



## TANA Board of Directors Meeting # 6 (2023-25)

Saturday, October 19th, 2024 from 3:30 pm ET

In Person

### 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 in-person meeting was called to order by Dr. Nagendra Srinivas Kodali, Chairman of BOD, with the following agenda, pursuant to the Bylaws and 14 members attended, 12 members in person and 2 members via teleconference.

### Agenda:

- 1) Call to order
- 2) Approval of previous meeting minutes
- 3) Financials
- 4) MVC updates
- 5) Legal updates
- 6) Bylaws emergency amendments
- 7) 2025 Conference updates
- 8) Other business
- 9) Adjournment

### Motions:

1. Mr. Ravi Potluri moved the motion to approve the minutes of TANA Board meeting #5(2023-2025). The motion was seconded by Mr. Janardhan Nimmalapudi and was adopted unanimously.
2. Mr. Anjaiah Chowdary Lavu moved the motion proposing the extension of EC Financials for 3<sup>rd</sup> Quarter of 2023, 4<sup>th</sup> quarter of 2023, 1<sup>st</sup> quarter of 2024 and 2<sup>nd</sup> quarter of 2024 till November 30<sup>th</sup> 2024. The motion was seconded by Mrs. Laxmi Devineni and was adopted unanimously.
3. Mr. Mallikarjuna Vemana moved the motion proposing the extension of TANA Foundation Financials for 4<sup>th</sup>



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quarter of 2023, 1<sup>st</sup> quarter of 2024 and 2<sup>nd</sup> quarter of 2024 till November 30<sup>th</sup> 2024. The motion was seconded by Mr. Janardhan Nimmalapudi and was adopted unanimously.

4. Mr. Janardhan Nimmalapudi moved the motion proposing the amendment to “Article XVII, Section (1)(d) Conference Coordinator” as follows. “The President of TANA, with the consent of the Executive Committee, shall nominate and appoint a Conference Coordinator. In the event that the President fails to nominate or does not have the consent of the Executive Committee, the Chairperson of the Board of Directors shall nominate and appoint a Conference Coordinator with the majority vote of the Board of Directors. The Conference Coordinator shall be in charge of planning and organizing the Conference, under the direction and supervision of the President or the Chairperson of the Board of Directors. If the President is not satisfied with the organization of the Conference, the President may remove the Conference Coordinator with the consent of the Executive Committee. Unless otherwise directed by the Executive Committee or the Board of Directors, the Conference Coordinator shall have no authority to enter into any contract or agreement on behalf of TANA which is not in writing. Unless otherwise directed by the Executive Committee or the Board of Directors, no contract which exceeds \$5,000 in value signed by the Conference Coordinator shall be binding upon TANA unless such contract is also signed by the TANA President or the Chairperson of the Board of Directors. Unless otherwise directed by the Executive Committee or the Board of Directors, the Conference Coordinator shall have no authority to sign or enter into any contract or agreement for less than \$5,000 with any vendor or supplier if there are other contracts or agreements to be entered into or reasonably anticipated to be entered into with the same vendor or supplier or any affiliate, parent or subsidiary of such vendor or supplier, which, in the aggregate, exceed \$5,000. The Conference Coordinator shall provide a copy of this Section 1(d) to each proposed vendor or supplier of goods or services to the Conference. The Conference Coordinator shall specifically notify the Executive Committee forthwith of any liquidated damages or penalty clauses contained in any contract or proposed contract. The Conference Coordinator shall promptly provide the Executive Committee for its review and approval a full and complete copy of any proposed contract or contracts with a value in excess of \$5,000 either alone or in the aggregate together with all schedules, exhibits and addenda.” The motion was seconded by Mr. Mallikarjuna Vemana and the members voted as follows. All the members voted in favor of the motion except Mr. Vidhyadhar Garapati who has Abstained from voting. The motion was adopted with a majority vote.
5. Mr. Vidhyadhar Garapati moved the motion proposing the emergency amendment of bylaws to “Article XVIII, Section (2) (f) Transition” to remove entire sub section (f). The motion was seconded by Dr. Naren Kodali. All the members voted in favor of the motion and the motion was adopted unanimously.
6. Mr. Vinay kumar Maddineni moved the motion proposing the emergency amendment of bylaws to “Article XVII Section (7) (a) Business Judgement Rule: Lines 12-17” as follows. “After the hearing at which a quorum is present, the Board of Directors shall decide by a two-thirds majority of affirmative vote of all the members (including those not in attendance at the meeting, whose vote may be obtained in writing or by e-mail within 72 hours of the meeting of the Board of Directors whether to remove the officer, agent or director.” The motion was seconded by Mr. Mallikarjuna Vemana and the members voted as follows. All the members voted in favor of the motion except Mr. Vidhyadhar Garapati and Mr. Kanuru Hema Chandra Sekhar who voted no to this motion. The motion was adopted with a majority vote.
7. Adjournment of the TANA Board meeting #6(2023-2025) was proposed by Mr. Janardhan Nimmalapudi. The motion was seconded by Dr. Naren Kodali and was adopted unanimously.