

ONEIDA NATION ARTS BOARD BY-LAWS

Article I. Authority

1-1. *Name.* The name of this entity shall be the Oneida Nation Arts Board, hereinafter referred to as "Board."

1-2. *Authority.* This entity is recognized by authority of the Oneida Business Committee by the adoption of these bylaws on February 28, 1996.

1-3. *Office.* The official mailing address of the Board shall be:

Oneida Nation Arts Board
PO Box 365
Oneida, WI 54155

The physical meeting place shall be determined at the first meeting of the Board and may change from time to time as determined by the Board but shall be within the Reservation boundaries unless notified to the membership prior to designating the meeting location.

1-4. *Membership.*

(a) *Number of Members.* The Board shall consist of a minimum of seven (7) members and a maximum of thirteen (13) members appointed by the Oneida Business Committee.

(b) *Qualifications.* A majority of the members shall be enrolled members of the Oneida Tribe.

(1) Any vacancies which cause non-Tribal members to make up the majority of the Board shall be filled within three (3) months. If such vacancies are not filled within three (3) months, a sufficient number of non-Tribal Board members shall be re-designated as alternates until Tribal members again make up a majority of the Board.

(2) When non-Tribal Board members are to be re-designated as alternates, all such non-Tribal members shall first be invited to volunteer to serve as an alternate. If there are not sufficient volunteers, then the members that have served the shortest time on the Board shall be selected first.

(c) *How Appointed.* The Board members shall be appointed in accordance with the Comprehensive Policy Governing Boards, Committees and Commissions. Existing Board members may recruit new members and, by consensus of the Board, make recommendations to the Oneida Business Committee for appointees.

(d) *Term of Office.* Members shall serve a three (3) year term. The maximum amount of time a member may serve consecutively shall be three (3) terms. Members shall remain in office until:

(1) their successors have been sworn in by the Oneida Business Committee; or

(2) they have submitted their resignation to the Board; or

(3) their appointment has been terminated.

(e) *How Vacancies are Filled.* Any vacancies for any reason on the Board shall be filled for the remainder of the term through the appointment process, in accordance with the Comprehensive Policy Governing Boards, Committees and Commissions. Members filling vacancies shall not have that considered in regards to the number of terms a member is able to hold consecutively. Vacancies of less than one (1) year shall be filled for the remainder of the term and for a new three (3) year term. Vacancies with greater than one (1) year remaining of the term shall be filled for the remainder of the term.

(f) *Unexcused Absences and Resignation.* Three (3) unexcused absences of a member may result in a member's appointment being terminated in accordance with the Comprehensive Policy Governing Boards, Committees and Commissions. A member who misses two (2) consecutive meetings shall be forwarded a reminder of the meeting dates by the Secretary. Resignations shall be in writing and presented to the Board.

(g) *Board Orientation.* Once a Board member has been sworn in by the Oneida Business Committee, the Board is responsible for providing the new member's orientation.

(h) *Voluntary Position.* Members of the Board are voluntary. No stipend shall be provided.

Article II. Officers and Personnel

2-1. *Officers.* The Board shall have three officers - Chairperson, Vice Chairperson, and Secretary.

2-2. *Chairperson Duties.* The Chairperson is responsible for calling meetings and notifying members with the assistance of the Secretary. The Chairperson shall preside over all regular and special meetings, and may appoint subcommittees at his or her discretion.

2-3. *Vice Chairperson Duties.* The Vice Chairperson shall preside at all meetings in the absence of the Chairperson and appoint a Vice Chairperson for that meeting. The Vice Chairperson shall work with the Chairperson in all matters that concern the Board. The Vice Chairperson shall also be responsible for overseeing Board recruitment, Board development and membership terms. The Vice Chairperson shall maintain contact with the Secretary of the Oneida Business Committee regarding membership terms and vacancies.

2-4. *Secretary Duties.* The Secretary shall keep accurate minutes of all meetings, both regular and special. The Secretary shall assure that minutes are reported in the proper format and read and answer all correspondence, abiding by/to the decisions of the Board.

2-5. *How Chosen and Length of Term.* The officers shall serve terms of one (1) year and shall be elected by consensus at the summer quarter meeting of each year. Terms of office run from the beginning of October. No officer shall serve for more than three (3) consecutive terms. In the event of a vacancy, the successor shall be appointed by the Board for the duration of the unexpired term. Successors filling vacancies shall not have that considered in regards to the number of terms an officer is able to hold consecutively.

2-6. *Personnel.* The Board does not have the authority to hire personnel for the benefit of the entity.

2-7. *Standing Committees.* Standing committees may be created by the Board from time to time as special conditions necessitate such action. A consensus of members present at a legally constituted meeting shall be required to create a special committee. When so created, such committees shall be appointed by the Chairman and shall be terminated upon completion of their assignment, which ordinarily shall result in a written report to the Board. Should a committee be established which for whatever reason is no longer meeting a valid need or goal of the Board; it may be terminated by consensus of the Board at any time.

Article III. Meetings

3-1. *Regular Meetings.* The regular meetings of the Board shall be established for the fiscal year by the Chairperson or consensus of the members. Notice of meeting location, agenda, and materials shall be forwarded by the Chairperson with the assistance of the Secretary and Oneida Nation Arts Program (ONAP) staff. Meetings shall be run in accordance with the consensus of the membership. There shall be the following standing meetings:

- (a) Summer Quarter - for the purpose of electing officers.
- (b) Fall Quarter - for the purpose of review and recommendation of the DAP grants.
- (c) Winter Quarter - for the purpose of evaluating programs and reviewing the strategic plan and ONAP budget.
- (d) Spring Quarter - for the purpose of Board development, recruitment and projects initiated by the Board.

3-2. *Emergency or Special Meetings.* Emergency or special meetings may be called by the Chairperson with at least three (3) days written notice. By consensus of the membership, the three (3) day written notice may be waived.

3-3. *Quorum.* A quorum shall consist of five (5) members or a simple majority based on the current board membership, whichever is greater. The quorum shall include either the Chairperson or the Vice Chairperson.

3-4. *Order of Business.* The regular meetings of the Board shall follow the order of business as set out herein:

- (a) Call to Order
- (b) Reading of the Minutes

- (c) Correspondence
- (d) Standing and Special Committee Reports
 - (1) ONAP Director's Report
 - (2) ONAP Budgetary Report
- (e) Old Business
- (f) New Business

3-5. *Voting.* Board decisions and actions shall be made by consensus. A formally proposed motion, second to a motion and vote on such motion with a minimum percentage for approval is not required. Issues shall be discussed until a proposal is made. Once a proposal is made, all members present state their level of agreement or concern with the proposal. After any concerns are identified, the Board shall address the concerns and the proposal shall be modified until the Board reaches a satisfactory agreement with all members present.

Article IV. Reporting

4-1. *Reporting.* The Board Chairperson shall submit reports to the Tribal Secretary on a quarterly basis. This reporting format may not be less than as required in any policy on reporting developed by the Oneida Business Committee or Oneida General Tribal Council.

4-2. *Format.* Agenda items shall be in an identified format.

4-3. *Minutes.* Minutes shall be typed and in a consistent format designed to generate the most informative record of the meetings of the Board. Minutes shall be forwarded to the Tribal Secretary's office within a reasonable time after approval by the Board.

4-4. *Attachments.* Handouts, reports, memoranda, and the like may be attached to the minutes and agenda, or may be kept separately, provided that all materials can be identified to the meeting in which they were presented.

4-5. *Annual Report.* The Board shall develop and submit its Annual Report to the Tribal Secretary's Office for forwarding to the Oneida General Tribal Council. The Annual Report shall include the Board's goals, activities, and outcomes, within the format provided by the Tribal Secretary's Office. The Annual Report shall also contain the Board's financial statements summarizing any financial activities of the Board including fund raising efforts, expenditures or in-kind contributions.

Article V. Amendments

5-1. *Amendments to By-laws.* Amendments shall be made to these by-laws at a regular meeting or an emergency meeting of the Board provided that written notice of proposed amendments was made at a prior regular meeting. Amendments are effective upon adoption of the Board and approval by the Oneida Business Committee.

Article VI. Purpose

6-1. *Purpose.* It shall be the purpose of the Board to provide guidance to the ONAP and to perform the responsibilities granted to the Board under the Dollars for Arts Program policy. Provided that, the guidelines and directions given in this Article are to set forth standards and goals, and may be interpreted in the broadest possible manner to include all manners of art and artistic projects. Specific responsibilities include, but are not limited to the following:

- (a) Work with the ONAP Director and staff in an advisory capacity on issues related to the arts in Oneida, and
- (b) Strive to provide guidance and recommendations in the development of the ONAP and arts programs throughout the community, and
- (c) Work with ONAP in determining and monitoring program outcomes, and
- (d) Receive reports of the ONAP activities from ONAP staff, and
- (e) Work with the ONAP Director in evaluating the ONAP, and
- (f) Approve policies and programs for the overall coordination and administration of the ONAP.

6-2. *Community Involvement.* The Board shall strive to provide the opportunity for people to explore and

enhance lifestyles through involvement in the arts by providing assistance in program development and design.

6-3. *Re-Granting.* The Board shall be responsible for approving re-granting guidelines, panel recommendations, and funding scenarios in the Dollars for Arts Program.

6-4. *Fiscal Sponsors.* The Board may approve the ONAP acting as a fiscal sponsor for community organizations not yet a not-for-profit.

6-5. *Public Art.* The Board shall periodically review lists of art assets owned by the Tribe, noting pieces that have potential of increasing in value and shall provide regular reports to the Oneida Business Committee, Cultural Heritage Historian, and Accounting.

These by-laws are hereby attested to as adopted by the Arts Board at a duly called meeting by the Chairperson's signature on this 22 day of June, 2011. And approved by the Oneida Business Committee at a duly called meeting held on this 8th day of June, 2011 by the Secretary of the Oneida Business Committee's signature.


Oneida Nation Arts Board Chairperson


Oneida Tribal Secretary