



In the name of Allah, the Most Gracious, the Most Merciful

BYLAWS

Islamic Center of Orange Park, Inc. (ICOP)

Effective Saturday October 16, 2010

7821 Collins Road Jacksonville Florida 32244

www.icopfl.org

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Bylaws of the Islamic Center of Orange Park, Inc. (ICOP)

Core value: *All bylaws, rules and regulations of ICOP shall be based on the Islamic principles as declared in the Holy Qur'an and the Sunnah of the Prophet Mohammed ﷺ (peace be upon him).*

ARTICLE I Name of the Organization

The Islamic Center of Orange Park, Inc. (ICOP)

ARTICLE II A. Mission Statement

The mission of the Islamic Center of Orange Park (ICOP) is to seek the pleasure of Allah (SWT) through establishing a facility for the prayer, education, and religious gathering for the Muslim Community of Greater Orange Park area, Florida and to do all such activities that foster and promote Islam and its heritage as dictated in the Qur'an and the Sunnah of Prophet Muhammad (pbuh)

B. Objectives

1. To promote the principles of al-Islam based on the Holy Qur'an and the Sunnah of Prophet Mohammed (ﷺ) peace be upon him.
2. To form an Islamic organization to establish and promote Islamic education and values.
3. To maintain the facilities owned or operated by the Islamic Center of Orange Park.
4. To foster a better understanding between Muslims and other communities.
5. To strengthen the bond of humanity by providing social services and counseling to all those in need, with special focus on our neighborhood across Orange Park, Florida.
6. To oppose immorality and oppression in all forms, and support efforts for civil liberties and socio-economic justice in society.
7. To cooperate with other organizations for the implementation of this program and unity among Muslims.

ARTICLE III

A. Membership

Any person may apply to become a member of this Organization if he/she agrees to comply with the mission and objectives of the Organization and meets such other criteria as established by the Board of Directors hereof. The application must be endorsed by one active member of the ICOP. All applications for Membership shall be presented to the Board for approval, and approved applicants shall be considered members from the date on which President or Secretary of the ICOP has signed the application.

B. Dues

Each member shall pay regular dues to the Organization as shall be set and determined by the Board of directors from time to time.

ARTICLE IV

Effective dates

The Effective Date for these By-Laws shall be October 16, 2010. Provided however, that the Board of Directors of the Organization existing as of the date of adoption of these By-Laws, hereinafter called the "**Founding Board**", shall have the rights and privileges to take appropriate steps necessary for establishing this Organization, adopting and approving its governing documents, and managing the affairs of the Organization and conducting of elections to elect the future Board of Directors under the bylaws. The founding board of directors will perform their stated responsibilities until the first election of the Organization held on June 2011.

As of July 1, 2011, once the new Board of Directors has been elected, then the Founding Board shall be deemed dissolved, and each member of the Founding Board being terminated as a member of the Founding Board only.

ARTICLE V

Structure of the Organization

1. **General Body (GB):** The general body (GB) shall consist of all the active members of Organization.
2. **Board of Directors (BD): (i.e. Shura Council)** The board of directors shall be an elected or appointed body of active members of the Organization who jointly oversees the activities and administers the affairs of the Organization.
3. **Executive Committee (EC):** The Board of Directors shall elect among themselves a committee of four (4) Executive Officers called the Executive Committee (EC). The EC shall be consist of the (1) President (Ameer); (2) vice president (vice Ameer); (3) Secretary (Moatamid); and, (4) treasurer.
4. **Assistant Officers and Committees.** The Board may, from time to time, appoint such assistant officers and committees from within and outside the GB, as it may deem desirable. Each such officer or committee shall hold office for such period and perform such duties as determined and approved by the BD.
5. **Advisory Council (AC).** The board of directors shall appoint an advisory council consisting of not less than three (3) or more than fifteen (15) members with outstanding contribution in the area of financial support, professional experience and commitment with ICOP.

ARTICLE VI

GENERAL BODY

1. **Definition.** The general body shall consist of the active members of the ICOP, pursuant to article VI - 2 of the bylaws.
2. **Member:** Any person may apply to become a member of the organization if he/she agrees with the mission and objectives of the organization and meets such other criteria as established by the Board of Directors hereof. (See appendix 2) The GB membership application must be endorsed by one active member of the ICOP. All applications for membership shall be presented to the BD for approval, and approved applicant shall be considered to have become Members from the date on which the President or Secretary signed the application.
3. **Membership classification:** There shall be five classes of Membership,
 - a) Family* membership

- b) Individual membership
- c) Student membership
- d) Senior citizen membership
- e) Senior couple membership

* Family shall constitute; a husband, wife and children residing in the same household. Children above 18 years of age those are not residing in the parents' home shall apply for individual membership.

4. **Dues.** Each member shall pay regular dues to the Organization as shall be set and determined by the BD from time to time. If a person fails to pay dues for a calendar year by December 31st of that year, he/she shall be considered to be an inactive member and shall no longer be entitled to receive any of the privileges available to an active member. As soon as an inactive Member has paid all of the dues for the current year, he/she shall be considered to have regained the status of an active Member and shall be entitled to all of the privileges available to active members. Membership dues must be enclosed with the application for membership. *In case of financial inability to pay the due, the BD has the right to waive any dues of a member for a limited period until such inability to pay the dues no longer exists.*
5. **Regular & Annual Meetings.** The Organization must hold an Annual Meeting of the members of the general body in January of each year. The newly elected directors shall take oath for next session (see election article X for election process) or to vote on any other resolution presented by the board or general body. Failure to hold an annual meeting due to any emergency situation at the designated time shall not invalidate the Organization or affect otherwise valid corporate acts. In case of failure to hold the GB meeting; the President or majority of the board or 25% of GB shall have the right to call a special meeting in lieu of regular annual meeting within 60 days from 31st of January.
6. **Special Meetings for GB.** At any time a Special Meetings of the GB may be called by the President or by a majority of the BD or by twenty-five percent (25%) of active members. Request for special meeting shall be made in writing within a 48 hours advance notice.
- In the event a special meeting is called upon by 25% of members, it shall be obligatory on the EC and BD to attend such a meeting, unless their attendance can be excused because of legitimate reason.
- A special meeting may be held in lieu of the annual meeting otherwise not held.
7. **Place of Meetings.** All meetings of the Organization shall be held within a 50 mile radius of ICOP's current principal place of business in the State of Florida or at such other place as may be designated in the notice.
8. **Notice of Meetings.** Not less than three (3) days nor more than thirty (30) days before the date of every meeting of GB Members, the Secretary shall give to each member a written, printed or electronic notice stating the time and place of the meeting.
9. **Quorum.** Unless otherwise provided in the bylaws, at any meeting of the GB, the quorum shall constitute twenty five percent (25%) of GB if total members of GB are greater than 100 members or thirty three percent (33%) of GB if total members of GB are 50-100 members or fifty percent (50%) of GB if total members of GB are less than fifty (50) members.
10. **Rescheduling of a General Body Meeting Requiring a Quorum:** In the absence of a quorum,

the said meeting shall be extended for a period of one-half (1/2) hour. If by this time a quorum has not been reached, the meeting shall be postponed to another date, with prior notice, for a period of at least fourteen (14) days or maximum thirty (30) days. If the quorum is not reached at the second scheduled meeting, the matter in question shall be placed on the ballots via mail/email and shall be decided by the majority active members.

11. **Votes Required.** A majority of the votes cast at a meeting of Members duly called and at which a quorum is present, shall be sufficient to take or authorize action upon any matter which may properly come before the meeting, unless more than a majority of votes cast is required by these By-Laws.
12. **Voting.** Each Member who has been active over the last six months and is above the age of 18 years shall have one (1) vote.
13. **Rights.** Incorporator, EC, BD and member shall NOT have any vested right, interest or privilege of, in or to the assets, functions, affairs or franchises of the Organization, or any right, interest or privilege which may be transferable or inheritable, or which shall continue if his Membership ceases, or while he is not in good standing, provided, that before his Membership shall cease against his consent he shall be given an opportunity to be heard, unless he is absent from the State of Florida.

ARTICLE VII BOARD OF DIRECTORS (BD)

1. **Authority.** The business and affairs of the Organization shall be managed by a Board of Directors. The Board may exercise all the authority of the Organization, except as otherwise provided in these By-Laws. The Board shall keep full and fair accounts of its transactions. The Board shall have an oversight role of the Organization.
2. It is expected that the President (Ameer) shall manage the day to day operations of the ICOP with the help of Executive team, the board of directors, the assistant officers and the advisory council under this controlling documents. However, if at any time, a majority of the Board adopts a resolution that a certain policy or decision of the President is not in the best interest of the community; it shall have the authority to review the said decision with the President and try to resolve the issue. If a satisfactory resolution cannot be achieved, then the Board of Directors shall have the authority to overrule the President's decisions by an affirmative majority vote.
3. **Number of Directors.** The initial number of Directors of the Organization shall be nine (9) however by an affirmative vote of 75% (3/4) of the entire Board, the number of its Directors may be increased or decreased, from time to time, but shall never be less than seven (7) Directors.
4. **Term of Directors.** Each Director shall serve a three (3) year term, except for the initial Directors, who shall be elected for staggered terms, as provided herein. Upon expiration of a director's term, a director could be re-elected as long as he/she is duly nominated and elected by the active members of Organization.
5. **Resignation of Director:** Upon resignation of any director(s), the remaining directors shall have the right to appoint a new director from among the Organization's active members within 30 days by simple majority vote. The newly appointed replacement director's term shall expire on the date of the subsequent annual elections of the Board. If the next election is less than 30 days

from the date of the resignation, no replacement director shall be appointed by the remaining directors.

6. **Volunteer Resignation:** If a director does neither attend two consecutive BD meetings nor send a proxy, he/she is considered to have voluntarily resigned from the Board. He/she will be replaced as per article VII-5.
7. **Diversity of Directors.** To maintain the diversity of the organization, the Board of Directors must not be more than fifty percent (50%) from single foreign country of birth. In case, after a sincere effort is made and BD still failed to meet the diversity requirement, the residual board shall remain functional without diversity clause. This diversity clause shall not be applicable to US born residents.
8. **Regular & Annual Meetings.** The meeting of Board of Director shall be held at least on quarterly base, in January, April, July and October of each year. In the event of scheduling conflict or special circumstances, the meeting shall be held as determined by the Board of directors with ten (10) days notification by mail or email to the board members.
9. **Special Meetings of BD.** Special meetings may be called at the request of 50% of the Board of Directors, in order to deliberate on a specific agenda item(s), provided that such a request conforms to the bylaws of the ICOP. The President (Ameer) must call for such special meeting within ten (10) days and notice shall be served within three (3) days of such request for a meeting.
10. **Place of Meetings.** All meetings of the Board of Directors shall be held within a 50 mile radius of ICOP's current principal place of business in the State of Florida or at such other place as may be designated in the notice.
11. **Notice of regular Meetings.** Not less than three (3) days nor more than thirty (30) days before the date of every meeting of the board, the Secretary shall give to each Board Member a notice, either printed or electronic, stating the time, place and purpose of the meeting.
12. **Urgent/Emergent Meeting:** In case of emergency, the President shall have the right to call an urgent BD meeting. The meeting can be conducted via telephone conference or at an appropriate place. For such an Emergency Meeting there shall be no advance requirements.
13. **Quorum.** Sixty-six percent (66% e.g. 6/9) of the-members of the Board shall constitute a quorum for all the BD meetings.
14. **Rescheduling of a Meeting Requiring a Quorum.** In the absence of a quorum, the said meeting shall be extended for a period of one-half (1/2) hour. If by this time a quorum has not been reached, the meeting shall be postponed to another date, with prior notification by email, for a period of fourteen (14) days. If the quorum is not reached at the second scheduled meeting, the matter shall be placed on the ballots via email and shall be decided by the feedback of participating Board members in seven days.
15. **Votes Required.** A majority of the votes cast at a meeting duly called and at which a quorum is present, shall be sufficient to take or authorize action upon any matter which may properly come before the meeting, unless more than a majority of votes cast is required by these By-Laws.

- 16. Voting.** Each Board Member shall have one (1) vote.
- 17. Proxy.** If a Director is out of town (at least 100 miles from his/her home), or has a personal, family or professional emergency, on the day BD meeting is scheduled, then he/she may appoint another Director to act on his/her behalf by an electronic message proxy or by a signed written proxy. Such a proxy may be used as a vote and shall be valid only for that specific meeting. A Director may not appoint such a proxy for two consecutive regularly scheduled meetings. Any such proxy shall be in the hands of the Secretary prior to the meeting for which that proxy is to be used. The President and the Secretary, acting jointly, shall have the right to reject any proxy which they reasonably deem not to meet the requirements of this section or not to be in proper form. Any Director may not have more than 1 proxy in a given meeting.
- 18. Minutes of the Meetings.** Within ten (10) days from the date of the BD meeting, the Secretary (Moatamid) shall provide written minutes of the meeting to all Board members. At the subsequent BD meeting the board shall either approve or disapprove the accuracy of written minute from the last meeting before advancing any new business.
- 19. Board Meetings open to active Members.** All meetings of the Board shall be open to the ICOP active members. Provided however, that if at any point in the meeting, matters of personal nature or relating to personnel, or matters that should otherwise be discussed confidentially, are to be discussed, the Board shall have right to adopt a closed session to discuss the issue confidentially.
- 20. Election of Board of Directors:** The elections for BD shall be conducted by secret ballot of the active GB members. A simple majority shall prevail unless otherwise provided in the bylaws of ICOP. The first elected board of directors shall constitute nine (9) members. Their term shall be decided according to vote yield by the each candidate director. The first three candidate directors who received the highest vote shall be elected for 3 years term. The following 3 candidate directors who received 2nd highest vote shall be elected for two years term. The next 3 candidates who received 3rd highest vote shall be elected for only one year term. Afterwards, upon the expiration of their term, one third of the entire board of directors shall be elected in November of each year for the term of three years. Their terms shall begin in January of the next year following the election. Any nominee for the position of a director must have been an active member of GB for the past two (2) consecutive years and meet such other criteria established by board of directors. See appendix (2) for criteria for BD. Two year term limit shall not be applicable to first two elections for BD. An employee of Organization shall not be eligible for nomination to the BD.
- 21. Term of Board of Directors.** Initial board of directors of the ICOP shall constitute nine members; on staggered term as described above stated article VII-20. Afterwards one third of entire board shall be elected each year by active members of the ICOP. Upon expiration of their term, current members of the Board of Directors can also be duly nominated and re-elected by active members.

ARTICLE – VIII EXECUTIVE COMMITTEE

- 1. Executive Officers.** At the Annual Meeting, in January of each year, the Board of directors shall choose Executive Officers; a President (Ameer), a Vice-President (Vice Ameer), a Secretary (Moatamid), and a Treasurer. Each executive officer shall be chosen among the Board of Directors only for one year term.

2. **President (Ameer).** The President shall be the chief executive officer of the Organization and shall have general supervision of business and affairs. The President shall preside over all meetings and proceedings of the Organization. He may sign and execute in the name of the Organization all mortgages, bonds, contracts, or other instruments as authorized by the Board, except in cases in which the signing and execution thereof shall have been expressly delegated to some other office or agent of the Organization; and, in general, he shall perform all such duties of the Chief Executive Officer of an Organization, and such other duties as, from time to time, may be assigned to him by the Board.
3. **Vice-President.** The Vice-President at the request of the President or in his absence, or during his inability to act, shall perform the duties and exercise the function of the President, and when so acting shall have the Authority of the President. The Vice-President shall have such other Authority and perform such other duties as may be assigned to him by the Board or the President.
4. **Secretary.** The Secretary shall keep minutes of the meetings of the Board in books provided for the purposes; he/she shall see that all notices are fully given in accordance with the provisions of the By-Laws, or as required by law; s/he shall be the custodian of records of the Organization; he/she shall see that the corporate seal is affixed to all documents, the execution of which, on behalf of the Organization, under its seal, is duly authorized, and when so affixed may attest the same; and in general, s/he shall perform all duties incident to the office of a Secretary of a Organization, and such other duties as from time to time may be assigned to him by the Board or the President. The Secretary; at the request of the President or the Vice-President, or when both the President and the Vice-President are absent or are unable to act, shall perform the duties and exercise the function of the President.
5. **Treasurer.** The Treasurer shall have charge of and be responsible for all funds, securities, receipts, and disbursements of the Organization, and shall deposit, or cause to be deposited, in the name of the Organization, all monies or other valuable assets in such banks, trust companies, or other depositories as shall, from time to time, be selected by the Board; he shall render to the President and to the Board, prior to its Regular Quarterly Meetings and whenever requested, an account of the financial condition of the Organization, and in general, he shall perform all the duties incident to the office of a Treasurer of a Organization; and such other duties as may be assigned to him by the Board or the President.
6. **Assistant Officers and Committees.** The Board may, from time to time, appoint such subordinate officers and committees, as it may deem desirable. Each such officer or committee shall hold office for such period and perform such duties as the Board or the President may prescribe. The Board may, from time to time, authorize any committee or officer to appoint and remove subordinate officers and sub-committees, and prescribe the duties thereof. As situation desires, the assistant officer or member of committees may be chosen from non-member of Organization.
7. **Removal.** Any officer of the Organization may be removed by the Board whenever, in its judgment, it is in the best interests of the Organization. Such a removal shall require at least 70% affirmative vote by the board of Directors.

**ARTICLE - IX
RELIGIOUS DIRECTOR (IMAM)**

1. **Religious Director (Imam).** The Board of Directors shall appoint the Director of Religious affairs (i.e. Imam) based upon the recommendation of the imam search committee.
2. **Imam search committee:** The imam search committee shall be established by the BD.
3. **Tenure.** The tenure of office of the Religious Director shall be determined by the Board of Directors.
4. **Qualifications of the Religious Director (“Imam”).** Imam must be a Practicing Muslim and should have an excellent Islamic education, reputation of high Islamic moral character and *Taqwa*. He shall have ability to fluently communicate with the community at large and to promote and foster Islamic teachings in line with mission of the ICOP. Imam must meet such other qualifications as mentioned thereafter. (See appendix 3 for Qualifications of Imam)
5. **Duties and Responsibilities of the Religious Director.** The Religious Director (Imam) shall be responsible for all religious services of the ICOP. The Religious Director shall be an ex-officio non-voting member of the Board. The Religious Director shall perform his duties with assistance from the Committee of Religious affairs. (See appendix 3 – Imam qualification and responsibilities)

**ARTICLE - X
ELECTION**

1. **Nomination Council for Election (NCE).** A Nomination Council for Election shall consist of five permanent members appointed by the 2/3 majority of Board of Directors. The NCE shall be structured on the criteria as discussed in appendix 4.
2. **NCE Responsibilities:** The election committee shall administer the elections for the board of directors of the ICOP according to this bylaw. The NCE shall receive, review and approve/disapprove all the nominations for BD candidate position. The NCE shall prepare and inform to the members of the GB about the election procedures. It shall conduct the elections and announce the results of the elections as per this bylaw.
3. **Election Process.** All nominations for BD shall be delivered in writing to the NCE before or on October 31st, of each year. Each nomination must be endorsed by two active members and accepted by the nominee. NCE shall confirm and approve the nominees based on the criteria established herein (appendix 2). The NCE shall prepare a brief bio about each candidate and circulate to all active member of Organization with ballot. The NCE shall conduct the vote via secret ballot. All ballots shall be dispatched prior to November 15th and must be received back to NCE committee on or before November 30th. The election result shall be announced by NCE Chairperson within 48 hours of compilation of all ballots.
4. **Proxy Vote.** There shall be no vote by proxy.
5. **Voting age.** The minimum voting age shall be 18 years.

ARTICLE - XI
FINANCE

1. Membership Dues. The Annual dues for different membership classes shall be:

- | | |
|----------------------------------|----------|
| a) For Family* membership | \$120.00 |
| b) For Individual membership | \$50.00 |
| c) For Student membership | \$15.00 |
| d) For Senior citizen membership | \$40.00 |
| e) For Senior couple membership | \$60.00 |

*A family shall include; husband, wife and children residing in same household.

Dues must be paid by December 31st of fiscal year to maintain the active member status.

2. Endowment Fund. An endowment fund shall be established. The funds shall be invested in Islamically acceptable securities. Additional deposits in this fund shall be those donations that are designated by Donors for this purpose and other funds that the Board may specify from time to time.

3. Fundraising. The Board of Directors of ICOP shall have the authority to raise funds through conducting activities such as Friday Collection, Ramadan Program, Annual fund raiser banquet, phonathon, Eid festivals or any other means deemed feasible by the Board of Directors.

4. Checks, Drafts, etc. All orders for payment of money, notes, and other evidences of indebtedness, issued in the name of the Organization, shall, unless otherwise provided by resolution of the Board, be signed by the Treasurer or President. In their absence, Secretary of the Organization shall sign all the checks and drafts for payment.

5. Authorization of Expenditures. The President after consultation with one of the executive member (EC) shall be able to authorize up to five thousand dollars (\$5,000.00) on urgent expenditures relating to the repair, maintenance, or improvement of the ICOP facilities. All expenditures in excess of these said limits (i.e. \$5000.00) must be approved by the Board. Except in case of extreme emergency, all such approvals of the Board must be secured prior to incurring or making of commitments for such expenditures. All major projects (costing more than \$50,000.00) should be communicated to members and community for feedback.

6. Auditors: The Board of Director shall appoint first an internal auditor then external auditor annually who shall review the financial statement of the Organization and present the report to the board of director before posting the financial statement for review by the General Body.

7. Annual Reports. There shall be a full and correct statement of the financial affairs of the Organization prepared annually, including a Balance Sheet and a Statement of Operations for the preceding fiscal year, which shall be submitted at the annual meeting of the Board and be available for review by any Member in good standing of the Organization in the principal office of the Organization. Such statements shall be prepared by such executive office of the Organization as may be designated by the Board and review by auditor. If no such designation is so made, it shall be the duty of the President, the Vice-President, the Secretary, and the Treasurer to cause such statements to be prepared.

8. Fiscal Year. The fiscal year of the Organization shall be January 1 through December 31, unless otherwise approved by the Board.

ARTICLE - XII
SUNDRY PROVISIONS

1. **Seal.** The Board shall provide a suitable seal, bearing the name of the Organization, which shall be in charge of the Secretary. The Board may authorize one or more duplicate seals and provide custody thereof.
2. **Bonds.** The Board may require any officer, agent, or employee of the Organization to give a bond to the Organization, conditioned upon the faithful discharge of his duties, with one or more sureties, and in such amount as may be satisfactory to the Board. The Organization shall pay for all such bonds.
3. **Grants to Other Organizations.** The Board of Directors shall review all requests for funds from other Organizations. The Board shall require that such requests specify use to which the fund shall be put, and if the Board approves the request, it shall authorize payment of such funds to the approved grantee. The Board shall require that grantee furnish a periodic accounting to show that the funds were expended for the purpose for which funds were approved by the Board of Directors. The Board may in its absolute discretion, refuse to make any grants or contributions or otherwise render financial assistance to or for any or all the purposes for which funds were requested. After the Board has approved a grant to another Organization for a specific project or purpose, ICOP may solicit funds for the grant to the specifically approved project or purpose of other Organization.

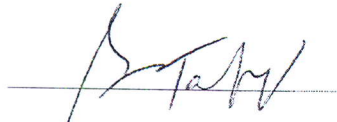
However, the Board of Directors shall at all times have the right to withdraw the approval of the grant and use the funds for other Islamic charitable, scientific, or educational purposes.

4. **Indemnity.** The Organization shall indemnify any and all directors or officers, former directors or officers, active members of ICOP, any person who may have served at its request as director, or officer of another Organization in which it owns shares of capital stock of which it is a creditor against expenses actually and necessarily incurred by them, in connection with the defense of settlement of any action, suit, or proceedings brought or threatened in which they, or any of them, are or might be made parties, or a party, by reason of being or having been directors or officers or director or officer of ICOP, or of such other Organization, except in relation to matters as to which such director or officer or former director or officer or active member of ICOP or person shall be adjudged in such action, suit, or proceedings to be liable for negligence or misconduct in the performance of duty. Such indemnity shall not be deemed exclusive or any rights to which those indemnified may be entitled, under any by-law, agreement, vote of members, or otherwise.
5. **Arbitration.** Arbitration shall be the sole means to reach resolution for all otherwise litigable conflicts that may arise among the ICOP members, directors, officers, employees, the persons served by the Organization and all members of the committees or subcommittees. Arbitration shall be based on the Quran and the Sunnah of the Prophet, ﷺ (peace be upon him). The decision of the Arbitrator(s) is final and binding and cannot be appealed in court. The arbitrators shall be from those scholars with knowledge in Islamic Fiqh and who are not paid or employed by ICOP. This arbitration clause shall be integrated, as appropriate, in the employment contracts, membership application forms, and all other contracts in which ICOP is a party. In case, employee/person is non-Muslim than arbitration shall be done by agreed upon arbitrator by both parties.
6. **Amendments to By-Laws.** Proposed amendments to the By-Laws of the Organization shall be presented to the Secretary in writing. Unless required otherwise by law, these By-Laws may be

altered, amended, or repealed and new By-Laws shall be adopted only by an affirmative vote of three-fourth (3/4 or 75%) of all the Directors of Organization or majority (more than fifty percent - 50%) of all active members of GB; taken at any regular or special meeting of the Board or GB at which at least a quorum is present, provided that at least five (5) days prior written notice is given to the secretary with the intention to alter, amend, or repeal or to adopt new By-Laws at such meeting. Such notice to the secretary shall include a specific reference by Article of the By-Laws, which would be affected.

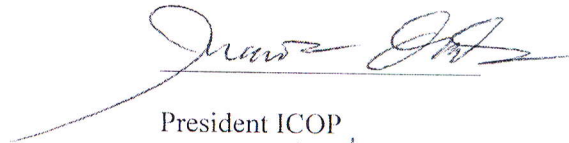
7. **Dissolution.** The ICOP shall stand dissolved on the vote of ninety (90) percent of the active members. Upon the dissolution of ICOP in accordance with this article XII-7, the active members, after paying or making provision for the payment of all liabilities of the ICOP shall dispose of all the assets of the ICOP to any Islamic Organization(s), organized under the existing Internal Revenue Code or the corresponding provisions of the future United States Internal Revenue Service regulations.
8. **Other Provisions.** If Florida's law requires that the ICOP to include other clauses pertaining to its legal status as a charitable, educational and religious Organization recognized by the Internal Revenue Service as Tax-exempt Organization, those clauses shall be added here. The ICOP bylaw shall abide by rule and regulation of Florida statute of not for profit Organization with 501 (3) c status.

Certified that these By-Laws were adopted by the Board of Directors of the Islamic Center of Orange Park (ICOP), Inc at its meeting held on October 16, 2010.



Secretary ICOP

Date: 12-12-2010



President ICOP

Date: 12/12/2010

(Saturday - October 16, 2010).