

JANUARY 2006 CROW TRIBAL LEGISLATURE

JOINT ACTION RESOLUTION NO. JAR06-02

INTRODUCED BY: BEVERLY SHANE

**“JOINT ACTION RESOLUTION OF THE CROW TRIBAL LEGISLATURE
AMENDING THE CHARTER AND BY-LAWS OF THE LITTLE BIG HORN
COLLEGE.”**

WHEREAS, the Crow Tribal Legislature is authorized to adopt resolutions, regulations and guidelines for the governance of the Crow Tribe of Indians, pursuant to Article V, Section 2(a) of the Constitution and Bylaws of the Crow Tribe of Indians, approved by the Secretary of Interior of July 14, 2001; and

WHEREAS, the Little Big Horn College was established and chartered by the Crow Tribal Council in the January Council of 1980 by Resolution 80-17B, for “such purposes to include establishing, maintaining and operating educational institutions at the post-secondary level of the Crow Reservation, with educational, vocational and technical programs and curricula leading to degrees and certificates that may be granted by the college.”

WHEREAS, Little Big Horn College, was initially accredited by the Commission on Colleges, Northwest Association of Schools and Colleges on June 26, 1990; and was reaffirmed in 1995 for ten years; and in 2005 for an additional ten years: and

WHEREAS, the commission on College, the regional accrediting agency for colleges and universities of the northwest, based in Bellevue, WA, has notified the Crow Tribal Council and Little Big Horn College on June 22, 2000, that an “arms length relationship” provides the institutional autonomy and integrity required for accredited college operations.

WHEREAS, Article VI of the Charter and Bylaws expressly provide that the Board of Trustees for the Little Big Horn College are empowered with all authorities necessary to carry out the purposes of the Little Big Horn College and its mission; and it is therefore necessary to update the needs of the College.

WHEREAS, the Board of Trustees of the Little Big Horn College has determined that it is the best interest of the College and its staff and faculty that the Charter and Bylaws be amended to change terms of officers from two years to four years; to amend terms for district representatives elected in 2006 (Center Lodge, Lodge Grass and Wyola) to three years, commencing to four years in 2009, and the Big Horn, Black Lodge and Pryor district representatives elected to four year terms beginning in 2007, assuring elections every two years thereafter; to assure that no person with a felony conviction serves on the Board of Trustees; to update the Charter and Bylaws to conform with the 2001 Crow Tribal Constitutional changes to an Executive, Legislative, Judicial form of Government

which affect the College; to incorporate the revised names of the Districts; and, other minor changes consistent with present needs;

Election Year	2006	2007	2009	2011
Districts				
Center Lodge Lodge Grass Wyola	3 year terms	No Elections	4 year terms	No Elections
Big Horn Black Lodge Pryor	No Elections	4 year terms	No Elections	4 year terms

NOW THEREFORE be it Resolved that by this action, AS A MATTER OF LAW FOR AND ON BEHALF OF THE CROW TRIBE OF INDIANS, the Crow Tribal Legislature hereby to at all times supports, reaffirms and restates as a matter of Tribal law passed after the adoption of the current Tribal Constitution that it is clearly the intent of the Legislature to support reaffirm and hereby restate the purpose and goals originally declared in the original charter, Resolution 80-17B for the Little Big Horn College, specifically; The Little Big Horn College was established and chartered for "such purposed to include establishing, maintaining and operating educational institutions at the post-secondary level of the Crow Reservation, with educational, vocational and technical programs and curricula leading to degrees and certificates that may be granted by the college";

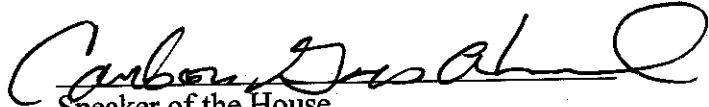
AND FURTHER be it Resolved that the Tribal Government established under the Crow Tribal Constitution, April 16, 2002, including the three Branches of government, shall at all times as to the Little Big Horn College operation and management maintain an "arms length relationship" between the Little Big Horn College and the Tribal Government. This "arms length relationship" shall be enforceable as a matter of Crow Tribal law at all times;

AND FURTHER THAT, the Crow Tribal Legislative hereby resolve that the Executive Branch of the Crow Tribe approve the Charter and Bylaws as amended and presented by the Board of Trustees of the Little Big Horn College. The Charter and Bylaws as amended are attached, incorporated by reference, made a part hereof as if stated herein;


FINALLY, the Crow Tribal Legislative resolves that the Executive Branch effectuate any and all documents necessary to accomplish the intent of this Joint Action Resolution

CERTIFICATION

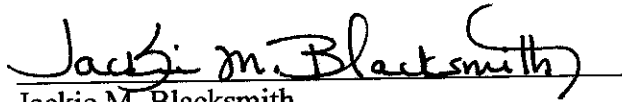
I hereby certify that this Legislative Resolution was duly approved by the Crow Tribal Legislature with a Vote of 18 in Favor, 0 oppose, 0 Abstained and that a quorum was present on this 16th day of JANUARY, 2006.

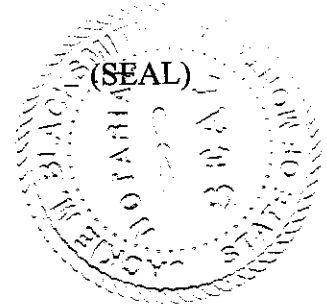

Speaker of the House
Crow Tribal Legislature

ATTEST:


Secretary, Crow Tribal Legislature

Both above signatures were subscribed before me on this 18th day of January, 2006.


Jackie M. Blacksmith
NOTARY OF PUBLIC for the State of Montana
Residing at Lodge Grass, Montana
My Commission Expires September 9, 2009



EXECUTIVE ACTION

I hereby

approve

veto

This Joint Action Resolution: **"AMENDING THE CHARTER AND BY-LAWS OF THE LITTLE BIG HORN COLLEGE."** Pursuant to the authority vested in the Chairman of the Crow Tribe by Article V, Section 8 of the Constitution and Bylaws of the Crow Tribe of Indians, on this 18 day of January, 2006.


Carl E. Venne, Chairman

(NOTARIAL SEAL)

APPROVED:

UNITED STATES DEPARTMENT OF THE
INTERIOR - BUREAU OF INDIAN AFFAIRS

By _____
Title _____
Date _____

RECEIVED
JAN 18 2006

BY: Jackie Blacksmith

CHARTER

of

LITTLE BIG HORN COLLEGE
(A Non-Profit Tribal Corporation)

The Crow Tribe of Indians (hereinafter the "Tribe"), acting through the Crow Indian Tribal Legislature and the Crow Tribal Executive Branch, pursuant to the powers vested in the Apsaalooke Nation and originally acknowledged by Resolution No. 72-26c, approved January 8, 1972, of the Crow Tribal Council, hereby amends the original Charter of the Little Big Horn College, a non-profit corporation (hereinafter referred to as the "College").

By Resolution No. 2001-50, the Crow Nation by and through the Crow Tribal Council reaffirmed the autonomy of governance for the Little Big Horn College pursuant to the Northwest Commission on Colleges and Universities requisite for an arms length relationship, in order to assure the autonomy and integrity required for accreditation for the Little Big Horn College.

Article 1. PURPOSES AND POWERS. The college is organized exclusively for educational purposes, within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law. Such purposes include establishing, maintaining and operating educational institutions at the post-secondary level on the Crow Indian Reservation, with educational, vocational and technical programs and curricula leading to degrees and certificates that may be granted by the College. In aid of such purposes, the College is empowered to contract; to borrow; to process; to produce; to purchase; or otherwise acquire, own, mortgage, pledge, sell, lease, assign, transfer, or otherwise dispose, of property, real, personal and mixed.

The purposes specified herein shall be construed both as purposes and powers.

The College has the power to sue and is subject to suit in any court of competent jurisdiction. This document shall not be construed to serve or act as a waiver of Tribal Sovereignty of the Apsaalooke Nation.

Article 2. PRINCIPAL OFFICE. The address of the principal office of the College is the, Little Big Horn College, 1 Forestry Lane, P.O. Box 370, Crow Agency, Montana, 59022.

Article 3. BOARD OF TRUSTEES. The Board of Trustees of the College shall consist of enrolled tribal members elected by the eligible voters from each respective district, as established by the Little Big Horn College By-Laws.

The positions and terms will be established in the Little Big Horn College By-Laws.

Article 4. LIMITATIONS ON INCOME. No part of the net earnings of the College shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private person, except that the College shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 1 hereof. No substantial part of the activities of the College shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the College shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the College shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Law or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article 5. DISSOLUTION. The College may not be dissolved or liquidated except by agreement by the Apsaalooke Nation Executive and Legislative Branch, together with a three-fourths vote of the Little Big Horn College Board of Trustees. Upon the dissolution of the College, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the College, dispose of all of the assets of the College exclusively for the purposes of the College in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue Law).


Article 6. AUTHORITY OF BOARD OF TRUSTEES. The Board of Trustees is hereby vested with all authority necessary to carry out the purposes and powers of the College.

Article 7. AMENDMENTS. This charter may not be amended except by joint action resolution of the Executive and Legislative Branches of the Apsaalooke Nation pursuant to majority approval of the Little Big Horn College Board of Trustees.

Article 8. EFFECTIVE DATE. This amended charter shall become effective this 18th day of JANUARY, 20 06.


CERTIFICATION

I hereby certify that this Little Big Horn College Charter was duly approved by the Crow Tribal Legislature with a Vote of 18 in Favor, 0 oppose, and 0 Abstained and that a quorum was present on this 16th day of January, 2006.


Speaker
Crow Tribal Legislature

EXECUTIVE ACTION

I hereby X approve, _____ veto this Little Big Horn College Charter, on this 18 day of JANUARY, 2006, pursuant to the authority vested in the Chairman of the Crow Tribe by Article V, Section 8 of the Constitution and Bylaws of the Crow Tribe of Indians.


Chairman, Executive Branch
Crow Tribe of Indians

RECEIVED
JAN 18 2006

BY: Jacqui Blacksmith

LITTLE BIG HORN COLLEGE

BY-LAWS

Approved January 16, 2006

BY-LAWS
OF
THE LITTLE BIG HORN COLLEGE

These by-laws shall govern the conduct of the affairs of the Little Big Horn College, unless these by-laws are interpreted to be contrary to provisions of the Charter of the Little Big Horn College. If these by-laws are found to be contrary to any of the above-mentioned provisions, then said provisions shall be controlling. If any of these by-laws are found to be void or without effect, the remaining unaffected by-laws shall remain valid until further action of the Board of Trustees.

ARTICLE I

DEFINITIONS

SECTION 1. "College" as used in these by-laws, means the Little Big Horn College, an institution of higher education chartered by Resolution No. 80-17, Part B by the Crow Tribal Council.

SECTION 2. "Board of Trustees" as used in these by-laws, means the board members of the Little Big Horn College, unless the context where used clearly indicates otherwise.

SECTION 3. "Fiscal year" as used in these by-laws, means that for the purpose of conducting the business of the board, the year shall begin July 1 of each year, and end June 30 of the following year.

SECTION 4. "Tribe" as used in these by-laws, means the Crow Tribe of Indians of the Crow Indian Reservation, Montana.

ARTICLE II

BOARD OF TRUSTEES

SECTION 1. BOARD MEMBERS

The Board of Trustees shall be comprised of the elected officers and the District Representatives as set forth in Article IX.

SECTION 2. DISTRICT REPRESENTATIVES.

- A. Each District Representative shall serve a four year term. District Representatives must be registered in the district they represent. There shall be representatives from each of the recognized districts on the Crow

Reservation in accordance with the Election Policies of the Board of Trustees.

SECTION 3. DUTIES OF BOARD MEMBERS.

- 1) Clarifying the institution' mission.
- 2) Promulgating long-range plans.
- 3) Developing the physical plant.
- 4) Ensuring financial solvency.
- 5) Establishing an adequate board organization.
- 6) Appointing, supporting, and monitoring presidential performance.
- 7) Developing educational programs.
- 8) Bolstering student relationships.
- 9) Serving as a court of appeal.
- 10) Promote college's purposes and goals.

ARTICLE III

OFFICERS

SECTION 1. OFFICER POSITIONS.

There shall be three (3) officer positions on the Board of Trustees, elected by the trustees. These positions shall include (1) A Chairman of the Board; (2) A Vice-Chairman; (3) A Secretary.

SECTION 2. DUTIES OF OFFICERS.

A. The Board officers shall be responsible for managing the every-day affairs of the trustees, as well as handling the administrative functions of the trustees. In addition to this general responsibility, each officer shall have the following duties:

- I. The Chairman of the Board shall call and preside at all meetings of the Board and of the general membership. The Chairman shall be responsible for co-signing necessary documents to effectuate trustee

business, and for conducting the routine business of the trustees. All expenditures shall be reported to the Board at regular board meetings.

- II. The Vice-Chairman shall assume the duties and responsibilities of the Chairman in his/her absence.
- III. The Secretary shall be responsible for keeping the corporate seal and books, records of the trustee, and minutes of all meetings. The Secretary shall also, along with chairman, sign such instruments as are necessary to conduct trustee business, and shall make reports on affairs within his/her scope of duties. Additionally, the Secretary shall perform all duties incident to such office or which may be delegated to him/her by the trustees. The Secretary shall perform record-keeping duties as well as other functions as may be required of him/her by the Board.

ARTICLE IV

DISTRICT REPRESENTATIVES

SECTION 1. DISTRICT REPRESENTATIVE POSITIONS.

The district representative positions on the Trustees Board of Directors shall be elected from their respective districts. These positions shall include representatives from each of the following recognized reservation districts and other elected representatives: (1) Big Horn (Valley of the Give Away); (2) Black Lodge; (3) Center Lodge; (4) Arrow Creek; (5) Valley of the Chief; and (6) Mighty Few.

SECTION 2. DUTIES OF REPRESENTATIVES.

- A. District Representatives shall be responsible for representing the interests and concerns of their respective districts before the Trustees. Such duties shall include maintaining contacts with established groups in their districts, as well as individuals, to become aware of concerns and ideas.
- B. District Representatives shall also be responsible for assisting the officers of the Board of Trustees wherever necessary, to ensure proper management of Trustee business.
- C. District Representatives shall regularly attend Board of Trustee's meetings, general trustee meetings and meetings of any standing committees to which they may be appointed.

ARTICLE V

SECTION 1. BOARD OF TRUSTEES MEETINGS.

- A. Regular meetings. Regular meetings of the Board of Trustees shall be held each month. The day, time, and place of each meeting shall be decided by the Board, provided that once set, the time and place shall be kept the same if at all possible. There shall be at least one regular meeting held per month.

- B. Special meetings. Special meetings of the Board of Trustees may be called by the Board, or by the college President. If such a meeting is called to handle an identified "emergency" situation, the regular notice requirements as set forth below may be waived, as long as actual notice is given to Board members, unless unavailable, prior to the "emergency meeting".
- C. Notice. Except as noted above, all meetings of the Board of Trustees shall be preceded by giving written notice of such meetings to each Board member. Such notice shall be sent no less than five (5) days prior to the meeting time, and include the time, date, and location of meeting, as well as setting forth the agenda of such meetings to each Board member. Notice of any meeting of the may be dispensed with in the event of a quorum being unavailable or for a good cause as determined by the college President.
- D. Voting. To conduct business of the Trustees, the Board must comply with the above notice requirements, and have a quorum of a majority of Board of Trustees present at a meeting. Each member of the Board shall be entitled to cast one vote on any and all matters properly coming before the Board. All matters shall be decided by the affirmative vote of a majority of the Trustees, with the Chairman voting only in the case of a tie vote. Board members must be present to vote, as there will be no voting by proxy.

ARTICLE VI

COMMITTEES

The Board of Trustees may establish such committees or subgroups of the Trustees as it deems necessary to effectively carry out the business of the Trustees. The Board, when creating such an entity, shall set forth the duties, membership, and terms of office of the entity. The membership of these entities shall be drawn from the Board and the general membership of the Trustees, in such numbers as is necessary to efficiently carry out the duties assigned to each entity.

ARTICLE VII

INDEMNIFICATION OF TRUSTEES AND OFFICERS

The Board of Trustees shall indemnify all Trustees, whenever serving, when as a result of their service to the Trustees, they may be made or threatened to be made a party to any action, suit or proceeding. Such indemnification shall extend to all collateral, heirs, executors, and/or administrators of such Directors also, and shall cover any and all disbursements made in such proceedings. This indemnification shall not extend to proceedings wherein it is found that such a Trustee is liable for negligence or misconduct in the performance of his/her duties.

This right of indemnification shall not be deemed exclusive of any other rights to which such Director (or such collateral, heir, executor, or administrator) may be entitled apart from this article.

ARTICLE VIII

BOARD OF TRUSTEES BUSINESS

SECTION 1. LIMITED LIABILITY.

The general membership of the Tribe, the Trustees, and the Crow Tribe shall not be held liable, personally, or otherwise, for the debts and obligations of the Trustees.

SECTION 2. COMPENSATION OF TRUSTEES.

While the Trustees of the Board shall serve without compensation, the Board of Trustees may authorize the payment of reasonable expenses.

No Trustee shall be considered for a position of employment in the college, while serving on the Board, or within one year of separation from the Board.

SECTION 3. FINANCIAL MANAGEMENT.

- A. All funds of the Trustee's programs shall be deposited in Banks, Trust Companies, or other appropriate depositories, as are necessary to properly identify and account for program funds.
- B. The Board of Directors shall designate specific officers to sign all checks, drafts, endorsements, notes and other documents evidencing indebtedness of the Trustees. All such documents shall require two signatures to be valid.
- C. All necessary loans or advances contracted on behalf of the Trustees must be authorized in writing prior to incurring such indebtedness by the Board of Trustees. Such authorization must specifically authorize or advance in question, any and all securities and other college property held by the Trustees.

SECTION 4. CONTRACT.

All work purported to be done for the benefit of the Trustees, and for which remuneration is requested, must be approved for payment by the Board. The authority to approve specific classes of contracts involved with the every-day business of the Trustees may be delegated to an officer or any administrative employee of the Trustees. No officer or other agent of the Trustees may enter into or execute without prior authorization from the Board of Trustees. All contracts, properly authorized, executed, and performed, shall be honored by the Board, unless good cause exists to deny payment.

SECTION 5. FELLOWSHIPS, RESEARCH, AND NEGOTIATIONS.

- A. All work done for the college, whether through contract or by donation, shall belong to the college, and restricted to the uses of the college, unless specifically released by an authorized officer of the college.
- B. All research performed or fellowships arranged with the Trustees must be authorized by the Board, or a delegated officer of the Board.
- C. All projects or negotiations requiring activities of the Trustees or entity thereof shall be undertaken only upon approval or authorization of the Board. Such projects shall remain under the general supervision and administration of the Board, and shall be authorized by contract, if appropriate.

SECTION 6. GIFTS AND DONATIONS

All gifts and donations to the Trustees may be accepted only after approval by the Board, or after approval by an administrative employee of the Trustees, duly authorized to accept such gifts or donations.

ARTICLE IX

ELECTIONS OF BOARD OF TRUSTEES, LITTLE BIG HORN COLLEGE

SECTION 1. The election will be conducted by the Little Big Horn College Board of Trustees and the President of the Little Big Horn College, and the election will comply with the Little Big Horn College Election Policies.

SECTION 2. The members elected from the districts will be on a staggered term and the annual elections will be held on the second Monday of June. Terms of the district representatives will be four years.

SECTION 3. The Board of Trustees of Little Big Horn College shall consist of enrolled Crow Tribal members, elected from each of the districts as set forth in the Election Policies of the Board of Trustees. District representatives must reside in the district they are elected from. No person shall be eligible to serve as representative if he/she has been convicted of a felony as defined by the election policy.

ARTICLE X

AMENDMENT OF BY-LAWS

SECTION 1. These By-Laws may be amended, revised or repealed, provided written notice embodying the text of such amendment, repeal or change shall have been given to each Board member at least fourteen (14) days prior to the date of such meeting. A majority vote of the Trustees shall be required to change these By-Laws.