

The Board of Directors will function in accordance with the By-Laws of the Association. Three (3) members **will be** elected each year for a term of 3 years by the general body membership....The transition of the newly elected board **shall** take the office within two weeks from the General Body meeting. (emphasis added)

4. Article IX of the Constitution provides in pertinent part as follows:

The general body meeting of the Association **shall be** conducted by the President or the Board at least once a year on the Republic Day Celebration. (emphasis added)

5. The Bylaws provide a mechanism for the election of Directors consistent with the Constitution. Bylaws, Articles IX, X.

6. The Bylaws provide for staggered terms in the event that the entire Board is replaced—i.e., the directors will be elected for one, two and three year terms. Article XI.

7. The Association has not held a General Body meeting since December 2022 or elected directors since January 2022. As such, the terms of all of the Directors have expired.

8. Mo.Rev.Stat. §355.241 authorizes the Court to Order a General Body meeting and to prescribe the form and content of the meeting.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that:

- A. Judgment is granted in favor of Plaintiffs and against Defendant Association on Count II of Plaintiffs' First Amended Petition.

- B. The Court orders that the Association shall, within 45 days of the Court's Judgment, hold a General Body meeting after providing notice to the membership as required under the Bylaws.

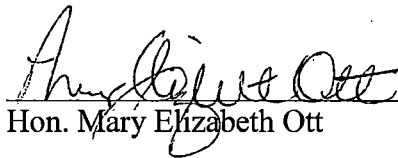
- C. The meeting shall be held at the Mahatma Gandhi Center, 717 Weidman Rd, Ballwin MO 63011 or such other place as the current Board decides. The Board shall provide notice of the meeting as set forth in the Bylaws, and the notice shall indicate that the membership will elect nine (9) Board members at the meeting.

D. Within seven (7) days of the Court's Judgment, the current Board shall circulate by email and regular mail a nomination form to the Association membership, to be completed and returned to the Board no later than thirty (30) days after the Court's Judgment.

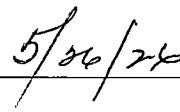
E. The members present at the General Body meeting shall constitute a quorum for the Court-ordered meeting, and the affirmative vote of a majority of the members present shall be sufficient to elect a director at this meeting.

F. Following the election of nine (9) Board members, the Board shall randomly assign terms to three of the new directors for one year, three directors for two years and three directors for three years.

G. Within 14 days of the Court's Judgment, Plaintiffs shall make application for fees and costs.



Hon. Mary Elizabeth Ott



Date