

RESTATED AND AMENDED BY-LAWS
OF
THE LITTLE HOCKING WATER ASSOCIATION, INC.
A NON-PROFIT CORPORATION

AS APPROVED AT THE _____, 2022 SPECIAL MEETING OF THE
MEMBERSHIP

ARTICLE I

General Purposes

The purposes for which this Corporation is formed and the powers which it may exercise are set forth in the Articles of Incorporation of the Corporation.

ARTICLE II

Name and Location

Section 1. The name of this Corporation is The Little Hocking Water Association, Inc. which herein may be called the Corporation.

Section 2. The principal office of this Corporation shall be located at Little Hocking, Washington County, Ohio.

ARTICLE III

Seal

Section 1. The Corporation through the Board of Trustees shall adopt, use and at will alter a common seal.

Section 2. The Board shall assign who is to have custody of the seal.

Section 3. The seal may be used by causing it or a facsimile thereof to be impressed, affixed, or reproduced.

ARTICLE IV

Fiscal Year

The fiscal year of the Corporation shall begin the first day of January in each year.

ARTICLE V

Membership

Section 1. Every Person (defined herein as an individual or any legal entity, including, but not limited to, a partnership, a limited partnership, a limited liability partnership, a joint venture, a corporation, a limited liability company, an association, a trust, an unincorporated organization, a group or a governmental entity, such as a church or township) who is a record owner of a fee or undivided fee interest or has a substantial possessory interest in a property which is served by this Corporation's water system may become a member of the Corporation upon signing such applications and agreements for the purchase of water and membership as may be provided and required by the Corporation, payment of such connection fee as may be established by the Board of Trustees. Only one membership may be held with respect to a Person at one time. Membership shall not be denied because of the applicant's race, color, age, religion, disability, national origin, familial status and military status. Membership may be denied if capacity of the Corporation's water system is exhausted by the needs of its existing members or if the proposed use of the applicant is such that it would interfere with existing needs or uses of the water system.

A. A substantial possessory interest is one where the Person, such as a tenant or lessee, has a legal right to control and occupy the property but does not have legal or equitable ownership of the property.

(1) Before membership is allowed to a Person claiming a substantial possessory interest, the Corporation will ~~endeavor to obtain the application for~~ membership permission from the owner of such property.

(2) Where membership is granted to a Person having a substantial possessory

interest, the Corporation, as a condition to the membership, may require such applicant to post a security deposit, as determined by the Board of Trustees. Upon termination of the member's account, said security deposit will be used to satisfy any indebtedness to the Association, after which any remaining amount will be refunded to the member.

Section 2. Each member shall have only one membership, regardless of the number of properties owned or other substantial possessory interests held by the member that are served by the Corporation's water system or the number of service connections they may obtain to serve their properties. Although a member may have multiple properties, substantial possessory interests, or accounts, such member shall be counted as a single member with one vote. Where more than one Person is the record owner of a fee interest or an undivided fee interest and more than one of such record owners applies for membership or for service to the property, the Corporation shall determine who shall be the member or in whose name service to the property shall be placed. The Board of Trustees may adopt policies and procedures by which employees of the Corporation make the determination provided for by this Section.

Section 3. Membership may be transferable, but the transfer will be effective only when noted on the books of the Corporation and such transfer will be made only to a person who obtains a qualifying interest in the property and upon their signing such applications and agreements for purchase of water and membership as may be provided and required by the Corporation, payment of such fees as may be imposed by the Board of Trustees concerning membership transfers, and the approval of the application for membership.

Section 4. A member will void their membership in the Corporation as part of the transaction whereby they dispose of all of their interests in properties receiving service from the Corporation's water system. Membership also may be terminated by action of the Board of

Trustees where the use of the property is changed so as to materially increase the amount of water consumed to the prejudice of other existing members or to the prejudice of the orderly operation of the system, ~~or if a member fails to timely pay bills due and owing from the Corporation for water service.~~

Section 5. The termination of the membership of any member shall not disqualify for membership any other person who has or obtains an interest in the property of the terminated member and who otherwise meets the requirements of these by-laws and other applicable rules and regulations of the Corporation.

Section 6. In the event a member's property interest is divested other than by voluntary means, such member's membership will pass to the trustee, receiver, executor, or the like who will be entitled, either in person or through a designated representative, to exercise all of the rights incidental to such membership, but subject to such duties and liabilities also applicable to the membership. The trustee, receiver, executor, or the like may terminate such membership by written notice to such effect delivered or mailed to the secretary of the Board of Trustees. Upon the final disposition of such property rights, the owner thereof may be entitled to membership in like manner as if the membership had been transferred to them by the original member as set forth in Article V, Section 3 above.

Section 7. Upon the transfer of a membership, the Corporation will not look to the successor in interest for the payment of any past due amount. The Corporation will seek collection only from the Person who incurred such charges or assessments or from the property itself if a judgment lien has been duly perfected against such property.

ARTICLE VI

Meetings of Members

Section 1. The annual meeting of the members of this Corporation shall be held at a location designated by the Board of Trustees in Washington County, Ohio at 7 o'clock PM EST, on the first Monday in June of each year if not a legal holiday, or if a legal holiday the meeting shall be held on the next business day following. The day, time, and place of the annual meeting may be changed to any other convenient day, time, and place in the county by the Board of Trustees giving notice thereof to the membership not less than ten (10) days in advance thereof.

Section 2. Special meetings of the members may be called at any time by action of the Board of Trustees or by a petition, signed by at least ten (10) per cent of the members requesting such a meeting. A petition signed by members under this Section shall include the printed name ~~(written legibly)~~, billing address, and account number for each member signing the petition. Such petition shall be presented to the secretary or the Board of Trustees. The purpose of every special meeting of the members shall be stated in the notice.

Section 3. Notice of meetings of the members of the Corporation, both regular and/or special, shall be given by notice mailed to the membership, directed to the address shown upon the books of the Corporation, not less than ten (10) nor more than forty (40) days prior to such meeting. Such notice shall state the nature, time, place, and purpose of the meeting, but no failure or irregularity of notice of any annual meeting, regularly held, shall affect any proceedings taken thereat.

Section 4. The members of the Corporation present at a meeting of the members of the Corporation, whether an annual or duly called special meeting, shall constitute a quorum for

the conducting of business thereat. There shall be no voting by proxy. Although a member may have multiple properties and accounts, such member shall be counted as a single member with one vote.

Section 5. The Trustees of this Corporation shall be elected at the annual meeting of the members as provided in Article VIII. No cumulative voting shall be allowed.

The name of any candidate seeking election as a Trustee of this Corporation shall be proposed in writing signed by five (5) or more of the members of the Corporation (the "Nomination"). The Nomination shall be presented to the secretary of the Corporation by personal delivery to the Corporation office or by regular mail. All Nominations must be post marked or delivered to the Corporation secretary no later than thirty (30) days before the scheduled election. The forms received by personal delivery or which have a post mark after the above deadline shall not be accepted.

In the event that there are not enough Nominations filed with the Corporation's secretary before the scheduled election to fill the available Board seats, nominations from the floor will be taken at the annual meeting for the seat(s) for which there are no Nominations.

The Nomination shall be submitted upon a form provided by the Corporation.

Section 6. The order of business at the annual meetings and so far as possible at all other meetings shall be:

1. Calling to order and proof of a quorum

~~2.1. Election of Trustees (if Trustees are to be elected at the meeting)~~

~~3.2. Proof of notice of the meeting~~

~~4.3. Reading and actions on any unapproved minutes~~

~~5.4. Reports of officers and committees~~

6.5.Old business

7.6.New business (report election preliminary tabulations)

—Election of Trustees (if Trustees are to be elected at the meeting)

7.

8. Adjournment.

ARTICLE VII

Trustees and Officers

Section 1. The Board of Trustees of this Corporation shall consist of seven (7) members, all of whom shall be members of the Corporation. At each annual meeting the members shall elect, for a term of three (3) years, the number of Trustees whose term shall expire at the adjournment of such annual meeting. Each Trustee shall hold the position from the time of adjournment of the annual meeting of the membership at which they were elected through the adjournment of the third annual meeting of the membership thence unless sooner removed by death, resignation, voluntary or involuntary loss of qualifications for membership in the Corporation, or for cause. In the case of an unforeseen or extraordinary event beyond the Corporation's control, including but not limited to a pandemic, an act of God, or an act by governmental authority, the Board of Trustees may ~~cancel or~~ postpone the annual meeting until such time as a meeting can be held. Expiring Board of Trustee terms shall be extended until the next annual meeting can be held.

Section 2. A Trustee may not serve more than two (2) consecutive three (3) year terms. For the purposes of the foregoing limitation, a Trustee who has served at least one and one half (1½) years of a three-year term shall be deemed to have served a full term in that position. A Trustee who has served two consecutive three-year terms may serve on the Board of

Trustees again, provided that at least three (3) years have passed since the end of the last term served by the Trustee.

Section 3. The Board of Trustees shall hold an "organizational" meeting within ten (10) days after the annual meeting of the members of the Corporation and shall elect a president, vice-president, secretary and treasurer from the members of the Board. Each officer shall hold office until the elections held at the "organizational" meeting of the Board following the next annual meeting of the membership unless sooner removed by death, resignation, voluntary or involuntary loss of the position of Trustee and/or qualifications for membership in the Corporation where being a Trustee and/or having membership in the Corporation is necessary to hold office, for cause, or by act of the Board.

Section 4. If any Trustee position(s) becomes vacant by reason of death, resignation, voluntary or involuntary loss of qualifications for membership in the Corporation, or otherwise, except for removal from office, a majority of the remaining Trustees, even if less than a quorum, shall by majority vote of the remaining Trustees choose a successor(s) who shall hold the position(s) of Trustee through adjournment of the next annual meeting of the members of the Corporation, at which meeting the members shall elect a Trustee(s) for the unexpired term(s).

Prior to voting on a successor Trustee, the Corporation shall provide notice to the membership of the vacancy. The name of any candidate seeking appointment as a Trustee of this Corporation shall be proposed in writing signed by five (5) or more of the members of the Corporation (the "Nomination"). The Nomination shall be presented to the secretary of the Corporation by personal delivery to the Corporation office or by regular mail. All Nominations must be post marked or delivered to the Corporation secretary no later than thirty (30) days from the date the notice of vacancy was provided to the membership. The forms received by personal

delivery or which have a post mark after the above deadline shall not be accepted.

Section 5. A majority of the Board of Trustees shall constitute a quorum at any regular monthly or duly called special meeting of the Board. The affirmative vote of the majority of the Trustees at any regular monthly or duly called special meeting at which a quorum is present shall be the act of the Board.

Section 6. Trustees shall be entitled to receive such compensation as is approved from time to time by the Corporation's membership only at an annual meeting or special meeting. All other incidental reimbursements, including but not limited to mileage and expenses, shall be determined by act of the Board.

Section 7. Trustees may be removed from the position of Trustee in the following manner:

Any member or Trustee may present charges against a Trustee(s) by filing them in writing with the secretary or the Board of Trustees. However, if the charge(s) are directed against the secretary, the charge(s) shall be delivered to the president. If presented by a member, the charges must be accompanied by a petition signed by at least ten percent (10%) of the members of the Corporation. A petition signed by members under this section shall include the printed name ~~(written legibly)~~, billing address, and account number for each member signing the petition.

Such removal shall be acted upon at the next annual or duly called special meeting of the members of the Corporation and shall be effective if approved by a majority vote at such meeting.

The Trustee(s) against whom such charges have been presented shall be informed in writing of such charges against them at least twenty (20) days prior to any meeting of the

members of the Corporation at which such charges are to be acted upon.

The person(s) presenting such charges shall have opportunity at such meeting to be heard in person or by counsel and to present evidence and witnesses and the Trustee(s) charged shall have the same opportunity.

The president of the Corporation, or an attorney at law designated by the president, shall preside over the hearing, unless the president is a person against whom the charges have been brought, in which case the vice president, or an attorney at law designated by the vice president shall preside.

If a motion(s) for removal from the position(s) of Trustee is approved by a majority vote of the members present at the meeting, such removal is effective immediately. The members of the Corporation present and voting shall, at the same meeting, elect a member(s) to fill the vacancy (vacancies) in the position(s) of Trustee thus created.

If a motion(s) for removal from the position(s) of Trustee is approved, such action shall also vacate any office(s) held on the Board by the removed Trustee(s) and any office(s) thus vacated shall be filled by the Board as noted in Article VIII Section ~~3-4~~ at a meeting of the Board to be held within ten (10) days after the meeting of the members of the Corporation at which removal action was approved.

Section 8. Motion for removal from any office, but not the position of Trustee, may be made by any member of the Board of Trustees at any regular or duly called special meeting of the Board of Trustees and is effective if approved by a majority vote of the Board of Trustees. Any office thus vacated shall be filled by the Board as noted in Article VIII Section ~~34~~.

ARTICLE VIII

Duties of Trustees

Section 1. The Board of Trustees, subject to restrictions of law, the Articles of Incorporation, and these by-laws, shall exercise all of the powers of the Corporation and without prejudice to or limitation upon their general powers it is hereby expressly provided that the Board of Trustees shall have and are hereby given full power and authority in respect to the matters as herein set forth to be exercised by resolution duly adopted by the Board:

A. To approve or (to approve designee for) membership applications and to make binding commitments which permit connection of properties to the system now and/or in the future in cases involving present, proposed, and/or anticipated construction.

B. To select and appoint all agents or employees of the Corporation, remove such agents or employees of the Corporation, prescribe such duties and designate such powers as may not be inconsistent with these by-laws, and fix their compensation and pay for faithful services. Trustees will abstain from any actions which will impact compensation, benefits and employment status of any of his or her Family Members employed by the Corporation. "Family Members" mean those living in the same residence, spouse, domestic partner, siblings, children, parents, in-laws, grandparent(s), grandchildren, stepchildren, stepparents, and/or stepchildren of the Trustee. Further, any Family Member, is not to be supervised by another Family Member.

C. To borrow from any source monies, goods, or services and to make and issue notes and negotiable or non-negotiable instruments evidencing indebtedness of the Corporation; to make other instruments evidencing a security interest in the assets of the Corporation; and to do every act and thing necessary to effectuate the same.

D. To prescribe, adopt, and amend from time to time such equitable, uniform rules and regulations as, in its discretion, may be deemed essential or convenient for

conducting the business and affairs of the Corporation, for the guidance and control of its officers and employees, and for prescribing adequate penalties for breach thereof.

E. To order, at least once a year, an audit of the books and accounts of the Corporation by a competent public auditor or accountant. The report prepared by such auditor or accountant shall be submitted to the members of the Corporation at their annual meeting. Copies of such audit shall be submitted to such parties as may be required by other agreements.

F. To fix and alter the charges to be paid by each member and non-member for services rendered by the Corporation to them, including connection fees where such are deemed to be necessary by the Board of Trustees, and to fix and alter the method of billing, time of payment, manner of connection, and penalties for late payment or non-payment of the same. The Board may establish one or more classes of users. All charges shall be uniform and non-discriminating within each class of users.

G. To require all officers, agents and employees charged with responsibility for the custody of any of the funds of the Corporation to give adequate bonds with the cost thereof to be paid by the Corporation.

H. To select one or more banks to act as depositories of the funds of the Corporation, to determine the manner of receiving, depositing, and disbursing the funds of the Corporation, the form of checks and person or persons by whom the same shall be signed, and the right to change these selections and determinations at will.

I. To levy assessments against the users and/or members of the system in such manner and upon such proportionate basis as the Trustees deem equitable and to enforce collection of such assessments by the suspension of water service or other legal

methods. The Board of Trustees shall have the option to suspend the service of any user and/or member who has not paid such assessment within thirty (30) days from the date the assessment was due, provided the Corporation must give the user and/or member at least fifteen (15) days written notice, mailed or delivered to the address of the user and/or member as on the books of the Corporation, of its intention to suspend such service if the assessment is not paid. If service is suspended it will be promptly restored upon payment of such assessments, any penalties applicable thereto, and reconnection fee, if one is in effect at the time.

J. To approve a proposed budget for the ensuing year before the end of the current year.

ARTICLE IX

Duties of Officers

Section 1. Duties of the President. The president shall preside over all meetings of the Corporation and the Board of Trustees, call special meetings of the Board of Trustees, perform all acts and duties usually performed by an executive and presiding officer, and sign all memberships and such other papers of the Corporation as he or she may be authorized or directed to sign by the Board of Trustees, provided the Board of Trustees may authorize any person or persons to sign any or all checks, contracts, and other instruments in writing on behalf of the Corporation. The president shall perform such other duties as may be prescribed by the Board of Trustees.

Section 2. Duties of the Vice-President. In the absence or disability of the president, the vice-president shall perform the duties of the president; provided, however, that in the case of death, resignation, or disability of the president, the Board of Trustees may declare the office

vacant and elect his successor.

Section 3. Duties of the Secretary. The secretary shall see that a complete record of all meetings of the Corporation and of the Board of Trustees is kept and shall have general charge and supervision of the books and records of the Corporation. He or she shall attest the president's signature on all memberships and other papers pertaining to the Corporation unless otherwise directed by the Board of Trustees. He or she shall see that all notices required by law and by these by-laws are served, mailed, or delivered. He or she shall make a full report of all matters and business pertaining to his or her office to the members at the annual meeting or at such times as the Board of Trustees may require. He or she shall see that a record of members and/or users is kept showing the date the membership and/or user contract was issued, surrendered, transferred, terminated, cancelled, or forfeited. He or she shall see that the Corporate Seal is affixed to all papers requiring such. He or she shall see that all reports required by law are made. He or she shall perform, or see that they are performed, such other duties as may be required of him or her by the Corporation or the Board of Trustees. Upon election of his or her successor, the secretary shall turn over to the successor all books and other property belonging to the Corporation that he or she may have in his or her possession. Except where a resolution or a policy or procedure adopted by the Board of Trustees or applicable law provides otherwise, any of the duties imposed upon the secretary by this Section 3 or applicable law may be delegated by him or her to an employee or agent of the Corporation; provided, however, that the secretary shall be responsible for the full and faithful performance of all duties imposed upon the secretary by this Section 3 and applicable law.

Section 4. Duties of Treasurer. The Treasurer shall perform such duties with respect to the finances of the Corporation as may be prescribed the Board of Trustees or applicable law.

Except where a resolution or a policy or procedure adopted by the board of directors or applicable law provides otherwise, any of the duties imposed upon the treasurer by this Section 4 or applicable law may be delegated by him or her to an employee or agent of the corporation; provided, however, that the treasurer shall be responsible for the full and faithful performance of all duties imposed upon the treasurer by this Section 4 and applicable law.

ARTICLE X

Benefits and Duties of Members

Section 1. The Corporation will install, maintain, and operate a water distribution system including main lines, hydrants, pumping stations, tanks, service lines up to and including meter or cutoff valve, sources of supply, and treatment. The Corporation may purchase and install a cutoff valve and meter in each service line from its main distribution line or lines and such cutoff valve and meter will be owned and maintained by the Corporation. The Corporation shall have the sole and exclusive right to use such cutoff valve. However, the provisions of this section shall not be construed to require the acquisition or installation of cutoff valves and meters where the Board of Trustees determine that under the circumstances of the system and the nature of the member or user that the use of either or both devices is impractical, unnecessary, and/or economically not feasible.

Section 2. Each member and/or user will be required at their own expense to purchase, install, maintain, and own all portions of the service line(s) for their property from the point of connection to system (cutoff valve or meter). Each member and/or user shall pay such connection charge, if any, as may have been imposed by the Board of Trustees before such member and/or user will be entitled to receive water from the system.

Section 3. Each member and/or user may be permitted to have additional water taps

from the Corporation's water system upon proper application therefore, the approval of the Board of Trustees, and the tender of payment not to exceed the then existing connection charge. The approval by the Board of Trustees of additional water taps to an existing member and/or user may be made conditional upon such provisions as the Board of Trustees determines necessary to protect the interests of other members and/or users and to allow for the orderly expansion and extension of the system to serve other property that may need service along the distribution lines of the system. The Corporation will endeavor to place the water tap ~~on point of each member and/or user~~ at the place desired by such member and/or user, but for the protection of the water system and the other members and/or users must retain the right to the final judgement as to such placement.

Section 4. Each member or user may be permitted to purchase from the Corporation, pursuant to such agreement as may from time to time be provided and required by the Corporation, such water as is needed by them for domestic, agricultural, organizational, commercial, industrial, or other purposes as a member or user may desire, subject however, to the provisions of these by-laws and such rules and regulations as may be prescribed by the Board of Trustees. Each member or user shall be entitled to have delivered to them through their service lines only such water as may be necessary to supply their homestead use, agricultural use, organization use, business use, commercial use, or industrial use. The water delivered through each service line may be metered separately and the charges for such water may be determined separately.

Section 5. In the event the total water supply shall be insufficient to meet all of the needs of the Corporation's customers, or in the event there is a shortage of water, the Corporation may prorate the water available among its various customers on such basis as is

deemed equitable by the board of directors, prescribe a schedule of hours covering use of water for commercial, agricultural, or industrial purposes by particular members and require adherence thereto, or prohibit the use of water for commercial, agricultural, or industrial purposes; provided that if at any time the total water supply shall be insufficient to meet all of the needs of all of the customers for domestic, livestock, commercial, agricultural, or industrial purposes, the Corporation must first satisfy all of the reasonable needs of the customers for domestic purposes before supplying any water for livestock purposes, and supply all of the needs of all of the customers for domestic and livestock purposes before supplying any water for commercial or industrial purposes; and, provided further, that where a customer has more than one service line at a premises or property, the Corporation may cut off the flow of water to the nondomestic service lines until such time as the supply of water from the system is sufficient to meet the needs of all of the customers for domestic, livestock, and garden purposes. During such periods of shutoff of additional service lines, there shall be no minimum fee charged to the customers having such additional service lines. The cost, if any, of resuming the flow of water to such additional service lines shall be borne by the Corporation.

Section 6. The Board of Trustees shall, with the consent of the Farmers Home Administration (FMHA) and its successors so long as it shall either hold any obligations or insure any financing of the system, prior to the beginning of each calendar year, determine the flat minimum monthly rate to be charged each member and user during the following calendar year for a specified quantity of water.

Such flat minimum monthly rate is to be payable irrespective of whether any water is used by a member or user during any month. The Board of Trustees shall also determine, subject to consent of the FMHA and its successors, the amount of additional charges, if any, for

additional water which may be supplied the members and users, the amount of penalty for late payments, and shall fix the date for the payment of such charges. A member or user, in order to be entitled to the delivery of water, shall pay such charges at such places as designated by the Board of Trustees on or prior to the dates fixed by the Board of Trustees. The failure to pay water charges duly imposed shall result in the automatic imposition of the following penalties:

A. Nonpayment within ten (10) days from the due date will be subject to a penalty of ten percent (10%) of the delinquent account. The percent may be changed at the discretion of the Board of Trustees.

B. Nonpayment within thirty (30) days from the due date may result in the water being shut off from the member's or user's service line(s) without any notice thereof to such delinquent member or user. Upon the payment of any past due water charges, penalties thereon, depleted security deposit, and/or reconnection charge such members or users shall be entitled to resumption of the water supply.

C. During the time of suspension of water service for nonpayment, such member or user shall have no right to vote on any affairs of the Corporation.

Section 7. The Board of Trustees shall be authorized to require each member or user to enter into a water user agreement and easement which shall embody the principles set forth in the foregoing provisions of these by-laws.

Section 8. A member of the Corporation may review the meeting minutes of the Corporation at any reasonable time during regular business hours of the Corporation ~~for a reasonable purpose~~. The member shall submit a written request to inspect the meeting minutes that describes the purpose for the review of meeting minutes. Any privileged or confidential information contained in the meeting minutes shall be redacted prior to being produced to the

requesting member for inspection. The general manager of the Corporation shall make the meeting minutes available for review within a reasonable time after receiving the written request.

ARTICLE XI

Distribution of Surplus Funds

In the event that there should exist surplus funds or net income beyond what is needed for operational and maintenance expenses, they may be placed in an existing or new reserve account(s) to be used for early debt retirement, depreciation, to satisfy terms of any borrowing transaction and other regulatory agencies, or for the improvement and/or extension of the Corporation facilities as the Board of Trustees may determine to be in the best interest of the Corporation and to the extent not otherwise provided for by any contractual arrangement. The occurrence in a subsequent fiscal year of surplus funds or net income above the requirements of the Corporation as above mentioned, including, if any, a reserve for improvements and extension of the facilities shall be taken into consideration by the Board of Trustees in determining the water rates to be charged the members and users.

ARTICLE XII

Amendments

Section 1. Following a proposal of amendment by either a member or a Trustee. These by-laws may be repealed or amended by a vote of a majority of the members present at any annual meeting of the Corporation, or at any special meeting of the Corporation duly called for that purpose provided that written notice of the text of such amendment is presented to the secretary or the Board of Trustees no later than sixty (60) days prior to any such meeting,

except that so long as any indebtedness is held by or guaranteed by the Farmers Home Administration and its successors, the members shall not have the power to change the purposes of the Corporation so as to decrease its rights and powers under the laws of the State, or to waive any requirement of bond or other provision for the safety and security of the property and funds of the Corporation or its members, or to so amend the by-laws as to effect a fundamental change in the policies of the Corporation without the prior approval of the Farmers Home Administration and its successors in writing.

Section 2. In the event that written notice of the text of a proposed amendment to these by-laws is provided to the secretary or the Board of Trustees as required by Section 1 of this Article XIII, the Board of Trustees shall ensure that the text of the amendment is included in the notice required under Article VI, Section 3.

THE LITTLE HOCKING WATER ASSOCIATION, INC.

We certify that the foregoing amended by-laws were duly adopted by the members ~~on the~~ and that the same are in full force and effect, containing the duly approved restatement of and amendments to the January 16, 1990 by-laws.

Given under our hands and the seal of the Corporation this ____ day of _____,
2022.

President

Vice-President

Secretary-Treasurer

Trustee

Trustee

Trustee

Trustee