

**JAMESTOWN S'KLALLAM TRIBE
TRIBAL CODE
TITLE 30 – BOARDS (NON-CORPORATE), COMMISSIONS AND COMMITTEES**

Chapters:

Chapter 30.01 General Provisions

Chapter 30.02 Covered Entities

Chapter 30.03 Natural Resources Committee

Chapter 30.04 Miscellaneous Provisions

Chapter 30.05 Codification, Reauthorization and Amendments

Exhibit A – By-laws Template

**Chapter 30.01
General Provisions**

Sections:

Section 30.01.01 Purpose

Section 30.01.02 Power and Jurisdiction of Committees and Boards

Section 30.01.03 By-laws

Section 30.01.04 Stipends and Expense Reimbursement

Section 30.01.05 Limitations on Service

Section 30.01.01 Purpose

It is the purpose of this Title to gather into one location information on all the various non-corporate boards (“Boards”), commissions (“Commissions”) and committees (“Committees”), together the “Covered Entities,” that the Tribal Council (“Council”) has established, either through separate titles to the Tribal Code (“Code”) or by Council resolution. Each Covered Entity shall be set out in the table in Chapter 2 of this Title. When warranted by the Council, a separate chapter may be included in this title to cover a particular entity.

Section 30.01.02 Power and Jurisdiction of Covered Entities

Covered Entities are creatures of the Council and have no power or jurisdiction beyond those delegated to them by the Council in the resolution establishing the particular Covered Entity. Any and all such delegations may be terminated, at any time, at the sole discretion of the Council, by resolution or by amendment to any authorizing provisions within another title to the Code.

The role of the various Covered Entities is advisory only. Each Covered Entity shall, after taking a vote, either pursuant to its by-laws, or if no by-laws have been adopted, then by majority vote, if a quorum is present at the meeting at which a vote is to be taken, forward its adopted recommendations directly to the Council, in writing, in the form of a resolution, signed by the chair and secretary of the Covered Entity.

Section 30.01.03 By-laws

Each Covered Entity will propose a set of by-laws governing its internal operations, using the template, set out in Exhibit A to this Title, as a guide. The proposed by-laws, and any future proposed amendments, will be subject to approval of the Council before being implemented.

Section 30.01.04 Stipends and Expense Reimbursement

At the discretion of the Council, members of Covered Entities may receive a stipend for their service. In addition, certain expenses incurred by members may be reimbursed, in the sole discretion of the Council. The level of stipends and reimbursements, if any, by Covered Entity, will be set by resolution of the Council annually, when Tribal budgets are adopted. The calculation of stipends shall be based on a particular person’s attendance record for scheduled meetings of the Covered Entity, as follows:

PERCENTAGE OF MEETINGS ATTENDED	PERCENTAGE OF STIPEND PAID
75% or more	100%
50% or more	75%
25% or more	50%
Less than 25%	0%

Section 30.01.05 Limitations on Service

For purposes of this section, a corporate board, such as for a Tribally chartered corporation or an LLC in which the Tribe is a member, shall be referred to as a “Corporate Board.” For all Corporate Boards and Covered Entities as a group, a Tribal citizen may not serve on more than three (3) at one time.

**Chapter 30.02
Covered Entities**

Sections:

Section 30.02.01 Table of Covered Entities

Section 30.02.01 Table of Covered Entities

The following table sets forth the various Covered Entities:

NAME	AUTHORIZATION	BY-LAWS ADOPTED	COMMENTS
Culture Committee	TC Resolution	Yes	# Members: 7 Terms: 3 years Regular Meetings: quarterly
Elders Committee	TC Resolution	Yes	# Members: 7 Terms: 3 years Regular Meetings: quarterly
Elections Board	Title 5	No	# Members: 3 Terms: 3 years Regular Meetings: as needed
Enrollment Committee	Title 4	No	# Members: 5 Terms: 3 years Regular Meetings: as needed or 30 days after receipt of the application
Gaming Commission	Title 7	No	# Members: 3 Terms: 3 years Regular Meetings: monthly
Health Committee	TC Resolution	Yes	# Members: 5 to 9 Terms: 3 years Regular Meetings: every other month
Higher Ed Committee	TC Resolution	Yes	# Members: 5 Terms: 3 years Regular Meetings: quarterly
Housing Imp. Com. (HIP)	TC Resolution	Yes	# Members: at least 5, no more than 7 Terms: 3 years Regular Meetings: quarterly

Jamestown Family Community Network Committee	TC Resolution	Yes	# Members: 14 members: 7 non-fiduciary and 7 fiduciary Terms: 3 years Regular Meetings: quarterly
Natural Resources Committee	Titles 6 & 9	No	See Chapter 3 of this Title
Utilities Commission	Title 10	No	The Tribal Council serves as the Utilities Commission Regular Meetings: Meets as required

Chapter 30.03
Natural Resources Committee

Sections:

Section 30.03.01 Establishment of Committee

Section 30.03.01 Establishment of Committee

The Tribal Council shall appoint a Natural Resources Committee (“NRC”) which shall be made up of nine (9) persons who are familiar with natural resource issues, hunting techniques, and treaty hunting, gathering and fishing rights within the Tribe's jurisdiction. The composition of the membership of the NRC shall be as follows:

- A. The NRC shall have seven (7) voting members who are Tribal citizens, no more than three (3) of whom shall be commercial fishers. For purposes of this section a commercial fisher is a person who earns at least fifty percent (50%) of their annual income from fishing;
- B. The Director of the Natural Resources Department (“Director”) shall be a permanent, non-voting member of the NRC;
- C. The Tribal Council Chair shall be a permanent, non-voting member of the NRC;
- D. NRC members shall be appointed for three (3) year terms. Their terms shall be staggered so that no more than three (3) positions are subject to appointment within any one (1) year;
- E. If an NRC member resigns or a position otherwise becomes vacant before the term of that position expires, the Council shall appoint someone to serve for the unexpired portion of the term; and
- F. The NRC is authorized to elect a Chair and Vice-Chair from its voting membership by simple majority vote. In the event of a tie in the election of the NRC Chair or Vice-Chair, the Tribal Council shall select a Chair or Vice-Chair. Elections shall be held at the request of an NRC member.

Chapter 30.04
Miscellaneous Provisions

Sections:

Section 30.04.01 Liberal Construction

Section 30.04.02 Severability Clause

Section 30.04.01 Liberal Construction

This Title shall be liberally construed to give full effect to the objectives and purposes for which it was enacted.

Section 30.04.02 Severability Clause

If any provisions of this Title, or its application to any person or legal entity or circumstance, is held invalid, the remainder of the Title, or the application of the provision to other persons or legal entities or circumstances, shall not be affected.

Chapter 30.05
Codification, Reauthorization and Amendments

Sections:

Section 30.05.01 Codification

Section 30.05.02 Reauthorization

Section 30.05.03 Amendments

Section 30.05.01 Codification

Title 30 was approved and adopted as a title to the Tribal Code at a Tribal Council meeting held on January 3, 2013 pursuant to Resolution # 01-13.

Section 30.05.02 Reauthorization

All the Covered Entities, listed in this Title, as such list is amended from time-to-time, are officially reauthorized, regardless of the status of their original authorization, on the date this title was approved and adopted by the Tribal Council.

Section 30.05.03 Amendments

(Reserved).

**EXHIBIT A TO TITLE 30
BY-LAWS TEMPLATE**

**BY-LAWS
For the *(Enter name of entity)***

ARTICLE I. Name and Preamble

We, the members of the Jamestown S’Klallam Tribe’s *(Enter name of entity)*, hereafter, the “*(Enter the nickname for the entity)*”, pursuant to the provisions of Title 30, and any other relevant titles of the Tribal Code, do hereby agree to abide by the by-laws set out herein, as approved by the Tribal Council from time-to-time.

ARTICLE II. Mission and Purpose

The mission of the *(Enter nickname)* is to *(Enter mission statement for entity)*.

The purpose of the *(Enter nickname)* is to advise the Council on *(Enter one or more purpose clauses)*

ARTICLE III. Membership

The membership of the *(Enter nickname)* shall consist of *(Enter number of members, if exact, or range, if applicable)* who shall be *(Enter required status, such as Tribal citizens)*, who are appointed by the Council.

SECTION 1. Term of Membership

The length of term shall be *(Enter length of term)* staggered terms. New appointments or re-appointments shall take place during the annual meeting in January of each year and names brought forth to the Council for approval.

SECTION 2. Selection of Members

Current members of the *(Enter nickname of entity)* and Tribal staff may recommend *(Enter pool of potential candidates, such as Tribal citizens, etc.)* for membership on the *(Enter nickname of entity)*. Vacancies will be advertised in the Tribal Newsletter and notice of interest made to the appropriate members of the Tribal staff. The *(Enter nickname of entity)* shall review nominations and forward a recommendation to the Council, which appoints all members. The *(Enter nickname of entity)* will reaffirm its membership at its first meeting of each fiscal year.

ARTICLE IV. OFFICERS

SECTION 1. Selection of Officers

The officers shall be selected from the membership of the *(Enter nickname of entity)* and will consist of a Chairperson, Vice-Chairperson and a Recording Secretary.

SECTION 2. Executive Committee

The *(Enter nickname of entity)* may nominate an Executive Committee, which, if nominated, shall consist of the Chairperson, Vice-Chairperson and Secretary.

SECTION 3. Length of Term

The elected officers will serve one year terms with no term limits.

SECTION 4. Duties of Officers

The officers shall perform the duties described in the Robert’s Rules of Order Newly Revised.

The Chairperson shall preside at all meetings of the (*Enter nickname of entity*); consult with appropriate Tribal staff regarding the meeting agenda and attend Council meetings as necessary to present recommendations from the (*Enter nickname of entity*) and/or issues of concern addressed during meetings of the (*Enter nickname of the entity*). The Vice Chair shall preside in the absence of the Chairperson. The Secretary shall take meeting minutes. If appropriate and applicable, Tribal staff will serve as the coordinator of meetings and keep records for the (*Enter nickname of entity*).

ARTICLE V. MEETINGS

SECTION 1. Regular Meetings

All meetings of the members of the (*Enter nickname of entity*) will be held at the Jamestown S'Klallam Tribal Center Campus. Regular meetings will be held (*Enter frequency of meetings, i.e., monthly, quarterly, etc.*) beginning in (*Enter starting month*) of each year. Meeting dates and times for the next fiscal year will be established in September of each year.

Special meetings may be scheduled by the Chairperson or by petition of a majority of the members. The (*Enter nickname of entity*) may conduct special meetings and emergency meetings when deemed to be in the best interest of the Tribe.

Five (5) days' notice shall be required for a regular meeting with background materials mailed with such notice. The Chairperson may call special meetings as may be necessary. Notice of special meetings will be given twenty-four (24) hours in advance along with the proposed agenda.

SECTION 2. Code of Conduct

Members of the Committee shall:

- Respect the rights, dignity and worth of all other persons;
- Must function primarily as a member of the Committee, not as a member of any particular constituency;
- Conduct themselves openly, professionally, lawfully and in good faith in the best interests of the Committee;
- Behave with appropriate decorum;
- Be fair, equitable, considerate and honest in all dealings with others;
- Exercise due diligence in upholding their fiduciary responsibility to the membership of Committee;
- Respect the confidentiality appropriate to issues of a sensitive nature;
- Ensure that all members are given sufficient opportunity to express opinions, and that all opinions are given due consideration and weight;
- Respect the decisions of the majority and resign if unable to do so; and
- Commit the time to attend meetings and to be diligent in their preparation for and participation in discussions.

ARTICLE VI. Quorum

A quorum of the (*Enter nickname of entity*) shall be three (3) Members.

ARTICLE VII. Rules of Order

All regular committee meetings shall be conducted by the Chairperson or presiding officer in a manner designed to arrive at consensus whenever possible. If voting is required, voting will be conducted by voice vote with majority rule. The Chairperson will operate in accordance with Robert's Rules of Order Newly Revised.

ARTICLE VIII. Removal of Members

SECTION 1. Removal of Members

Should any of the following circumstances occur involving a member of the (*Enter nickname of entity*), the remaining members may request that the Council remove the person if they:

- a. Are absent from two (2) consecutive meetings without good reason;
- b. Engage in gross misconduct in office, neglect of duty;
- c. Are convicted of a felony; or
- d. Become physically or mentally incapable of performing their duties.

If the Council agrees with the recommendation to remove the person, as provided for in this section, the Chairperson shall send a letter to the affected person advising them of the termination of membership and the methods they must follow to secure reconsideration of membership in the future.

SECTION 2. Vacancies

If any vacancies occur due to removal, recall, resignation or death, then the provisions of Article III, Section 2 of these by-laws shall govern the selection of replacements. Such replacements shall serve until the next regular annual meeting when a permanent successor shall be appointed by the Council to fill the remainder of the term so as to preserve the system of staggered terms of office.

ARTICLE IX Conflict of Interest

Whenever a member of the (*Enter nickname of entity*) has a financial or personal interest in any matter coming before the (*Enter nickname of entity*), the affected person shall:

- a. Fully disclose the nature of the interest; and
- b. Withdraw from discussion, lobbying, and voting on the matter.

Any transaction or vote involving such a potential conflict of interest shall be approved only when a majority of disinterested members determine that it is in the best interest of the Tribe to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, action taken and the rationale for such action.

ARTICLE X. Amendments

The Tribal Council may amend these bylaws at anytime.

ARTICLE XI. Disclaimer Clause

This (*Enter nickname of entity*) does not have the authority or power to waive, infringe or jeopardize the sovereignty of the Tribe, nor bind it in any capacity, without the explicit agreement and approval of the Council.

CERTIFICATION

I, (*Enter name*), Tribal Council Secretary, do hereby certify that the above by-laws of the (*Enter nickname of entity*) have been reviewed and approved at a duly held Tribal Council Meeting at the Tribal Center in Blyn, Washington on (*Enter date*).

(Signature)