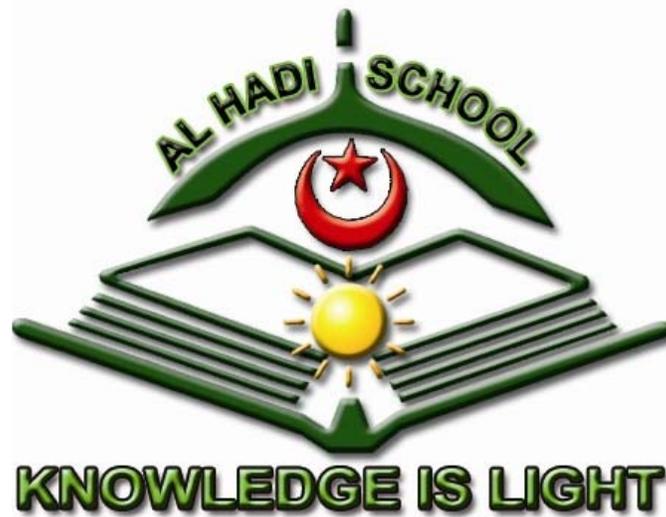


*AL-HADI INC.*

***AL-HADI SCHOOL***



***BYLAWS***

***2010***

5150 Gage Avenue, Bell California, 90201. [alhadischool.org](http://alhadischool.org)

# Al-Hadi Inc.

## Bylaws

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## **Article I: Name, Central Office and Authorized Agent**

### **1.1 Name**

The name of the corporation shall be Al-Hadi Inc, also known as, Al-Hadi School which is a non-profit organization, under section 501.3 (C).

### **1.2 Central Office**

The central office Al-Hadi School is located in the State of California.

**The address is: 5150 Gage Avenue  
Bell, CA 90201**

### **1.3 Registered Office and Registered Agent**

The School shall have and continuously maintain in the State of California a registered office and registered agent, as required by the State of California. The registered office may be, but need not be, identical with the central office of the Corporation in the State of California.

### **1.4 Policies**

- a. The name of the corporation or the name of any officers or directors in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purposes not appropriately related to the promotion of the objectives of the corporation.
- b. Purpose: Al-Hadi School is organized exclusively for educational, religious and scientific purposes. The corporation shall not be formed for financial gain, and no part of the assets, income or profit of the corporation is distributable to, or ensures to the benefit of, its directors or officers.
- c. Al-hadi school, inc admits students of any race, color and national or ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to its students and does not discriminate on the basis of race in administration of its educational policies, admission policies, scholarship and loan programs and athletic and other school administered programs.

## **Article II: Mission Statement Vision, Goals, Statement of Faith and Philosophy of Education**

### **2.1 Mission Statement**

Al-Hadi School exists to provide an excellent classical and Islamic education that develops the intellectual, spiritual, physical, and aesthetic potential of the human being in line with the teachings and practices of Islam from the perspective of Prophet Mohammad and his holy Household.

## **2.2 Vision**

The vision of Al-Hadi School is to guide and help students become practicing Muslims who will treat their elders with respect, their peers with empathy and their younger ones with compassion, and actively influence their society in a positive way.

## **2.3 Goals**

According to Al-Hadi School, the desire to know is an inherent part of the human being. Education is therefore the process of developing the human being as whole, integrating spiritual, psychological and social dimensions that benefit the individual, the family, and society. Programs and teachings, at Al-Hadi seek to:

- a. Teach all subjects as parts of an integrated whole with Islam as the foundation.
- b. Provide a clear model of an Islamic life through its staff, board, and families.
- c. Encourage every child to develop his/her relationship with God, Prophet Mohammad and his holy Household, and all the prophets.
- d. Create an environment that will enhance independent learning and critical thinking.
- e. Encourage every student to develop love of Allah, Prophet Mohammad and his holy Household, and love for learning,
- f. Provide an orderly and safe atmosphere conducive to the attaining of these goals.
- g. Provide services to all regardless of race color, national or ethnic origin.

## **2.4 Statement of Faith and Philosophy of Education**

The Board of Directors shall adopt and approve a Statement of Faith and Philosophy of Education consistent with the stated goals of Al-Hadi School. The Statement of Faith and Philosophy of Education, along with these By-laws shall be considered the Constitution of Al-Hadi School. The Statement of Faith and Philosophy of Education may be amended only by a unanimous vote of the Board of Directors.

It is mandatory that all board members pledge to the Statement of Faith in their practical lives. The pledge shall be by a written statement and by oral testimony before the Board.

### **2.4.1 Statement of Faith**

We Believe:

1. There is no God But Allah Creator of all things, infinitely perfect, omnipotent, omniscient, omnipresent, eternal, and has no parents nor children.

2. In the prophets and that Prophet Mohammad is the Messenger of God and the seal of all prophets, and his blessed Progeny.
3. In the Divine scriptures of the Injeel (the book that was sent to Prophet Jesus), and the Toarat (Torah: the book sent to Mousa (Moses), and the Qur'an as the last divine revealed book (sent to Prophet Mohammad).
4. That God the Almighty and the Creator of the world sent Prophets to guide humanity to worship the ONE and Only GOD, to guide humanity to the right path of justice and peace.
5. That all human beings are created equal in dignity and rights. They are all brothers and sisters in humanity and/or faith, and therefore have universal rights to exist without impeding on the rights of others.
6. In the resurrection when people will be raised by the Will of GOD the Al-Mighty to be judged for their actions and that the heaven is the reward for those who do good deed and the hellfire is the punishment for those who do bad deeds.
7. That as followers of Prophet Mohammad and His household, we shall abide by their teachings in our interaction with our brothers and sisters in faith and humanity and all GOD's creation.

### **Article III: Membership**

#### **3.1 Membership**

Al-Hadi School shall have no members.

### **Article IV: Board of Directors**

#### **4.1 Election and Tenure**

There shall be four appointed and three elected Board members. The appointed seats will be filled when necessary by appointment from the existing Board. If the Board sees a need to, the Board may elect up to two additional members, for a total of nine members.

The three elected Board seats will have two year terms; vacant seats will be filled by Board election when necessary. New Board Members may be nominated for by three or more sitting Board Members, Election will be affirmed by a majority of current sitting Board Members, no later than June 30<sup>th</sup> of the current year.

Elected members of the Board shall serve for a maximum of two calendar years. An elected Board member may serve two consecutive elected terms. If he Board was unable to nominate qualified members, the tenure may be extended to more than two (2) terms.

## **4.2 Qualifications**

Board members shall adhere to the Statement of Faith. Board members will be selected for service based on several factors, including their expertise in fields valuable to the school and a demonstrated commitment to Islamic education. Each board member's adherence to principles of the Islamic faith and demonstrated practice of Islam will be a primary consideration as to their suitability as Board members. Board members must agree to and sign the Board Leadership vow.

The distribution of the board members (as per the organizational chart) shall be as follow:

- Chairperson of the school facility committee
- Chairperson of the finance committee
- Chairperson of the business committee
- Up to three members with background or experience in education
- Two optional members with education and/or business relevant experience
- The Al-Hadi School Principal

## **4.3 Vacancies**

If a board member vacates his/her seat before his/her term of service expires, The Board may fill the vacancy. In all such circumstances, the Board shall remain dedicated to the spiritual mission of Al-Hadi School and sensitive to the needs and desires of parents and students. Any vacancy in the Board of Directors may be filled by the vote of a majority of remaining Directors even if less than a quorum of Directors remains.

## **4.4 General Responsibilities**

Al-Hadi Board of Directors shall establish policies that oversee the school's business affairs. Such responsibilities shall include, but not be limited to:

- a. The authority to select and remove Board members, officers, agents, and employees of the School in accordance with the law or these By-laws.
- b. The authority to grant any officer(s) or agent(s) to conduct transactions on behalf of the School.
- c. Ensuring that the mission, vision and goals of the School as outlined in Article II and the statement of faith are maintained.
- d. Establishing tuition and fees.

#### **4.6 School Administrator**

The Board by a vote of two-thirds majority shall employ a chief School Administrator (principal) whose direct or supervisory responsibilities shall include, but not be limited to, pre-qualifying all staff, developing budgets, preparing financial statements, maintaining the spiritual quality of the school, implementing the Curriculum Guide, training the staff, and all day-to-day administrative duties. The hiring and firing of employees shall be the responsibility of the Human Resources committee which is created from a pool of the board members. The committee shall include two board members with background in education and the principal. Interviews and decisions to hire takes place after a screening process and recommendation for interview have been proposed by the Principal.

### **Article V: Officers of the Board**

#### **5.1 Number**

The officers of the Board shall be a President, a Vice-president, and a Secretary, each of whom shall be elected by the Board of Directors. Such other officers and assistants as may be deemed necessary may be elected by the Board.

#### **5.2 Election**

The officers to be elected by the board of directors shall be elected annually by the Board of Directors at the first meeting of the new Board. Each Director and Officer shall hold office until his successor shall have been duly elected.

#### **5.3 Removal of Officers**

Any elected officer or agent may be removed from office by majority vote of the Board of Directors whenever in its judgment the best interests of the School will be served thereby. Three consecutive absences from regular Board meetings constitute valid grounds for removal from office.

#### **5.4 Removal of Board Members**

Three or more sitting Board members may submit a petition for the removal from the Board of any Board Member they feel that he/she lacks basic commitment to the Al-Hadi statement of faith and goals, deliberate violation of these bylaws, or wisdom and diligence in matters brought before the Board. A Board member may be removed from the Board by a two-thirds vote of the Board members who are not under consideration for removal.

#### **5.5 President**

The President shall, when present, preside at all meetings of the Board of Directors. He may sign with the Secretary, or any other full and proper officer authorized by the Board, any checks/drafts, deeds, contracts or other instruments, which the Board has authorized to be executed.

### **5.6 Vice-president**

In the absence of the President, or in the event of the inability of the President to act, the Vice-president shall perform the duties of President. The Vice-president shall perform such duties as from time to time may be assigned to him by the President or the Board of Directors.

### **5.7 Secretary**

The Secretary or his/her designee shall:

- a. Keep the minutes of all board meetings and actions.
- b. See that all notices are duly given in accordance with the provisions of these by-laws or as required by law;
- c. Be custodian of the corporate records.
- d. Sign with the President of the Board any legal instrument approved by the Board.
- e. Generally perform the duties of the office of secretary including such other duties as from time to time may be assigned to him by the President or by the Board.

### **5.8 Treasurer**

The Treasurer or his/her designee shall:

- a. Be selected by the President from within or outside of the Board and approved by the Board.
- b. Have charge of and be responsible for all reporting and accounting of funds of the Corporation.
- c. Maintain adequate and correct books and records of accounts of the properties and business transactions of the School.
- d. Receive and give receipt for moneys due and payable to the School and deposit all such moneys in the name of Al-Hadi School in bank(s) selected by the Board.
- e. Provide to Directors, whenever requested, an account of transactions as Treasurer and of the financial condition of Al-Hadi School; and
- f. In general perform all duties incidental to the office of Treasurer as set out by the Board.

## **Article VI: Committees of the Board**

### **6.1 Board Executive Committee**

An Executive Committee comprised of the President and two annually Board-appointed members of the Board may, in the absence of the full Board, exercise all authority of the Board to the extent of the full Board authorization. However, said authorization shall not enable the Executive Committee to incur indebtedness, sell or lease school property, revoke or amend the by-laws, hire staff, or establish policy.

The executive committee shall not meet and execute any action without informing the rest of the Board members, and without giving them the opportunity to attend such a meeting.

### **6.2 Ad Hoc Committees**

The Board of Directors may, by resolution passed by a majority, designate such *ad hoc* committees as may be appropriate, consisting of one or more Board members and others, as deemed necessary to carry out the activities and purposes of the Board. All committees serve at the pleasure of the Board and may be comprised of Board members, regular and *ex-officio*, parents or any others who may be approved to serve.

### **6.3 Human Resources Committee**

The Authority for the hiring and firing of all staff is generally delegated to the Principal and the Human Resources Committee. This committee is created from a pool of the board members, or individuals outside of the board. The committee shall include two members with background in education and the principal. Interviews and decisions to hire takes place after a screening process and recommendation for interview will be proposed by the Principal.

### **6.4 School Executive Committee**

This committee consists of the principal, the Vice-Principal, a staff Representative elected by the current year staff, and three additional members selected by the existing Committee members based on years of service and contributions to the school. A committee member remains on the committee until he/she resigns or is asked to leave by a unanimous vote of the other committee members due to poor performance. This committee is responsible for monitoring day-to-day activities of the school. These include determining, implementing/ enforcing school policies as outlined in the parent/student handbook and adopted at regular committee meetings. The Committee is responsible for establishing and overseeing the curriculum of the school. The committee is also responsible for evaluating, hiring and firing of teachers, staff and evaluating the principal. In addition, in case of conflict arising among teachers or staff in the school, the committee must resolve the situation, and the decision of the committee is final and binding on all parties.

The principal is the chairperson of the committee. The principal is in charge of the actual day-to-day running of the school including the overseeing of the teachers, the implementation of school policies, sending out school notices, providing report cards, ordering books after

consultation with teachers, resolving any problems that occur with parents, teachers and students.

The principal will provide an annual estimate of operating costs as relates to educational needs for budgeting purposes to the Treasurer. Any operating expenditure excluding salaries should be subject to fund availability. The principal informs the board of the issues as related to financial and legal matters, other school matters as deemed necessary, the final decision of the school executive committee on any grievance that has gone through the entire grievance procedure and warranted a written response by the School Executive Committee.

## **Article VII: Reports/Meetings**

### ***7.1 Annual Reports***

The Board will compose, review with the administration, and issue an annual written report to the entire community of the Al-Hadi School. This report will be completed and mailed no later than August 31st, for the previous fiscal and school calendar year. The report should include, but not be limited to the year-end financial reports; year-to-date scholarship funding; enrollment figures; standardized test results; an annual comprehensive evaluation of the school be performed by all the school stakeholders; the listing of all Board members, identifying the newly-elected Board member(s); listing of significant accomplishments and events of the school year; and such other business as may be deemed appropriate by the Board. In extreme financial hardship, to minimize cost, posted report in a public place, such as the School premises, or the School website shall suffice to fulfill this reporting requirement.

### ***7.2 Regular Meetings of the Board***

The full Board of Directors of Al-Hadi School shall meet at regular intervals once a month at a regularly designated place at a pre-announced time. All regular meetings of the Board shall be open to any member of the School constituency and shall be conducted from a pre-published printed agenda, posted outside the administrative offices at least two days in advance. The Board may, as circumstances dictate, adjourn to closed session from time to time to address spiritual, personnel or disciplinary concerns.

### ***7.3 Special Meetings***

Special meetings of the Board may be held at a time and place designated by the Board to address such issues as may come before the Board and shall be called by the President or any two Directors.

### ***7.4 Quorum***

Four members of the full Board plus the President shall constitute a quorum for full Board action. Board proxies may only be held for specific issues, exercised only in behalf of that issue. If there are not sufficient Board members in office to constitute a quorum as provided in these By-laws, a majority of Board members may qualify or approve new Board members. The Board shall be conducted principally in accordance with *Roberts' Rules of Order* using a

printed, pre-published agenda. Minutes of all regular Board meetings will be published and maintained in a permanent binder in the School office.

A majority of the members of the Executive Committee shall constitute a quorum for the transaction of day-to-day business.

### **7.5 Executive Session**

The Board may, as circumstances dictate, adjourn to closed session from time to time as the need to address spiritual, personnel or disciplinary issues arises.

### **7.6 Board Action**

The Board will be considered as having formally acted when, in a duly-constituted meeting, a proposal is moved, seconded, discussed, passed with appropriate margin of votes, entered in minutes, and duly approved. Board discussion, consensus, debate, etc. does not constitute formal Board action. Conflicts and grievances, and any other issue, which is not addressed by these bylaws or by the Employee Handbook between Board members and school administration, shall not be address between individuals. These issues shall be presented to the Board. The board shall have the ultimate power to resolve these issues.

## **Article VIII: Fiscal Responsibility**

### **8.1 General Policy**

The Board is responsible through the budgeting process to ensure that the day-to-day operations of the school, including facility maintenance, shall be fully funded. Budgeted revenue for the day-to-day operations will be comprised of the projected tuition, planned, non-donation/undesignated proceeds, and projected, undesignated donations.

### **8.2 Fiscal Year**

The fiscal year of the association shall begin on the first day of July and end on the thirtieth day of June of each year. Terms of the Board Members will run concurrent with the fiscal year.

### **8.3 Budgets**

The Board will approve annual operating budgets. The operating budget for the following fiscal year shall be submitted to the Board in March with final Board action to approve the budget taken no later than May 31<sup>st</sup>.

### **8.4 Financial Statements**

It shall be the School Administrator's responsibility to prepare or have prepared by his/her assistant or the School Finance Coordinator, a monthly financial statement, to be submitted to the Board seven days prior to the next regular Board meeting. All financial statements are subject to Board review.

### **8.5 Financial Inspection**

The books of Al-Hadi will be inspected by an *ad hoc* committee comprised of qualified persons at no less than yearly intervals. A “qualified person” shall be any accountant, bookkeeper, attorney, or other person who by reason of his expertise or experience is competent to evaluate financial records. No more than one qualified person shall be an employee or director of Al-Hadi School. Findings of this committee will be made available to the Board, and to be made public.

### **8.6 Fund Raising**

It shall be the Board’s responsibility to set policy for the fund raising activities of the school staff and to be responsible for their propriety, effectiveness and thoroughness.

## **Article IX: Contracts, Loans, Checks and Deposits**

### **9.1 Contracts**

The Board may authorize any officer(s) or agent(s) to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation.

### **9.2 Loans**

Loans shall be contracted on behalf of the school with two-thirds approval of the Board of Directors.

### **9.3 Checks and Drafts**

All checks or drafts issued by Al-Hadi School shall be signed by such officers in such a manner as shall be determined by resolution of the Board of Directors. The Treasurer will present a schedule of aged accounts payable and aged accounts receivable every thirty days for the Board’s information and approval.

### **9.4 Deposits**

All funds of the School shall be deposited in such depositories selected by the Board.

### **9.5 Gifts**

The Board of Directors may accept on behalf of the School any contribution, gift, donation, or device for the general purpose of the School.

## **Article X: Statement of Non-Discrimination**

### **10.1 Statement of Non-Discrimination to Applicants and Staff**

No student applicant or employee applicant shall be denied benefit of/employment by Al-Hadi School on the basis of race, color, national or ethnic origin. Persons, who are unable or

unwilling, however, to abide by the standards of Al-Hadi School, the Statement of Faith or Philosophy of Education, may be denied participation/employment.

## **Article XI: Amendments to By-Laws**

### ***11.1 Procedure for Amendment***

These by-laws may be altered, amended, or repealed by a two-thirds vote of the Board at any regular or special meeting provided a minimum of ten days written advance notice of the special meeting has been mailed to all parents of record at their last known address, specifically enumerating such proposed changes or amendments. The exception: Article II requires a unanimous vote of the Board, and all other Articles require a two-thirds majority vote of the Board to ratify proposed changes or amendments.

## **Article XII: Indemnification**

### ***12.1 Indemnification Statement***

The corporation shall indemnify any officers or former officer, any member of the Board of Directors or former member of the Board of Directors, or any other person who may have to serve at the Board of Directors' request as a Director or officer of another corporation, against all liabilities, losses, fines, costs and expenses (including council fees and amounts reasonably paid otherwise then to the corporation in the settlement or to secure the termination of litigation) reasonably incurred by or imposed upon such person in connection with or resulting from any action, suit or proceeding, civil or criminal, in which such person is made a party by reason of having been a Director or officer, except in relation to matters to which such person shall finally be adjudged, without right of further appeal in such action, suit or proceedings, to have been liable for willful misconduct in the performance of their duty as a Director or officer.

### **Signed by Officers of the Board:**

President	_____	Date	_____
Vice-president	_____	Date	_____
Secretary	_____	Date	_____