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# MUSLIM AMERICANS IN PUBLIC SERVICE (MAPS) NATIONAL BYLAWS

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July 2024

## PREAMBLE

Muslims have been part of America's story since our Nation's founding. From enslaved African Muslims who laid the foundation for America over four hundred years ago, to Black Muslims who pushed Islam into the mainstream, to more recent expatriates, immigrants and refugees coming from all corners of the world, Muslims are a reflection of America's diversity. Muslim American communities bring a wide range of lived experiences and traditions that have strengthened the rich fabric of this country.

Muslim Americans have made significant contributions across all areas of public service. Over the last two decades, a growing number of Muslim Americans have answered the call to serve either as elected officials, political appointees, or career civil and foreign service officers. They have represented the United States as Ambassadors and Special Envoys, as Peace Corps and AmeriCorps volunteers, as federal judges and prosecutors, in our armed services, and across all branches of government. Like many other communities, Muslim Americans are drawn to serve humanity as a symbol of faith in order to create a more just, balanced, and equitable society..

Responding to the call to connect Muslims across all areas of public service, Muslim Americans in Public Service (MAPS) serves as an umbrella network of public servants and their organizations. MAPS honors, supports, and uplifts worthy contributions, and aims to nurture and advance the leaders of tomorrow.

## ARTICLE I. NAME

The name of this corporation shall be Muslim Americans in Public Service (MAPS). The Board of Directors may designate other names for specific activities and programs as appropriate.

## ARTICLE II. MISSION & OBJECTIVES

Muslim Americans in Public Service (MAPS) is a national non-partisan, nonprofit network of professionals and organizations that aim to create an enabling ecosystem for Muslim American public servants to thrive both personally and professionally.

MAPS' mission is to support the career, workplace, and community development of Muslim American public servants and serve as a catalyst, resource, and force multiplier for the associations that represent and support them. MAPS aims to expand and harness the rich, collective contributions of Muslim Americans across public service sectors to build a more just and equitable United States.

MAPS shall do this in the following three ways:

1. **Expand professional capacity and cultivate the next generation of American Muslim public service leaders.** MAPS will create and/or promote skill development, professional networking, mentorship, career education and advancement resources among members and within MAPS chapters and partners. Broadening pipelines into public service is critical to not only MAPS, but our broader mission as American public servants. MAPS will share resources and launch outreach programs, in collaboration with local and national service organizations across the country, to ensure Muslim American young professionals are part of the national efforts to build a public service workforce that looks more like America.
2. **Support conducive workplaces by advancing diversity, equity, inclusion, and accessibility in the public sector.** MAPS aims to facilitate inclusive spaces for Muslim American public service professionals and promote their further contributions and achievements. MAPS will serve as a strategic partner in fostering a culture of diversity, equity and inclusion within public institutions and will support existing institutional efforts to maintain safe workplaces free of discrimination.
3. **Build community across government and civil society.** MAPS aims to foster thriving and open communities and serve as a connector among Muslim American public servants within all branches and levels of government. MAPS is committed to sharing resources to public servants interested in forming new employee-led organizations, or regional MAPS chapters at their public institutions or local communities, and support and coordinate existing Muslim employee and professional associations and their programs and activities.

MAPS defines public service broadly to include the public sector, and service within Federal, Tribal, State and or local government departments and agencies, their respective legislative and judicial branch counterparts, or international or multilateral institutions. MAPS welcomes all; those identifying as Muslim, as well as allies and anyone interested in becoming part of our broader communities.

## ARTICLE III. VALUES

1. MAPS believes that the United States is enriched by the contributions of Muslim Americans and other people of faith. A more inclusive Federal, State and local workforce strengthens the institutions they serve and ultimately, the American public, by providing a broad range of skills and a diversity of experiences and perspectives. A diverse civil and foreign service is also essential to our national security, both at home and abroad.
2. MAPS believes that Muslim professionals should exercise their right of association at the workplace, and be accorded all other rights and privileges available to them free from discrimination. Members of MAPS are also committed to public institutions that allow employees to observe their religious beliefs either alone or in congregation with others, in accordance with Federal laws and guidelines.
3. MAPS draws from Islamic faith traditions to promote the Muslim and American values of freedom of religion, equality and solidarity, community building, and public service:
  - a. **Religious Freedom:** "There shall be no coercion in matters of faith." (Quran 2:256); "For you is your faith, and for me, my faith." (Quran 109:6)
  - b. **Equality and Solidarity:** "We have made you into nations and tribes, so that you may come to know one another." (Quran 49:13)
  - c. **Community building:** "Never will God change the condition of a people until they change it themselves," (Quran 13:11); "Help ye one another unto righteousness and piety. But help not one another unto sin and transgression," (Quran 5:2); "Whoever fulfills the needs of his brother, God will fulfill his needs; whoever removes the troubles of his brother, God will remove one of his troubles" (*Hadith* of the Prophet Muhammad, Al-Bukhari, Chapter 47, Al-Mazalim, 2442).
  - d. **Public Service:** "The best of people are those who are most beneficial to people" (*Hadith* of the Prophet Muhammad, Al-Tabarani, Al-Mu'jam Al-Awsaṭ, 5937).

## ARTICLE IV. MEMBERSHIP

1. **Definition.** MAPS maintains two categories of affiliation, Membership and Associate Membership, with Affiliate and Non-Member categories engaging to lesser extents or restricted to our general mailing list only. Full Membership is generally limited to Muslim American public servants, while Associate Membership includes Muslim Americans who are not current or former public servants. This may include students and prospective public servants from the nonprofit or private sectors or those who are in public service adjacent roles who are in accord with the mission, objectives, values, and policies of MAPS, and agree to adhere to the same. Affiliate members may generally include supporters or allies who do not self-identify as Muslim American and/or do not identify as public servants.
2. **Qualification of Full Membership:**
  - a. Representing the core of MAPS' national community, full Members are Muslim American public service professionals currently or formerly employed within Federal, Tribal, State or local government departments and agencies, their respective legislative and judicial branch counterparts, or multilateral institutions, who support the goals and mission of MAPS.

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- b. This classification includes full-time, part-time, seasonal, temporary, and contracted workers employed directly by a government agency, as well as government retirees, and individuals employed by a private entity as a contractor for a government agency if they report to a government-owned property.
  - c. Individuals seeking full membership must be US citizens, permanent residents, or immigrant visa holders who self-identify as Muslim Americans and who support the goals and mission of MAPS.
3. **Qualification of Associate Membership:**
  - a. Representing the broader MAPS community of Muslim American civil society, individuals seeking Associate membership must be US citizens or permanent residents who identify as Muslim American private or non-profit sector professionals not in government but who may interface with government or are interested in entering government.
  - b. This classification includes individuals employed by a private entity as a contractor for a government agency, if they *do not* report to a government-owned property (e.g. firms providing government services, defense and intelligence contractors, international development implementation firms, etc.)
  - c. Associate Members may also include any Muslim American professional or student who are considering public service careers or actively pursuing government career, non-career, contractor or temporary opportunity.
  - d. Associate Members may also include public service oriented private or non-profit entities that comprise or include civil society, academia, non-governmental organizations, think tanks, trade associations, charities and other organizations.
  - e. Individuals seeking associate membership must be US citizens, permanent residents, or immigrant visa holders who self-identify as Muslim Americans and who support the goals and mission of MAPS.
4. **Qualification of Affiliates:**
  - a. Representing the broader MAPS network of partners and allies, individuals seeking Affiliate status may include any all who support the goals and mission of MAPS and who believe in a truly diverse, equitable, and inclusive government workforce that represents America itself.
  - b. Individuals seeking Affiliate status need not be Muslim, but may be of any faith or no faith, and of all identities, backgrounds, and national origins.
5. **Qualification of Non-Members:**
  - a. Individuals seeking inclusion on MAPS Non-Member electronic communication channels and distribution lists include any individual who have directly opted for Non-Member status or signed up for MAPS' mailing list via our website to stay informed of MAPS' policy initiatives, future programs, and past event recordings.
  - b. Organizational and media partners, or members of the public who have registered for or participated in MAPS' public events or webinars who have not registered as Affiliates may also be added to MAPS email list as non-members.
6. **Rights.** Full Members shall be accorded all applicable privileges of membership, including the right to vote and to seek office; access to MAPS Executive Committee, Directors, Advisors, and fellow members; and all professional development and community elements, programs,

services, and communication channels. Associate members do not have the right to vote or seek elected office but may be invited to select programs, services, and communication channels and distribution lists as appropriate. Both Members and Associate Members may volunteer to serve on Board committees as committee members and in leadership roles where appropriate. MAPS Affiliates and Non-Members may not vote or seek office.

7. **Removal.** The MAPS Board reserves the right to revoke membership or affiliation of any MAPS full member, associate members or affiliate, including removal from MAPS committees, chat or social media groups, email lists, and exclusive events and programs or any other MAPS resource. This right is usually invoked in the case of an alleged violation of MAPS' publicly stated mission, objectives, values, and policies, or in the case of deliberate harm, sabotage, defamation, misrepresentation, or libel against the organization or its leadership, either during or prior to their MAPS membership. Grounds for removal may also include allegations submitted by any individual alleging any action which might reasonably be considered to be immoral, deceptive, scandalous or obscene; or that may injure, tarnish, damage or otherwise negatively affect the reputation and goodwill associated with MAPS.
  - a. The MAPS Board delegates the authority for membership revocation to a Member Removal Committee composed of the MAPS Membership Director, General Secretary, and a Board Member at Large, as nominated by the Membership Director or Board Chair. This Board Removal Committee must consider and vote on any request or motion for member removal for removal submitted to the Board, or initiated by the Board or Member Removal Committee members themselves.
  - b. While the removal action may be disclosed upon request, for confidentiality and protection of all parties, the Removal Committee must not broadcast or disseminate details of the causes for removal or allegations against members to the broader membership or externally to the general public. No one will be victimized for making such a complaint, nor would the accused face penalties or defamation beyond removal from MAPS membership, participation, or leadership.
  - c. Members must be notified in writing of the decision and the cause or reason for revocation of membership by the Board or its directors.
  - d. Individuals who have had their MAPS National membership revoked will also have their membership within State committees revoked by extension. State committees must be notified in writing of any membership revocation that affects their members.
  - e. MAPS Chapter employee resource group (ERG) or Federal staff association Board members may have their roles vacated upon revocation of their MAPS membership, members of such associations may only be removed by the respective Boards and not by the MAPS National Board directly. The MAPS National Board may inform MAPS Chapters of members who have had their national membership revoked.

## ARTICLE V. BOARD OF DIRECTORS

1. **Board of Directors.** All MAPS activities shall be organized, directed, and coordinated by a Board of Directors. It shall have all powers necessary to carry out the objectives of the corporation as set forth in Article II. The Board may accept, on behalf of the corporation, any contribution, bequest, or devise. The Board shall establish procedures for elections; establish standing committees; approve proposed changes to these bylaws, and approve candidates for Board Officers (Executive Committee members, Board Members At Large, and Deputy

Directors), Advisory Council members, standing committee Chairs and State committee Presidents as needed.

2. **Composition of the Board of Directors.** The number of Board members shall be at least 6 and no more than 15, and shall consist of:
  - a. An Executive Committee comprising elected officers, including a Chair, Vice Chair, General Secretary, Operations Director, Membership Director, Outreach Director, Professional Development Director, Policy Director, Communications Director, and a Finance Director.
  - b. No more than five At-Large Board members, which may include the Past officers as invited by the current Board. The Immediate Past Chair shall have an advisory role as either a member of the Advisory Council or as an Ex-Officio member of the Board.
  - c. Board standing committee chairs and State committee presidents who are not a member of the Board may be members of the Executive Committee of the Board.
3. **Terms.** All officers serve at the pleasure of the Board. The terms of office shall be two years or until their successors are selected and will begin at the new Board's calendar year on January 1<sup>st</sup>. There will be a five full year limitation on consecutive terms for officers and Members at Large. Initially, half of the directors shall serve two-year terms; half shall serve one-year terms. Terms shall be established so that half of the officers may be elected each year. Members at Large serve one-year terms, renewable at the Board's discretion.
4. **Qualification:** Candidates for elected or appointed office on the MAPS Board shall be current citizens of the United States or current permanent residents of adult age who have been MAPS members for a period of at least 30 days before their date of nomination.
  - a. Candidates for MAPS Board Chair and Vice Chair shall be deemed qualified if they have served as current or former officers on the MAPS National Board, a Board committee, or MAPS Chapter for a period of at least six months before their date of nomination.
  - b. Candidates for Director positions on the Executive Committee shall be deemed qualified if they have served as current or former officers on the MAPS National Board or a Board standing committee, or are current members of the Boards of MAPS State Committees or MAPS chapters. All candidates for Director positions must demonstrate civic, professional, or personal experience or qualifications applicable to the purview of the Director position to which they have been nominated. All new Directors must successfully complete a probationary period of 90 days, after which they are to be confirmed by a vote of the full Board in order to continue to serve as an incoming Director. The 90-day probationary period may be shortened or extended by Board vote.
  - c. Candidates for Board Member At Large positions shall be deemed qualified if they have served as current or former officers on the MAPS National Board or a Board standing committee, are current members of the Boards of MAPS State Committees or MAPS chapters, or if they demonstrate civic, professional, or personal experience or qualifications applicable to the mission, activities or goals of the organization.
5. **Election.**
  - a. **Election Schedule.** Regular election of officers shall take place at the annual meeting held in September, or, if circumstances prevent the election from being held in September, then elections may be held during the month of August or as soon

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possible thereafter, but no later than the December meeting of the Board. Elected officers shall take office January 1<sup>st</sup> of the following year.

- b. **Alternation of Officer Election.** Election of officers shall alternate to maintain continuity. The Chair, the Operations Director, the Policy Director, the Membership Director, and the Outreach Director shall be elected at the same annual meeting to serve two-year terms; the Vice Chair, the General Secretary, Finance Director, the Professional Development Director and the Communications Director, shall be elected at the annual meeting the following year for two-year terms. Up to four Board Members at Large shall also be elected for one-year terms.
  - c. **Nomination.** Candidates for the Board of Directors, including up to four Members at Large, shall be selected from among those nominated to or by the Nominating/ Election Committee, which shall consist of up to three persons appointed by the Board Chair and confirmed by the Board.
    - i. The Nominating/ Election Committee shall exclude the Chair and candidates for officer and shall work to develop a slate of officer nominations.
    - ii. The Nomination/ Election Committee shall send to all voting members, a request for nominations for half of the current Board membership.
    - iii. To be a candidate on the ballot, a person must receive at least two nominations, for any position, from any member, Board member, or Board standing committee member. Nominees receiving nominations for different positions, where the nominations total two or more, can be a candidate on the ballot for more than one position.
    - iv. The nominating committee will present all qualified and willing candidates to the full Board. Nominees will be given the opportunity to present their qualifications, reasons and objectives for serving to the full Board.
    - v. Members of the Nomination/ Election Committee shall not be eligible to run for positions in the election.
  - d. **Voting.** Board officers, including Members at Large, shall be elected by a majority vote of those members present (including virtual attendees). Voting for the election of officers shall be by secret written ballot. Those candidates receiving a majority of votes shall be deemed to be elected. A proxy or virtual vote from a member shall be accepted if the proxy is delivered in writing or electronically to the Nomination/ Election Committee prior to or during any scheduled vote of the organization.
  - e. **Board Members At Large.** After elections, the Executive Committee may appoint the remainder of the Board Member at Large vacancies. Members may also nominate At-Large Board Members after elections or during the year in the event of vacancies (to be considered by the Executive Committee) by submitting a nomination. At-Large members serve on the Board until the next election.
6. **Compensation of Board Members.** No member of the Board of Directors shall receive any salary or compensation for service as director. No member shall receive any service or benefit not provided to the general public. Members may receive reimbursement for out-of-pocket expenses incurred while conducting authorized business on behalf of the corporation. Members shall be entitled to receive reasonable fees for goods or services rendered to the corporation in capacities other than as members of the Board.
7. **Special Privileges.** Members of MAPS Board are prohibited from using their official roles, titles, or duties for personal benefit or professional advancement not otherwise available to



MAPS membership, other than the inclusion of their official title in professional bios or resumes, or professional references from other Directors, Officers or MAPS members. MAPS members, speakers, partners, or other contacts made through official duties or during official MAPS events or programs may not be subject to direct solicitation of employment or other private, commercial, professional, or other benefits to Board members or their immediate family members, friends, or contacts unless such benefits are also accessible to the general public or made available to MAPS members.

8. **Confidentiality.** Members of MAPS Board may not disclose, divulge, or make accessible confidential information belonging to, or obtained through their affiliation with MAPS to any person, including relatives, friends, and business and professional associates, other than to persons who have a legitimate need for such information and to whom the MAPS Board has authorized disclosure. Board members and employees shall use membership, donor, or other confidential information solely for the purpose of performing official duties or services authorized by the Board. At the end of a Board member's term, he or she shall return or destroy, all member, donor, or partner information, proprietary documents, papers, and other materials, regardless of medium, that may contain or be derived from confidential information in his or her possession. This policy is not intended to prevent disclosure where disclosure is required by law.
  - a. While Board and committee members are expected and encouraged to discuss the organization with one another and members of the public, they shall not report opinions expressed in meetings, nor shall they report independently on committee action, or engage in any communication related to the organization that would not be supported by board policy, procedures, or decisions.
  - b. All Board members and committee members with Board delegated powers are required to sign a confidentiality agreement that the General Secretary maintains, affirming that they have read, understood, and have agreed to comply with the policy.
9. **Periodic Evaluation.** All officers must present or accept performance objectives for each quarter/bi yearly and review them with whoever they report to. The performance evaluation should serve as a guide to see how the officer has performed and where gaps or delays, if any, need to be worked on. If officers consistently underperform, they should be replaced.
10. **Removal.** All Officers serve at the pleasure of the Board and may be sanctioned or removed from their positions either automatically by policy, by the Board, or by removal committees authorized by the Board, with or without cause, at any point during their tenure. As there is no "right to serve" on the board of a public entity with a donor base, there are no rights attached to a voluntary position.
  - a. **Removal by Policy:** Any member of the Board of Directors may be removed by the Board by policy automatically in the event of legal indictment for criminal acts, three consecutive absences from Board meetings, or unresponsiveness to direct communication in any form from the Chair or other Board members for a period equal to or greater than 21 days.
  - f. **Removal With Cause:** Any member of the Board of Directors may be removed for cause. The MAPS Board delegates the authority for Board Member removal to a Board Removal Committee composed of the MAPS Board Chair, Vice Chair and General Secretary, or other Board Member if the Vice Chair or General Secretary roles are vacant, unavailable, or subject to removal themselves. This Board Removal Committee works in conjunction to consider and vote on any request for removal submitted to the Board or initiated by the Chair or Removal Committee members themselves. Board Members may also be removed by a majority vote of the Board

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present at any meeting at which there is a quorum. While the removal action may be disclosed upon request, for confidentiality and protection of all parties, the Removal Committee must not disclose details of the causes for removal to the broader membership or externally to the general public.

- i. Causes for removal may include recurring absence from Board or Executive Committee meetings; economic or political conflicts of interest; deficiencies in carrying out the member's duties or failure to honor commitments with respect to the work of the Board as determined by the Chair; interference with the orderly conduct of the Board's business; breaches of decorum or disrespectful engagement of Board members, Advisory Council members, MAPS members, or partners; or any action which might reasonably be considered to be immoral, deceptive, scandalous or obscene; or that may injure, tarnish, damage or otherwise negatively affect the reputation and goodwill associated with MAPS. Any single perceived or alleged infraction of the above may warrant a removal motion.
    - ii. Board Deputy Directors, standing committee Vice Chairs, and standing board committee members may be removed by their respective board directors, standing committee chairs, or state committee presidents, subject to final approval by simple majority of the Board Removal Committee.
  - b. **No Confidence:** Any member of the Board of Directors may be removed, without cause, as determined by a two-thirds vote of the Board. Motions for removal by no confidence must be submitted to the General Secretary. A motion of no confidence may be introduced by the General Secretary during a regular Board meeting following a direct request by three or more Board members, resulting in a vote being called against any member of the Board or its Executive Committee, including the Chair, on whether they are still deemed fit to hold their position, such as because they are inadequate in some aspect, fail to carry out their obligations, or make decisions that other members feel to be detrimental to MAPS.
    - i. Candidates for removal by no confidence vote shall be notified electronically in writing by the Chair or the General Secretary about the motion of removal before a regular or special meeting of the full Board.
    - ii. Officers who have been removed from their roles by Board vote may also have their membership revoked, including subsequent removal from chat or social media groups, email lists, and exclusive events and programs or any other MAPS resource, at the discretion of the Board.
  - c. Board Deputy Directors, State Committee Vice Presidents and other board members, and standing committee Vice Chairs and other board members may be removed by their respective Board Directors, State Committee Presidents and standing committee Chairs, subject to final Board Removal Committee approval either electronically or at a regularly scheduled Board meeting.
11. **Resignations.** Any member of the Board desiring to resign may do so by communicating his or her intentions to the Board Chair in writing, whether electronic or hard copy. A copy should also be sent to the General Secretary, who shall ensure the resignation is documented in the minutes at the next Board meeting and that the written resignation is maintained with the minutes.

12. **Vacancies.** In the event of newly created Board positions or the resignation or removal of current Board officers before the expiration of his or her term, the Board may elect a new Director or successor.
- a. Vacancies may be filled at any time by a majority vote of Board members then sitting. Any Board member may identify or nominate a candidate for open Board vacancies or Board Member At Large seats.
  - b. The Chair, Vice Chair or General Secretary may conduct the screening of candidates for vacancies on the Board when filling a vacancy (or preemptively on an annual basis) and shall submit their recommendations to the full Board. Any Board member may request an individual interview or a familiarization meeting with the full Board during an existing meeting or a special meeting before casting their vote on any candidate.
  - c. The Chair, with the approval of the Board, may appoint a member to serve as an interim officer in case of the resignation or removal of the Vice Chair.
  - d. In the case of the resignation or removal of the Chair, the Vice Chair, General Secretary, or other Board member may serve as interim Chair with the majority approval of the Board for a defined time period while a new Chair is nominated and cleared by the Board.
  - e. Unless otherwise elected by the general membership during regular or special elections, the Chair shall have final clearance and veto rights on the appointment by the Board of candidates for the role of Vice Chair. Likewise, all Directors within the Executive Committee shall have final clearance and veto rights on the appointment by the Board of candidates for their respective Deputy Directors.
  - f. In the event of four or more vacancies in the Executive Committee occurring within one month, a special election by all voting members may be held within two months.

## ARTICLE VI. OFFICERS

1. **Officers.** The officers of the Board shall be a Chair, Vice Chair, General Secretary, Operations Director, Membership Director, Outreach Director, Professional Development Director, Policy Director, Communications Director, and a Finance Director. Any person may hold more than one office except that the Chair shall not also be Vice Chair or Finance Director, but can fulfill the duties of Finance Director in an Acting capacity until one is elected or appointed.
2. **Chair.**
  - a. The Chair shall oversee, manage and facilitate all organizational, programmatic and public affairs of the organization; establish, delegate, or execute organizational priorities and objectives; help develop external partnerships and coalitions with external organizations in conjunction with the Outreach Director; and oversee and manage MAPS' official website and social media accounts, in conjunction with the General Secretary, Communications Director, or other Board members as assigned.
  - b. The Chair shall preside over all meetings of the Board and Executive Committee, and preside, or supervise, all MAPS organization meetings; including all Executive Committee, Board of Directors, Advisory Council, membership, and annual meetings; and determine the agenda, with the input of other directors, for those meetings. The Chair shall have a voting power of two votes when the number of directors in the

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Board of Directors is an even number, or to break ties among Board members present and voting.

- c. The Chair shall be the executive representative of the Board, shall be the official public spokesperson for the Board, supervise the Board's correspondence (sent and received), and shall perform all duties usually pertaining to the office of Chair.
- d. The Chair, as authorized by the Board's fiscal policy, shall approve all disbursements and expenditures of the organization, and shall sign or delegate authority to sign checks, execute agreements, official statements and obligations, which are necessary to carry out the objectives of the organization. The Chair must seek clearance of the Finance Director or full Board on reimbursements of personal expenditures in compliance with Standard Operating Procedures (SOPs) on travel, accommodations, and other similar expenses.
- e. The Chair shall countersign, co-sign or sign in conjunction with the Finance Director or Acting Finance Director (in the absence of the Finance Director) checks drawn on the organization's treasury; requisitions for the disbursement of funds and all contractual agreements requiring disbursement of the organization's funds.
- f. The Chair shall appoint members to standing and ad hoc committees and task forces and appoint a Nomination/Election Committee (composed of up to three MAPS members, Board, or At-Large Board members), with the approval of the Executive Committee or the Board, and shall serve as an ex officio member of the standing committees, except the Nomination/Election Committee.
- g. The Chair, in conjunction with the General Secretary and other Directors within the Executive Committee, shall submit and maintain all required paperwork for incorporation, and submit and present an annual report of MAPS activities at the Annual meeting.
- h. The Chair, in conjunction with the Membership Director, shall keep, or cause to be kept, a record containing the names, professional and contact information of all persons who are members, associate members, and affiliates of the organization, and the names of persons entitled to participate in organizational affairs. Such books shall be open for inspection as provided by law.
- i. The Chair sits on the Board Removal Committee, alongside the Vice Chair and General Secretary, to adjudicate and vote on the removal of individual MAPS Board members.
- j. The Chair, in conjunction with the General Secretary, shall periodically meet with all Board members as required to ensure assigned objectives are met, bandwidth and performance issues are mitigated, and that Board member satisfaction and concerns, if any, are addressed.
- k. The Chair shall hold a minimum of one membership meeting per year.
- l. For all meetings requiring a quorum, the Chair shall determine the presence or absence of a quorum, which shall be a majority of the Board membership.
- m. The Chair shall perform whatever duties the Board of Directors may assign.

### **3. Vice Chair:**

- a. The Vice Chair shall carry out the duties of the Chair when the Chair is absent or incapacitated; which includes presiding at all meetings of the Board and Executive Committee, and presiding, or supervising, all MAPS organization meetings; including all Executive Committee, Board of Directors, general meetings, and the annual

meeting; and have a voting power of two votes when the number of directors in the Board of Directors is an even number, shall determine the agenda, with the input of other directors for all meetings shall be the official public spokesperson for the Board, and shall have the same power and duties as the Chair when acting in that capacity.

- b. The Vice Chair may assist the Chair with the oversight of recurring public engagements, strategic affiliations, external legal matters, and special services upon the request of the Chair.
- c. The Vice Chair shall assist the Chair in overseeing, managing and facilitating any organizational, programmatic, legal, or public affairs of the organization as delegated by the Chair or directly assigned by the Board, while deferring to or including the respective Directors within the Executive Committee or during the vacancy or temporary lapses of the responsible Director or Executive Committee member.
- d. The Vice Chair, in conjunction with the Operations Director, Professional Development Director, Membership Director, and other Directors, shall help plan and host in person and virtual events throughout the year as appropriate, including annual Ramadan Iftars, networking events, and MAPS panels at partner conferences.
- e. The Vice Chair, in conjunction with the Communications Director, shall explore and submit applications or nominations towards national or local opportunities, honors, awards, and listings, to promote, showcase, or recognize MAPS, its leadership team and its members.
- f. The Vice Chair, in conjunction with the General Secretary, shall keep, or cause to be kept, a record containing the names, professional and contact information of all persons who are senior government officials, or identified or appointed resources of the organization.
- g. The Vice Chair sits on the Board Removal Committee, alongside the Chair and General Secretary, to adjudicate and vote on the removal of individual MAPS Board members, in accordance with Article V.
- h. The Vice Chair shall maintain continuous contact with the Chair and carbon copy or otherwise brief the Chair on all official engagements or correspondences not directly delegated by the Chair or assigned by the Board.
- i. The Vice Chair may propose, or be assigned by the Chair, tasks, responsibilities, or special projects and initiatives which do not overlap with those of existing Executive Committee members or are otherwise ceded with the approval of the respective Directors.
- j. The Vice Chair may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

#### **4. General Secretary.**

- a. The General Secretary shall have charge of such books, documents and papers as the Board of Directors may determine; shall keep, or cause to be kept, a true and complete record of the meetings of the Board of Directors; shall give, or cause to be given, notice of all meetings of the directors; and keep track of attendance and internal correspondence and conduct a preliminary review of draft minutes.
- b. The General Secretary, in conjunction with the Vice Chair, shall keep, or cause to be kept, a record containing the names, professional and contact information of all

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persons who are senior government officials, or identified or appointed resources of the organization.

- a. The General Secretary shall keep, or cause to be kept, account login and password information for MAPS' official website and all social media accounts and shall maintain the MAPS listserv and distribution lists.
- b. The General Secretary shall help update the MAPS website and publications as applicable, and help maintain the MAPS distribution lists, listserv, and social media accounts in conjunction with the Communications Director and other Board members.
- n. The General Secretary sits on the Board Removal Committee, alongside the Chair and Vice Chair, to adjudicate and vote on the removal of individual MAPS Board members, in accordance with Article V; and sits on the Member Removal Committee, alongside the Membership Director and a Board Member At Large, to adjudicate and vote on the removal of MAPS members, in accordance with Article IV.
- c. The General Secretary shall maintain the organization's external meeting, program and event history, and shall keep track of all internal activities during the fiscal year for inclusion in the annual report of MAPS activities.
- d. The General Secretary shall be responsible for providing a basic orientation to new Board or Advisory Council members on system access, internal communications, procedures, bylaws, and operations that will help them to become productive members as quickly as possible.
- e. The General Secretary shall keep attendance of official Board and Advisory Council meetings, and keep record of all personnel issues, complaints, and perceived lapses in official duties and responsibilities assigned by the Board.
- f. The General Secretary shall ensure guidance by Robert's Rules of Order and shall be responsible for administering and maintaining the Bylaws.
- g. The General Secretary may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

### **5. Operations Director.**

- a. The Operations Director shall work with the Board Chair, General Secretary and other Board members and standing committees to facilitate, develop, acquire, operationalize, support, and coordinate the technological and human capital resources, including MAPS Board specialists and consultants, necessary to effectively support the organization and its mission.
- b. The Operations Director, in conjunction with the Vice Chair, Professional Development Director, and other Directors, shall help plan and host in person and virtual events, throughout the year as appropriate, including annual Ramadan Iftars, networking events, and MAPS panels at partner conferences. The Operations Director may collaborate with MAPS State Committees, Federal Chapters and partner organizations to share event planning best practices and resources, depending on capacity, opportunity and interest from MAPS chapters and partner organizations.
- c. The Operations Director shall review, analyze, evaluate organizational procedures, and implement policies and procedures that will improve day-to-day operations.

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- d. The Operations Director may establish quantitative and qualitative metrics, guidelines, and standards by which the organization's efficiency and effectiveness can be evaluated; identify opportunities for improvement.
- e. The Operations Director shall lead coordination and integration of efforts among operations and technology, in conjunction with the Chair and General Secretary, to produce a smoother workflow and more effective processes. The Operations Director may form, chair, and accept public volunteer committee members to a Board Operations Committee at their discretion to help cover and effectively carry out their duties. The Operations Director may also appoint one or more Deputy Directors from within the Operations Committee, with Board approval. The Deputy Director(s) shall execute the duties of the Operations Director, including attending and voting in Board meetings, in their absence.
- f. The Operations Director may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

### **6. Membership Director.**

- a. The Membership Director shall ensure the inclusion and invitation of individual members, and expansion of the Membership; and either field their questions, concerns, and suggestions, build resources to meet their needs or refer them to the appropriate resource, Board Director, or Advisory Council member.
- b. The Membership Director shall determine the status of applicants for MAPS Membership, Associate Membership, and Affiliation; and is authorized to modify the classifications of individuals in accordance with Article IV.
- h. The Membership Director in conjunction with the Chair, shall keep, or cause to be kept, a record containing the names, professional and contact information of all persons who are members, associate members, and affiliates of the organization, and the names of persons entitled to participate in organizational affairs. Such books shall be open for inspection as provided by law.
- o. The Membership Director sits on the Member Removal Committee, alongside the General Secretary and a Board Member At Large, to adjudicate and vote on the removal of MAPS members, in accordance with Article IV.
- c. The Membership Director shall invite members who work at Federal, State or local government departments or agencies to serve as a MAPS Representative (See Article XI), if they are the first to join from their institution.
- d. The Membership Director may connect members within the same Federal, State, or local government department or agency, or within the same city government or city of residence, to build informal communities or catalyze formation of MAPS chapters at their institution or within their local community.
- e. The Membership Director, in conjunction with the Outreach Director, shall help support the formation, continued existence, expansion, and coordination of MAPS chapters in government institutions, where appropriate.
- f. The Membership Director, in conjunction with the Outreach Director, shall help support the formation, continued existence, expansion, and coordination of MAPS State committees, where appropriate.

- g. The Membership Director may form, chair, and accept public volunteer committee members to a Board Membership Committee at their discretion to help cover and effectively carry out their duties. The Membership Director may also appoint one or more Deputy Directors from within the Membership Committee, with Board approval. The Deputy Director(s) shall execute the duties of the Membership Director, including attending and voting in Board meetings, in their absence.
- h. The Membership Director may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

**7. Outreach Director.**

- a. The Outreach Director shall engage external organizations that share constituencies or overlapping objectives, activities, concerns or interests with MAPS, for both organizations to consider potential partnerships and the execution of Memoranda of Understanding (MOUs) to outline areas of collaboration.
- b. The Outreach Director, in conjunction with the Policy Director, shall develop strategies to foster collaboration with external groups beneficial to MAPS members, and maintain an updated list of relevant national and local area civic organizations and networks.
- c. The Outreach Director, in conjunction with the Membership Director shall help support the formation, continued existence, expansion, and coordination of MAPS chapters in government institutions, where appropriate.
- d. The Outreach Director, in conjunction with the Membership Director, shall help support the formation, continued existence, expansion, and coordination of MAPS State committees, where appropriate.
- e. The Outreach Director shall engage chapters and partner organizations, and external groups to publicize the programs and events of MAPS National, as well as MAPS chapters and partner organizations.
- f. The Outreach Director may form, chair, and accept public volunteer committee members to a Board Outreach Committee at their discretion to help cover and effectively carry out their duties. The Outreach Director may also appoint one or more Deputy Directors from within the Outreach Committee, with Board approval. The Deputy Director(s) shall execute the duties of the Outreach Director, including attending and voting in Board meetings, in their absence.
- g. The Outreach Director may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

**8. Professional Development Director.**

- a. The Professional Development Director shall identify, research, and publicize networking and mentoring opportunities to MAPS members, chapters and partners.
- b. The Professional Development Director shall engage and support new members of MAPS chapters and partner organizations with professional resources following their affiliation.
- c. The Professional Development Director shall develop a network of current and former public sector and public service professionals who support the objectives of MAPS and who are willing and able to serve as mentors, resources, speakers, and



sources for professional opportunities, to be matched directly to interested professionals within the MAPS membership and network of affiliates.

- d. The Professional Development Director may organize or facilitate the formation of communities of practice based on public service professions for the specialized networking and exchange of resources as appropriate and based on member needs, and appoint or facilitate the election of their respective Chiefs of Practice and Deputy Chiefs of Practice.
- e. The Professional Development Director shall work with the Operations Director, Outreach Director, and Membership Director to organize speakers and networking opportunities with others in government, non-government organizations, universities, colleges, professional development and internship programs, and/or the private sector, and organize relevant MAPS activities and events that advance the career, workplace and community development goals of MAPS and its members.
- f. The Professional Development Director may form, chair, and accept public volunteer committee members to a Board Professional Development Committee at their discretion to help cover and effectively carry out their duties. The Professional Development Director may also appoint one or more Deputy Directors from within the Professional Development Committee, with Board approval. The Deputy Director(s) shall execute the duties of the Professional Development Director, including attending and voting in Board meetings, in their absence.
- g. The Professional Development Director may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

**9. Policy Director.**

- a. The Policy Director shall identify appropriate departments, offices and leaders who may effectively address issues related to professional development, grievance, and redress, and develop strategies to engage the above to effectively address issues related to diversity, inclusion, discrimination, retaliation, other grievances, and their redress.
- b. The Policy Director shall work with appropriate government Department, offices, leaders, and member employers and chapter host institutions to drive policies that empower their employees, encourage diversity, and promote and ensure professional environments free of discrimination and prevent or redress hostile work environments for MAPS chapters, and Muslim professionals at large.
- c. The Policy Director shall work closely with the Communications Director to disseminate MAPS notices, statements, programs and other necessary information MAPS partner organizations, civic organizations, advocacy groups and coalitions on behalf of the Board and membership to serve the advocacy goals of the organization.
- d. The Policy Director, in conjunction with the Outreach Director, shall develop strategies to foster collaboration with external groups beneficial to MAPS members, and maintain an updated list of relevant national and local civic organizations and networks.
- e. The Policy Director may form, chair, and accept volunteer committee members to a Board Policy Committee at their discretion to help cover and effectively carry out their duties. The Policy Director may also appoint one or more Deputy Directors from within the Committee, with Board approval. The Deputy Director(s) shall execute the

duties of the Policy Director, including attending and voting in Board meetings, in their absence.

- f. The Policy Director may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

**10. Communications Director.**

- a. The Communications Director shall develop, draft, or oversee all external MAPS communications, including notices, press releases, Board statements, and social media posts as required or decided by the Board or Executive Committee.
- b. The Communications Director shall identify, cultivate relationships with, and work closely with external media outlets to disseminate MAPS notices, press releases, statements, programs and other necessary information on behalf of the Board to raise awareness of the organization, its activities, initiatives, and goals. The Communication Director may also work with the Policy Director to reach partner or external organizations and their networks and memberships as appropriate.
- c. The Communications Director, in conjunction with the other Directors, may communicate with the membership, public listservs, and other contact lists with information on programs, events, issues of concern, etc.
- d. The Communications Director, in conjunction with the Vice Chair, shall explore and submit applications or nominations towards national or local opportunities, honors, awards, and listings, to promote, showcase, or recognize MAPS, its leadership team and its members.
- c. The Communications Director shall help update the MAPS website and publications as applicable, and help maintain the MAPS distribution lists, listserv, and social media accounts in conjunction with the General Secretary and other Board members.
- e. The Communications Director may form, chair, and accept volunteer committee members to a Board Communications Committee at their discretion to help cover and effectively carry out their duties. The Communications Director may also appoint one or more Deputy Directors from within the Committee, with Board approval. The Deputy Director(s) shall execute the duties of the Communications Director, including attending and voting in Board meetings, in their absence.
- f. The Communications Director may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

**11. Finance Director.**

- a. The Finance Director shall have custody of all corporate funds, property and securities subject to such regulations as may be imposed by the Board of Directors.
- b. The Finance Director shall be the chief financial officer of the organization; shall countersign with the Chair or Vice Chair all checks for the disbursement of organization funds; shall co-sign with the Chair or Vice Chair all contractual agreements requiring disbursement of the organization's funds and shall serve as a member of the negotiating team for all contracts.
- c. The Finance Director shall keep, or cause to be kept, full and accurate accounts of receipts and disbursements and shall deposit, or cause to be deposited all corporate funds and other valuable effects in the name of and to the credit of the organization in

a depository or depositories designated by the Board. Corporate funds may be deposited only in banks or institutions which are insured by the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation.

- d. The Finance Director shall, in conjunction and coordination with the Chair, approve all disbursements of MAPS funds for discretionary spending beyond operational requirements. This includes processing and approving of internal requests for full or partial event sponsorship, purchase, or reimbursement requests from MAPS State Committees and MAPS Federal Chapters. The Finance Director must approve all Chair's purchase or reimbursement requests over \$250, and all purchase or reimbursement requests related to travel and accommodations in line with related Board-approved Standard Operating Procedures (SOPs).
- e. The Finance Director, Deputy Director and Finance Committee shall coordinate and support organizational fundraising in general, and organizational applications for grants and foundation support/ sponsorship in particular.
- f. The Finance Director shall give to the Chair or Board, whenever they require it, an account of transactions as Finance Director and of the financial condition of the organization and shall, in general, perform all duties incident to the office of Finance Director, subject to the control of the Board of Directors.
- g. The Finance Director may form, chair, and accept public volunteer committee members to a Board Finance Committee at their discretion to help cover and effectively carry out their duties. The Finance Director may also appoint one or more Deputy Directors from within the Finance Committee, with Board approval. The Deputy Director(s) shall execute the duties of the Finance Director, including attending and voting in Board meetings, in their absence.
- h. The Finance Director may be assigned, and accept, other special duties on the Executive Committee and the Board of Directors, with concurrence of majority vote of the Executive Committee members and directors.

## ARTICLE VII. AT-LARGE BOARD MEMBERS AND EX -OFFICIO

1. Appointed At-Large Board Members shall participate in the decision-making process and perform other functions and duties as determined by the Board of Directors. At-Large Board Members have no specific duties unless assigned by the Chair but have the same rights and responsibilities as other Board Members.
2. Board Members At Large often contribute to specific areas of focus or organizational development, based on interest and qualifications, in conjunction with other Board Directors if such interests overlap with or fall under other Director's portfolios.
3. Board Members At Large may be invited to sit on the Member Removal Committee, which adjudicates and votes on the removal of individual MAPS members.
4. Members at Large serve one-year terms, renewable at the Board's discretion.
5. The Past Chair shall have an advisory role as either a member of the Advisory Council or as an Ex-Officio member of the Board for a period of one year at the Past Chair's discretion. This term may be renewed at the invitation of the current Board Chair, The Past Chair may serve on any standing committee upon approval of the respective Director or Committee Chair.

## ARTICLE VIII. THE EXECUTIVE COMMITTEE

1. The Executive Committee shall consist of all officers combined with the chairs of each of the standing committees.
2. The Executive Committee shall act on behalf of the Board at such times where action by the Board is required prior to the next regularly scheduled Board meeting and notice of the need for such action was not received by the Board in a timely manner. The Executive Committee may not amend or reverse any Board action. The Board may, on the other hand, amend or reverse any Executive Committee action.
3. The Executive Committee shall meet as needed to plan for the Board's work and to fulfill tasks assigned to them by the Board.
4. The Executive Committee shall be responsible for agenda development and approving and signing correspondence as appropriate. The Executive Committee shall refer matters to committees. The Executive Committee may designate an ad-hoc Bylaws Committee, chaired by the Chair, Vice Chair or General Secretary, to review the Bylaws and draft revisions for Board consideration as the Board deems necessary. The Executive Committee may issue to the Board a monthly report on the progress of the standing committees, new business to be considered, and a summary of substantive matters affecting the welfare of the organization.

## ARTICLE IX. STANDING COMMITTEES

1. **Purpose.** Committees and task forces may be formed by the MAPS Board or individual Board directors as needed to achieve MAPS' mission and organizational priorities or assist with their responsibilities. These include the Operations Committee, Professional Development Committee, Communications Committee, Policy Committee, Membership Committee, Outreach Committee, and Finance Committee, as well as the Standing Committees. Standing committees may inform the public of relevant concerns, issues, and activities of MAPS, as well as raise or focus awareness and advocacy. Additional standing committees and task forces may be formed around special issues, activities, functions and priorities, both at the local and national level. Members may also suggest, help form, and serve on Board Committees.
2. **Establishment and Dissolution.** Standing committees shall support the Board in achieving the objective of providing strong community leadership and organization on behalf of the Board's constituency. Establishment of a standing committee may be suggested by any Board Member or recommended by the Executive Committee and shall be approved by a majority vote of the Board. Dissolution of a standing committee shall be made if the existence of the committee no longer serves the purposes of the Board.
3. **Membership.** All committees and task forces formed by the MAPS Board or individual Board directors as needed to assist with their responsibilities shall rely on volunteer committee members. Any interested MAPS member can be part of any standing committee, special committee or temporary task-force as approved by MAPS Board of Directors.
4. **Chairs.** Each committee chair shall be elected by the relevant committee from among its members annually. A committee chair who is not a member of the Board shall be member of the Executive Committee of the Board. The committee chair may be responsible for preparing reports for the Board and shall prepare an annual report for the consideration of the Board.

5. **Meetings.** Each committee shall meet regularly, not less than once a month, and shall make monthly reports to the Board. However, the chair of each committee, with the concurrence of the committee, may determine that a given monthly meeting need not be held.

## ARTICLE X. BOARD CONSULTANTS

1. The Board may enlist specialized service providers or consultants on a voluntary or paid contractual basis as needed to achieve MAPS' mission and organizational priorities or assist with Director responsibilities.
2. **Purpose.** Board specialists or consultants may provide limited services, such as ad hoc technical, design, legal, or financial support, or can serve a standing or recurring function for as long as the Board may require such support. Members may also suggest, help enlist, or serve on Board Committees. Titles of such specialists or consultants may be determined by the specialist and confirmed by the Chair or the Board.

## ARTICLE XI. MAPS STATE COMMITTEES

1. **Recognition.** State committees may be proposed and formed by MAPS National members residing in any US State. State committees must be recognized by a majority of the MAPS National Board.
2. **Rights.** MAPS State committees shall be accorded access to MAPS' Board, directors, Advisory Council, programming, services, resources, volunteers, contacts, distribution lists, collective support and advocacy toward chapter initiatives and concerns, and joint resources of MAPS chapters and partner organizations. MAPS State committees shall also have the right but not the obligation to maintain representation on MAPS' Leadership Coordination Council and be invited to share resources and collaborate or co-sponsor events, services, initiatives, member outreach, and public engagement with MAPS National and MAPS chapters.
3. **State committee organization.** State committee officers shall include, but not be limited to President, Vice President, and President Emeritus (where applicable). Additional offices mirroring the MAPS National Board's Executive Committee in name and function may be created and staffed by the State committee if the majority of officers agree.
4. **President Emeritus.** President Emeritus is the immediate past President of the State committee who serves as a nonvoting member. The President Emeritus will ensure that all necessary processes and relationships are properly transitioned to the President.
5. **Terms of Officers.** Each office has a one-year term, and each officer can serve up to three terms in the same position and five total terms as an officer, irrespective of order. President Emeritus does not count towards the four-term limit.
6. **Selection of Officers.** Each State committee must have a call for applications from the entire state committee or MAPS National membership for any office. Each officer must be approved by a simple majority of the existing State Committee officers. The State Committee Presidents must be cleared by the National Board, while other Officers are appointed by the State Committee President, and the President can veto any selection, and the MAPS Chair can override any veto. The MAPS Chair and Outreach Director reserve the right to require full Board clearance of candidates for the role of Vice President of State Committees.

7. **Removal of Officers.** An officer can be removed early if a motion to remove the officer is put forth by another officer. If a simple majority or greater, excluding the officer up for removal, of the officers approve removal, the majority of the Executive Board then must approve removal. A majority of Executive Board members can also remove any State committee officer. State committees and standing committee leaders can be removed by a majority of the MAPS National Board. Any MAPS National Board member can call a vote.
8. The Board of Directors may suspend or terminate a State committee if they are found to be in violation of the MAPS National mission, values, statement of nondiscrimination or conflict of interest policies as outlined in these bylaws. State committees are entitled to a joint board meeting to deliberate and seek redress ahead of any such Board vote or decision.

## ARTICLE XII. ADVISORY COUNCIL

1. The Advisory Council shall be a standing, non-decision-making body composed of accomplished professionals in the public and non-profit sector who support the mission and goals of the organization and add value intellectually, professionally, socially, politically or financially to the Board and MAPS members and chapters.
2. **Purpose.** The Advisory Council shall serve as an organizational or professional resource to the Board, making recommendations, and providing general guidance and information.
3. **Contributions.** Advisory Council members shall be available for individual consultation to the Board Chair and Vice Chair to the extent practical. The Advisory Council shall also serve as a resource where possible to MAPS members and chapters (including mentorship, sharing of professional opportunities, etc), promote MAPS programs and services and represent MAPS in various networks and gatherings.
4. **Membership.** The Board Chair and Vice Chair shall serve as members of the Advisory Council. The Advisory Council membership shall be a maximum of 12 individuals, not including the Board Chair and Vice Chair.
5. **Terms.** The Advisory Council shall serve two-year terms, renewable at the Board's discretion.
6. **Selection.** Distinguished or senior public service professionals that support the mission, objectives, values, and policies of MAPS and are in accord with the same may be considered for appointment to the Advisory Council. During the initial year, the Advisory Council shall be selected by the Board and, thereafter by the Board in conjunction with the established membership of the Advisory Council.
7. **Resignation or Removal.** Advisory Council members desiring to resign may do so by communicating their intentions to the Board Chair or the General Secretary. Advisory Council members may be removed by the Board at its discretion.

## ARTICLE XIII. INSTITUTIONAL REPRESENTATIVES

1. MAPS members serving in Federal, State, and local government departments and agencies, or their respective legislative and judicial branches, where MAPS chapters do not yet exist or where formal employee-led organizations that support them are not possible, may apply toward consideration or be invited to serve by the Board as MAPS institutional representatives at their public institutions and civil society organizations.

2. Duties. MAPS institutional representatives shall represent the concerns of their fellow public servants to their management and human resources personnel at their respective institutions, serve as liaisons and programming resources to MAPS National, help orient other MAPS members on the work environment and careers at their institution, and work towards the formation of informal associations and MAPS chapters when deemed viable.
3. Once a MAPS chapter or formal employee-led organization is formalized, the president of that organization would usually replace the MAPS representative as a formal liaison with the MAPS network.

## ARTICLE XIV. MAPS CHAPTERS

1. MAPS chapters shall conduct programs and activities that are in accord with the objectives of MAPS National.
2. Chapters may be established in a public institution and may include or serve Federal, State, county or local departments or agencies.
3. **Board.** Chapter officers shall include, but not be limited to President and Vice President.
4. **Chapter Formation.** The MAPS National Board shall assist in the formation of chapters across government institutions.
  - a. Any group of persons meeting the requirements of regular membership may submit a notice of chapter intent with the MAPS National Board electronically or via MAPS' website. The notice may outline the Federal, State, or local government institution of the proposed chapter's estimated membership, and any other information, resource or support requirements.
  - b. MAPS National's Board Chair, Vice Chair, Secretary, or Outreach Director shall share a sample chapter charter and bylaws, documentation, sample programs and services, ideas and best practices with the prospective chapter's leadership, and consider special requests and other support as needed.
5. **Rights.** MAPS chapters shall be accorded access to MAPS' Board, directors, Advisory Council, programming, services, resources, volunteers, contacts, distribution lists, collective support and advocacy toward chapter initiatives and concerns, and joint resources of other chapters and partner organizations. MAPS chapters shall also maintain representation on MAPS' Leadership Coordination Council and be invited to share resources and collaborate or co-sponsor events, services, initiatives, member outreach, and public engagement.
6. **Name and Logo.** Only recognized MAPS chapters have the right, but not the obligation, to retain the name and logo of Muslim Americans in Public Service (MAPS), with the approval of the MAPS National Board.
7. **Termination.** The Board of Directors may suspend or terminate a chapter or affiliation if they are found to be in violation of the MAPS National mission, values, statement of nondiscrimination or conflict of interest policies as outlined in these bylaws. Chapters are entitled to a joint board meeting to deliberate and seek redress ahead of any such Board affiliation vote or decision.

## ARTICLE XV. LEADERSHIP COORDINATION COUNCIL

1. The MAPS Leadership Coordination Council is comprised of representatives of established Muslim staff associations across the public and non-profit sectors.
2. **Purpose.** The Leadership Council provides a forum for sustained cooperation, coordination and collaboration across similarly focused organizations, and allows input into the programs and services of MAPS National.
3. **Contributions.** Members agree to contribute their respective talents and resources to MAPS for activities such as periodic meeting attendance and otherwise consider invitations to pool resources, share best practices, or collaborate on joint programming, services, and advocacy initiatives.
4. **Membership.** Organizations represented on the Leadership Council are Muslim-supporting staff associations (including employee resource groups, volunteer employee organizations, and employee networking/ affinity groups) within Executive, legislative and judicial branches of Federal, State and local government, as well as professional communities of practice, or other organizations within the non-profit sector that are in accord with the mission, objectives, values, and policies of MAPS, and agree to adhere to the same.
  - a. Organizations shall be represented on the Leadership Coordination Council by their President, Board chair, or other member of their executive leadership, as well as up to two alternate representatives as designated by the organization. The organization may alter, reassign or replace their primary and alternate representatives to the Council at their discretion.
  - b. The Board Chair, Vice Chair, Outreach Director, and General Secretary may serve as members of the Leadership Coordination Council, which may also include the Operations Director and Professional Development Director at their discretion.
  - c. Members of MAPS Leadership Coordination Council may simultaneously serve on the MAPS National Board as directors, Members At Large, or committee chairs.
5. **Terms.** Members of the Leadership Coordination Council shall serve for the duration of their individual leadership tenure of their respective organizations.
6. **Selection.** Represented organizations are either proposed by the Board, identified and introduced by the Board Chair, Vice Chair, Outreach Director, or members of the Leadership Coordination Council, or have independently initiated and applied for membership, and approved as by MAPS' Board. Organizations approved by the Board must also be approved by sitting Leadership Coordination Council members.
7. **Resignation.** Leadership Coordination Council members desiring to resign may do so by communicating their intentions to the Board Chair or the Vice Chair.

## ARTICLE XVI. MEETINGS

1. **Meetings.** The Board shall meet on the call of the Chair as frequently as required to conduct its business. Meetings of the Board of Directors shall be held at least 6 times each year, at a reasonable time and place designated by the Chair. The Chair may designate additional meeting dates. The Chair, with the concurrence of the Board, may determine that a given monthly meeting may be omitted. One-third of the Board members then sitting may, by express or written request, schedule additional meetings.



2. **Annual Meeting.** A meeting during the 3<sup>rd</sup> quarter of the year, or up to two months prior to the 3<sup>rd</sup> quarter, shall be designated as the “annual meeting,” and shall be for the purpose of receiving annual reports of the Executive Committee, other Board committees, election of officers, and other business that may arise.
3. **Notice of Meetings.** Board members shall receive at least five days notice in advance of regularly scheduled meetings. This notice may be given in writing, in person, virtual, or by any other reasonable method.
4. **Informal Action.** If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board.
5. **Virtual Attendance.** If a member is not reasonably able to attend a meeting, a majority of the members present may authorize virtual or telephone participation, so long as the absent member can hear, or be advised of the discussion of business, and other members can hear, or be advised of the absent member’s votes or comments. An absent member participating by telephone may count toward a quorum.
6. **Quorum.** A quorum is defined as a majority (one-half plus one) of the Board membership. A quorum is required for any votes and decisions by the Board to be effective and binding.
7. **Proxy Voting.** A majority of Board members then sitting may allow proxy voting on a specific resolution, provided that a copy of the resolution shall be distributed to members prior to the meeting at which proxy voting on the resolution is proposed.
8. **Notification.** Public notice of the date, time and place of each meeting may be made through an information release to the appropriate distribution lists and an announcement posted on <http://www.mapsnational.org>.
9. **Meetings Chair.** In the absence of the Chair at a Board meeting, the order of precedence for chairing meetings shall be Vice Chair, then the General Secretary, then by seniority of available Directors.

## ARTICLE XVII. AGENDA ITEMS

1. **Admittance.** Board members may place items for discussion and/or action on meeting agendas by notifying the Chair three days prior to the meeting. Background information should be submitted by the member and distributed to all members in the regular pre-meeting mailing. The background information may contain the purpose of the item to be heard by the Board, a specific request for action, and a time frame for action. An individual or group wishing to have the Board address an issue may do so through the Chair, who may refer such items to the Board or directly to the chair of a committee with jurisdiction.
2. **Motions.** Motions shall be made only on those agenda items presented to the Board in the manner prescribed above. An item presented verbally by a member at one meeting shall be held over until the next meeting to permit preparation and distribution of the pertinent background information and the recommended position, except in case of scheduling difficulty or emergency.
3. **Exceptions.** If circumstances preclude the requisite one-month holdover of an agenda item presented without written background material, a two-thirds vote of members present (at least a quorum) is required for a motion on such an item to pass.

## ARTICLE XVIII. MEMBERSHIP DUES

1. MAPS Board reserves the right to establish member dues.
2. Members will be given notice ahead of Board proposals and a six month notice ahead of any Board decision regarding dues or the date of effectiveness of new or revised membership dues. Members shall have an opportunity for consultation during preceding membership or annual meetings on MAPS finances and dues.
3. Member dues shall be effective only at membership renewal and shall not be retroactive.

## ARTICLE XIX. FINANCES

1. **Fiscal Year.** The Board shall establish the corporation's fiscal year.
2. **Budget.** The Board of Directors shall prepare and adopt an annual budget each year.
3. **Annual Financial Statement.** The corporation shall prepare an annual financial statement for distribution to Board members.
4. **Fiscal Policy.** The Board shall adopt and from time to time review a fiscal policy setting out a formal procedure that shall govern internal controls, the signing of checks; the obligation of funds; approval of contracts, leases, deeds and mortgages; and other significant aspects of the organization's fiscal operation. The fiscal policy shall assure that the corporation shall have sound financial controls that are appropriate, under generally accepted accounting principles, to its size and purpose.
5. **Seal.** The corporation will not use a common seal. The signature of the name of the corporation by an authorized person shall be legal and binding.

## ARTICLE XX. STATEMENT OF NONDISCRIMINATION

1. MAPS shall not discriminate against any person in the hiring or appointment of personnel, election of Board members, admittance of individual members, provision of service to the public, the contracting for or purchasing of services or in any other way, on the basis of race, color, sex, religion, national origin, disability, age, or any other basis prohibited by law. This policy against discrimination includes, but is not limited to, a commitment to full compliance with Title VI of the Civil Rights Act of 1964; Section 504 of the Rehabilitation Act of 1973, and the Age Discrimination Act of 1975, and any subsequent amendments statutes.

## ARTICLE XXI. SEXUAL HARASSMENT POLICY

1. MAPS is committed to providing a safe environment for all its employees free from discrimination on any ground and from harassment at work including sexual harassment.
2. **Definition of sexual harassment:** Sexual harassment is unwelcome conduct of a sexual nature which makes a person feel offended, humiliated and/or intimidated. It includes situations where a person is asked to engage in sexual activity as a condition of that person's employment or organizational participation, as well as situations which create an environment which is hostile, intimidating or humiliating for the recipient. Sexual

harassment can involve one or more incidents and actions constituting harassment may be physical, verbal and non-verbal. Examples of conduct or behavior which constitute sexual harassment include, but are not limited to:

- a. **Physical sexual conduct:** unwelcome physical contact including patting, pinching, stroking, kissing, hugging, fondling, or inappropriate touching; physical violence, including sexual assault; the use of work or MAPS-related threats or rewards to solicit sexual favors; verbal sexual conduct (comments on a worker's appearance, age, private life, etc.; and sexual comments, stories and jokes)
  - b. **Sexual advances:** repeated and unwanted social invitations for dates or physical intimacy; insults based on the sex of the worker; condescending or paternalistic remarks; or sending sexually explicit messages (by phone or by email)).
  - c. **Non-verbal sexual conduct:** display of sexually explicit or suggestive material; sexually suggestive gestures, whistling, or leering.
3. **Zero-Tolerance Policy:** MAPS will operate a zero-tolerance policy for any form of sexual harassment in the workplace, or in our official events, programs or services, treat all incidents seriously and promptly investigate all allegations of sexual harassment.
- a. Any member of the leadership team found to have sexually harassed another will face disciplinary action, up to and including removal from the leadership or dismissal from employment. Allegations would be addressed and determined by a Board Removal Committee comprising of the MAPS Board Chair, Vice Chair and General Secretary, or other Board Member if the Vice Chair or General Secretary roles are vacant, unavailable, or subject to removal themselves.
  - b. Any MAPS Member or Associate Member found to have sexually harassed another will face disciplinary action, up to and including removal from the organization. Allegations would be addressed and determined by a Member Removal Committee comprising of the MAPS Membership Director, General Secretary, and Board Member at Large. Affiliates or Non-Members facing similar allegations may be summarily removed by the Member Removal Committee, or the Board Chair.
4. **Confidentiality:** All complaints of sexual harassment will be taken seriously and treated with respect and in confidence. No one will be victimized for making such a complaint, nor would the accused face penalties or defamation beyond removal from MAPS membership, leadership, or committee participation, respectively.

## ARTICLE XXII. LIMITATIONS OF LIABILITY

1. **National Fiscal Responsibility.** No officer, chapter, or member of this organization shall have the authority or power to impose or incur financial liability on behalf of the organization without the express written authorization of the Board, obtained in advance.
2. **National Legal Corporate Responsibility.** No officer, chapter, or member of this organization shall have the authority or power to legally obligate the organization without the express authorization of the Board of Directors or as delegated in these Bylaws. The organization shall indemnify any officer or member of this organization for actions taken during the performance of duties on behalf of the organization so long as said actions are consonant with the honesty, integrity, goals, and objectives of this organization as determined by the Board of Directors.

3. **Distribution of Assets and Properties.**

- a. There shall be no general distribution of monetary or property assets to members or officers of the organization, and all gains realized shall be devoted solely to the implementation of the objectives of the organization. No officer or member shall be personally liable to the creditors of the organization for an indebtedness of liability incurred and any and all creditors shall look only to the assets of the organization for payment.
- b. In the event of dissolution of this organization, its property shall be distributed to such tax-exempt, nonprofit organizations as may be selected by its members. The assets of the organization shall in no event be distributed to any of its members or officers.

4. **Indebtedness.** MAPS National shall not be responsible for indebtedness or obligation of any member or chapter, or by any of their officers. All expenditures should be controlled as approved budget items and/or expenditures authorized by the Board of Directors.

## ARTICLE XXIII. CONFLICT OF INTEREST POLICY

1. **Purpose.** The purpose of the conflict of interest policy is to protect this organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

2. **Definitions.**

- a. **Interested Person.** Any director, principal officer, or member of a committee with Board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- b. **Financial Interest.** A person has a financial interest if the person has directly or indirectly, through business, investment, or family:
  - i. An ownership or investment interest in any entity with which the organization has a transaction or arrangement,
  - ii. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement, or
  - iii. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article XXI, Section 4, a person who has a financial interest may have a conflict of interest only if the Board or Board committees decides that a conflict exists.

3. **Procedures.**

- a. **Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given

the opportunity to disclose material facts to directors and members of committees with Board delegated powers considering the proposed transaction or arrangement.

- b. **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussions with the interested person, he or she shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.
- c. **Procedures for Addressing the Conflict of Interest.**
  - i. An interested person may make a presentation at the Board or committee meeting, but after the presentation, shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
  - ii. The chairperson of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  - iii. After exercising due diligence, the Board or committee shall determine whether the organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  - iv. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or agreement.

4. **Violations of the Conflicts of Interest Policy.**

- a. If the Board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. **Records of Proceedings.** The minutes of the Board and all committees with Board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives

to the proposed transaction or arrangement and a record of any votes taken in connection with the proceedings.

- c. A statement that the interested person was not present when the governing body or committee considered whether the matter represented a conflict of interest and did not vote on the matter itself.

**6. Compensation.**

- a. A member of the MAPS Board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**7. Annual Statements.** Each member of MAPS Board and committee member with Board delegated powers shall annually sign a statement that affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

**8. Periodic Reviews.** To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.
- c. **Use of Outside Experts.** When conducting the periodic reviews, the organization may, but need not, use outside advisors. The use of outside experts shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

## ARTICLE XXIV. PROCEDURES & AMENDMENT OF BYLAWS

1. Robert's Rules of Order shall be the guiding parliamentary procedure for all matters of procedure not specifically covered by these bylaws. It is the specific responsibility of the General Secretary to ensure the Board's guidance by Robert's Rules and for the general decorum of Board meetings.
2. **Administration of Bylaws.** The General Secretary shall study the Bylaws, administer the application of the Bylaws, advise the Executive Committee on the essential Articles and Sections of the Bylaws, and initiate review of the Bylaws. The Bylaws must be reviewed no later than at the third yearly anniversary of the latest adoption date of the version of the Bylaws then in effect.
3. **Amendment.** These bylaws can be amended during or following any regular meeting of the Board by a two-thirds vote provided that the amendment was submitted in writing at the previous regular meeting and included in the official agenda.
4. **Name Change.** An 80% affirmative vote of all ballots cast by the Board is required to change the name of the organization.
5. Bylaws were last amended on July 22<sup>nd</sup>, 2024, following the regular monthly Board meeting through approval by the following Board members who cast their votes virtually by August 1<sup>st</sup> 2024:
  - a. Ahmad Maaty, Chair
  - b. Natasha Syed, Vice Chair
  - c. Ameer Abdelrahman, General Secretary
  - d. Assma Daifallah, Membership Director
  - e. Hassan Sheikh, Outreach Director
  - f. Hamza Rahman, Operations Director
  - g. Mariam Siddiqui, Policy Director
  - h. Mariya Ilyas, Professional Development Director
  - i. Amani Moin, Deputy Finance Director
  - j. Mayeen Mohammedi, Communications Director
  - k. Maryum Saifee, Board Member at Large
  - l. Reja Younis, Board Member at Large