

In the Name of Allah, Most Gracious, Most Merciful
Constitution of
East Plano Islamic Center (EPIC)

ARTICLE I – EAST PLANO ISLAMIC CENTER

- A. The name of the organization is East Plano Islamic Center. Additionally, the organization is registered under the following assumed name and shall also be hereafter known as EPIC.
- B. The Principal Office of EPIC is located in Collin County, Texas at the following address: 4700 14th Street, Plano, Texas 75074.

ARTICLE II – VISION/MISSION/OBJECTIVES

- A. Vision: Establish a model community that serves Muslims and society-at-large with excellence, tolerance, and unity.
- B. Mission: Provide religious, social, and educational services to inspire the Muslim community to fulfill its responsibilities and contribute to the betterment of society by following the principles of Quran and the noble life of Prophet Muhammad (peace be upon him)
- C. Objectives: The objectives of EPIC are to:
 - 1. Strive to work in harmony with other Muslim and non-Muslim civic organizations to enhance our collective future.
 - 2. Provide a full spectrum of valuable services and resources to the community in a transparent and fair way, leveraging a team of dedicated volunteers.
 - 3. Provide a safe and nourishing environment for people of all ages and backgrounds to connect, pray, learn, play, and grow in accordance with the Quran and tradition of Prophet Muhammad (peace be upon him).
 - 4. Inspire and develop the future generation of responsible Muslims in America.

ARTICLE III - ORGANIZATION

- A. EPIC is a not-for-profit organization, which qualifies as a tax-exempt entity under Section 501(c)(3) of the Internal Revenue Service Code.
- B. EPIC may maintain additional offices at such other places as the Board of Directors (BOD) may designate. EPIC shall continuously maintain within the State of Texas a registered agent and a registered office at such place as may be designated by the BOD.
- C. EPIC shall comply with all local, state, and federal laws and will not carryout, perform, and allow any activities, which are not permitted, are prohibited by law, and are contrary to the vision, mission, and objectives of EPIC. In addition, EPIC shall comply:
 - 1. As an organization which is exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as currently in force or as amended.
 - 2. As an organization, contributions to which are deductible under Section 170(C)(2) of the Internal Revenue Code of 1954, as currently in force or as amended.
 - 3. With established Islamic guidelines, ethics in general, and this Constitution.
- D. EPIC will be governed by the following bodies:
 - 1. General Body: The General Body shall consist of all registered members of EPIC. The General Body is the highest decision-making body, and its decisions are final, further referenced in Article X. The purpose of the General Body is to assist the BOD to carry out the goals and activities of EPIC.
 - 2. Board of Directors: The BOD will be composed of seven (7) elected members to the office by the General Body under the provisions of this Constitution, further referenced in Article VII. The BOD will be responsible for all the affairs of EPIC. The BOD shall include the following executive positions:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer

ARTICLE IV – DEFINITIONS

Words not specifically defined in this document, will have their ordinary and normal meaning. The following words will have the following meanings assigned to them for purposes of interpreting this document:

1. Board of Directors: *The elected governing body of EPIC, responsible to appoint, manage, oversee, guide, and direct the work of EPIC and to administer all matters associated with EPIC in accordance with Article II.*
2. BOD: *Board of Directors*
3. Calendar: *All calendar references in this document are to the Gregorian Calendar and not the Islamic Calendar.*
4. Clergy: *A Sunni Muslim that is qualified in Islamic scholarship and is employed by EPIC as defined in Article XX.*
5. Committee Member: *A Sunni Muslim who actively participates in an EPIC Committee and has not missed three consecutive meetings without cause in last one year.*
6. Constitution: *The Constitution of EPIC.*
7. Eid al-Fitr: *Islamic Festival of breaking the fast that marks the end of the month of Ramadan.*
8. Eid al-Adha: *Islamic Festival which falls on tenth (10th) day of the month of Dhu al-Hijjah of the Islamic Calendar.*
9. EPIC: *East Plano Islamic Center*
10. EPIC Legal Counsel: *An Attorney or a Law Firm licensed to practice in Texas and hired to provide legal services to EPIC.*
11. General Body: *All members of EPIC. It has the power to approve amendments and to elect members to the BOD.*
12. General Member: *Any Sunni Muslim who fulfills the requirements as outlined in Article VI.*
13. Hafidh: *A Sunni Muslim who has memorized the entire Qur'an.*
14. Halaqa: *A religious gathering or meeting for the study of Qur'an and Sunnah.*
15. Imam: *A Sunni Muslim male that leads a Muslim congregational prayer, a religious leader.*

16. Immediate Family: *Your spouse. Your or Your spouse's parents, children, children's spouses, siblings, grandparents, grandchildren, foster parent or foster children*
17. IRS: *Internal Revenue Service*
18. Jumu'ah: *Friday prayers.*
19. Madhab: *Islamic school of jurisprudence.*
20. Member in Good Standing: *A voting member of EPIC who has never had a Level III violation as per Article V(5).*
21. PBUH: *Peace be upon him*
22. Ramadan: *The ninth (9th) month of Islamic Calendar observed by Muslims as a month of fasting.*
23. Sunnah: *Traditions of the Prophet Muhammed (PBUH), including his sayings and practices.*
24. Sunni Muslim: *A person who believes in the oneness of Allah (SWT) and in the absolute and unqualified finality of the Prophet Muhammad (PBUH) and as the Last of all the Prophets. Sunni Muslims are viewed as connected to the authoritative Sunnah.*
25. Taraweeh: *Special evening prayers performed during the month of Ramadan*
26. Voting Member / Voter: *Any Member of EPIC for the last six (6) months and eighteen (18) years of age or older.*
27. Zakat al-Fitr: *Obligatory form of almsgiving towards the end of Ramadan by every able Muslim.*

ARTICLE V – GENERAL RULES AND REGULATIONS

The following general rules will be applicable to the General Body, Board of Directors, all Committees, members of the General Body, Non-Members, Employees and Contractors of EPIC.

- A. EPIC may accept any real or personal property from an individual or business through a gift, bequest, or trust. This property shall be held, administered, and if necessary, disposed of, in accordance with and pursuant to the provisions of this document. However, if any gift or bequest is conditioned or limited in a manner that requires the disposition of income or property that is inconsistent with this document and, specifically, inconsistent with ARTICLE III, above, then said property shall not be received or accepted by EPIC.

- B. EPIC will carry, at a minimum, general liability insurance. Members of the Board of Directors are advised to carry Directors and Officers Insurance as it relates to their service on the EPIC BOD. In General, members of the BOD are legally accountable for their actions. The BOD has legal and ethical duties that cannot be delegated to others. Directors are required to act in good faith, with ordinary care, and in a manner that the Director believes to be in the best interest of EPIC.
- C. The EPIC BOD and members of their immediate family will not receive salaries, compensation, or wages for their services, during the term of the BOD.
- D. EPIC's property, funds, and facilities will only be used for their intended purposes and consistent with this document. At no time shall EPIC property, funds and facilities be used in a manner that exceeds general body member privileges nor shall said property, funds or facilities be distributed to any member of the BOD that is inconsistent with this document.
- E. All original legal documents pertaining to EPIC will be kept in a safe location. The BOD shall have access to this location at all times. Copies of such documents are kept on the premises of the principal office of EPIC or electronically. Such documents may be made available to General Body members for inspection and review with prior notice of one (1) week. Information considered to be private, including the employee contracts, names of the EPIC membership, donation amounts of the membership, addresses of members, phone numbers of members, and e-mail addresses of member cannot be divulged without the express written consent of the BOD and the individual member.
- F. The official medium of communication at EPIC will be the English Language.
- G. All members and non-members of EPIC will observe proper Islamic conduct and decorum in all proceedings and at all times within EPIC or at any EPIC event. The following are specific policies of EPIC:
 - 1. All communication, including, but not limited to, social media, emails, announcement, distributed literature, and interpersonal communications must be truthful, polite, tolerant, and respectful in accordance with Islamic guidelines. Name calling, personal attacks, false accusations, slandering, back-biting, racism, and gossiping is prohibited and will not be tolerated. If anyone observes such behavior, said person should inform the individual directly of his or her violation or should inform the BOD of the infraction.
 - 2. Necessary and permissible communication within the prayer hall must be conducted in a soft and polite manner and voice.
 - 3. Trade, business dealings, advertisements/marketing, and exchange of money are prohibited in the prayer hall.
 - 4. It is the responsibility of parents and guardians to ensure that the children, including teenagers, comply with these guidelines.

5. Any of the above violations and/or communication or behavior that is violent, criminal, abusive, intimidating or that violates local, state, or federal laws is prohibited and will not be tolerated at EPIC. Said violation(s) may be grounds for expulsion or exclusion from EPIC premises and EPIC may, at its discretion, inform an appropriate law enforcement agency for all necessary action. Such actions are grounds for the BOD, in its discretion, to seek a Level I, Level II and/or Level III disciplinary action. The Levels are explained as follows:
 - a. Level I – the offending individual will receive a written warning that the communication or conduct displayed is unacceptable and cannot be repeated in the future, as such communication or conduct violates these guidelines.
 - b. Level II – the offending individual’s membership privileges may be revoked, if the individual persists in violating these guidelines, after being warned as set forth in paragraph a, above. By revoking the individual’s membership, the individual will be excluded from all meetings, events, or functions of EPIC for a period of six (6) months. A Level II violation will also cause a person to lose the status of being a Member of Good Standing. A person could be cited for Level II violation, without any Level I citation, if the person is proven to violate or attempt to violate election and balloting process.
 - c. Level III – the offending individual will be referred to an appropriate law enforcement agency and EPIC may seek a restraining order if the offending individual continues to persist in the violations of these guidelines after Level I and Level II discipline has been imposed. The BOD may impose Level III discipline at their discretion, if there is a violation of the law or the offense is egregious enough to threaten the safety, well-being, and welfare of EPIC, or of EPIC members.
- H. All disputes arising out of this document or connected to EPIC in any manner, shape or form, shall be limited to the exclusive jurisdiction of the Courts of Collin County Texas.
- I. A member of the BOD, a volunteer, an employee, or a contractor who commits an act that is Islamically forbidden, is indicted, arrested or against whom a trial is pending in State or Federal Court can be suspended from his or her office until he or she is acquitted. If he or she is convicted, he or she shall be expelled from his or her office in accordance with this Constitution.

ARTICLE VI – MEMBERSHIP

- A. EPIC membership is open to all Sunni Muslims who:
 1. Subscribe to the vision, mission and objectives of EPIC as referenced above in Article II
 2. Agree to work under general guidance of the EPIC BOD and in accordance with the Constitution of EPIC.

3. Apply to be a member of EPIC.
 4. Live in the following zip codes: 75074, 75075, 75080, 75081, 75082, 75044, 75002, 75094, 75048, 75044, 75098.
- B. All membership applications will be submitted to the Board of Directors of EPIC. The BOD shall approve a process by which applications for membership are reviewed. The BOD through its process of reviewing applications, will approve applications within thirty (30) days of their receipt if prospective members have satisfied and fulfilled the requirements of membership. EPIC Membership begins from the day the application for membership is made and expires annually on a date as determined by BOD.
 - C. The BOD, in keeping the interests of EPIC and its membership in mind, shall have the authority to involuntarily revoke the membership of a member or members of EPIC if they fail to meet the requirements of membership or, in accordance with the procedures set out in Article V(G), if they fail to comply with EPIC policies, guidelines and this Constitution. A membership that has been revoked by the BOD cannot become eligible for EPIC Membership until six (6) months have passed since the date the membership was initially revoked.
 - D. Members of EPIC may voluntarily withdraw their membership as long as the member provides EPIC BOD thirty (30) day's written notice of their intention to withdraw as a member of EPIC. Said notice shall provide a concise explanation of the reason behind their desire to withdraw from membership. A withdrawal of membership shall become effective once the notice is given to the BOD. A membership interest that has been voluntarily withdrawn cannot be reinstated until six (6) months have passed since the effective date the membership was initially withdrawn.
 - E. The membership fee is a donation of \$100.00 for families and \$50.00 for individuals and this membership expires on the date set by BOD. The BOD may waive membership fees in their discretion for individuals and families facing hardship, which will be determined on a case-by-case basis. A donation in any other fund other than as membership fee, would not renew membership. All members would have the same membership renewal date. The BOD has the discretion to change the membership fee and membership renewal date without requiring a change to the constitution.

ARTICLE VII – ELECTIONS

- A. The BOD shall use public and electronic communications to call for the formation of an ad-hoc Election Committee at least forty-five (45) days before the date of Election.
- B. The Election Committee will consist of five (5) members in good standing of the general body who are not current BOD members and are Members in Good Standing. All applicants must pass Criminal Background Check. If more than five (5) names apply to be a part of the committee, then all the names

shall be randomly and publicly drawn to determine the order of applicants and the first five (5) from that order would be selected to form the Election committee. If a member of the election committee has a member of his/her immediate family running for a BOD position, then said election committee member must resign from this committee. The Election Committee will elect, from within the committee, an Election Commissioner, who will lead the committee.

- C. If a member of the Election Committee resigns or is not able to continue, then the replacement candidate shall be decided by next in line process as determined in Article VII(B).
- D. The Election Committee shall work independently of the BOD. The BOD shall appoint a liaison to facilitate coordination between the Election Committee and the BOD.
- E. The BOD shall extend full support to the Election Committee in facilitation of elections. This includes providing needed access to EPIC facilities and resources, providing reasonable budget, providing security (if warranted), and fulfilling any other reasonable request that is needed for conducting the Elections.
- F. The BOD shall provide to the Election Committee the correct and complete list of all eligible voting members and their respective contact information within ten (10) days of the formation of Election Committee. The Election Committee would not be responsible for updating or correcting the Voters' list. BOD shall also validate whether a candidate is an active volunteer of EPIC as outlined in Article IX(A)(2).
- G. If the Election Committee is unable to fulfill its responsibilities, then the BOD may dissolve the Election Committee after consultation with EPIC Legal Counsel.
- H. If the Election Committee is deemed in violation of EPIC constitution and does not rectify these violations within three (3) days, then the BOD has the right to dissolve the Election Committee after consultation with EPIC Legal Counsel
- I. The Election Committee would be dissolved seven (7) days after the assumption of office by the new BOD.
- J. Election Committee shall consult with EPIC Legal Counsel for any interpretation and verification of compliance of the constitution.
- K. EPIC Legal Counsel shall be responsible for collecting, conducting, and providing the Criminal Background Check results to the Election Committee,
- L. Only an EPIC Voter that meets the requirements set forth in Article IX will be eligible to become a candidate in the elections for the EPIC BOD.
- M. Members in good standing, as defined by this document, for at least six (6) months are eligible to nominate members to the BOD and vote to elect nominees to the BOD.

- N. Each candidate must be nominated by at least two (2) members in good standing as outlined in Article IV.
- O. Members of Election Committee and EPIC full-time employees cannot nominate any candidate in BOD election.
- P. A person cannot self-nominate himself or herself to be a candidate in the BOD elections. A person cannot be nominated by a member of his or her immediate family.
- Q. Elections will be conducted on third (3rd) Sunday of the month of January.
 - 1. Elections may be held at another time in the event an empty BOD position or positions need to be filled by election as mentioned in Article VIII(D).
 - 2. In the event the entire BOD resigns as mentioned in Article VIII(G), the election will be conducted within sixty (60) days from the date of resignation.
 - 3. Elections may be held on different date if Article VII(U)(6) or Article VII(U)(8) is invoked.
 - 4. BOD may decide to hold the elections on a different date due to Ramadan, Eid al-Fitr or Eid al-Adha falling around third Sunday of January of an election year. However, the elections must be held in the month of January or by second Sunday in February of the same year.
- R. Voting on Election Day will be conducted in person. The Election Committee will ensure that each member is entitled to only one vote and that it is his or her own vote. No voting by proxy will be allowed.
- S. Members who are unable to vote in person on Election Day may vote early by mail, by e-mail, or electronically until at least 24-hours before Election Day. The Election Committee will verify the authenticity of all absentee ballots.
- T. All complaints from the General Body against the Election Committee should be addressed to the Election Committee itself. In case of any escalation, the matter may be resolved as outlined in Article XIX.
- U. The Election Committee shall:
 - 1. seek nominations for the BOD at least thirty (30) days prior to the Election Date.
 - 2. announce the final list of candidates at least fifteen (15) days prior to the Election Date.

3. count all ballots (early voting ballots, absentee voting ballots and Election Day ballot) publicly, announce the results within 24 hours of the election publicly and document the election results after the final vote is cast.
4. keep all voter identity records anonymous except absentee ballots.
5. break a tie by publicly drawing the winner's name randomly from the contending names.
6. ensure that all election positions are filled. In the event, there are not enough candidates to fill all vacancies on the BOD, the Election Committee is empowered to extend or otherwise modify the election deadlines to ensure that at least seven (7) nominations are made for each of the BOD positions.
7. transfer all ballots and all election related records to the new BOD, who will maintain all election ballots and records for a period of two (2) years.
8. determine if conditions on Election Day warrant the postponement of the election due to reasons beyond the control of the Election Committee, such as inclement weather, community emergency, state or national emergency, force majeure or other reason determined in the discretion of the Election Committee that serves the best interest of EPIC and its membership. In the discretion of the Election Committee, said election can be postponed to the following week or to a time when said impediment to holding the election is no longer present and the election can be safely held.

ARTICLE VIII – SERVING TERM OF THE BOARD

- A. The General Body will elect seven (7) members to the office of the BOD and each BOD member shall hold office for a term of two (2) years until their successors have been elected and qualified. At the end of their term the BOD members will also be eligible to be nominated for re-election.
- B. A BOD member cannot serve more than two (2) consecutive terms. Any previous BOD member who served two (2) consecutive terms is eligible to re-run after at least one (1) term of not serving in the BOD.
- C. The term for the BOD shall begin on the third Sunday of the month of February immediately after the Election and shall end on the third Saturday of the month of February two years later.
 1. If BOD is formed by invoking Article VIII(G) then the new BOD term would start immediately after the elections. In this case, the BOD term would be at least one (1) year and not more than two (2) years and this term would expire on third Saturday of the month of February.
- D. In the event a BOD member vacates or is removed from office, the next in line candidate with the highest number of votes from the most recent election results, will be offered the position. If such

person is not available or declines the position, then the individual with the next highest number of votes will be offered the vacant position. This process will continue in this manner until the vacancy or vacancies are filled. To be eligible for the vacancy, the next in line candidate must have received at least thirty (30%) percent of the votes received by the candidate who had the highest vote totals. In the event the vacancy cannot be filled through this methodology, the BOD shall form a new election committee for a special election to fill the vacancy within sixty (60) days.

- E. If a vacancy to the BOD is filled by special election or by next in line methodology as outlined in Article VIII(D), the position that is filled will expire according to the term of then sitting BOD.
- F. No BOD member will hold more than one (1) executive position in the BOD.
- G. In case all the members of the BOD resign, and new BOD cannot be formed according to this constitution, then the outgoing BOD shall be liable to remain seated, until a new BOD election can be conducted. In case the outgoing BOD cannot remain seated and commence the new Election Process then all the leads of EPIC Committees shall
 - 1. Call for the formation of the Election Committee.
 - 2. Assure that new BOD Election would be held within sixty (60) days of the resignation of the old BOD.
 - 3. Run all EPIC affairs until new BOD is elected.
 - 4. Be deemed de facto provisional EPIC BOD until new BOD assumes office.
- H. The time immediately after the elections until the new BOD (or BOD-elect) assumes office is considered Transitional Period. During the Transitional Period, the outgoing or old BOD will continue to manage EPIC affairs. However, the new BOD (or BOD-elect) and the existing BOD (or outgoing BOD) will use this period to ensure that the financial responsibilities are properly transferred to allow for a smooth transition on the third Sunday of February. This will allow the new BOD to be copied on all BOD emails/communications and be present for all BOD meetings.
 - 1. The new BOD (or BOD-elect) will not have voting powers or signatory authority until they are seated on third Sunday of February. However, the new BOD or the BOD-elect has the authority to choose their own officers and committee liaisons before the start of their term.
 - 2. If the new BOD is formed after invoking Article VIII(G) then there would not be any Transitional Period.

ARTICLE IX – QUALIFICATIONS FOR THE BOARD MEMBERS

A. All candidates for the Board of Directors must meet the following eligibility requirements:

1. Be a good, law-abiding resident and Sunni Muslim, who believes in the Quran and Prophet Muhammad (Peace and Blessing be upon him) as the last Prophet and his teachings as the guiding principles.
2. General Body member in good standing and an active member of at least one of the EPIC Committees for at least last one (1) year.
3. Must be a US Citizen.
4. Must pass the Criminal Background Check.
5. Must not have any immediate family member as EPIC full-time employee.
6. Must not have any immediate family member as member of Election Committee.

B. All candidates for the Board of Directors shall have the following qualifications:

1. Have good knowledge and understanding of Islam.
2. Be a practicing Sunni Muslim known for their Islamic manners and morals in the community and in organizational dealings.
3. Be devoted through time, dedication, and skills to the work of EPIC in a voluntary capacity to fulfill the mission, vision and objectives outlined in Article II, above.
4. Exhibit necessary leadership and communication skills and a lack of desire for title, but a strong desire to serve EPIC and, its members and to conduct its work.
5. Have the ability to present ideas in a balanced and egalitarian way and maintain ability to compromise when necessary.
6. The candidate for President will not hold or accept any office as Chairman, Chairman-Elect, President, President-Elect, Vice President, Secretary, and Treasurer in any other Islamic or Muslim Organization.
7. No BOD member may serve on the Board, Shura or other body of any other masjid while serving as BOD member of EPIC.

ARTICLE X – RESPONSIBILITIES OF THE GENERAL BODY & INDIVIDUAL MEMBERS

- A. During the Election Process every two years, the General Body will have the responsibility to elect seven (7) members to the BOD for a two (2) year term to handle the business operations of EPIC in accordance with this document.
 - 1. If Special Election is called under Article VIII(D) then the General Body would be voting only for the number of vacant positions on the BOD.
- B. An individual elected board member or the entire elected BOD can be impeached with the approval of two-thirds (2/3) majority of the quorum of the General Body present at a Special General Body meeting after satisfying the quorum requirements as provided in Article XVI.
- C. Three-fourth (3/4) majority of the quorum of the General Body must approve the liquidation of any assets of EPIC, at location defined in Article I(B), that are valued in excess of \$100,000.00 (ONE HUNDRED THOUSAND DOLLARS).
- D. The General Body will ratify constitutional amendments per the provisions set forth in Article XVI and participate in and lead committees.
- E. Individual members of the General Body, as well as non-members attending EPIC must safeguard EPIC's assets and facilities.
- F. All members and non-member of the General Body will observe the Islamic Code of Conduct and Ethics in all proceedings and at all times, this includes, but is not limited to, meetings, programs within the EPIC premises and/or offsite EPIC events.

ARTICLE XI – RESPONSIBILITIES OF THE BOARD OF DIRECTORS

- A. The BOD will be responsible for:
 - 1. Administering the day-to-day affairs of EPIC, taking care of, and maintaining EPIC's facilities and properties, and managing finances and expenses as approved by the BOD.
 - 2. Performing such acts as may be necessary for achieving the goals vision and overall objectives of EPIC as defined in Article II.
 - 3. Implementing the decisions of the General Body and keeping it apprised of EPIC's activities, challenges, and accomplishments.
 - 4. Developing, planning, and implementing programs and activities, and providing policies and procedural guidelines for such programs and activities in accordance with generally accepted Islamic principles.
 - 5. Managing Human Resources for EPIC.

6. Overseeing the work of all committees of EPIC.
 7. Safeguarding the assets and facilities of EPIC.
 8. Maintaining the EPIC members list and publishing said list when required.
- B. The BOD shall elect and appoint among themselves a President, a Vice President, a Secretary, and a Treasurer, which constitutes the Executive Committee. The directors by simple majority shall elect these positions.
 - C. The BOD must maintain all records and documents of EPIC including but not limited to deeds of trust, donor's list, loan documents, member's lists and financial documents and records of EPIC.
 - D. The BOD will ensure that EPIC is in compliance with all federal, state, and local laws, rules, and regulations. The BOD will ensure that all security and background checks are conducted for all volunteers, employees, and contractors working/volunteering at EPIC.
 - E. The BOD will be responsible for all financial activities and financial compliance of EPIC, including accurate bookkeeping, preparing annual financial statements, tax filings, conducting fundraising, scheduling fundraisers, and overseeing other donations. The BOD will perform an audit of the EPIC operational account once every two (2) years.
 - F. Expenses or Disbursements of funds greater than Two thousand five hundred dollars (\$2,500) must be approved by the BOD. The BOD meeting minutes must reflect the approval of expenses or disbursements in excess of \$2,500.
 1. The Social Services Committee's Financial Aid Team is authorized to approve and disseminate assistance to those in need up to Two thousand five hundred dollars (\$2,500). Approved assistance of more than Two thousand five hundred dollars (\$2,500) per month will require additional approval from BOD after Financial Aid team has properly evaluated the need and recommended approved. The policy applies to both one time and recurring assistance.
 2. Donations collected under special relief campaigns usually run by social services will have an automatic approval to distribute the full collection amount for said cause. Social services committee is responsible to provide proper documents for book-keeping as required by Treasurer's office.
 3. Recurring monthly or one-time donations to other organizations will also require BOD approval. Such requests are typically not handled by financial aid team.
 4. Zakat al-Fitr collections and distribution done by social services committee will not need any additional approval from BOD. The process will be overseen by social services liaison and reported to BOD as needed.

- G. The BOD will be responsible for representing EPIC in other organizations.
- H. The BOD is responsible for overall oversight, hiring, termination of employment and management of all EPIC employees.
- I. The BOD must publicize, through public announcements and electronic communications, and obtain bids to execute and award contracts. The BOD must advertise to obtain bids for a period of at least fifteen (15) days. The BOD will obtain three (3) bids for any project, if possible. If three (3) bids are not available, the EPIC BOD will continue to move forward with the project. For approval, all bids require majority approval by the BOD. Any project at EPIC below Twenty-Five Thousand Dollars (\$25,000) does not require a bid.
- J. All full-time job openings at EPIC shall be advertised through EPIC's electronic communications and public announcements and in such other places as the BOD, in its discretion, determines to be appropriate. The BOD will obtain at least three (3) candidates for any vacancy, if possible.
- K. The BOD is responsible for protecting and defending EPIC, its facilities, and resources. The BOD, in consultation with the EPIC Legal Counsel, has the right to use all remedies available to it, in equity and in law to defend EPIC or to advance EPIC's claims in court or before a government body. The BOD is authorized to seek outside counsel to effectuate the defense of EPIC or advancement of Epic's claims before a court or other governmental body.
- L. BOD President
 - 1. The President or his/her designated member of BOD will conduct and preside over meetings of the General Body and the BOD.
 - 2. The President or his/her designated member of BOD will present an Annual Report to the General Body.
 - 3. The President will implement all resolutions passed by the General Body.
 - 4. The President will sign all documents on behalf of the BOD.
 - 5. The President will implement all decisions made by the BOD.
 - 6. The President may execute any deeds, contracts, or other instruments authorized by the BOD.
 - 7. The President will delegate duties and responsibilities to other board members and Committee members for the review and approval of amendments to the Constitution.
 - 8. The President must inform the Vice-President when he/she is unable to carry out the responsibilities.

M. BOD Vice-President

1. The Vice-President will automatically assume the responsibilities of the President when the President is out of town, sick, or unable to carry out the responsibilities listed above.
2. The Vice-President performs any special assignments assigned and delegated by the President.

N. BOD Secretary

1. The Secretary will prepare the agenda for the General Body meeting in consultation with the President, and the BOD in general.
2. The Secretary will prepare the agenda for the BOD meetings in consultation with the President, and the BOD in general.
3. The Secretary will document the minutes of the General Body Meetings and the BOD meetings. These minutes will be made public within thirty (30) days of the date of the specific meeting.
4. The Secretary will prepare a list of action items based on the decisions made and actions assigned in the General Body and BOD meetings.
5. The Secretary will receive reports and meeting minutes for all committees and subcommittees from the heads of the committees. The Secretary shall then report said reports and minutes to the BOD.
6. The following items will always be a part of a regular BOD meeting, conducted by the Secretary:
 - a. The minutes from the previous BOD meeting will be read and approved by the sitting BOD.
 - b. The minutes and progress reports of the committees will be presented to the BOD at least once every two months.
 - c. Updates on action items covered between the current and previous meeting.

O. BOD Treasurer

1. The Treasurer will be responsible for the following:
 - a. Maintaining the records of all financial transactions of EPIC.
 - b. Collecting and depositing all funds received on behalf of EPIC.
 - c. Creating the annual budget and financial reports.
 - d. Mailing end-of-year donation receipts to all donors.

2. The Treasurer will ensure that all tax documents, legal documents, and other regulatory forms are filed on time and according to legal requirements to keep EPIC in good standing with local, state, and federal agencies.
3. The Treasurer, along with the entire BOD, have the ability to receive funds on behalf of EPIC from sources that are consistent with and comply with Article II above. The Treasurer will be responsible for soliciting the payment of money's due and payable to EPIC and will provide invoices all money due to EPIC.
4. The Treasurer will ensure the receipts issued for non-cash items will not exceed the fair market value of the item donated. The Treasurer will seek out an appraisal of said non-cash item in the event a dollar amount cannot be determined by agreement between the donor and EPIC. The cost of the appraisal shall be paid for by EPIC.
5. The Treasurer will distribute funds and make payments to discharge the obligations of EPIC to vendors, contractors and employees and pay other pre-approved expenses by any authorized means of payment, including, but not limited to check, electronic check, ACH, direct deposit, credit card, and the like.
6. The fiscal year of EPIC will begin on the first day of January and end on the last day of December of each year. At the end of the fiscal year, the Treasurer will prepare the financial statements showing income, expenses, assets, liabilities, and net worth of all EPIC accounts and make these statements public to the General Body of EPIC.
7. The Treasurer will prepare monthly statements of income, expenses, and budget forecasts.
8. The Treasurer will hand over all information pertaining to accounts, accounting books, software, and other tools to the succeeding Treasurer at the end of the term or upon leaving office.

ARTICLE XII – MEMBER OF BOARD OF DIRECTOR REMOVAL

A. A director shall be removed by the BOD for the following reasons:

1. Any BOD member who is absent without prior notification to the rest of the BOD for five (5) consecutive meetings will automatically lose the legitimacy to serve and the vacancy so created will be filled in accordance Article VIII(D);
2. Any BOD member who engages in egregious financial misdealing, appropriation, embezzlement, or theft of EPIC property or financial resources;

3. Any BOD member that is arrested, indicted, or convicted for a theft offense, fraud, embezzlement, and other such crimes that call into question the director's character for truth and honesty, for offenses related or unrelated to EPIC;
 4. Any BOD member that is arrested, indicted, or convicted for sexual misconduct or sex crimes involving a minor, an EPIC employee, contractor, or volunteer, and for offenses related or unrelated to EPIC;
 5. Any BOD member's failure to disclose a conflict of interest;
 6. Any BOD member's carries out his duties at EPIC under the influence of illegal drugs (including but not limited to marijuana, cocaine, heroin) or alcohol;
 7. Any BOD member's intentional disclosure of confidential information to unauthorized persons;
 8. Any BOD member's use of EPIC property or facilities for personal use and gain. In the event of self-dealing, which results in financial gain, said gain made by the director shall be forfeited and turned over to EPIC;
 9. Any BOD member's breach of their fiduciary duties to EPIC.
- B. A director may be removed by the BOD for the following reason:
1. If it is in the judgment of five (5) members of the BOD that removal of a director will serve the best interests of EPIC. The removal of a board member will require a meeting of the remaining members of BOD. The meeting will have only one purpose, which is to consider the removal of the specific BOD member or members. The director(s) being removed from office shall be requested to attend the meeting. In case of disagreement on the decision of the director(s) removal, either or both parties have a right to seek arbitration as defined in Article XIX. The vacancy so created will be filled in accordance Article VIII(D).
- C. The BOD may seek whatever remedies available, in equity and law to it to protect EPIC, its facilities and its resources.

ARTICLE XIII – RESPONSIBILITIES OF COMMITTEES AND SUBCOMMITTEES

- A. The BOD may appoint committees comprised of general body members in good standing with EPIC in order to accomplish the goals and objectives of EPIC in accordance with Article II.

- B. The activities of the committees and subcommittees shall remain in compliance with the EPIC Constitution. If it is determined that a committee's activities are in non-compliance with the terms of this document, the BOD will have the right to intervene and rectify the problem.
- C. A committee or subcommittee will not have any authority to take action outside the scope of the authority delegated to it by the BOD.
- D. Committees and subcommittees will be composed of at least five (5) members, including a liaison from the BOD. As an exception to this requirement, the board liaison for the Election committee is not a part of the committee.
- E. The goals of the committee or subcommittee will be provided by the BOD member(s) assigned as liaison(s) to the committee. The committee members may suggest changes to the goals, but the BOD will provide final approval.
- F. Each committee must develop its yearly objectives in consultation with the BOD liaison(s).
- G. All committees must obtain BOD approval prior to any fundraising activities.
- H. The BOD will resolve disputes among committees of EPIC and adjudicate all conflicts referred to it.
- I. Any EPIC member can be a part of the committee. However, only Members in Good Standing can lead a committee, can be its Secretary and vote for a lead or secretary. Each committee should have an elected lead, or the board liaison assumes this role. The role of committee secretary may be created at the discretion of the committee.
- J. Election process for leads/secretary must be in the presence of at least five (5) committee members and all members must be informed at least one (1) week in advance.
- K. If the election for the Committee lead and Secretary does not take place, the BOD liaison assumes the lead role within ninety (90) days after the incoming BOD takes office.
- L. The BOD liaison can make changes to the committee, its lead or secretary, whenever the BOD deems necessary

ARTICLE XIV – RESPONSIBILITIES OF CONTRACTORS AND EMPLOYEES

- A. The BOD may designate a person or persons to serve in defined capacity and under authority provided by the BOD to perform certain tasks, as an employee or contractor, to engage in certain functions or perform certain duties as prescribed by the BOD.
- B. An employee, designated person, vendor (someone who conducts business with EPIC) contractor of EPIC shall not serve as a member of the Board of Directors. Moreover, an employee, designated person, vendor, or contractor of EPIC cannot be an immediate family member of a member of the Board of Directors, as such a scenario could create a conflict of interest.
- C. The BOD may remove any employee, designated person, vendor, or contractor at any time, with or without cause.
- D. EPIC may provide compensation in amounts considered reasonable for services rendered by employees, vendors, and contractors. Such amounts are to be fixed by the BOD.

ARTICLE XV – FINANCES

- A. The BOD will maintain non-interest-bearing accounts of EPIC at local banks in Texas. The BOD may maintain as many accounts as are necessary at multiple banks in Texas.
- B. The BOD will appoint a Certified Public Accountant (CPA) to audit EPIC accounts at least every two years.
- C. The BOD can authorize a committee or a Project Committee to open separate accounts for certain defined purposes. All committees, including Project Committees collecting funds at EPIC must create an annual budget and submit to the BOD for approval.
- D. The BOD will review and present the audited financial statements and records of EPIC, on a periodic basis, to ensure accuracy and integrity of the organization. The President and Treasurer of the BOD will assist and facilitate any such reviews and audits.
- E. Whenever a BOD member, general body member, employee or contractor has a financial or personal interest, or has an immediate family member with a financial or personal interest in any matter coming before the BOD, the affected person shall:
 - 1. Fully disclose the nature of the interest; and
 - 2. Withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested BOD members determine that it is in the best interest of EPIC to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

F. Fundraising Policies and Guidelines:

1. For fundraisers conducted after Jumu'ah, the fundraising organization shall makeup the average running total collection after the Jumu'ah prayer for EPIC. EPIC also reserves the right to a hosting fee. The amount will be decided by the EPIC BOD on a case-by-case basis.
2. EPIC allows only one (1) fundraising opportunity per calendar year for requesting organizations. Exceptions to this policy can be made during emergencies and for calamities that require immediate relief, rehabilitation, and humanitarian assistance.
3. All fundraising requests and schedules on EPIC premises must be pre-approved by the EPIC BOD. To obtain permission for fundraising, all organizations and individuals must submit an online or written fundraising request to the EPIC BOD.
4. EPIC allows fundraisers for only approved 501-(c)(3) non-profit organizations.
5. All organizations will be vetted by the BOD prior to being authorized to fundraise at EPIC.
6. BOD has to make public the criteria for prioritizing organizations seeking fundraising at EPIC.

ARTICLE XVI – MEETINGS AND QUORUM

A. General Body Meetings

1. The BOD will call for General Body meetings twice every calendar year: first one during the first half of the calendar year and second one during the second half of the calendar year. The duration between the any two General Body Meetings would be minimum of three (3) months. The notification of the meeting will be sent to all General Body members along with the Venue, Date, and Time at least seven (7) days in advance.
2. The President of the BOD or his/her designated BOD member will chair all General Body meetings, moderate the discussions, and deliver the concluding remarks. At these meetings, the President, BOD, and its committees will present the annual reports, including budget and financial reports, to the General Body.
3. EPIC members would be allowed to ask questions during General Body Meetings.
4. In the absence of the President, and in case when there is no designated BOD member by the President, the Vice President will chair the meeting and the Vice-President will present the President's Report.

5. Two-third (2/3) majority of the votes would constitute passing of a resolution at a General Body Meeting.

B. Special General Body Meeting(s)

1. In case of a dispute or concern, the concerned EPIC member(s) shall try to resolve it with the BOD. If the matter is not settled after discussions with the BOD, only then the concerned members(s) have an option to seek a Special General Body meeting.
2. The BOD will call for a Special General Body meeting if five (5) percent of voting members of the General Body sign a petition for presenting, discussing, and voting on prepared written resolution(s). The Secretary will share the written resolution(s) electronically or in hardcopy format with the General Body members at least seven (7) days in advance.
3. In this meeting, the General Body members seeking a resolution will have a selected representative for presenting the prepared written resolution(s).
4. The President of the BOD or his/her designate will chair the Special General Body meeting and moderate the discussion on the resolution(s).
5. The BOD may also call for a Special General Body meeting to seek General Body consensus on important matters related to EPIC.
6. Two-third majority of the votes would constitute passing of a resolution at Special General Body Meetings.
7. The BOD will call a Special General Body meeting if a call for dissolution is made pursuant to Article XVII.

C. Quorum for all General Body Meetings

1. The quorum for the General Body Meeting is not required, if there is no voting involved in that meeting.
2. Ten percent (10%) of the voting members of the General Body will constitute a quorum for the General Body meetings. However, Fifteen percent (15%) percent of the General Body voting members will constitute the required quorum for a Special General Body Meeting called for any amendment to the constitution under Article XVIII. Similarly, Twenty-five percent (25%) of the voting members of the General Body will constitute a quorum for a Special General Body meeting called to impeach an individual board member or the entire BOD under Article X(B)

3. Meetings adjourned for lack of quorum must be reconvened within a reasonable time, not exceeding seven (7) days. However, Special General Meeting called to impeach an individual board member or the entire BOD or amend the constitution cannot be reconvened because of lack of quorum.
4. Five percent (5%) of voting members of the General Body will constitute a quorum for the reconvened meeting. No written notification of such meeting is required. However, the venue, date, and time for the reconvened meeting will be determined before the adjournment of the original general body meeting.

D. BOD Meetings

1. The BOD will meet at least twice (2) a month. The meetings will be announced and open to General Body members in good standing with EPIC.
2. Any or all directors may participate in a BOD meeting using any virtual means through which all persons participating in the meeting are able to communicate with one another, and such participation shall constitute presence in person at the meeting.
3. Minutes of the BOD meetings will be recorded and maintained. Summary of the BOD meeting minutes will be made available to the General Body members of EPIC by the Secretary for review within thirty (30) days after the approval of meeting minutes.
4. A majority of the BOD members may request the Secretary to call an emergency meeting. All BOD members will be informed of said emergency meeting by the Secretary.
5. Majority decision(s) of the BOD will always prevail. The Act of a majority of the directors present at a meeting at which quorum is present shall be the act of the Board.
6. The President can cast tie-breaker vote.
7. A decision reached by the BOD cannot be modified, changed, or altered by any individual BOD member(s).
8. Any action required or permitted to be taken by the Board may be taken without a meeting if all directors consent in writing or electronically to the adoption of a resolution authorizing the action. The resolution and the written consents thereto shall be filed with the minutes of the proceedings of the BOD.

E. Quorum for BOD Meetings

1. A simple majority of the number of directors shall constitute a quorum for the transaction of business.

2. A quorum of at least five (5) members of the BOD is required for the following BOD actions:

- a. The hiring and firing of full-time employees
- b. The Financial decisions of over \$25,000.00
- c. The calling of a General Body Meeting by the BOD
- d. The removal of BOD member.

ARTICLE XVII – DISSOLUTION OF EPIC

- A. At least Seventy-Five percent (75%) of the voting members of the General Body will request the BOD in writing to call for a meeting to dissolve EPIC. The BOD will call for a meeting within eight (8) weeks from the requested date. At least seventy-five percent (75%) of the voting members of the General Body must be present and two-thirds (2/3) votes of the voting members of the General Body present are required to dissolve EPIC.
- B. Upon dissolution of EPIC, no part of EPIC's earnings or assets shall inure to the benefit of any of its members, employees, or contractors. The Board of Directors will dispose of all assets of EPIC after paying or making provision for the payment of all liabilities of EPIC. In order to keep all the remaining assets locally where the members at large may benefit, the residual assets of EPIC shall be distributed to one or more Islamic Organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, as amended, or in accordance with federal, state, or local government for exclusive public purpose.

ARTICLE XVIII – AMENDMENTS

- A. This Constitution cannot be repealed or replaced.
- B. Following cannot be amended:
 - 1. Article II
 - 2. Definition of Imam, Sunnah and Sunni Muslim as described in Article IV
- C. This constitution may be altered, changed, or amended at a Special General Body meeting specifically called for this purpose. Thirty (30) days of written notice and an agenda including the text of the proposed constitutional amendments as well as the text of any existing provisions proposed to be altered or amended, must be made available to the EPIC General Body members via the EPIC Board of Directors. Only EPIC BOD can call for a Special General Body Meeting for seeking any amendment

to the constitution. The Annual Meeting of the General Body may also be utilized for this purpose provided that the members are notified in advance (as specified in this article).

- D. Fifteen (15%) percent of the General Body voting members constitute the required quorum for an amendment to the constitution.
- E. Any amendment to the Constitution must be approved by a two-thirds (2/3) majority of the voting members present at the meeting.
- F. Constitutional amendment requests from the General Body must be made in writing to the BOD.
- G. For Amendments proposed by the General Body and the BOD, the BOD may appoint a Constitution Committee to review the proposed written amendments. The committee will provide written recommendations to the BOD.

ARTICLE XIX – MEDIATION AND ARBITRATION

- A. Any interpersonal or organizational disputes between individual members or nonmembers of EPIC that happens within EPIC premises and/or at an EPIC event may be resolved by the BOD.
- B. If the BOD fails to resolve the dispute, an Independent Arbitration Committee will be established by the BOD.
- C. The Arbitration Committee will consist of three (3) members from the EPIC General Body, plus two (2) members consisting of Imams or resident scholars in the Dallas-Fort Worth Metro area.
- D. The parties in the dispute will agree on the arbitrators within fifteen (15) days. If the parties are unable to agree on the arbitrators, the arbitrator would be EPIC Legal Counsel.
- E. The Arbitration Committee may solicit assistance from other National Muslim organizations, if deemed necessary.
- F. The decision(s) of the Arbitration Committee will be final and binding upon all members and non-members of EPIC.
- G. The members of the Board of Directors or the Arbitration Committee will not be individually liable for their collective decisions and actions.

ARTICLE XX – EPIC CLERGY

- A. EPIC Clergy includes but not limited to the Resident Imam, Scholars, Youth Director, etc.
- B. The Clergy shall be an at will employee of EPIC.

C. The Clergy may serve as an advisor to the BOD on all religious matters.

D. Qualifications and Selection Criteria for members of EPIC Clergy are as follows:

1. Must be Sunni Muslim who follows the Qur'an and Sunnah according to the methodology of Ahl-as-Sunnah wal-Jama'ah.
2. Must have a comprehensive understanding of Islam with at least a bachelor's degree in Islamic Studies and adequate knowledge of the four Sunni Madhabs, including their differences.
3. Must have extensive experience delivering Jumu'ah khutbahs (sermons), as well as lectures, halaqahs, and general Islamic-knowledge classes to Muslims of all ages and ethnicities.
4. Must hold moderate views, present ideas in a balanced and egalitarian way, and practice soft approach with people.
5. Must have excellent English communication skills and be able to communicate with American Muslims of all ethnicities and age groups, especially the youth.
6. Desirable to be a Hafidh and has experience leading the Taraweeh prayers.
7. Desirable to have experience in media and outreach to clear misconceptions and stereotypes about Islam and Muslims and to present Islamic beliefs and practices to people of other faiths.

E. Any member of Clergy employed full-time by EPIC cannot have another full-time employment position, while employed with EPIC.
