

Al Rawandi Apostates Protection Society (RAPS) Bylaws

Article 1 — Name: The name of the organization is Al Rawandi Apostates Protection Society (RAPS). RAPS is a nonprofit international organization specialized in the protection of atheists irrespective of their origins, races and genders.

Article 2 — Vision: The Vision of RAPS is “We envision a world where all non-religious people are fully liberated and living in environments that are just, inclusive of all of their intersecting identities, and visibly engaged in challenging systemic oppression against all Non-religious”.

Article 3 — Mission: The mission of RAPS to address the safety, inclusion, health, and wellbeing of all Non-religious individuals in the world and in particular those who are residing within the Middle East and North Africa region (MENA), through knowledge production, profiling new and emerging research and developing innovative programs.

Article 4 — Objectives: The objectives of RAPS are:

- 1- Emotional support and empowerment.
- 2- To present as many references and sources as possible that help the non-religious to confirm their conviction to get out of the cage of religiousness and servitude to an invisible God.
- 3- Create the necessary environment for meetings, whether face-to-face or in private rooms, to discuss and debate religious issues and any personal issues related to this matter.
- 4- Assist in the activation of legal cases for the defense of human rights in the event of abuse or threats against any non-religious person.
- 5-Following all that concerns the activation of intellectual advancement to deal with and refute the myths of religions and the false allegations concerning the inimitability of the holy books and the miracles of the so-called messengers of heaven through the contributions of experts in: Religions, Language, History of religions, Especially of the Islamic heritage, Mental philosophy, Women's rights from a feminist perspective.

To simulate causality and argumentation and to refute the metaphysical concept for the so-called who make existans and who exist, human evolution and origins of living beings, ethical references, psychology of human nature, cosmic and physical sciences, human medicine, more precisely the nature of human brain, its behavior and disorders, with focus on epilepsy and schizophrenia.

6- To provide financial support to help in an emergency situation through fundraising, which will be exclusively from members.

Article 5 — Values: We are committed to the basic principles of the Universal Declaration of Human Rights and derived from it the following core values:

Respect - Equality - Equity - Accountability - Intersectionality - Integrity - Transparency

Article 6 — Purpose: RAPS is organized exclusively for community-based purposes aimed at Non-religious, based in and /or from the Middle East, North Africa region (MENA).

CHAPTER 2 — GOVERNANCE

Article 1 — Membership to RAPS:

- The membership to the organization is done by filling in a membership application form.
- The applicant for membership acknowledges that he/she is aware, and understands, and agrees with the values and policies of the organization, according to article 5 of chapter 1 of this bylaws.
- Each member shall pay the amount of 5 US Dollars monthly, as a membership charge. Exception of payment can be granted by the board subject to member's financial situation / status
- Any member who violates the Values and Bylaws of the organization shall be subject to disciplinary measures according to article 8 chapter 2.

Article 2 — Board of Directors role, size, compensation, membership termination, and disciplinary action:

The board is responsible for overall policy and *strategic* direction of the organization and maintains a governance role, day-to-day operations are the responsibility of the Executive Co-Directors and staff of

the organization. The board shall consist of an odd number of members and at least of two female members and two LGBTQi+ members. The board shall receive a certain compensation. This will be decided by the board based on the society's budget surplus .

Article 3 — The Board of Directors shall be responsible for the following:

- Draft the strategic plans for RAPS to be shared with all the society's members.
- Ensure that APS's organizational structure is appropriate to implement its strategic plans.
- Establish permanent or temporary external technical committees or consultants for specific issues and elect or appoint the chairs and members of the permanent or temporary committees.
- Ensure the tools of effective communication and coordination between the board and the Executive Director.
- Request the necessary documents and reports from the Executive Director for the effective functioning of the organization and submit it to the members of the organisation during the annual general assembly.
- Approving the end of fiscal year financial reports and approving its future plans.
- The Election of new members of the Board of Directors.
- Approving any proposing any organizational changes to the organization's structure, that does not affect its basic goals and core values including hiring, and terminating of employment of any of the directors.
- Approving the internal laws and regulations of the organization and /or make any necessary amends to the bylaws.
- Take a decision to dissolve or merge the organization and follow up on any legal procedures that follow that decision

Article 4 — Membership Termination: Membership of any member at the Board of Directors shall terminate by:

- The death of the board member .
- Long Coma or chronic illness that interferes with their ability to do the work.
- Written resignation.
- Dismissal by virtue of articles of these bylaws.
- A resolution of the other board members passed unanimously.
- The end of the election period within the Board of Directors.

Article 5— Terms: All board members shall serve three-year terms but are eligible for re-election for up to one consecutive term after they request this in writing to the board no longer than two weeks after their term ends. The board shall take a final decision subject to the majority vote no longer than 30 days after the submission of the request. The re-election process is carried out in accordance with universal human rights values and the core values of RAPS.

Article 6 — Meetings:

- The board shall meet annually (once per year) but will convene digitally at least once per quarter. For the completion of the quorum within the board meetings, the mechanical majority of the "50%+1" is required for the validity of the meeting. The secretary of the board has the right to invite for meetings, suggest agenda, keep meeting minutes...etc or any other member acting on Their behalf on the board.
- The secretary of the board is responsible for mailing invitations with the schedule of the assembly as well as any eventual documents such as financial reports etc.
- The invitations with the date and schedule as well as any documents regarding the ordinary general assembly schedule must be mailed to the organization members a month before the date of the assembly.
- The invitations with the date and schedule as well as any documents regarding the extraordinary general assembly schedule must be mailed to the organization members a 2 week before the date of the assembly.

Article 7 — Board elections: During the last quarter of each calendar year, the general assembly shall elect members of the board to replace those whose terms will expire at the end of the calendar year. This election shall take place during an annual ordinary meeting of the general assembly, called in accordance with the provisions of these bylaws.

The election of the board of directors takes place at the annual general assembly at the end of the current mandate.

Article 8— Disciplinary Action

For the commission of any offenses within RAPS, a board member or RAPS member shall be subject to progressive discipline. Disciplinary action for the same or different offenses shall progress in the following manner depending on the severity of the offense:

1. Verbal warning
2. Written warning
3. Suspension
4. Termination

Article 9—Progressive discipline is not required in the proceedings and suspension or termination may be applied immediately in the following cases:

1. Financial corruption within RAPS
2. Serious abuse of RAPS's reputation, values, and objectives
3. Sexual harassment or assault
4. Any discrimination in speech and or behaviour based on ethnicity and national origin, gender, gender identity and gender expression, sexual orientation and language.

Article 10 — Election procedures: New members of the board shall be elected by a majority of current members present at such a meeting, through open call or a recommendation followed by the approval of all members provided there is a quorum present.

Article 11— Quorum:

1. Board meetings: A quorum must be attended by at least 50%+1 of board members for the legitimacy of decisions and for business transactions to take place and motions to pass.
2. General assemblies meetings: For the completion of the quorum within the general assemblies meetings, the mechanical majority of the "50% +1" is required for the validity of the meeting.

Article 12 — Duties of the RAPS's Chairman, Secretary and Treasurer:

Chairman: To oversee and direct main issues / responsibilities of RAPS. To dedicate and follow up on the assignments allocated to the other directors and other assigned committees.

Secretary: Coordinate with chairman to draw the meeting agenda. Assist the Chairman in his administrative duties. Maintain members' records, call and coordinate the bi-monthly meeting and take the minutes of meetings. The positions of secretary and treasurer may also be held by one person. Their duties are as follows:

The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.

The secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained.

Article 13 — Vacancies: When a vacancy on the board exists mid-term, the secretary must receive nominations for new members from present board members two weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting.

If one or more vacancies are created on the board the remaining board members unanimously (or the sole remaining board member) shall fill it or them by the appointment of one or more successor(s) within three months after the creation of the vacancy or vacancies.

Article 14 — Resignation, termination, and absences: Resignation from the board must be in writing and received by the secretary. Board members shall be terminated from the board due to excess

inactivity, two consecutive unexcused absences from regular or extraordinary board meetings; any breach of the by-laws; or for other reasons by a three-fourths vote of the remaining members.

Article 15 — Board Meetings:

1. The meetings of the board shall be held at the places or online safe platforms to be determined and designated by the board members.
2. One meeting shall be held at least every two months.
3. Furthermore, meetings shall be held whenever the co-chairs deems the holding thereof desirable or if one of the other board members makes a request for an extraordinary meeting to the co-chairs, at the same time specifying the items of business to be discussed and considered at such a meeting. Should the co-chairs fail to comply with such a request in a way that the meeting can be held within two weeks of receipt of the said request, the applicant shall be entitled to convene a meeting herself, with due observance of the formalities required.
4. Extraordinary meetings of the board shall be called upon the request of the co-chairs, or one-third of the board.

Article 16 — General assembly Meetings:

1. The ordinary general assembly shall be held once at the end of the calendar year at the places or online safe platforms to be determined and designated by the board members.
2. Furthermore, meetings shall be held whenever the co-chairs deems the holding thereof desirable or if one third of the other board members as well as one third of members of the organisation makes a request for an extraordinary general assembly to the co-chairs, at the same time specifying the items of business to be discussed and considered at such a meeting. Should the co-chairs fail to comply with such a request in a way that the meeting can be held within two weeks of receipt of the said request, the applicant shall be entitled to convene a meeting herself, with due observance of the formalities required.

Article 17: Advisory Board:

The Board of Directors elect members of an advisory board who provide strategic advice that is not binding on the management of the organization, and they are not entitled to vote or take any administrative decisions within the organization. The Advisory Board should consist of activists with a relevant experience and strong commitment to APS's values.

All provisions related to this bylaw shall be applied to the members of the Advisory Board

CHAPTER 3 — COMMITTEES

Article 1 — Committee formation: The board may create technical and administrative committees as needed, such as fundraising, public relations, research, etc. The board Chair appoints all committee chairs.

Article 2 — Finance Committee: The treasurer is the chair of the Finance Committee. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plan, and annual budget with staff and other board members. The board must approve the budget and all expenditures must be within budget. Any major change in the budget must be approved by the board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to board members and the public.

Article 3 — Feminist Committee: It is responsible for matters concerning women and their rights in the MENA region as well as all related activities in the field of the women's condition, especially the non-religious women.

CHAPTER 4 — Financial Accounts and Resources

Article 1 — The funds of RAPS will be formed and created from:

- a. Subsidies, donations, and unconditional gifts from donors in accordance with RAPS's objectives, values, funding policies and the provisions of this by-laws

b. The returns generated from RAPS's investments are not made for the purposes of profit but rather to sustain RAPS's activities.

Article 2 — RAPS's expenses are determined in accordance with the provisions of these by-laws and the funding policies of the organization.

Article 3 — The financial year of the Foundation shall coincide with the calendar year.

Article 4 — At the end of each financial year the financial officer or financial accountant shall draw up a balance sheet and a statement of income and expenditure for the previous financial year, such annual accounts to be submitted to the Board of Directors for approval. The Chairman may appoint an auditor or an administrative consultant to substantiate the financial report should there be any concern or discrepancy of the financial report.

Article 5 — The annual financial accounts shall be presented to all members of the RAPS at the ordinary general assembly.

CHAPTER 5 — Dissolution, winding-up and merging

Article 1 — The general assembly shall have power and authority to dissolve the organization or merge it with another organization with the same objectives.

Article 2 — The dissolution of the organization takes place at an ordinary general assembly or through the conduct of an extraordinary general assembly.

Article 3 — After its dissolution, the organization shall continue in existence, insofar as such continuation is necessary for the liquidation and winding-up of its funds and means.

Article 4 — The liquidation, winding-up or merging proceedings shall be effected by the Board of Directors.

Article 5 — During the winding-up or merging proceedings the provisions of the Articles shall as far as possibly continue in force.

Article 6 — A positive liquidation balance of the dissolved APS or its property shall be spent for the benefit of an organization with similar objects as the objects of APS which exclusively or almost exclusively intends the public utility. In the case of merging with another organization the remaining balance of APS shall be spent for the benefit of the new organization.

CHAPTER 7 — AMENDMENTS

Article 1 — Amendments: These bylaws may be amended when necessary by two-thirds majority of the general assembly . Proposed amendments must be submitted to the secretary to be sent out with regular board announcements.

CERTIFICATION

These bylaws were approved at a general assembly of members of the organisation by a majority vote **on the 00th of January 2022**. These bylaws were amended at a meeting of the board of Directors by a two-thirds majority vote on Month dayth 2022.

