

CHARTER OF THE MERCY SCHOOL INSTITUTE

(5/19/2002)

ARTICLE I: PURPOSE

- A. Muslims of Oklahoma City Metropolitan Area (hereafter referred to as Metro), hereby established, under the laws of the State of Oklahoma, the Mercy School Institute (hereafter referred to as MSI), a not-for-profit, Muslim community based entity for the primary purposes of providing education to its people.
- B. Location: MSI's main campus and headquarters will always be located within the metro limits of Oklahoma City with prospective branches in other parts of the State of Oklahoma.
- C. MSI is committed towards excellence in education through the following:
 - 1. Holistic approach to education.
 - 2. Adopting a research based Curriculum.
 - 3. Education for salvation.
- D. The educational system and Mission of MSI should be in accordance with Ahlussunnah-Waljamaah (Those who follow the Quran and Sunnah of Prophet Mohammed, companions of prophet Mohammed, and the righteous predecessors).
- E. MSI shall operate according to the laws of the land.

ARTICLE II: GOVERNMENT

The Organizational Structure (See the Appendix) of the Mercy School Institute will consist of the following bodies:

- A. General Body:
 - 1. **Role**: The General Body (GB) shall elect the School Board Members and decide by vote on matters concerning the school that require a GB vote according to the Charter and the By-Laws of the School.
 - a. GB may override any decision reached by the SB with a 2/3-majority vote.
 - b. Members of the GB may request the SB to hold a GB meeting with a petition signed by 10% of the current GB members.
 - 2. **Composition**: The GB shall consist of the following members:
 - a. Parents and legal guardians of the currently enrolled students.
 - b. Current employees of Mercy School.
 - c. Volunteers and donors (not already voting members) upon the approval by the School Board for a maximum of current school year term.Presence of 1/3 of the members of the GB will constitute the quorum for a GB meeting.
- B. Advisory Council:
 - 1. **Role**: The Advisory Council (hereafter referred to as council) will play an advisory (non-policy making) role in the following areas:
 - a. Interpretation of the Bylaws of the School in accordance with the Charter
 - b. Review and recommend the long-term development plan proposed by the School Board
 - 2. **Composition**: The Council shall be composed of
 - a. Chairman of the Council (elected from the members of the Council by the Council itself by a majority vote)
 - b. Seven Council members (including the Chairman) will consist of the following:
 - i. Chairman of the School Board
 - ii. Administrator in Chief of the School.
 - iii. Imam of Masjid An-Nasr
 - iv. Chairman of Islamic Society of Greater Oklahoma City (ISGOC) Board of Trustees

- v. Chairman of the Parent-Teacher Organization (PTO of all schools)
- vi. The Council shall appoint two additional members (excluding teachers and staff of the school) for a term of four years.
- a. Meetings of the Council:
 - i. The Chairman of the Council shall call meetings as required in the by-laws or upon request by the SB.
 - ii. Meetings may be called by a written petition signed by when they perceive a meeting as desirable.
 - iii. All decisions must be taken by a simple majority vote of the members present in a meeting.
 - iv. Four members of the Council must be present to form the quorum for an official Council meeting.

C. School Board:

1. **Role:** The School Board (SB) shall govern the school according to the written By-laws adopted by the General Body. In carrying out responsibilities, the SB shall oversee the fulfillment of the educational mission of the school. Responsibilities of the SB, consistent with this charter, shall be:
 - a. Adopt By-laws to govern the SB as approved by the GB
 - b. Formulate and adopt appropriate policies, procedures, and rules for the efficient operation of the School.
 - c. Prepare, adopt, periodically assess and, if necessary, amend the operational objectives of the school.
 - d. Adopt, periodically assess and, if necessary, amend the Mission Statement of the School subject to approval from the Advisory Council.
 - e. Adopt an annual Operating budget of the school.
 - f. Specify an amount for the Principal to cover unanticipated expenditures.
 - g. Adopt the Capital budget of the school in consultation with the Advisory Council.
 - h. The SB shall seek consultation with the Principal of the School in policy-making decisions.
 - i. Decide and act according to the vote of the GB to acquire, sell, lease, or dispose real assets of the School.
 - j. All real property acquired by the School shall be owned by the North American Islamic Trust. Disposition of real property must be approved by the NAIT.
 - k. Take legal action on behalf of the school with the recommendation from the Advisory Council.
 - l. Prepare and present and adopt the long-range plan with the recommendations from the Advisory Council. Also, periodically evaluate progress toward achieving that plan.
 - m. Provide clear written description of the school Principal's responsibilities and authority to ensure effective day-to-day administration of the School.
 - n. Appoint or terminate the Principal of the School by a due process as adopted in the staff handbook.
 - o. Appoint or terminate all employees of the school with the recommendation from the School Principal.
 - p. Request a school evaluation report from the Principal
 - q. Establish admission policies in consultation with the Principal
 - r. Prepare and post quarterly financial statements.
 - s. Hold a minimum of two meetings annually with the GB
 - t. Call a GB meeting when deemed necessary or as required by the charter and the by-laws of the School
 - u. Present an annual performance report to the GB
 - v. Assess Principal's performance annually.
 - w. Evaluate School's performance annually.
 - x. Carry out responsibilities prescribed in the by-laws.
 - y. Plan and conduct an annual election to fill Board member seat(s) vacated by rotation; and provide prompt and proper replacement of any elected member(s) who is (are) unable to complete their elected or appointed term in accord with the by-laws. Elections shall be held on the first Saturday of May.

- z. Right to recommend to GB to revoke the membership of any member of the GB. SB may suspend membership of any its members.
- aa. Hold timely meetings of the School Board:
 - i. The Chairman of the Board shall call meetings as required in the by-laws or as necessitated by events affecting the School or its programs.
 - ii. Meetings may be called by a written petition signed by three members of the Board when they perceive a meeting desirable.
 - iii. Policy decisions must be taken by a simple majority vote of the members present in a meeting. The Chairman of the SB reserves the privilege to cast a swing vote to reach a decision in case of a tie.
 - iv. Four members of the board must be present to form the quorum for an official SB meeting.

2. **Composition:** The SB will consist of the following members:

- 1. Chairman of the SB
- 2. Six board members consisting of the following:
 - a. V. Chairman
 - b. General Secretary
 - c. Treasurer
 - d. School Operations
 - e. Public Relations Officer
 - f. Personnel Officer

ARTICLE III: ADMINISTRATION

- A. **Principal** – The Principal of the School shall have general responsibilities for the operations of the School under the policies and guidelines that have been approved by SB under this Charter.
- B. **Responsibilities of the Principal** – The responsibilities of the principal, consistent with the charter and policies and guidelines adopted by the SB shall be:
 - 1. Following items must seek SB approval:
 - a. Develop and present the policies, goals and guidelines of the School.
 - b. Prepare annual Operating Budget
 - c. Expenses exceeding the amount specified by the SB
 - d. Recommend annual wage and salary policies and guidelines.
 - e. Recruit, hire, sign employment contracts, promote, evaluate, supervise and, if necessary, terminate the services of all teachers and staff personnel.
 - f. Develop school admission and expulsion standards
 - g. Prepare job descriptions and handbooks of teachers and support staff.
 - 2. To have day-to-day responsibility for the educational operations of the School.
 - 3. Administer admission standards and procedures.
 - 4. Establish appropriate standards of conduct for the students
 - 5. Submit an annual school evaluation report to the SB and upon request by the SB
 - 6. Execute contracts on behalf of the school except otherwise reserved for the SB under this Charter and its By-Laws.
 - 7. Perform other duties as directed by the SB
 - 8. Attend Board meetings as an Ex-Officio Member

The Advisory Council, the School Board, and the Administration shall conduct affairs of the school by mutual counsel and shall authorize or engage in activities that promote the Educational Mission of MSI.

ARTICLE IV: OPERATIONS AND LIMITATIONS

- A. **Scope and Enrollment of the School** – The primary function of the school is to provide education for students from Kindergarten through Grade 12. The school may offer additional educational services. The SB, whose decision is final, shall make specific decisions regarding the implementation of these general authorities. The SB shall determine the enrollment of the School.
- B. **Admissions** –The SB reserves the right to deny admission to any student. However, MSI shall not discriminate against anyone, regardless of their race, religion, color, or national origin.
- C. **Funding** – MSI may charge tuition for its operations. MSI may also solicit private contributions without incurring any obligation contrary to its Charter. MSI may establish an endowment fund to benefit the operations of the school.
- D. **Limitations on Activities** – Activities of MSI shall be limited to those reasonably necessary or desirable in achieving the educational purposes described herein. Notwithstanding any other provision of the Charter, MSI shall not conduct any other activities not permitted to be conducted by an organization, which is exempt from Income Tax under United States Internal Revenue Code Sections 501 (c) (III).
- E. **Assets** – The Property of MSI is irrevocably dedicated to the educational purposes set forth, and no part of the net income or assets of the School shall ever be used to the benefit of any Council or Board member or officer, or to the benefit of any private person. Upon dissolution of the School, its assets remaining after payment, or provision for payment, of all debts and liabilities of the School, shall be transferred to the North American Islamic Trust (NAIT) to be used exclusively for educational or other charitable interests in Oklahoma City.
- F. **Fundamental Clause** – MSI shall indemnify each member of its Advisory Council, SB and all other officers of the School against expenses, judgements, fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact that any such person is or was a member or officer of MSI and shall advance to such trustee or officers expenses incurred in defending such proceeding, provided that, in the determination of the Advisory Council, such persons acted in good faith, in a manner such person believed to be in the best interests of MSI and with care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. For the Purposes of Article, a “member” or “officer” of the School includes any person who is or was a member or officer of MSI.
- G. **Relationship With the Islamic Society of Greater Oklahoma City (ISGOC)** – The initial role played by the ISGOC in the establishment of MSI must not be construed to establish or infer any legal or formal relationship between the two organizations.

ARTICLE V: AMENDMENT OF THE CHARTER

All appendices are part of this charter. ARTICLE I of this charter cannot be amended by any authority. Other Articles, including all appendices and attachments may be amended by a two-thirds majority vote of the GB defined under Article II Section B of this Charter. Any amendments to the charter must be recorded in this section of the charter.

ARTICLE VI: APPLICABLE LAWS

The Mercy School Institute, its Advisory Council, SB, Principal, and all other persons acting on its behalf, shall at all times act consistently with and in furtherance of its educational mission and shall act in conformity with the laws of the state of Oklahoma and the United States of America.

Approval of the Charter

This charter is hereby approved by a majority vote of the founding members of MSI and executed on behalf of Mercy School Institute and Pursuant to its direction this nineteenth (19th) day of May, of the year 2002 CE in the City of Oklahoma City, State of Oklahoma.

AMENDMENTS OF THE CHARTER

AMENDMENT 1 (Refers to Article II.C.1.y) (Amended on May 5, 2003)

Plan and conduct an annual election to fill Board member seat(s) vacated by rotation; and provide prompt and proper replacement of any elected member(s) who is (are) unable to complete their elected or appointed term in accord with the by-laws. Elections shall be held on the last Saturday of September.