

The following amendments were adopted and appended to the Jain Society of Houston, Inc. Constitution on _____. The Board of Trustees, sometimes called the Board of Directors herein and elsewhere, approved the amendments at a properly called meeting held on _____. The General Body members with voting rights then adopted the following amendments at a properly called meeting of the members held on _____. If there is any conflict between the terms of these amendments and the terms in the previous articles above, the terms of these amendments shall govern.

ARTICLE IX - NOTICES AND GENERAL COMMUNICATION:

- A. Any notice required or permitted by the Constitution to be given to a Trustee, Executive Committee member, Joint Committee member, officer, JSH member, or any committee member of the JSH may be given in any manner allowed by the Texas Business Organizations Code, Chapter 22 (the "Act"). If mailed, a notice shall be deemed to be delivered when deposited in the United States mail addressed to the person at his or her address as it appears on the JSH's records, with postage prepaid and in a sealed wrapper. If notice is served by facsimile or email, the person giving notice shall retain records sufficient to prove actual delivery to the appropriate number or email address. A person may designate his or her preferred notice method and shall provide all necessary information regarding the same by giving written or electronic notice to the Secretary of the JSH. Without a preference designation, the person serving the notice shall give notice by mail.
- B. Whenever any notice is required to be given under the provisions of the Act, the provisions of the Certificate of Formation, or the Constitution, a waiver in writing signed by a person entitled to receive a notice shall be deemed equivalent to the giving of the notice. A waiver of notice shall be effective whether signed before or after the time stated in the notice being waived.
- C. A person's attendance at a meeting shall constitute a waiver of notice of the meeting unless the person attends for the express purpose of objecting to any business transaction because the meeting is not lawfully called or convened.
- D. For general communications, i.e. communications not involving notice, between Trustees, Executive Committee members, Joint Committee members, officers, JSH members, and/or any committee members in any combination, the JSH may use

electronic means of communication such as email, phone text (SMS, MMS, and the like), social media post, and/or other electronic messaging application (WhatsApp, Facebook Messenger, and the like).

ARTICLE X - SPECIAL PROCEDURES CONCERNING MEETINGS:

- A. The members, Trustees, Executive Committee, Joint Committee, officers, and any committee of the JSH may hold a meeting by telephone conference call, audio or audiovisual conference call using the internet or cellular network, or other electronic means in which all persons participating in the meeting can hear each other. The notice of a meeting by electronic means must state that the meeting will be held by electronic means and all other matters required to be included in the notice. The participation of a person in an electronic meeting constitutes that person's presence at the meeting for all purposes including quorum. Voting on any matter at such a meeting may be conducted by electronic means including but not limited to voice vote through the telephonic or electronic platform, show of hands through the electronic platform, electronic voting through web-based or downloadable software, and the like as promulgated by the BT or JC. The BT or JC may also promulgate the policy for executing the vote, e.g. process, timing, ballots, logistics, and the like. After conducting a vote on any issue in a member meeting ("General Body Meeting"), conducting another vote on the same or substantially similar issue shall be prohibited for one (1) year. All previous meetings of the members, Trustees, Executive Committee, Joint Committee, and any committee of the JSH conducted by electronic means, and the resulting effects thereof, are hereby ratified.
- B. The JSH will develop a general privacy policy to preserve the privacy and security of members' personal information including voting record. Such privacy policy shall be accessible on the JSH website and shared with members.
- C. To the fullest extent permitted by the Act and other law, including the Texas Uniform Electronic Transactions Act, electronic signatures (such as e-mail) of Trustees, Executive Committee members, Joint Committee members, officers, committee members, and any member, as between each other or each of them and the JSH, shall constitute the valid signature of the person for purposes of obtaining consents or other matters prescribed by this Constitution, unless the

individual submits a prior written refusal to conduct any or certain transactions by electronic means.

ARTICLE XI - ACTION BY WRITTEN CONSENT:

- A. Action may be taken without a formal meeting by use of signed written consents by the number of Trustees, Joint Committee members, Executive Committee members, committee members, members, officers, or other such persons entitled to vote whose vote would be necessary to take action at a meeting. Each written consent must bear the date of signature of each person signing it. A consent of the Trustees, Joint Committee members, Executive Committee members, committee members, members, officers, or other such persons is not effective to take the intended action unless consents, signed by the required number of persons, are delivered to the JSH within sixty (60) days after the date of the earliest dated consent delivered to the JSH. Delivery must be made by hand, certified or registered mail, return receipt requested, facsimile, or email. The delivery may be made to the JSH's registered office, registered agent, principal place of business, or an officer or agent having custody of books in which the relevant proceedings are recorded. Once the number of consents received exceeds the minimum number of votes required to approve the action, the action is approved and shall be included in the minutes as if the action occurred in a meeting.
- B. The JSH will give prompt notice of the action taken to persons who did not sign consents but were eligible to vote on that matter. If the action taken requires documents to be filed with the Secretary of state, the filed documents will indicate that the written consent procedures have been appropriately followed. A telegram, telex, cablegram, email, or similar transmission by a Trustee, Executive Committee member, officer, member, or committee member, or photographic, facsimile, or similar reproduction of the signed writing is to be regarded as being signed by the Trustee, Executive Committee member, officer, member, or committee member.

ARTICLE XII - EMERGENCY POWERS AND BYLAWS:

An "emergency" exists for this section if the Joint Committee's quorum cannot readily be obtained because of some catastrophic event. In the event of an emergency, the Joint Committee may: (i) temporarily modify lines of succession to accommodate the incapacity of any Trustee, Joint Committee

member, Executive Committee member, officer, committee member, employee, or agent; and (ii) temporarily relocate the principal office, temporarily designate alternative principal offices or regional office, or authorize officers to do so. During an emergency, a notice of a meeting of the Board of Trustees, Joint Committee, or Executive Committee only needs to be given to those members whom it is practicable, including by publication or electronic means. During an emergency, a notice of the emergency needs to be given to the General Body members as soon as practicable, including by publication or electronic means. Corporate action taken in good faith during an emergency binds the JSH subject to amendments or repeal by the Board of Trustees or Joint Committee, which may include provisions necessary for managing JSH during an emergency, including; (i) procedures for calling a meeting of the Board of Trustees, Executive Committee, or Joint Committee; (ii) quorum requirements for the meeting; and (iii) designation of additional or substitute members of the Board of Trustees, Executive Committee, or Joint Committee. Emergency amendments to the Constitution shall remain in effect during the emergency and shall be revoked after the emergency has ended. The emergency shall end when the Joint Committee's quorum can be readily obtained.

ARTICLE XIII - AMENDMENT TO THE CERTIFICATE OF FORMATION:

The JSH's Certificate of Formation may be amended in any manner authorized by the Act and in the same manner as amendment to the Constitution as described herein.