

IN THE COMMONWEALTH COURT OF PENNSYLVANIA

Board of Directors of the :
Philadelphia Masjid, Inc., :
et al., :
Appellants :
v. :
Gregory Jones, aka : No. 1044 C.D. 2013
Sefullah Muhammad, et al. : Argued: February 10, 2014

BEFORE: HONORABLE BERNARD L. McGINLEY, Judge
HONORABLE ANNE E. COVEY, Judge
HONORABLE ROCHELLE S. FRIEDMAN, Senior Judge

OPINION NOT REPORTED

MEMORANDUM OPINION
BY JUDGE McGINLEY

FILED: May 28, 2014

The former Board of Directors of the Philadelphia Masjid, Inc. (the Masjid) and its former Chairman, Rafiq Kalam Id-Din, (collectively “Appellants”) appeal from the Order of the Court of Common Pleas of Philadelphia County (trial court) which upheld the election of a new Board of Directors held on April 8, 2012.

Factual Background

The Masjid¹ is an Islamic institution whose primary purpose is to provide spiritual guidance, religious services, community outreach and public service at its facility in Philadelphia, Pennsylvania. The Masjid was incorporated in 1985 as a Pennsylvania nonprofit corporation pursuant to the Nonprofit

¹ The word “Masjid” means mosque.

Corporation Law of 1988 (Law), 15 Pa.C.S. §§ 5101–6162. Articles of Incorporation established an original five-member Board of Directors.

Rafiq Kalam Id-Din, an Appellant in this matter, was one of the original members of the Board of Directors identified in the Articles of Incorporation in 1985.

In 2004, a dispute arose between Appellant Rafiq Kalam Id-Din and another Director, Imam² Shamsuddin Ali, concerning the leadership of the Masjid. Appellant Rafiq Kalam Id-Din commenced an action in equity against Shamsuddin Ali in the common pleas court at November Term 2004 No. 002223. By court order³ a Board of Directors election was held on August 5, 2006. Seven members of the Board of Directors were elected, including Appellant Rafiq Kalam Id-Din who was elected as Chairman and Malik Mubashshir who was elected “Imam.”

While that litigation was pending and upon the advice of counsel, Appellant Rafiq Kalam Id-Din and other Board members, which composed a majority, adopted the Masjid’s first Bylaws.

On March 10, 2005, the Masjid’s Bylaws (2005 Bylaws) went into effect. With regard to the length of a Board of Director’s term of office, Article IV, Section 2A of the 2005 Bylaws provided:

² In Islam the “Imam” is the title that represents one who is the spiritual leader of the community whose duty it is to lead the faithful in prayer, conduct the Friday Jumu’ah service, and perform weddings and funerals. An Imam is similar to a clergyman in other religions. Hearing Transcript, July 13, 2012, (H.T. 7/13/12) at 44; Reproduced Record (R.R.) at 54.

³ Judge Edward Biester, a visiting judge from Bucks County, entered the order.

Section 2A-Qualification, Number and Term. Unless otherwise removed by an act or actions of the Board permitted under these bylaws, the initial Board as named in the Articles of Incorporation of the Corporation shall each serve as directors for three (3) years from the date of these bylaws. Unless otherwise removed by an act or actions of the Board permitted under these bylaws, all other current members of the Board shall serve as directors for three (3) years from the date of these bylaws. Thereafter, all other members of the Corporation shall be eligible for election to the Board, and only each such duly elected and qualified director shall take and hold office, and shall do so for a term of two (2) years or until his/her successor shall have been duly elected and qualified. The number of directors of the Corporation shall be fixed by the Board. There shall be an odd number of members up to eleven (11) members, but in no event less than three (3). Unless otherwise prohibited by these bylaws, no director is prohibited from being re-elected to the Board. (Emphasis added).^[4]

On August 5, 2006, an election took place which resulted in a Board of seven Directors. They were: Appellant Rafiq Kalam Id-Din; Bahiyudden Ali; Kenneth Nurridin; Imam Malik Mubashshir; Mateen Shabazz, Leon Shamsideen and Bertha Ali. By order dated September 28, 2006, Judge Biester certified those seven individuals who received the majority of the votes as being duly elected on August 5, 2006.⁵

⁴ The 2005 Bylaws are not part of the Reproduced Record. They are in the certified record.

⁵ It is undisputed that the March 10, 2005, Bylaws (initial three-year term, followed by a two-year term, if re-elected) were in effect at the time of the August 5, 2006, election.

The Masjid was closed from October 2006 to April 2008 while a new heater was installed and some limited improvements were made to the building. No religious services were conducted during that time.

In April 2008, the Masjid was reopened and rededicated to the community.

In 2009, Rafiq Kalam Id-Din and his Board of Directors amended⁶ Article IV, Section 2A of the 2005 Bylaws to: stagger terms of office, increase the number of Board members to 11 and increase the term of Board members to four years. The 2009 Bylaws provided:

SECTION 2A-Qualifications, Number and Term. 2009 will be the start of the Board of Directors' first tenure of office. This will ensure that the minimum amount of time served by new Board members will be at least two years in the beginning. After the first cycle is complete, all Board members will serve for four years. All mid-term vacancies are to be filled by the Board. The Shura Board members have a term of office. They are eligible for re-election. The members are up for re-election at different times so as to maintain the continuity and stability of the Board and community leadership. There shall be an odd number of members up to eleven (11) members, but in no event less than three (3). Unless otherwise prohibited by these bylaws, no director is prohibited from being re-elected to the Board.

2009 Bylaws at 5; R.R. at 23. (Emphasis added).

⁶ Section 8th(b) of the Articles of Incorporation stated that the “bylaws of the corporation shall be adopted by the first directors; thereafter the authority to make, alter, amend and repeal the bylaws shall be expressly vested in the board of directors, subject to the power of the members to change such action.” The Articles of Incorporation are not part of the reproduced record. They are a part of the certified record.

Article II, Section 1B of the 2009 Bylaws also set forth a new category of “registered” members. Only “registered” members had voting rights. Members had to be “registered” for one year before obtaining voting rights. 2009 Bylaws at 2; R.R. at 20. Also, elections were no longer to be held at the annual meeting, but were to be held at an “election meeting” which was defined as a special meeting “called for the purpose of electing/voting directors to the Board, and where there convenes a quorum of the membership[.]” Art. II §3 of the 2009 Bylaws.

In January of 2009, the Board of Directors held a closed meeting during which it increased the number of Directors from seven to eleven. The Board of Directors extended the terms of five of the seven existing Directors (elected in August 2006), creating two new Board member positions. The five existing Directors whose terms were ostensibly extended for four years (pursuant to the 2009 Bylaws) were: Appellant Rafiq Kalam Id-Din; Bertha Ali; Mateen Shabazz to serve additional four-year terms starting in January 2009 (until January 2013), and Bahiyudden Ali and Leon Shamsideen for additional three-year terms until January 2012.

The Board appointed Imam Malik Mubashshir⁷ to serve a four-year term as Religious Leader. The Board also appointed three Directors for two-year terms to expire in 2011: Deborah Uqdah; Hanif Ahmad; and Khaleef Long.

⁷ Appellant Malik Mubashshir was Appellant Rafiq Kalam Id-Din’s son-in-law.

In February 2009, the Board of Directors verbally informed⁸ the congregation of the changes made to the Board of Directors, the new election procedures and the new qualifications to become a “registered” member of the Masjid.

On July 25, 2009, Appellants held an election to ratify Malik Mubashshir as Resident Imam for a four-year term, and to fill two Board vacancies. Any member of the Masjid who was not “registered” for at least one year was ineligible to vote. Two new Directors were elected to fill the new Director positions for three-year terms: Katrina Hameed and Raheemah Shamsideen.

In December of 2009, Wali Bilal, a member of the Masjid, filed an action in the Court of Common Pleas of Philadelphia County at: December 2009 Term No. 02687, in an attempt to remove Appellant Rafiq Kalam Id-Din and his Board of Directors.

On May 31, 2011, after a non-jury trial, Judge Ricardo Jackson issued judgment in favor of Appellant Rafiq Kalam Id-Din and his Board of Directors and allowed them to retain power.

Subsequently, a dissident faction of the Masjid expressed dissatisfaction with the administration⁹ and questioned the Masjid’s financial

⁸ The 2009 Bylaws were not reduced to writing until 2011.

⁹ It is undisputed that Concerned Believers/Appellees and other members of the dissident faction were dissatisfied with the fact that the Sister Clara Muhammad School had not reopened, there was no daycare, restaurant, halal meat store, bakery, bookstore, clothing store, Laundromat, **(Footnote continued on next page...)**

reports and a Director's authority to serve terms beyond three years. Members of the Masjid, who referred to themselves as "Concerned Believers" (hereinafter "Concerned Believers/Appellees") requested meetings with Appellant Rafiq Kalam Id-Din, Appellant Imam Malik Mubashshir and the other Board members to discuss possible violations of the Articles of Incorporation and Bylaws. The Concerned Believers/Appellees alleged that Appellant Rafiq Kalam Id-Din and several other Board members had illegally extended their terms for four years, instead of three years which was authorized by the 2005 Bylaws.

The Concerned Believers/Appellees advertised and held a "Community Meeting" on July 24, 2011, to discuss the allegations with the congregation.

On September 17, 2011, the Concerned Believers/Appellees met with the Board. After the meeting, several Board members asked Appellant Rafiq Kalam Id-Din to resign. Subsequently, two Board members, Leon Shamsideen and Khaleef Long, scheduled a "Special Meeting" on November 5, 2011, pursuant to Article III, Section 2 of the 2009 Bylaws, so that members of the congregation could hear the charges and decide for themselves what should be done.

(continued...)

or fruit/vegetable store. The Concerned Believers/Appellees believed that the Masjid members should be in a position to own and control most of the products and services they use each day. They accused Appellants of not thinking progressively and discouraging others to come forward with ideas and programs which would enliven the community and bring in revenue for the Masjid and School.

Afterwards, the Concerned Believers/Appellees advertised a “Community Meeting” on January 1, 2012, to vote on removal of those Directors, including Appellant Rafiq Kalam Id-Din, who they believed were serving illegal terms. Appellant Rafiq Kalam Id-Din spoke at that meeting to present his position. Over one-hundred Masjid members participated and voted unanimously to remove Appellant Rafiq Kalam Id-Din, Appellant Imam Malik Mubashshir and two other Board members who were believed to be serving illegal terms.¹⁰ At that meeting, members of the congregation unanimously elected Imam Kenneth Nurridin as the interim Resident Imam for a two-year term.

When Appellant Rafiq Kalam Id-Din refused to step down, the Concerned Believers/Appellees took physical possession of the Masjid, changed the locks and prevented Appellant Rafiq Kalam Id-Din and Appellant Imam Malik Mubashshir from performing their duties. The Philadelphia Police Department was called to restore order.

On January 13, 2012, Appellants filed a complaint in equity for emergency temporary and permanent injunctive relief against Concerned Believers/Appellees at: January Term 2012 No. 1636 (the present controversy), and alleged that the Concerned Believers/Appellees took over the Masjid by force and unlawfully ousted them from the Masjid and from their positions as Board Directors. Appellants asked the trial court to remove the Concerned Believers/Appellees from the Masjid, and reinstate Appellants to their positions on the Board.

¹⁰ The ballot requested members to vote “Yes” or “No” to “remove from office all Board members who were currently serving illegal terms of office.” The Ballot was not part of the Reproduced Record. It is part of the certified record.

The temporary emergency injunction portion of the action was assigned to Judge Idee C. Fox. Judge Fox ordered each party to designate two persons and nominate a third person to conduct the affairs of the Masjid pending the litigation. Because Rafiq Kalam Id-Din failed to comply with the order Judge Fox denied the emergency motion on February 27, 2012.

After Judge Fox denied the emergency injunction, the Concerned Believers/Appellees notified the congregation that an election would be held on April 8, 2012, to fill six vacancies on the Board Directors for a total of nine.¹¹ A Nomination Committee picked ten candidates to run for six Board of Director positions. Those six members who were elected to two-year terms which were to expire on April 8, 2014: Hassan Abdullah; Faruq Abdul-Ghaffar; Khalillulah Aziz; Baseemach Goodman; Isaq Sama'I; and Saleemah Umrani.¹²

Meanwhile, Appellants' request for a permanent injunction was assigned to Judge Mark Bernstein who presided over a three-day non-jury trial on March 4, 5, and 7, 2013. Both parties presented witnesses and submitted documentary evidence.

¹¹ In addition to the six members who were elected on April 8, 2012, there were three other members added to the Board at that time. First, the Concerned Believers/Appellees "mistakenly" considered Leon Shamsiddeen to be a legitimate member of the Board, even though he too was allegedly serving an illegal four-year term. Hearing Transcript, March 5, 2013, (H.T. 3/5/13), at 129; Supplemental Reproduced Record (S.R.R.) at 280b. Second, Imam Kenneth Nurridin became a member of the Board by virtue of his January 1, 2012, election as Imam. The third was Saifullah Muhammad who had been elected "Amir" of the Concerned Believers. The Board appointed him as a member "so there would be an odd number." H.T. 3/5/13, at 131; S.R.R. at 280b. However, in his May 16, 2013 Order, Judge Bernstein found that the Board of Directors improperly added Saifullah Muhammad and that he was not a member of the Board.

¹² Khalillulah Aziz and Isaq Sama'I are two of the named Defendants/Appellees.

Judge Bernstein's Decision

On May 16, 2013, Judge Bernstein entered his decision. He did not rule totally in favor of either party.

First, Judge Bernstein held that the Appellants were authorized to amend the 2005 Bylaws and adopt the 2009 Bylaws. He found that the 2009 Bylaws were “the current Bylaws.” Judge Bernstein’s Order, May 16, 2013, at 6, Conclusion of Law No. 6. However, he found that the 2009 Bylaws were not compiled or printed until 2011. The 2009 Bylaws changed election procedures and altered the Directors’ terms of office but they were not disseminated to the Masjid’s members.

Judge Bernstein concluded that the election conducted by Appellants on July 25, 2009, was valid.

Judge Bernstein did not uphold or approve the results of the January 1, 2012 “vote” held by the Concerned Believers/Appellees which purported to “remove” Appellant Rafiq Kalam Id-Din and three other Board members (Mateen Shabazz, Bertha Ali, and Imam Malik Mubashshir) from their four-year terms.

However, Judge Bernstein held that because the 2009 Bylaws were never distributed to the Masjid’s congregation and because no elections had been held since July of 2009, the Concerned Believers/Appellees acted reasonably pursuant to the 2005 Bylaws (which required a Board of Directors of between three and eleven Directors who would all be simultaneously elected at the annual meeting to serve three-year terms) when they held the election on April 8, 2012, to fill Board vacancies.

Judge Bernstein held, in the alternative, that the April 8, 2012 election met the requirements for an “Election Meeting” as detailed in Article II, Section 3 of the 2009 Bylaws, and was effective to fill whatever Board vacancies existed at that time.

Specifically, Judge Bernstein concluded that the April 8, 2012, election was valid to fill seven existing vacancies that resulted from the January 2009 elections. Two vacancies were the result of the two year terms of Katrina Hameed and Raheemah Shamsideen, who were appointed in January 2009 for two-year terms in violation of Section 8th (c) of the Articles of Incorporation which mandated that any additional director appointed by the Board serve only until the next annual meeting or until replaced by proper election.¹³ Two members’ three-year terms expired in January 2012: Bahayyadin Ali; Leon Shamsideen. Three members’ two-year terms expired in January 2011: Deborah Uqdah; Hanif Ahmad; and Khaleef Long.¹⁴

¹³ Section 8th (c) of the Articles of Incorporation stated:

The number of directors of the corporation shall be such as from time to time shall be fixed by, or in the manner provided in the bylaws. In case of any increase in the number of directors, the additional directors may be elected by a majority of the whole board of directors or by the members, at any annual or special meeting as shall be provided in the bylaws; any such additional directors elected by the board of directors shall hold office until the next annual meeting of the members or until their successors shall have been elected in their stead.

¹⁴ One additional vacancy existed because Mateen Shabazz, whose term was extended in 2009 for four years until January 2013, resigned in 2012. The April 8, 2012, election did not fill that vacancy.

The seven candidates for Director with the highest number of votes on April 8, 2012, and who Judge Bernstein found were elected to serve four-year terms until April 2016, were: Hassan Abdullah; Faruq Abdul-Ghaffar; Khalillullah Aziz; Baseemach Goodman; Isaq Sama'I; Saleemah Umrani and Faruq Ahmad.

Judge Bernstein found that in February 2012, Imam Kenneth Nuriddin was lawfully elected interim Resident Imam, and that he was a lawful member of the Board whose term would end in February 2014.

Judge Bernstein further found that three positions on the Board were not vacant at the time of the April 8, 2012, election. They were: Appellant Rafiq Kalam Id-Din, Imam Malik Mubashshir and Bertha Ali. Judge Bernstein concluded that these Directors' four-year terms would end in January¹⁵ 2013.

In sum, Judge Bernstein concluded that the seven members elected on April 8, 2012, plus Imam Kenneth Nuriddin, plus Rafiq Kalam Id-Din, Imam Malik Mubashshir and Bertha Ali made up the eleven-member Board.

Judge Bernstein appointed an Election Supervisor and set forth specific guidelines for future elections pursuant to the 2009 Bylaws. Judge Bernstein also prohibited any further amendment of the Bylaws until court supervision ended.

¹⁵ This Court believes Judge Bernstein mistakenly wrote July 2013, instead of January 2013.

Whether the April 8, 2012, Election was Valid

On appeal,¹⁶ Appellants disagree with Judge Bernstein's conclusions with regard to the validity of the April 8, 2012, election and argue that it was ineffective to fill seven vacancies on the Board. Appellants argue that Judge Bernstein erred as a matter of law because the 2009 Bylaws, which Judge Bernstein found were "the current bylaws," did not authorize non-Board members to schedule a vote for the election of Board members on April 8, 2012.¹⁷ They contend that under the 2009 Bylaws, the Board of Directors was the only body with the authority to convene meetings and hold elections. In the alternative, Appellants contend that even if Judge Bernstein correctly determined that the Concerned Believers/Appellees acted pursuant to the 2005 Bylaws, those Bylaws also provided that only the Board may schedule election meetings.

The bylaws of a nonprofit corporation are subject to the same rules of interpretation as with statutes and other written instruments. Purcell v. Milton Hershey School Alumni Ass'n, 884 A.2d 372, 379 n. 10 (Pa. Cmwlth. 2005).

¹⁶ This Court's scope of review in equity matters is limited to a determination of whether the trial court abused its discretion or committed an error of law. Mid Valley Taxpayers v. Mid Valley School, 416 A.2d 590 (Pa. Cmwlth. 1980). Furthermore, the decision of the equity court will stand "if there exists sufficient evidence to justify the findings and logically sound, reasonable inferences and conclusions derived therefrom." Quaker City Yacht Club v. Williams, 429 A.2d 1204 (Pa. Cmwlth. 1981); Groff v. Borough of Sellersville, 314 A.2d 328, 330 (Pa. Cmwlth. 1974).

¹⁷ The issue as stated by Appellants is:

Whether the Trial Court committed an error of law when it held that the Appellees held valid elections after they essentially ousted the Appellants Board of Directors of the Philadelphia Masjid, Inc. from office, in light of the fact that the Trial Court held that the 2009 Bylaws are valid and the controlling body of law of the members of the Board of Directors.

Appellants' Brief at 2.

Courts must construe bylaws based on their plain meaning, and if the language is clear and unambiguous, it must be enforced. Id.

Construing the plain language of the 2005 and 2009 Bylaws, there is no question that under both the 2005 Bylaws and the 2009 Bylaws, members of the Masjid had the right to elect members of the Board of Directors “in accordance with these bylaws and in a manner as determined from time to time by the board of directors.” Article II, Section 2 of the 2005 and 2009 Bylaws stated:

Voting rights. Members of the Corporation shall have only those voting rights as outlined in these bylaws. Members shall have the right to elect persons to the board of directors qualified in accordance with these bylaws and in a manner as determined from time to time by the board of directors and consistent with the processes outlined in these bylaws. (Emphasis added).

Appellants urge, however, that the 2005 and 2009 Bylaws authorize only the Board of Directors to determine when such elections will take place. They point to Article II, Section 2 of the 2005 Bylaws which stated that:

Annual Meeting. The date, time and place of the annual meeting of the members of the Corporation for the purpose of electing directors to the Board shall be set by the board of directors. Only a meeting called for the purpose of electing directors to the Board, and where there convenes a quorum of the membership, shall be considered an annual meeting. (Emphasis added).

Appellants also point to Article II, Section 3 of the 2009 Bylaws¹⁸ which, again, authorized only the Board of Directors to schedule an “Election” Meeting of the members of the Masjid for the purpose of electing directors to the Board of Directors:

Election Meeting. The date, time and place of the annual meeting of the members of the Corporation for the purpose of electing directors to the Board shall be set by the board of directors. Only a meeting called for the purpose of electing/voting directors to the Board, and where there convenes a quorum of the membership, shall be considered an election meeting. (Emphasis added).

Appellants are initially correct; both the 2005 and 2009 Bylaws clearly authorize the Board of Directors to schedule the date, time and place of elections. So, it may appear at first glance that the Concerned Believers/Appellees had no right to hold the April 8, 2012, election. However, Appellants discount that neither the 2005 Bylaws nor the 2009 Bylaws provided for the situation where a Board, for whatever reason, fails to schedule an “Annual” or “Election” Meeting to fill vacancies on the Board created by the ordinary expiration of terms – which is precisely what happened here.

Section 5755 of the Law, 15 Pa.C.S. §5755, addresses this very situation. It provides, in part that: “If the annual or other regular meeting [for the election of directors] is not called and held within six months after the designated time, any member may call the meeting at any time thereafter.”

¹⁸ The 2009 Bylaws replaced the word “Annual” with “Election.”

Whether the April 8, 2012 election meeting was duly called by the Concerned Believers/Appellees under Section 5755 of the Law, 15 Pa.C.S. §5755, depends on which bylaws were “in effect” at the time.

With respect to which Bylaws were “in effect” at the time of the April 8, 2012 election, Judge Bernstein found for the 2005 Bylaws. He based his finding on the fact that Appellants did not provide the Concerned Believers/Appellees with the 2009 Bylaws to inform them that the terms of the Board members were extended from three years to four years. Judge Bernstein concluded the Concerned Believers/Appellees reasonably acted under the 2005 Bylaws when they believed that the Directors’ terms had expired after three years. This Court agrees that it would be unjust to require the Concerned Believer’s/Appellees to adhere to Bylaws when they were not aware of them.¹⁹

Judge Bernstein’s finding, and the logically sound inferences derived therefore, were supported by the evidence. Quaker City Yacht Club. Appellant Rafiq Kalam Id-Din unequivocally admitted that the 2009 Bylaws were “not presented to the community.” Hearing Transcript, March 4, 2013 (H.T. 3/4/13), at 208; S.R.R. at 215b. Salaam Muhsin, a member of the Masjid, testified that “the people” never saw the 2009 Bylaws, and that the April 8, 2005, election took place under “the 2005 Bylaws” which fixed a three-year term for Directors. H.T. 3/5/13, at 34-35; S.R.R. at 256b. As Judge Bernstein astutely pointed out, by the time the

¹⁹ The Court also concurs with Judge Bernstein’s observation that it would be equitable and in the best interests of the Masjid to uphold the results of the April 8, 2012, election. That Board (which included three of the Appellants) was conducting business of the Masjid for the past year. “To invalidate the election of this Board would throw into question all agreements, purchases and activities of the Board for an extended period of time.” Judge Bernstein’s Order, May 16, 2013, at 7.

April 8, 2012 election was held, seven of the eleven Board members' three-year terms had expired and the most recent Election Meeting occurred on July 25, 2009. Under the 2005 Bylaws, an election should have been set by the Board well before April 8, 2012, to fill vacancies that arose in January of 2012.

Pursuant to Section 5755 of the Law, 15 Pa.C.S. §5755, any "member" of the Masjid could call an Election Meeting six months after the time an Election Meeting should have been held. Judge Bernstein did not err when he held that the Election Meeting held by the Concerned Believers/Appellees on April 8, 2012, was valid.

Appellants further argue along this same line that the Concerned Believers/Appellees lacked the authority to elect Imam Kenneth Nurridin in April of 2012. They assert that pursuant to Article IV, Section 2B of the 2009 Bylaws, the Resident Imam was to be appointed by the Board of Directors and ratified by the congregation and that this procedure did not occur.

Again, for purposes of this issue, the 2005 Bylaws, not the 2009 Bylaws, are relevant. Imam Malik Mubashshir was appointed as the Resident Imam at the January 2009 election. Article IV, Section 2B of the 2005 Bylaws provided that the Resident Imam is "appointed and/or hired by the Board for a tenure of time (2 or 3 years)." For the same reasons stated above, Imam Malik Mubashshir's term, regardless of whether it was for "2 or 3" years, expired at the latest in January 2012. The April 8, 2012, election of Imam Kenneth Nurridin was lawful to fill that position left vacant by the Board's failure to appoint an Imam and conduct a timely election.

Lastly, Appellants also argue that Judge Bernstein erred when he concluded that the four-year terms of Appellant Rafiq Kalam Id-Din, Imam Malik Mubashshir and Bertha Ali ended in July 2013. Judge Bernstein based his conclusion on the fact that none of these three Directors was re-elected in the April 8, 2012, election. There was no error.

Based on the foregoing, the May 16, 2013 Order entered by Judge Bernstein is affirmed.

BERNARD L. McGINLEY, Judge

