



SUTA BoD (12th) Meeting Minutes

Table 1. Meeting Information

Date:	June 25, 2023
Start Time:	9:00 PDT, 12:00 EST, 18:00 CET, 19:30 IRI
Location:	Zoom
Chairperson:	Mahshid Agir (President)
Secretary:	Ahmad (creating of To do list by Mansour)
Meeting #:	2

Table 2. Attendance Information

Board Member	Position	Present
Mahshid Agir	President	Yes
Mansour Abdoli	Treasurer	Yes
Ahmad Ahgary	Secretary	Yes
Fariba Aria	Vice President	Yes
Maryam Kamali	Director	Yes
Farnoush Moslehi	Director	Yes
HamidReza Hashemi	Director	Yes
Siamak Aram	Substitute Director	Yes
Sepideh Soheilpour	Substitute Director	Yes

Minutes

- 1) Mahshid and Siamak talked before the meeting order emphasizing the necessity of dialogue to create coordination and understanding in collective work, having criteria for dividing duties and collective decision in the board of directors. Pre-agenda discussions can take place in the introduction of each meeting.
- 2) According to the previous agreement, this board meeting will deal with internal affairs for one hour, and after that, the open part will take place with the observing members presence using a YouTube link sent by Mansour.
- 3) The following discussions and resolutions were made on items related to paragraphs 1 and 2 of the agenda:
 - 3.1 The attendees unanimously agreed to have a virtual address for SUTA that will replace the current address (belonging to Mehrdad).



3.2 Meetings can be held open with the participation of interested members as observers. The implementation criteria will be proposed by Mansour. Items on non-public matters are to be submitted by board members prior to the meeting.

3.3 Meetings are official with the presence of at least 5 members of the board of directors. According to the bylaws, the decision-making in the board of directors is based on the quorum of more than 50% of the votes of those present in the official meeting. The quorum is determined at the beginning of the meeting, and if the number of attendees falls below the quorum, the meeting does not lose its official status, however the minimum number of votes required for approval remains fixed based on the quorum at the beginning of the meeting (at least 3 votes).

The decisions of the Board of Directors are primarily made on the basis of a consensus of opinion. In the event of disagreements and the need for a vote, the legal criteria and legal recommendations of the lawyer are reviewed to determine the decision-making criteria. Hamidreza proposed the formation of a Judicial Committee to investigate such cases.

According to the equal vote of two substitute members, the mechanism of designation the first and second substitutes should be determined.

- 4) Minutes of meetings are compiled with a summary of the topics, proposals and decisions. Meetings are recorded for reference and follow-up and can be deleted after approval of the minutes.
- 5) Questions received by the board of directors via e-mail or telegram will be acknowledged in the first step with an automatic response and then answered by the appropriate official. The communication committee is responsible for controlling and managing the responses.
- 6) Statements are issued with the approval of the board of directors. The proposal and approval process will be formulated by Mansour. The implementation stage will be under the supervision of the communication committee.
- 7) Board meetings are scheduled on the last Sunday of every month. The next meeting will be on July 30.

Sending the YouTube link to the members and starting the public part of the meeting

In the open part of the negotiations, the following decisions were made:

- 1) The proposal for resumption of the work of the bylaws committee with the current composition (subject to the announcement of the readiness of the committee members) to present the bylaw referendum plan according to the approval of the general assembly, review the results of the referendum and compile the final document of the bylaw was unanimously approved by the board of directors.



In addition to the above tasks, Fariba considered it necessary to introduce the following supplementary amendments:

- In case of a tie vote, what mechanism is foreseen for the election of the board of directors?
- If 10% of the votes of the voting rights holders are not obtained, what mechanism is foreseen for the election of the board of directors?

Hamidreza has a proposal for amendments in Vision and Mission clauses.

Ahmad was unanimously elected as the head of the Bylaw Committee by the board of directors.

- 2) The formation of the Communication Committee under the responsibility of Maryam was unanimously approved.
- 3) The formation of the Chapters Committee with the responsibility of Fariba and Siamak was unanimously approved.
- 4) The formation of the Events and Gathering Committee under the responsibility of Mahshid and Hamidreza was unanimously approved. It was mentioned that preparation for the reunion takes a long time and the Board needs to start working on it right away.
- 5) The formation of the Membership Committee was unanimously approved under the responsibility of Sepideh and Fariba.
- 6) The board does not form a separate committee for public relations.

After the end of the open part, the internal discussions continued as follows:

- 1) The location of the document archive will remain in Mansour's user account until a definitive location is determined, so that a new account can be created for SUTA.
- 2) SUTA information (info@suta.org) user account will be checked for malfunctions, and if necessary, a new email will be created by Siamak and Mansour.
- 3) The access table for different groups and media will be updated by Mahshid and sent to the group. The admins of the groups will be updated in groups, and Telegram groups use the thematic divisions and archives as much as possible.
- 4) Mahshid's proposal to classify statements and press releases on social media to determine what type of releases are allowed to be published on each social network.

5) Action Items

These are based on items discussed in this meeting:

Table 3. To-Do List

Action	Responsible	Status
COMPILED DURING THE MEETING		
Using a physical virtual address	Mahshid & Fariba	Report to CA State
Updating letterhead with new address	Mahshid	
Suggestion: info@suta.org replaced by contact@suta.org + Automatic Reply	Siamak and Mansour	
)Forming the Public Relation Committee	BoD	Not needed as a separate committee
Responding quickly to requests on other social media	Public Relation Committee	
BoD voting procedure and tie-breaker procedure for substitute BoD members	BoD	
Discussing the voting procedure and details (Review of the Lawyer's Letter Interpretation)	Mahshid to send the Lawyer's Letter to everyone; BoD to comment on	
Bylaw committee to continue its work	Ahmad	
Bylaw committee to come up with a plan for informing and conducting the voting and tie-breaker procedure	Bylaw Committee	
Form a Reunion (or Events) Committee	HamidReza & Mahshid are volunteer	
Requesting proposal for hosting the reunion	Reunion Committee	
Form Chapter Committees	Fariba & Siamak	
Forming Communication Committee	Maryam	To lead the coordination of the committee responsibilities and suggesting access to social media
Determining needed committees	BoD	
Forming Membership Committee	Sepideh & Fariba	
invitation to observer Procedure	Mansour	
Setting event for monthly meetings: Last Weekend of each month	Mansour	
Completing transfer of SUTA assets to BoD12	Mahshid	
Updating admins for all Social Media and on the SUTA Website (e.g. Rewards Committee Telegram, ...)	Mahshid	Updating admins for all Social Media and on the SUTA Website (e.g. Rewards Committee Telegram, ...)
Posting prior meeting minutes on SUTA.ORG	Communication Committee (Mansour)	
Transition Procedure	Mansour suggest Siamak	