

The following list of proposed changes for HTA C&BL was approved by HTA Board during it September 8, meeting (draft copy not for circulation):

1. Change membership requirements for voting and AGM quorum requirements

It has been observed that having quorum for AGM meeting has been almost impossible in the recent past. Therefore, we propose to change the voting membership requirements by increasing total donation to \$500 from \$101 on or before 12 months from the date of AGM meeting.

2. Definition of eligible memberships for both – AGM quorum and board election

Clarify the confusions due to two memberships (family and individual) and replace with one membership as advised by Carter Law Firm.

3. Eligibility, including max time that each member can serve on HTA Board either in continuation or during the entire membership duration, of members for HTA Board of Director.

Proposed solution – Max of 8 years during entire membership period but no more 4 years in continuation with a minimum of one year gap between any 4 years tenure. It was proposed that Surendra Singh will explore if these proposed changes can be effective retrospectively. At this time, the subject related to the start date for determining the max time served by any existing board members is tabled until is studied further in conjunction with AZCC and ANCA. Based on the ruling by Carter Law Firm, these changes will be effective from the date of approval by members (not retrospectively as originally approved by HTA Board). See the email on page #2.

4. Provisions for nullifying or invalidating decisions made by previous boards

Board will require at 2/3 of total board majority (i.e. total number of members in the board –example 13 for the current board. It needs at least 9 members for nullifying or invalidating any motions or resolutions passed by boards in past.

5. Formation of Board of Trustee (BOT)

Proposed solution – The proposed BOD shall not have more than 5 members with two highest donors and 3 elected from AGM. The minimum requirement for any elected BOT is that he or she must have served as elected HTA Board President and has good standing.

The max period that a trustee (both elected and max donor) can serve is no more than 12 year in total life and no more than 6 years in continuation. Elected members are required to seek election after three years with at least one year gap between two 6 years tenure.

BOT major responsibility will be Temple long term financial stability including helping to define visions. In case of emergency, BOT can step in for acting on behalf of board but will cease such actions immediately once board is place. Under no circumstances BOT shall interfere or involve into Temple day-to-day operations.

6. **Number Board of Directors at one time**

In view of changing voting membership requirements, it is proposed that max number of elected BOD shall not exceed 9 at any time.

7. **How to deal with Unexpected Resignation by Executive Committee Members or BOD**

Since ANCA and AZCC do not define the process how to handle resignation by BOD or Executive Committee members, I propose that either Secretary or VP shall accept it. In case, if all of these resign as happened recently but board still has simple majority, board can accept the resignation and continue Temple operation with no interruptions. Or Seek advice from Carter Law Firm.

8. **Disciplinary Actions** (against any member or board of directors) and policy manuals-TBD.

9. **Zones criteria for contesting Board election.**

Board decided that zones should not be considered as an issue for board election.

From: Surendra Singh [mailto:smshta123@gmail.com]

Sent: Monday, September 16, 2013 1:34 PM

To: Yvonne Moss

Subject: Drafted article and HTA Bylaws

Hello Attorney Yvonne,

HTA Board approved filing the new article (see the attached document) with AZCC during its September 8 meeting.

Please send us the rough estimate cost for completing this task.

Also, Board has approved a list of proposed changes that need to be incorporated into the new HTA Bylaws. Currently I have sent it to a randomly selected members for their inputs. Once I have it and I will review with board and that will be sent to you.

I need to ask one question, i.e., should these changes be applied retrospectively or not? Please advise.

Also,
Have a blessed day.

Best regards,

Surendra Singh
HTA Board 2013



Yvonne Moss

Sep 17 ☆



to me ▾

Surendra,

I will try to get the documents for signature to you before I get on the airplane tomorrow. If not, I will get them to you on Thursday.

As for the bylaws, they will be effective from the date of approval going forward.

Best,

Yvonne

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HTA Board Meeting Minutes

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