

Mahnomen Tribal Community Council BYLAWS

A NON-Profit organization recognized by the White Earth Reservation Tribal Council working under the mission, "bringing families together to ensure our future".

Article I. Purpose

- Section I:
 - This organization shall be known as the Mahnomen Tribal Community Council. The abbreviation of the MTCC can be used and recognized as needed after proper identification such as Mahnomen Tribal Community Council (MTCC).
- Section II:
 - The purpose of this organization shall be to promote the well-being of the community of Mahnomen, Minnesota. This shall be accomplished through the development and/or operation of service programs such as education, family engagement, crime prevention, recreation, and general well-being.

Article II. Board of Directors

- Section I:
 - The property and business of this organization shall be managed by its Board of Directors, which shall consist of five (5) members.
- Section II:
 - Members of the Board of Directors must reside with-in the prescribed boundaries of the area of Mahnomen, which is defined by the MTCC as: North encompassing the city of Bejou, East to Midway Lakes/Mahnomen County Road 3, South to Mahnomen County Road 6, and West to the Mahnomen/Norman county line.
- Section III:
 - The officers of the Board of Directors shall consist of a chairperson, secretary, treasurer, and two (2) council members.
- Section IV:
 - The terms of office of the initial members of the Board shall be one (1) year for two (2) of the appointed members, and two (2) years for the remaining three (3) members. Thereafter, the terms of the Board members shall be two (2).

- Section V:
 - The officers of the Board shall be re-organized and elected from the members of the Board of Directors following the first regular month meeting at the beginning of the new fiscal year; Oct 1.

- Section VI:
 - In the event any member of the Board of Directors shall, without justification, fail to attend two (2) consecutive meetings, they shall be deemed to have resigned and a vacancy to have been created.
 - In the event any member of the Board of Directors no longer resides within the MTCC service area, they shall be deemed to have resigned and a vacancy to have been created.

- Section VI:
 - A Board of Directors member may resign with 2-weeks prior written notice to the chairperson.

- Section VIII:
 - Any vacancies occurring on the Board of Directors shall be filled by the remaining member of the Board. Only individual(s) who sought a position on the board will be considered.
 - When there are no individual(s) remaining who had sought a position on the Board of Directors, the Board of Directors shall appoint individual(s) to said vacancies from the District II Representative who express a desire to sit on the Board.

Article II. Elections

- Section I:
 - The Board of Directors shall conduct a public election for board vacancies and positions.

- Section II: Nominations & Elections
 - Nominations will be taken at least two (2) weeks prior to the election date and will be received by the filled officer position(s).
 - Only those individuals living within the MTCC service area are able to act in nomination or hold a nomination.
 - Elections shall be held by secret ballot and will be held publicly and open to all eligible voters.
 - Eligible voters will include only those individuals living within the MTCC service area.

- Section III:
 - Three (3) terms will end on even years; Two (2) terms will end on odd years.
 - Terms shall be from Oct-Sept, in alignment with the re-organization as noted in Article II; Section V.

Article III. Positions and Duties

- Section I:

- The Chair Person shall:
 - A. Preside at all regular and special meetings of the Board of Directors
 - B. Assume responsibility for the implementation of all resolutions and ordinances of the Mahnomen Tribal Community Council
 - C. Sign the Treasurer or secretary on behalf of the Mahnomen Tribal Community Council, all official papers and disbursements when authorized to do so.
 - D. Assume general supervision of all officers and committees of the Mahnomen Tribal Community Council and, as delegated take direct responsibility for the satisfactory performance of such officers and committees.
 - E. Prepare a report as needed for negotiations, report communications, and other activities of the Mahnomen Tribal Community Council, and shall make this report at each regular meeting of the Board of Directors. He/she shall include in this report all matters of importance to the Mahnomen Tribal Community Council and in no way shall he/she act for the MTCC unless specifically authorized to do so.
 - F. Submit records of meetings and business to White Earth Housing Authority and/or the White Earth RBC, as applicable.
 - G. Have general management of the business of the activities of the Mahnomen Tribal Community Council. He/she shall not act on matters binding the MTCC until the MTCC has deliberated and enacted appropriate resolution, or unless written delegation of authority has been granted.
 - H. Shall not vote in meetings of the Board of Directors except in the case of a tie.
- Section II:
 - The Secretary Shall:
 - A. Keep and maintain a complete record of the meetings of the Board of Directors
 - B. Keep a complete record of all business of the MTCC.
 - C. Submit records of meetings and business to the chair person for reports
 - D. Serve all notices required for meetings and elections.
 - E. Perform such duties as may be required by the Board of Directors
 - F. Will have signing authority in the absence of the treasurer.
- Section III:
 - The Treasurer shall:
 - A. Sign with the Chairperson on all official papers as provided in section I (c) of this article
 - B. Receive all funds of the MTCC, entrusted to it, deposit it in depository selected by the Board of Directors, and disburse such community funds as authorized by the Board of Directors
 - C. Shall maintain open to inspection of all financial and business records of the community council, at all reasonable times with written request.
 - D. Make a monthly report and account for all transactions involving collections and obligations of the MTCC funds. He/she shall present financial reports to the Board of Directors at each of its

regular scheduled meetings. Disbursements of any such obligations shall be approved by the Board of Directors.

Article IV. Removal of an Officer

- Section I:
 - If an officer of the Board of Directors does not fulfill duties required as described in Article III, that officer will be notified in writing of the meeting at which removal from office will be discussed and voted upon. At that meeting, the officer may present statements to the Board in an effort to retain the position.
 - Removal will occur if so voted by majority of the Board of Directors present at the meeting or voting by appropriate proxy.

Article V. Meetings (Regular, Special, Quorum)

- Section I:
 - Meetings of the Board of Directors shall be held on the second Thursday of each month and at other times as deemed necessary. Time and Location of the meeting(s) shall be determined by the Board of Directors. Meetings may be canceled or rescheduled by a majority vote of all Partners present in a quorum at a given meeting.
 - A notice of 24 hours will be provided when possible, with any meeting change or cancellation.
- Section II:
 - At all meetings of the Board of Directors, a majority of the Board of Directors shall be necessary and sufficient to constitute a quorum for the transaction of business.
 - The acts of the majority of the Board of Directors present at any meeting, at which there is a quorum, shall be the acts of the Board of Directors. A quorum shall consist of at least three (3) members present.
- Section III:
 - In the month of October, the Annual Meeting shall be held in conjunction with the regular business meeting, at which time new officers will be elected and a full and complete Annual Accounting of the financial condition will be reviewed
- Section IV:
 - Special meetings may be called at any time by Chairperson of the Board of Directors or any other two (2) members of the Board of Directors. In all cases, special meetings shall be limited to the stated purpose, which must be communicated in advance to all members in writing.

- Section V:
 - The use of written proxies is hereby permitted for those members unable to attend any regular, special, or Annual Meeting.
- Section VI:
 - Robert's Rules of Order shall govern the proceedings of all meetings of the Board of Directors.
- Section VII:
 - Order of Business:
 - Call to Order
 - Roll Call
 - Reading of the past minutes
 - Treasurer's Report
 - Approval of Bills
 - Unfinished/Old Business
 - New Business
 - Open Forum
 - Discussion
 - Adjournment
- Section VIII:
 - All meetings of the Board of Directors shall be open to the public. At which time public may address the Board during the open forum.

Article VI. Bank Account

- Section I:
 - The Board of Directors may select a bank for the purpose of opening a bank account. Funds in the bank account shall be withdrawn by checks signed by authorized members of the Board or by authorized debit card(s) with authorized member signatures.
- Section II:
 - Board of Directors shall be permitted to inspect the books of the MTCC with written request at all reasonable times.
- Section III:
 - All checks of the MTCC shall be signed by the Chairperson or the by the Treasurer.

Article VII. Bylaws

- Section I:

- The By-Laws of the Mahnomen Tribal Community Council may be altered or amended by the majority vote of the Board of Directors at any regular meeting, with advance written notice to the members of the proposed amendments or alterations.

Article VIII.

- Section I:
 - The extent of personal liability, in any, of the members for obligations of the MTCC and the methods of enforcement and collections, are as follows:
 - Members of this organization shall not be liable for debts or obligations, nor shall their private property be used to satisfy claims against this organization.
- Section II:
 - No part of the net earnings of the organization shall be for the benefit of, or be distributed to its members, trustee, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article I, Section II.
 - No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in ,or intervene in (including the publication or distributions of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Article IX. Dissolution Clause

- Section I:
 - Upon the dissolution of the organization, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the organization dispose of all assets of the organization exclusively for the purposes of the organization in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)3 of the Internal Revenue Code.
 - A White Earth Tribal Court of the White Earth Reservation shall dispose any assets not so disposed of in which the principal office of the organization is then located, exclusively for such purposes or to such organizations, as said court should determine, which are organized and operating exclusively for such purposes.