

## ANNA JOHN RESIDENT CENTERED CARE COMMUNITY BOARD BYLAWS

### Article I. Authority

- 1-1. *Name.* The name of this entity shall be the Anna John Resident Centered Care Community Board and may be hereinafter referred to as the "Board."
- 1-2. *Establishment.* This Board was established by motion of the Oneida Business Committee on November 16, 1977 and is recognized by the adoption of these bylaws on November 16, 1977, as amended on April 11, 1979; December 15, 1980; May 15, 1984; February 9, 2011 and April 27, 2011.
- 1-3. *Authority.* The Board was established to serve in an advisory capacity for the Anna John Resident Centered Care Community ("AJRCCC") and is responsible for, including, but not limited to:
- (a) Enhancing services between the community, the residents of the AJRCCC, their families and the AJRCCC Administration;
  - (b) Being involved, visiting and participating in activities with the residents of the AJRCCC;
  - (c) Ensuring that the AJRCCC is equipped and staffed in a manner that provides the best services for residents of the AJRCCC;
  - (d) Bringing the Board's and AJRCCC residents' concerns and/or complaints to the AJRCCC Administration, as well as the Comprehensive Health Division Director and/or the Oneida Business Committee liaison to the Board;
  - (e) Ensuring that the AJRCCC operates within the guidelines and policies of the Oneida Nation and within all further regulations, rules and policies governing its operations;
  - (f) Ensuring that the AJRCCC maintains a safe and sanitary environment while providing quality care and services to its residents as ordered by each resident's attending physician; and
  - (g) Carrying out all other powers and/or duties delegated to the Board by the laws of the Nation.
- 1-4. *Office.* The official mailing address of the Board shall be:  
Anna John Resident Centered Care Community Board  
c/o Anna John Resident Centered Care Community  
2901 S. Overland Road  
Oneida, WI 54155
- 1-5. *Membership.*
- (a) *Number of Members.* The Board shall be comprised of seven (7) Board members.
  - (b) *Appointed.* Board members shall be appointed by the Oneida Business Committee in accordance with the Boards, Committees and Commissions law for four (4) year terms. Each member shall remain in office:
    - (1) If his or her term has expired, until a successor has been sworn in by the Oneida Business Committee;
    - (2) Until his or her resignation; or

- (A) A member may resign at any time verbally at a meeting or by delivering written notice to the Oneida Business Committee Support Office and the Board Chairperson or the Chairperson's designee. The resignation is effective upon acceptance by motion of a member's verbal resignation or upon delivery of the written notices.
  - (3) Until his or her appointment is terminated in accordance with the Boards, Committees and Commissions law.
  - (c) *Filling of Vacancies.* Vacancies shall be filled in accordance with the Boards, Committees and Commissions law.
    - (1) The Board's Chairperson shall provide the Oneida Business Committee recommendations on all applications for appointment by the executive session in which the appointment is intended to be made.
    - (2) Vacancies of less than one (1) year shall be filled for the remainder of the term and for a new four (4) year term. Vacancies with greater than one (1) year remaining of the term shall be filled for the remainder of the term.
  - (d) *Qualifications.* Board members shall meet the following qualifications:
    - (1) Be an enrolled member of the Oneida Nation;
    - (2) Be at least eighteen (18) years of age;
    - (3) Reside within Brown or Outagamie County; and
    - (4) Not be employed by the AJRCCC.
- 1-6. *Termination.* A Board member's appointment may be terminated in accordance with the Boards, Committees and Commissions law. The following infractions shall be cause for a recommendation by the Board to the Oneida Business Committee for termination of a member's appointment:
- (a) Three (3) unexcused absences from regular monthly meetings per calendar year as determined in section 3-1 of these bylaws.
    - (1) A Board member who is unexcused for two (2) monthly meetings shall be forwarded a reminder of the meeting dates by the Board Secretary.
    - (2) ***Leave of Absence.*** Board members will be allowed up to three (3) months Leave of Absence for a medical circumstance within their term of appointment. The Board member requesting a Leave of Absence shall bring the request to an Officer of the Board.
  - (b) A violation of any of the expectations set forth in Article IV of these bylaws may result in a recommendation to the Oneida Business Committee for termination of appointment.
  - (c) Recommendations to the Oneida Business Committee for termination of a Board member's appointment must be determined by a majority vote of the members in attendance at a Board meeting of an established quorum.
- 1-7. *Trainings and Conferences.* Board members shall be required to attend or participate in a minimum of two (2) trainings or conferences per year. Stipends are only paid for attending a full day of training/conferences in accordance with these bylaws; the Boards, Committees and Commissions law; and

resolution BC-05-08-19-B titled, Amending Resolution BC-09-26-18-D Boards, Committees and Commissions Law Stipends, as may be further amended from time-to-time hereafter.

- (a) Trainings/conferences shall include, but shall not be limited to:
  - (1) HIPAA;
  - (2) Medicare/Medicaid;
  - (3) Nutrition;
  - (4) Elderly Health Concerns; and
  - (5) Personal Growth.
- (b) Regardless of the number of trainings/conferences that he or she is required to attend, no member of the Board shall be eligible to receive stipends for attending more than five (5) full days per year of the trainings/conferences set forth herein.

## **Article II. Officers**

2-1. *Officers.* The Board shall have three (3) Officers: Chairperson, Vice Chairperson and Secretary. The Officers of the Board shall perform other duties as may be required or requested by the Oneida Business Committee or General Tribal Council.

2-2. *Responsibilities of the Chairperson.* The responsibilities, duties and limitations of the Chairperson of the Board are as follows:

- (a) Shall call meetings, notify Board members, as well as the public, and develop agendas in conjunction with the Board Secretary and consistent with these bylaws, the Boards, Committees and Commissions law and the Nation's Open Records and Open Meetings law;
- (b) Shall preside at all meetings of the Board and maintain orderly discussions;
- (c) Shall receive, review and monitor all correspondence from the Board, present to the Board and sign all correspondence approved by the Board;
- (d) Shall vote only in case of a tie;
- (e) Shall submit approved and signed Board meeting minutes, in conjunction with the Board Secretary, to the Oneida Business Committee Support Office;
- (f) Shall, in conjunction with the Board Secretary, submit quarterly reports to the Oneida Business Committee, and submit annual and semi-annual reports to the Oneida General Tribal Council in accordance with the Boards, Committees and Commissions law, and shall attend or designate a Board member to attend the Oneida Business Committee meeting where the Board's quarterly report is on the agenda; and
- (g) Shall perform other duties assigned by the Board.

2-3. *Responsibilities of the Vice-Chairperson.* The responsibilities, duties and limitations of the Vice-Chairperson of the Board are as follows:

- (a) Shall perform the Chairperson's duties under section 2-2 of these bylaws in the absence of the Chairperson;
- (b) Shall work with the Chairperson in all matters that concern the Board; and
- (c) Shall perform other duties as assigned by the Board.

- 2-4. *Responsibilities of the Secretary.* The responsibilities, duties and limitations of the Secretary of the Board are as follows:
- (a) Shall assist the Chairperson in calling meetings (regular and emergency), providing notice and developing the agenda in accordance with section 2-2 of these bylaws;
  - (b) Shall maintain the minutes, reports and correspondence of the Board and provide notice of meeting agendas, documents, and minutes to all Board members, as well as the public, in accordance with these bylaws and the Nation's Open Records and Open Meetings law;
  - (c) Shall perform the Chairperson's duties under section 2-2 of these bylaws, in the absence of the Chairperson and Vice-Chairperson;
    - (1) The Secretary's authority to call and/or preside over meetings of the Board shall be limited to the following:
      - (A) In the event that both the Chairperson and Vice-Chairperson positions become vacant before the end of their terms, the Secretary shall be allowed to call meetings of the Board to fill the vacancies and to preside over those meetings for the sole purpose of conducting an election under section 2-5 of these bylaws, at which point the Chairperson, or Vice-Chairperson in the absence of the Chairperson, shall preside.
  - (d) Shall assist the Chairperson in submitting quarterly reports to the Oneida Business Committee and annual and semi-annual reports to the Oneida General Tribal Council;
  - (e) Shall ensure the Board meeting minutes are recorded and reviewed by the Board;
  - (f) Shall assist the Chairperson in submitting approved and signed Board meeting minutes to the Oneida Business Committee Support Office; and
  - (g) Shall perform other duties as assigned by the Board.
- 2-5. *Selection of Officers.* Officers shall serve one (1) year terms and shall be elected by a majority vote of the members in attendance at a Board meeting of an established quorum.
- (a) Vacancies among Officers of the Board shall be filled for the duration of the unexpired term by a majority vote of the members in attendance during the next regular or emergency Board meeting of an established quorum.
  - (b) Officers may hold only one (1) Officer position per Officer term.
  - (c) Members of the Board may be dismissed from their Officer position by majority vote of the members in attendance at a Board meeting of an established quorum.
- 2-6. *Subcommittees.* Subcommittees may be created and dissolved by the Board from time-to-time as conditions necessitate so long as in accordance with the Boards, Committees and Commissions law.
- (a) A majority vote of the Board members present at a meeting of an established quorum shall be required to create a subcommittee.
  - (b) Members of the subcommittee shall be appointed by the Chairperson and shall be terminated upon completion of their assignment, which ordinarily shall result in a written report to the Board.

- (c) Should a subcommittee, established for whatever reason, be no longer meeting a valid goal of the Board, it may be terminated at any time by majority vote of the members present at a Board meeting of an established quorum.
- (d) Members of a subcommittee shall not be eligible for stipends unless a specific exception is made by the Oneida Business Committee or the Oneida General Tribal Council.

2-7. *Budgetary Sign-Off Authority and Travel.* The Board shall follow the Nation's policies and procedures regarding purchasing and sign-off authority.

- (a) Levels of budgetary sign-off authority for the Board shall be as set forth in the manual titled, *Oneida Tribe of Indians of Wisconsin Purchasing Policies and Procedures*, for Area Directors/Enterprise Directors.
  - (1) All Board Officers have sign-off authority and two (2) Officers shall be required to sign-off on all budgetary requests, except as follows:
    - (A) The Oneida Business Committee Support Office shall have sign-off authority over requests for stipends, travel per diem and business expense reimbursement.
- (b) The Board shall remain under the AJRCCC budget.
- (c) Travel shall be approved by a majority vote of the members in attendance at a regular or emergency Board meeting of an established quorum.
  - (1) Travel will further need to be approved by the AJRCCC administrator.

2-8. *Personnel.* The Board shall not have the authority to hire personnel for the benefit of the Board.

### **Article III. Meetings**

3-1. *Regular Meetings.* The Board shall meet monthly on the second (2nd) Wednesday of every month, commencing at 5:00 p.m., at the AJRCCC located in Oneida, Wisconsin.

- (a) The meeting date, time and/or location may change from time-to-time as determined by the Board upon proper notice to all members in writing and, along with the public, in accordance with governing law, including, but not limited to, the Nation's Open Records and Open Meetings law, prior to the implementation of a new date, time and/or location.
  - (1) The meeting location shall remain within the Reservation boundaries unless notice is given to all Board members in writing and, along with the public, per governing law, including, but not limited to, the Nation's Open Records and Open Meetings law, prior to designating the meeting location.
- (b) In the event a Board member is not able to attend a meeting, the Board member shall notify an Officer in writing no later than thirty (30) minutes prior to the start of the meeting in order to be excused from the meeting.
  - (1) If the Board member contacts an Officer after the deadline, the Board shall consider the circumstances and make a determination by a majority vote of the members in attendance at a Board meeting

of an established quorum to approve or deny the Board member as excused.

- (c) Robert's Rules of Order shall be used as a guideline for conducting meetings.
- (d) The Board Secretary or designee shall provide notice of the meeting agenda, documents, and minutes to all Board members via email, sent to the official Oneida Nation email address that they were provided to conduct business electronically on behalf of the Board ("Official Email"), and, along with the public, in accordance with the Nation's Open Records and Open Meetings law.

3-2. *Emergency Meetings.* An emergency meeting may convene outside of regular meetings to address an urgent matter. These meetings may be called by the Chairperson or Vice-Chairperson and as soon as a quorum can be established. The emergency causing the meeting shall be set forth in the minutes.

- (a) Within seventy-two (72) hours after an emergency meeting, the Board shall provide the Nation's Secretary with notice of the meeting, the reason for the emergency meeting, and an explanation of why the matter could not wait for a regular meeting.
- (b) Notification of an emergency meeting shall be provided to all Board members via their Official Email, as well as telephone call, and, along with the public, in accordance with the Open Records and Open Meetings law.

3-3. *Joint Meetings.* Joint meetings with the Oneida Business Committee may be held as agreed upon between the entities to take place at the Norbert Hill Center located in Oneida, Wisconsin, or some alternate location agreed upon between the Board and the Oneida Business Committee in advance of the joint meeting.

- (a) Notice of the joint meeting agendas, documents and minutes shall be provided, and the joint meetings conducted, in accordance with resolution BC-03-27-19-D titled, Oneida Business Committee and Joint Meetings with the Boards, Committees and Commissions – Definitions and Impact, as may be amended from time-to-time hereafter.

3-4. *Quorum.* A quorum shall consist of a majority of the current members of the Board and shall include either the Chairperson Vice-Chairperson or Secretary, but only if the Secretary is presiding over the meeting in accordance with section 2-4(c) of these bylaws.

3-5. *Order of Business.* The regular meetings of the Board shall follow the order of business as set out herein:

- (a) Call to Order
- (b) Roll Call
- (c) Opening/Prayer (if requested)
- (d) Approve/Amend Agenda
- (e) Review/Approve/Amend Minutes
- (f) Reports
- (g) Tabled Business
- (h) Old Business

- (i) New Business
- (j) Other Concerns/Announcements
- (k) Next Meeting
- (l) Adjournment

- 3-6. *Voting.* Voting shall be in accordance with the simple majority vote of over fifty (50) percent of the Board members present at a meeting of an established quorum.
- (a) The Chairperson, or Officer presiding in his or her place, only votes in a tie.
  - (b) E-polls are not permitted.
- 3-7. *Cancellation of Meetings.* Any meeting may be cancelled due to unforeseen circumstances or due to the inclement weather conditions and shall be rescheduled when available.
- (a) In the event a meeting is cancelled, the delegate Board Officer shall contact each Board member prior to the meeting.
  - (b) If a Board member is uncertain of a cancelled meeting, call the AJRCCC Board Chairperson or an Officer member by 12:00 p.m., noon, the day of the meeting.
  - (c) Should the Nation cancel work due to inclement weather, any scheduled meeting would also be cancelled.

#### **Article IV. Expectations**

- 4-1. *Behavior of Members.* Members of the Board are expected to behave as follows:
- (a) They shall regularly check their Official Email for communication from Board Officers.
    - (1) If access is not available, members shall utilize the Oneida Nation Community Education Center.
    - (2) Use of personal or work email addresses for Board business is prohibited.
  - (b) They shall treat other Board members, community members, AJRCCC staff and residents with respect.
  - (c) When receiving concerns regarding AJRCCC, they shall have the complainant put it in writing with as many details as possible for appropriate follow-up.
  - (d) *Enforcement.* If a member violates this section, any other section of these bylaws or any governing laws of the Nation, he or she may be subject to a suspension from a future Board meeting; disciplinary action in accordance with any law of the Nation governing sanctions and penalties for appointed officials; and/or recommendation by the Board to the Oneida Business Committee for termination in accordance with the Boards, Committees and Commissions law.
    - (1) Recommendations for termination shall be decided by a majority vote of the members in attendance at a Board meeting of an established quorum.

- 4-2. *Prohibition of Violence.* Members of the Board are prohibited from committing intentional acts that inflict, attempt to inflict, or threaten to inflict, emotional or bodily harm on another person, or damage to property.
- 4-3. *Drug and Alcohol Use.* Members of the Board are prohibited from using or being under the influence of prohibited drugs or alcohol while acting in their official capacity as AJRCCC Board members.
- 4-4. *Social Media.* Members of the Board shall adhere to the Oneida Nation’s Social Media Policy, their oath of office, and as follows with respect to social media:
- (a) Board members are prohibited from posting on social media confidential information shared in AJRCCC meetings and executive sessions.
    - (1) Complaints shall be addressed with the AJRCCC administration.
  - (b) Any publication of information must be approved by the Board.
- 4-5. *Conflict of Interest.* Members of the Board must keep their Conflict of Interest form updated with the Oneida Business Committee Support Office.
- (a) Board members shall abide by all laws of the Nation governing conflicts of interest.
  - (b) In the event of a conflict of interest regarding a complaint or concern in a Board meeting, the conflicted member shall excuse himself or herself from contributing to the conversation and refrain from voting.

#### **Article V. Stipends & Compensation**

- 5-1. *Stipends.* Board members are eligible for the following stipends as set forth in and subject to these bylaws, the Boards, Committees and Commissions law, and resolution BC-05-08-19-B titled, Amending Resolution BC-09-26-18-D Boards, Committees and Commissions Law Stipends, as may be further amended from time-to-time hereafter:
- (a) One (1) monthly meeting stipend.
  - (b) Stipends for Judiciary hearings.
    - (1) A member of the Board may receive a stipend for attending an Oneida Judiciary hearing if that member is specifically subpoenaed.
  - (c) A stipend for attendance at each full day of trainings/conferences that is required by law, bylaws or resolution.
  - (d) A stipend for attendance at a duly called joint meeting as defined under the Boards, Committees and Commissions law.
- 5-2. *Compensation.* Besides the travel, per diem and business expense reimbursement authorized by the Boards, Committees and Commissions law, Board members shall be entitled to no other compensation for the duties/activities they perform on behalf of the Board.

#### **Article VI. Records & Reporting**

- 6-1. *Agenda Items.* Agenda items shall be given in the format provided by the Oneida Business Committee Support Office.



- (a) Items and backup documents to be on the agenda shall be provided to the Board members a minimum of twenty-four (24) hours prior to the meeting, or items will be tabled to the next meeting.
  - (b) Packets of the proposed agenda and the backup documentation shall be made available at the meeting. Executive session items shall be stamped confidential.
- 6-2. *Minutes.* Minutes shall be typed in the Oneida Business Committee Support Office's approved format designed to generate the most informative record of the Board's meetings.
- (a) All minutes shall be submitted to the Oneida Business Committee Support Office within thirty (30) calendar days after approval by the Board.
  - (b) Actions taken by the Board are valid when minutes are approved, provided that, minutes are filed according to this Article.
  - (c) Copies of the minutes shall be available in accordance with the Open Records and Open Meetings law.
- 6-3. *Attachments.* Handouts, reports, memoranda, and the like shall be attached to the minutes and agenda from the meeting in which they were presented. Records of attachments will be saved in the AJRCCC folder on the Oneida Nation network.
- 6-4. *Oneida Business Committee Liaison.* The Board shall regularly communicate with the Oneida Business Committee liaison. The frequency and method shall be as agreed upon by the Board and the liaison, but no less than that required in any law or policy on reporting developed by the Oneida Business Committee or Oneida General Tribal Council.
- (a) The Chairperson shall report to the Oneida Business Committee liaison.
- 6-5. *Audio Recordings.* The Board shall audio record all meetings, except executive session portions of the meetings.
- (a) All recordings will be kept in the AJRCCC folder on the Oneida Nation network and maintained in accordance with the Nation's Open Records and Open Meetings law.
  - (b) The Board will use the Board laptop provided by AJRCCC administration to record the meetings.

## **Article VII. Amendments**

- 7-1. *Amendments to Bylaws.* The Board, upon written notice, at a duly called regular meeting, may, by a majority vote of the members present at a Board meeting of an established quorum, adopt, amend or repeal any provisions of these bylaws.
- (a) Amendments to these bylaws must conform to the requirements of the Boards, Committees and Commissions law, as well as any other policy of the Nation.
  - (b) Amendments are effective upon adoption by the Board and approval by the Oneida Business Committee.

7-2. *Updating and Review.* The Board shall conduct review of these bylaws as needed, but no less than on an annual basis.

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These By-laws, as amended and revised, are hereby approved by the Oneida Business Committee at a duly called meeting held on September 25, 2019, by the Secretary of the Oneida Business Committee's signature.



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Lisa Summers, Secretary  
Oneida Business Committee