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In the Office of the Secretary of State
of the State of California

AUG 10 1994

ARTICLES OF INCORPORATION

AMERICAN MUSLIN ALLIANCE

THE STATE, Acting Secretary of State

One. The name of this corporation is AMERICAN MUSLIN ALLIANCE.

Two. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for public and charitable purposes. The specific purpose for which this corporation is organized is to educate the Muslim community and others on the history and laws of the United States and on affirmative participation in civic activities on a non-partisan basis.

Three. The name and address in the State of California for this corporation's initial agent for service of process is: Agha Saeed, 2154 University Avenue, Berkeley, California, 94704.

Four. This corporation is organized and operated exclusively for educational purposes. The corporation shall neither have nor exercise any power nor engage in any activity which would prevent it from qualifying and continuing to qualify as an organization described in §501(c)(4) of the Internal Revenue Code as amended.

Five. The names of the three persons appointed to act as the initial Directors of this corporation are:

Agha Saeed	Khawaja Ashraf
2154 University Avenue	2154 University Avenue
Berkeley, CA 94704	Berkeley, CA 94704
Ijaz Syed	
2154 University Avenue	
Berkeley, CA 94704	

Six. No part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member of the corporation.

Seven. Upon the dissolution or liquidation of this corporation, the assets remaining after payment of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for a

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charitable purpose and which has established its tax-exempt
status under §501(c)(3) of the Internal Revenue Code.

Dated:

John S. Sacco
John S. Sacco, Director

John S. Sacco
John S. Sacco, Director

John S. Sacco
John S. Sacco, Director

We the above-entitled initial directors of this
corporation, hereby declare that we are the persons who executed
these Articles of Incorporation.

John S. Sacco
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3 **ARTICLE I**
4 **Name, Office and Purpose**

5 **SECTION 1.1 - Name:** The name of the corporation is the AMERICAN MUSLIM
6 ALLIANCE.

7 **SECTION 1.2 - Office:** The principal office of the corporation is located at 2154
8 University Avenue, Berkeley, California, 94704, but the location of the office of the
9 corporation can be moved at any time by majority vote of the Board of Directors.

10 **SECTION 1.3 - Incorporation:** The corporation is organized as a civic and educational
11 organization within the meaning of §501(c)(4) of the Internal Revenue Code. Its primary
12 purpose is to educate the Muslim community and others on the history and laws of the
13 United States and on effective participation in civic activities on a non-partisan basis.
14 The corporation will not knowingly accept funds, volunteer services or other support
15 from individuals or organizations who are motivated by ideologies based on ethnic, racial
16 or religious discrimination, and the corporation is not empowered, nor will it engage in
17 activities which would include or promote discrimination based on religion, creed, ethnic
18 origin, gender, or age.

19
20
21 **ARTICLE II**
22 **Board of Directors**

23 **SECTION 2.1 - Eligibility:** Only citizens of the United States can become members of
24 the Board of Directors.

25
26 **SECTION 2.2 - Powers:** The business and affairs of the Corporation shall be managed by
27 or under the direction of the Board of Directors, which may exercise all such powers of
28 the Corporation and do such lawful acts and things as are not prohibited by statute or by
29 the Articles of Incorporation or these By-Laws. Given the national scope and structure of
30 the activities of the American Muslim Alliance, the Board of Directors shall exercise its
31 powers as the National Board of Directors for the entire organization and in all parts of
32 the United States. It shall, among other things, set forth such additional rules, policies and
33 procedures that are necessary for the proper and faithful implementation of these By-
34 Laws.

35 **SECTION 2.3 - Number of Directors:** There shall be seven (7) members of the Board of
36 Directors. The number of Directors may be increased or decreased from time to
37 time by amendment to these By-Laws approved by a majority of the Directors then
38 in office, provided, however, that the number of Directors shall never be less than
39 three, and provided further, that no decrease in the number of Directors shall have
40 the effect of shortening the term of any incumbent Director. The Directors shall be
41 elected (each for a two-year term) by the affirmative vote of a majority of the then
42 members of the Board of Directors at the annual meeting of the Board of Directors,
43 except as provided in Section 2.4 hereof, and each Director elected shall hold office until
44 his successor is elected and qualified or until his earlier resignation or removal.
45
46
47

1 **SECTION 2.4 - Vacancies:** Any vacancy occurring in the Board of Directors and any
2 Directorship to be filled by reason of an increase in the number of Directors may be
3 filled by the affirmative vote of a majority of the then members of the Board of
4 Directors, although less than a quorum, or by a sole remaining Director, and each
5 Director so elected shall hold office until his successor is elected and qualified or until
6 his resignation or removal.

7
8 **SECTION 2.5 - Time, Place and Notice of Meetings:** The annual meeting of the
9 Board of Directors and the Corporation shall be held in the month of August and
10 the Board of Directors shall meet at such other regular times and at such time and
11 place as may be fixed by a resolution of the Board, or upon ten (10) days' written
12 notice at such time and such place as shall be set forth in the notice. The notice need
13 not state the purpose of, nor the business to be transacted at, such meeting. Special
14 meetings of the Board of Directors shall be held whenever called in writing, by the
15 Chairman of the Board, by a majority of the Directors, or by a majority of the
16 Executive Committee.

17
18 **SECTION 2.6 - Notice of Waiver:** Whenever any notice of any meeting of the Board
19 of Directors is required to be given under provision of law or under the provisions
20 of the Articles of Incorporation or these By-Laws, a waiver thereof in writing, signed
21 by the person or persons entitled to such notice and filed with the records of the
22 meeting, whether before or after the holding thereof, shall be equivalent to the
23 giving of such notice. Presence at any meeting without objection also shall
24 constitute waiver of any required notice.

25
26 **SECTION 2.7 - Quorum and Vote at Meeting:** At any meeting of the Board of
27 Directors, a majority of the Directors in office shall be necessary and sufficient to
28 constitute a quorum for the transaction of all business. A majority of the votes cast
29 at a meeting of the Board of Directors, duly called and at which a quorum is present,
30 shall be sufficient to take or authorize action upon any matter which may properly
31 come before the meeting, unless the concurrence of a greater proportion is required
32 for such action by statute, the Articles of Incorporation, or these By-Laws. If, at any
33 meeting of the Board of Directors, there shall be less than a quorum present, a
34 majority of those present may adjourn the meeting, without further notice, from
35 time to time until a quorum shall be present. At any adjourned meeting at which a
36 quorum shall be present, any business may be transacted which might have been
37 transacted at the meeting as originally notified.

38
39 **SECTION 2.8 - Action Without Meeting:** Any action required or permitted to be
40 taken at a meeting of the Board of Directors may be taken without a meeting if a
41 consent in writing, setting forth such action, is signed by all of the Directors, and
42 such written consent is filed with the minutes of proceedings of the Board. Such
43 consent shall have the same force and effect as a unanimous vote.

44
45 **SECTION 2.9 - Telephone Meetings:** Members of the Board of Directors or any
46 committee designated by the Board may participate in a meeting of such Board or
47 committee by means of conference telephone or similar communications

equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

SECTION 2.10: Resignation and Removal of Directors. Any Director may resign at any time. Such resignation shall be made in writing and shall take effect at the time specified therein, or if no time be specified, at the time of its receipt by the chairman or Secretary to the Board of Directors. The acceptance of a resignation shall not be necessary to make it effective. Directors may be removed with or without cause, at any meeting of the Board of Directors duly called and at which a quorum is present, by a majority of the votes cast at such meeting.

ARTICLE III OFFICERS

SECTION 1.1: Positions. The officers of the Corporation shall be the Chairman of the Board of Directors, Vice Chairman of the Board of Directors, the President, the Executive Director and Secretary, the Treasurer, and such other officers as the Board of Directors may appoint, including Vice Presidents, Directors or other officers for Democrat Party matters, Republican Party matters, community development, public relationships, voting registration, leadership training, research and policy development, organizational affairs and youth and internship programs or such other positions as shall be determined from time to time by the Board. Any number of officers may be held by the same person, unless the Articles of Incorporation or these By-Laws otherwise provide, provided, however, that in no event shall the Chairman and the Executive Director be the same person.

SECTION 1.2: Ex Officio Members of the Board of Directors. The President shall be designated ex officio as a member of the Board of Directors. Such additional officers as may be appointed by the Board may also be designated by the Board as members of the Board. The election or appointment to an office, the holder of which is an ex officio member of the Board of Directors, shall be deemed to be an appointment of the Board, and the death, resignation, or removal of an officer who is an ex officio member of the Board shall be deemed to be a resignation from the Board.

SECTION 1.3: Election and Term of Office. Each officer of the Corporation shall be elected biennially by the Board of Directors and shall serve for two years, and thereafter until his successor shall have been chosen and qualified or until his death, resignation, or removal. Election or appointment of an officer shall not create any contractual rights.

SECTION 1.4: Resignation and Removal. Whenever in their judgment the best interest of the Corporation will be served thereby, any officer may be removed from office by the affirmative vote of a majority of the Board of Directors. Such removal shall not prejudice the contractual rights, if any, of the person so removed. Any officer may resign at any time by delivering a written resignation to the Board of Directors, the Chairman or the Secretary to the Board of Directors.

1
2 **SECTION 3.5 - Chairman:** The Chairman shall be the chief executive officer of the
3 Corporation, shall be ex officio a member of all standing committees, shall have
4 general supervision of the business of the Corporation, shall insure that all orders
5 and resolutions of the Board of Directors are carried into effect, and, unless
6 otherwise provided by the Board of Directors, shall preside at all meetings of the
7 Board of Directors. The Chairman shall execute bonds, mortgages and other
8 contracts requiring a seal, under the seal of the corporation, except where required or
9 permitted by law to be otherwise signed and executed and except where the signing
10 and execution thereof shall be expressly delegated by the Board of Directors to some
11 other officer or agent of the Corporation.
12

13 **SECTION 3.6 - Vice Chairman:** In the absence of the Chairman or in the event of
14 the Chairman's inability or refusal to act, the Vice Chairman shall perform the
15 duties of the Chairman, and when so acting shall have all the powers of, and be
16 subject to all the restrictions upon, the Chairman. The Vice Chairman shall
17 perform such other duties and have such other powers as the Board of Directors
18 may from time to time prescribe.
19

20 **SECTION 3.7 - President:** The Board of Directors may appoint a President who shall
21 be ex officio a member of the Board of Directors. He will perform such other duties
22 and have such other powers as may be vested in the President by the Board of
23 Directors.
24

25 **SECTION 3.8 - Executive-Director.** The Executive-Director shall serve as Secretary
26 to the corporation and the Board of Directors and shall attend all meetings of the
27 Board of Directors. The Executive-Director shall record all the proceedings of the
28 meetings of the Board of Directors in a book to be kept for that purpose, and shall
29 perform like duties for the standing committees, when required. The Executive-
30 Director shall have responsibility, under the general direction of the Chairman and
31 the Board of Directors, for the supervision and management of the officer of the
32 Corporation, the maintenance of membership records, the preparation and
33 distribution of information and other materials to the membership, the collection
34 and maintenance of reference materials, and the organization of conferences and
35 meetings. The Executive-Director shall give, or cause to be given, notice of all
36 special meetings of the Board of Directors, and shall perform such other duties as
37 may be prescribed by the Board of Directors or by the chairman, under whose
38 supervision the Executive-Director shall be. The Executive-Director shall have the
39 custody of the corporate seal of the Corporation, and the Executive-Director, or an
40 Assistant Executive-Director, shall have authority to affix the same to any
41 instrument requiring it, and when so affixed it may be attested by the signature of
42 the Executive-Director or by the signature of such Assistant Executive-Director. The
43 Board of Directors may give general authority to any other officer to affix the seal of
44 the Corporation and to attest the affixing by such officer's signature. The Executive-
45 Director or an Assistant Executive-Director may also attest all instruments signed by
46 the chairman of the Board, the President, or any Vice President.
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1 SECTION 3.9 - Assistant Executive-Director: The Assistant Executive-Director, or if
2 there be more than one, the Assistant Executive-Directors in the order determined by
3 the Board of Directors (or if there shall have been no such determination, then in order
4 of their election), shall, in the absence of the Executive-Director or in the event of the
5 Executive-Director's inability or refusal to act, perform the duties and
6 exercise the powers of the Executive-Director, and shall perform such other duties
7 and have such other powers as the Board of Directors may from time to time
8 prescribe.

9
10 SECTION 3.10 - Treasurer:

11
12 Duties -- The Treasurer shall have the custody of the corporate funds and
13 securities and shall keep full and accurate accounts of receipts and disbursements in
14 books belonging to the Corporation, and shall deposit all monies and other valuable
15 effects in the name and to the credit of the Corporation in such depositories as may be
16 designated by the Board of Directors. The Treasurer shall disburse the funds of the
17 Corporation as ordered by the Board of Directors, taking proper vouchers for such
18 disbursements, and shall render to the Chairman, and to the Board of Directors at its
19 regular meetings, or when the Board of Directors so requires, an account of all
20 transactions as Treasurer and of the financial condition of the Corporation.

21
22 Bond -- If required by the Board of Directors, the Treasurer shall give
23 the Corporation a bond in such sum and with such surety or sureties as shall be
24 satisfactory to the Board of Directors for the faithful performance of the duties of the
25 Treasurer's office and for the restoration to the Corporation, in case of the
26 Treasurer's death, resignation, retirement or removal from office, of all books,
27 papers, vouchers, money and other property of whatever kind, in the Treasurer's
28 possession or under the Treasurer's control and belonging to the Corporation.

29
30 SECTION 3.11 - Assistant Treasurer: The Assistant Treasurer, or if there shall be
31 more than one, the Assistant Treasurers in the order determined by the Board of
32 Directors (or if there shall have been no such determination, then in the order of
33 their election), shall, in the absence of the Treasurer or in the event of the
34 Treasurer's inability or refusal to act, perform the duties and exercise the powers of
35 the Treasurer, and shall perform such other duties and have such other powers as
36 the Board of Directors may from time to time prescribe.

37
38 SECTION 3.12 - Indemnification: Unless expressly prohibited by law, the
39 corporation shall fully indemnify any person made, or threatened to be made, a
40 party to an action, suit or proceeding (whether civil, criminal, administrative, or
41 investigative) by reason of the fact that such person, or such person's testator or
42 intestate, is or was a Director, Officer, employee or agent of the Corporation or serves
43 or served any other enterprise at the request of the Corporation, against all expenses
44 (including attorneys' fees), judgments, fines and amounts paid or to be paid in
45 settlement incurred in connection with such action, suit or proceeding.

46
47 SECTION 3.13 - Compensation: Any officer of the Corporation is authorized to

1 receive reasonable compensation for services rendered, when authorized by the
2 Board of Directors, in its sole discretion.

3
4 **SECTION 3.14 - Advisory Council:** The Board may from time to time establish
5 Advisory Councils or special committees at the national, state or chapter level.

6
7 **SECTION 3.15 - Independent Election Commission:** The Board shall establish
8 Independent Election Commissions at the national, state and chapter level.

9
10 **ARTICLE IV**
11 **Books and Records**

12
13 **SECTION 4.1:** The Corporation shall keep correct and complete books, records,
14 accounts and minutes of the proceedings of the Corporation and its Board of
15 Directors and committees at its offices. All books, records, and accounts, are the
16 property of the Corporation and shall be turned over upon request of the Board of
17 Directors. All books and records of the Corporation may be inspected by any member
18 of the Board of Directors at any reasonable time within normal business hours.

19
20 **SECTION 4.2:** The fiscal year of the Corporation shall end on September 30 of each
21 year and an annual report of all receipts and expenditures shall be made to the state
22 organizations and local chapters of the Corporation at the Corporation's annual
23 meeting in October.

24
25 **ARTICLE V**
26 **Amendments to By-Laws**

27
28 **SECTION 5.1:** These By-Laws may be altered, amended or repealed in whole or in
29 part and new By Laws may be adopted by the Board of Directors following the
30 procedures described below:

31
32 Fifteen (15) days prior to a regular or special meeting of the Board of Directors all
33 members of the Board shall be mailed a written copy of the proposed changes in the
34 By-Laws. At such regular or special meeting, a two-thirds (2/3) vote of the members
35 present, there being a quorum, shall be required for any amendment of the By-Laws.
36 Following such approval the approval the By-Laws shall be restated as amended.

37
38 **SECTION 5.2:** The By-Laws may also be amended by vote of the state Executive
39 Committees at the annual meeting of the Corporation, provided that a written copy of
40 the proposed change is circulated to each state organization, metropolitan area and
41 congressional district chapter and the Corporation's office not less than 15 days prior to
42 such annual meeting by the party proposing such By-Law amendment.

43
44 **ARTICLE VI**
45 **State Organizations and Local Chapters**

46
47 **SECTION 6.1 - State Organizations and Local Chapters:** The Corporation may

1 authorize, charter and establish state organizations and Metropolitan area or
2 Congressional District chapters by authorizing such organizations and chapters to use the
3 name "AMERICAN MUSLIM ALLIANCE".

4
5 **SECTION 6.2 - Name.** Each STATE ORGANIZATION shall be known as the
6 American Muslim Alliance of that particular state. (For example, American
7 Muslim Alliance of New Jersey; "American Muslim Alliance of Missouri", etc.)
8 Each Congressional Chapter or Metropolitan Chapter shall be known as the
9 "American Muslim Alliance" of that particular congressional district or that
10 particular metropolitan area. (For example: "American Muslim Alliance of the
11 Congressional District-Texas", "American Muslim Alliance of New York City",
12 "American Muslim Alliance of Los Angeles", etc.)
13

14 **SECTION 6.3 - Charter.** The charter shall embody two organizing principles: internal
15 autonomy and external coordination.
16

17 **Autonomy.** Within the defined organizational and procedural limits, each
18 state or local chapter shall be autonomous in its internal affairs, including election of its
19 officers, choice of events to hold, speakers to invite, campaigns to join, candidates to
20 endorse, issues to support, funds to raise, and coalitions to build. All matters exclusive
21 to a State or local chapter shall be handled by that chapter alone provided that such
22 handling is neither inconsistent with AMA's overall aims and objectives nor violates its
23 rules and regulations.
24

25 **Coordination.** Structural integration of AMA units shall embody two more
26 principles: common cause and aggregation. National-level coordination among AMA
27 units shall involve those issues that are common to all chapters but can only be solved
28 collectively, at the national level, and through aggregation of Muslim demographic
29 strength, resources, insights, innovations and strategies.
30

31 **Obligations.** Each chartered unit shall: a) support the overall aims and objectives
32 of AMA; b) function according to AMA's rules and regulations; and c) participate in the
33 articulation and implementation of AMA's programs and strategies.
34

35 **Benefits.** Comprehensive coordination and integration among AMA units shall
36 have the following benefits: 1) organization of Muslims as one of the largest voting
37 blocks with an agenda of its own; 2) democratization of the process of developing a
38 national Muslim agenda; 3) institutionalization of politically-relevant skills and
39 capabilities; 4) professionalization of essential political tasks; 5) standardization of
40 procedures for compliance with the legal stipulations of INS, IRS, FEC and other
41 government agencies to ensure unimpeded access to mainstream platforms; 6)
42 inculcation of political knowledge, skills and efficacy across the constituting units to
43 enable Muslims to become leaders in the American mainstream; 7) Muslim representation
44 in the federal, state and local government; 8) self-empowerment to affect public laws, the
45 US presidential elections and the making of the US foreign policy; 9) development of a
46 better understanding between the American Administration and Muslim countries; 10)
47 projection of Muslim values through education and social service; 11) creation of an

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1 objective view of Muslims in the mainstream media; and 12) protection of Muslim civil
2 rights.

3
4 **SECTION 6.4 - Conditions Of Charter:** The charter of any state organization or local
5 chapter shall require such organization or chapter to adhere to the purposes of the
6 corporation as set forth in the Corporation's article's and By-Laws as they may be from
7 time to time amended.

8
9 **SECTION 6.5 - Principle Office:** The principle office for the transaction of
10 business of each state organization or chapter will be at such address in that
11 particular state, district, or metropolitan area as may be fixed from time to time by
12 the executive committee of that particular chapter.

13
14 **SECTION 6.6:** At the Corporation's annual meeting in August, each state
15 organization shall be invited to attend and participate in such business as the
16 Corporation shall determine; the voting strength of each state organization shall be in
17 proportion to its dues-paying members in good standing of its metropolitan area and
18 congressional district chapters as determined by the Corporation's Board of
19 Directors at the commencement of the Corporation's annual meeting.

20
21 **SECTION 6.7:** Each metropolitan area and congressional district chapter shall
22 maintain records of the names and addresses of its members and its financial
23 records which shall be reported to the Corporation prior to July 31 of each year.

24
25 **SECTION 6.8:** The Corporation shall have the right to terminate the charter of any
26 state organization or metropolitan area or congressional district chapter for failure
27 to maintain proper records or a viable educational program, or to contribute the
28 designated portion of its annual dues to the Corporation in timely fashion.

29
30 **SECTION 6.9:** The Board shall appoint or elect state-wide organizing committees to
31 introduce AMA, recruit members and organize elections at both state and local levels.

32
33 **ARTICLE VII**
34 **State Organizations**

35
36 **SECTION 7.1 - Purpose:** The purpose of each STATE ORGANIZATION shall be:

37 A) To increase awareness among the American public, especially the two
38 main parties, of the values, interests, and aspirations of American Muslims
39 regarding issues that affect them so that decision-makers, policy planners, and
40 opinion leaders can come to understand, respect and support these values, interests,
41 and aspirations.

42
43 B) To educate American Muslims about the American political system, its
44 structures, norms and procedures, so that it becomes intelligible and accessible to
45 them.

46
47 C) To recruit and train American-Muslim candidates to run for various

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1 public offices.

2
3 D) To create State-level Muslim caucuses in the Democratic, Republican and
4 other political parties.

5
6 E) To organize Muslim contribution to general welfare of the society as a
7 whole and to help qualified American-Muslims to work with other like-minded
8 people to solve existing social, educational, economic and moral problems of
9 America.

10
11 F) To represent Muslims at state-level political activities with focus on
12 elections, conventions and legislation.

13
14 G) To create a system of communication and coordination among all
15 Congressional District-level Chapters in every State.

16
17 SECTION 7.2 - Duties: The duties of the State Executive Council shall be:

18
19 A) To organize an AMA chapter in each Congressional District of the state, or
20 Metropolitan Chapters in areas designated as such, and to ensure their smooth
21 functioning.

22
23 B) To put together and publicize a unified Muslim agenda for the state and to
24 take concrete steps for the implementation of that agenda.

25
26 C) The leadership of the STATE ORGANIZATION shall meet at least
27 annually to select Muslim candidates for various mainstream public offices.

28
29 D) The leadership of the STATE ORGANIZATION shall at least annually
30 organize a leadership training conference to train Muslim candidates for various
31 mainstream public offices

32
33 E) Each state organization shall hold an annual meeting at which each local
34 chapter and its members shall be invited to attend and participate in such business
35 as the STATE ORGANIZATION shall determine, including the designation of
36 delegates to annual meeting of the Corporation in August.

37
38 SECTION 7.3 - Organizational Structure: The organizational structure of
39 a State Organization shall consist of the following:

40
41 State Council: The State Council shall comprise of Presidents and Vice-
42 Presidents of all Congressional or Metropolitan Chapters in that state and shall be
43 the main policy making body of the State Organization.

44
45 State Executive Council: This body will consist of 9 officers that shall be elected in a
46 state-wide election for a duration of two years. The officers so elected shall be: State
47 Chair, Vice-Chair Democratic Affairs, Vice-Chair Republican Affairs, Secretary

1 Treasurer, Director Community Affairs; Director Media Affairs and Public Relations;
2 Director Organizational Affairs and Community Development; and Director for
3 Candidate Selection, Election and Leadership Training. The State-Chair shall be the
4 chief spokesperson for the State Organization and the State Executive Council shall be
5 responsible for the day to day operations of the State Organization.

6
7 Committee For Candidate Selection, Training and Election: This committee shall be
8 appointed by the State Executive Council and the Director of Candidate Selection,
9 Training and Election shall chair this committee.

10
11 The State Executive Council may also create the following units:

12
13 Advisory Council: The Advisory Council shall not have any administrative or
14 supervisory functions. Its primary role will be to advise the State Executive Council on
15 policy matters and, to keep them abreast of the cares and concerns of Muslims and
16 other communities. The State Executive Council may, from time to time, invite the
17 chairman of the advisory council to present his/her recommendations to the State
18 Executive Council and / or the State Council.

19
20 Ad-Hoc Committees: One or several ad hoc committee may be created by the State
21 Executive Council to accomplish specific tasks. These committee can be formed as
22 prescribed in Article VI and shall be subordinate and answerable to the Executive
23 committee.

24
25 SECTION 7.4 - Elections: All state-level officers shall be elected in a two-step
26 state-wide election.

27
28 Nominations: The Independent Election Commission shall publicize the
29 upcoming state-level elections and invite nominations from qualified candidates at
30 least sixty (60) prior to the commencement of the elections. All AMA members in
31 good standing shall be eligible to run. Notice of the elections including descriptions
32 of all the offices and the nomination process shall be mailed to all existing members
33 at least sixty (60) days before the elections. The Independent Election Commission
34 shall make every effort to reach various Muslim groups, i. e., African-American,
35 Arab-American, European-American, Asian-American etc. to inform them of the
36 upcoming elections.

37
38 Election: Election shall be held through a ballot to be mailed to each
39 member, listing the names of all persons nominated. The ballot shall be mailed to
40 each member not less than twenty-one (21) days prior to the annual meeting, to the
41 address in the official files of the State Organization (or the State Organizing
42 committee). The marked ballot should be mailed by a member to a place designated
43 on the ballot by the Independent Election Commission, or presented in person at the
44 annual meeting to the chair of the Independent Election Commission.

ARTICLE VIII
Local Chapters

SECTION 8.1 - Congressional District Chapters: The Congressional District (CD) shall be the basic organizational unit of the American Muslim Alliance and there shall be an AMA chapter in each Congressional District excepting the metropolitan areas.

SECTION 8.2 - Metropolitan Chapters: The Metropolitan Chapters shall only be formed in the following areas: New York City, Los Angeles, Orange County, Bay Area, Tampa, and Dallas. The Board may add other areas to this list by duly amending these By-Laws.

SECTION 8.3 - Purpose: The purpose of each Congressional or Metropolitan Chapter shall be:

A) To systematically encourage and organize participation by the American Muslims in the mainstream political processes.

B) To help American-Muslims join a political party of their own choice and to register American-Muslims and others to vote in largest possible numbers.

C) To bring about creation of American-Muslim Clubs in the Democratic, Republican and other political parties.

D) To run Muslim candidates for various offices including as delegates to state and national party conventions.

E) To establish liaison with other like-minded organizations.

F) To maintain ongoing contact with local officials and leaders and to actively participate in local elections and other political activities.

G) To organize internship programs.

H) To educate the local media on issues of concern to Muslims.

I) To communicate to the residents of each Congressional District, to the Muslim residents in particular, the goals, plans, strategies and activities of American Muslim Alliance, all its chapters and affiliates.

SECTION 8.4 - The Chapter Formation Process:

A) **ORGANIZING COMMITTEE:** An Organizing Committee for each chapter may be elected by a group of Muslims residing in that Congressional or Metropolitan District or may be appointed by one of the following: State Organizing Committee; State Executive Council; The National Board of Directors. The Organizing Committee shall

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1 not be elected or appointed for more than twenty-four month.

2
3 B) Membership Drive: The first job of the Organizing Committee shall be
4 to introduce AMA to the local community and to recruit members.

5
6 C) Elections: Any Congressional District chapter with thirty (30) members
7 (not including Associate Members) in good standing or a Metropolitan Chapter with
8 hundred (100) members (not including Associate Members), shall be entitled to hold
9 elections through an Independent Election Commission and to obtain a charter
10 from the National Board of Directors of the American Muslim Alliance.

11
12 D) Charter: After receiving a written report from the Independent Election
13 Commission regarding the successful completion of the elections the National
14 Board of Directors shall issue a written charter designating the newly created unit as
15 a bona-fide chapter of AMA. Until the issuance of such a charter, a chapter will be
16 known as a provisional chapter.

17
18 E) Termination Of Charter: The Corporation shall have the right to
19 terminate the charter of any State Organization or Metropolitan Area or
20 Congressional District chapter for refusal to comply with AMA's organizational
21 philosophy, goals and guidelines, or failure to maintain proper records or a viable
22 educational and community development program, or to contribute the designated
23 portion of its annual dues to the Corporation in timely fashion.

24
25 F) Dissolution: The chapter may be dissolved by the affirmative vote of
26 two-thirds of its membership. Upon a decision for dissolution of the chapter, the
27 assets of the chapter shall be disposed of by first making provisions for the
28 satisfaction of all the liabilities of the chapter. Any remaining assets shall be
29 distributed in the manner approved by 2/3 of the general membership.

30
31 SECTION 8.5 - MEMBERSHIP.

32
33 A) General Membership shall be open to any Muslim who is a United States
34 citizen or a legal resident, who agrees with the aims and objectives of 'American Muslim
35 Alliance' and is interested in furthering the same. However, only US citizens can be
36 elected to AMA offices, excepting Organizing Committees, at the local, state or
37 national level.

38
39 B) Associate Membership. In addition, those Muslims who are not citizens
40 or permanent legal residents of the United States but would otherwise qualify for
41 membership can be admitted as associate members of the chapter. And so could be
42 a non-Muslim spouse of a Muslim.

43
44 C) Honorary membership may be conferred upon outstanding personalities
45 on the recommendation of the Executive Committee.

1 SECTION 8.6 - Fees: The annual fees of the chapter shall be \$25 for Members and
2 Associate Members. The membership fee shall be divided among the local chapter,
3 State Organizing / Executive Committee and the National Office. Of the \$25, the local
4 chapter, the State Organizing / Executive Committee, the National office, shall receive
5 \$10, \$5 and \$10, respectively. The annual fees for the students shall be \$10 and \$10
6 shall be divided among the three offices according to the above ratio

8 SECTION 8.7 - Termination Of Membership.

9
10 A) Voluntary: Any member may terminate membership by giving notice
11 of such intent to the Secretary. Membership fees shall not be refunded in such cases
12 of termination of membership.

13
14 B) Involuntary: Upon substantial evidence demonstrating that a member has made
15 misrepresentation which have resulted in his/her being granted membership to the
16 chapter, and /or that a member opposes the objectives of the chapter, which evidence is
17 in writing filed with the Secretary, a hearing to expel or suspend shall be held by the
18 Executive Committee. Notice of such hearing shall be at least 30 days, but no more
19 than 60 days. Any expulsion or suspension or suspension shall be subject to
20 confirmation at the next meeting of the general membership held after the decision of
21 the Executive Committee on such action.

22
23 SECTION 8.8 - Rights & Privileges: Any member in good standing after
24 payment of the prescribed registration fees shall have the rights and privileges of
25 participants in all chapter meetings, presenting proposal on matters of interest to the
26 chapter and serving on committees; save and except, that only regular Members
27 shall be entitled to vote, to serve as officers or as members of the Executive
28 committee.

29
30 SECTION 8.9 - ORGANIZATIONAL STRUCTURE. Each Congressional District
31 Chapter shall consist of the following:

32
33 A) General Body: Each chapter must have a minimum of thirty (30)
34 general members.

35
36 B) Executive Committee: The executive committee shall consist of five (5)
37 members, as listed in Section 8.10.

38
39 A Congressional District Chapter may also create the following units.

40
41 C) Advisory Council: The Advisory Council shall not have any
42 administrative or supervisory functions. Its primary role will be to advise the
43 Executive Council on policy matters and to keep them abreast of Muslim and other
44 communities and cares and concerns. The Executive Committee may, from time to
45 time, invite the chairman of the advisory council to present his/her
46 recommendations to the executive council and / or the general body.
47

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1 D) Ad-Hoc Committees: One or several ad hoc committee may
2 be created by the Executive committee to accomplish specific tasks. These
3 Committees can be formed as prescribed in Article VI and shall be subordinate and
4 answerable to the Executive Committee.

5
6 SECTION 8. 10 - EXECUTIVE COMMITTEE:
7

8 A) Powers: Subject to limitations of the Constitution and Bylaws of the
9 American Muslim Alliance and to those of this chapter, the Executive Committee
10 shall be responsible for implementing the goals of the chapter. The Executive
11 Committee or its members shall not have the power to enter into any contracts on
12 behalf of the chapter without first obtaining approval from the membership.
13

14 B) Vacancy: In the event of a vacancy on the committee, the remaining
15 members of the Executive Committee shall have the power to nominate and
16 appoint a general members to fill the vacancy for the remaining term.
17

18 C) Members Of The Executive Committee: The executive committee
19 shall consist of four (4) members. These being:
20

- 21 1. President
- 22 2. Vice President
- 23 3. Secretary
- 24 4. Treasurer
- 25

26 The executive committee of a Metropolitan Chapter shall consist of five (5)
27 members. These being:
28

- 29 1. President
- 30 2. Vice President Democratic Affairs
- 31 3. Vice President Republican Affairs
- 32 4. Secretary
- 33 5. Treasurer
- 34

35 D) Quorum: Three members of the executive committee shall constitute a
36 quorum for the transaction of business. Propositions placed before the executive
37 committee shall be adopted majority vote. In the event the vote is tied then the person
38 presiding at the meeting shall cast a tie breaking vote.
39

40 E) Elections: Elections shall be scheduled such that the term of the
41 Executive committee shall be no more than twenty-four months and shall be
42 conducted through an 'Independent Election Commission'.
43

44 F) Meetings: The President shall call at least one meeting of the Executive
45 Committee every calendar quarter, giving two weeks notice.
46

47 G) Annual Reports: The Executive Committee shall present an annual

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1 report of activities and finances to the members of the chapter. This may be done at the
2 meeting at which the annual elections are held.

3
4 1) Impeachment: Any member of the Executive Committee may be
5 impeached by a three fourths majority of the voting members responding to the
6 mail ballot for this purpose. Impeachment shall be only by mail ballot, with one
7 month allowed for ballots to be returned to the Secretary of the chapter at its
8 registered address, or the address specified on the ballot. Impeachment may be
9 initiated by a signed statement from ten voting members of the chapter. The
10 statement shall specify the reasons for the impeachment, and present evidence to
11 support the reasons.

12
13 SECTION 8.11 - DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE
14 COMMITTEE MEMBERS:

15
16 President: The president shall perform the duties which are usually
17 performed by such office; and his responsibilities shall include general management of all
18 activities of the chapter; implementing the constitution and Bylaws; directing and
19 coordinating the activities to achieve the goals of the chapter, calling for the presiding
20 over the Executive Committee and being the spokesperson of the chapter.

21
22 Vice President: The Vice President shall perform the duties which are
23 usually performed by such an officer and shall assist the president in accomplishing
24 the objectives of the chapter; shall temporarily assume the functions of the
25 President at his/her request or during his/her incapacity to hold the office, or upon
26 his/her resignation.

27
28 Secretary: The Secretary shall be responsible for keeping all records and
29 files of the chapter, taking and circulating minutes of the Executive Committee,
30 preparing agendas for meetings, and dealing with the official correspondence of the
31 chapter.

32
33 Treasurer: The Treasurer, in performance of the usual duties which are
34 performed by such officer, shall also be responsible for maintaining a record of all
35 financial transactions of the chapter, collecting and depositing all funds received on
36 behalf of the chapter under appropriate accounts in the bank, signing all withdrawal
37 checks on behalf of the chapter, and preparing and presenting the financial reports
38 of the chapter to the General Assembly.

39
40 SECTION 8.12 - Committees:

41
42 A) Ad-Hoc Committees: The Executive Committee may appoint Ad Hoc
43 committees for specific purposes. The objectives, scope of activities, budget, and
44 authority shall be defined in a written charter.

45
46 B) Term: The term of such committees shall not go beyond the term of the
47 Executive Committee which appoints them. However the term may be extended by

1 the succeeding Executive Committee.

2
3 **SECTION 8.13 - Administrative And Fiscal Year:**

4 The administrative and fiscal year of the chapter shall end on September 30 of
5 each year. Any membership dues received by the chapter shall be applied for the
6 duration of one year from the date of its payment. Funds held by the chapter shall be
7 disbursed exclusively for purposes consistent with the objectives of the chapter and its
8 stated policies.

9
10 **SECTION 8.14 - Meetings:**

11
12 **A) Annual Meeting:** At least one meeting of the general membership
13 shall be held during each calendar year. The Secretary shall give at least one
14 months notice for such meetings.

15
16 **B) Special Meeting:** A special general meeting for the chapter members
17 may be called for by 25 percent of the voting members of the chapter. The members
18 requesting the special meeting shall present the request to the Secretary, in writing
19 along with the proposed agenda. Such meeting shall be convened within sixty days
20 of the request being received by the Secretary, the time and place being designated by
21 the Executive Committee.

22
23 Special meetings may also be called by any member of the Executive Committee
24 upon a 10 day notice.

25
26 **C) Emergency Meeting:** Three members of the Executive Committee
27 may also call an emergency meeting of the membership, if, in their sole opinion and
28 discretion, such a meeting must be called. Such a meeting may be called on 48
29 hours written and telephonic notice being given to all members.

30
31 **D) Quorum:** Thirty-three per cent (33%) of the voting members shall
32 constitute quorum.

33
34 **ARTICLE IX**

35 **Endorsements of political candidates, campaigns and**
36 **initiatives:**

37
38 **SECTION 9.1:** The general body of a chapter may endorse candidates or ballot issues
39 at any meeting of the organization at which endorsements have been notified as an
40 agenda item provided such a meeting is held after the close of the filing date.

41
42 **SECTION 9.2:** Endorsement shall require a vote of 66% of the members present and
43 voting.

44
45 **SECTION 9.3:** If there are three or more candidates for a single position and no
46 candidate receives 66% or more of the votes cast on the first ballot then there shall
47 be a second ballot among those two candidates who receive the most votes on the

1 first ballot. If no candidate achieve 66% or more of the votes cast on the second
2 ballot there shall be no endorsement. The option of 'no endorsement' shall be
3 included on each ballot.

4 SECTION 9.4: The provisions specified in this section shall also apply to the
5 revocation of endorsement.

6 7 ARTICLE X

8 Coalitions and related organizations

9
10 SECTION 10.1: A chapter may form and maintain coalitions at the local level but
11 shall not become a permanent or chartered unit of any other organization. Such a
12 coalition shall only be formed in the name of the local chapter and not the
13 organization at large.

14
15 SECTION 10.2: A chapter may form related organizations (clubs and caucuses, etc.)
16 to promote its general purposes and objectives. There shall be a quarterly
17 accounting to membership of the activity of these related organizations.

18 19 ARTICLE XI

20 Elections

21
22 SECTION 11.1: Only US citizens can be elected to AMA offices at the local, state or
23 national level. However, citizens, as well as, permanent residents can be elected or
24 appointed to an Organizing Committee.

25
26 SECTION 11.2: All state and local Elections will be organized through an
27 'Independent Election Commission'.

28
29 SECTION 11.3: Election for the State Executive Council shall be held as specified in
30 Article VII Section 4 and in keeping with applicable provisions of Articles XI and XII
31 of these By-Laws.

32
33 SECTION 11.4: Election of candidates to all state and local offices should be by a
34 plurality of the total votes cast.

35
36 SECTION 11.5: A Provisional Chapter shall receive its charter from the National
37 Executive Council only after it has held its election and its officers have duly been
38 elected.

39
40 SECTION 11.6: Any Provisional Chapter with at least thirty (30) members in good
41 standing shall be entitled to hold its elections through an 'Independent Election
42 Commission'.

43
44 SECTION 11.7: Chapter elections shall be announced and publicized at least twenty-one
45 (21) days prior to the commencement of the elections.

46
47 SECTION 11.8: All members of a Provisional or Existing Chapter in good standing

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1 shall be eligible to vote excepting those who become members after the deadline
2 established by the Independent Election Commission.

3
4 SECTION 11.9: In chapter elections, eligible candidates shall be nominated or shall
5 nominate themselves by filing a statement to that effect at least 3 days before the
6 election. Additional nominations for all offices may be made from the floor. A
7 person shall not nominate two persons, including him / herself, for the same
8 office.

9
10 SECTION 11.10: Voting shall be done through secret ballot.

11 **ARTICLE XII**
12 **The Independent Election Commission**

13
14 SECTION 12.1 - Composition: Every State Organizing Committee or, if in
15 existence, the State Executive Council shall organize an Independent Election
16 Commission in the following manner: Either set up an Independent Election
17 Commission willing to travel all over the state to hold elections or ask each
18 Congressional District Chapter to submit names of three (3) individuals who are
19 generally recognized as honest, fair and non-partisan by the respective local
20 communities and who shall ensure integrity and honesty in the election process.
21 The State Organizing Committee or the State Executive Council shall have the right to
22 accept proposed names or to ask for alternative names.

23
24 SECTION 12.2 - Authority: The Independent Election Commission shall have
25 complete authority and responsibility to organize, publicize and hold elections and to
26 announce their outcome.

27
28 SECTION 12.3 - Information And Resources: The State Organizing
29 Committee or, if in existence, the State Executive Council should advise members of the
30 Independent Election Commission about their authority, duties and responsibilities and
31 shall provide them with all the information and resources required to hold elections.

32
33 SECTION 12.4 - Preparations: The Independent Election Commission shall, in
34 consultation with the State Organizing Committee or, if in existence, the State
35 Executive Council, fix a definite date, time and place for elections at least thirty (30)
36 days prior to the election and make all the necessary arrangements to hold the
37 elections.

38
39 SECTION 12.5 - Publicity: The Independent Election Commission shall
40 announce and publicize such elections at least twenty-one (21) days prior to the
41 commencement of the elections. Notice of the elections including descriptions of
42 all the offices shall be mailed to all existing members at least twenty-one (21) days
43 before the elections. The Independent Election Commission shall make every
44 effort to reach various Muslim groups, i. e., African-American, Arab-American,
45 Europe-American, Asian-American etc. to inform them of the upcoming elections.
46
47

1 **SECTION 12.6 - Nominations:** The Independent Election Commission shall
2 prepare and circulate a nomination form to make it easier for members to nominate
3 others or themselves for various offices. Those members unable to obtain such a
4 form for whatever reasons shall be entitled to file nomination by tendering a simple
5 letter of intent. Additional, written or oral, nominations for all offices may be
6 made from the floor.
7

8 **SECTION 12.7 - Election:** The Election shall be held on exactly the same date,
9 time and place as earlier announced by the Independent Election Commission. The
10 chair of the Independent Election Commission shall apprise those present and
11 voting of rules and procedures for the elections.
12

13 **12.8 - Deadlines:** The Independent Election Commission shall, in
14 consultation with the State Organizing Committee or, if in existence, the State
15 Executive Council, set up various deadlines including one for becoming a voting
16 member before the scheduled elections.
17

18 **SECTION 12.9 - Voter Eligibility:** Only those individuals qualified to join
19 AMA who fill out and sign an AMA-Chapter membership application form and pay
20 dues in full before the deadline set up by the Independent Election Commission
21 shall be entitled to vote in the scheduled elections. Those becoming members after
22 the deadline shall not be eligible to vote in the immediately upcoming elections.
23 These restrictions shall not apply in any subsequent elections.
24

25 **SECTION 12.10 - Voting:** The Independent Election Commission shall develop
26 secret ballots of uniform size and distribute them only to eligible voters.
27

28 **SECTION 12.11 - Results:** The Independent Election Commission shall tabulate
29 and announce the results of the elections. The Independent Election Commission
30 shall in writing notify the State Organizing Committee or, if in existence, the State
31 Executive Council, as well as, the National Executive Council of all such results
32 within seven (7) days after the elections.
33

34 **SECTION 12.12 - Appeals:** The National Independent Election Commission set
35 up by the National Executive Council shall have the right to hear and adjudicate all
36 appeals in matters pertaining to any Congressional, Metropolitan or State Election.
37
38
39
40
41
42
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47

(As amended on July 22, 1994.)