



## TANA Board of Directors Meeting #16 (2023-25)

Thursday, April 17th, 2025 10:00 pm ET

Teleconference

### Attendees:

	Position	Name	Present	Absent
1	Chairman, BOD	Dr. Nagendra Srinivas Kodali	X	
2	Secretary, BOD	Mrs. Laxmi Devineni	X	
3	Treasurer, BOD	Mr. Janardhan Nimmalapudi	X	
4	Director	Mr. Srinivasa Rao Lavu	X	
5	Director	Mr. Ravi Potluri	X	
6	Director	Mr. Mallikarjuna Vemana	X	
7	Director	Mr. Kanuru, Hema Chandra Sekhar	X	
8	President	Mr. Niranjana Srungavarapu	X	
9	Executive Vice-President	Dr. Naren Kodali	X	
10	Immediate Past President	Mr. Anjaiah Chowdary Lavu	X	
11	Secretary, TANA Executive Committee	Mr. Kasukurthi, Venkata Raja	X	
12	Treasurer, TANA Executive Committee	Mr. Bharath Maddineni	X	
13	Chairman, TANA Foundation	Mr. Sashikanth Vallepalli	X	
14	Secretary, TANA Foundation	Mr. Vidhyadhar Garapati	X	
15	Treasurer, TANA Foundation	Mr. Vinay Kumar Maddineni	X	

The special meeting was called to order by Dr. Nagendra Srinivas Kodali, Chairman of BOD, with the following agenda via Teleconference at 10:00 PM EST, pursuant to the Bylaws. All 15 members were in attendance.

### Agenda:

- 1) Call to order
- 2) Approval of Meeting minutes
- 3) Grievances
- 4) Other business
- 5) Adjournment

### Motions:

- 1) Mr. Kasukurthi, Venkata Raja proposed a motion that “the BOD approves the meeting minutes for BOD Meeting #12, BOD Meeting #13 and Meeting #14.”

Mr. Janardhan Nimmalapudi seconded the motion. The motion was adopted with a majority vote with 14 directors voting in favor of the motion. Mr. Niranjana Srungavarapu abstained from voting.

- 2) Mr. Kasukurthi, Venkata Raja proposed the following motion:

The BOD resolves “That Board of Directors in good faith, care and loyalty, and within the scope of their authority, and in accordance to adopted bylaws and best interest of the Telugu Association of North America (TANA) and in compliance with Article XVIII 2(c) of the TANA bylaws. that there is an immediate and emergent need to amend the bylaws via the emergency amendment procedure due to the following extenuating and extraordinary circumstances and issues that require the complete undivided attention of the officers, directors and trustees of the organization:



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- a) The issue pertaining to the loss of 3.65 Million donor funds discovered in November 24, 2024 due to unauthorized transfer of funds from the TANA Foundation endowment account by a former director of the BOD who was also the Treasurer of the Foundation that is under FBI investigation.
- b) The issue regarding a grand jury subpoena from the United States Attorney's Office, Northern District of California (with definitive response times) was issued on December 17, 2024. The requested information was submitted on January 27, 2025. The investigation is in a preliminary stage and further rounds of requests for information are anticipated.
- c) Authorities have instructed TANA to conduct an internal control audit and a comprehensive self-assessment of compliance within the organization and constituent bodies by the end of May 2025.
- d) The above continuously occurring issues starting November 2024 and still existing and are detrimental, extenuating and extraordinary, attracting an emergency and threatening the existence of the organization. There is no conclusive end date, and the continuous and sequential addition of problems did not allow the organization to conduct the nominations and elections and to issue the notification for the election by January 31, 2025 and conduct the election before April 30, 2025 as mandated by laws.
- e) The Board of Directors made multiple sincere attempts to conduct the 2025-2027 elections but had to postpone the notification date via resolution thrice (first to March 15 and then to April 15 and eventually to May 30, 2025) due to the aforementioned issues.
- f) The organization is currently facing extremely short timelines and the approaching end of 2023-2025 term for the current leadership, with the bylaws requiring the installation of new officers, directors and trustees by July 5th, (77 days from the date of this resolution).
- g) The above issues have caused severe unrest in the TANA membership (about 70,000 individuals) and the Telugu community at large and therefore require the undivided attention of the Board, Officers, Executive Committee and Trustees from the Foundation to respond in an effective and timely manner.
- h) Many long-standing life members of TANA are not willing to engage in the ballot based elections and being disturbed with having to make choices on new candidates when there are several pressing issues threatening the existence of the organization and requested to avoid ballot based election that would bring undue attention to the organization for a period of at least two months right in middle of this crisis.
- i) The stability and the long-term existence of the 48-year organization is at stake and the BOD in good faith and best judgment believes this is not a time for campaigning and engaging in any form of aggressive election activity.

The motion was seconded by Mr. Srinivas Lavu. The motion was adopted with a majority vote with 13 members voting in favor of the motion. Mr. Nirajan Srungavarapu and Mr. Vidhyadhar Garapati voted against the motion.

- 3) Mr. Janardhan Nimmalapudi proposed a motion that "The BOD approves the meeting minutes for BOD Meeting #15."

Mr. Mallikarjuna Vemana seconded the motion. The motion was adopted with a majority vote with 14 directors voting in favor of the motion. Mr. Niranjan Srungavarapu abstained from voting.

- 4) Dr. Naren Kodali proposed the following motion:

The BOD resolves "That Board of Directors in good faith, care and loyalty, and within the scope of their authority, and in accordance to adopted bylaws and best interest of the Telugu Association of North America (TANA) and in compliance with Article XVIII 2(c) of the TANA bylaws there is an immediate and emergent need to amend the bylaws to nominate and elect individuals for the positions of officers, directors and trustees and executive committee members through a comprehensive selection process conducted by a Nominations and Election Committee consisting of Life Members and further ratification by the Board of Directors.



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It is the intent of the Board of Directors that:

- a) such a change regarding the voting rights of members and is intended only for the current organizational elections due to the emergent need and inability to conduct regular voting via ballots in a timely manner.
- b) this decision is in absolute good faith due to the emergent need not intended as disenfranchisement of life and donor member voting.
- c) this change can be easily reversed by the Board of Directors at any time the emergency subsidies.
- d) the Board of Directors in good faith are committed to reverting back to conducting the election process via life and donor member voting when the following are addressed:
  - i. Issues pertaining to the loss and ongoing attempts towards recovery of 3.6 Million.
  - ii. Resolution of issues regarding subpoena from the United States Attorney
  - iii. Correction and comprehensive revision of organization bylaws to address deficiencies.
  - iv. Performing an exhaustive internal control audit and financial audit
  - v. Adopting and implementing the recommendations of the Corporate Counsel, IRS and other agencies.
  - vi. Regaining the focus through the confidence of the members and the Telugu people in North America in the strength, viability and progress of the organization.

The BOD further resolves in good faith and in its best judgement that the organization will benefit immensely by recommending to the N/E Committee to select long time volunteers of TANA through an interview process and identify candidates with good moral and ethical values and are long standing members with expertise in the operation of nonprofit corporations and service activities and can directly contribute with the resolution of the current issues with their focused experience.

The motion was seconded by Mr. Srinivas Lavu. While 13 members voted in favor of the motion, Mr. Niranjan Srungavarapu and Mr. Vidhyadhar Garapati voted against the motion. The motion was adopted with majority vote.

- 5) Adjournment of the TANA Board Special meeting #16(2023-2025) was proposed by Mr. Anjaiah Chowdhary Lavu. The motion was seconded by Mr. Sashikanth Valleballi and was adopted unanimously.

*Minutes recorded by Mrs. Laxmi Devineni, Secretary – Board of Directors*