

**BYLAWS  
OF  
MASJID AR-RAHEEM, INC.**

The name of the organization is Masjid Ar-Raheem, Inc.. The organization is organized in accordance with the Nonprofit Corporation Act of California, as amended. The organization has not been formed for the making of any profit, or personal financial gain. The assets and income of the organization shall not be distributable to, or benefit the trustees, directors, or officers or other individuals. The assets and income shall only be used to promote corporate purposes as described below. Nothing contained herein, however, shall be deemed to prohibit the payment of reasonable compensation to employees and independent contractors for services provided for the benefit of the organization. This organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax. The organization shall not endorse, contribute to, work for, or otherwise support (or oppose) a candidate for public office. The purpose of the organization is the following:

Masjid Ar-Raheem is a non-profit religious organization dedicated to establishing a thriving Muslim community, promoting good understanding of Islam and building positive relations with people of all faiths.

The organization is organized exclusively for purposes pursuant to section 501(c)(3) of the Internal Revenue Code.

**ARTICLE I  
MEETINGS**

**Section 1. Regular and Annual Meetings** . An annual meeting shall be held once each calendar year for the purpose of electing directors and for the transaction of such other business as may properly come before the meeting. The annual meeting shall be held at the time and place designated by the Board of Directors from time to time.

Regular meetings of the Board of Directors shall be held a minimum of once every (2) months, as designated by the board.

**Section 2. Special Meetings** . Special meetings may be requested by the President or the Board of Directors. A special meeting of members is not required to be held at a geographic location if the meeting is held by means of the internet or other electronic communications technology in a

manner pursuant to which the members have the opportunity to read or hear the proceedings substantially concurrent with the occurrence of the proceedings, note on matters submitted to the members, pose questions, and make comments.

**Section 3. Notice** . Written notice of all meetings shall be provided under this section or as otherwise required by law. The Notice shall state the place, date, and hour of meeting.

Meetings of the board shall be held upon not less than four (4) days' notice by first-class mail or forty-eight (48) hours' notice delivered personally, by telephone, by e-mail, by facsimile, or by overnight carrier. If sent by mail, the notice shall be deemed to be delivered on its deposit in the mail. If sent by telephone, by e-mail, by facsimile, or by overnight carrier, the notice shall be deemed to be delivered upon confirmation that it was received. Such notices shall be addressed to each director at his or her address as shown on the books of the corporation. Notice of the time and place of holding an adjourned meeting need not be given to absent directors if the time and place of the adjourned meeting are fixed at the meeting adjourned and if such adjourned meeting is held no more than twenty-four (24) hours from the time of the original meeting. Notice shall be given of any adjourned regular or special meeting to directors absent from the original meeting if the adjourned meeting is held more than twenty-four (24) hours from the time of the original meeting.

**Section 4. Place of Meeting** . Meetings shall be held at the organization's principal place of business unless otherwise stated in the notice. Unless the articles of incorporation or bylaws provide otherwise, the board of directors may permit any or all directors to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during this meeting. A director participating in a meeting by this means shall be deemed to be present in person at the meeting.

**Section 5. Quorum** . A majority of the directors shall constitute at quorum at a meeting. In the absence of a quorum, a majority of the directors may adjourn the meeting to another time without further notice. If a quorum is represented at an adjourned meeting, any business may be transacted that might have been transacted at the meeting as originally scheduled. The directors present at a meeting represented by a quorum may continue to transact business until adjournment, even if the withdrawal of some directors results in representation of less than a quorum.

**Section 6. Informal Action** . Any action required to be taken, or which may be taken, at a meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the directors with respect to the subject matter of the vote.

## **ARTICLE II DIRECTORS**

**Section 1. Number of Directors** . The organization shall be managed by a Board of Directors consisting of 5 director(s).

**Section 2. Election and Term of Office** . The directors shall be elected at the annual meeting. Each director shall serve a term of indefinite year(s), until removal, or until a successor has been elected and qualified.

**Section 3. Qualifications of Directors**. A minimum of one (1) of the directors must be a qualified English speaking scholar of Islam (‘Alim). The Board shall designate the Chair Person / President. A scholar is one who has studied the traditional Islamic sciences and attained a certification from one of the four traditional schools of Islamic jurisprudence (Hanafi, Maliki, Shafi, or Hanbali) and the two valid schools of Islamic theology (Ash'ari and Maturidi), and one who abides by the noble Sunnah of the Messenger of Allah, Muhammad (may Allah bless him and grant him peace).

To be eligible as a director, all candidates must satisfy the following requirements:

1. Openly adhere to the teachings of the Ahl al-Sunnah wa al-Jama’ah, the four schools of Islamic thought and the two schools of fundamental belief.
2. Must possess and demonstrate knowledge in the principles of Islamic faith and worship. This includes sound knowledge and practice of
  1. the seven articles of Islamic faith
  2. the five pillars of Islam (Imaan, Salat, Sawm, Zakat, and Hajj)
3. Be a good practicing Muslim, of good moral character, who shall refrain from major sins, and endeavor to avoid minor sins
4. Known to strive for the propagation of Islam and the improvement of the Islamic community
5. Has a reputation of honesty and upright character in business and social dealings

Any person who wishes to be a candidate for Director, must categorically meet all the requirements listed above. The Secretary of the corporation is to present the candidate's name at the next regular Board of Directors Meeting. It is the responsibility of the Board of Directors to review the candidate, and either to accept or reject the candidate if any of the requirements are not met. The Board of Directors shall then give a final determination of acceptance or rejection.

**Section 4. Duties**. It shall be the duty of the directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws;

- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of the corporation;
- (c) Supervise all officers, agents, and employees of the corporation to assure that their duties are performed properly;
- (d) Meet at such times and places as required by these Bylaws;
- (e) Register their addresses and email addresses with the Secretary of the corporation and notices of meetings mailed or emailed to them at such addresses shall be valid notices thereof.
- (f) The Board shall also create or revise the Strategic Plan of the corporation annually, which shall include the corporation's vision, developing a strategy to obtain that vision, and creating both short term and long term plans, with measurable milestones.

**Section 5. Quorum** . A majority of directors shall constitute a quorum.

**Section 6. Adverse Interest** . In the determination of a quorum of the directors, or in voting, the disclosed adverse interest of a director shall not disqualify the director or invalidate his or her vote.

**Section 7. Regular and Annual Meetings** . The Board of Directors may provide, by resolution, for additional regular meetings without notice other than the notice provided by the resolution.

Regular meetings of the Board of Directors shall be held a minimum of once every two (2) months, as designated by the board. The Annual Meeting of Directors shall be held within 30 days following Eid al-Fitr, as designated by the Directors.

**Section 8. Special Meeting** . Special meetings may be requested by the President, Secretary, Treasurer, or any two directors by providing five days' written notice by ordinary United States mail, effective when mailed, or by email, effective when sent. Minutes of the meeting shall be sent to the Board of Directors within two weeks after the meeting. A special meeting of members is not required to be held at a geographic location if the meeting is held by means of the internet or other electronic communications technology in a manner pursuant to which the members have the opportunity to read or hear the proceedings substantially concurrent with the occurrence of the proceedings, note on matters submitted to the members, pose questions, and make comments.

**Section 9. Procedures** . The vote of a majority of the directors present at a properly called meeting at which a quorum is present shall be the act of the Board of Directors, unless the vote of a greater number is required by law or by these by-laws for a particular resolution. A director of the organization who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless their dissent shall be entered in the minutes of the meeting. The Board shall keep written minutes of its proceedings in its permanent records.

**Section 10. Informal Action** . Any action required to be taken at a meeting of directors, or any action which may be taken at a meeting of directors or of a committee of directors, may be taken without a meeting if a consent in writing setting forth the action so taken, is signed by all of the directors or all of the members of the committee of directors, as the case may be.

**Section 11. Removal / Vacancies** . A director shall be subject to removal, with or without cause, at a meeting called for that purpose. Any vacancy that occurs on the Board of Directors, whether by death, resignation, removal or any other cause, may be filled by the remaining directors. A director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected and qualified.

**Section 12. Committees** . To the extent permitted by law, the Board of Directors may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees.

### **ARTICLE III OFFICERS**

**Section 1. Number of Officers** . The officers of the organization shall be a President, a Treasurer, and a Secretary. Two or more offices may be held by one person. The President/Chairman may not concurrently serve as the Secretary or Treasurer/CFO.

**President/Chairman.** The President shall be the chief executive officer and shall preside at all meetings of the Board of Directors and its Executive Committee, if such a committee is created by the Board.

**Secretary.** The Secretary shall give notice of all meetings of the Board of Directors and Executive Committee, shall keep an accurate list of the directors, and shall have the authority to certify any records, or copies of records, as the official records of the organization. The Secretary shall maintain the minutes of the Board of Directors' meetings and all committee meetings.

**Treasurer/CFO.** The Treasurer shall be responsible for conducting the financial affairs of the organization as directed and authorized by the Board of Directors and Executive Committee, if any, and shall make reports of corporate finances as required, but no less often than at each meeting of the Board of Directors and Executive Committee.

**Section 2. Election and Term of Office** . The officers shall be elected by the Board of Directors at the first meeting of the Board of Directors. Each officer shall serve indefinitely, until death, resignation, or removal.

**Section 3. Removal or Vacancy** . The Board of Directors shall have the power to remove an officer or agent of the organization. Any vacancy that occurs for any reason may be filled by the Board of Directors.

**ARTICLE IV  
CORPORATE SEAL, EXECUTION OF INSTRUMENTS**

The organization shall not have a corporate seal. All instruments that are executed on behalf of the organization which are acknowledged and which affect an interest in real estate shall be executed by the President and the Secretary or Treasurer. All other instruments executed by the organization, including a release of mortgage or lien, may be executed by the President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the Board of Directors.

**ARTICLE V  
AMENDMENT TO BYLAWS**

The bylaws may be amended, altered, or repealed by the Board of Directors by a majority of a quorum vote at any regular or special meeting. The text of the proposed change shall be distributed to all board members at least ten (10) days before the meeting.

**ARTICLE VI  
INDEMNIFICATION**

Any director or officer who is involved in litigation by reason of his or her position as a director or officer of this organization shall be indemnified and held harmless by the organization to the fullest extent authorized by law as it now exists or may subsequently be amended (but, in the case of any such amendment, only to the extent that such amendment permits the organization to provide broader indemnification rights).

**ARTICLE VII  
DISSOLUTION**

The organization may be dissolved only with authorization of its Board of Directors given at a special meeting called for that purpose, and with the subsequent approval by no less than two-thirds (2/3) vote of the members. In the event of the dissolution of the organization, the assets shall be applied and distributed as follows:

All liabilities and obligations shall be paid, satisfied and discharged, or adequate provision shall be made therefore. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed, transferred, or conveyed, in trust or otherwise, to a charitable organization, organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, of a similar or like nature to this organization, as determined by the Board of Directors.

### **Certification**

Ebrahim Mehter , President of Masjid Ar-Raheem, Inc., and Osama Mehter , Secretary of Masjid Ar-Raheem, Inc. certify that the foregoing is a true and correct copy of the bylaws of the above-named organization, duly adopted by the initial Board of Directors on April 23, 2022.

This Non-Profit Bylaws is executed and agreed to by:

*ebrahim a mehter* \_\_\_\_\_

ebrahim a mehter  
ebmehter@gmail.com  
April 23, 2022 at 02:43 am  
Recorded at IP 73.170.170.60

*Osama Mehter* \_\_\_\_\_

Osama Mehter  
osamamehter@gmail.com  
April 23, 2022 at 01:29 am  
Recorded at IP 172.58.38.247