

In the Name of Allah, Most Gracious, Most Merciful
CONSTITUTION AND BY-LAWS OF THE
MUSLIM ASSOCIATION OF CALGARY
(the "MAC")

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**CONSTITUTION AND BY-LAWS OF THE
MUSLIM ASSOCIATION OF CALGARY**

A. MISSION STATEMENT

To carry out activities according to established principles of Islam in the light of Qur'an and Sunnah.

B. OBJECTS

1. To promote the pursuance of Islam as a way of life;
2. To establish, maintain and support a mosque and the lands on which it is located with services conducted in accordance with the tenets and doctrines of the Islamic faith;
3. To do all such things ancillary and incidental to the attainment of the above-mentioned charitable objects.

C. INTERPRETATION

1. In this Constitution and By-law, including the premises hereto, unless the context requires a different meaning,
 - (a) "**Friday Prayer**" means the group prayer described in Sunnah;
 - (b) "**In writing**" means written or printed, or partly written and partly printed;
 - (c) "**Kabair**" means gross sins that include, amongst others, associating partners with Allah (SWT), disobedience ("**Ukuk**") of parents, breaking an oath, false witness, adultery ("**Zina**"), drinking alcoholic beverages, dealing with usury ("**Riba**"), and abstention from prayers without a valid reason;
 - (d) "**MCC**" means the Muslim Council of Calgary;
 - (e) "**Member**" means only regular members of the MAC who meet the conditions set out in Article D.3 hereof and "the Membership" shall mean the membership of the MAC;
 - (f) "**Muslim**" means anyone who declares that he believes in the "ONENESS" of Allah (Subhanu wa Ta'ala) and that Muhammad (Peace be upon him) is his last and final Prophet and Messenger and believes in the teachings of the holy Qur'an and the Sunnah;
 - (g) "**Principles of Islam**" mean the principles contained in the Qur'an and Sunnah;
 - (h) "**Registrar**" means the registrar of the Consumer and Corporate Affairs, Alberta;
 - (i) "**Sectors**" means the four (4) electoral boundaries of the city for the purposes of elections of the Directors of the MCC as shown in Appendix 1 to this document.
 - (j) "**Special Resolution**" means:

- (i) a resolution passed,
 - (A) at a General Body Meeting for which 21 days' notice specifying the intention to propose the resolution has been duly given, and
 - (B) by the vote of not less than 75% of the voting members.
 - (ii) a resolution proposed and passed as a special resolution at a General Body Meeting for which less than 21 days' notice has been given, if all the members entitled to attend and vote at the General Body Meeting so agree, or
 - (iii) a resolution consented to in writing by all the members who would have been entitled at a General Body Meeting to vote on the resolution in person or, where proxies are permitted, by proxy;
 - (k) "**Sunnah**" means the teachings and traditions of the Prophet Muhammad (PBUH); and
 - (l) "**vicinity of the City of Calgary**" means all the Province of Alberta South of the City of Red Deer.
2. Words in the plural include singular and words in the singular include plural and words imparting male persons include female persons and corporations.
 3. The official business of the MAC will be conducted in English. If needed, translation to other languages will be provided.

D. MEMBERSHIP

1. There shall be two categories of membership: associate and regular.
2. Any person fifteen years of age or older shall be eligible for associate membership in the MAC.
3. Any Muslim eighteen years of age or older who resides in the City of Calgary or the vicinity of the City of Calgary will be eligible for regular membership, and pay a membership fee of ten (10) dollars for an individual membership, and provided he meets and maintains the following conditions:
 - (a) he performs regular prayers;
 - (b) he (only males) attends the Friday Prayer on a regular basis except for a reason described by Sunnah;
 - (c) he does not show any hostility in any sense towards the Principles of Islam;
 - (d) he behaves and acts according to the Principles of Islam;
 - (e) he should not be a member of or affiliated with any group or organization whose objectives are contrary to the Principles of Islam;

- (f) he believes in the absolute and unqualified finality of the Prophet hood of Muhammad (PBUH), the last of the prophets; and
 - (g) he does not recognize any person who claims to be a prophet in any sense of the word or of any description whatsoever after Muhammad (PBUH) or recognize such a claimant as a prophet or a religious reformer, as a Muslim.
4. Any Member of the MAC as who meets the conditions in Article D.3 hereof and who (i) has not withdrawn from the Membership; (ii) has not been suspended or expelled as provided in this Constitution and By-law; and (iii) has maintained his membership in good standing for a period of at least two weeks immediately prior to the voting day, shall be eligible to vote at any meeting of the Membership. All voting with respect to the affairs of the MAC must be made in person and not by proxy or otherwise.
 5. Applications for membership (both associate and regular) setting out the applicant's full name and address shall be filed with the Secretary of the MAC. An application for regular membership must be supported by the recommendation of three Members. It shall be the responsibility of all members to notify the Secretary of the MAC of any changes in the information set out in their original membership application.
 6. Any Member who fails to maintain continuously the conditions stated in Article D.3 will have his membership revoked or suspended in accordance with Article D.7 of this Constitution and By-law.
 7. Charges brought against any Member, regarding the validity of his membership, shall be in writing, endorsed by at least three Members and filed with the Secretary of the MAC. The charges shall be investigated by the MCC for a final decision. Should the MCC find the charges to be true, it can terminate or suspend the membership of the Member and its decision shall be made communicated to the Member in writing. The Member shall have the right to appeal the decision of the MCC at the next General Body meeting.
 8. A Member who wishes to terminate his membership can do so by notifying the Secretary of the MAC in writing.

E. GENERAL BODY MEETINGS

1. The annual General Body Meetings (AGM) shall be held on the 2nd Sunday of the month of July of each year. The Secretary of the MCC shall arrange annual and special General Body Meetings. Only under extraordinary circumstances may the above AGM date be extended by the MCC Board.
2. Upon receipt by the Secretary of MCC of a written request by at least three MAC Management Committee members and the lesser of one hundred (100) Members or twenty-five percent (25%) of the Members, he shall arrange a Special General Body Meeting.
3. Notice of General Body Meeting, Annual or Special, shall be mailed to the last known email address of each Member and will be announced during Friday Prayers at least twenty-one (21) days prior to the meeting unless otherwise specified in the By-laws and shall state the purpose of the meeting.

4. The lesser of one hundred (100) Members or 25% of the Members attending a General Body Meeting, Annual or Special, for which notice has been given shall constitute Quorum. If Quorum is not established in a meeting, a second meeting will be automatically called exactly twenty-one (21) days later. Notice for this meeting will be distributed within 7 days of the cancelled meeting date.
5. All meetings of the General Body, of the MCC and of the Management Committee shall be conducted in accordance with this Constitution and By-law.
6. Only paid Members are entitled to vote at a meeting and each Member of the MAC is entitled to one vote on a motion, or resolution or election.

F. THE MUSLIM COUNCIL OF CALGARY

1. Power and Authority of the MCC
 - (a) The MCC shall be the sole representative of the Membership in the City of Calgary and shall administer the affairs of the MAC in all things and make or cause to be made, for the MAC, in its name, any kind of contract which the MAC may lawfully enter into and, except where prohibited by law, or as hereinafter provided, generally, may exercise all such other powers, and do all such other acts and things as the MAC is authorized to exercise and do.
 - (b) Without limiting the generality of the foregoing, the MCC shall be responsible for:
 - (i) the supervision, conduct and promotion of religious affairs;
 - (ii) the policy, supervision, and conduct of the school board;
 - (iii) the appointment, suspension and removal of Committee members;
 - (iv) the delegation of duties and responsibilities to the Committee in accordance with community requirements;
 - (v) the approval of annual budgets for the MAC;
 - (vi) the coordination of efforts of different groups and further the Islamic cause;
 - (vii) the creation of a conducive environment for harmony among different communities with the MAC;
 - (viii) public relations, including the appointment of any Member as provincial or regional representatives who shall act as liaisons between the MCC and other local, regional, provincial or national Muslim communities;
 - (ix) facilitating funding for different projects required to meet the objectives and mandate of the MAC;

- (x) overseeing whether the MAC is fulfilling its mandate and to take responsibility for its activities;
 - (xi) acting as trustees of the Waqf until such time as permanent trustees are elected by the membership;
 - (xii) the appointment or confirmation of Imam or Imams; introducing and welcoming new Muslims to the MAC; and calling and arranging the annual General Body meetings.
 - (xiii) introducing and welcoming new Muslims to the MAC, and
 - (xiv) calling and arranging the annual General Body Meetings.
- (c) The MCC may accept any contribution in any form from any source provided that the contribution is acceptable according to the Principles of Islam and within the objects of the MAC, and does not jeopardize the free and independent position of the MAC.
 - (d) The MCC may donate, in any form, to any individual or organization provided that these donations are consistent with the Principles of Islam.
 - (e) The MCC may appoint one or more auditors to examine the books and prepare a report for approval at the Annual General Body meeting.
 - (f) If no auditor is appointed, the balance sheet and statement of income and expenditures prepared every year shall be signed by the Treasurer of MAC and at least two directors of the MCC.
 - (g) The MCC may approve any financial commitment not exceeding \$50,000.00 without the approval of the Membership.
 - (h) The MCC board shall appoint a standing Election Committee composed of members as follows:
 - (i) Election Committee Chairman, and
 - (ii) one member from among the nominated from each Islamic association/organization sector of the city, and
 - (iii) One (1) member from the town of Brooks.

2. Composition and Election of the MCC

- (a) The MCC shall consist of thirteen (13) directors. General Members of MAC in each Sector of the city shall elect three (3) MCC directors from each Sector, and the town of Brooks shall elect one (1) director. The service of the MCC shall be honorary and no members shall be entitled to remuneration for the performance of their duties.

- (b) In the year 2015 and onward MCC elections shall be held on or before the last Sunday of July. In 2015, half of the directors shall be elected to serve a term of two years and the other half elected to serve a one year term. And from the year 2016, MCC members shall be elected for a two year term. A member may be nominated for re-election upon completion of his term of office. The town of Brooks shall always elect its MCC director for two year terms.
- (c) Every six months prior to an election, the MCC shall renew or confirm the membership of the standing Election Committee which shall be responsible for all matters for the conduct of the election of the MCC in all four (4) Sectors of the city and one (1) Sector in the town of Brooks in association with the election committees of the Sectors of the City and the town of Brooks, and its responsibilities shall include, without limiting the generality of the foregoing, the reception of nominations, the screening of nominees to ensure that they meet the qualifications set out in paragraph F.2(f) hereof and to generally conduct the MCC Board of Directors election in accordance with this Constitution and By-laws simultaneously in all Sectors and the town of Brooks.
- (d) Elections for all directors of the MCC shall be conducted through secret ballot and the nominees for director with the greatest number of votes shall be declared elected by the Election Committee.
- (e) Nominations should be closed two (2) weeks before the date set for election. Nomination from the floor at the annual General Body meeting will be entertained only if insufficient nominations are received at the deadline set for nominations.
- (f) In order to be eligible for nomination, a candidate for the position of director must meet the following qualifications:
 - (i) He must be a Muslim eighteen (18) years of age or older who resides in the city of Calgary or its vicinity;
 - (ii) He must meet the membership requirements set out in Article D3 hereof,
 - (iii) He shall be an active Member in good standing in the MAC for a minimum of six (6) months prior to the date of his nomination;
 - (iv) He practices Islamic principles in his daily life;
 - (v) He is knowledgeable about Islam and fears Allah;
 - (vi) He is also a director of the MCC pursuant to the Constitution and By-law of the MAC;
 - (vii) He does not engage in any obvious kabairs such as drinking, living in a common-law relationship or fornication, etc;
 - (viii) He must not have been a director of the MCC during the two preceding terms thereof; and

- (ix) He and/or any member of his immediate family must be an employee of the MCC, MAC or the school board.

3. Chairman and Secretary of the MCC

(a) Appointment

- (i) A Chairman of MCC shall be elected by a majority of directors of the MCC in the first meeting of the newly elected MCC Board for a term of one year. The Chairperson may be reappointed for another one year term.
- (ii) Election of the MCC Chairman shall be conducted through secret ballot voting by the newly elected MCC Board members, and the nominee for MCC Chairman with the greatest number of votes shall be declared by the Election Committee; and
- (iii) The Secretary shall be elected, from among the remaining elected directors, by the directors of the MCC at the first meeting thereof after the election of the MCC. The Secretary must receive the vote of at least six (6) of the directors (including himself) in order to be appointed Secretary. The Secretary shall serve as such until his resignation or replacement by the MCC.

(b) Duties and Responsibilities of the Chairman and Secretary

- (i) Duties of the Chairman and Secretary - the Chairman shall be charged with the general management and supervision of the affairs and operations of the MAC and shall be the Chairman at all meetings of the MCC. The Chairman, with the Secretary, or other director appointed by the MCC for this purpose, shall sign all resolutions and membership certificates. The Chairman shall represent the organization and the MCC in all its dealings with other organizations, with the public or with the media, except as otherwise provided by the MCC or this Constitution and By-law. During the absence or inability of the Chairman, the duties and powers of the Chairman shall be exercised by the Secretary. If the Secretary is unable to fulfil the duties and powers, then the MCC may appoint another director to fulfil such duties and powers during the absence or inability of the Chairman.
- (ii) Duties of the Secretary - The Secretary shall attend all meetings of the MCC and General Body meetings and record all facts and minutes of all proceedings in books kept for that purpose. He shall be custodian of the Seal of the Society and of all the books, papers, records, correspondence, minutes of all General Body meetings, contracts or other documents belonging to the MAC, which shall be delivered up only when authorized by resolution of the MCC to do so, and only to such person, or persons, as may be named in the resolutions, unless otherwise required by law. He shall call the annual General Body meeting to be held on or before January 15 of each calendar year. He will provide written minutes of

each General Body meeting to each Member. He shall also be responsible for the processing of the correspondence of the MCC.

4. Meetings of the MCC

- (a) The Chairman shall call a regular meeting of the MCC at least once every two months to conduct the business of the MCC. Should the Chairman fail to call a regular meeting of the MCC, any three directors may instruct the Secretary of the MCC to call said meeting. The Secretary shall provide one (1) week's notice of the regular meeting to each director verbally, by telephone, mail or telefax of the time and place of the regular meeting.
- (b) Special meetings of the MCC may be called at any time by the Chairman or by three directors of the MCC on at least twenty-four (24) hours notice to each director of the time, place and purpose of the meeting.
- (c) Seven directors of the MCC shall constitute a quorum for the transaction of business. In the event that a quorum is not present within 30 minutes after the time called for the meeting, the meeting shall stand adjourned to a time and place determined by a majority of those in attendance.
- (d) Voting - Questions arising at any meeting of the MCC shall be decided by a majority of votes. In case of an equality of votes, the Chairman shall have a casting vote. All votes at any such meeting shall be taken by ballot if so demanded by any director present, but otherwise, shall be by assent or dissent. A declaration by the Chairman that a resolution has been carried, and an entry to that effect in the minutes shall be prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against, such resolution.
- (e) Resolution in Writing - A resolution in writing signed by all the directors of the MCC shall be valid and effectual as if it had been passed at a meeting of the MCC, duly called and constituted.

5. Resignation, Removal and Interim Replacement of Directors

- (a) If any director is engaged in any Kabair or activities which conflict with the Mission Statement and Objects of the MAC or the basic established Principles of Islam he shall resign his position as director or the MCC shall vote on his removal from the MCC.
- (b) In the event that at least five (5) of the remaining directors vote in favour of removing the director from the MCC for the above-stated reasons, then the Secretary shall call a special General Body meeting for the purpose of considering whether the director should be removed at which special General Body meeting the director shall be given an opportunity to address the Membership for the purpose of stating his position prior to the Membership's vote to ratify the decision of the MCC to remove the director.

- (c) If at any time during the term of the MCC, six or more directors of the MCC shall have resigned, the entire MCC shall be deemed to be dissolved and the trustees of the Waqf (or failing the trustees, the auditors of the organization) shall immediately assume the duties and responsibilities of the MCC and call a special General Body meeting of the Membership for the purpose of electing new directors. Such meeting shall be called as soon as possible, but no later than forty-five (45) days after the deemed dissolution of the MCC.
- (d) A director who fails to attend three consecutive meetings of the MCC without any valid reason acceptable to the MCC shall be deemed to have resigned from the MCC.
- (e) Subject to the foregoing, should any office of director be vacated for any reason whatsoever, the MCC shall appoint a qualified successor in his place, from the Membership, to hold office until the next General Body meeting where, unless a general election of the MCC is to be held at the meeting, the Members shall vote to affirm the appointment of the director.

6. Liability of the MCC

Every director of the MCC shall be deemed to have assumed office on the express understanding and agreement and condition that every director of the MCC and his heirs, executors, and administrators and estate, shall be indemnified and saved harmless out of the funds of the organization from and against all costs, charges, and expenses whatsoever which such director sustains or incurs in or about any action, suit or proceedings which is brought, commenced, or prosecuted against him for, or in respect of any act, deed, matter, or thing, whatsoever made, done, or permitted by him, any other director or the MCC, in or about the execution of the duties of their office, and also from and against all other costs, charges and expenses which he sustains or incurs, in or about, or in relation to the affairs thereof, except such costs, charges, or expenses as are occasioned by their own wilful neglect or fraudulent misconduct.

G. MANAGEMENT COMMITTEE

1. Appointment and Composition

- (a) The MCC Board of Directors may appoint a management committee to administer the day-to-day affairs of MAC, with the help of professional and supporting paid staff if deemed necessary. Prior to engaging any professional staff, the MCC Board of Directors shall, in writing, established the qualifications, responsibilities, duties and reporting procedures for the Executive Director, and any other supporting staff.
 - (i) The Management Committee of MAC shall be composed of the MCC Chairman who shall also act as the Chairman of MAC, and two (2) members each as nominated by the MCC affiliated Islamic organization/association of the city, and one (1) from the town of Brooks.

- (ii) The Management Committees of MAC shall be appointed by the MCC for the period of one year and may be reappointed again for another term. MCC shall establish in writing each year the performance goals of the MAC Management Committee, and conduct quarterly progress evaluation of the management.
- (b) No person shall be appointed for more than two terms for the same office.
- (c) No person shall hold an office in the MCC or in any other Muslim organization while serving on the Management Committee of the MAC.
- (d) A person shall be considered for position of Management Committee member on the basis of expertise, knowledge, experience and devotion toward the Principles of Islam.
- (e) Management Committee members must meet the eligibility criteria set out in paragraph F.2(f) hereof.
- (f) The Management Committee shall consist of President, Secretary, Treasurer and six other Officers.
- (g) One Management Committee member shall be appointed by the MCC as a liaison officer between the Management Committee and the MCC.
- (h) Vacancies in any office of the Management Committee shall be filled by the MCC in accordance with paragraph F-5(e) hereof.
- (i) The MCC shall solicit candidates for appointment for the Management Committee by announcement in the Friday Prayer.
- (j) The MCC appointment of any Management Committee member maybe vetoed at a General Body meeting by a simple majority vote thereof.
- (k) The MCC may, at any time, suspend or remove a Management Committee member who the MCC determines is engaged in activities contrary to the objects of the MCC, only after a proper investigation has been carried out by the MCC.

2. Management Committee Meetings

- (a) Meetings of the Management Committee may be called at any time by the President.
- (b) Upon receipt of a request, written or oral by the President or at least two Management Committee members, to hold a Management Committee Meeting, the Secretary shall call such a meeting within ten days. If the Secretary fails to do so, the majority of the Management Committee members can call such a meeting.
- (c) The Management Committee will meet at least once in each month.

- (d) Five Management Committee members (of which the President or Secretary shall be one) shall constitute a Quorum.

3. Powers and Authority of the Management Committee

Without limiting the authority of the MCC to manage the affairs of the MAC and modify these powers and authorities, the following shall be the duties of the Management Committee:

- (a) The Management Committee of the MAC may recommend the membership fees for each calendar year and set fees for any service the MAC provides to its Members to the MCC for approval.
- (b) The MCC Chairman and the Management Committee shall be responsible for the implementation of all MCC Board decisions pertaining to MAC through general management of all activities and affairs of the MAC according to the provisions of this Constitution and By-laws.
- (c) In the Case of the Chairman's absence, the Secretary of MAC shall act as the Chair of its respective Management organization committee.
- (d) The Secretary shall be responsible for custody of the minutes of all meetings of the Management Committee. He shall maintain an accurate and up-to-date record of the names, emails, postal address and phone numbers of all Members. The latest updated list of members shall be provided by the secretary to the Chair of the Standing Election Committee of the MCC.
- (e) The Treasurer shall be responsible for the care of the funds of the MAC, the maintenance of complete, accurate financial records and the preparation of the annual financial reports to be presented to the MCC, the annual General Body meeting and to government authorities as required by law and the issuance of receipts for any contributing members. He shall also be responsible for the payment of all expenses or reimbursements related to the Management and activities of the MAC in accordance with the policies and limitations approved by the MCC. The treasurer shall deposit all funds of the MAC in the chartered bank or of the financial institution named for this purpose. The disbursement of any funds shall be in accordance with the decisions of the MCC Board of Directors, and the signing authority for any such disbursements shall be any two of the following persons: the MCC Board Chair, MCC Secretary, and the Treasurer of MAC.
- (f) MAC Financial Controls for the MAC Management Committee, shall require:
 - (i) approval of any item (being a single matter or a series of costs associated with a single matter) would be limited to \$25,000 and any matter over such amount requires the approval by the MCC with confirmation of MCC approval to be submitted to the bank; and
 - (ii) authorized MCC signatories on behalf of the MAC shall be the MCC Chairman and/or MCC Secretary, and any authorized MCC Board

member for amounts up to \$10,000 and the appropriate MAC signatories as presently exist, for any single item (being a single matter or a series of costs associated with the single matter) and any amount over \$10,000 being authorized by an MCC shall require a resolution of MCC specifying the requisite approval.

- (g) The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two directors of the MCC appointed for that purpose at the annual General Body meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the annual General Body meeting of the MAC. The fiscal year of the MAC in each year shall be the calendar year.
- (h) The Management Committee shall put into effect all resolutions passed at meetings of the MCC and of the General Body.
- (i) The Management Committee can appoint, hire and remove any or all employees of the MAC.
- (j) The Secretary will send a written copy of the minutes of the meetings of the Management Committee to all Management Committee members and to the Secretary of the MCC within two weeks of the approval of the minutes of the meeting.
- (k) No member of the Management Committee or Member will represent the MAC without the written consent of the MCC.
- (l) Contracts, deeds, bills of exchange and other instruments and documents on behalf of the MAC may be executed only after proper discussion in a Management Committee meeting and with the approval of the MCC.
- (m) The MAC may only borrow money provided the means are within The Principles of Islam and approval of the MCC has been obtained.

4. Remuneration

The Members of the Management Committee shall serve without remuneration for their services. No Member of the Management Committee shall directly or indirectly receive any profit from his or her position. Members of the Management Committee shall only be reimbursed for traveling and other expenses properly incurred by them in the performance of their duties. Nothing in these By-laws shall preclude any Member of the Management Committee from serving the MAC in any other capacity and receiving reasonable remuneration for his or her services.

5. Vacancies

- (a) When an officer of the Management Committee ceases to be a Member of the MAC (for whatever reason whatsoever), resigns from the Management Committee, refuses to carry out his duties or does not attend three consecutive

Management Committee meetings thereof without a valid written excuse, his office shall be considered vacant by the Management Committee.

- (b) The MCC may assign part or all duties of the vacant office to other Management Committee members or other Members of the MAC for the remainder of the term.

H. SUB-COMMITTEES

1. The MAC shall have the following Standing Committees:
 - (a) Calgary Islamic Centre Committee - This Committee shall be responsible for the day to day operation of the Islamic Centre (Mosque) including arrangements for prayers, local weekly gatherings and maintenance of the premises of the Islamic Centre of Calgary; maintenance of the resident of the Imam;
 - (b) Publishing Committee - This Committee shall be responsible for publishing the newsletter and other publications of the MAC;
 - (c) Funeral/ Cemetery Committee - This Committee shall be responsible for providing full funeral and burial services to any Muslim;
 - (d) Dawa Committee - to perform the various aspects of Dawa among Muslims in particular and non-Muslims in general;
 - (e) Ladies Auxiliary Committee - whose members shall be elected by the members of the Ladies Auxiliary;
 - (f) Finance Committee — this committee shall coordinate their fundraising events and shall assist any such event which generates funds to further the objects as stated in the Constitution and By-laws and the Treasurer shall not be a member of the Finance Committee.
2. Standing Committees shall consist of no less than three active Members and no more than seven active Members. The terms of the Standing Committees shall run concurrently with that of the Management Committee (except for Ad-Hoc Committees). Three Members shall constitute a Quorum for the meetings and Members of each committee shall elect one of their Members as Chairman of the Standing Committee. Each Standing Committee will formulate its own rules of decision-making within the frame work of this Constitution and By-law.
3. Standing Committees can only recommend to the Management Committee and the MCC.
4. In addition to the Standing Committees the Membership, the MCC or the MCC or the Management Committee may appoint other ad-hoc Committees from time to time to deal with special problems or situations. Such committees shall be dissolved after their objectives have been achieved.

I. ACTIVITIES OF THE MAC

The MAC shall not engage in, participate in, sponsor, or co-sponsor, in any way, shape or form, such activities which are inconsistent with this Constitution and By-law.

J. INSPECTION OF BOOKS AND RECORDS

Books and records of the MAC may be inspected by any Member at any time, provided that he gives the Secretary of the Management Committee at least fifteen days notice in writing. The inspection shall be carried out in the presence of the President or Treasurer and at least one other Management Committee member.

K. DISSOLUTION OF THE MAC

1. The MAC may be dissolved by Special Resolution passed at a special General Body meeting provided that seventy-five (75%) percent or more of the Membership is present and 75% or more of the votes cast are in favour of dissolution.
2. Upon the dissolution of the MAC, the MCC shall, after paying or making provisions for the payment of all liabilities of the MAC, gift all of the assets in the manner that it sees fit to registered Canadian charities or other qualified donees as that term is defined in subsection 149.1(1) of the *Income Tax Act* (Canada).

L. MISCELLANEOUS

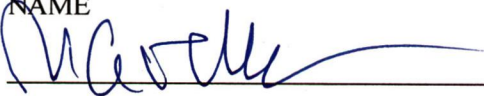
1. The MAC shall file with the Registrar of Consumer and Corporate Affairs together with its annual statement, a list of the directors of the MCC and officers of the Management Committee with their addresses, and dates of their appointment or election. Within fourteen days of a change of composition of the MCC or Management Committee, the MAC will notify the Registrar of such a change.
2. The MAC shall file with the Registrar a copy of any amendment to the Constitution and By-law within fourteen days after the resolution of such an amendment is passed.
3. A copy of the By-laws shall be furnished free upon request to any Member of the MAC.
4. The seal of the MAC will only be used to stamp the official documents of the MAC. A book will be kept recording the nature of the document the seal was used to stamp. Custody of the book will be with the Secretary of the MCC. It will be the responsibility of the Secretary of the MCC to update the book. The book will be available at each meeting of the MCC for inspection by the Members.
5. No member has the authority to sue the MAC or the MCC.
6. Management Committee members of the MAC shall not make any transaction larger in value than \$5,000.00 without approval of the MCC.
7. The MAC indemnifies the Management Committee members from results of actions due to their office duty, except the results of actions occasioned by their own wilful neglect or fraudulent misconduct.


- 8. The MCC Board or MAC Management Committee shall not register any lien, sell, and or mortgage any property owned by these entities with prior approval of a 2/3rd majority of the Islamic organization that initiated the purchase and raised funds for the purchase of that property.
- 9. In case of any conflict between MCC, and any of its appointed committees, or affiliated Islamic associations/organizations that cannot be resolved by mutual consultation may be referred by mutual consent to an Alternative Dispute Resolution (ADR) professional for a decision that shall be binding on all parties to the dispute. The fees of any ADR process shall be paid by the MCC.

M. AMENDMENTS TO THE BY-LAWS

- 1. The Constitution and By-laws of the MAC shall not be rescinded, altered or added to except by a Special Resolution of the MAC.
- 2. No rescission or alteration of or addition to the Constitution and By-laws has effect until it has been registered by the Registrar.
- 3. If the Registrar is of the opinion that a By-law is not in accordance with the application for incorporation or that it contains anything contrary to law, he shall refuse to register it.
- 4. All rescission or alteration of or addition to the Constitution and By-laws shall be in accordance with the Principles of Islam.

DATED this ____ day of December, 2000 as amended and restated to January 24, 2015.

<u>GHAZAFAR ZAFAR</u>	<u>133 ROYAL RIDGE MT.,</u>
NAME	ADDRESS
	<u>CALGARY, AB T3G 0A2</u>
<u>SECRETARY - MCC</u>	

	<u>#2400, 525- 8 AVE SW</u>
WITNESS	ADDRESS
<u>AMY GEE</u>	<u>CALGARY, AB T2P 1G1</u>

APPENDIX 1

MCC Board Representations

SECTORS	MCC Board Members	Boundaries
NW Calgary	3	Open Northward and Westward Southern-16 th Avenue; Eastern- Deerfoot Trail
NE Calgary	3	Western- Deerfoot Trail; Open Northward Southern- 16 th Avenue; Open Eastward
SW Calgary	3	Northern-16 th Avenue; Eastern- Deerfoot Trail Open Westward and Open Southward
SE Calgary	3	Northern-16 th Avenue; Western- Deerfoot Trail Open Eastward and Open Southward
Brooks	1	