



**Constitution & By-Laws of the Muslim Community of
Troy, New York**

June 2006

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IN THE NAME OF ALLAH, MOST GRACIOUS, MOST MERCIFUL

The Constitution & By-Laws of the Muslim Community of Troy, New York

Preamble

We, the members of Muslim Community of Troy, New York **aspiring** to be a community “enjoining what is right, forbidding what is wrong, and believing in Allah” (The Qur’an, 3:110),

conscious of the injunctions to “Hold fast, all together, to the bond with Allah and be not divided” (The Qur’an, 3:103) and “Help one another to virtue and God-consciousness and do not help one another to sin and transgression” (The Qur’an, 5:2),

hereby adopt the following Constitution for the governance of Muslim Community of Troy, hereinafter called the Organization or MCT, and pledge to abide by its provisions.

CONSTITUTION

Article 1: Name

The name of the organization shall be “The Muslim Community of Troy” (MCT for short).

Article 2: Headquarters

The Organization shall maintain its headquarters in the state of New York.

Article 3: Legal Status

The Organization shall be registered in the State of New York as a religious non-profit organization under section 501 (c) (3) of the U.S. Federal Tax Code.

Article 4: Aims and Purposes

The aims and purposes of the Organization are to provide Islamic teaching and worship services to its members in accordance with the Not-For-Profit Corporation Law of the State of New York and as an exempt organization under section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax law.

The Organization shall:

- a. Provide Islamic teachings and worship services to its members
- b. Strengthen fraternal bonds and brotherly relations among Muslims
- c. Promote friendly relations with people of other faith and present Islam to them
- d. Cultivate cooperation with existing Muslim organizations and communities

Article 5: Membership

Any Muslim, 17 years or older, residing in the states of New York, Massachusetts, Vermont, or Connecticut who:

- a. believes that there is no one who is to be worshipped except Allah and that Mohammad Bin Abdullah (peace be upon him) is His last and final Prophet and Messenger
- b. accepts the purposes of the Organization and
- c. wishes to be affiliated with the Muslim Community of Troy

is eligible to become a member subject to the conditions as laid down in article 2 of the By-laws.

Article 6: Structure

The Organization shall consist of the following:

- a. General Body
- b. Advisory Council
- c. Board of Trustees
- d. Board of Directors
 - i. Executive Committee
 - ii. Standing and Ad Hoc Committees
 - iii. MCT Affiliates

Article 7: General Body

- a. The General Body shall consist of all the members of the Organization.
- b. Annual General Body meeting shall be held for the purposes of:
 - i. Announcement of the newly elected members of Board of Directors and Board of Trustees.
 - ii. Presentation of annual reports by Board of Directors and its committees
 - iii. Conducting any other business deemed necessary
- c. Special General Body meetings may be called by the Board of Directors, or by not less than one-third of the members.

Article 8: Advisory Council

- a. The Advisory Council shall consist of experts in *Shariah* and other Muslims who have achieved distinction in their fields.
- b. The Imam shall be the Convener of the Council. He shall in consultation with the Board of Directors and the Board of Trustees select members to the Council. In the absence of Imam, the Chairman of the Board of Trustees shall be the Convener.
- c. The members of the Advisory Council need not be members of the Organization.
- d. As members of the Advisory Council they shall receive no compensation for rendering services to the Organization.

Article 9: Board of Trustees

The Board of Trustees shall consist of five members who fulfill the following requirements:

- a. They shall be members of MCT in good standing for at least 36 consecutive months prior to the election.
- b. They shall be legal residents of the United States and residents of the states New York, Massachusetts, Vermont, or Connecticut.
- c. They shall receive no compensation for services rendered to the Organization in the capacity of a Trustee.
- d. A replacement for an outgoing Trustee shall be made jointly by the Board of Directors and the Board of Trustees in consultation with the Advisory Council as outlined in Article 15 of this Constitution.

Article 10: Board of Directors

The Board of Directors shall initially consist of seven members (to be increased to nine at a later date as determined by the General Body), four of which shall comprise the Executive Committee of the Organization. The appointed Imam shall be a non-voting (except as a tie-breaker) ex-officio member of the Board of Directors. The affairs of the Organization shall be managed by the Board of Directors in consultation with the Advisory Council. The Directors shall meet the following requirements:

- a. They shall be members of MCT in good standing for 24 consecutive months prior to the election.
- b. They shall be legal residents of the United States and residents of the states of New York, Massachusetts, Vermont, or Connecticut.
- c. They shall receive no compensation for services rendered to the Organization in the capacity of a Director.
- d. They shall be elected as outlined in Article 15 of this Constitution.
- e. They shall not serve for more than two consecutive terms on the Board.

Article 11: Executive Committee

The Executive Committee, which is a sub-set of the Board of Directors, shall consist of the following officers of the Organization:

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer

The Executive Committee shall be responsible for implementing the policies and achieving the goals of the Organization as outlined in Article 4 of this Constitution.

Article 12: Standing and Ad Hoc Committees

For deliberate and efficient execution of the Organization's goals and objectives, there shall be special committees, such as Masjid Maintenance, Social and Community Relations, Youth and Children Affairs, etc. The Board of Directors shall appoint the committee chairs and provide them with general guidelines. The members of these committees need not be members of the Organization. To the extent possible, each Director should serve on one of these committees.

Article 13: MCT Affiliates

In the spirit of cooperation with existing Muslim organizations, MCT may accord Affiliate status to a Muslim organization for the purpose of efficiency of operation of common goals. The decision to do so shall rest with the Board of Trustees subject to the limitations of religious non-profit organization under section 501 (C) (3) of the U.S. Federal Tax Code.

Article 14: Functions, Duties and Responsibilities

Section 14.1: Advisory Council:

- a. The Council shall serve as an advisory body to the Board of Trustees, the Board of Directors, and all functional committees of MCT.
- b. They shall play a defining role in any dispute or grievance within the Organization. When making decisions that involve basic and fundamental matters of *Shariah*, their ruling shall be binding.
- c. They may attend any and all meetings of the Organization at their discretion as non-voting observers.

Section 14.2: Board of Trustees:

The Board of Trustees shall have the following duties and responsibilities:

- a. They shall act as guardian of the MCT mosques. They shall also act as guardian of any other real estate, or business venture of the Organization and all of its funds.
- b. They shall engage in long term planning and policy making for the organization.
- c. They shall provide guidelines to the Board of Directors for preparing the annual budget.
- d. They shall review and approve or disapprove any transaction of real estate, including selling, buying, financing and construction, when duly prepared and submitted by the Board of Directors.
- e. They shall provide guidelines to the Board of Directors for hiring employees and making salary decisions.
- f. In consultation with the Advisory Council, they shall act as arbiter in matters of conflict, grievance, or misunderstanding. When making decisions that involve basic and fundamental matters of *Shariah*, the advice of the Advisory Council shall be binding.
- g. They shall meet at least once every three months to review the affairs of the Organization.
- h. A Trustee who is absent without valid reason from three consecutive meetings of the Board shall forfeit the membership on the Board.
- i. The Board of Trustees shall elect a Chairman and a Secretary from among themselves.
- j. The Chairman shall conduct the Board meetings and the Secretary shall keep the record of the proceedings.

Section 14.3: Board of Directors:

The Board of Directors shall have the following duties and responsibilities:

- a. Plan, manage and execute the activities so as to accomplish the purposes and objectives of the Organization.
- b. Appoint standing and ad hoc committees as needed.
- c. Carry out policies and decisions of the Organization in consultation with the Board of Trustees.
- d. Appropriate funds for various activities in consultation with the Board of Trustees.
- e. Appoint an official spokesperson and liaison in all external affairs of the Organization. The President may be that spokesperson.
- f. Promote social interaction among all members of MCT by various means, such as picnics, visitations, mentoring, and bonding.
- g. Approve appointment, tenure, and salaries of the employees of the Organization in consultation with the Board of Trustees.
- h. Establish procedures in routine matters and recommend amendments to the By-laws and the Constitution as needed.
- i. Elect jointly with the Board of Trustees and in consultation with the Advisory Council a replacement for any outgoing Trustee as outlined in Article 15 of this Constitution.
- j. Elect members of the Executive Committee as outlined in Article 15 of this Constitution.
- k. Review and approve or disapprove MCT membership applications.
- l. Meet at least once every month on a regular basis to carry out the affairs of the Organization.
- m. A simple majority of the Board of Directors present and voting shall adopt all ordinary resolutions, with the Imam casting the tie-breaking vote when present.
- n. A Director who is absent without valid reason from three consecutive meetings of the Board or a total of five in a 12 month period, shall forfeit the membership on the Board of Directors.

Section 14.4: Executive Committee:

The officers of the Executive Committee shall have the following duties and responsibilities:

Section 14.4.1: President

The President shall:

- a. Be responsible for general management of all activities of the Organization.
- b. Call and preside over the meetings of the Board of Directors, Executive Committee and General Body.
- c. Designate members and/or seek outside help to carry out any special task.
- d. Present the Annual Report and the Budget to the General Body at the annual meeting. Make available written copies of the Annual Report.
- e. Co-ordinate activities with other Muslim Organizations.

Section 14.4.2: Vice-President

The Vice-President shall:

- a. Assist the President in executing his/her responsibilities as the presiding officer of the Organization.
- b. In the absence of the President, the Vice-President shall assume the responsibilities of the President for seamless functioning of the Organization.

Section 14.4.3: Secretary

The Secretary shall:

- a. Take minutes of all General Body, Board of Directors, and Executive Committee meetings, and maintain a minutes' folder or notebook.
- b. Prepare the agenda and notify the Board of Directors, Board of Trustees, and the General Body of the scheduled meetings.
- c. Be responsible for the correspondence of the Organization.
- d. Prepare the annual report for presentation in the Annual General Body meeting.

Section 14.4.4 Treasurer

The Treasurer shall:

- a. Maintain records of all financial transactions of the Organization.
- b. Collect and deposit all funds received on behalf of the Organization in the Asset account of the Organization as outlined in article 16, section 16.3 (c) of this Constitution.
- c. Pay bills as authorized by the Board of Trustees and the Board of Directors.
- d. Prepare the Organization budget for the Board of Directors.
- e. Prepare the Annual Financial Statement for presentation in the General Body meeting.
- f. Maintain and update the list of all members of the Organization.
- g. Verify that necessary financial papers are filed by the retained accountant with the IRS and other institutions.

Article 15: Elections and Terms of Office

Section 15.1: Election Committee

- a. The Board of Directors shall appoint an election commissioner who in turn shall select two persons to form an Election Committee of three. All members of the Election Committee shall be members of MCT in good standing for at least 24 consecutive months.
- b. The members of the Election Committee may not be members of the Board of Trustees or the Board of Directors. They may not contest for a position for which they will be conducting the election.
- c. The Election Committee shall conduct the elections for incoming members of the Board of Directors during the annual General Body meeting.

Section 15.2: Election of Board of Directors

- a. The Directors shall be elected by the General Body for terms staggered by one year.
- b. Full term of office for a Director shall be three years.
- c. The Election Committee shall conduct the election in accordance with the procedures outlined in the By-laws.
- d. In case of an unexpected vacancy, the Board of Directors may appoint a member of their choice. The new member shall serve to the end of the election year, when a new Director shall be elected by the General Body for the remaining term of the vacating Director.

Section 15.3: Election of Executive Committee

- a. The Board of Directors shall elect from among them the four members of the Executive Committee.
- b. The term of office for members of the Executive Committee shall be one year, but they may be re-elected while they remain members of the Board of Directors.
- c. In case of a vacancy, the Board of Directors shall fill in the vacancy from among them. The new member of the Executive Committee shall serve the remaining term.

Section 15.4: Election of Board of Trustees

- a. There shall be five members on the Board of Trustees with terms of office staggered by one year.
- b. Full term of office for a Trustee shall be five years.
- c. On the completion of the term of an existing Trustee, a new Trustee shall be elected for a full term.
- d. In case a Trustee leaves before the end of the full term, a replacement shall be elected in a timely fashion for the remaining term as stated in Article 14, Section 14.3 (i) of the Constitution.
- e. The Board of Directors and the Board of Trustees, in consultation with the Advisory Council, shall jointly elect all incoming Trustees by simple majority. In case of a tie, the Imam shall cast the tie-breaking vote.
- f. A Trustee whose term of appointment is ending and who is a candidate for re-election may not vote in his/her own re-election.
- g. A Trustee, if re-elected, may serve for consecutive terms.
- h. The members of the Board of Trustees shall not be elected for any other office of the Organization while serving their terms on the Board.

Section 15.5: Advisory Council

- a. The members of the Advisory Council are selected by the Imam in consultation with the Board of Trustees.
- b. Their terms of appointment may vary based on the community needs.
- c. Typically there may be 3 to 5 advisors at any time. Some of these may be ad hoc appointments to address a specific issue at a particular time.

Section 15.6: Suspension and Removal

Suspension of Director(s):

- a. Any Director on the Board of Directors engaged in acts contrary to the Shariah shall be subject to removal from the Board.
- b. A Director on the Board of Directors may be suspended from the Board on any ground as follows:
 - i. The President, based on two-thirds majority of joint Board of Directors and Board of trustees in favor of the decision, gives a written notice of suspension along with the charges for suspension to the said Director.
 - ii. If the said Director does not appeal the decision within two weeks of receiving the letter from the President, the decision to suspend shall be final and binding.
 - iii. If the said Director appeals the decision within two weeks in writing, explaining why the decision is not justified, the President shall refer the matter to the Advisory Council within one week of receiving the appeal.
 - iv. The Advisory Council shall appoint within two weeks of receiving the appeal a panel to review the charges.
 - v. The panel shall within two months of its formation give its opinion on confirming, revoking or reducing the suspension to the Advisory Council.
 - vi. The Advisory Council shall make the final decision which shall be binding on all involved parties.

Suspension of Trustee(s):

- c. Any Trustee on the Board of Trustees engaged in acts contrary to the Shariah shall be subject to removal from the Board.
- d. A Trustee on the Board of Trustees may be suspended from the Board on any ground as follows:
 - i. The Chairman of the Board of Trustees, based on a majority vote of the Board of Trustees and two-thirds majority vote of joint Board of Directors and Board of trustees in favor of the decision, gives a written notice of suspension along with the charges for suspension to the said Trustee.
 - ii. If the said Trustee does not appeal the decision within two weeks of receiving the letter from the Chairman, the decision to suspend shall be final and binding.
 - iii. If the said Trustee appeals the decision within two weeks in writing, explaining why the decision is not justified, the Chairman shall refer the matter to the Advisory Council within one week of receiving the appeal.
 - iv. The Advisory Council shall appoint within two weeks of receiving the appeal a panel to review the charges.
 - v. The panel shall within two months of its formation give its opinion on confirming, revoking or reducing the suspension to the Advisory Council.
 - vi. The Advisory Council shall make the final decision which shall be binding on all involved parties.

ARTICLE 16: Finances

Section 16.1: General

Membership fees, contributions, donations and funds from other legitimate sources shall finance the Organization. All monies raised by or on behalf of the Organization shall be used to further the aims and objectives of the Organization, and for no other purpose.

Section 16.2 Bequests and Legacies

The Organization shall be prepared to receive bequests, legacies and other gifts, and to form trusts or receive trust funds. All such gifts shall be vested in the Board of Trustees, subject to any conditions imposed by the Donor, Testator, or the accompanying Trusts.

Section 16.3: Operational

- a. A financial statement shall be presented by the President and/or the Treasurer in the Annual General Body meeting for the information and approval of the members.
- b. A fiscal year for accounting purposes shall be from January 1 to December 31.
- c. MCT shall maintain two accounts designated as: (i) Asset Account, (ii) Operating Account.
- d. All contributions and donations received by the Organization shall be deposited in the Asset Account.
- e. Authorization from the Board of Trustees shall be required to transfer funds from the Asset Account to the Operating Account.
- f. Disbursement of funds from the Asset Account shall require the joint signatures of the Treasurer and the Chairman of Board of Trustees or in the absence of the Chairman, the signature of the Secretary of the Board of Trustees.
- g. Disbursement of funds from the Operating Account shall require the joint signatures of the Treasurer and the President of the Organization. The President may choose to waive this requirement under certain circumstances.
- h. The books of the Organization shall be audited annually by a Certified Public Accountant.

ARTICLE 17: Amendments

- a. The precepts of the Preamble of this Constitution are not subject to amendment.
- b. No amendment contrary to the teachings of the Quran and the Sunnah shall be entertained.
- c. A proposal for amendment(s) to the Constitution may be initiated by the Board of Trustees, the Board of Directors, or by a petition from 20 voting members or 20% of voting membership (whichever is larger).
- d. The petition for amendment(s) from the voting members must be presented to the Board of Directors in writing at least 120 days prior to the Annual General Body Meeting.
- e. The Executive Committee shall provide in writing all amendments to the Constitution to its Secretary at least 90 days prior to the Annual General Body meeting.

- f. The secretary shall mail the proposed amendment(s) to the voting members at least 60 days prior to the Annual General Body meeting.
- g. An affirmative vote by two-thirds majority of the voting members present shall be necessary for the adoption of any amendment to the Constitution.
- h. If it is decided in the Annual General Body Meeting to revise the amendments before final vote, such revision and subsequent voting shall take place expeditiously.

ARTICLE 18: Quorum

- a. A presence of at least fifty percent plus one of the voting members at any General Body meeting shall constitute the quorum for the meeting.
- b. If fifty percent plus one of the voting members are not present in the first General Body meeting, a second General Body meeting shall be called for the same purpose within three weeks for which the quorum requirement shall be reduced to thirty percent of the voting members.
- c. If thirty percent of the voting members are not present in the second General Body meeting, a third General Body meeting shall be called for the same purpose within three weeks for which the quorum requirement shall be reduced to twenty percent of the voting members.
- d. A presence of at least four-fifths of the Trustees at any Board of Trustees meeting shall constitute the quorum for the meeting.
- e. The presence of at least two-thirds of the members of Board of Directors at any Board of Directors meeting shall constitute quorum for the meeting.

ARTICLE 19: Procedures

- a. A person who is a member in good standing for 90 days shall have the right to vote.
- b. All meetings of the Board of Trustees, the Board of Directors, the Executive Committee and General Body shall be held in accordance with, established and recognized parliamentary procedures.
- c. All meetings should be open to the members, unless stated otherwise.
- d. When the General Body is not in session, the decision of the Board of Trustees on the interpretation of any clause contained in this Constitution shall be final.

ARTICLE 20: Dissolution

In case of dissolution, the funds and the other assets of Organization, after defraying all the outstanding debts and liabilities, shall be donated to one or several registered tax-exempt Islamic organization(s) by the Board of Trustees pursuant to IRC 501 (c) (3).

BY-LAWS

Article 1: MCT Calendar

- c. The fiscal year for the Organization shall be the same as the calendar year (January 1 to December 31).
- d. The membership year shall be the same as the calendar year.
- e. The term of office for the elected Directors, Trustees, and the Executive Committee shall start on April 15.
- f. There shall be an annual General Body Meeting held in the month of March. Annual Election results must be announced in the annual General Body Meeting.

Article 2: Membership

Section 2.1: Application

A person wishing to become a Member shall:

- a. Satisfy the requirements as outlined in Article 5 of the Constitution
- b. File an MCT membership application with the Board of Directors
- c. Perform (after the membership has been confirmed) at least 12 hours of mutually agreed upon community service per year
- d. Pay membership dues as determined by the Board of Directors

Section 2.2: Rights and Privileges

After the membership application has been accepted by the Board of Directors:

- a. A member shall have full voting rights provided he/she has been a member in good standing for not less than 90 days and has performed 3 hours of community service prior to the time of the vote
- b. All members shall receive a non-transferable membership for the fiscal year.
- c. If a membership application is rejected by the Board of directors, the applicant may appeal in writing within a month after the rejection to the Board of Trustees. The decision of the Board of Trustees, in consultation with the Advisory Council, shall be final and binding.

Section 2.3: Termination of Membership

- a. Upon charges brought against any member in writing and filed with the Secretary, and upon hearing by the Board of Directors constituting the quorum at any regular or special meeting called for such purpose, a member may be expelled or suspended. A member so expelled or suspended may appeal to the Board of Trustees for reinstatement of his/her membership. The decision of Board of Trustees in consultation with the Advisory Council shall be final and binding.
- b. Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member of the obligation to pay dues, assessments or other charges theretofore accrued and unpaid.

Article 3: Meetings

- a. The General Body meetings shall be held at such place and time as the Board of Directors designate subject to Article 1 (d) of these By-laws.
- b. The notice of a General Body meeting shall be mailed to all members at the address shown on the mailing list not more than thirty days prior to the date of the meeting and not less than ten days prior to the date of the meeting.
- c. The Board of Trustees shall have at least four regular meetings in a year.
- d. The Board of Directors shall have at least 12 regular meetings during a year.
- e. Board of Directors' and Board of Trustees' regular meeting dates and place for the entire year shall be posted on the Masjid Bulletin Board.
- f. As a rule, all formal meetings of the Board of Directors and the Board of Trustees shall be open to all members and the Advisory Council.
- g. The Board of Directors and the Board of Trustees may choose to restrict attendance to some meetings (part or whole), in which case they shall make an announcement in advance.

Article 4: Elections

Section 4.1: Board of Trustees

- a. In a General Body meeting called by the existing Shura for the purpose of transitioning to this new Constitution and By-laws, the Board of Trustees shall be elected by a resolution from the floor as follows:
 - i. One Trustee for a period of five years
 - ii. One Trustee for a period of six years
 - iii. One Trustee for a period of seven years
 - iv. One Trustee for a period of eight years
 - v. One Trustee for a period of nine years

In this first time election of the Board of Trustees, 36 month membership requirement as outlined in article 9 (a) of the constitution shall be waived.

- b. On the completion of the term of a Trustee or in case of a vacancy, a replacement shall be elected according to article 15, section 15.4 of the Constitution.

Section 4.2: Board of Directors

- a. Immediately following the election of the Board of Trustees according to section I (a) above, the Board of Trustees shall facilitate the election of seven Directors as follows:
 - i. Two Directors for one year
 - ii. Two Directors for two years
 - iii. Three Directors for three years
- b. All subsequent elections of Directors shall be conducted by the Election Committee as follows:
 - i. The Election Committee shall seek nominations from the General Body to replace outgoing Directors and obtain the consent of the nominees to place their names on the ballot.

- ii. The Election Committee shall mail voting instructions and introductory statements from the nominees to the qualified members at least two weeks before the General Body meeting. If there are additional nominations from the floor, these nominees must be present in the meeting and make introductory statements prior to the elections.
- iii. The Election Committee shall conduct the elections during the annual General Body meeting, and announce the result before the end of the meeting.
- c. Full term of office for the Directors shall be three years as stated in article 15, section 15.2 (b) of the Constitution.
- d. An unexpected vacancy on the Board shall be filled according to Article 15, section 15.2 (d) of the Constitution.
- e. A Director may not serve more than two consecutive terms in office.

Section 4.3: Executive Committee

- a. The Election Committee shall communicate the names of the newly elected Directors to the Board of Directors prior to the General Body Meeting.
- b. The new Board of Directors shall inform the Election Committee for announcement to the General Body about the newly constituted Executive Committee according to Article 15, section 15.3 of the Constitution.

Article 5: Record Maintenance

The Board of Directors shall maintain correct and complete records of all the business of the Organization. Such records and books shall be available for inspection, upon request at reasonable notice, to the members. In particular:

- a. The Secretary, with assistance from one of the Directors, shall take minutes of all the meetings and maintain permanent record of meeting agendas, minutes, resolutions, and correspondence of the Organization.
- b. The Treasurer, with assistance from one of the Directors, shall maintain a record of all income, expenses, and related receipts. Also, the Treasurer shall provide financial reports as needed as part of the minutes of the meetings of the Organization.

Article 6: Amendments to By-laws

These By-laws may be amended or repealed, and new By-laws may be adopted, with prior approval of the Board of Trustees, by a majority of the Board of Directors present at any regular meeting provided that at least one week written notice of the intention is given to all Directors. Such amendments must be ratified by a simple majority of the members present in the following General Body meeting.