



TANA - Board of Directors Meeting# 17 (2021 - 2023)

Wednesday, 27th July 2022 from 8:30 pm ET

Teleconference

	Position	Name	Present	Absent
1	Chairman	Dr. Hanumaiah Bandla	✓	
2	Director	Mr. Murali Vennam	✓	
3	Treasurer, BoD	Mrs. Laxmi Devineni	✓	
4	Director	Dr. Chowdary Jampala	✓	
5	Director	Mr. Srinivas Lavu	✓	
6	Director	Dr. Nagendra Srinivas Kodali	✓	
7	Director	Mr. Janardhan Nimmalapudi	✓	
8	President	Mr. Anjaiah Chowdary Lavu	✓	
9	Executive Vice President	Mr. Niranjan Srungavarapu	✓	
10	Immediate Past President	Mr. Jay Talluri	✓	
11	Secretary	Mr. Sateesh Vemuri	✓	
12	Treasurer	Mr. Ashok Babu Kolla	✓	
13	Chairman, TANA Foundation	Mr. Venkataramana Yarlagadda	✓	
14	Secretary, TANA Foundation	Mr. Sashikanth Vallepalli	✓	
15	Treasurer, TANA Foundation	Mr. Srikanth Polavarapu	✓	

The special meeting was called to order by Dr. Hanumaiah Bandla, Chairman of BOD, with the following agenda via Teleconference, pursuant to the Bylaws and all 15 members attended.

Agenda:

1. Call to order
2. Review of last meeting minutes
3. Review of appeal received from Venkata Ramana Yarlagadda with regards to the EC interpretation of bylaws
4. Review of appeal received from Srikanth Polavarapu with regards to the EC interpretation of bylaws
5. Role of BOD in legal matters of TANA and appointment of a legal liaison
6. Clarification of the Secretary position of BOD
7. Adjournment



## MOTIONS

1. Mr. Ashok Kolla moved that “the minutes of “21-23 TANA BOD meeting #15” be approved”. This motion was seconded by Mr. Jay Talluri and adopted unanimously.
2. Mr. Srinivas Lavu moved that “the minutes of “21-23 TANA BOD meeting #16” be approved”. This motion was seconded by Mr. Sateesh Vemuri and adopted unanimously.
3. Mr. Niranjan Srungavarapu moved that “The Board of Directors upholds the appeal of Venkata Ramana Yarlagadda as the EC interpretation of the Bylaws at its special meeting of 7/8/22 was arbitrary, whimsical and capricious. The Board determines that the Special Meeting of TANA Foundation held on 6/30/22 was improper as the only item on the agenda was not in accordance with the organizational bylaws and the Board further determines that all actions taken at the meeting are invalid. The Board of Directors affirms that only the Board of Directors is authorized by TANA bylaws and Maryland corporate law to remove officers, officeholders, agents or directors of the corporation”.

This motion was seconded by Mr. Jay Talluri and BOD members voted as follows.

Voted Yes – Mr. Sateesh Vemuri, Mr. Ashok Kolla, Mr. Jay Talluri, Mr. Niranjan Srungavarapu, Mr. Srikanth Polavarapu, Dr. Chowdary Jampala, Mr. Murali Vennam

Voted No –

Abstain - Mr. Anjaiah Chowdary Lavu, Mr. Janardhan Nimmalapudi, Mr. Srinivas Lavu, Dr. Nagendra Srinivas Kodali, Ms. Lakshmi Devineni

Recused: Mr. Venkata Ramana Yarlagadda, Mr. Sashikanth Vallepalli

The motion was adopted.

4. Mr. Murali Vennam moved that “The Board of Directors upholds the appeal of Srikanth Polavarapu as the EC interpretation of the Bylaws at its special meeting of 7/8/22 was arbitrary, whimsical and capricious. The Board determines that the Special Meeting of TANA Foundation held on 6/30/22 was improper as the only item on the agenda was not in accordance with the organizational bylaws and the Board further determines that all actions taken at the meeting are invalid. The Board of Directors affirms that only the Board of Directors is authorized by TANA bylaws and Maryland corporate law to remove officers, officeholders, agents or directors of the corporation”.

This motion was seconded by Mr. Ashok Kolla and BOD members voted as follows.



Voted Yes – Mr. Sateesh Vemuri, Mr. Ashok Kolla, Mr. Jay Talluri, Mr. Niranjana Srungavarapu, Mr. Venkataramana Yarlalagadda, Dr. Chowdary Jampala, Mr. Murali Vennam

Voted No –

Abstain - Mr. Anjaiah Chowdary Lavu, Mr. Janardhan Nimmalapudi, Mr. Srinivas Lavu, Dr. Nagendra Srinivas Kodali, Ms. Lakshmi Devineni

Recused: Mr. Srikanth Polavarapu, Mr. Sashikanth Vallepalli

The motion was adopted.

5. Mr. Jay Talluri moved that “The Board of Directors shall manage all legal matters of TANA, including responding to, or initiating, lawsuits or legal notices, and giving direction to legal counsel. The Chairperson of the Board of Directors, and/or a TANA member appointed as a legal liaison by the Board of Directors are authorized to communicate and coordinate with legal counsel as necessary.”

This motion was seconded by Mr. Niranjana Srungavarapu and BOD members voted as follows.

Voted Yes – Mr. Sateesh Vemuri, Mr. Ashok Kolla, Mr. Jay Talluri, Mr. Niranjana Srungavarapu, Mr. Srikanth Polavarapu, Mr. Venkataramana Yarlalagadda, Ms. Lakshmi Devineni, Mr. Murali Vennam

Voted No – Mr. Anjaiah Chowdary Lavu, Mr. Janardhan Nimmalapudi, Mr. Srinivas Lavu, Dr. Nagendra Srinivas Kodali

Abstain - Dr. Chowdary Jampala, Mr. Sashikanth Vallepalli

The motion was adopted.

6. Mr. Niranjana Srungavarapu moved that “The Board of Directors appoints Mr. Chowdary Jampala as the legal liaison to communicate and coordinate with legal counsel as necessary.”

This motion was seconded by Ms. Lakshmi Devineni and BOD members voted as follows.

Voted Yes – Mr. Sateesh Vemuri, Mr. Ashok Kolla, Mr. Jay Talluri, Mr. Niranjana Srungavarapu, Mr. Srikanth Polavarapu, Mr. Venkataramana Yarlalagadda, Ms. Lakshmi Devineni, Mr. Murali Vennam

Voted No –

Abstain - Dr. Chowdary Jampala, Mr. Sashikanth Vallepalli, Mr. Anjaiah Chowdary Lavu, Mr. Janardhan Nimmalapudi, Mr. Srinivas Lavu, Dr. Nagendra Srinivas Kodali

The motion was adopted.



7. Mr. Ashok Kolla moved that “the Board determines that the position of the Secretary of Board of Directors is currently vacant and an election shall be held to fill the vacancy.”

This motion was seconded by Mr. Jay Talluri and BOD members voted as follows.

Voted Yes – Mr. Sateesh Vemuri, Mr. Ashok Kolla, Mr. Jay Talluri, Mr. Niranjan Srungavarapu, Mr. Srikanth Polavarapu, Mr. Venkataramana Yarlalagadda, Mr. Murali Vennam

Voted No – Ms. Lakshmi Devineni, Mr. Sashikanth Vallepalli, Mr. Anjaiah Chowdary Lavu, Mr. Janardhan Nimmalapudi, Mr. Srinivas Lavu, Dr. Nagendra Srinivas Kodali

Abstain - Dr. Chowdary Jampala

The motion was adopted.

8. Mr. Janardhan Nimmalapudi moved that the following text from the previously approved minutes of meeting #11- “In lieu of Dr. Nagendra Srinivas Kodali voluntarily stepping down, Mr. Murali Vennam will be the interim secretary till June 30, 2022. Mr. Anjaiah Chowdary Lavu proposed the motion and seconded by Mr. Srinivas Lavu. Motion passed unanimously” - be amended as follows. “In lieu of Dr. Nagendra Srinivas Kodali voluntarily stepping down until June 30th, 2022, Mr. Murali Vennam will be the interim secretary till June 30, 2022. Dr. Nagendra Srinivas Kodali will resume his duty as Secretary after June 30th 2022. Mr. Anjaiah Chowdary Lavu proposed the motion and seconded by Mr. Srinivas Lavu. Motion passed unanimously.”

This motion was seconded by Mr. Sasikanth Vallepalli and BOD members voted as follows.

Voted Yes – Ms. Lakshmi Devineni, Mr. Sashikanth Vallepalli, Mr. Anjaiah Chowdary Lavu, Mr. Janardhan Nimmalapudi, Mr. Srinivas Lavu, Dr. Nagendra Srinivas Kodali

Voted No – Mr. Sateesh Vemuri, Mr. Ashok Kolla, Mr. Jay Talluri, Mr. Niranjan Srungavarapu, Mr. Srikanth Polavarapu, Mr. Venkataramana Yarlalagadda, Mr. Murali Vennam

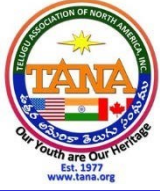
Abstain - Dr. Chowdary Jampala

The motion was not adopted.

9. The Chairman called for nominations to fill the position of the Secretary of the Board of Directors for the remainder of the 2021-23 term.

Mr. Srikanth Polavarapu nominated Mr. Murali Vennam and the nomination was seconded by Ms. Lakshmi Devineni.

As no other nominations were received, the Chairman declared Mr. Murali Vennam as being unanimously elected as the Secretary of the Board of Directors for the remainder of the 2021-23 term.



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10. Mr. Janardhan Nimmalapudi moved to adjourn the meeting. This motion was seconded by Mr. Niranjan Srungavarapu and was adopted unanimously.

The meeting was adjourned on Thursday, 28<sup>th</sup> July 2022 at 1:30 am ET.

Minutes recorded by: **Mr. Murali Vennam, TANA BoD.**