



Notice of

Public Meeting

to be held

January 7, 2016 at 12:15 p.m.

OBC Conference Room—2nd Floor, Norbert Hill Center



Topic: Comprehensive Policy Governing Boards, Committees and Commissions Amendments

The Legislative Operating Committee is hosting this Public Meeting to gather feedback from the community regarding a legislative proposal for these amendments to the policy that:

- ◆ Address what happens when the OBC rejects a person selected by the Tribal Chair for appointment to a Tribal board, committee or commission (hereinafter: entity).
- ◆ Clarify that a member's status as an elected or appointed official is based on the status of the entity, regardless of whether the member is appointed or elected.
- ◆ Add new provisions enabling entities to make recommendations to the Chair regarding appointments to their entity, and that also enable appointed entities to seek termination of appointment for one of its members, for specific misconduct.
- ◆ Update the requirements for what notice must be provided to applicants seeking appointment or election.
- ◆ Change the requirements for how the Secretary must post notice of vacancies.
- ◆ Change the requirements for what an entity's bylaws must contain, including the addition of detailed reporting requirements.

All community members are invited to attend this meeting to learn more about this proposal and/or to submit comments concerning this proposal.

Public Comment Period—Open until January 14, 2016

During the Public Comment Period, all interested persons may submit written comments regarding this legislative proposal; and/or a transcript of any testimony/spoken comments made during the Public Meeting. Written comments may be submitted to the Tribal Secretary's Office or to the Legislative Reference Office in person or by U.S. mail, interoffice mail, e-mail or fax.

For more information about the public meeting process, or to obtain copies of the Public Meeting documents for this proposal, please visit www.oneida-nsn.gov/Register/PublicMeetings or contact the Legislative Reference Office, which is located on the second floor of the Norbert Hill Center, Oneida WI.

Mail: **Legislative Reference Office**
PO Box 365
Oneida, WI 54155

Phone: **(920) 869-4376 or (800) 236-2214**
E-Mail: **LOC@oneidanation.org**
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Comprehensive Policy Governing Boards, Committees and Commissions

Yolihwakwe·kú Kayanláhsla? yethiya?tanú·nha tsi? ka·yá lonatlihu·tú·

all of the matters – laws and policies – they’re watching over them – the ones that have been appointed

- Article I. Purpose and Policy
- Article II. Adoption, Amendment, Repeal
- Article III. Definitions
- Article IV. Applications
- Article V. Vacancies
- Article VI. Appointed Entities
- Article VII. Elected Entities
- Article VIII. By-laws of Boards, Committees and Commissions
- Article IX. Minutes
- Article X. Dissolution of Entities

- Article XI. Stipends, Reimbursement and Compensation for Service
- Article XII. Confidential Information
- Article XIII. Conflicts of Interest

| <i>Analysis by the Legislative Reference Office</i> | | | | | |
|---|---|----------------|--------------|----------------|--------------|
| Title | Comprehensive Policy Governing Boards, Committees, Commissions (“the Policy”) | | | | |
| Requester | LOC – Prior Term | Drafter | Krystal John | Analyst | Tani Thurner |
| Reason for Request | Amendments requested in the previous term that would have reconciled the Policy with proposed amendments to the Election Law; however that law has not been amended yet. Additional changes have been made based on LOC and OBC work meetings. | | | | |
| Purpose | This Law governs the application process for seeking appointment or election to a Tribal entity, and includes requirements related to member stipends and compensation, vacancies on an entity, bylaws, and various other requirements related to Tribal boards, committees and commissions. | | | | |
| Authorized/ Affected Entities | Tribal Secretary’s Office, Tribal Chair, all Tribal boards, committees and commissions; and all persons seeking election or appointment to an entity. | | | | |
| Due Process | n/a | | | | |
| Related Legislation | Election Law, any other laws that set out requirements for a Tribal board, committee or commission. | | | | |
| Enforcement | New provisions are added which would enable the OBC to suspend the payment of stipends to an entity until the entity comes into compliance with this Law (except for the Gaming Commission – for that, the OBC may impose fines of \$50-100 for members found to be in noncompliance, or suspend all “employment benefits that are not essential to the Member’s employment requirements as a condition of gaming licensing, for example, non-essential travel.” [11-6] | | | | |

Overview

The proposed amendments to the Policy:

- Address what happens when the OBC rejects a person selected by the Tribal Chair for appointment to a Tribal board, committee or commission (hereinafter: entity).
- Clarify that a member’s status as an elected or appointed official is based on the status of the entity, regardless of whether the member is appointed or elected.
- Enable entities to make recommendations to the Chair regarding which applicant to appoint to their entity.
- Enable an appointed entity to seek termination of appointment for one of its members, for specific misconduct.

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- 3 • Update the requirements for providing notice to applicants seeking appointment or election.
- 4 • Change the requirements for how the Secretary must post notice of vacancies.
- 5 • Adding requirements for what an entity’s bylaws must contain, including detailed reporting
- 6 requirements.
- 7 • Add that if a person is removed from office or has his/her appointment terminated, then s/he
- 8 is ineligible for appointment or election to any entity for at least 1 year.
- 9 • Make additional changes to update and streamline the policy.

10 **Chairperson’s selection of a candidate for appointment**

11 This Policy sets out the process for a person to be appointed to serve on an entity – the
12 Tribal Chair selects a candidate, and brings that selection to the entire OBC, who will vote on
13 the appointment. However, the Policy does not identify what should happen if the OBC rejects
14 the person selected by the Chair. To clarify, the amendments now require that once the Chair
15 has selected an applicant for appointment, the Chair must forward the entire list of qualified
16 applicants to the OBC, not just the Chair’s selected applicant. A new provision adds that if the
17 OBC rejects the applicant selected by the Chair, then the OBC shall either: approve another
18 applicant from the list of qualified applicants, direct the Chair to prepare another
19 recommendation, or direct the vacancy be re-posted. [6-2(c)]

20 **Member Status as Appointed or Elected**

21 A new provision clarifies that, regardless of whether a Member is appointed or elected to
22 serve on an entity, the member’s status as appointed or elected is based on how the entity is
23 classified by their own bylaws. [6-1(a) and 7-1(a)]

24 This change was made to address members *appointed* to serve on an entity that is primarily
25 made up of elected members. Generally, this situation happens when a vacancy occurs while
26 there is not much time left in a term, and there are some positions (i.e. alternates for the Election
27 Board) that are appointed while most of the entity’s positions are elected.

28 The main effects of this new provision are to clear up confusion related to stipends –
29 members serving on appointed entities are limited to only earning one \$50 meeting stipend per
30 month; but elected members are not subject to that limitation and can have multiple meetings in
31 a month, and/or a higher stipend amount.

32 **Board, committee, commission role in determining appointed positions**

33 Under the amendments, appointed Tribal entities are given more of a role in determining
34 their own membership. Changes include:

- 35 • Entities are now allowed to provide recommendations to the Tribal Chairperson when s/he
36 is selecting an applicant for appointment to their entity; the Tribal Chairperson “may”
37 consider any recommendations provided by the entity. [6-2(b)] Although not addressed in
38 the current Policy; some entities already include similar provisions in their bylaws.
- 39 • A new provision is added that would enable an appointed entity to seek termination of
40 appointment for one of its members for specific violations, which include:
 - 41 ○ Failure to meet and maintain the requisite qualifications per the entity’s bylaws
 - 42 ○ Breach of confidentiality
 - 43 ○ 3 or more unexcused absences (not giving 24 hours’ advance notice)
 - 44 ○ 4 or more consecutive absences – regardless of whether they are excused or not.

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- 46 ○ Any other cause for termination established in the entity’s bylaws.
- 47 ○ Violations of Tribal law
- 48 ○ Conduct that is detrimental to the entity’s reputation or that inhibits the Entity’s
- 49 ability to fulfill its responsibilities. [6-5(a)]

50 **Required Notice for Applicants**

51 Various changes were made to align this Policy with the Election Law and to clarify how
52 this Policy applies to elected officials:

- 53 • Currently, “application” is defined the process by which a person proceeds to be
54 appointed to a vacancy. The amendments clarify that it is a form, not a process, and that
55 it is also used by a person who seeks to be considered as a candidate for an election. [3-
56 1(a)]
- 57 • At the end of a posted application deadline, the Secretary (for applicants seeking
58 appointment) and Election Board (for applicants seeking to run for an election) are still
59 required to provide notice to all applicants. Notice is no longer required to be sent by
60 postcard, but now must be formatted the same for all applicants and must include certain
61 information listed in the Policy.[4-5] The main changes include:
 - 62 ○ All applicants must be notified of the applicable duties they will have if they should
63 be elected/appointed to the seat they are seeking. [4-5(a)(4)]
 - 64 ○ All applicants must be provided with notice of the taxability of stipend payments and
65 their responsibility to document their expenses related to that income. Currently, this
66 information is only required to be provided to those actually elected or chosen for
67 appointment. [4-5(a)(5)]

68 **Posting Notice of Vacancies**

- 69 • The Secretary must still post notice of vacancies in the Kalihwisaks and at any reasonable
70 location requested by the Entity. However, notice is required to be posted on the Tribal
71 website instead of: in the Tribal Secretary’s Office, various buildings, and in OBC minutes.
72 [5-5]
- 73 • A new provision adds that if there is an administrative/clerical error in the posted notice, the
74 Secretary may repost the notice of vacancy as soon as practicable after noticing the error;
75 and without needing to obtain permission from the OBC first. When a notice is re-posted,
76 prior applicants will be considered to have filed applications within the deadline period. [5-
77 6]
- 78 • The Secretary is no longer specifically responsible for notifying entities when notice of a
79 vacancy must be posted and instead, the Entity would be responsible for notifying the
80 Secretary whenever a position becomes vacant; so that the Secretary can post notice. [5-3]
- 81 • Instead of identifying when notice must be posted after a vacancy, the amended Policy
82 identifies deadlines for when the Secretary must request permission from the OBC to post
83 notice of vacancies, which generally must be posted “within a reasonable time” after the
84 OBC grants permission. [5-4]
 - 85 ○ Currently, the Secretary can automatically post notice 30 days before the end of a
86 term, but the amended Policy would require the Secretary to obtain OBC permission
87 first. However, for these notices, the Secretary may request permission “on an
88 annual basis” – i.e. obtain permission for all such postings at once. [5-4]

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Penalties for Noncompliance

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Currently, the Policy does not address what happens if an entity fails to comply with this Law. The amendments add that (with one exception) if an entity fails to comply with the requirements of this Policy, the OBC may suspend its' members' stipends until the Entity has demonstrated to the satisfaction of the OBC that the entity has attained compliance. [11-6]

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The one exception to this new rule states that if the Oneida Gaming Commission fails to comply with this Policy in matters not governed by ONGO, then the OBC may do either or both of the following:

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- Impose a fine of \$50-\$100 on any or all members found to be in noncompliance,
- Suspend all “employment benefits” that are not essential to the Member’s employment requirements as a condition of gaming-licensing, “for example, non-essential travel”. [11-6(a)]

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Changes to the Requirements for Bylaws

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Under the amendments, an entity’s Bylaws must now include:

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- Whether the entity is an elected or appointed body
- A comprehensive list of all trainings that the entity deems necessary for members to responsibly serve the entity. This provision is added because 11-7 states that members are not eligible for conference stipends (the definition of conference includes training) unless required by law, bylaw or resolution.
- Specific identification of which officers have authority to sign off on travel on behalf of the entity.
- Any causes for termination or removal in addition to those identified in this Policy and Removal Law.
- Provisions governing special meetings – stating how special meetings may be called and must be noticed. The Policy also adds that entities calling special meetings must provide notice to the OBC, in advance of the meeting “if possible”, otherwise no later than the first OBC meeting following the special meeting.
- New notice requirements:
 - Entities must provide public notice of regular meetings by posting the dates, time and location once annually in the Tribe’s newspaper and by maintaining the community calendar on the Tribe’s website.
 - Posting public notice of emergency meetings and special meetings at least 24 hours in advance on the Tribal website.
- This provision: “In order to justify holding an emergency meeting, the [insert Entity name] must provide the reason for the emergency meeting and why the matter cannot wait for a regularly scheduled meeting. The emergency meeting must be necessary to maintain order and/or protect public health and safety.” [8-4]

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Reporting Requirements

Currently, the Policy only discusses reporting to the OBC member that is the entity’s liaison. New language is added that also requires entities to make and submit:

- Quarterly reports to the OBC, based on a reporting schedule created by the Secretary. The reporting schedule must be approved by the OBC and posted on the Tribe’s website.
- Annual Reports to GTC based on the entities’ activities during the previous fiscal year.

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- Semi-Annual Reports to GTC based on the entities' activities during the current fiscal year. (For these, the entity is mostly only required to update any information that has changed from the annual report, or to provide additional information on progress since the previous report.)

The Policy comprehensively identifies what information must be included in entities' reports to the OBC and GTC – the list of requirements in the Policy is four pages long. Not only must each entity provide reports for their own entity, but they must also provide reports containing most of the same information for each department the entity oversees. [8-4(d)(4)(a)]

Miscellaneous Changes

Language is revised throughout the Policy so that those persons appointed and elected to serve on entities are no longer referred to as “officials” but as “members” instead. [3-1(h)]

The definition for “Immediate Family” changed so that it no longer includes a spouse's grandchildren or grandparents. [3-1(f)]

Language clarifies that a member's removal from office is effective “upon a determination to Remove pursuant to the Removal Law” instead of under adopted and approved procedures of the entity. [5-2(b)]

A new provision clarifies that when the OBC terminates a member's appointment; that decision cannot be appealed. [6-5]

An application form and sample format form are deleted. Any application form must still be generated by the Secretary and approved by the OBC. [4-1]

The amendments add that whenever the Law Office is notified of noncompliance with any Policy regarding the use of Tribal assets, either the OBC or Law Office will make a determination of any further action to be taken. Currently, only the Law Office has authority to determine any further action to be taken. [13-23]

Various other minor changes have been made to improve the readability and quality of this Policy. These changes did not affect the content of the Policy.

A public meeting has not been held.

Considerations

The following are issues the LOC may want to consider:

- 6-1 now provides that a members' status as an elected or appointed official is now based on the status of the entity. As written, this means that members appointed to an elected entity would not be subject to termination of appointment – they would be subject to removal; which is a much more complicated process. This also means that an elected entity could not request termination of appointment for appointed members like appointed entities could. This is a policy call.
- Various changes were made to 8-4, which specifically identifies information that must be included in an entity's bylaws. These changes will result in all existing bylaws being noncompliant with this Policy until they are amended. This may need to be addressed in the adopting Resolution; it may be beneficial to review all entities' bylaws.
- Comprehensive reporting requirements were placed under 8-4(d), which states “Article IV. Reporting is to consist of the following information” – the requirements that were added, identifying specific reporting requirements, are several pages long and often repeat

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- 175 requirements from other related provisions. It may be easier to understand if separate
176 requirements were combined instead of repeated.
- 177 • 11-7 states that “A Member is not eligible for a Conference Stipend if that Conference is not
178 required by law, by-law or resolution.” However, it is not clear if this means a resolution of
179 the entity, or of the OBC, or GTC. Some entities, such as the School Board, have adopted
180 Resolutions in the past, and there is nothing prohibiting other entities from doing so.
 - 181 • There are a few provisions that may benefit from clarification:
 - 182 ○ 5-4(e): “ Permission to post notice of Vacancies of interim Members must be
183 requested no later than the first Oneida Business Committee meeting following the
184 completion of the term the interim Member was designated to hold.”
 - 185 ▪ This appears to require notice to be posted after the end of the term the notice
186 was posted for.
 - 187 ○ 5-6 In the event that there is an administrative/clerical error in the Secretary’s
188 posted notice of Vacancy, the Secretary may correct such error by reposting the
189 notice of Vacancy as soon as practicable after noticing such error. Under these
190 limited circumstances, the Secretary does not require permission from the Oneida
191 Business Committee to repost notice of the Vacancy. In the event of reposting, prior
192 applicants will be considered to have filed Applications within the deadline period.”
 - 193 ▪ This provision does not clearly state that the Secretary may change the
194 deadline period, and so the last sentence may cause confusion. It may be
195 beneficial to clarify intent.
 - 196 ○ 11-6. If an Entity, other than the Oneida Gaming Commission, fails to comply with
197 the requirements of this Policy, the Oneida Business Committee may suspend the
198 Entity’s Members’ Stipends with payment of Stipends resuming moving forward
199 once the Entity has demonstrated to the satisfaction of the Oneida Business
200 Committee that it has attained compliance herewith.
 - 201 ▪ It is not clear as to whether members would still be paid any stipends earned
202 during the suspension, or whether they stop earning stipends during that time.
 - 203 ○ 13-9 states that no member, or their immediate family may have a financial interest
204 in any transaction between the Entity and an outside party where the Member has a
205 financial or familial relationship.
 - 206 ▪ This provision may need clarification, the intent is not clear.
 - 207 ○ 11-6(a) If the Oneida Gaming Commission fails to comply with the requirements of
208 this Policy ...In addition, either in lieu of the fine or in addition to the fine, the
209 Oneida Business Committee may suspend all employment benefits that are not
210 essential to the Member’s employment requirements as a condition of gaming
211 licensing, for example, non-essential travel.
 - 212 ▪ The intent is not clear; because this could be interpreted to mean employment
213 benefits such as health insurance; and also because this could be interpreted
214 to mean that non-essential travel is an employment benefit of the Gaming
215 Commission. It is recommended that the specific employment benefits that
216 could be suspended be identified in the Policy.
 - 217 • There are various words in this Policy that are capitalized when they are used, however it

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218 has never been standard drafting practice to do this. Capitalizing words in the middle of a
219 sentence may confuse readers, and often looks like a typographical error. It is not necessary
220 to capitalize words just because they are defined, and it is recommended that this Policy be
221 revised to either un-capitalize words that are not normally capitalized; or to ensure that any
222 words that are capitalized, are done so consistently – not all defined words are capitalized
223 throughout the Policy; and most of the defined words are still not always capitalized.
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225 Additional minor language issues have been identified and will be discussed with the
226 sponsor.
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229 **Comprehensive Policy Governing Boards, Committees and Commissions**
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233 **Article I. Purpose and Policy**

234 1-1. It is the purpose of this Policy to govern the standard procedures regarding the
235 appointment and election of persons to boards, committees and commissions, creation of by-
236 laws, maintenance of official records, compensation, and other items related to boards,
237 committees and commissions. This Policy does not apply to the Tribe's corporations due to the
238 corporate structure and autonomy of those Entities.

239 1-2. It is the Tribe's policy to have consistent and standard procedures for choosing and
240 appointing the most qualified persons to boards, committees and commissions, for creation of
241 by-laws governing boards committees and commissions, and for the maintenance of information
242 created by and for boards, committees and commissions.
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244 **Article II. Adoption, Amendment, Repeal**

245 2-1. This Policy was adopted by the Oneida Business Committee by resolution # BC-8-2-95-A
246 and amended by resolutions # BC-5-14-97-F, # BC-09-27-06-E, # BC-09-22-10-C and # BC-
247

248 2-2. This Policy may be amended by the Oneida Business Committee and/or the Oneida
249 General Tribal Council pursuant to the procedures set out in the Legislative Procedures Act.

250 2-3. Should a provision of this Policy or the application thereof to any person or circumstances
251 be held as invalid, such invalidity does not affect other provisions of this Policy which are
252 considered to have legal force without the invalid portions.

253 2-4. In the event of a conflict between a provision of this Policy and a provision of another law
254 or policy, this Policy controls, provided that the requirements of the Oneida Nation Gaming
255 Ordinance supersede the provisions of this Policy in regards to the Oneida Gaming
256 Commission.

257 2-5. This Policy is adopted under authority of the Constitution of the Oneida Tribe of Indians of
258 Wisconsin.
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260 **Article III. Definitions**

261 3-1. This Article governs the definitions of words and phrases as used herein. All words not
262 defined herein are to be used in their ordinary and everyday sense.

- 263 a. “Application” means the form by which a person seeks to be appointed to a Vacancy
264 or considered as a candidate for an election.
- 265 b. “Appointment” means the process by which a person is chosen to fill a Vacancy.
- 266 c. “Chairperson” means the current elected Chairperson of the Tribe or his or her
267 designee.
- 268 d. “Conference” means any training, seminar, meeting, or other assembly of persons
269 which is not an assembly of the Entity.
- 270 e. “Entity” means a board, committee or commission created by the General Tribal
271 Council or the Oneida Business Committee whose Members are appointed by the
272 Oneida Business Committee or elected by the Tribe’s membership.
- 273 f. “Immediate Family” means the husband, wife, mother, father, son, daughter,
274 brother, sister, grandparent, grandchild, mother-in-law, father-in-law, daughter-in-
275 law, son-in-law, brother-in-law, sister-in-law.
- 276 g. “Member” means any person appointed or elected to membership on an Entity.
- 277 h. “Stipend” means that amount paid by the Tribe to persons serving on boards,
278 committees and commissions of the Tribe to offset the expenses of being a member
279 on the board, committee or commission.
- 280 i. “Task Force or Ad Hoc Committee” means a group of persons gathered to pursue a
281 single goal, the accomplishment of which means the disbanding of the group. The
282 goal is generally accomplished in a short time period, i.e. less than one year, but the
283 goal itself may be long-term.
- 284 j. “Transaction” means any activity wherein a provider of goods and/or services is
285 compensated in any form.
- 286 k. “Tribe” or “Tribal” means the Oneida Tribe of Indians of Wisconsin.
- 287 l. “Secretary” means the current elected Secretary of the Tribe or his or her designee.
- 288 p. “Vacancy” means any position on any board, committee or commission caused by
289 resignation, end of term, removal, termination, creation of a new position or end of
290 an designated interim term.

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292 **Article IV. Applications**

293 4-1. The Secretary shall generate, and the Oneida Business Committee must approve, the
294 application form required to be used by all applicants.

295 4-2. Application forms must contain:

- 296 a. questions designed to obtain the applicant’s
297 1. name;
298 2. address;
299 3. phone number;
300 4. enrollment number; and
301 5. position applied for.
- 302 b. additional questions, if necessary, to obtain information necessary to make an

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303 informed decision as to the qualifications of any individual to fill a Vacancy.
304 4-3. All applicants shall file their Applications with the Secretary by 4:30 p.m. of the deadline
305 date. Postmarked envelopes are accepted as filed if postmarked by the deadline date and
306 received by the Secretary within five (5) business days of the deadline.

307 4-4. The Election Board shall verify all Applications for elected positions in accordance with
308 the Oneida Election Law to ensure the eligibility and qualification requirements are met. The
309 Secretary shall verify all Applications for appointed positions as needed or as required by the
310 Entity's by-laws to ensure the eligibility and qualification requirements are met.

311 4-5. At the completion of the posted deadline for filing Applications, the Election Board shall
312 provide notice to all persons who have filed an Application for an elected position and the
313 Secretary shall provide notice to all persons who have filed an Application for an appointed
314 position.

315 a. Such notice must be formatted the same for all applicants and must minimally
316 include the following:

- 317 1. the date the applicant's Application was filed;
- 318 2. whether the applicant meets the eligibility requirements as determined by the
319 Entity's by-laws and will be considered for the election/appointment;
- 320 3. a note that further information can be requested by contacting the party
321 sending the notice and providing such contact information;
- 322 4. the applicable duties should the applicant be selected; and
- 323 5. if eligible for election/appointment:

324 "The Oneida Tribe reports all income paid by the Tribe in whatever form.
325 The Internal Revenue Service of the United States considers stipends paid
326 to members of boards, committees, and commissions to be income which
327 may be offset by expenses related to that income. You will receive an
328 IRS Form 1099 which is also forwarded to the Internal Revenue Service,
329 it is also your responsibility to keep documentation of expenses related to
330 this income."

331 4-6. In the event that there are insufficient applicants after the deadline date has passed for
332 appointed positions, the Chairperson shall elect to either:

- 333 a. Allow late Applications to be included within the applicant pool, or
- 334 b. Repost the Vacancy for an additional time period. In the event of reposting, prior
335 applicants will be considered to have filed Applications within the deadline period.

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337 **Article V. Vacancies**

338 5-1. This Article governs when Vacancies occur, and where and when notice of the Vacancies
339 must be posted.

340 5-2. The following Vacancies are effective as listed herein:

- 341 a. End of Term. A Vacancy is effective as of 4:30 p.m. of the last day of the month in
342 which the term ends according to the Entity's by-laws.
- 343 b. Removal. Removal is effective as identified in the Removal Law.
- 344 c. Resignation. A resignation is effective upon:
345 1. Deliverance of a resignation letter to the Entity; or

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- 346 2. The Entity's acceptance by motion of a verbal resignation.
347 d. Termination of Appointment. A termination is effective upon a two-thirds (2/3)
348 majority vote of the entire Oneida Business Committee in favor of a Member's
349 termination of appointment.
350 e. New Positions. Vacancies on new Entities and for new positions on existing Entities
351 are effective upon adoption/amendment of by-laws.
352 f. Interim Positions. Vacancies of interim positions are effective upon creation by the
353 Oneida Business Committee or General Tribal Council.
- 354 5-3. Entities shall notify the Secretary as soon as any position(s) becomes vacant so that the
355 Secretary may post the notice of Vacancy in order to fill the Vacancy in accordance with the
356 requirements of this Article.
- 357 5-4. Except as expressly stated otherwise, the Secretary shall request permission from the
358 Oneida Business Committee prior to posting notice of a Vacancy as set out in this Article and
359 shall post notices of Vacancy within a reasonable time of the Oneida Business Committee's
360 grant of permission, in accordance with the following:
- 361 a. End of Term. The Secretary may request permission to post notice of Vacancies for
362 positions becoming vacant due to term completions on an annual basis; the notice of
363 Vacancy for each term completion must be posted thirty (30) days in advance of each
364 term completion.
- 365 b. Removal. Permission to post notice of Vacancies based on removal must be
366 requested no later than the first Oneida Business Committee meeting following the
367 effective date of the removal.
- 368 c. Resignation. Permission to post notice of Vacancies based on resignation must be
369 requested no later than the first Oneida Business Committee meeting following the
370 Secretary's receipt of notice of an effective resignation from the Entity.
- 371 d. New Positions. If the Oneida Business Committee or General Council does not
372 specify a date for posting new positions when creating an Entity, the Secretary shall
373 request permission to post Vacancies for new positions no later than the first Oneida
374 Business Committee following the later of either the creation of the Entity or the
375 adoption of the Entity's by-laws.
- 376 e. Interim Members. Permission to post notice of Vacancies of interim Members must
377 be requested no later than the first Oneida Business Committee meeting following the
378 completion of the term the interim Member was designated to hold.
- 379 f. Termination of Appointment. Permission to post notice of Vacancies based on
380 termination of Appointment must be requested no later than the first Oneida Business
381 Committee meeting following the effective date of the termination.
- 382 5-5. After receiving permission from the Oneida Business Committee, the Secretary shall post
383 notice of Vacancies in each of the following locations:
- 384 a. on the Tribe's website;
385 b. in the Kalihwisaks; and
386 c. any reasonable location requested by the Entity.
- 387 5-6 In the event that there is an administrative/clerical error in the Secretary's posted notice of
388 Vacancy, the Secretary may correct such error by reposting the notice of Vacancy as soon as

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389 practicable after noticing such error. Under these limited circumstances, the Secretary does not
390 require permission from the Oneida Business Committee to repost notice of the Vacancy. In the
391 event of reposting, prior applicants will be considered to have filed Applications within the
392 deadline period.

393

394 **Article VI. Appointed Entities**

395 6-1. All appointments must be made by the Oneida Business Committee at regular or special
396 Oneida Business Committee meetings, provided that, no applicant may be appointed who fails
397 to meet the requirements set out in the Entity's by-laws.

398 a. Notwithstanding the initial determination of membership to an Entity, the Member's
399 status as appointed or elected is based entirely on the Entity's classification as an
400 appointed or elected Entity pursuant to the Entity's by-laws.

401 6-2. The following procedures must be used to determine which applicant is appointed:

402 a. Within five (5) business days after the application deadline and notice has been
403 provided pursuant to Article 4-5, the Secretary shall deliver to the Chairperson all
404 eligible Applications, as verified by the Secretary, along with a summary of
405 qualifications to hold office.

406 b. When selecting an applicant(s) for appointment, the Chairperson may consider the
407 Entity's recommendations, if such recommendations are provided. Within a reasonable
408 time, the Chairperson shall either:

409 1. choose an applicant(s) for appointment, or
410 2. ask the Secretary to repost the notice of Vacancy because of an ineligible,
411 unqualified, or under qualified applicant pool.

412 c. Once the Chairperson has made a selection, he or she shall forward the list of
413 qualified applicants along with his or her selected applicant(s) to all Oneida Business
414 Committee members. Based on the information provided, the Oneida Business
415 Committee shall, by a majority vote of a quorum at any regular or special Oneida
416 Business Committee meeting, either accept or reject the Chairperson's selected
417 applicant(s).

418 1. If the Chairperson's applicant(s) are rejected by the Oneida Business
419 Committee, the Oneida Business Committee shall, by a majority vote of a
420 quorum at any regular or special Oneida Business Committee meeting:

421 A. Approve another applicant from the list of qualified applicants; or
422 B. Direct the Chairperson to prepare another recommendation; or
423 C. Direct the Vacancy to be re-posted.

424 6-3. All appointments are official upon taking an oath at a regular or special Oneida Business
425 Committee meeting and all rights and delegated authorities of membership in the Entity vest
426 upon taking the oath. The Secretary shall notify the chosen persons when they should appear
427 for taking the oath.

428 a. The Secretary shall maintain originals of the signed oath.

429 b. The Secretary shall forward copies of the oath to the new Member and the Entity.

430 c. Wording of oaths must be approved by the Oneida Business Committee and kept on
431 file by the Secretary.

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432 1. The following oath is the standard oath to be used unless a specific oath for
433 the Entity is pre-approved by the Oneida Business Committee:

434 I, (name), do hereby promise to uphold the laws and regulations of the
435 Oneida Tribe, the General Tribal Council, and the Tribe's Constitution. I will
436 perform my duties to the best of my ability and on behalf of the Oneida people
437 with honor, respect, dignity, and sincerity and with the strictest confidentiality.

438 I will carry out the duties and responsibilities as a member of the (Entity
439 name), and shall make all recommendations in the best interest of the Oneida
440 Tribe as a whole.

441 d. Revisions of oaths must be approved by the Oneida Business Committee prior to
442 usage.

443 e. All oaths must be sufficient to make the appointee aware of his or her duty to the
444 Tribe as a Member of the Entity.

445 6-4. The Chairperson shall forward a list of all applicants to the Secretary and the final decision
446 regarding the selection after the procedures in Article 6-2 are completed. The Secretary shall
447 then notify all applicants of the final status of their Application. Notices to those selected for
448 appointment must include the following:

449 "The Oneida Tribe reports all income paid by the Oneida Tribe in whatever form. The
450 Internal Revenue Service of the United States considers stipends paid to members of
451 boards, committees, and commissions to be income which may be offset by expenses
452 related to that income. You will receive an IRS Form 1099 which is also forwarded to
453 the Internal Revenue Service, it is also your responsibility to keep documentation of
454 expenses related to this income."

455 6-5. *Termination of Appointment.* Appointed Members of Entities serve at the discretion of the
456 Oneida Business Committee. Upon the recommendation of the Chairperson, a Member of an
457 appointed Entity may have his or her appointment terminated by the Oneida Business
458 Committee by a two-thirds (2/3) majority vote of the entire Oneida Business Committee.

459 a. An Appointed Entity may bring a request for termination of a Member to the
460 Oneida Business Committee by asserting that there is cause for termination based on
461 one (1) or more of the following:

462 1. Failure to meet and maintain the requisite qualifications as identified in the
463 Entity's bylaws.

464 2. Breach of confidentiality.

465 3. Accumulation of three (3) or more unexcused absences from required
466 meetings or other Entity responsibilities in the Member's term, where an
467 absence is unexcused if the appointed Member fails to provide twenty-four
468 (24) hours of notice of an anticipated absence.

469 4. Accumulation of four (4) or more consecutive absences from required
470 meetings or other Entity responsibilities in the Member's term, whether
471 excused or unexcused.

472 5. Any other cause for termination established in the Entity's by-laws.

473 6. Violations of Tribal law.

474 7. Conducting him or herself in a manner that is detrimental to the Entity's

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- 475 reputation or that inhibits the Entity’s ability to fulfill its responsibilities.
476 b. The Oneida Business Committee’s decision to terminate an appointment is final and
477 not subject to appeal.
478

479 **Article VII. Elected Entities**

480 7-1. To serve on an elected Entity, a person must either be nominated at a caucus called by the
481 Oneida Election Board, or petition for ballot placement in accordance with the Oneida Election
482 Law, except as otherwise provided herein.

483 a. Notwithstanding the initial determination of membership to an Entity, the Member’s
484 status as appointed or elected is based entirely on the Entity’s classification as an
485 appointed or elected Entity pursuant to the Entity’s by-laws.

486 7-2. All other processes must be as directed in the Oneida Election Law. In addition to these
487 processes, all applicants must be notified of the final results of the election. Notices to those
488 elected must include the following:

489 “The Oneida Tribe reports all income paid by the Oneida Tribe in whatever form. The
490 Internal Revenue Service of the United States considers stipends paid to members of
491 boards, committees, and commissions to be income which may be offset by expenses
492 related to that income. You will receive an income report which is also forwarded to the
493 Internal Revenue Service, it is also your responsibility to keep documentation of
494 expenses related to this income.”

495 7-3. All elected positions are official upon taking an oath at a regular or special Oneida
496 Business Committee meeting and all rights and delegated authorities of membership in the
497 Entity vest upon taking the oath.

- 498 a. The Secretary shall maintain originals of the signed oath.
499 b. The Secretary shall forward copies of the oath to the new Member and the Entity.
500 c. Wording of oaths must be approved by the Oneida Business Committee and kept on
501 file by the Secretary. The following oath is the standard oath to be used unless a specific
502 oath for the Entity is pre-approved by the Oneida Business Committee:

503 I, (name), do hereby promise to uphold the laws and regulations of the
504 Oneida Tribe, the General Tribal Council, and the Tribe’s Constitution. I will
505 perform my duties to the best of my ability and on behalf of the Oneida people
506 with honor, respect, dignity, and sincerity and with the strictest confidentiality.

507 I will carry out the duties and responsibilities as a member of the (entity
508 name), and shall make all recommendations in the best interest of the Oneida
509 Tribe as a whole.

510 d. Revisions of oaths must be approved by the Oneida Business Committee prior to
511 usage.

512 e. All oaths must be sufficient to make the appointee aware of his or her duty to the
513 Tribe as a Member of the Entity.
514

515 **Article VIII. By-laws of Boards, Committees and Commissions**

516 8-1. By-laws of all Boards, Committees and Commissions must conform to this outline. All
517 existing Entities shall comply with this format and present by-laws for adoption within a

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518 reasonable time after creation of the Entity. By-laws must contain this minimum information,
519 although more information is not prohibited.

520 8-2. Specifically excepted from this Article are Task Forces and Ad Hoc Committees.
521 However, these Entities must have, at a minimum, mission or goal statements for completion of
522 the task.

523 8-3. All by-laws must contain the following Articles:

- 524 a. Article I. Authority.
- 525 b. Article II. Officers
- 526 c. Article III. Meetings
- 527 d. Article IV. Reporting
- 528 e. Article V. Amendments

529 8-4. Sub-articles. Articles must be divided into the sub-articles provided below.

530 a. "Article I. Authority" is to consist of the following information:

- 531 1. Name. State the full name of the Entity and any short name that will be
- 532 officially used.
- 533 2. Authority. State the name of the creation document and provide the citation
- 534 for such creation document, if any.
- 535 3. Office. Provide the official office or post box of the Entity.
- 536 4. Membership. Provide the following information:
- 537 A. Number of Members;
- 538 B. Whether the Entity is an elected or appointed body and how Members
- 539 are elected or appointed;
- 540 C. How Vacancies are filled
- 541 D. The requisite qualifications for Membership.
- 542 E. Causes for termination or removal, if any, in addition to those
- 543 contained under Article 6-5.a. hereof and the Removal Law.
- 544 5. Stipends. Provide a comprehensive list of all Stipends Members are eligible
- 545 to receive and the requirements for collecting each Stipend, if any in addition to
- 546 those contained in this Policy.
- 547 6. Trainings. Provide a comprehensive list of all trainings that the Entity deems
- 548 necessary for Members to responsibly serve the Entity.

549 b. "Article II. Officers" is to consist of the following information:

- 550 1. Chair and Vice-Chair. This section creates the positions of the Entity. Other
- 551 positions may also be created here.
- 552 2. Chair duties. Because of the importance of this position, specifically list the
- 553 chairperson's duties and limitations.
- 554 3. Vice-Chair duties. Because of the importance of this position, specifically list
- 555 the vice-chairperson's duties and limitations.
- 556 4. Additional Offices and Duties. Include additional sub-articles to specifically
- 557 list duties and limitations for every office created in sub-article 1 above and
- 558 specifically identify which officers have the authority to sign off on travel on
- 559 behalf of the Entity.
- 560 5. How chosen. Specifically state how a Member of the Entity will be chosen to

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- 561 occupy an officer's position.
562 6. Personnel. State the Entity's authority for hiring personnel, if any, and the
563 duties of such personnel.
564 c. "Article III. Meetings" is to consist of the following information:
565 1. Regular meetings. State when and where regular meetings are to be held,
566 and, explain how notice of the meeting, agenda, documents, and minutes will be
567 provided. At a minimum, the Entity shall provide public notice of regular
568 meetings by posting the dates, time and location for all regular meetings once
569 annually in the Tribe's newspaper and by maintaining the community calendar
570 on the Tribe's website.
571 2. Emergency meetings. State how emergency meetings may be called and
572 noticed, provided that, at a minimum, the Entity shall provide public notice of
573 emergency meetings by posting the date, time and location on the community
574 calendar on the Tribe's Website no later than twenty-four (24) hours prior to the
575 time of the emergency meeting. The Entity shall include the following as part of
576 the requirements for calling an emergency meeting.
577 "In order to justify holding an emergency meeting, the [insert Entity
578 name] must provide the reason for the emergency meeting and why the
579 matter cannot wait for a regularly scheduled meeting. The emergency
580 meeting must be necessary to maintain order and/or protect public health
581 and safety."
582 3. Special meetings. State how special meetings may be called and must be
583 noticed, provided that, at a minimum, the Entity shall provide public notice of
584 special meetings by posting the date, time and location on the community
585 calendar on the Tribe's Website no later than twenty-four (24) hours prior to the
586 time of the special meeting. In addition, Entities calling special meetings shall
587 provide notice of all special meetings to the Oneida Business Committee in
588 advance of the meeting, if possible, but if not possible, no later than the first
589 Oneida Business Committee meeting following the special meeting.
590 4. Quorum. State how many Members create a quorum.
591 5. Order of Business. Explain how the agenda will be set.
592 6. Voting. Provide voting requirements, including the requisite percentages for
593 passing different items and when, if at all, the chairperson may vote.
594 d. "Article IV. Reporting" is to consist of the following information:
595 1. Agenda items. Agenda items must be in an identified and consistent format.
596 2. Minutes. Minutes must be typed and in a consistent format designed to
597 generate the most informative record of the meetings of the Entity.
598 3. Attachments. Handouts, reports, memoranda, and the like may be attached to
599 the minutes and agenda, or may be kept separately, provided that all materials
600 can be identified based on the meeting in which they were presented.
601 4. Reporting. Entities shall report to their Oneida Business Committee member
602 who is their designated liaison intermittently as the Entity and the liaison agree
603 to, but not less than as required in any policy on reporting developed by the

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604 Oneida Business Committee or Oneida General Tribal Council. Entities shall
605 also make quarterly reports to the Oneida Business Committee and annual and
606 semi-annual reports to the Oneida General Tribal Council as described below:

607 A. Quarterly Reporting: Entities shall make quarterly reports to the
608 Oneida Business Committee based on the reporting schedule created by
609 the Secretary, approved by the Oneida Business Committee and posted
610 on the Tribe’s website. At a minimum, the quarterly reports must contain
611 the following information:

612 i. Names: Provide the name of the Entity, the Member
613 submitting the report, and the Oneida Business Committee liaison,
614 and a list of the Members and their titles, their term expiration
615 dates and contact information.

616 ii. Minutes: Any required updates to meeting minutes previously
617 submitted and approved by the Oneida Business Committee
618 including any actions that have been taken and were not included
619 in the meeting minutes previously approved by the Oneida
620 Business Committee.

621 iii. Financial Reports: Include if specifically requested by the
622 Oneida Business Committee or if required by the Entity’s by-
623 laws.

624 iv. Special Events and Travel During the Reporting Period:
625 Report any special events held during the reporting period and
626 any travel by the Members and/or staff. Travel reports must
627 include the following:

628 a. Which Member(s) and/or staff traveled;

629 b. Where the Member(s) and/or staff traveled to and the
630 travel dates;

631 c. The purpose for the travel and a brief explanation of
632 how the travel benefited the Tribe;

633 d. The cost of the travel and how the cost of the travel
634 was covered by the Entity; and

635 e. Whether the cost of travel was within their budget and,
636 if not, an explanation as to why travel costs were incurred
637 that exceeded the Entity’s budget.

638 v. Anticipated Travel for the Upcoming Reporting Period: Report
639 any travel Members and/or staff are anticipating in the upcoming
640 reporting period. Future travel reports must include the
641 following:

642 a. Which Member(s) and/or staff will to travel;

643 b. Where the Member(s) and/or staff will to travel to and
644 the anticipated travel dates;

645 c. The purpose for the travel and a brief explanation of
646 how the travel will benefit the Tribe;

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- 690 overseen by the Entity; at a minimum, the report must contain the
691 following information:
- 692 a. Names: Provide the name and purpose of the
693 Department as well as the contact person for the
694 Department and their contact information including
695 phone number, mailing address, email address, and the
696 Department’s website.
 - 697 b. Budget: Provide the total budget for the previous
698 fiscal year and the funding sources including Tribal
699 contribution, grants, and other sources. Also provide
700 what the actual budget expended was at the close of the
701 fiscal year, and, if not within the Department’s original
702 budget, an explanation for why the budget was
703 exceeded.
 - 704 c. Employees: Provide how many employees the
705 Department has and how many of those employees are
706 enrolled Tribal members.
 - 707 d. Service Base: Provide a brief description of who the
708 Department serves as its service base.
 - 709 e. Goals and Accomplishments: Provide up to three (3)
710 accomplishments the Department achieved in the
711 previous fiscal year and how each accomplishment
712 impacted the Oneida community. Also, provide three
713 (3) strategic goals the Department will pursue in the
714 new fiscal year.
 - 715 f. Logo and Images: Provide the Department’s logo that
716 may be included in the report and any other pictures or
717 images that the Department would like to be
718 considered by Secretary for inclusion in the report.
- 719 C. Semi-Annual Reporting: Entities shall make semi-annual reports to
720 the Oneida General Tribal Council based on their activities during the
721 current fiscal year using the format proscribed by the Secretary. At a
722 minimum, the annual reports must contain the following information:
- 723 i. Names: Provide the name of the Entity and, if there have been
724 any changes since the annual report, provide an update of the
725 following information:
 - 726 a. the purpose of the Entity;
 - 727 b. a list of the Entity’s Members and their titles;
 - 728 c. the contact person for the Entity and their contact
729 information including phone number, mailing address,
730 email address, and the Entity’s website.
 - 731 ii. Meetings: If there have been any changes since the annual
732 report, provide an update of when meetings held, where they are

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- 647 d. The cost of the travel and how the cost of the travel
648 will be covered by the Entity; and
649 e. Whether the cost of travel is within their budget and, if
650 not, an explanation as to why the Entity anticipates
651 incurring travel costs that exceeds its budget.
- 652 vi. Goals and Accomplishments: Provide the Entity's annual
653 goals established in its annual report pursuant to section and how
654 the Entity has worked towards achieving such goals during the
655 reporting period.
- 656 vii. Meetings: Indicate when and how often the Entity is
657 meeting and whether any emergency meetings have been held. If
658 emergency meetings have been held, indicate the basis of the
659 emergency and topic of the meeting.
- 660 viii. Follow-up: Report on any actions taken in response to
661 Oneida Business Committee Oneida Business Committee and/or
662 General Tribal Council directives, if any.
- 663 B. Annual Reporting: Entities shall make annual reports to the Oneida
664 General Tribal Council based on their activities during the previous fiscal
665 year using the format proscribed by the Secretary. At a minimum, the
666 annual reports must contain the following information:
- 667 i. Names: Provide the name and purpose of the Entity, a list of
668 the Members and their titles and the contact person for the Entity
669 and their contact information including phone number, mailing
670 address, email address, and the Entity's website.
- 671 ii. Meetings: Provide when meetings held, where they are held,
672 at what time they are held and whether they are open or closed.
- 673 iii. Stipends: Provide the amount of the stipend that is paid per
674 meeting.
- 675 iv. Budget: Provide the Entity's original budget for the previous
676 fiscal year, what the actual budget expensed was at the close of
677 the fiscal year, and, if not within the Entity's original budget, an
678 explanation for why the budget was exceeded.
- 679 v. Goals and Accomplishments: Provide up to three (3)
680 accomplishments the Entity achieved in the previous fiscal year
681 and how each accomplishment impacted the Oneida community.
682 Also, provide three (3) strategic goals the Entity will pursue in the
683 new fiscal year.
- 684 vi. Logo and Images: Provide the Entity's logo that may be
685 included in the report and any other pictures or images that the
686 Entity would like to be considered by Secretary for inclusion in
687 the report.
- 688 vii. Department Reporting: Entities with oversight of a
689 Department shall also provide a report on the Department

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- 733 held, at what time they are held and whether they are open or
734 closed.
- 735 iii. Stipends: If there have been any changes since the annual
736 report, provide an update of the amount of the stipend that is paid
737 per meeting.
- 738 iv. Goals and Accomplishments: Provide an update on the three
739 (3) strategic goals the Entity named in its annual report.
- 740 v. Logo and Images: Provide any pictures or images that the
741 Entity would like to be considered by Secretary for inclusion in
742 the report and, if the Entity's logo has changed since the annual
743 report, provide the new logo that may be included in the report.
- 744 vi. Department Reporting: Entities with oversight of a
745 Department shall also provide a report on the Department
746 overseen by the Entity; at a minimum, the report must contain the
747 following information:
- 748 a. Names: Provide the name of the Department and, if
749 there have been any changes since the annual report,
750 provide an update of the Department's purpose and/or
751 the contact person for the Department and their contact
752 information including phone number, mailing address,
753 email address, and the Department's website.
- 754 b. Budget: Provide the total budget for the current fiscal
755 year and the funding sources including Tribal
756 Contribution, grants, and other sources.
- 757 c. Employees: Provide how many employees the
758 Department has and how many of those employees are
759 enrolled Tribal members.
- 760 d. Logo and Images: Provide any pictures or images that
761 the Department would like to be considered by
762 Secretary for inclusion in the report and, if the
763 Department's logo has changed since the annual
764 report, provide the new logo that may be included in
765 the report.
- 766 e. "Article V. Amendments" is to consist of:
- 767 1. Amendments to By-laws. Explain how amendments to the by-laws may be
768 initiated by the Entity, provided that, amendments must conform to the
769 requirements of this and any other policy and must be approved by the Oneida
770 Business Committee prior to implementation.

771
772 **Article IX. Minutes**

- 773 9-1. All minutes must be submitted to the Secretary within a reasonable time after approval by
774 the Entity.
- 775 9-2. Actions taken by an Entity are valid when minutes are approved, provided that, minutes

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776 are filed in accordance with this Article and the Entity's approved by-laws.
777 9-3. No action or approval of minutes is required by the Oneida Business Committee on
778 minutes submitted by an Entity unless specifically required by the by-laws of that Entity.
779 9-4. In the event of dissolution of an Entity, all files and documents are required to be
780 forwarded to the Secretary for proper storage and disposal.

781

782 **Article X. Dissolution of Entities**

783 10-1. Entities of the Tribe may be dissolved according to this Article; however, additional
784 specific directions may be included in an Entity's by-laws.

785 10-2. A Task Force or Ad Hoc Committee dissolves upon a set date or acceptance of a final
786 report. Unless otherwise indicated, the materials generated by a Task Force or Ad Hoc
787 Committee must be forwarded to the Secretary for proper disposal within two (2) weeks of
788 dissolution.

789 10-3. All other Entities may only be dissolved by motion of the Oneida General Tribal Council
790 or the Oneida Business Committee, provided that an Entity created by the General Tribal
791 Council may only be dissolved by a motion of the Oneida General Tribal Council. Unless
792 otherwise indicated, the materials generated by these Entities must be forwarded to the
793 Secretary for proper disposal within two (2) weeks of dissolution.

794 10-4. All chairpersons and secretaries of dissolved Entities shall close out open business of the
795 Entities and forward materials to the Secretary.

796

797 **Article XI. Stipends, Reimbursement and Compensation for Service**

798 11-1. Compensation and reimbursement for expenses must be as set out in this Article and
799 according to procedures for payment as set out by the Tribe.

800 11-2. The Tribe recognizes that persons serving on Entities of the Tribe incur some expense.
801 Therefore, the Tribe, in order to attract persons to serve on Entities, shall pay Stipends to these
802 Members in accordance with this Article.

803 11-3. *Meeting Stipends for Members of Appointed Entities.* Except as provided in sub-article (a)
804 and unless otherwise declined by the Entity, or declined by a Member(s), appointed Members
805 serving on appointed Entities are to be paid a Stipend of no more than \$50 per month when at
806 least one (1) meeting is conducted where a quorum has been established in accordance with the
807 duly adopted by-laws of that Entity. Such meeting must last for at least one (1) hour and
808 Members collecting Stipends must be present for at least one (1) hour of the meeting.

809 a. Members serving on the Oneida Child Protective Board are exempt from the \$50
810 Stipend per month limitation and are to receive a \$50 Stipend for each meeting held in
811 accordance with 11-3.

812 11-4. *Meeting Stipends for Members of Elected Entities.* Unless otherwise declined by the
813 Entity, or declined by a Member(s), Members serving on elected Entities are to be paid a
814 minimum Stipend of \$50 for each meeting which has established a quorum in accordance with
815 the duly adopted by-laws of that Entity for at least one (1) hour, regardless of the length of the
816 meeting. Members collecting Stipends shall be present for at least one (1) hour of the meeting,
817 regardless of the length of the meeting.

818 11-5. The Oneida Business Committee shall periodically review the amounts provided for

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819 meeting Stipends and, based on the availability of funds, shall adjust those amounts accordingly
820 by amending this Policy.

821 11-6. If an Entity, other than the Oneida Gaming Commission, fails to comply with the
822 requirements of this Policy, the Oneida Business Committee may suspend the Entity's
823 Members' Stipends with payment of Stipends resuming moving forward once the Entity has
824 demonstrated to the satisfaction of the Oneida Business Committee that it has attained
825 compliance herewith.

826 a. If the Oneida Gaming Commission fails to comply with the requirements of this
827 Policy in regards to requirements that are not matters governed by the Oneida Nation
828 Gaming Ordinance, the Oneida Business Committee may impose a fine on any/all
829 Member(s) found to be in noncompliance with this Policy. The fine must be an amount
830 of no less than \$50 but not more than \$100. In addition, either in lieu of the fine or in
831 addition to the fine, the Oneida Business Committee may suspend all employment
832 benefits that are not essential to the Member's employment requirements as a condition
833 of gaming licensing, for example, non-essential travel.

834 11-7. *Conferences.* A Member of any Entity must be reimbursed in accordance with the
835 Oneida Travel and Expense Policy for travel and per diem to offset the Member's costs for
836 attending a Conference, provided that:

837 a. A Member is eligible for a \$100 Stipend for each full day the Member is present at
838 the Conference, when attendance at the Conference is required by law, by-law or
839 resolution.

840 b. A Member is not eligible for a Conference Stipend if that Conference is not required
841 by law, by-law or resolution.

842 c. No Stipend payments may be made for those days spent traveling to and from the
843 Conference.

844 11-8. All Members of Entities are eligible for reimbursement for normal business expenses
845 naturally related to membership in the Entity.

846 11-9. Task Force and Ad Hoc Committee Members and Members of subcommittees are not
847 eligible for Stipends unless a specific exception is made by the Oneida Business Committee or
848 the Oneida General Tribal Council.

849

850 **Article XII. Confidential Information**

851 12-1. The Tribe is involved in numerous business ventures and governmental functions where
852 it is necessary that private information be kept in the strictest confidence to assure the continued
853 success and welfare of the Tribe. It is in the best interest of the Tribe that all Members maintain
854 all information in a confidential manner, whether of historical, immediate, or future use or need.
855 The Tribe desires that all Members who have access to the Tribe's confidential information be
856 subject to specific limitations in order to protect the interest of the Tribe. It is the intention of
857 the Tribe that no persons engaged by the Tribe, nor their relatives or associates, benefit from the
858 use of confidential information.

859 12-2. Confidential information means all information or data, whether printed, written, or oral,
860 concerning business or customers of the Tribe, disclosed to, acquired by, or generated by
861 Members in confidence at any time during their elected or appointed term or during their

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862 employment.

863 12-3. Confidential information must be considered and kept as the private and privileged
864 records of the Tribe and may not be divulged to any person, firm, corporation, or other entity
865 except by direct written authorization of the Oneida Business Committee.

866 12-4. A Member will continue to treat as private and privileged any confidential information,
867 and will not release any such information to any person, firm, corporation, or other entity, either
868 by statement, deposition, or as a witness, except upon direct written authority of Oneida
869 Business Committee, and the Tribe is entitled to seek an injunction by any competent court to
870 enjoin and restrain the unauthorized disclosure of such information. Such restriction continues
871 after termination of the Member's relationship with the Tribe and the Entity.

872 12-5. Members shall surrender to the Tribe, in good condition, all records kept by the Member
873 pertaining to Entity membership upon completion of their term of membership, for any cause
874 whatsoever.

875 12-6. No Member may disclose confidential information acquired by reason of his/her
876 relationship or status with the Tribe for his/her personal advantage, gain, or profit, or for the
877 advantage, gain, or profit of a relative or associate.

878

879 **Article XIII. Conflicts of Interest**

880 *Subpart A. General.*

881 13-1. The Tribe recognizes the ability of all persons to serve on an Entity. However, it is also
882 recognized that the delegated authority and responsibilities of an Entity may cause conflict with
883 membership on other Entities or employment.

884 13-2. The Tribe shall request all candidates to disclose possible conflicts of interest prior to
885 election or appointment in order to allow any potential conflicts to be resolved in a timely
886 manner.

887 13-3. Members shall disclose and resolve conflicts of interest in a reasonable and timely
888 manner. Failure to resolve conflicts may result in removal from office from an elected Entity
889 and may result in termination from an appointed Entity. All applicants shall submit, with the
890 Application forms, a signed conflict of interest declaration disclosing all known conflicts.

891 13-4. This Article sets forth specifically prohibited conflicts of interests. However, for any
892 individual candidate or Member of an Entity, additional conflicts may arise within the by-laws
893 of that Entity or employment relationships.

894 13-5. No Member may act as a consultant, agent, representative for, or hold any position as an
895 officer, director, partner, trustee, or belong as a Member in a board, committee or commission,
896 or the like without first disclosing such activity to determine possible conflicts of interest.

897

898 *Subpart B. Employment Interests.*

899 13-6. No Member may hold office in an Entity which has authority over the area in which the
900 Member is employed by the Tribe or elsewhere. The Tribe recognizes the ability of all persons
901 to serve on Entities of the Tribe, but also recognizes the conflict arising out of membership on
902 an Entity and employment in an area over which the Entity has authority.

903 13-7. Employment is defined for this subpart as that area which the employee supervises or is
904 supervised in regards to a specific subject matter.

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905 13-8. Authority of an Entity is defined for this subpart as that area over which the Entity has
906 subject matter jurisdiction delegated either by the Oneida Business Committee or the Oneida
907 General Tribal Council, and for which such authority may be regulatory, oversight, or
908 otherwise.

909
910 *Subpart C. Financial Interests, Investments, and Gifts.*

911 13-9. No Member, or their Immediate Family, may have a financial interest in any transaction
912 between the Entity and an outside party.

913 a. For the purposes of this Policy, financial interest means any profit sharing
914 arrangements, rebates, payments, commissions, or compensation, in any form, and
915 includes any form of ownership, regardless of ability to control the activities of the
916 business, provided that, this does not include ownership of shares which, other than in
917 combination others, cannot exert a controlling influence on the activities of the business
918 and in relation to the outstanding shares, the ownership of shares represents a small part
919 of the whole.

920 13-10. As referred to in this Subpart C, for the purposes of defining conflicts, Entity includes
921 the programs or enterprises over which the Entity has delegated authority.

922 13-11. Members shall avoid personal investment in any business with which the Tribe has or is
923 expected to have a contractual or other business relationship. Notwithstanding the foregoing, an
924 investment by a Member in a business with which the Tribe has dealings is permissible if the
925 Oneida Business Committee or other delegated authority determines in writing that:

926 a. the investment cannot be considered to have been made on the basis of confidential
927 information; and

928 b. the investment cannot be expected to adversely affect or influence the Member's
929 judgment in the performance of any services or obligations on behalf of the Tribe.

930 13-12. Members may not use their relationship with the Tribe to exercise undue influence to
931 obtain anything which is not freely available to all prospective purchasers.

932 13-13. Members may not accept gifts, payments for personal gain, opportunities to invest,
933 opportunities to act as an agent, a consultant, or a representative for actual or potential
934 purchasers, sales sources, contractors, consultants, customers or suppliers, or accept any direct
935 or indirect benefit from any actual or potential purchaser, sales source, contractor, consultant,
936 customer, or supplier.

937 13-14. Members may not accept any gift, entertainment, service, loan, promise of future
938 benefits or payment of any kind which the Oneida Business Committee, or other delegated
939 authority, determines may adversely affect or influence the Members' judgment in the
940 performance of any services, duties, obligations or responsibilities to the Tribe, or may impair
941 confidence in the Tribe and the Tribe's Entities.

942 13-15. Notwithstanding the foregoing, Members may accept or provide business-related meals,
943 entertainment, gifts or favors when the value involved is insignificant and the Oneida Business
944 Committee or other delegated authority has determined that it clearly will not place him or her
945 under any obligation.

946
947 *Subpart D. Competition with the Tribe.*

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948 13-16. Members shall not enter into competition with the Tribe regarding the purchase or sale
949 of any property, property rights or property interests, without prior consent of the Tribe.

950 13-17. A Member may enter into competition with the Tribe when the activity engaged in is
951 approved through an Oneida entrepreneur development program or other similar Oneida
952 program and does not otherwise violate this Policy.

953

954 *Subpart E. Use of the Tribe's Assets.*

955 13-18. All bank accounts for the Tribe's funds must be maintained in the name of the Tribe and
956 will be reflected on the Tribe's books in accordance with the Generally Accepted Accounting
957 Principles.

958 13-19. Each Member shall comply with the system of internal accounting controls sufficient to
959 provide assurances that:

- 960 a. all transactions are executed in accordance with management's authorization; and
961 b. access to assets is permitted only in accordance with management's authorization; and
962 c. all transactions are recorded to permit preparation of financial statements in
963 conformity with the Generally Accepted Accounting Principles or other applicable
964 criteria.

965 13-20. Any records created or obtained as a Member of an Entity are the property of the Tribe
966 and can only be removed or destroyed if approved by the Entity via a majority vote of a quorum
967 of the Entity at a duly called meeting. All removal or destruction of documents must be
968 conducted in accordance with the Open Records and Open Meetings Law.

969

970 *Subpart F. Disclosure.*

971 13-21. Each Member shall disclose any outside activities or interests that conflict or suggest a
972 potential conflict with the best interests of the Tribe by completely filling out the Application
973 for membership or informing the Oneida Business Committee or other designated authority
974 after election or appointment of a conflict arising during membership on an Entity.

975

976 *Subpart G. Reporting.*

977 13-22. All conflicts or potential conflicts that arise during membership on an Entity must be
978 immediately reported to the Secretary. Upon receiving information of a potential conflict of
979 interest, the Secretary shall request a determination from the Oneida Law Office whether further
980 action must be taken by the Tribe regarding the status of the Member.

981 13-23. Any evidence of noncompliance with any Policy regarding the use of the Tribe's assets
982 must be immediately reported to the internal audit staff. If the internal audit staff finds evidence
983 of noncompliance, they shall notify the Oneida Law Office. The Oneida Business Committee
984 and/or the Oneida Law Office shall then make a determination of further action to be taken, if
985 any.

986

987 *Subpart H. Enforcement and Penalties.*

988 13-24. Members found to be in violation of this Policy may be removed pursuant to the
989 Removal Law, if a Member of an elected Entity, or have their appointment terminated, if a
990 Member of an appointed Entity.

- 991 a. A Member who has been terminated or removed is ineligible for Appointment or

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992 election to any Entity for at least one (1) year from the effective date of the termination or
993 removal.

994 13-25. Candidates for appointment or election to an office found to be in violation of this
995 Policy may be disqualified from taking office.

996

997 *End.*

~~998~~

1000

1001 Adopted - BC-8-2-95-A

1002 Amended - BC-5-14-97-F

1003 Emergency Amendments - BC-03-06-01-A (expired)

1004 Emergency Amendments - BC-04-12-06-JJ

1005 Emergency Amendments - BC-11-12-09-C

1006 Emergency Amendments Extension - BC-05-12-10-I (expired)

1007 Amended - BC-9-27-06-E (permanent adoption of emergency amendments)

1008 Amended – BC-09-22-10-C

1009 Amended -

1010

1011