



JAIN SOCIETY OF METROPOLITAN WASHINGTON

A non-profit tax-exempt religious organization, ID# 54-1139623

1021 Briggs Chaney Road Silver Spring, MD 20905

Mailing Address: P.O. Box 4548, Silver Spring MD 20914 | www.JSMW.org

Amendments 11-15 to JSMW Constitution and Other Considerations

August 2022

The Constitution Committee has been deliberating the topics that were presented to them by the Executive Committee and Board of Trustees with regard to 1) General Body Meetings, 2) the Past Presidents' Council, 3) the Board of Trustees terms and qualifications, 4) Elections and 5) Honorary Trustees qualifications. Below are the recommendations of the Constitution Committee with explanations as appropriate.

Members of Constitution Committee: Tejas Doshi (Chair), Pravin Dand, Pulkit Gangwal, Jatin Shah, Pavan Zaveri

Amendment 11. Updates to General Body Meetings

To explicitly allow for virtual meetings of the General Body, the following line is added to Article V on General Body Meetings; however, the discretion is kept with the Executive Committee.

Add to Article V.1

- h. Annual and Special General Body meetings may be held by in-person, hybrid, or virtual methods as deemed appropriate by the Executive Committee.

Amendment 12. Dissolution of the Past Presidents' Council

After 10 years of experimenting since the Past Presidents' Council was introduced to the JSMW Constitution in 2012 and revised by Amendment 5 in 2017, the creation of this group has not served its purpose and thus needs to be removed. Many volunteers participate in a variety of ways and this forum has proven not to be a useful engagement of our past presidents' time. The Executive Committee (EC) will directly work with and learn from the Immediate Past President as a voting member of the EC, as had been the structure since the original constitution of JSMW in 1990 until 2012.

Remove from Article III.5.a

- Chair, Past Presidents' Council

Replace Article VI.3 as below

- ~~3. Ex-officio voting members will be~~
 - ~~a. Chairperson of the Past Presidents' Council~~
 - ~~b. Chairperson of the Board of Trustees~~
- c. The Chairperson of the Board of Trustees and the Immediate Past President shall be ex-officio voting members of the Executive Committee.



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Remove Article X. Past Presidents' Council and renumber remaining Articles.

Amendment 13. Update to Board of Trustees

To create a parallel structure to the Executive Committee candidacy requirements, the following residency requirement is added.

Add to Article VIII.3

- d. The candidate must be a resident of Maryland, Virginia or District of Columbia.

One element of the Past Presidents' Council responsibilities that was not explicitly already accounted for in the Constitution is with regard to awards and recognitions. This element is now directly given to the Board of Trustees, who traditionally have been the source of many nominations.

Add to Article VIII.6

- h. The Board shall establish a policy, **procedure** and recommend members for awards/recognitions at various levels for their outstanding contributions to the community.

Amendment 14. Updates to Elections

Based on experience from recent elections, the committee recommends a process by which additional members can be added to the Nominations and Elections Committee, and to detail that coordinating voting includes ensuring the process is accurate and secure. Additionally, the Constitution contains language that anchors elections to the Annual General Body Meeting (AGBM). With the inclusion of alternative voting methods, the committee recommends changes to decouple election milestones from the AGBM.

Revise language in Article XII.1.b to add

- b. The Committee shall consist of a minimum of three members and will be appointed at least 60 days prior to the Annual General Body Meeting, as defined in Article V, Section 1. The Chairperson and one member will be appointed by the Executive Committee and one member will be appointed by the Board of Trustees. **If the Chairperson requests additional members to the Nominations and Elections Committee, the Executive Committee and Board of Trustees shall each appoint one additional member until the request is fulfilled.**

Revise language in Article XII.2.a.viii to add

- viii. Coordinate the voting process **to ensure vetting, accuracy, and security of the process.**



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Due to the pandemic, we had provided an extension of 1 year to the elected term of all Board of Trustees (BOT) and Executive Committee members with approval of the General Body. Due to this extension, there were 4 members of the BOT elected for a three year term in 2021 (term 2022-2024). Thus, there is no member of the BOT completing their term by the year ending 2023. In order to bring back the cycle of 2 members of the BOT completing their term each year to maintain the rotation of BOT members, the Constitution Committee recommends the following amendment.

Add to Article XII.3 following f.

- g. There will be an election of 4 members of the Board of Trustees in the year 2024. Two candidates will be elected for a 3 year term and two candidates will be elected for a 2 year term. If there are more than 4 candidates and an election occurs, the two candidates with the first and second highest votes will be elected for a 3 year term. The two candidates with the 3rd and 4th highest votes will be elected for a 2 year term. If there is a tie among the first 4 highest votes, the Election Committee will hold a lucky draw in the presence of all candidates and announce the two candidates that will serve a 3 year term and the two candidates that will serve a 2 year term on the Board of Trustees. In case of only 3 or 4 candidates running for election to the Board of Trustees, the Election Committee will hold a lucky draw in the presence of all candidates and announce the two candidates that will serve a 3 year term and the two candidates that will serve a 2 year term on the Board of Trustees. Term limits as per Article VIII.5 is applicable to all elected Board of Trustees whether serving a two or three year term.

Revise language in Article XII.3.h to change voting membership requirements from 30 days to a fixed date of June 1st of the election year.

The committee recommends changing voting membership eligibility requirements from 30 days prior to the election to June 1st of the election year to improve engagement of our members and create value for membership. This ensures the new members are acclimated to JSMW before making important voting decisions.

- h. Only members who have paid membership dues **by June 1st of the election year** ~~30 days prior to elections~~ will be eligible to vote for elections.

Add to Article XII.3 to permit electronic or hybrid voting

To explicitly allow for electronic voting in Elections, the following line is added to Article XII on Elections; however, the discretion is kept with the Elections Committee with the intent to coordinate with the Executive Committee for implementation.

- i. Elections may be held in-person, hybrid, or electronically as deemed appropriate by the Elections Committee, with implementation support from the Executive Committee.

The following edits are being made to decouple election processes from the Annual General Body Meeting date. The first edit removes the election process from the Annual General Body



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Meeting.

Add to Article V.1 to specify Annual Meeting and Elections

The General Body shall meet at least once every calendar year. The Annual Meeting and Elections shall be held generally during the months of October/November/December with a prior written notice of at least 35 days to all members.

Replace Article V.1.b as below

- ~~b. Elect the Executive Committee and the Board of Trustees~~
- b. Provide election updates and/or elect the Executive Committee and the Board of Trustees.

Revise language in Article XII.1.c to anchor milestones to the Election date.

- c. The Executive Committee and Nominations and Elections Committee shall invite nominations for election of all positions a minimum of 43 days prior to the ~~Annual General Body Meeting~~ Election date providing details of the requirements for nomination. The deadline for receiving nominations shall be a minimum of 28 days before the ~~Annual General Body Meeting~~ Election date.

Revise language in Article XII.2.a.v. and Article XII.2.a.vi. to anchor milestones to the Election date.

- vi. Open the nomination forms and inform the candidates at least 21 days prior to the ~~Annual General Body Meeting~~ Election date.
- vii. Accept withdrawal of a nomination by the nominee at least 17 days prior to the ~~Annual General Body Meeting~~ Election date.

Amendment 15. Update to Honorary Trustees

Due to the closure of the Founder's Fund in 2021, an update to the language in the Article on Honorary Trustees is needed.

Revise Article IX.1 as below

- ~~b. Become a Lifetime member of the Jain Society.~~
- c. Donate to the Jain Society of Metropolitan Washington ~~New Jain Center Founders' Fund~~ the minimum amount as decided on the yearly basis by the Board of Trustees through the Operating Guidelines.

becomes

- b. Donate to the Jain Society of Metropolitan Washington the minimum amount as decided on the yearly basis by the Board of Trustees through the Operating Guidelines.