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CONSTITUTION

BC Society • Societies Act

NAME OF SOCIETY: **CANADIAN HUSSAINI ASSOCIATION**

Incorporation Number: S0039786

Business Number: 86670 0073 BC0001

Filed Date and Time: November 27, 2018 11:55 PM Pacific Time

The name of the Society is CANADIAN HUSSAINI ASSOCIATION

The purposes of the Society are:

PROVINCE OF BRITISH COLUMBIA
"SOCIETIES ACT"
CONSTITUTION AND BYLAWS OF
CANADIAN HUSSAINI ASSOCIATION

EFFECTIVE DATE:

These bylaws were certified and filed by the registrar of association on April 26, 1999, and therefore, in accordance with the Society Act, came into force on that date.

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INTERPRETATION

A. In the these bylaws, unless the context otherwise requires,

a. "Directors" means the directors of the society for the time being:

b. "Society Act" means the Society Act of the Province of British Columbia from time to time in force and all amendments to it;

c. "Registered address" of a member means his/her address as record.

B. Words importing the singular include the plural and vice versa; and words importing a male person include a female and a corporation.

Part One: Name of Association

Article 1 – Name

The Name of the Society is CANADIAN HUSSAINI ASSOCIATION, hereinafter known as "Association".

Article 2 – Purposes

The purposes of the society are:

To promote the teaching of Islam according to the Shia Ithna-ashari Faith.

To safeguard and further the religious, moral, social, welfare and educational interests of the followers of the Ja'ffari Faith.

To create, cultivate and maintain goodwill, amity and understanding between the followers of the Ja'ffari Faith in particular and humanity in general.

To collaborate and cooperate as appropriate with other religious organizations.

The operation of Canadian Hussaini Association is chiefly carried on within British Columbia.

The property of this Society is irrevocably dedicated to charitable purposes and no part of the net assets of this organization shall ever inure to the benefit of director, officer or member thereof, or to the benefit of any private persons. All profits and accretions of the Society shall be used in promoting the objects of the Society.

Upon the dissolution or winding up of the Society, its assets remaining after payment or provision for payment of all debts and liabilities of the Society shall be distributed to non-profit fund, foundation or corporation (administered by Muslims adhering to the Shi'ah Ithna Ashari school of thought) which is organized and operated exclusively for charitable purposes and is regarded by Government of the Canada as a recognized charitable organization in Canada. Further, this provision shall be unalterable.

Article 3

Canadian Hussaini Association is a charitable, Non-Profit Organization. The activities of the Canadian Hussaini Association shall be carried on without material gain for its Directors, and all accessions shall be used in promoting its Aims & Objectives. This provision is unalterable.

Part Two: Membership & Admission

2. Registered Member

a) Every Shia Muslim who applies for ordinary membership can be accepted as an associated member. After a period of at least two (2) years following the acceptance as an

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associate member, the said person may apply to be admitted as ordinary member.

- b) Every candidate for admission as a member of the association shall be proposed by an ordinary member and seconded by another ordinary member.
- c) The members of the society are the applicants for incorporation of the society, and those persons who subsequently have become members, in accordance with these bylaws and, in either case, have not ceased to be members.
- d) A person may apply to the directors for membership in the society and on acceptance by the directors shall be a member.
- e) Every member shall uphold the constitution and comply with these bylaws.

3. Inactive members

Only active members in good standing may apply or become an Inactive Member.

To become an Inactive Member, the Board must be satisfied that the applicant

- a) Has submitted a letter to the president requesting a change in status.
- b) An inactive Member shall not have the right to vote, hold an elect office.

4. To become an Active member

- c) File a written request to the association asking that his/her status be changed from inactive to active.
- d) Pay all donations between an inactive member and an active member for the remainder of the year on a monthly prorated basis.

Part Three: Donation

5. Receiving Donation

- a) The Society can accept and manage charitable trusts and bequests from any member or any individual or organization in accordance with the terms of such trusts and bequests provided that the terms are acceptable to the society and the trusts or bequests fall within the general aims and objectives of the society.
- b) To accept donations, gifts, legacies and bequests for use in promoting the objecting and carrying on the activities of the society.

Part Four: Annual General Meeting

6. Biennial General Meeting

- a) A biennial General meeting of the members of the Association shall be held at the site and on a date as designated by resolution of the board.
- b) A minimum of thirty (30) days written notice/massage shall be given to each member prior to any biennial or specific meeting of Members.
- c) Notice of any meeting where special business is to be translated shall contain enough information to permit a Member to make and informed and reasoned judgment on the decision to be taken or matters to be discussed.
- d) Only members with good standing shall be entitled to vote at the general meetings.
- e) Every question submitted to a general meeting shall be decided by a majority of votes of members present.

7. Quorum and voting at any meeting of the membership

- a) The representation by attendance at any meeting of the membership or by valid proxies of the twenty (20) percent of those Members in Good Standing who are entitled to vote constitutes a quorum at any meeting of the members.
- b) Except where otherwise provided in these bylaws, every motion at a meeting of the Association made shall be passed by a majority vote of Members.

8. Special Resolution

Where these bylaws require that a matter be approved by special Resolution, such a

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resolution must be approved by seventy-five (75) percent of the members in Good Standing attending that meeting, including those Members who have given their proxies to Members.

9. Special Meeting of Members

A Special Meeting of Members shall be called by the Board upon of a petition, calling for such a meeting, signed by at least twenty (25) percent of the Members of the Association.

The Board shall set a time and place for a special meeting, which shall take place within fourth-five (45) days from the receipt of such petition.

10. Time and place of Board meetings

The board shall meet a minimum of five (5) times each year.

The management team will hold at least five Management Meetings a year (January, March, April, September and December). The management team may hold additional Management Meetings as requires. Any (5) five members of the Management team that comprise at least (5) five Directors shall form a quorum for the transaction of the business. Islamic attire is required in all meetings.

The failure of the Board to comply with this bylaw does not invalidate any decision or act of the Board made during the year.

11. Calling of Meetings

Meeting of the Board shall be called

- a) By the President, or, in his/her absence, the Vice President, or in their absence, Treasure and Education Coordinator, or
- b) At request of any Three (3) Directors.
- c) A notice of meeting shall be given by the Secretary to all Directors not less than four (4) days before the date of the meeting.
- d) The failure of the Secretary to notify all the Directors in accordance with above bylaw not invalidate any subsequent decision or act of the Board made at the meeting, providing a quorum of Directors was achieved.

12. Quorum and voting

Five (5) Directors constitutes a quorum of the Board.

Each Director shall have one (1) vote at Board meeting.

13. Attendance at Board Meetings

Any Members in Good Standing may attend any Board meeting.

The Directors may deny attendance of any Member or person if it is necessary for the Board to consider confidential or sensitive issues in private.

Part Five: The Board

A Director must be:

- a) 18 years of age or older
- b) Not convicted of an offence involving moral turpitude or dishonesty.
- c) Not an undercharged bankrupt.
- d) Not an ordinary resident of British Columbia.
- e) A practicing Muslim adhering to the Shi'ah Ithna Ashari school of thought.

14. Composition of the Board

The Board shall be composed of the following Director Positions:

- a) President
- b) Vice-President
- c) Treasure
- d) Education Coordinator
- e) Director of Managing the Building
- f) Recording Secretary
- g) Other affairs (Kitchen)

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In addition to the Seven (7) Directors listed above, the membership may establish by Special Resolution one or more Directors if Requires.

For the purpose of these Bylaws, the President, Vice-President, Treasure and Education Coordinator are deemed to be the Officers of the Association.

15. Election of Directors

- a) Only a Registered Member in Good Standing is entitled to be elected or appointed as a Director.
- b) All Directors shall be elected for a two year term by ballot at an Annual General Meeting.

To Facilitate and maintain a consistency within the Board, the position of President, Treasure and Recording Secretary shall be elected at one Annual General Meeting and the position of Vice-President, Director of Managing the Building, Education Coordinator and other Affairs shall be elected at the next Annual General Meeting.

The Board may approve policies and procedure necessary to conduct an election under this bylaw.

16. Vacancies

The Office of a Director is deemed to be vacated in the following circumstances:

- a) if a Director resigns his or her office by delivering a written resignation to the President or Vice President of the Association;
- b) If a Director is unable to carry out the duties of a Director;
- c) If the Directors remove by a two-thirds vote at a duly called meeting of the Board;
- d) If the Members remove a Director by a Special Meeting Resolution at a special or an Annual General Meeting.
- e) The Board may by resolution appoint any Registered Member in Good Standing to fill a vacancy in an office of a Director and such appointment continues until the end of the term of the Director to replace.

17. Minutes, Books and Records

The Board shall keep all necessary books and records as may required by Bylaws or law.

The president shall have a general responsibility for all books and records of the Association pertaining to their respective positions.

All books, minutes and records of the Association shall be open for inspection by any Member in Good Standing.

18. Authority of the Board

The property and business of the Association shall be managed by a Board.

The Board shall have the following specific powers and authorities:

- a) To appoint and remove a Member of any committee, as it determines in necessary in the circumstances,
- b) To borrow money and authorize expenditure on behalf of the Association,
- c) To delegate by resolution to an Officer, the authority too pay salaries to employees;
- d) To make expenditures for the purpose of furthering the objectives of the Association;
- e) To enter a trust arrangement with a financial institution for purpose creating a fund in which the capital and interest may made available to acknowledge a notable contribution to Association by any person or persons, in accordance with such terms and conditions as the board may prescribe;
- f) Such powers that are not granted under Act or by these Bylaws, but are authorized by the Members
- g) The Board shall take such steps as it deems are necessary to enable the Association to receive donations and benefits, for the purpose of furthering the objectives of the Association.

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h) The Board may delegate its authority, as it deems fit, to a committees consisting of Members of the Association and each such committee shall elect one of its members to chair the committee.

19. Signing Officers

e) The President and one of the Vice-President, Treasure and Education Coordinator or other Officer duly appointed by the Board for that purpose, are the Signing Officers.

f) When directed by the Board, the Signing Officers are empowered to sign all documents requiring the signatures of the Officers of the Association, including contracts, cheques, documents or instruments in writing and do so on behalf of the Association.

20. Duties and powers of the President

The President shall

- a) Shall preside all Meetings of the Association.
- b) Be responsible for the general and active management of the business and affairs of the Association.
- c) Ensure that all orders and resolution of the Board are carried into effect.
- d) Shall also be charged with all the general management and supervision of the affairs and operations of the Organization.
- e) Shall see the Constitution and By-law are adhered to, kept up-to-date with all changes and amendments.
- f) Shall make an extra effort in ensuring harmonious relation between individual officers, as well as the members at large.
- g) In the event of a tie vote at a Board meeting, the President Shall exercises his or her power and cast a second and deciding vote.
- h) Shall receive visiting dignitaries.

21. Duties and powers of the Vice-President

- a) Shall exercise the power of the President when the latter is absent or in unable to do so.
- b) Shall assist the president in accomplishing in accomplishing the purpose of the Organization.
- c) Shall be responsible for maintaining effective liaison between the Executive Committee and Subcommittees and the specialized bodies of the Organization and keep the Executive Committee informed the activities of such bodies.
- d) Carry out all the activities

22. Duties and power of the Education Coordinator

In the absence or inability of the President and Vice-President, the Education Coordinator shall perform the duties and exercise the powers of the President and such other duties as may be granted to him or her by the Board.

The Education Coordinator shall

- a) Supervise and administer the Association's Education Program,
- b) Administer the requirements imposed by the Association.

23. Duties and powers of the Secretary

- a) Maintain minutes of all Association meetings and keep record of such proceeding in appropriate books.

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- b) Shall give notice of meeting to Directors.
- c) Shall be custodian of all books, paper, records, seal, correspondence, contracts and other documents belong to the Association.
- d) Shall have with him the relevant minutes, documents and record books at every Staff Meeting.
- e) Shall keep a file of all incoming and outgoing correspondence and to keep the principal informed of such.
- f) Shall carry out all activities in consultation with the President.
- g) Shall present at all General Meetings a comprehensive report of secretarial carried out during the term.
- h) Shall assist the President in secretarial services.

24. Duties and power of Treasurer

- a) Shall custody of the Association's fund and securities.
- b) Shall keep records of assets and liabilities and accounts if the income and expenditures of the Organization in accordance with commonly accepted accounting practices.
- c) Shall under the direction of the Executive Committee control the deposit of Monies, safekeeping of securities and the disbursements of funds of the Organization.
- d) Shall present to the Executive Committee at each meeting a treasure report.
- e) Shall prepare financial statements for the purpose of audit and present such audited financial statements at the annual General Meeting.
- f) Shall present a budget for the forthcoming fiscal year at the annual General Meeting.
- g) Shall carry out all activities in consultation with president.

25. Religious coordinator

The function, duties and powers of the Religious coordinator, under overall jurisdiction of the Board of Association, shall be:

- a) To perform and/or officiate at all religious ceremonies and rites including those attendant upon betrothal, marriage, divorce and death;
- b) To supervise jointly with the Secretary the employment of staff of the Association;
- c) To attend regularly to the Association affairs and program.

26. Vacancies on Committees

- a) In the event of vacancy on the Executive Committee the executive may appoint any ordinary member of the community to fill the vacancy.

*** In case of emergencies, any member of the management team shall have the authority to spend the funds on behalf of the Association, with the consent of any two directors, up to one Thousand (\$1,000) Canadian Dollars for meeting the expenses of the Association. A majority of the Management team must approve spending any additional General funds.

As a charitable organization, the Association will accept and/or manage charitable trusts from any individual or organization in accordance with the terms of such trusts so long as the terms are acceptable to the Directors of the Association, and the trusts fall within the general Aims & Objectives of the Association and are not contrary to the Provincial and Federal laws of Canada.

27. Execution of Documents, Checks

In order for an Association document or check to be valid, it must be signed by Director of Finance and any two other Directors. The remaining Directors shall be kept informed of such

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transactions.

Part Six: Disciplinary Action

28. Disciplinary

Any member who:

- a) commits a breach of the Constitution or Bylaw;
- b) Violates any Bylaw or rule made by the association in accordance with the Constitution and Bylaws;
- c) Acts in a manner prejudicial to the prestige or dignity of the Association.
- d) Purports to act or do anything in the name of or on behalf of the Association without the permission of the association;
- e) Prints, publishes or circulates any correspondence, order, resolution or records, makes any public statement whatsoever purporting to be on behalf of or in the name of Association without the permission in writing of the Association.

29. Proceedings for Disciplinary Action

- a) Proceeding for disciplinary action against any members shall be commenced by a complaint in writing and signed by the complainant being lodged with the committee by the complainant.
- b) The committee shall investigate the complaint within forty five (45) days of its receipt and if the facts alleged in the complaint are established, the committee may by a vote of seventy five (75) percent of the members present, order:
 - (1) The offender to provide restitution to the aggrieved party;
 - (2) Suspension of membership of the offender for any period not exceeding four months;
 - c) Any member who has been suspended or expelled shall have the right exercisable by notice in writing given to the President/Secretary within thirty (30) days of a written decision of the Association to appeal to a general meeting of the Association. A general meeting for this purpose shall be held summoned to meet within two (2) months after the receipt of such notice.
 - d) At General Meeting, Seventy (75) percent vote of present members requires for any action to be taken on behalf of association.

30. Fiscal Year

Unless otherwise directed by the Management team, the fiscal year of the Association shall terminate on the 30th Day of December.

31. Seal

The Directors may provide a common seal for the society and may destroy a seal and substitute a new seal in its place.

The common seal shall be affixed only when authorized by a resolution of the directors and then only in the presence of the persons prescribed in the resolution, or if no persons are prescribed, in the presence of the President, Secretary or treasure.

On being admitted to membership, each member is entitled to receive a copy of constitution and bylaws of the society.

These bylaws shall not be altered or added except by special resolution.

Applicants:

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Signature: _____
Name: _____

Witness: _____

Address Signature:

Signature: _____
Name: _____

Witness: _____

Address: _____
Signature: _____

Witness: _____

Name: _____
Address: _____

Witness: _____

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Witness: _____

Name: _____

Address: _____

