



LEGISLATIVE OPERATING COMMITTEE MEETING AGENDA

Business Committee Conference Room - 2nd Floor Norbert Hill Center

April 7, 2021

9:00 a.m.

This Legislative Operating Committee meeting will be closed to the public due to the Public Health State of Emergency. This is a preventative measure as a result of the COVID-19 pandemic. An audio recording of the meeting will be made available on the Nation's website.

I. Call to Order and Approval of the Agenda

II. Minutes to be Approved

1. March 3, 2021 LOC Meeting Minutes (pg. 2)

III. Current Business

1. Audit Committee Bylaws Amendments (pg. 4)

IV. New Submissions

1. Election Law Emergency Amendments (pg. 16)

V. Additions

VI. Administrative Updates

VII. Executive Session

VIII. Recess/Adjourn



LEGISLATIVE OPERATING COMMITTEE MEETING MINUTES
Oneida Business Committee Conference Room-2nd Floor Norbert Hill Center
March 3, 2021
9:00 a.m.

Present: Kirby Metoxen Jennifer Webster, Marie Summers, Daniel Guzman King

Excused: David P. Jordan

Others Present: Clorissa N. Santiago, Kristen Hooker, Kristal Hill, Rhiannon Metoxen, Brooke Doxtator

I. Call to Order and Approval of the Agenda

Kirby Metoxen called the March 3, 2021, Legislative Operating Committee meeting to order at 9:07 a.m.

Motion by Jennifer Webster to adopt the agenda with one revision, item one (1) under Administrative Updates should be moved to item three (3) under Current Business; seconded by Marie Summers. Motion carried unanimously.

II. Minutes to be Approved

1. February 17, 2021 LOC Meeting Minutes

Motion by Marie Summers to approve the January 20, 2021 LOC meeting minutes and forward to the Business Committee for consideration; seconded by Jennifer Webster. Motion carried unanimously.

III. Current Business

1. Emergency Management and Homeland Security Law Amendments

Motion by Jennifer Webster to approve the Emergency Management and Homeland Security law amendments adoption packet and forward to the Oneida Business Committee; seconded by Marie Summers. Motion carried unanimously.

Motion by Jennifer Webster to approve the resolution titled, "*Emergency Management Law Citation Schedule*" and forward to the Oneida Business Committee for consideration; seconded by Daniel Guzman King. Motion carried unanimously.

2. Community Support Fund Law Amendments

Motion by Jennifer Webster to approve the Community Support Fund law amendments adoption packet and forward to the Oneida Business Committee for consideration; seconded by Daniel Guzman King. Motion carried unanimously.

3. Oneida Trust Enrollment Committee Bylaws Amendments

Motion by Jennifer Webster to accept the Oneida Trust Enrollment Committee bylaws amendments and legislative analysis "option B" and forward to the Oneida Business Committee for consideration; motion not seconded. Motion failed.



Motion by Daniel Guzman King to accept the Oneida Trust Enrollment Committee bylaws amendments and legislative analysis and forward to the Oneida Business Committee for consideration as it is in the packet; seconded by Marie Summers. Motion carried unanimously.

IV. New Submissions

V. Additions

VI. Administrative Items

VII. Executive Session

Motion by Jennifer Webster to go into executive session at 9:35 a.m.; seconded by Marie Summers. Motion carried unanimously.

Motion by Jennifer Webster to come out of executive session at 10:29 a.m.; seconded by Marie Summers. Motion carried unanimously.

1. Children's Code Emergency Amendments

Motion by Jennifer Webster to deny the request for emergency amendments due to the fact that it does not meet the standard for emergency legislation provided by the Legislative Procedures Act which is that it is necessary for the immediate preservation of the public health, safety, and general welfare of the Reservation population, and move this item from a medium priority to a high priority with direction that this be worked on as expeditiously as possible; seconded by Daniel Guzman King. Motion carried unanimously.

VIII. Adjourn

Motion by Daniel Guzman King to adjourn at 10:31 a.m.; seconded by Marie Summers. Motion carried unanimously.



Legislative Operating Committee
April 7, 2021

Audit Committee Bylaws Amendments

Submission Date: 1/22/21	Public Meeting: n/a
LOC Sponsor: David Jordan	Emergency Enacted: n/a Expires: n/a

Summary: *This item was added to the Active Files List per the request of the Internal Audit Department to have the Oneida Business Committee consider adopting certain amendments to the Audit Committee's bylaws. On February 3, 2021, the Legislative Operating Committee added the item to the Active Files List to have the amendments processed in accordance with the Legislative Procedures Act.*

2/3/21 LOC: Motion by Jennifer Webster to add the Audit Committee bylaws to the Active Files List with David Jordan as the sponsor; seconded by Daniel Guzman King. Motion carried unanimously.

Next Steps:

- Accept the Audit Committee Bylaws Amendments and Legislative Analysis and defer to a work session, if necessary; and/or
- Forward the Audit Committee Bylaws Amendments to the Oneida Business Committee for consideration.

AUDIT COMMITTEE BYLAWS

Article I. Authority

1-1. *Name.* The name of this committee shall be the Audit Committee, hereinafter referred to as "Committee."

1-2. *Authority.* By the authority of the Oneida Business Committee, the Committee was created by adoption of the Audit Law Resolution BC-07-15-98-C which has been updated to Internal Audit BC 08 09 17 B. Through ~~the Internal Audit BC 08 09 17 B-Law~~, the Committee has been delegated the authority to ensure the integrity of the ~~Tribe's Oneida Nation's~~ financial reporting and audit systems. Definitions for the words used throughout these bylaws shall be taken from ~~the Internal Audit BC 08 09 17 B-Law~~. All words not defined in ~~the Internal Audit BC 08 09 17 B-Law~~ shall be used in their ordinary and everyday sense.

1-3. *Office.* The office of the Committee shall be located within the exterior boundaries of the Oneida Reservation and its mailing address shall be P.O. Box 365, Oneida, WI 54155.

1-4. *Membership.*

- a. Number of members. The Committee shall consist of five (5) members.
- b. How elected or appointed.
 1. Four (4) Committee members shall be Oneida Business Committee members, excluding the Treasurer, selected by a majority of the Oneida Business Committee.
 - A. Any member of the Business Committee, with the exception of the Treasurer, may serve as Ad Hoc when needed.
 2. One (1) Committee member shall be a member of the community who meets the qualifications of 1-4(d). ~~This member shall be appointed in accordance with the Comprehensive Policy Governing Boards, Committees and Commissions.~~
- c. How vacancies are filled. Vacancies on the Committee shall be filled in accordance with section 1-4(b) for the remainder of the outstanding term.
- d. Qualifications of members.
 1. The appointed Committee member shall be at least twenty-one (21) years of age and be an enrolled member of the Oneida ~~Nation~~ Tribe of Indians of Wisconsin.
 2. Committee members shall be both independent and financially literate or have access to financial expertise, whether in the form of the Chief Financial Officer, a single individual serving on the Committee, or collectively among Committee members. Components of financial expertise include:
 - A. The ability to assess the general application of the principles and standards in connection with the accounting for estimates, accruals, and reserves.
 - B. An understanding of internal controls.
 - C. An understanding of the procedures for financial reporting.
 - D. An understanding of Audit Committee functions and responsibilities.
- e. Term of office.
 1. The terms of the Audit Committee members shall coincide with the term of the Oneida Business Committee.
 2. The term of the appointed community member shall expire midway through the term of the Oneida Business Committee.
 3. Defining independence of each Committee member is important for the ~~Tribe~~ Nation and no Committee member may:
 - A. Be employed by any Tribal entity.
 - B. Provide contract services to the ~~Tribe~~ Nation.

C. Be a member of any other Tribal Board, Committee or Commission, other than the Oneida Business Committee.

D. Represent any interests other than the ~~Tribe's Oneida Nation's~~ while acting as a member of the Committee.

4. Committee members shall strictly adhere to the ~~Tribe's Oneida Nation's~~ laws and policies, establishing ethical standards and/or conflicts of interest, and any code of conduct. All work shall be performed in accordance with the International Professional Practices Framework. Failure to do so may result in the removal from the Committee or termination of an appointment.

Article II. Officers

2-1. The Committee shall have two (2) officers: Chairperson and Vice-Chairperson. The terms of office for the officers shall coincide with the terms of the Oneida Business Committee members.

2-2. *Chairperson Duties.* The Chairperson shall preside over all meetings and may not vote except in the case of a tie. The Chairperson shall be responsible for calling meetings and notifying members with the assistance of the Internal Audit Department.

2-3. *Vice-Chairperson Duties.* The Vice-Chairperson shall assist the Chairperson with his or her duties, at the request of the Chairperson, and shall preside over all meetings in the Chairperson's absence.

2-4. *How Officers are Chosen.* The Chairperson and Vice-Chairperson shall be chosen from the Oneida Business Committee representatives by all Committee members present at the first meeting held after the Committee is appointed.

2-5. *Personnel.* The Committee shall recruit and hire a qualified Internal Audit Manager to lead the internal audit function and to assure unbiased audit and investigative processes and reporting.

Article III. Meetings

3-1. All meetings of the Audit Committee are to be closed session as required by the International Professional Practices Framework with the exceptions below.

3-2. The Committee shall meet on a monthly basis within the Reservation boundaries.

- a. All Committee members are expected to attend each meeting.
- b. The Committee may invite entity representatives, auditors or others to attend meetings and provide pertinent information.
- c. The Committee may hold meetings in executive session with auditors, legal counsel, and entity representatives as invited.

3-3. *Emergency and Special Meetings.* Emergency or special meetings of the Committee may be called by the Chairperson or upon written request of any two (2) members. The Chairperson shall designate a time and place for holding an emergency or special meeting.

~~3-4. Virtual Meetings. Virtual meetings are allowed in accordance with Audit Committee Virtual meetings SOP.~~

~~3-5. Notice of Emergency or Special Meeting.~~ Notice of an emergency or special meeting shall be:

- a. *Members.* The Committee shall provide notice to members at least forty-eight (48) hours prior to the date set for any such meeting, unless, for good cause, such notice is impossible or impractical.—Notice may be communicated in person, or through electronic communication.

~~b. *Public.* The Committee shall provide public notice of special meetings by submitting the [RJS1] date, time and location of the special meeting to the Intergovernmental Affairs and Communications Department to be included on the community calendar on the Tribe's website no later than twenty-four (24) hours prior to the time of the special~~

~~meeting.~~

3-~~56~~. *Quorum*. A quorum shall consist of a majority of current members of the Committee and shall include the Chairperson or Vice-Chairperson.

3-~~76~~. *Order of Business*. The regular meetings of the Committee shall follow the order of business as set out herein:

~~a.I.~~ I. Call to Order.

~~b.II.~~ II. Approval of Agenda

~~c.III.~~ III. Approval of Minutes

~~d.IV.~~ IV. Old Business

V. New Business

~~e.VI.~~ VI. Tabled Business

~~f.VII.~~ VII. Executive Session

~~g.VIII.~~ VIII. Adjourn

3-~~78~~. *Voting*. Decisions of the Committee shall be based on a majority of a quorum of members present at a meeting. The officer presiding at a meeting shall vote only in case of a tie.

a. Electronic e-polls are allowed as long as they are conducted in accordance with Conducting Electronic Voting (E-Polls) SOP.

3-~~89~~. *Stipends*. The appointed Committee member shall be paid a meeting stipend of \$75.00 per any meeting in accordance with Section 11-3 of the Comprehensive Policy Governing Boards, Committees and Commissions, provided that the meeting has established a quorum ~~for a minimum of one (1) hour and the Committee member collecting the stipend was present for at least one (1) hour of the established quorum.~~

Article IV. Reporting

4-1. Agenda items shall be in an identified format.

4-2. Minutes shall be typed and in a consistent format designed to generate the most informative record of the meetings of the Committee.

4-3. Handouts, reports, memoranda and the like may be attached to the minutes and agenda, or may be kept separately, provided that all materials can be identified to the meeting in which they were presented.

4-4. The Committee shall report to the Oneida Business Committee and to the General Tribal Council, when appropriate, relative to audits, financial reports, management reports and recommended corrective measures.

4-5. The Committee shall report to the Oneida Business Committee, as often as deemed appropriate, the approved Committee minutes, audit reports and appropriate supporting information.

a. Minutes and audit reports require Oneida Business Committee acceptance in order to finalize the audit records.

Article V. Amendments

5-1. The Bylaws of the Committee shall be amended with the approval of a quorum of the Committee and upon subsequent approval by the Oneida Business Committee.

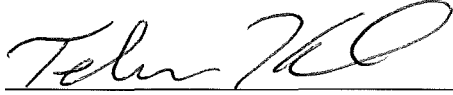
Article VI. Responsibilities

6-1. The Committee shall have oversight of the activities of the internal audit function in independent assignments related to auditing, evaluating, and special investigations related to detecting fraudulent financial reporting and conducting investigations into fraud and theft in the ~~Tribe's Oneida Nation's~~ entities. The Committee shall perform all work in accordance with the International Professional Practices Framework.

- 149 6-2. *Enforcement.* The Committee shall have the ability to utilize all existing enforcement
150 authorities to carry out their responsibilities to achieve their purpose, including:
151 a. Request the Business Committee to compel entity representatives to attend meetings
152 in order to represent issues.
153 b. Request the Business Committee to compel entity representatives to comply with audit
154 requests and reply to audit reports.
155 c. Instruct the external auditor and the internal auditor that the Committee expects to be
156 advised if there are any areas that require its special attention.
157 d. Request the Business Committee to issue notices of noncompliance to entity employees
158 in accordance with the disciplinary provisions relating to work performance and
159 personal actions, as provided for in the Tribe's Oneida Nation's Personnel Policies and
160 Procedures.
161 e. Request the Business Committee to issue notices of violation of Oath of Office, as
162 appropriate, to entity members.
163 f. Seek improvements to assure the Tribe's Oneida Nation's laws and policies establishing
164 ethical standards and/or conflicts of interest, as well as any code of conduct implemented
165 are current and adequate to ensure fairness for all and equity by protecting the resources.
- 166 6-3. *Financial Statements.* The Committee shall review and discuss annual statements and
167 Managements Discussion & Analysis (MD&A) with auditors.
- 168 6-4. *Internal Control.* The Committee shall ensure that entities have developed and follow an
169 adequate system of internal control, including:
170 a. Compliance with legal and regulatory requirements.
171 b. Risk assessment and risk management.
172 c. Adopt a code of ethics which includes monitoring and enforcement.
173 d. Establish procedures for the receipt, retention, and treatment of complaints; establish a
174 confidential anonymous submission by individuals for concerns regarding questionable
175 matters.
176 e. Ensure open communication and information flow with entities, internal auditors and
177 external auditors.
- 178 6-5. *External Audit.* The Committee shall be responsible for evaluating and recommending to the
179 Oneida Business Committee, an independent public accounting firm for the annual or any
180 special audit, unless there is a prior alternative written agreement in place delegating the
181 responsibility for a given special audit. When an external auditor is hired, the Committee
182 shall:
183 a. Verify the qualifications of the external auditor.
184 b. Oversee the performance of the external audit.
185 c. Assure all reports from the external auditor go directly to the Committee.
- 186 6-6. *Compliance.* The Committee shall review the effectiveness of the system for monitoring
187 compliance with laws and regulations and the results of an entity's investigation and follow-
188 up of any instances of non-compliance. Special audits and/or investigations may be
189 recommended by the Audit Committee.
- 190 6-7. *Other Responsibilities.* The Committee shall complete a self-evaluation annually to identify
191 improvement opportunities. This includes comparing the Committee's performance to its
192 bylaws, any formal guidelines and rules, and against best practices. Such review is
193 confidential and may or may not include evaluations of particular members.
194

196 These Bylaws are hereby attested to as adopted by the Audit Committee at a duly called

meeting held on the 14 of January, 2016 by the Audit Committee Chairperson's signature.



~~Tehassi Hill, Chairperson-
Audit Committee~~

~~These By Laws are also approved by the Oneida Business Committee at a duly called meeting held on the 27 of January, 2016 by the Secretary of the Oneida Business Committee's signature.~~



~~Lisa Summers, Tribal Secretary Oneida Business Committee~~



Audit Committee Bylaws Amendments Legislative Analysis

SECTION 1. EXECUTIVE SUMMARY

<i>Analysis by the Legislative Reference Office</i>	
Intent of the Amendments	<p>The Audit Committee (“Committee”) bylaws were added to the Active Files List per the request of the Internal Audit Department to amend the Committee’s bylaws in accordance with the Legislative Procedures Act as follows:</p> <ul style="list-style-type: none"> • To Remove the requirement that the Committee member from the community be appointed in accordance with the Boards, Committees and Commissions law [Proposed Bylaws 1-4(b)(2)]; • To allow for Committee meetings to be attended virtually so long as they are conducted in accordance with the Committee’s Virtual Meetings SOP [Proposed Bylaws 3-4]; • To add flexibility to the section governing how notice of special or emergency Committee meetings is provided to the members, as well as the public [Proposed Bylaws 3-5(a) – (b)]; • To allow voting to occur via e-polls so long as they are conducted in accordance with the Committee’s SOP governing their use [Proposed Bylaws 3-8]; • To remove the requirement that meeting stipends be paid per the Boards, Committees and Commissions law, and that eligibility for stipends be dependent upon whether a member attended at least one (1) hour of a Committee meeting that had established a quorum for at least one (1) hour [Proposed Bylaws 3-9]; and • To update certain references and language within the bylaws to coincide with the Nation’s current practices, such as using the term “Nation” instead of “Tribe” to refer to the Oneida Nation [Proposed Bylaws 1-4(d)(1)].
Purpose	The Audit Committee is as a standing committee of the Oneida Business Committee (“OBC”) that was established pursuant to the Nation’s Internal Audit law, which was adopted and subsequently amended through resolutions BC-07-15-98-C and BC-08-09-17-B, to oversee the internal audit process, including, but not limited to, any and all violations of the Nation’s policies, laws, rules and directives. [1 O.C. 108.1-1].
Related Legislation	Oneida Nation Constitution, Internal Audit law, Social Media Policy, Travel and Expense Policy, Conflict of Interest law, Open Records and Open Meetings law; Vehicle Driver Certification and Fleet Management law; Computer Resources Ordinance.
Enforcement/Due Process	Committee members are required to strictly adhere to the laws, as well as policies, of the Nation regarding ethics and/or conflicts of interest and any code of conduct, including the International Professional Practices Framework. A failure to adhere to the above could result in a member’s removal from the Committee or a termination of his/her appointment. [Committee Bylaws 1-4(e)(4)]. The Internal Audit law grants the Committee the authority to utilize all existing enforcement mechanisms to carry out its responsibilities as set forth therein. [1 O.C. 108.4-2].
Public Meeting	Public meetings are not required for bylaws.
Fiscal Impact	A fiscal impact statement is not required for bylaws.

SECTION 2. BACKGROUND

- A. Bylaws provide a framework for the operation and management of a board, committee or commission of the Nation; the government of its members; and the regulation of its affairs.
- B. The Audit Committee was established pursuant to the Internal Audit law, which was adopted and subsequently amended by resolutions BC-07-15-98-C and BC-08-09-17-B, respectively. [1 O.C. 108.2-1]. The Committee is a standing committee of the OBC that oversees the internal audit process, including, but not limited to, any investigations into complaints alleging or suspecting improprieties and/or violations of the Nation's policies, laws, rules and directives. [1 O.C. 108.4-1].
- C. On February 3, 2021, the Legislative Operating Committee added this item to the Active Files List, per the request of the Internal Audit Department, to amend the Committee's bylaws in accordance with the Legislative Procedures Act.
- D. The Committee's current bylaws were adopted in January of 2016 and have not been updated since. As a standing committee of the OBC, the Audit Committee is not subject to the Boards, Committees and Commissions law, and thus, amendments to its bylaws do not have to conform to the provisions therein that govern the bylaws of other boards, committees and commissions of the Nation not exempted therefrom. [1 O.C. 105.1-1(a)].

SECTION 3. AMENDMENTS

This section details the changes to the bylaws from the previously adopted bylaws.

A. Article I. Authority.

- **Section 1-4(b) – Membership.** Under its current bylaws, the Committee's membership is made up of four (4) members from the Oneida Business Committee and one (1) member from the community, for a total of five (5) Audit Committee members. [Committee Bylaws 1-4(b)(2)]. Except for the Treasurer, who is barred from being a member of the Committee, the OBC Committee members are "selected by a majority of the Oneida Business Committee". [Committee Bylaws 1-4(b)(1)]. The Committee member from the community is selected through appointment in accordance with the Comprehensive Policy Governing Boards, Committees and Commissions (n/k/a/ the Boards, Committees and Commissions law). [Committee Bylaws 1-4(b)(2)].

This section was revised to remove the requirement that the member of the Committee from the community be selected through appointment in accordance with the Boards, Committees and Commissions law. [Proposed Bylaws 1-4(b)(2)]. It now reads that "[o]ne (1) Committee member shall be a member of the community who meets the qualifications of 1-4(d)." [Id.].

- **Impact:** The Committee no longer has to follow the process for appointment as set forth in the Boards, Committees and Commissions law when selecting its member from the community. It is not clear, however, what process would be used for purposes of selecting the community member. As noted in section 5 of this Legislative Analysis, the Committee may want to consider adding the intended selection process to this section of its bylaws to avoid confusion and/or inconsistency in the future.

B. Article III. Meetings.

- **Section 3-4 – Virtual Meetings.** This section was added to the Committee's bylaws to allow for virtual meetings of the Committee to be held so long as in accordance with the Committee's Standard Operating Procedure ("SOP") titled, *Virtual Meetings*. [Proposed Bylaws 3-4].
 - **Impact:** This added provision will allow for the Committee to still hold meetings and conduct business even if one or all of its members cannot attend a meeting in person; provided, the process set forth in the applicable SOP is followed.
- **Section 3-5 – Notice of Emergency or Special Meeting.** This section, renumbered from 3-4 to 3-5, was revised to:

- (1) include an exception to the forty-eight (48) hour notice mandate when “for good cause, such notice is impossible or impractical” [*Proposed Bylaws 3-5(a)*]; and
(2) remove the subsection regarding public notice altogether [*Committee Bylaws 3-4(b) & Proposed Bylaws 3-5*].

- **Section 3-8 – Voting.** This section, renumbered from 3-7 to 3-8, was revised to include a subsection that allows voting to occur by e-poll; provided, that the e-poll is conducted in accordance with the Committee’s SOP titled, *Conducting Electronic Voting (E-Polls)*. [*Proposed Bylaws 3-8(a)*].
 - **Impact:** Including e-polls as another voting option provides the Committee more flexibility when, for example, formal action is necessary before the next scheduled meeting of the Committee.
- **Section 3-9 – Stipends.** Section 3-8 of the Committee’s bylaws currently provides that “[t]he appointed Committee member shall be paid a meeting stipend in accordance with Section 11-3 of the Comprehensive Policy Governing Boards, Committees and Commissions, provided that the meeting has established a quorum for a minimum of one (1) hour and the Committee member collecting the stipend was present for at least one (1) hour of the established quorum.” [*Committee Bylaws 3-8*]. Under the proposed bylaws, this section, renumbered as 3-9, will now read that “[t]he appointed Committee member shall be paid a meeting stipend of \$75.00 per any meeting provided that the meeting has established a quorum.” [*Proposed Bylaws 3-9*].
 - **Impact:** This revision provides clarification as to the amount (i.e., \$75.00) the Committee member from the community is eligible to receive for attending a Committee meeting and removes any of the requirements and/or restrictions that may have attached if eligibility was governed by the Boards, Committees and Commissions law.

SECTION 4. LEGISLATION RELATED TO BOARDS, COMMITTEES AND COMMISSIONS

Below is a summary of laws referenced in and related to the proposed amendments to the Audit Committee bylaws.

- A. **Oneida Nation Constitution.** The Constitution of the Oneida Nation contains a provision that allows for the creation of committees for the proper conduct of tribal business of the Nation. [*Oneida Nation Constitution, Article IV, Section 1(g)*]. There are no conflicts between the proposed bylaws amendments and the Oneida Nation Constitution.
- B. **Internal Audit [1 O.C. Chapter 108].** This law creates a process by which internal audits are conducted upon the Nation’s entities and delegates responsibilities for the purpose of conducting such audits. The Audit Committee, established under section 108.4-1 of the law, is a standing committee of the OBC with the responsibility for overseeing the internal audit process, including, but not limited to, any and all investigations into complaints received alleging or suspecting improprieties and/or violations of the Nation’s policies, laws, rules and directives. [*1 O.C. 108-4-1*]. There are no conflicts between the proposed bylaws amendments and the Nation’s Internal Audit law.
- C. **Social Media Policy [2 O.C. Chapter 218].** This law regulates social media accounts, including how content is managed and published on behalf of the Nation. [*2 O.C. 218.1-1*]. Committee members are required to strictly adhere to the Nation’s laws and policies regarding ethical standards and/or conflicts of interest, which would include the Social Media Policy, when acting in their official capacity. [*Proposed Bylaws 1-4(e)(4)*]. There are no conflicts between the proposed bylaws amendments and the Nation’s Social Media Policy.
- D. **Travel and Expense Policy [1 O.C. Chapter 219].** This law establishes policies that govern the reimbursement of travel and related expenses incurred during the conduct of company business. [*2 O.C. 219.1*]. It states that “any travel for Boards, Committees and Commissions must be authorized by sign off authority as indicated within the entity’s approved bylaws.” [*2 O.C. 219.4-1*]. The proposed bylaws

are silent on the issue of travel, as well as travel reimbursement. Thus, absent guidance from one of the policies referenced within the Committee's bylaws, such as the International Professional Practices Framework, multiple interpretations, including that authorization is not required, may result. Although the proposed bylaws amendments do not conflict with the Nation's Travel and Expense Policy, as indicated in section 5 of this Legislative Analysis, the Committee may want to consider adding clarification on whether authorization is required and, if so, who holds such authority within its bylaws.

- E. Open Records and Open Meetings [1 O.C. Chapter 107].** This law sets the requirements for how meetings of the Nation's governmental bodies shall be conducted, as well as how materials from that meeting shall be maintained and made available to the public. [1 O.C. 107.1 & 107.12]. "Governmental bodies" is defined to encompass most of the Nation's boards, committees and commissions [1 O.C. 107.31(d)], which means that, absent an exception, meetings of a governmental body, such as the Audit Committee, are to be open to the public and the materials therefrom available for public inspection so long as they constitute a "record" as defined within the law. [1 O.C. 107.15 & 107.17].
- **Record Release/Retention.** Section 107.4 of the Open Records and Open Meetings law sets forth exceptions and limitations to the public's access to records produced in the course of governmental business that are of a sensitive nature, and thus, the public's right to inspect is outweighed by the public interest in keeping them confidential. [1 O.C. 107.4-1]. This section contains a subsection specifically related to audit records, which states that their release shall be governed by the Internal Audit law. [1 O.C. 107.4-2].

With respect to the release of audit records, the Internal Audit law provides as follows:

- That, prior to communicating any information related to an audit to an external entity, including, but not limited to, law enforcement agencies, the Internal Audit Department shall receive approval from the Committee [1 O.C. 108.7-4];
- That, once the Committee has approved the final audit report, it shall be forwarded to the OBC for acceptance and, if accepted, the OBC shall include in its acceptance notice that the audit report is released for members of the Nation to view in whole, subject to redaction as deemed necessary by the Oneida Law Office [1 O.C. 108.6-7];
- That, audit reports may not under any circumstances be provided in a General Tribal Council agenda packet [1 O.C. 108.8-1];
- That, only members of the Nation may request access to internal and/or external audit reports, provided that:
 - prior to granting access, the custodian of the report shall require that requesters verify their status by means of a Tribal member identification card and that they sign and print their full name on the applicable audit report access log [1 O.C. 108.8-1(a)].
- That, custodians of audit reports shall limit access to on-site review and deny permission to print and/or make copies of audit reports [1 O.C. 108.8-1(b)];
- That, requests for internal audit reports shall be submitted to the Internal Audit Department and that the Internal Audit Department shall keep all information related to an incomplete audit, including audit progress, strictly confidential until the audit report has been approved by the OBC and released for members of the Nation to view [1 O.C. 108.8-2];
- That, the Committee may provide progress updates related to incomplete audits to the OBC upon request; however, such updates must be conducted in executive session [1 O.C. 108.8-2];
- That, all external annual audit reports, including those of a vendor, consultant or other party organized outside of the Nation's Federal Identification Number may be made available for members of the Nation to view directly with the audited entity [1 O.C. 108.8-3]; and
- That, requests for annual financial audits of the Nation shall be submitted to the responsible custodian located at any of the following locations:

- the Oneida Community Library;
- the Office of the Nation's Treasurer;
- the Finance Department; and/or
- the Oneida Business Committee Records Management Office(s). [1 O.C. 108.8-3 (a) – (d)].

With respect to record retention, the Internal Audit law simply provides that the Internal Audit Department shall maintain all information collected or derived from an audit and that, upon closure of an audit, all documentation shall be retained in a secure location “in accordance with the laws of the Nation.” [1 O.C. 108.5-4]. This means that one must go back to the Open Records and Open Meetings law to further determine how to lawfully retain records that are collected or derived from an audit under the Internal Audit law.

Section 107.9 of the Open Records and Open Meetings law governs the retention of records that are produced in the course of governmental business. [1 O.C. 107.9-1]. It provides, in pertinent part, that “[u]nless an alternate retention period is approved by the Oneida Business Committee for specific records and except as otherwise provided by law, all records shall be retained at least seven (7) years before destruction.” [1 O.C. 107.9-4]. Because the Internal Audit law is silent on the period of retention and there appears not to be an alternative retention schedule that governs audit records, the Committee is legally obligated to retain all records, as defined under the Open Records and Open Meetings law, in a secure location for a period of at least seven (7) years. [1 O.C. 108.5-4 & 1 O.C. 107.9-4].

The proposed bylaws amendments do not conflict with the portion of the Open Records and Open Meetings law that governs the release and retention of records.

- *Meetings of Governmental Bodies.* Section 107.15 of the Open Records and Open Meetings law provides that all meetings of governmental bodies other than the OBC shall be preceded by public notice and, except where otherwise provided by any other laws or bylaws, shall be held in open session. [1 O.C. 107.15-1]. Public notice of all meetings of a governmental body shall set forth the time, date and place of the meeting and shall be given in the following manner:
 - As required by any other laws or bylaws;
 - By communication from the presiding officer to the editor of the Kalihwisaks when the submission deadline precedes a meeting date; and
 - At least twenty-four (24) hours prior to the commencement of such a meeting, unless for good cause, such notice is impossible or impractical, in which case shorter notice may be given. [1 O.C. 107.15-2].

The proposed bylaws state that “[a]ll meetings of the Audit Committee are to be closed session as required by the International Professional Practices Framework.” [Proposed Bylaws 3-1]. The bylaws contain an exception that allows for the Committee to invite entity representatives, auditors or others to attend meetings and provide pertinent information. [Proposed Bylaws 3-1(b)]. With respect to the manner in which members are to be notified of Committee meetings, the proposed bylaws state “[t]he Chairperson shall be responsible for calling meetings and notifying members with the assistance of the Internal Audit Department.” [Proposed Bylaws 2-2]. In addition, the bylaws state that the Committee shall provide notice to members at least forty-eight (48) hours prior to the date set for such meeting, “unless, for good cause, such notice is impossible or impractical.” [Proposed Bylaws 3-5].

The proposed bylaws are silent on the issue of public notice because the provision governing public notice, as set forth in its current bylaws, was deleted. [Proposed Bylaws 3-4(b)]. According to

section 107.15-1 of the Open Records and Open Meetings law, public notice of a meeting of a governmental body other than the OBC, as set forth in the section immediately below, is required even if such meeting is closed to the public. [1 O.C. 107.15-1 & 107.15-2]. It is not clear whether any of the policies referenced within the Committee's bylaws, such as the International Professional Practices Framework, address meeting notice in a manner that would satisfy section 107.15 of the Open Records and Open Meetings law. *Without the issue being expressly addressed within the bylaws, a possible conflict exists between the Committee's proposed bylaws amendments and the portion of the Nation's Open Records and Open Meetings law that governs public notice.*

- F. Computer Resources Ordinance [2 O.C. Chapter 215].** This law regulates the use of computer resources that are owned and operated by the Nation and, among other individuals, applies to members of a board, committee or commission. [2 O.C. 215.1-1 & 215.3-1]. The proposed bylaws amendments comply and are not in conflict with the Nation's Computer Resources Ordinance.
- G. Vehicle Driver Certification and Fleet Management [2 O.C. Chapter 210].** This law establishes standards for individuals who drive a fleet vehicle or personal vehicle on official business and regulates the use of all vehicles owned and leased by the Nation. [2 O.C. 210.1-1]. The Committee is considered an entity and its members considered officials who are authorized to travel on behalf of and in vehicles owned by the Nation. [2 O.C. 210.3-1(g) & (j)]. The proposed bylaws amendments are not in conflict with the Nation's Vehicle Driver Certification and Fleet Management law.
- H. Conflict of Interest [2 O.C. Chapter 217].** This law establishes specific limitations on the handling, as well as sharing, of information/materials that are confidential in nature or could be used by the Nation's competitors and providers during negotiations to the Nation's detriment. [2 O.C. 217.1-1]. It applies to the Nation's employees, contractors, elected officials, officers, political appointees and appointed/elected members of the Nation's boards, committees and commissions. [2 O.C. 217.1-1]. With respect to any laws/policies of the Nation governing conflicts of interest, the proposed bylaws state that Committee members shall strictly adhere. [Proposed Bylaws 1-4(e)(4)]. The proposed bylaws amendments do not conflict with the Nation's Conflict of Interest law.

SECTION 5. OTHER CONSIDERATIONS

- A.** Section 1-4 of the proposed bylaws does not state how the Committee member from the community will be selected. To avoid inconsistencies and confusion, the Committee may want to consider adding language to govern the process.
- B.** Section 1-4(e) refers to "Tribal" entity and "Tribal" board, committee or commission. It is unclear whether this is referring to something broader than an entity of the Nation and/or a board, committee or commission of the Nation. If it is meant to have a broader application, the Committee may want to consider defining the word "Tribal".
- C.** As indicated above, the Committee's bylaws are silent on the issue of travel and travel reimbursement; more specifically, whether advance travel authorization is required and, if so, who holds such authority. The Committee may want to consider addressing this issue within its bylaws to avoid any confusion or inconsistent processes in the future.
- D.** As indicated above, a possible conflict of interest exists between the proposed bylaws amendments and the Nation's Open Records and Open Meetings law; specifically, the requirement relating to public notice of Committee meetings, even if held in closed session. If this issue is addressed within any of the policies referenced within the Committee's bylaws, the simple fix would be to reiterate such policy within the bylaws. If not, the conflict should be resolved by adding a provision to address public notice within the proposed bylaws before submitting to the Oneida Business Committee for consideration.



Oneida Nation
 Oneida Business Committee
 Legislative Operating Committee
 PO Box 365 • Oneida, WI 54155-0365
Oneida-nsn.gov



AGENDA REQUEST FORM

- 1) Request Date: 03/24/21
- 2) Contact Person(s): Candance House - Oneida Election Board
 Dept: Oneida Election Board
 Phone Number: n/a Email: Election_Board@oneidanation.org
- 3) Agenda Title: Election Law Emergency Amendments
- 4) Detailed description of the item and the reason/justification it is being brought before the LOC:
On 3/24/21 the Oneida Election Board submitted a request for
emergency amendments to the Election law to the OBC. The OBC then
adopted a motion to send the request from the Election Board for
emergency amendments to the Election law to the LOC for consideration.

List any supporting materials included and submitted with the Agenda Request Form

- | | |
|---|----------|
| 1) <u>Excerpt from 3/24/21 OBC Meeting Packet Materials</u> | 3) _____ |
| 2) _____ | 4) _____ |

- 5) Please list any laws, policies or resolutions that might be affected:

- 6) Please list all other departments or person(s) you have brought your concern to:
Oneida Business Committee

- 7) Do you consider this request urgent? ☒ Yes ☐ No

If yes, please indicate why:

Request for Emergency Amendments - Special Election Caucus scheduled for May 8, 2021

I, the undersigned, have reviewed the attached materials, and understand that they are subject to action by the Legislative Operating Committee.

Signature of Requester:

N/A - OBC directive to send request to LOC

Please send this form and all supporting materials to:

LOC@oneidanation.org

or

Legislative Operating Committee (LOC)

P.O. Box 365

Oneida, WI 54155

Phone 920-869-4376

MEMORANDUM

To: Business Committee
From: Candance House, Election Board Chair
Date: March 16, 2021
Re: Emergency Amendments to Election Law

The purpose of this memorandum is to make a request to the Oneida Business Committee to make emergency amendments to the Election Law due to the Public Health State of Emergency.

Background

On March 10, 2021 BC Resolution 03-10-21-D Extension of Declaration of Public Health State of Emergency Until May 12, 2021 was adopted. The Election Board has scheduled the 2021 Special Election Caucus for May 8, 2021. Since it is advised for the membership to stay home and to social distance the Election Board has decided it would be in best interest to cancel the caucus.

When the COVID-19 Pandemic came to the Oneida Reservation in 2020 affecting the 2020 General Election Caucus, the Election Board provided another way for the membership to apply for vacancies. The Election Board is requesting amendments to be made to the Election Law so safe processes can be implemented for the application process. This includes eliminating the caucus, the petition process, and reducing the number of members required to sign election totals on machine counted ballots from six (6) to three (3).

Applicants may pick up and drop off application materials in the main office of Norbert Hill during business hours the week of May 10th – May 14th. The same procedures for application process will be in place in accordance with the Election Board's Applications SOP, with the exception of the caucus and petition process. The board has discussed applicants applying via mail, fax, or e-mail and believe that there will be too much room for error and want to follow the process of turning in applications in person to the BC Support Office.

The Election Board believes the referendum question is an important part of the election process and want the registered voters of the membership to be able to exercise that option. Due to the cancellation of the caucus, registered voters would still be able to provide their question in writing to the BC Support Office during the week of May 10th – May 14th during business hours.

Request

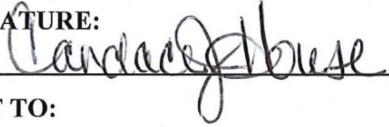
In preparations for the 2021 Special Election, the Election Board is respectfully requesting the following emergency amendments to the Election Law:

- Eliminate the caucus from the election process [1 O.C. 102.6-1];
- Require an individual to submit an application in order to have his or her name placed on a ballot for an election [1 O.C. 102.6-1];
- Eliminate the requirement for an individual to obtain at least ten (10) signatures of qualified voters when submitting an application to be placed on the ballot [1 O.C. 102.6-1];
- Referendum question are to be presented in writing to the Nation's Secretary or designated agent, during normal business hours, 8:00 to 4:30 Monday through Friday. No mailed, internal Nation mail delivery, faxed or other delivery method shall be accepted [1 O.C. 102.12-9]; and
- Reduce the number of Oneida Election Board members who are required to sign the election totals on machine counted ballots from six (6) to three (3) [1 O.C. 102.10-2].

Please let us know of any questions/concerns.

Yaw^ko

Attachment:
Application SOP

 ONEIDA NATION STANDARD OPERATING PROCEDURE	TITLE: Applications	ORIGINATION DATE: 11/27/2006 REVISION DATE: 11/30/2020 EFFECTIVE DATE: After last signature
DIVISION: Non-Divisional	REQUIRED APPROVAL BY: Oneida Election Board	DATE: 11/30/2020
CHAIRPERSON: Candace House	SIGNATURE: 	DATE: 12/09/2020
AUTHOR: Oneida Election Board	SENT TO: BC Support Office	DATE: 12/09/2020

1.0 PURPOSE

- 1.1 To ensure all individuals are provided with a fair process in the handling of applications for Oneida Nation elections.

2.0 DEFINITIONS

- 2.1 Application: completed form(s) with required documentation for the elected position an individual is running for, including but not limited to: proof of residency, degrees/certifications, etc.
- 2.2 Application Checklist: Form used to verify eligibility of an applicant.
- 2.3 Background Check: Investigation conducted by the Oneida Background Investigations Department.
- 2.4 Business Committee Support Office: Designated agent for submission/distribution of application packets, formally Tribal Secretary's Office.
- 2.5 Candidate: Petitioner or nominee whose application has been officially accepted and approved as eligible to be placed on the ballot.
- 2.6 Certified Mail: Method of tracking letters sent from Oneida Election Board to applicants/candidates.
- 2.7 Date Stamper: Mechanism used to record date and time of application submission.
- 2.8 Election: Held to fill vacancies on boards, committees and commissions in accordance with the Boards, Committees, and Commissions Law and Election Law.
- 2.9 Election Board: Individuals elected and/or appointed to serve on the Election Board (a.k.a. Board Members).
- 2.10 Enrollment Office: Official Oneida Nation entity responsible for verification of enrollment.
- 2.11 Nominee: Individual nominated at an Election Caucus.
- 2.12 Oneida Election Law: Law which governs Oneida elections.

- 2.13 Petitioner: Applicant running for an elected position, who is required to complete the Official Election Petition form and obtain signatures.

3.0 WORK STANDARD

- 3.1 Applicant must use most recently approved application form(s).
3.2 Applicants must complete a separate application for each position they are running for.
3.3 Incomplete application deems an applicant ineligible.
3.4 Per Election Law 102.6-4 A person who runs for a position on the Oneida Business Committee, or a position on a judicial court or commission, shall not run for more than one (1) elective office or seat per election.

4.0 PROCEDURES

4.1 Nominations Process

- 4.1.1 See Conducting Elections SOP (Section 3.2 Caucus)

4.2 Petitions Process

- 4.2.1 Ensure there are ample blank applications. If additional applications needed, order from Oneida Printing.
4.2.2 Any applicant may petition to be placed on a ballot according to the following procedures:
4.2.2.1 Petitions must be presented to the Business Committee Support Office, during normal business hours, 8:00a.m. - 4:30 p.m. Monday through Friday, but no later than prior to close of business on the deadline date. The location to drop off petitions shall be identified in the mailing identifying the caucus date.
4.2.2.2 Petitioners must complete an official petition form which may be obtained in the Business Committee Support Office or at the caucus.
4.2.2.3 If running for a position on two (2) or more boards, committees or commissions, the potential candidate must complete a separate official petition form for each position running for unless nominated at the caucus. All petitions must be with original signatures for each position, no copies will be accepted.
4.2.2.4 Petitioner must obtain no less than ten (10) signatures of enrolled Tribal members who are eligible to vote as defined by Article III, Section 2 in the Oneida Tribal constitution.
4.2.2.5 The Election Board shall have an Enrollment Officer verify all signatures contained on the petition. (See Timetable in Conducting Elections SOP.)
4.2.2.6 Candidate petition form shall consist of:
• Endorsee's printed name and address
• Endorsee's date of birth

- Endorsee's Oneida Tribe enrollment number
- Endorsee's signature
- Petitioner's name, roll number, and position running for
- Enrollment verification (filled out by Enrollments Department)

4.3 Applications Process

- 4.3.1 Applications and petitions will be made available at the caucus and thereafter through the Business Committee Support Office.
- 4.3.2 Completed applications are to be submitted to Business Committee Support Office. (Deadline is noticed on applications.)
 - 4.3.2.1 Any reproduction of the original application, whether carbon copied, photocopied, faxed, scanned or by any other process shall NOT be considered valid as the original & will be deemed ineligible for candidacy.
- 4.3.3 Information included in application is as follows (see attached application):
 - Information sheet (what is required of applicants)
 - Triplicated 3-page Application Form
 - Triplicated Official Election Petition Form
- 4.3.4 Applications received are date/time stamped and are placed on ballot in the order received. (See Ballots SOP.)
- 4.3.5 Once deadline has been reached, applications are placed in sealed container and picked up by Chair or designee.
- 4.3.6 Applications reviewed by Election Board to determine candidate eligibility.
 - 4.3.6.1 See Timetable in Conducting Elections SOP to determine date to review applications.
 - 4.3.6.2 Reference Applications Checklist per Board, Committee, and Commission qualifications.
- 4.3.7 Designated copy of triplicated application will be furnished to Enrollments Department for verification of Tribal enrollment of applicant and/or petitioners.
- 4.3.8 Designated copy of triplicated application will be furnished to Backgrounds Department for background checks for the vacancies with this requirement. (See examples of memorandums sent.)
- 4.3.9 GTC LRC - Designated copy of triplicated application will be furnished to Judiciary for Admission to Practice verification.
- 4.3.10 Judicial candidates will be notified via e-mail from the Election_Board@oneidanation.org and/or via certified mail to contact the Psychological Testing Vendor to set up an appointment to get the required Psychological Test done.
 - 4.3.10.1 The Election Board will verify eligibility once results are received from the vendor.

- 4.3.11 Those applications that do not provide the proper back-up documentation proving they possess the necessary qualifications will be deemed as incomplete and applicant will not be eligible for candidacy.
- 4.3.12 Board reviews applications for completeness and candidate eligibility is determined. (See Timetable in Conducting Elections SOP and Applications Checklist.)
 - 4.3.12.1 Applications checklist will consist of Election Board members filling out the following information:
 - Candidate name
 - Date/Time application was received
 - Checkoff boxes: enrollment, petition, qualifications (varies per subsection), background check
 - Reviewed and checked by Board member
 - Date reviewed and checked
- 4.3.13 Letters sent to applicants regarding notice of eligibility or ineligibility via certified mail or other tracking method.

5.0 REFERENCES

- 5.1 Conducting Elections SOP
- 5.2 Oneida Constitution
- 5.3 Uniform Application
- 5.4 Ballots SOP
- 5.5 Memo to Backgrounds
- 5.6 Applications Checklist
- 5.7 Eligible/Ineligible Letters
- 5.8 Election Law

April 2021

April 2021

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11	12	13	14	15	16	17
18	19	20	21	22	23	24
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May 2021

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16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
Mar 28	29	30	31	Apr 1	2	3
4	5	6	7 8:30am LOC Prep (BC_Conf_Room) - Clorissa 9:00am LOC Meeting (BC_Conf_Room) 1:30pm Public Peace Law	8 1:30pm Budget Management and Control Law Amendments Work Meeting (Microsoft Teams)	9	10
11	12 10:00am Children's Code Amendments Work Meeting (Microsoft Teams Meeting) -	13	14	15	16	17
18	19	20	21 8:30am LOC Prep (BC_Conf_Room) - Clorissa 9:00am LOC Meeting (BC_Conf_Room) 1:30pm Children's	22	23	24
25	26	27	28	29 9:00am LOC Work Session (Microsoft Teams Meeting) - Clorissa N. Santiago	30	May 1