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WELWAY EAST DURBANVILLE**

TRUST REGISTRATION No. **IT 000461/2018 (C)**

DURBANVILLE ISLAMIC SOCIETY CONSTITUTION (AS AMENDED 15 MAY 2019)

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SCHEDULES

- 1.1 A glossary of Arabic and/or Islamic terms are attached hereto as schedule "A".

2 DEFINITIONS AND INTERPRETATION

- 2.1 Any Islamic terminology referred to in this Constitution is the Islamic terminology as interpreted and accepted by the Sunni Muslims. Any doubt or dispute regarding the interpretation of this Islamic terminology must be settled in terms of clause 18. For ease of reference also refer to the glossary of Arabic and/or Islamic terms are attached hereto as schedule "A".
- 2.2 In this Constitution, unless the context clearly otherwise indicates:
- 2.2.1 words defined have the meanings assigned to them:
 - 2.2.2 the singular shall include the plural and vice versa and words importing any gender shall include the other gender;
 - 2.2.3 A reference to a person shall include natural persons, juristic persons and/or trusts;
 - 2.2.4 A reference to a company shall include a close corporation or similar legal entity, in terms of the Companies Act, 71 of 2008 or equivalent legislation in force from time to time;
 - 2.2.5 A reference to any Act includes regulations in terms of that Act and must be read to include the latest amendments to such Act.
- 2.3 In this agreement
- 2.3.1 **Shari'ah:** shall mean Islamic Law as expounded within the confines of the four juristic schools of thought viz. Hanafi, Shafi, Maliki and Hambali Schools and as interpreted by the Muslim Judicial Council or Islamic Council of the Northern Suburbs or its successor affiliated or aligned to the above institutions.
 - 2.3.2 **Executive Committee:** shall mean the management committee comprising of the board of trustees and the elected officials, also referred to as "the Executive" or "the Committee", together with the appointed Imam and Principal of the Madressah of the society.
 - 2.3.3 **Trustees:** shall mean any member who having actively served the society for a minimum period of 7 years or as determined by the Committee shall have been nominated to serve as trustees and elected by a two-third majority of the Committee by closed ballot.
 - 2.3.4 **Elected officials:** shall mean a member who was successfully elected at a AGM of the society or was co-opted to serve upon the Committee by itself.
 - 2.3.5 **Muslim:** shall mean any person whose belief systems shall not be at variance with the requisite beliefs as expounded by the scholars of the Ahlus-Sunnah wal Jama'ah and as interpreted by the bonafide Ulama bodies.

- 2.3.6 **Musallee:** shall mean any Muslim of age 14 years or above residing in Durbanville and districts who frequents the congregational prayers at any of the congregational prayer facilities controlled by the Society.
- 2.3.7 **Full members of the Society:** shall mean all Musallees who had successfully applied for membership to the society by fulfilling the conditions of membership.
- 2.3.8 **Associate members of the Society:** shall mean all Musallees who are not formally members of the congregation but utilize the facilities provided by the congregation
- 2.3.9 **Bona fide Ulama body:** shall mean the Muslim Judicial Council or Islamic Council of the Northern Suburbs or its affiliated or aligned or their successors or appointees
- 2.3.10 **Membership officer of the society:** shall mean a person designated by the Committee to handle and process membership application forms and to maintain and update the membership register
- 2.3.11 **Electoral Officer of the society:** shall mean a person designated by the Committee to organize and oversee the smooth and fair operation of elections at general meetings and closed ballots
- 2.3.12 **Code of conduct for members of the Committee:** shall mean a document wherein the Islamic requirements and guidelines for Members and Trustees are set out and a copy whereof shall remain with each member of the Committee; and a careful study whereof shall be deemed necessary for all members
- 2.3.13 **Financial Year End:** shall mean 28 February annually.



IN THE NAME OF ALLAH, MOST GRACIOUS, MOST MERCIFUL

PREAMBLE:

Whereas Sovereignty over the entire universe belongs to Almighty Allah alone

Whereas the path to success is *Deen-e-Islam* alone as enshrined in the *Shari'ah*

Whereas the final and perfect guide unto humanity is the

Holy Messenger Muhammad (*sallallahu-alayhi-wasallam*)

Wherein the Muslims shall conduct their affairs based upon:

"Their affairs are governed by Shura" – 42/38

3 NAME

3.1 The name of the organization is The Durbanville Islamic Society (hereafter referred to as 'the Society')

3.2 The name of the organization shall only be changed by a two-thirds majority of the Executive Committee ("the committee") at a special meeting convened for such a purpose

4 LEGAL STATUS

4.1 The society is-

4.1.1 a voluntary, non-profit organisation;

4.1.2 an association not for gain, whose funds will be used solely for the promotion of its purpose and objects as set out in clauses 6 and 8;

4.1.3 any income or assets accrued shall not be distributable to the members or office bearers except as reasonable compensation for services rendered;

- 4.1.4 a legal entity and may own property and assets, enter into contracts, sue and be sued in its own name and perform all such acts as are necessary to exercise its powers and carry out its duties; and
- 4.1.5 able to acquire and dispose of property and other assets, but may not dispose of any land or any assets which have been deemed to be *Waqaf al-Ijtima'a'e* as contemplated in clause 23.
- 4.2 The society exists in its own right, distinct from its members or office bearers / Executive, and shall continue to so exist even when there are membership changes and there are different office bearers / Executive members.

5 OFFICES:

- 5.1 The offices of the society shall be situated at 28 Tambotie Crescent, Welway Park East, Durbanville and/or at any such premises as the Committee may decide
- 5.2 The official postal address of the society shall be 28 Tambotie Crescent, Welway Park East, Durbanville and/or at any postal address as the Committee may decide and email to : durbanvilleislamicsociety@gmail.com

6 BASIC FOUNDING PRINCIPLES:

- 6.1 The following clause embodies the basic founding principle which shall be permanent and entrenched. This clause may never be altered.

The basis of the functions of the Society in all its affairs shall be to adhere strictly to the tenets of Shari'ah, the Islamic Law, as expounded by the four Sunni juristic schools of thought viz. Hanafi, Shafi, Maliki and Hambali Schools commonly referred to as the Ahlus-Sunnah-wal-Jama'ah

The interpretation of the Shari'ah Law mentioned above shall be carried out by competent scholars of bona-fide Ulama bodies of the Republic of South Africa or their appointees or successors

Furthermore, the section on Masjid and Waqf properties of this constitution shall be considered an immutable founding principle and shall never be subject to alteration

7 AFFILIATIONS:

- 7.1 In matters of religious guidance and directives, the society shall be guided by the Muslim Judicial Council and the Islamic Council of the Northern Suburbs or anybody appointed by the Muslim Judicial Council. The aim of such affiliation shall be to recognize the Muslim Judicial Council religious authority for the purposes of the interpretation and guidance of *Shari'ah* law.

8 AIMS AND OBJECTIVES:

Being a non-profit Islamic organization, the Aims and objectives of the Society *inter alia* are:

- 8.1 To establish, operate and maintain an Islamic Educational and Learning Centre ("the centre") in Durbanville and/or Masjid/s for the performance of congregational and other prayers and religious rites and activities.
- 8.2 To establish, operate and maintain institutions for the dissemination of Islamic teaching, training and education.
- 8.3 To establish, operate and maintain other institutions that would enhance the religious and social causes of the Muslim community such as libraries, cemeteries, da'wah institutions, social-welfare centres, medical facilities, Islamic centres and so forth.
- 8.4 To establish, operate and maintain institutions of the nature mentioned above within and beyond the boundaries of Durbanville.
- 8.5 To enjoin what is right and forbid what is wrong in all facets of the Muslim community and to actively promote and propagate Islamic teachings and to adopt all means for the achievements of this objective in accordance with *Shari'ah*.
- 8.6 To solicit for and to employ the funds of the congregation in furthering the aims and objective set out herein and for any other cause as may be deemed appropriate in enhancing the cause of Islam and the Muslim community. Funds solicited or received for a particular and specific cause shall be limited to that cause unless in exceptional circumstances. In the event of limited availability of funding, the priority of order shall be the Masjid/s, education, cemetery and then other causes.
- 8.7 To co-operate with other institutions having similar aims and objectives and affiliations.
- 8.8 To generally deal with all matters of relevance in furthering and enhancing the cause of Islam and the Muslim community as deemed so from time to time.
- 8.9 The aims and objectives of the society as set out herein shall in no way be limited or restricted by reference to any other clauses in this constitution unless otherwise indicated. The order in which the aims and objectives appear does not determine the importance or preference thereof over each other unless specifically stated.

9 MEMBERSHIP OF THE SOCIETY:

- 9.1 There shall be two levels of membership of the society; full membership and associate membership.
- 9.2 Members have no rights in the property or other assets of the society solely by virtue of them being members.
 - 9.2.1 Members are not liable for any obligations and liabilities of the society solely by virtue of them being members.
 - 9.2.2 Members are not personally liable for any loss suffered by any person as a result of an act or omission which occurs in good faith, and after having been exercised with due care while the member is performing functions for or on behalf of the society.
 - 9.2.3 All members are eligible to serve on any of the committees or sub-committees of the Committee, subject to the terms of reference of the relevant committee.
 - 9.2.4 Members may not hold or dispose of property of the society and/or use the finances of the society for their personal benefit or for the benefit of their estates, or of their spouses or family. Members should generally act in a prudent and responsible manner as can be expected from persons who are in charge of the affairs of another person.

9.3 FULL MEMBERSHIP:

- 9.3.1 The following conditions shall be a requisite for full membership. A full member of the society:
 - 9.3.1.1 shall be a Muslim;
 - 9.3.1.2 shall be a Musallee meaning thereby any Muslim of age 14 years or above residing in Durbanville and ancillary districts who frequents the congregational prayers at any of the congregational prayer facilities controlled by the Society;
 - 9.3.1.3 shall have been a resident of Durbanville for more than six months;
 - 9.3.1.4 shall not have permanently relocated to another vicinity out of the district of Durbanville;
 - 9.3.1.5 shall have completed in full a membership application form and submitted it to the committee and shall have succeeded in such membership application. Such application maybe accompanied by a token membership fee which shall be payable towards the funds of the society and which shall be determined from time to time by the Committee;
 - 9.3.1.6 shall be required to produce a membership card at general meetings and other instances if so required by a decree of the Committee;

9.3.2 shall need to renew their application biennially;

9.3.3 shall have the right to vote at AGMs and other special general meetings;

9.4 **ASSOCIATE MEMBERSHIP:**

9.4.1 The following conditions shall be a requisite for associate membership. An associate member of the congregation:

9.4.1.1 shall be a Muslim;

9.4.1.2 shall be a Musallee meaning thereby any Muslim of age 14 years or above residing in Durbanville and ancillary districts who frequents the congregational prayers at any of the congregational prayer facilities controlled by the Society;

9.4.1.3 shall be a resident of Durbanville and shall not have permanently relocated to another vicinity out of the district of Durbanville;

9.4.1.4 shall not have the power to vote at AGMs and other special general meetings but shall enjoy the use of all the facilities of the congregation such as the cemetery, education, etc.

10 **EXECUTIVE COMMITTEE OF THE SOCIETY - COMPOSITION AND TERM OF OFFICE**

10.1 The Executive Committee ("the committee") of the society shall comprise of the following portfolios:

10.1.1 Chairperson

10.1.2 Vice Chairperson

10.1.3 Secretary

10.1.4 Assistant Secretary

10.1.5 Treasurer

10.1.6 Assistant Treasurer

10.1.7 6 General Executive members

10.2 The Chairperson, Secretary and Treasurer are referred to as the "**Office Bearers**".

10.3 The Imaam and Principal of the madressah, together with the trustees are *ex-officio* members of the committee .

- 10.4 The committee may co-opt any other members as deemed necessary to fulfil the powers functions and duties under this Constitution.
- 10.5 Since the committee members are individually and collectively charged with an *amaanat* as stipulated in this Constitution, the following eligibility criteria apply to members to be nominated or elected onto the society committee:

The member —

- 10.5.1 must be a Muslim who is over the age of 18, who is of upright character and displays qualities of *taqwā*;
- 10.5.2 must be committed to safeguarding the interest of the society as set out in this Constitution;
- 10.5.3 may only be elected as an Office Bearer if that member has served on the society Executive for at least one term;
- 10.5.4 the committee member shall hold office for a period of 3 years (three years) calculated from the date of his or her appointment and shall be eligible for re-election at an AGM., subject to all the processes for nomination and election in clause 10, competing with all other candidates;
- 10.5.5 Notwithstanding 10.5.4 Office bearers may not serve for more than 3 (three) consecutive terms as office bearers but and may again be appointed as office bearers after a break between terms. Nothing precludes such office bearers from being appointed as ordinary Committee members during such intervals;
- 10.5.6 Shall be a fully member of the congregation as set out in the section of membership in this constitution;
- 10.5.7 Shall undertake to attend all meetings of the Committee and shall submit an apology to the chairman in the event of non-attendance due to compelling reasons;
- 10.5.8 Shall then have officially received and studied a copy of the code of conduct for members of the Committee;
- 10.5.9 Members who have succeeded in the general election shall officially be recognized as officials of the Committee and the list of whom shall be permanently displayed in the Centre and/or Masjid/s of the society;
- 10.5.10 Certain members of the Society, having met with the requirements set out for officials, maybe co-opted by the Committee to serve thereon at the discretion of the Committee;
- 10.5.11 The number of elected officials of the society shall not exceed 20 officials and shall not be less than 8 unless otherwise determined by the Committee;

10.5.12 In the event of vacancies arising in the panel of elected officials, the Committee shall co-opt a suitable member from the society, who shall hold office until the next election at the AGM;

10.5.13 Officials shall cease to hold office if it maybe proven beyond doubt that they have committed a disqualifying act or offence as set out herein this constitution. Should such a matter be proved, the elected official shall immediately cease to hold office until the Committee have taken a decision in the matter.

10.6 NOMINATION AND ELECTION OF SOCIETY EXECUTIVE

10.6.1 An independent Electoral Officer must be appointed to oversee nomination and election of the Executive as set out in this clause.

10.6.2 Nominations for election to the Committee of the society must be—

10.6.2.1 in writing on a form prescribed by the committee;

10.6.2.2 signed by the nominator and a seconder and the nominee prior to submission;

10.7 Nominations be will open on 1 July of every year and members will be invited to submit their nominations on or before 1 August of that year.

10.8 The period for nominations may be extended by no more than two (2) weeks by the Electoral Officer and such extension must be communicated to members by no later than 1 August of that year.

10.9 Completed nomination forms must be submitted to the Secretary on or before the closing date.

10.10 Incomplete nomination forms will be referred back the nominee for completion within time specified by the Electoral Officer, failing which the nomination will be rejected and the nominee will not be eligible for election.

10.11 The Electoral Officer must present all nominations that have not been rejected as contemplated in clause 10.6 at the AGM, and must then conduct the election by a process of secret ballot.

10.12 The Electoral Officer must ensure that the election process is administered in an honest, fair and transparent manner.

10.13 If there are no competing nominees for a post there will be no need for a vote for that portfolio.

10.14 The Electoral Officer must count the votes and announce the results at the AGM.

10.15 Where a vacancy arises, the Executive may, from among the members appoint an executive member until the following AGM, where a new member will be elected following the process outlined in this clause.

11 EXECUTIVE MEMBERS COMMITMENT AND CONFLICT OF INTEREST

11.1 Commitment

- 11.1.1 An Executive member who fails to attend to his or her duties for a period exceeding 3 (three) consecutive months and/or fails to attend (3) three consecutive scheduled Executive meetings shall be subjected to clause 15.2
- 11.1.2 If a member of the Executive tenders apologies for (3) three Executive meetings in a period of (12) twelve consecutive months, irrespective of whether such apologies are consecutive or not, the provisions of clause 11.1.1 will apply *mutatis mutandis* (with the necessary changes).

11.2 Conflict of Interest

- 11.2.1 A member of the Executive may not contract with the society for the supply of goods or services.

12 POWERS AND FUNCTIONS OF THE SOCIETY EXECUTIVE

12.1 General Powers

- 12.1.1 The members of the society Executive must perform all their powers and functions in accordance with the purpose and objects as set out in 6 and 8 above.
- 12.1.2 The Executive is responsible for overseeing the administration of the society and may take all such steps deemed necessary for the meaningful exercising of its powers and functions in this Constitution, including but not limited to—
 - 12.1.2.1 giving signing powers to Executive members;
 - 12.1.2.2 ratifying decisions;
 - 12.1.2.3 ensuring the day to day running of the society;
 - 12.1.2.3.1 implementing and/or overseeing the implementation of decisions taken by a general meeting of members of the society;
 - 12.1.2.3.2 appointing and dismissing staff, including the staff of sub-committees of the Executive, subject to the relevant employment legislation;
 - 12.1.2.3.3 engaging the services of a suitable person of the Islamic Faith to serve as Imam at the Islamic Educational and Religious Centre or Masjied in Durbanville falling under the direct control of the society.

- 12.1.2.3.4 buying, selling, donating, alienating or exchanging, movable or immovable, corporeal or incorporeal property or ceding rights; on such terms and conditions as decided at a general meeting, provided that: in the case of immovable property that constitutes Waqaf the executive shall not be entitled under any circumstances to sell, exchange or donate such Waqaf property, as contemplated in clause 23;
- 12.1.2.3.5 accepting only irrevocable and unconditional donations or bequests to the society
- 12.1.2.3.6 improving, altering, erecting new structures and maintaining property owned or under the control of the society;
- 12.1.2.3.7 delegating any of its powers to any committee of the society, provided that—
- (i) such delegation may be withdrawn and the functions resumed by the Executive;
 - (ii) In the exercise of any such powers, such committee shall be subject to the same conditions as may be applicable were the executive to exercise such delegated powers; and
 - (iii) The Executive still retains overall responsibility for any delegated function.
- 12.1.2.3.8 ensuring compliance with all statutory reporting and obligations; and
- 12.1.2.3.9 exercising or performing any other power or functions required to fulfil the obligations of the society under this Constitution.
- 12.1.3 When awarding a contract for the provision of goods and services for the society, the Executive must obtain (3) three comparable quotations from independent sources and must award the contract on the basis of the best service and price.

12.2 Legal matters

- 12.2.1 The Executive may designate one of its members to—
- 12.2.1.1 liaise with any conveyancer, notary public, registrar of deeds or registrar of claims to sign or execute any documents with regard to the alienation, sub-division, exchange, transfer, mortgage or hypothecation of fixed and/or movable property, and to make any application, and to give any consent required under the Deeds Registries Act No. 37 of 1947;
- 12.2.1.2 attend meetings of a person who is a debtor of the society irrespective of whether the meeting is in connection with insolvency, liquidation or judicial management, and to vote on any matter submitted to such meeting and generally, to exercise all the rights a creditor would have had in similar circumstances;

12.2.1.3 institute or defend legal actions on behalf of the society, provided that such legal action is ratified at and reported to a general meeting within 3 months thereof; or

12.2.1.4 perform any other function of a legal nature that may be necessary for to fulfil the obligations of the society under this Constitution.

12.3 Banking and finance

12.3.1 The society Executive may by resolution exercise the following powers:

12.3.1.1 Authorise that bank accounts be opened, operated and maintained at a commercial bank as defined in the Banks Act, No. 94 of 1990 for the Society;

12.3.1.2 conduct any other financial activities;

12.3.1.3 Accumulate income in line with Islamic *Shariah* principles in order to supplement the capital of the society;

12.3.1.4 Utilise any portion of the capital or income in pursuance of the purpose and objects of the society.

12.3.1.5 Give signing powers on the bank accounts to 4 (four) members of the Executive inclusive of the Treasurer and Assistant Treasurer, and,

12.3.1.6 different persons, which may include non-Executive members, may be given signing powers in relation to bank accounts opened for specific purposes, projects or programmes ; and

12.3.1.7 the treasurer shall be one of the signatories to all the bank accounts of the society;

12.3.1.8 Authorise a member to sign a specific contract on behalf of the society which contract must be co-signed by the Chairperson.

12.3.1.9 Ensure payment of all costs incurred by the society in connection with the administration of the society from the income of the society;

12.3.1.10 Ensure that the assets of the society are adequately protected; and

12.3.1.11 Ensure adequate protection of employees in the course and scope of their employment.

12.3.2 Members of the Executive have no rights to the property or other assets of the society and no portion of the income or property of the society shall be paid or distributed directly or indirectly to any person, other than in the ordinary course of undertaking any public benefit activity, or to any member except as:

12.3.2.1 reasonable compensation for services actually rendered to the society; or

- 12.3.2.2 reimbursement of actual costs or expenses reasonably incurred on behalf of the society as contemplated in 12.3.1.9.
- 12.3.3 The Treasurer shall within the parameters of the Constitution perform, but not be limited to, the following functions:
 - 12.3.3.1 Administer the finances of the society and ensure that all funds of the society are deposited into the bank accounts of the society, within 3 business days of receipt of of such funds;
 - 12.3.3.2 Control all withdrawals from, and payments made out of the society bank accounts (including electronic transactions), which shall be co-signed by at least one of the signatories to the society bank accounts authorised in terms of clause 12.3.1.5, up to a limit of R50 000,00 (Fifty thousand rand) whereafter an additional co-signatory shall be required.
 - 12.3.3.3 Keep accurate and complete financial records of the Society;
 - 12.3.3.4 Prepare annual financial statements for the financial year within a period of not more than three months after the end of such financial year and to present such financial statements—
 - 12.3.3.4.1 for audit or limited review within 3 (three) months after the end of the financial year; and
 - 12.3.3.4.2 to the Executive at least 6 weeks before the AGM;
 - 12.3.3.5 Make available for the perusal of all members of the society, the annual audited financial statement at least 21 days prior to the AGM. Such statements must be sent to members together with the notice of the AGM.
 - 12.3.3.6 Establish, manage and administer any statutory and other employee benefit funds, including pension, medical scheme, and UIF.
 - 12.3.3.7 Reimburse a member of the society for actual expenses incurred on behalf of the society, either with the prior approval of, or later ratification by, the Executive;
 - 12.3.3.8 Engage the services of professional persons in so far as such services are deemed to be necessary or desirable for the purposes of preparing the annual financial statements ;
 - 12.3.3.9 Request all relevant committees to present financial plans for the financial year by the end of December of every year, and
 - 12.3.3.10 Prepare and submit a draft budget to the Executive by no later than the end of January of each year for approval by no later than the end of February of every year.
- 12.3.4 If the Treasurer is unable to perform any duties or exercise any functions under this Constitution, for any reason, the Executive may in writing appoint the Assistant Treasurer to perform such duties or exercise such functions until the Treasurer is able to resume his or her duties.

12.3.5 To prepare a reconciliation of the current bank statements for each Executive committee meeting.

13 BOARD OF TRUSTEES:

- 13.1 A board of Trustees shall be elected every five (5) years at the annual general meeting, to serve as Trustees of the Durbanville Islamic Society
- 13.2 A trustee shall be a long-serving elected member of the Society whose service to the Society shall span a minimum period of 7 years of unbroken service or less in exceptional cases as determined by the Committee.
- 13.3 A trustee shall along with the above be a person of impeccable standing in the community and one holding a recognized track record of service to the society.
- 13.4 Persons qualifying for the above requirements shall not automatically qualify for trusteeship but shall be nominated for the position by the Committee and shall be voted in by a two-third majority of the Committee by closed ballot.
- 13.5 The Board of trustees shall protect all the holdings and assets of the society.
- 13.6 The Board of trustees shall mediate in any disputes arising within the society and the committee as set out herein under the section on mediation and arbitration in this constitution.
- 13.7 The Board of shall hold the final authority and preside over the dissolution of the Society in the event of such an eventuality arising.
- 13.8 Trusteeship shall not preclude the holding of executive positions in the Committee.
- 13.9 The total number of trustees shall not exceed 10 persons and shall not be less than 6.
- 13.10 In the event of vacancies arising for whatsoever reason in the Board of trustees, the Committee shall have the option to fill such vacancy from its elected members on the basis of 13.1,13.2,13.3 above
- 13.11 Members who have been duly appointed as Trustees shall officially be recognized as such and a list of whom shall be permanently displayed in the Centre and/or Masjid/s of the society.
- 13.12 Trustees shall automatically remain members of the Committee for during their trusteeship, and shall not require to be elected to the above body during this period.
- 13.13 Trusteeship shall be non-transferable to a proxy or other agent.
- 13.14 Trusteeship shall cease with the demise or permanent relocation of such a trustee for a period of a year outside of Durbanville and districts.

- 13.15 Trustees shall cease to hold office if it maybe proven beyond doubt that they have committed a disqualifying act or offence as set out herein this constitution. Should such a matter be proved, the trustee shall immediately cease to hold office until the Board of trustees have taken a decision in the matter.

14 MEETINGS

14.1 General provisions :

- 14.1.1 The Chairpersons of all meeting forums must instruct the Secretariat to set up the respective meetings, including sending out the invitations, agendas and other logistics timeously.
- 14.1.2 Notice of all meetings provided for in this Constitution must be communicated as follows:
- 14.1.2.1 by e-mail to the last addresses furnished by a member;
- 14.1.2.2 posted on the physical and digital notice boards of the society; and
- 14.1.2.3 posted on the society website , should one exist;
- 14.1.3 Notwithstanding the aforementioned notice provisions, the accidental omission to give notice of the AGM, special general meeting or any other meeting to any member of the Society shall not invalidate the proceedings of such meeting, at the discretion of the Committee.
- 14.1.4 Despite clauses, 14.1 the Committees and sub-committees set up by the Executive may establish their own rules and procedures at their meetings.
- 14.1.5 Members must observe the appropriate Islamic dress code and adhere to Islamic code of conduct.

14.2 Executive Committee Meetings :

- 14.2.1 The Executive shall preferably meet by-weekly but must meet at least once per month to consider the general activities of the society, and to conduct business of the society which falls within its powers and functions, save that the overall discretion of when meetings shall be with the office bearers.
- 14.2.2 The first meeting of the Executive must be held within 2 weeks of an AGM and at the first meeting the term calendar of Executive meetings till and including the next AGM shall be adopted.
- 14.2.3 The quorum of a meeting is 50% of its members.

14.2.4 If a quorum for an Executive meeting is not reached, the members present shall be deemed to constitute a quorum, provided that a minimum of 8 Executive members are present, failing which the meeting must be postponed without further notice to the same time and day 7 (seven) days hence, and at such postponed meeting the members present shall be deemed to constitute a quorum.

14.2.5 Members of the Executive must be given at least five calendar days' notice of meetings.

14.3 ANNUAL GENERAL MEETINGS

14.3.1 The AGM shall be held by no later than 30 September of every year, at a time and place determined by the executive.

14.3.2 The date of the AGM is to be determined by the Executive and such date should be conducive to ensure the attendance of the majority of the members of the society.

14.3.3 The Chairperson/Vice Chairperson of the society or in their absence their nominated representative shall chair the AGM: Provided that if neither the Chairperson/ Vice Chairperson nor the nominated representative, is present within 10 (ten) minutes of the time appointed for the holding of the AGM, the members shall elect a Chairperson for the meeting.

14.3.4 The AGM shall be convened on not less than twenty one (21) calendar days prior notice to all members who shall be provided with notice together with the agenda of that meeting, a copy of the audited annual financial statement as contemplated in clause 12.3.3.4 and any other document to be presented for a decision at the AGM. A document not submitted on time may not be voted on at the AGM.

14.3.5 The quorum for such AGM shall be 25 (twenty-five) members.

14.3.6 If a quorum for the AGM is not reached, the members present shall be deemed to constitute a quorum, provided that a minimum of 15 members are present, failing which the meeting must be postponed without further notice to the same time and day 7 (seven) days hence, and at such postponed meeting the members present shall be deemed to constitute a quorum.

14.3.7 The business of the AGM shall include at least the following:

14.3.7.1 the election of the person to chair the meeting, when necessary;

14.3.7.2 the election of Executive members, office bearers, and trustees members where necessary;

14.3.7.3 the presentation and adoption of the annual report of the Chairperson of the society;

14.3.7.4 the presentation by the Treasurer of an audited Account of the Financial Administration of the society and its funds for the relevant financial year, including an overview of the activities over

the period under review, as well as present and future activities and adoption of the report of any finance committee that has been established;

- 14.3.7.4.1 the presentation by the Treasurer of the budget for the forthcoming financial year;
- 14.3.7.4.2 a presentation by the designated member of the Executive of the plans of the society for the forthcoming year;
- 14.3.7.4.3 the appointment of auditors for the forthcoming year.
- 14.3.8 All the Executive members must be present at the AGM, and the relevant members with portfolio must provide a written report of the activities of their portfolios for the preceding year and shall provide such report to the secretariat at least 30 days before the annual general meeting. Such reports shall be made available to members and adopted at the AGM .
- 14.3.9 All persons in attendance at the AGM shall be entitled to question the Executive on any matter arising from their reports, irrespective whether or not such is on the agenda.

14.4 **SPECIAL GENERAL MEETINGS**

- 14.4.1 The Executive may convene a Special General Meeting to address any matter which cannot be dealt with in the ordinary course.
- 14.4.2 Any member may approach the Executive to convene a Special General Meeting, and if the Executive refuses the request, the member may convene such meeting if the member has the support and signatures of at least 20 members.
- 14.4.3 A Special General Meeting may be convened on no less than 7 days' notice by way of electronic media to all members of the Society as reflected on the membership register.
- 14.4.4 Notwithstanding 14.4.3, in exceptional circumstances the Executive may convene in a meeting on less than 7 days' notice but no less than 48 hours.
- 14.4.5 The quorum for such Special General Meeting shall be 25 (twenty-five) members.
- 14.4.6 If a quorum for the Special General Meeting is not reached, the members present shall be deemed to constitute a quorum, provided that a minimum of 15 members are present, failing which the meeting must be postponed without further notice to the same time and day 7 (seven) days hence, and at such postponed meeting the members present shall be deemed to constitute a quorum.
- 14.4.7 This clause is subject to 24.

15 ELIGIBILITY FOR OFFICE AND REMOVAL FROM OFFICE

- 15.1 A person may not be a member of the Executive committee or shall cease to be such member if that person—
- 15.1.1 Resigns as a member of the Executive or dies;
 - 15.1.2 Ceases to be a Muslim as defined in 2.3.5 ;
 - 15.1.3 Has been declared mentally ill by a competent court; or a certified medical practitioner;
 - 15.1.4 Has been convicted at any time of theft, perjury, or an offence involving corruption fraud or uttering a false document;
 - 15.1.5 Is disqualified to act as a director of a company in terms of the Companies Act No. 71 of 2008;
 - 15.1.6 Becomes unfit or incapable of performing his or her duties as a member of the Executive;
 - 15.1.7 Upon the unanimous sanction of the Board of Trustees that the person has acted or conducted themselves in a manner contrary to the norms of Islam and the objectives of this Constitution and brings themselves and the Society into disrepute; or
 - 15.1.8 Is removed from office as contemplated in clause 15.2
- 15.2 An Executive member who fails to attend to his or her duties or tenders apologies as contemplated in causes 12, shall be called to appear before the Executive Committee and state their case.
- 15.2.1 If there is no reasonable explanation for such contravention, the Executive may remove such member, suspend his or her membership for a period of time or make any other order that it seems necessary and fair in the circumstances
 - 15.2.2 The validity of the member's case will be determined by consensus, and failing consensus by majority vote.

16 DECISIONS

- 16.1 No single person may directly or indirectly control the decision-making powers relating to the Society.
- 16.2 All resolutions tabled at any meeting require a proposer and seconder.
- 16.3 All members are entitled to propose or second decisions to be taken at an AGM and a Special General Meeting.

- 16.4 Decisions should preferably be taken after consultation and discussion and by consensus. In the event that consensus cannot be reached, the decision shall be by majority vote with each member having only one vote.
- 16.5 Subject to clauses below, the Executive and committees may conduct their meetings and other business via electronic media.
- 16.6 All electronic correspondence where decisions are made must be ratified at the next Executive meeting.
- 16.7 Resolutions passed at meetings shall be duly recorded in writing and are binding on the members of the society.
- 16.8 A written resolution adopted by the majority of the members at a meeting or agreed by the majority of the members by way of electronic media is the same as a resolution passed at a meeting of members.
- 16.9 A resolution put to the vote shall be decided either by a show of hands or in writing by way of electronic media . In the case of an equality of votes, whether on a show of hands or on a poll, the Chairperson has a casting vote.

17 MINUTES

- 17.1 At each meeting convened there shall be a secretary who shall record the minutes of that meeting, failing which a person shall be so designated to take minutes and to provide the chairperson with a copy thereof within two days after the meeting has occurred
- 17.2 The minutes of the meeting shall be moved and seconded at the subsequent meeting.
- 17.3 Copies of all minutes of meetings once confirmed, shall within 2 days thereof, be made available to the secretary who shall retain it for safekeeping, and such minutes may be in electronic format.

18 INTERPRETATION AND SETTLEMENT OF DISPUTES

- 18.1 In the event of a serious disagreement between the members of the Executive, subcommittees or members of the society regarding the interpretation of this Constitution, then any two (2) Executive Committee members or any five (5) members of the society shall be entitled to declare a dispute. Such declaration shall be in writing, state the issue in dispute, and be addressed to the Executive.
- 18.2 The Executive shall consider such declaration within two (2) weeks of receiving it. Should the Executive not be able to resolve the dispute to the satisfaction of the person(s) declaring it, the dispute shall be referred to the trustees.

- 18.3 If there is any dispute or uncertainty on any matter that relates to the interpretation of the Noble Quran and the *Shari'ah*, which cannot be resolved by the members of the Executive themselves through the application of the principles of *Shura*, then such matter shall be referred to the Muslim Judicial Council whose decision on the issue to be resolved shall be final and binding.
- 18.4 If there is any dispute or uncertainty on the interpretation of any matter in this Constitution that does not relate to the interpretation of the Noble Quran and the *Shari'ah*, which cannot be resolved by the members of the Executive,
- 18.4.1 then such matter shall be referred to the trustees for resolution; or
- 18.4.2 If the trustees cannot resolve the issue, an Arbitration Committee appointed by the trustees, subject to legislation regulating Arbitration proceedings, and whose decision on the issue to be resolved shall be final and binding.

19 MEDIATION AND ARBITRATION:

- 19.1 In the event of unresolved disputes within the members of the Executive Committee or the general members of the society, a mediation and conflict-resolution committee shall be established by the Chairman together with the Trustees, and if deemed necessary, from elected officials, for the purposes of conflict-resolution and mediation.
- 19.2 In the event of unresolved matters, the issue shall then be handed over to the Muslim Judicial Council or the Islamic Council of the Northern Suburbs or any of its appointees for the formal process of arbitration which shall be binding upon all members of the society, the jurisdiction of any court of law being ousted in such matters

20 AMENDMENT TO THE CONSTITUTION

- 20.1 This Constitution may only be amended, altered or added to at a Special General Meeting of members called specifically to vote on such amendment, alteration, and addition by way of a special resolution, and which is passed by no less than two thirds of the total number of members present at a meeting at which the motion to effect amendments is proposed.
- 20.2 The process of amending the Constitution is as follows:
- 20.2.1 A member may propose an amendment to the Constitution to the Executive who may in its discretion process the amendment, as set out below, and if such request is refused, full reasons must be provided for such refusal.
- 20.2.2 The Executive may on its own accord propose amendments and may establish a Committee to consider any proposed amendments.

- 20.2.3 All proposed amendments shall be sent out to members with a notice inviting comments within a period of 30 days from the date in the notice, and the provisions of clauses 14.1.2 and 14.1.3 shall apply with the necessary changes.
- 20.2.4 The Executive or its committee as the case may be, must consider all comments and may make further amendments based on the comments received.
- 20.2.5 If the Constitution is further amended as contemplated in clause 20.2.3, such amendments must be sent to members for further inputs within a period of two weeks.
- 20.2.6 At the end of the two week period referred to in clause 20.2.5, a final document must be submitted to members with a notice inviting members to attend special general meeting, within 21 days of the date of the date of service of the notice, to discuss and vote on the proposed amendments.

21 INDEMNITIES

- 21.1 The members of the Committee are indemnified and not held responsible for any loss or damage the society may sustain by reason of any *bona fide* act carried out in good faith while performing a function of the society. No individual shall be personally liable for any act done by him on behalf of the congregation unless the same be occasioned by his dishonesty or wilful and manifest negligence.
- 21.2 It is hereby specifically provided that members of the committee shall be under no obligation to file security with the Master of the supreme court or with other officials for the due and appropriate fulfilment of their duties or obligations as set out in this constitution

22 RIGHT OF ADMISSION TO THE FACILITIES OF THE SOCIETY:

- 22.1 The society shall reserve the right to allow anyone to use its facilities as long as such persons or organisations agree to be respectful of all the tenets of Islam as well as the aims, objectives and principles of the society, as are enshrined herein.

23 STATUS OF MASJID AND WAQF PROPERTIES:

- 23.1 The Masjid will and shall forever remain a Waqf (trust) property. As such, its ownership is vested solely with Allah. It cannot be owned by any individual, organization or community. It cannot be sold, exchanged, given away or demolished in anyway whatsoever. It shall at all times be subject to the Shari'ah law relating to Waqf and Masjids at all times
- 23.2 All other Waqf (trust) properties held by the society shall be subject to the Shari'ah Law of Waqf at all times

24 WINDING UP AND DISSOLUTION:

- 24.1 If for any reason, the society is to be disbanded or wound up, then the Committee shall be mandated to do so only after a special meeting of the society in respect of such a matter
- 24.2 The society may only be dissolved if 80% (eighty percent) of the members present at the meeting vote in favour of such dissolution.
- 24.3 Upon the dissolution of the society, the remaining assets, after having settled all debts, obligations and liabilities, must be transferred to an Islamic charitable, educational or religious institution having similar aims and affiliations as the congregation, within the Republic of South Africa and in accordance with the tenets of Shari'ah at the discretion of the Committee
- 24.4 In the event that no such an organisation can be found the assets shall revert to the Islamic Council of the Northern Suburbs or its successor.

Signed at _____ on _____ 2019

ANWAR ISMAIL (CHAIRMAN)

Signed at _____ on _____ 2019

DR FERHAN KHAN (VICE CHAIRMAN)

Signed at on 2019

WALID BROWN (SECRETARY)

Signed at on 2019

IKRAAM LOMBARD (TREASURER)

Signed at on 2019

ESSACK MOHAMED (TRUSTEE)

Signed at on 2019

IMAM OMAR EFFENDI (IMAM)

Signed at on 2019

HAFIZ ABDURASHEED HENDRICKS
(MADRESSAH)