

# NOORUL-ISLAM SOCIETY INCORPORATED

## CONSTITUTION AND RULES

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## **1. NAME:**

The name of the Organization shall be "NOORUL-ISLAM SOCIETY INCORPORATED" (NISI).

## **2. TYPE OF ORGANIZATION:**

The Organization shall be a non-profit religious society dedicated to the promotion of the Islamic religion, culture and principles, and will be based on the Islamic principle of shura as stated in the Holy Qur'an, "and their matters are discussed between them by a council" (42:38)

## **3. CONSTITUTION:**

The constitution shall be the document containing the fundamental rules and ordinances of the organization.

## **4. DEFINITIONS:**

In these rules, the following definitions and interpretations shall apply:

- 'EXECUTIVE OFFICERS' and 'EXECUTIVE' shall mean the President, Vice-President, Treasurer, Public Relations Officer, Secretary and an Islamic Advisor duly elected in accordance with these rules.
- 'MEMBER' shall mean a member of the Organization whose name is entered into the register and elects to pay all subscriptions.
- 'FOUNDATION MEMBER' - DELETED.
- 'FINANCIAL MEMBER' - DELETED.
- 'OFFICER' shall mean any full member elected or appointed to and holding office in the Organization, whether honorary or salaried, and shall include Executive Officers, Committee Members and Trustees.
- 'COMMITTEE' shall mean the Committee of Management of the Organization as defined in the rules.
- 'BASIC TENETS OF ISLAMIC FAITH' shall include belief in ALLAH, and His Messenger, Prophet Muhammad, the teachings of Islam as specified in the Holy Qur'an and Hadith, and acceptance of Islam as the only source of faith.

- 'RULES' shall mean the Rules of the Organization which are in force from time to time.
- 'ORGANIZATION' and 'TRUST' shall mean the "NOORUL ISLAM SOCIETY' INCORPORATED."
- 'REGISTER' shall mean the Register of members kept by the Secretary in accordance with the rules.
- 'THE ACT' means the "Associations Incorporation Act 1987".
- 'SPECIAL RESOLUTION' means a resolution of the Organization passed in accordance with Section 24 of the Act.
- Unless the context otherwise directs, words importing the singular shall include the plural and masculine include feminine.

## **5. OBJECTIVES:**

The Organization has been established for the following purposes:

- (a) To promote the practice and principles of Sunni Islam as enshrined in the Qur'an, the Hadith and the Fiqh of Sunni Islam.
- (b) To conserve and foster Islamic culture and beliefs.
- (c) To assist in all matters concerning the spiritual and cultural well-being of all Muslims.
- (d) To promote co-operation between the Organization and all organizations promoting similar objectives.
- (e) To establish funds for the general conduct of the organization.
- (f) To establish branches of the Organization in various parts of Western Australia.
- (g) To establish, publish and distribute literature for the benefit of all Muslims and contribute and subscribe to journals of other similar organizations and bodies.
- (h) To purchase, sell, mortgage, lease or otherwise deal in real estate and personal property of all kinds for the benefit of the Organization as a whole.

- (i) To appoint and employ Officers, Solicitors, Accountants, Auditors and other persons considered necessary for the efficient working of the organization and to pay such salaries, fees, re-imbursments and allowances to persons so appointed and to members of the Organization engaged in furthering the objectives and work of the organization.
- (j) To amalgamate, and affiliate with, or absorb, any organization whose objectives and / or constitution are similar to the objectives and constitution of' this Organization.
- (k) To establish trusts for the purpose of holding and safeguarding the capital assets of the Organization. To manage all the Organizations funds for the purposes of establishing Mosques, Community Centres and other communal properties.
- (l) To do all such things as the Organization may from time to time deem incidental or conducive to the attainment of the above objectives or any of them.
- (m) The property and income of the Organization shall be applied solely towards the promotion of the objects of the Organization and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

#### **6. REGISTERED OFFICE:**

- (a) The permanent registered office of the Organization is located in Perth, State of Western Australia, Australia.
- (b) A temporary Registered Office may be used at a place as the Committee of Management of the Organization may from time to time decide.

#### **7. MEMBERSHIP:**

All members of the Sunni Islamic Community resident in Australia shall be eligible for membership of the Organization.

No person shall be barred from membership of the Organization on the basis of Nationality, Colour, Language, Caste, Race, Age or Gender.

To be eligible to vote, a member must be a financial member of Noorul Islam Society for at least three months, immediately preceding the date of election.

(a) FOUNDATION MEMBERS: DELETED

(b) FULL MEMBERS:

(i) Ordinary Members:

These are registered members who are above the age of 18 years and who pay an annual subscription of such amount as the Society may from time to time prescribe.

(ii) Family Members: DELETED .

(iii) DELETED.

### **8. RESIGNATION AND ELIGIBILITY OF MEMBERSHIP:**

- (a) A member shall no longer be eligible for membership of the Organization when he is prevented, by any condition of eligibility for membership of the Organization, from continuing to be a member.
- (b) When a member resigns his/her membership from the Organization, he/she shall thereupon, forthwith, return any property of the Organization in his/her possession and pay any monies owing to the Organization. Such monies shall be recoverable as a debt due.

### **9. TERMINATION OF MEMBERSHIP:**

- (a) A member shall cease to be a member when he/she is no longer eligible for Membership
- (b) The Secretary shall promptly notify such person (where practicable) of the termination of his/her membership stating the date thereof and the reason therefore and the amount and the nature of any debts owed by him/her to the Organization.  
The notification shall be made by registered letter addressed to the last known address as shown in the register.

### **10. REGISTER OF MEMBERS:**

The Secretary shall keep at the registered office of the Organization, a register of members, showing the full names and addresses of all officers and members of the Organization. The register shall be kept up to date and made available for production to any officer or member of the Organization.

## **11. MANAGEMENT:**

The Management of the Organization shall be vested in an Annual General Meeting of the Members and a Committee of Management. The Annual General Meeting of the Members and the Committee shall carry out such functions as shall be prescribed by these rules.

## **12. ANNUAL GENERAL MEETING:**

- (a) An Annual General Meeting of the Members shall be held by the Organization once every year at a time and place decided upon by the Committee before the end of September of every year.

The Annual General Meeting while in session shall govern, manage and conduct the affairs of the Organization and shall have power subject to these rules to:

- (i) Make, repeal, amend and/or add to these rules by a resolution passed by a majority of not less than three fourths (3/4) of such Members of the Organization as being entitled to vote and be present.
  - (ii) To receive and adopt a statement of income and expenditure and an audited balance sheet as of the 30<sup>th</sup> of June each year.
  - (iii) Determine any matter referred to it by the Committee.
  - (iv) Review the acts and decisions of the Committee.
  - (v) Do all other acts and things which are not by these rules specifically directed to be done by any other person or body, and which in the opinion of the Annual General Meeting are in the interests of the Organization or in the interests of members or persons eligible to be members.
- (b) Notice of the Annual General Meeting shall be given by the Secretary by posting to or leaving for each Member, at the member's postal address for service of notices, as shown in the register, a written notice of the time, date and place of the meeting, at least fourteen days prior to the holding thereof. The publication of the necessary information in a journal of the Organization, distributed to each Member, so as to be received in the normal course of post within the specified time, shall be deemed and held to be adequate notice for the purpose of this sub-rule.

- (c) The Secretary shall include in the notice of the Annual General Meeting such notices of the intention to amend, repeal or add to the Organization rules as shall be received by him, in sufficient time to permit inclusion in the said notice. The paragraph and the clause of the Constitution and rules proposed to be amended, and how it is proposed to be amended, must be included in the Secretary's notice of the intention to amend or repeal or add to the Organization's rules.
- (d) All acts and decisions of the Annual General Meeting, unless contrary to these rules, shall be binding on all members.

### **13. SPECIAL GENERAL MEETING:**

- (a) The Secretary shall convene a Special General Meeting of Members when:
  - (i) The Committee so resolves.
  - (ii) The President so directs.
  - (iii) A meeting is requisitioned in writing, by not less than fifteen (15) Members or by not less than ten percent (10%) of the Membership (whichever number is the lesser), and in each case such requisition shall be addressed to the President or Secretary and shall set out the reasons for such meeting.
  - (iv) So resolved by an Annual General Meeting or Special General Meeting of the Organization.
- (b) The time and place of Special General Meetings shall be decided by the Committee, or in cases of urgency, by the Executive, provided that when a meeting has been requisitioned for, in accordance with the previous sub-rule, it shall be convened by the Secretary within twenty eight (28) days of the requisition reaching the President or Secretary.
- (c) Notice of the Special General Meeting shall be given by the Secretary by posting to or leaving for each Member at the Member's postal address for service of notices as shown in the register, a written notice stating, in brief, the nature of the business to be transacted and the time, date and place of the meeting, at least fourteen (14) days prior to the holding thereof. The publication of the necessary information in the journal of the Organization, distributed to each member, so as to be received in the normal course of post, within the specified time, shall be deemed and held to be adequate notice for the purpose of this sub-rule.

- (d) No business shall be transacted at a Special General Meeting unless notice thereof has been given in accordance with these rules.
- (e) A Special General Meeting shall have powers equal to those of an Annual General Meeting in transacting all business, the nature of which has been outlined in the notice of the meeting.

#### **14. COMMITTEE:**

- (a)
  - i. A Committee of Management consisting of no less than six (6) and no more than thirteen (13) Committee Members elected by the Members as hereinafter provided, shall take office no later than the first day of October and shall hold office for two (2) years and thereafter until the new Committee is appointed.
  - ii. A General Meeting will be called in accordance with item 12. above and held before the end of September, once every two (2) years, specifically to elect the new Committee and to transact other business as detailed in the notice of the General Meeting.
  - iii. No person will be eligible to be elected to the Committee unless he has been a Member of the Organization for at least one (1) year preceding the election date.
- (b) The Committee shall, subject to these rules, have the following powers and duties:
  - i. Except when the Annual General Meeting or a Special General Meeting is in session, to manage the affairs and conduct the business of the Organization, to administer the rules and do all acts or things as the Annual General Meeting is empowered to do unless specifically prohibited from doing so by the General Meeting.
  - ii. To carry out such specific duties as are delegated to it by the Annual General Meeting or by a Special General Meeting.
  - iii. To submit to the General Meeting such reports, returns and other information as the rules may require.
  - iv. To authorize such expenditure of monies from the Organization.
  - v. To employ such persons as deemed necessary in the service of the Organization and to terminate the services of such persons.



- (c) The Committee shall meet as often as is necessary to transact the business of the Organization, and at least once a month for a minimum of ten (10) months per annum, and at such other times, as the President of the Organization shall direct, in General Meeting or when two (2) Committee members notify the Secretary or the President that they desire a meeting to be held. The Secretary shall post to each member of the Committee, to his postal address for service of notices as shown in the register, at least seven (7) days before the time of the meeting, a notice of such meeting of the Committee, provided that if in the opinion of the President, a meeting of the Committee should be summoned in emergency, notice may be served by telegrams or such similar means and with such notice as the President shall direct.
- (d) No member of the Management Committee shall be appointed to any salaried office of the Organization or to any office of the Organization paid by fees and no remuneration or other benefit in money or money's worth shall be given by the Organization to any member of the Management Committee except repayment of out-of-pocket expenses.
- (e) The Committee of Management is empowered to establish other Sub-Committees to help in carrying out certain activities or functions; and no Sub-Committee will be established without the sanctioning of the Executive Committee.
- (f) The decision to establish a Sub-Committee will be minuted and will detail the purpose of the Sub-Committee and its scope of the operation.
- (g) No Sub-Committee will operate outside the parameters sanctioned by the Committee of Management, and no Sub-Committee will have any powers exceeding those conferred upon that Sub-Committee by the Committee of Management.
- (h) The Committee of Management may allocate sufficient funds to any Sub-Committee to be used by that Sub-Committee in carrying out its activities or functions
- (i) All Sub-Committees will be accountable to the Treasurer for all their receipts and disbursements, and the Treasurer will always have the authority to inspect their financial transactions and supply additional funds, or withdraw excess funds available to them in accordance with determinations by the Management Committee.
- (j) Each Committee member has a deliberative vote.

- (k) A question arising at a Committee meeting must be decided by a majority of votes, but, if there is no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.
- (l) Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.
- (m) A Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit the Organization is established), must:
  - (i) As soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee, and
  - (ii) Not take part in any deliberations or decision of the Committee with respect to that contract.
- (n) Sub-rule (m)(i) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of the Organization.
- (o) The Secretary must cause every disclosure made under sub-rule (m)(i) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

## **15. EXECUTIVE OFFICERS:**

- (a) The Members will elect the President, Vice President, and Treasurer, to the Committee and together with the Secretary and Public Relations Officer who will be appointed from those elected Committee members, and the Islamic Advisor who will be appointed by the Committee, will constitute the Executive for the term of the Committee.
- (b)
  - i. In the event that a vacancy exists in the Executive, the Committee may appoint an eligible Committee member to carry out the duties of any Executive for the remainder of its term.
  - ii. In the event that a vacancy exists in the membership of the Committee, the Committee is empowered to appoint any eligible Member of the Society to the membership of the Committee until the end of the Committee's term.

- (c) The powers and duties of Executive Officers conferred by these rules shall be as follows:
- i. The President shall be the Chief Officer of the Organization and a member ex-officio of all Committees and Sub-Committees of the Organization, and shall preside at all meetings of the Committee and all General Meetings at which he is present. The President shall be entitled ex-officio to attend any formal or informal assembly of all or any of the Members, and shall have the same responsibilities and privileges as any other Member present, provided that he shall not have power to cast his vote at any meeting or assembly at which he exercises this entitlement to attendance.
  - ii. The Vice-President shall assist the President in the execution of his duties, and shall deputize for him in his absence or incapacitation.
  - iii. The Secretary, subject to the general direction and supervision of the Committee and the President, shall supervise and control the routine and office work of the Organization and shall attend to all correspondence of the Organization, and shall keep records thereof and shall keep proper and accurate minutes of all meetings of the Committee and General Meetings of the organization.
  - iv. The Treasurer, subject to the general direction and supervision of the Committee, shall handle all monies of the Organization, and shall keep proper banking accounts and books of account recording all financial transactions thereof. He shall supply from time-to-time all information required by the Auditors and by the Committee, and within three (3) weeks after the close of the financial year of the Organization, prepare a full statement of income and expenditure for that financial year and balance sheet of the Organization. The Treasurer shall not make any payments on behalf of the Organization unless such payments are authorized by the Committee or by the Organization in General Meeting.
  - v. The Public Relations Officer, subject to the general direction and supervision of the Committee, shall handle the promotion of the Society's image. He shall be responsible for all aspects of the Library of the Society. He shall issue press releases concerning the activities of the Society.

- vi. The Islamic Advisor, subject to the general direction of the Committee, shall provide the Committee with Islamic guidance, based upon the Qura'n, Hadith and such other sources, from which Islamically sound decisions can be made to further the objectives of the Organization.

#### **16. REMOVAL FROM OFFICE:**

- (a) Where the Committee, at a Special Meeting called for the purpose, finds an Executive Officer or Committee member guilty, in accordance with these rules, of misappropriation of the funds of the Organization, or substantial breach of the rules of the Organization, and finds that such person is not eligible to hold his office, it may, by resolution, remove such person from his office, provided that such removal shall not operate until the resolution is confirmed by a resolution of a Special General Meeting of the Organization, called for that purpose, in accordance with Section 18 (e) of this Constitution.
- (b) No such resolution shall be moved at a meeting of the Committee unless the person concerned has been given adequate notice (of at least four [4] weeks) of intention to move the resolution and an opportunity to show cause to the Committee as to why the resolution should not be passed.

#### **17. ELIGIBILITY TO HOLD OFFICE:**

- (a) No member under the age of eighteen (18) years shall be eligible for nomination or election to any office of this Organization.
- (b) Any person who does not belong to "AHLUS SUN-NAH WAL JAMA'AH" shall be ineligible to hold, or continue to hold, or to be nominated for, or elected to, any office or position of the Organization.

#### **18. VACATION OF OFFICE:**

The office of a member of the Management Committee or of a Trustee shall become vacant under the following circumstances:

- (a) Upon the person's death.
- (b) If the person becomes mentally ill in any way, under the law relating to mental health.
- (c) If the person resigns his office by notice in writing to the Organization.

- (d) If the person is absent for more than three (3) months without leave of the Committee from the meetings of the Committee held during that period.
- (e) Upon the resolution being passed by two thirds (2/3) majority of members present at a properly constituted General Meeting specially called for the purpose, to remove him/her from office.
- (f) If the person holds any office of profit with the organization.

## **19. ELECTIONS:**

- (a) In electing the Committee of Management:
  - i. The Secretary will dispatch notices to the Members of the Society to be called for the purpose of electing a new Committee in accordance with Section 12(c) of this Constitution.
  - ii. The Secretary will organize the holding of the elections in the manner prescribed hereunder.
- (b) Nominations for membership of the Committee must be proposed and seconded in writing by two (2) Members of the Society. The nominee must also accept the nomination in writing. Each member will only be allowed one (1) proposal and one (1) second.
- (c) Nominations and their seconds, for membership of the Committee must reach the Secretary on or before the day of the General Meeting.
- (d) The General Meeting held to elect the new Committee will be conducted in the following manner:
  - i. The President will declare the meeting open.
  - ii. A Du'a and / or a short Qur'anic recital will be performed.
  - iii. The meeting will proceed to conduct any business other than the election of the new Committee.
  - iv. The President is then to declare that the current Committee's term has ended and the new Committee will take office.
  - v. The Floor will elect an Election Officer who, in this capacity, will chair the meeting for the purpose of electing the new Committee.

- vi. The election officer will read the names of all members nominated for the Committee and call for any further nominations.
  - vii. The Election Officer will declare the nominations closed and conduct the voting commencing with the Executive positions and then followed by the remainder of the Committee.
  - viii. The nominee receiving the most votes for the position of President will be declared to be the new President, whilst the nominee with the second largest count, for this position, will be declared to be the new Vice-President.
  - ix. The nominee receiving the most votes for the position of Treasurer will be declared to be the new Treasurer.
  - x. The ten (10) nominees receiving the larger number of votes, together with the new President, Vice-President and Treasurer; will be declared to be the new Committee.
  - xi. Only financial members are allowed to vote in this election. Voting will be by secret ballot on the official form available at the meeting and will be exercised by writing the names, from the declared list of nominees, the name of their choice of President, Treasurer and ten nominees on the official form.
- (e) The new committee will meet within fourteen (14) days from the date of being elected to commence transacting the business of the Society.
  - (f) The Executive and Committee Members so elected shall hold office for the ensuing two (2) years, and shall if otherwise qualified under these rules, be eligible for re-election.
  - (g) The Secretary shall notify all retiring Committee Members and newly elected Committee Members and all candidates for office as Committee Members, of the results of the election of Committee Members.
  - (h) The new Secretary shall notify all Members of the Society of the names, addresses and telephone numbers of the new Committee Members and Officers.

## **20. QUORUM:**

- (a) At all Annual General Meetings or Special General Meetings of the Organization, thirty (30) Members or fifty percent (50%) of the Society's Members, whichever is the lesser, present in person, shall form a quorum.
- (b) If an Annual General Meeting or a Special General Meeting or a Committee meeting was adjourned to another date by reason of insufficient quorum, the members meeting on that other date will form a proper quorum, provided that the business to be considered in the latter meeting is the same as was proposed in the adjourned meeting.
- (c) At all Committee and Sub-Committee meetings fifty (50%) percent of the elected officers form a quorum, provided that either the President or Vice-President or Secretary is present.
- (d) If a Committee or Sub-Committee meeting was adjourned to another date by reason of insufficient quorum, the members meeting on that other date will form a proper quorum, provided that the business to be considered in the latter meeting is the same as was proposed in the adjourned meeting.

## **21. OFFENCES BY MEMBERS:**

- (a) The Committee shall call upon any member who the Committee has reason to believe is acting or has within twelve (12) months preceding, acted in a manner prejudicial to the interests of the Organization or has committed any offence against these rules to show cause why he should not be reprimanded or expelled from the Organization.
- (b) The Secretary shall give to the member concerned at least twenty-one (21) days notice in writing of the time, date and place fixed for hearing evidence relating to the offence which he is alleged to have committed and all particulars of the alleged offence and such notice, in writing, shall be given by registered letter to the member's address as shown in the register.
- (c) The evidence relating to the alleged offence shall be heard by the Committee or by a Sub-Committee consisting of not less than three (3) members of the Committee appointed for the purpose and the member concerned shall be heard in his defense either personally or through council or he may make in writing such submissions as he may desire to make.

- (d) If the evidence relating to the offense is heard by a Sub-Committee, that Sub-Committee shall report its findings to the Committee together with a recommendation to the Committee as to penalty, if any.
- (e) The Secretary shall promptly inform the member by letter (certified or registered mail) of the decision/s of the Committee. In the event of expulsion, the expulsion shall become effective sixty (60) days after the date of posting such letter, unless the appeal against the expulsion is lodged with the Secretary.
- (f) A member who is found guilty of an offense shall have a right of appeal to a Special General Meeting, if, and only if, the penalty imposed by the Committee is expulsion from the Organization, provided that he submits such appeal within sixty (60) days of the date of posting the letter informing him of the Committee's decision/s. The expulsion, in such case, shall not become effective before the appeal is determined.

## **22. FINANCIAL:**

- (a) The Organization shall raise funds by subscription, voluntary donations, and by any other means approved by the Committee. These funds together with any other monies received, shall be applied for any or all of the objectives or purposes of the Organization.
- (b) All subscriptions and donations shall be paid to and collected by the Treasurer.
- (c) The financial year of the Organization shall be from first (1st) day of July to the thirtieth (30th) day of June in each year, both dates inclusive.
- (d) Any expenses, costs, security, guarantees, payment or other such contractual arrangement that exceeds TEN THOUSAND DOLLARS (\$10,000) shall not be approved by the Management Committee unless it has been approved by the Board of Trustees.

## **23. BANK ACCOUNT:**

A current account or current accounts in the name of the Organization shall be kept with a Bank or Banks approved by the Committee; and all funds of the Organization shall be banked with such Bank or Banks. Not more than four (4) officers shall be authorized by the Committee to sign cheques on the bank or accounts of the Organization, and at least two (2) of such officers, including one Executive Officer, shall sign each cheque.



#### **24. ACCESS TO BOOKS:**

Any member, having requested in writing, will be permitted to inspect the financial books of the Organization at the registered office of the Organization at such time or times as the Committee shall direct.

#### **25. SUBSCRIPTIONS:**

The Committee shall determine the amounts of the annual subscription for the following fiscal year and will advise all members of these amounts during the month of February of each year.

#### **26. BY-LAWS :**

The General Meeting may make By-Laws not inconsistent with these rules for the better management of the Organization and may repeal, amend or add to any By-Law of the Organization.

#### **27. AMENDMENTS TO THE CONSTITUTION AND RULES:**

- (a) The Constitution and Rules can only be amended in a Special General Meeting and or Annual General Meeting called for the purpose of considering such amendments in accordance with the procedure laid down in Sections 12 and 13 of this Constitution.
- (b) The Constitution and Rules of the Organization can only be amended in accordance with the provision of the act.
- (c) An alteration of the rules of the Organization does not take effect until it is lodged and approved by the Commissioner.

#### **28. STANDING ORDERS: DELETED.**

#### **29. INDEMNITY:**

- (a) The Organization shall indemnify any officer, agent, Committee Member or employee of the Organization against any act of neglect, omission or default provided that such right to be indemnified is approved by the Committee and the Board of Trustees.
- (b) For the avoidance of doubt, if the Committee or Board of Trustees do not resolve to indemnify the said person under clause 29(a), such person shall not be entitled to be indemnified by the Organization under any circumstances.

### **30. TRUSTEES:**

- (a) Seven (7) Trustees will be elected by a General Meeting for a period of ten (10) years, at the end of which they will be eligible for re-election.
- (b) A Trustee can also be a member of the Committee of Management.
- (c) The Board of Trustees may by passing a resolution (with the approval of 75% of its members voting in favour of such) resolve to expel any Executive Officer, Committee Member, or the Committee in its entirety and such resolution shall be effective with no provision for a review of such a resolution.
- (d) If the Board of Trustees exercise their powers in accordance with clause 30(c), the Board of Trustees may appoint interim officers to fill the role of the expelled individual or individuals until the election of a person to fill the expelled person or person's role had been carried out.

### **31. DISSOLVING OF THE ORGANIZATION:**

- (a) The Organization shall be dissolved if 75% of members voting at a General Meeting so resolves by Special Resolution.
- (b) If upon winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

### **32. OPERATION:**

These rules shall come into operation immediately following their adoption by a meeting of the Organization held for that purpose.

### **33. ALTERATION OF RULES AND OBJECTIVES:**

These rules and statement of objectives of the Organization shall not be altered except in accordance with the Act.

### **34. CUSTODY OF RECORDS:**

- a) Except as otherwise provided in this rule, the Secretary shall keep in his custody or under his control, all books, documents and securities of the Organization.
- b) A member may at any reasonable time inspect, without charge, the books, documents, records and securities of the Organization.

### **35. SEAL:**

- 1) The seal of the Organization shall be in the form of a rubber stamp with the name of the Organization and the word "SEAL" inscribed therein.
- 2) The seal of the Organization shall not be affixed to any instrument except by the authority of the Committee and the fixing thereof shall be attested by the signatures of the President and the Secretary.
- 3) The seal shall remain in the custody of the President of the Organization.

### **36. Islamic Charitable WAQF Trust:**

**1. (i) Name Of Trust:**

The Trust Hereby established shall be known as the Islamic Charitable WAQF Trust ("the Trust").

**(ii) The Founder:**

The (settler) of the trust herein shall be Noorul Islam Society ("the Founder").

**(iii) Objectives:**

The Trust is established for the following purposes;

- (a) To provide places of worship for all Muslims in Western Australia.
- (b) To provide Islamic literature through libraries.
- (c) To organize and hold meetings, seminars and lectures on Islam for the benefit of the public of Western Australia.
- (d) To assist any Muslim visiting Western Australia for the above purposes.  
("The charitable objects").

**2. Definitions:**

- (i) **"The Trustees"** means the elected Trustees by the members of Noorul Islam Society (the Founder) at a Special General Meeting held for that purpose.
- (ii) **"The Trust Fund"** means:
  - (a) All monies held by the Trustees in the name of the Trust.
  - (b) All property accepted by the Trustees as additions to the Trust Fund.
  - (c) All other property which, in whatever manner, is added to or becomes part of the capital funds of the Trust (including authorized accumulation and capital accretions).
  - (d) All property for the time being representing the foregoing respectively (or any part or parts thereof).

- (iii) "**charitable**" means charitable in accordance with the law of Western Australia and the Commonwealth of Australia.
- (iv) "**charity**" means any trust, company, association, foundation, or other body (corporate or incorporate) established in any part of the world exclusively for charitable purposes.
- (v) "**special conditions**" means special conditions applicable to a particular property as provided in Clause 4.
- (vi) "**property**" means movable or immovable property of any kind including, but without limitation, things in action and money, and in particular land and buildings thereon.

3. (i) **Trust of Income:**

The Trustees shall hold the income of the Trust Fund in trust (subject to any special conditions) to pay or apply it in promotion of the charitable objectives of this Trust aforementioned and described and from time to time as the Trustees deem fit, but with power to accumulate income as provided below.

(ii) **Power Over Capital:**

Notwithstanding the foregoing trust of income the Trustees may at any time or times, at their discretion (but subject to any special conditions) pay or apply the whole or any part or parts of the capital of the Trust Fund in promotion of the main charitable objectives mentioned herein in such manner as they deem fit provided that the Trustees are specially not authorized to encumber or deal with the Trust property in any manner whatsoever, whereby the title to the property shall be vested in a third party on the happening of an event.

(iii) For the purpose of promoting the charitable objectives but not further or otherwise, the Trustees:

- (a) may from time to time invite or accept contributions by way of donations, bequests, subscriptions or otherwise provided that these donations, bequests, subscriptions or other means conforms with Islamic Law (Shariah).
- (b) agree, in relation to any such contributions, to be bound by special conditions as to the manner of application or otherwise, provided these conform with the objectives of this particular Trust.

( iv ) **Power of Trustees:**

The Board of Trustees may exercise the following powers with respect to the Settler (founder).

- (a) resolve any conflict that arises within the settler, and make any decision required to be made in order to resolve the conflict.
- (b) act as administrator of the Settler until a new Management Committee is formed and elected in accordance with the Constitution of the Settler.
- (c) appoint any suitable person of the Organization to carry out the above.

**4. Administrative Powers of the Trustees:**

In promotion of the charitable objectives but no further or otherwise the Trustees shall have the following powers (exercisable at any time or times) in addition to all other powers vested in them by law by this Deed.

(i) **Accumulations;**

Power during the period of twenty-one years from the date the first board of Trustees are elected in [accordance with 2.(i) aforementioned] to accumulate the income of the whole or any part or parts of the Trust Fund by investing the same and the resulting income thereof in any investments hereby authorized, the accumulations to be held as an accretion to the capital of the Trust Fund and as one fund therewith for all purposes. Provided that any such accumulations shall be in accordance with Islamic Law (Shari'ah) and shall not be in an interest bearing account or arrangement.

(ii) **Investment:**

Power to invest, and vary the investment of, any money for the time being comprised in the Trust Fund as the Trustees deem fit and investment shall be taken to include laying out money for or towards the alteration, improvement, repair or decoration of property, the acquisition of assets which do not produce income and the purchase of property with a view to its being used for any of the charitable objectives herein before mentioned.

(iii) **Employment of Agents etc:**

Power to employ any agent or servant to transact any or all business of whatever nature including acts involving the exercise of a discretion required to be carried out in furthering the charitable objectives herein before mentioned (any persons so employed to be allowed and paid all reasonable out-of-pocket expenses incurred by him) provided that all acts and proceedings of such agent or servant to whom the powers are so delegated shall be reported back to the Trustees as soon as practicable and provided further that no such agent or servant shall incur any expenditure on behalf of the Trust except in accordance with a budget previously agreed to by the Trustees.

(iv) **Payment of Agents, etc:**

Power to pay any person employed such as salary, wages, fees, commission or other remuneration as the Trustees consider reasonable.

(v) **Insurance:**

Power to spend money on the insurance of any property comprised in the Trust Fund to its full value against such perils and upon such terms as the Trustees reasonably deem fit.

(vi) **Debiting of Expenses:**

Power to debit the proper expenses to the Trustees (whether authorized by this Deed or the general law) either to capital or to income (or between the two in such proportion as they deem fit).

(vii) **Residual Matters:**

Power to carry out and do all such other lawful acts and things (whether or not falling within any of the foregoing categories of powers) as may be requisite or incidental to the proper administration of, or will to promote the attainment of the charitable objectives.

(viii) **Acting Internationally:**

Power to anything herein authorized in any part of the world.

**5. Professional Trustee Charging Clause: DELETED.**

**6. Trustees - Exclusion of Liability:**

No Trustee shall be liable for any loss to the property of the trust arising by reason of any improper investment made in good faith (as long as he shall have sought professional advice before making such investment) or by any other Trustee hereof in good faith (provided reasonable supervision shall have been exercised) although the employment of such agent was strictly not necessary or by reason of any mistake or omission made in good faith by any Trustee hereof or by reason of any other matter or thing other than willful and individual fraud, wrong doing or wrongful omission on the part of the Trustee who is sought to be made liable.

**7. Number of Trustees:**

The number of Trustees comprising the Board or Trustees will be seven (7) in number nominated by the Founder from the membership of Noorul Islam Society. These seven (7) Trustees will be elected at a Special General Meeting called for that purpose, by the members of the Founder.

Whenever the number of Trustees is reduced to less than seven (7) an election at a Special General Meeting called for that purpose, will be conducted as soon as practicable in order to increase the number of Trustees to seven (7).

**8. Duration of Trusteeship: DELETED.**

**9. Appointment of Trustee/s:**

The power of appointing new Trustees hereof shall be vested in the membership of the Founder at a Special General Meeting called for that purpose.

Elections will be conducted in the same manner as detailed for the election of the Committee of Management of the Founder in Clause 19 of the Constitution of Noorul Islam Society.

**10. Accounts and Records:**

(i) The Trustees shall keep proper accounts and records showing all receipts and payments and containing all such information as may be appropriate to the administration of the Trust and shall cause the said accounts to be audited by the Founder's auditor at the same intervals as the Founder.

(ii) Such accounts shall be published on a yearly basis to any member of the Founder.



- (iii) Any other information, except for (ii) above, shall be available to any person/s who would be described as a beneficiary to the objectives of the trust herein, provided the Trustees are given twenty-one (21) days prior notice in writing of such request.

**11. Meeting and Minutes:**

The Trustees shall cause proper minutes to be made of the proceedings of all meetings of the Trustees and all business transacted at such meetings, and any such minutes, if purporting to be signed by all the Trustees attending the meetings, shall be sufficient evidence without any further proof of the facts therein stated. Such minutes of meetings shall be available to any person/s who would be described as a beneficiary to the objectives of the trust herein, provided the Trustees are given twenty-one (21) days prior notice in writing of the request to inspect the documents.

**12. Non Variation:**

The Trustees may not at any time vary the objectives of the charity herein in any manner whatsoever.

**13. Exclusion of Founder and Others and Non-Charitable Purposes:**

Notwithstanding anything herein contained no power or discretion hereby or by statute or otherwise conferred on or made exercisable by the Trustees as trustees hereof shall be exercised in such a way as to confer a benefit on the Founder or on any person (who is for the time being a Trustee hereof) in such a way as to result in the application of the Trust Fund or the income thereof or any part thereof respectively to or for the benefit of any purpose which is not wholly and exclusively charitable.

**14. Removal from office:**

The same rules governing the Committee of the Founder in accordance with Clause 16. of the Constitution of the Founder will apply to the removal of the elected Trustees.

**15. Eligibility to hold Office:**

- (i) Only members of the Founder are eligible to be Trustees.
- (ii) No member of the Founder under the age of eighteen (18) years shall be eligible for nomination or election to the position of Trustee.
- (iii) The Trustees shall hold office for ten years and shall be eligible for re-election.

**16. Vacation of Office:**

The office of a Trustee shall become vacant under the following circumstances:

- (i) Upon his death.
- (ii) If he becomes mentally ill in any way, under the law relating to mental health, and certified to be mentally ill.
- (iii) If he resigns his Trusteeship by notice in writing to the Management Committee of the Founder.
- (v) Upon the resolution being passed by two thirds (2/3) majority of members present at a properly constituted Special General Meeting of the Founder called for the purpose of removing him from his Trusteeship.
- (vi) DELETED.
- (vi) If he is proven to have acted contrary to and/or seriously breached Commonwealth and State Law and/or the Constitution of the Founder, and deemed to be sufficiently serious by the Committee of the Founder to institute proceedings to remove the Trustee.