

Lexington Universal Academy is a nonprofit, nonpolitical institution founded by the Islamic Society of Central Kentucky. No part of its earnings shall inure to the benefit of any individual.

ARTICLE I

NAME AND OFFICES

SECTION 1.01 NAME

The name of this organization is Lexington Universal Academy Inc (referred to herein as "LUA")

SECTION 1.02 PRINCIPAL OFFICE

The principal office for the transaction of the business of Lexington Universal Academy is located at 4580 Nicholasville Road, Lexington, KY 40515 ("principal executive office"). The School Board of Lexington Universal Academy (referred to herein as the "School Board") may change the principal office from one location to another by amending this section of the Bylaws to state the new location.

ARTICLE II

MISSION STATEMENT

Our Mission

Lexington Universal Academy is an independent Islamic school founded by the Islamic Society of Central Kentucky (referred to herein as "ISCK") in 2003. Lexington Universal Academy is committed to providing students with an excellent academic education and firm foundation in moral and ethical values. Lexington Universal Academy fosters a dedication to God through virtuous living in a progressive Islamic environment.

Our Vision

Lexington Universal Academy seeks to develop in each Muslim student a positive identity as an American Muslim who is prepared intellectually, socially, emotionally, spiritually, and physically to succeed in tomorrow's world. All Lexington Universal Academy students are expected to integrate academic skills, Qur'anic principles, and ethical behavior in order to make positive contributions to the ever-changing global community. Lexington Universal Academy aims to develop in each student a balanced character enriched with knowledge, inspired to excellence, and committed to the betterment of self, family, community, and humanity.

Our Goals

- Guiding students to engage in ethical decision-making and applying Islamic principles in their daily lives;
- Providing students with a challenging program, high academic standards and a positive climate conducive to learning;
- Inspiring students to hold high expectations of themselves for academic achievement and personal growth and development.;
- Enhancing the students' understanding of the Qur'an through instruction in the Arabic language;
- Helping students to build positive character and to acquire essential life-skills to enable them to succeed and to become contributing citizens of a global community;
- Instilling in students universal values of honesty, respect, responsibility, and self-discipline and encouraging them to demonstrate these values through their actions;

- Inspiring students to become God-conscious leaders guided by justice, supported by ethics, empowered by knowledge, and driven by logic;
- Incorporating critical thinking, analytical reasoning, effective communication and problem solving skills in a student-centered environment;
- Creating an active learning environment in which experimentation, exploration, intellectual curiosity and self-discovery are encouraged;
- Creating a nurturing learning environment in which students are valued as unique individuals and their special gifts are discovered and nurtured to optimum potential;
- Nurturing the development of pro social skills by encouraging self-expression, discussion and healthy interaction with peers and adults in a safe environment;
- Emphasizing students' commitment to social responsibility and justice, balanced by the desire for personal rights and ambitions;
- Promoting in students high self-esteem through academic achievement and a positive self-concept;
- Instilling in students a lifelong love of learning by applying a stimulating, hands-on curriculum; and
- Establishing through our diverse student body an atmosphere of mutual trust, respect, and appreciation within the school and the larger community.

ARTICLE III

GOVERNANCE

- a) Lexington Universal Academy shall be governed by these Bylaws and its School Board.
- b) ISCK Shura Council shall act as Board Of Trustees (referred herein as "BOT"). The functions of the BOT are as follows:
 - i. BOT shall be responsible for the overall direction of LUA by insuring its adherence to the vision and mission statement.
 - ii. BOT shall act as an interim Board in the event of a non-functioning School Board and shall choose a new school Board within six (6) weeks, according to the established School Board selection process.
 - iii. BOT shall approve any amendments to the LUA Bylaws

ARTICLE IV

BUDGET

- a) The School Board shall approve, no later than the May meeting of each year, an itemized budget (which shall contain a schedule of income, fees, and expenses) for the ensuing fiscal year.
- b) The following should be observed in preparing the School budget:
 - i. Approximately 25 % of the income shall be from fund raising activities.
 - ii. Tuition increases shall be in increments not to exceed the average increase of local private schools within Fayette County.
- c) The fiscal year for the School shall commence on August 1st and end on July 31st of each calendar year.

ARTICLE V

SCHOOL BOARD MEMBERS

SECTION 5.01 POWERS

- a) Voting and other rights. Any action which would, by operation of law or otherwise, require a vote of members shall require only a vote of the School Board. All rights which would, by operation of law or otherwise, vest in the members shall vest in the School Board. The leading officer shall not vote except to break a tie.
- b) Powers. The business and affairs of the School shall be managed, and all powers shall be exercised, by or under the direction of the School Board overseeing the executive duties of the School Head. Without prejudice to these general powers, and subject to the same limitations, the School Board shall have the power to:
 - i. Select and remove all officers, agents and employees of the School Board in a manner consistent with law and with these Bylaws; and prescribe any powers and duties for them that are consistent with law and with these Bylaws;
 - ii. Make rules, regulations, policies, procedures and strategic plans to manage the affairs and business of the School therefore not inconsistent with law and with these Bylaws, as they may deem best;
 - iii. Conduct the affairs and business of the School by evaluating and empowering the School Head to act as the executive officer of daily operations.

SECTION 5.02 NUMBER AND QUALIFICATION OF SCHOOL BOARD MEMBERS

The authorized number of School Board members shall be nine (9) unless changed by amendment. No reduction of the authorized number of School Board members shall have the effect of removing any School Board member prior to the expiration of said School Board member's term of office, unless a School Board member is affirmatively removed as hereinafter provided. The School Head shall serve as an ex-officio member of the School Board.

SECTION 5.03 FORMATION OF SCHOOL BOARD MEMBERS

- a) School Board members shall hold office for two (2) years.
- b) School Board shall consist of members with the following composition:
 - i. Four (4) members elected by the ISCK General Body
 - ii. Four (4) members elected by the Parent Teacher Organization (PTO)
 - iii. One (1) member appointed by the Shura Council of the ISCK
- c) Employees of LUA shall not be eligible to become school board members.

SECTION 5.04 VACANCIES

Events causing vacancy. A vacancy or vacancies in the School Board shall be deemed to exist upon the occurrence of any of the following:

- i. the death or resignation of any School Board member;
- ii. the declaration by resolution of the School Board of a vacancy of the office of a School Board member who has been declared of unsound mind by a final order of court or convicted of a felony;
- iii. the vote of a two-thirds (2/3) majority of the School Board then in office to remove a School Board member;
- iv. an increase in the authorized number of the School Board;

- v. the failure to elect the number of School Board members to be elected at a meeting at which any School Board members are to be elected; or,
- vi. the absence of a School Board member from three (3) regular meetings of the School Board in one (1) year, without the prior approval of the Chairperson, Vice-Chairperson, or Secretary.

Resignations. Except as provided in this paragraph, any School Board member may resign, which resignation shall be effective on giving written notice to the Chairperson of the School Board or the Vice-Chairperson or the Secretary unless the notice specifies a later time for the resignation to become effective. If the resignation of a School Board member is effective at a future time, the School Board may elect a successor to take office as of the date when the resignation becomes effective. If less than four (4) members are left in the School Board due to the resignation of the other members then the School Board will be considered as non-functioning. The BOT will function as the School Board according to Article III.

Vacancies filled by School Board Members. Vacancies in the School Board may be filled by two-thirds (2/3) affirmative vote of the remaining School Board then in office, though less than a quorum.

Each School Board member elected to fill a vacancy shall hold office until the expiration of the term for which elected and until a successor has been elected and qualified.

SECTION 5.05 PLACE OF MEETINGS

Regular meetings of the School Board may be held at any place within or outside the State of Kentucky that has been designated from time to time by resolution of the School Board. In the absence of such designation, regular meetings shall be held at the principal executive office of the School. Special meetings of the School Board shall be held at any place within or outside the State of Kentucky that has been designated in the notice of the meeting or, if not stated in the notice or if there is no notice, at the principal executive office of the School. Notwithstanding the above provisions of this Section, a regular or special meeting of the School Board may be held at any place consented to in writing by all School Board members, either before or after the meeting. If consents are given, they shall be filed with the minutes of the meeting.

SECTION 5.06 ANNUAL MEETING

Annual meetings of the School Board shall be held in the month of May for the purpose of goal assessment of the previous school year as well as planning for the coming year. Notice of this meeting shall be required. The term of new School Board members shall begin at the next School Board meeting after the yearly annual meeting. This annual meeting shall be open to the school and the Muslim community in central Kentucky.

SECTION 5.07 OTHER REGULAR MEETINGS

Other regular meetings of the School Board shall be held once a month. The School Board secretary shall notify all School Board members of the date, time and place of such meetings.

SECTION 5.08 SPECIAL MEETINGS

- a) Authority to call. Special meetings of the School Board for any purpose may be called at any time by the Chairperson of the School Board, the Vice-Chairperson, the Secretary or by any three (3) School Board members.
- b) Notice.

- i. Manner of giving. Notice of the date, time and place of special meetings shall be given to each School Board member by one of the following methods: (a) by personal delivery; (b) written notice (including e-mail); (c) by telephone communication
- ii. Time requirements. Notices shall be delivered or telephoned at least 48 hours before the time set for the meeting.
- iii. Notice contents. The notice shall state the date, time, place and purpose of the meeting

SECTION 5.9 QUORUM

A majority of the authorized number of School Board members shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 5.10 below. Every act or decision done or made by a majority of the School Board present at a meeting duly held at which a quorum is present shall be regarded as the act of the School Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of School Board members, if any action taken is approved by at least a majority of the required quorum for that meeting.

SECTION 5.10 ADJOURNMENT

A majority of the School Board present, whether or not constituting a quorum, may adjourn any meeting to another time and place.

SECTION 5.11 NOTICE OF ADJOURNMENT

Notice of the date, time and place of holding an adjourned meeting need not be given, unless the meeting is adjourned for more than 24 hours, in which case notice of the date, time and place shall be given before the time of the adjourned meeting to the School Board members who were not present at the time of the adjournment.

SECTION 5.12 ACTION WITHOUT MEETING

Any action required or permitted to be taken by the School Board may be taken without a meeting, if all members of the School Board, individually or collectively, consent in writing (including e-mail) to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the School Board. Such written consent or consents shall be filed with the minutes of the proceedings of the School Board.

ARTICLE VI

COMMITTEES

- a) The School Board may, by resolution adopted by a majority of the School Board then in office, designate one or more committees.
- b) The following represent standing School Board committees:
 - (i) Finance Committee: This committee oversees the maintenance of the School's financial stability. It is responsible for collecting scholarship funds, setting the criteria for financial aid, determining recipients and distributing the financial aid funds.
 - (ii) Planning Committee: This committee establishes the long range goals of the School; plans fund raising activities with the School's Parent - Teacher Organization for the benefit of the School. It also establishes and executes a plan for long range goals for financial support of the

School. It is responsible for overseeing activities aimed at recruitment for and evaluation and organization of the School Board development.

- c) Standing School Board committees may designate one or more sub-committees.
- d) Committee member may comprise of school board member and/or non school board members.

ARTICLE VII

OFFICERS

SECTION 7.01 OFFICERS

The officers of this School Board shall be a Chairperson, Vice-Chairperson, Secretary and Treasurer. This School Board may also have, at its discretion, legal counsel and such other officers as may be appointed in accordance with these Bylaws.

SECTION 7.02 ELECTION OF OFFICERS

Officers of the School Board shall be elected by the School Board at first School Board meeting following the annual meeting.

SECTION 7.03 SUBORDINATE OFFICERS

The School Board may appoint, and may authorize the Chairperson or Vice-Chairperson or another officer to appoint any other officers that the business of this School Board may require, each of whom shall have the title, hold office for the period, have the authority and perform the duties specified in the Bylaws or determined from time to time by the School Board.

SECTION 7.04 REMOVAL OF OFFICERS

Subject to the rights, if any, of an officer under any contract of employment, any officer may be removed, with or without cause, by the School Board, at any regular or special meeting of

the School Board, or by an officer on whom such power of removal may be conferred by the School Board.

SECTION 7.05 RESIGNATION OF OFFICERS

Any officer may resign at any time by giving written notice to this School Board. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective.

SECTION 7.06 VACANCIES IN OFFICES

A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled only in the manner prescribed in these Bylaws for regular appointments to that office.

SECTION 7.07 RESPONSIBILITIES OF OFFICERS

- a) Chairperson. The Chairperson of the School Board shall preside at meetings of the School Board and exercise and perform such other powers and duties as may be from time to time assigned to the Chairperson by the School Board or prescribed by these Bylaws, including but

- not limited to the following: acting as liaison between the School and the ISCK, appointing committee chairpersons, and acting as an ex-officio member of all committees.
- b) Vice-Chairperson. The Vice-Chairperson shall preside, in the absence of the Chairperson or if there be none, at all meetings of the School Board. The Vice-Chairperson shall have such other powers and duties as may be prescribed by the School Board or by these Bylaws. The Vice-Chairperson shall act as an ex-officio member of the planning committee.
- c) Secretary. The Secretary shall attend to the following:
- (i) Book of Minutes. The Secretary shall keep or cause to be kept, at the principal executive office or such other place as the School Board may direct, a book of minutes of all meetings and actions of School Board members and committees, with the time and place of the holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at such meetings, and the proceedings of such meetings.
 - (ii) The Secretary shall keep or cause to be kept the names, addresses, and telephone numbers of all School Board members.
 - (iii) The Secretary shall have such other powers and duties as may be prescribed by the School Board or by these Bylaws.
 - (iv) The Secretary shall give notice of meetings whenever notice is required.
- d) Treasurer. The Treasurer shall:
- (i) Head the finance committee.
 - (ii) attend to the following:
 - (a) Books and records of account. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of Lexington Universal Academy, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings and other matters customarily included in financial statements. The books of account shall be open to inspection by any School Board member at all reasonable times.
 - (b) Deposit and disbursement of money and valuables. The Treasurer shall deposit all money and other valuables in the name and to the credit of Lexington Universal Academy with such depositories as may be designated by the School Board; shall disburse the funds of Lexington Universal Academy as may be ordered by the School Board; shall render to the School Board, whenever they request it, an account of all of the transactions of the Treasurer and of the financial condition of Lexington Universal Academy; and shall have such other powers and perform such other duties as may be prescribed by the School Board or by these Bylaws.
 - (c) The Treasurer shall oversee the School's tuition and expenditure reports and shall prepare annual financial reports.
 - (d) The Treasurer shall regularly review the financial management of the School and shall annually develop an operating budget for the forthcoming academic year.
 - (e) The treasurer shall file an annual Tax return.
 - (f) The treasurer shall oversee the payroll account.
 - (g) The treasurer shall submit a monthly financial report to the school board.

ARTICLE IX

RECORDS AND REPORTS

SECTION 8.01 MAINTENANCE OF RECORDS

The School Board shall keep among other things:

- a) Adequate and correct books and records of account;
- b) Minutes in written form of the proceedings of the School Board.
- c) A record of its School Board members, giving their names, addresses and telephone numbers.

All such records shall be kept at the School's principal executive office, or if its principal executive office is not in the State of Kentucky, at its principal business office in this State.

SECTION 8.02 CONTRACTS, ETC., HOW EXECUTED

The School Board, except as otherwise provided in these Bylaws, may authorize any officer or officers, agent or agents to enter into any contract or execute any instrument in the name of and on behalf of Lexington Universal Academy, and such authority may be general or confined to specific instances; and unless so authorized by the School Board, no officer, agent or employee shall have any power or authority to bind Lexington Universal Academy by any contract or engagement or to pledge its credit or to render it liable for any purpose or in any amount.

ARTICLE X

AMENDMENTS

Except as otherwise provided in these Bylaws, the School Board may adopt, amend or repeal bylaws, provided that, if any provision of these Bylaws requires the vote of a larger proportion of the School Board than otherwise required by law, such provision may not be altered, amended or repealed except by vote of such larger number of the School Board. Amendments to these Bylaws must be approved by the ISCK or a committee empowered by the ISCK to act on its behalf.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the presently elected and acting Secretary of the School Board of Lexington Universal Academy, and the above Bylaws, consisting of 8 pages, are the Bylaws of Lexington Universal Academy as originally adopted at a meeting of the School Board held on March 4th, 2004.
