors may be called by petition signed by ten percent of all members. Such a meeting shall be held within a week after the written petition is presented to the President.

Section 3

- The Board of Directors shall meet at least once every month at a convenient time and place.

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Section 4

- The President may call Board of Directors meetings in addition to the regular monthly meeting whenever he deems it necessary.

Section 5

- Written notice of a General Body meeting shall be given to all the members of the SMA at least two weeks prior to the date of the meeting. This notice may be mailed to the members or it may be posted on conspicuous bulletin boards at the SMA and by announcing it at the Jumm'a (Friday) prayer service.

Section 6

- An emergency Board of Directors meeting may be called at the request of at least 1/3 of the Board of Directors members. Such a meeting shall be held within one week after the written request is made to the President.

Section 7

- The presence of at least one-half of the members of the Board of Directors members shall constitute a quorum for a Board of Directors meeting. If there is an odd number of Board members serving at any time, the quorum required shall be determined by rounding off the 50% calculation to the next highest number, rather than to the next lowest number. The presence of 30% of the members of the SMA shall constitute a quorum for a General Body meeting.

Section 8

- The decision on each and every matter in the Board of Directors meeting shall be reached by a majority vote of the members present. The President or the member presiding in his absence, shall not vote on any matter, except to break a tie vote. This shall not preclude the President or other presiding officer from voting in a secret ballot election which may be held for election of officers. Members not present at General Body or Board of Directors meetings shall not be able to vote on any issue. There shall be no proxy votes.

Section 9

- The regularly held Board of Directors meetings shall be open to the members of the SMA. The Board of Directors may invite past Board of Directors member (s) and/or any other member (s) to any Board of Directors meeting for such purposes as ascertaining the history of past decisions and seeking their views on the items on the agenda on the

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meeting. However, none of the invitees shall have a right to vote in any Board of Directors meeting.

Article 9 - Election

Section 1

- Annual elections shall be held at a specified date no later than December 30 of each year in order to elect the members of the Board of Trustees and the Board of Directors whose terms will commence on January 1 of the following year.

Section 2

- The elections shall be conducted by a three-member Election Committee appointed by the Board of Trustees and the Board of Directors. Election Committee members must be in good standing as defined in Article 3. No member of the Board of Directors may serve on the Election Committee.

Section 3

- At least two weeks prior to the election, the Elections Committee shall announce the date, time and place of the election. The Elections Committee shall also announce the procedure for nominating candidates and shall produce a list of all members eligible to vote.

Section 4

- Only SMA members eligible to vote shall be permitted to nominate candidates or to second their nomination. Only voting members can be nominated for Board positions.

Section 5

- The newly-elected members of the Board of Trustees and the Board of Directors shall assume their positions on January 1.

Section 6

- Only members in good standing shall be eligible to vote in an election. In order to be in good standing, a member must be currently registered and have maintained a registered status for a at least four months during the calendar year of the elections.

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Section 7

- The Election Committee members shall not campaign in favor of or against any candidate. However, they shall have the right to vote as members of the SMA.

Section 8

- The Election Committee will confer with the joint Board of Trustees and Board of Directors to determine whether nominees for the Boards meet the By-Law qualifications for their respective seats. Where there is a dispute among the board members on whether a nominee fulfills a given By-Law qualification, only if a 3/4th majority (rounding down to the nearest whole number) of the *entire* combined Boards determines a nominee does *not* meet the qualification can the nominee be disqualified. The Boards must then provide the Election Committee a clear statement on the basis for disqualification, as per the By-Laws.

Article 10 - Finance

Section 1

- The SMA subscribes to and shall adhere to generally accepted accounting principles in all of its financial affairs.

Section 2

- Monthly membership dues shall be determined by the Board of Directors. The Board shall establish a formula for the amount of dues to be paid by individuals and by a family unit, taking into account the number of family members 16 years of age or older residing in the same household. Any family member living separately and independently in a different household from his immediate family shall be required to pay the full monthly dues set for individuals.

Section 3

- Annual membership dues shall not be increased more than 25% (twenty-five percent) in any year without the approval by the majority of the members. Any proposal for increasing dues must be made and approved at the annual meeting of the General Body.

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Section 4

- Any member whose dues are three months or more in arrears after the beginning of the fiscal year shall lose all membership privileges, except as provided in Article 8, Sections 6 and 7.

Section 5

- The Board of Directors may accept any contribution in any form, from any source consistent with the purposes of the SMA and with the principles of Islam.

Section 6

- All funds collected for a specific purpose shall be used for that purpose unless a 2/3 majority vote of the members authorizes its use for a different purpose within the goals and objectives of the SMA. However, funds collected for the specific purpose of expanding and maintaining the Mosque shall not be used for any other purpose.

Section 7

- The fiscal year shall commence on January 1 and end on December 31.

Section 8

The SMA shall maintain the following separate funds:

- a) Mosque Fund: This fund shall include unrestricted donations and will be used to pay for all running expenses.
- b) Construction Fund: This fund shall be solely allotted for mosque construction, expansion and maintenance of the building
- c) Education Fund: This fund will include receipts from and payments for educational activities but money may be transferred to Mosque Fund as needed.
- d) Zakat Fund: This fund will receive and disburse zakat and sadaqat donations with concomitant receipt and payments.
- e) Matching Fund: This fund is for matched funds provided by donor's company and allows disbursement according to the conditions set by the company matching employee's donations.

Section 9

- An appropriate number of bank accounts may be maintained to manage these funds. All accounts shall be interest-free. All withdrawals in excess of \$1000 from the Mosque Fund accounts shall be cosigned by the Treasurer and the President or, in the absence of the President, the Treasurer and the Vice President. In exigent circumstances only, the President and Vice President may co-sign for a withdrawal if the Treasurer

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is unavailable. All withdrawals from the Construction Fund account must be co-signed by the President and the Treasurer.

Section 10

- Authorization of Expenditures from General Fund Accounts. With the exception of regular operating expenses and Zakat distributions, all General Fund expenditures must be approved by the Board of Directors. Furthermore, the President shall not authorize expenditure of more than five hundred dollars (\$500.00) from General Fund accounts on a single expense without the approval of the Board of Directors.
- Authorization of Expenditures from Mosque Fund Accounts. All withdrawals from the Mosque Fund account must be approved in advance by the Board of Directors.

Section 11

- The Board of Directors shall nominate as auditors for the following fiscal year, two members who shall not run for any position on the Board of Directors for the year and who have basic knowledge and understanding of accounting and audit procedures. The auditors shall audit the SMA accounts continuously and submit a quarterly report to the Board of Directors and an annual report to the General Body.

Article 11 - Dissolution

Section 1

- If the situation arises which makes voluntary dissolution of the SMA inevitable, the Board of Directors shall take all action required by Washington law to effect that dissolution. A proposal to dissolve the SMA must be made by the Board of Directors at a special meeting of the General Body convened for that purpose. A quorum of 51% of the members shall be necessary to vote on the question of dissolution. Approval of the dissolution shall require a four-fifths majority vote of the members present.

Section 2

- Any surplus assets, after meeting all liabilities, shall be distributed to another Washington nonprofit, tax-exempt Islamic organization that has purposes and objectives similar to those of the SMA. At the special meeting, the members shall nominate candidate organizations for such distribution of assets. An organization receiving at least 51% of the vote shall be the beneficiary of this distribution upon the Board of Directors' verification that it meets the criteria specified in this paragraph. Any of

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such assets not shown as disposed of, shall be disposed of by the Court of Common Pleas of King County, exclusively for such Islamic organizations, as said Court shall determine.

Article 12 - Judiciary Procedures

Section 1

- Any charge (s) against a member including but not limited to misappropriation of funds, fraud, corruption, violation of the By-laws, etc., can be brought against a member by a petition signed by at least ten percent (10%) of the total members. The petition shall be handed over to the President.

Section 2

- The Board of Directors shall meet within two weeks of receipt of the petition in order to set up a panel to hear the charge (s).

Section 3

- The panel shall consist of a Board of Directors member and four other members outside the Board of Directors. The member or the group of members against whom the charge (s) has/have been brought shall have the option of picking by random drawing four names from a basket containing the names of all the members of the Muslim Center, and the Board of Directors member who will serve on the panel shall be picked in a similar way. If the charges are against one or more Board of Directors member (s), the names shall be picked by random from the names of all members of the Muslim Center other than Board of Directors members. The person(s) against whom charge(s) has/have been brought does (do) not qualify to be on the panel. The member shall have been a member for at least six months to serve on the panel.

Section 4

- The panel shall appoint its own Chairperson.

Section 5

- If the person (s) accused refuse (s) to exercise the right to draw the names of members on the panel, the President or his replacement shall draw the names in the presence of the Board of Directors.

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Section 6

- The Chairperson of the panel shall fix the time for the first session of the panel within two weeks after the formation of the panel and shall notify, in writing, the panelists at least one week before the scheduled session.

Section 7

- The panel shall hear the charge (s) as well as witnesses from both sides, shall examine all evidence and shall arrive at a decision and determine an appropriate measure, including suspension or termination of membership.

Section 8

- The panel shall submit a detailed report on their findings and actions to the General Body.

Article 13 - Amendments

Section 1

- A proposal for amendment (s) shall be signed by ten percent of the members and submitted to the General Secretary who shall mail the proposal to the members and call a General Body meeting within thirty days after the receipt of the proposed amendment (s). The Board of Directors may also make a proposal for amendment (s). In that case, a vote by the members of the General Body on the proposed amendment shall take place at the annual meeting, unless the Board of Directors deems the amendment so urgent that a vote must be taken sooner.

Section 2

- An affirmative vote by 2/3 of the members present shall be necessary for the adoption of all amendments.

Section 3

- The quorum requirement for voting on amendments shall be fifty percent (50%) of the total members.

Section 4

- If fifty percent (50%) of the members are not present in a General Body meeting called for voting on the proposed amendment (s), another General Body meeting shall be called for the same purpose within four weeks after the meeting, in which case the quorum requirements as stated in Section 3 of this Article shall be waived and the proposed amendment

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(s) shall be discussed and adopted by a 2/3 majority of the members present.

Article 14 - Adoption and Effect

Section 1

- These By-laws shall be effective immediately after they have been adopted by a majority of the members present in the General Body meeting, with a quorum of fifty percent (50%) of the total members eligible to vote.

The latest by-law amendments have been adopted by the majority votes of the General Body of SMA present on the 22nd Day of December, 2018.

Ahmed Khan

Tarik Hassane

Chairman, Board of Trustee

President, Board of Directors

Signature

Signature

Date

Date