



Bylaws
of the
Advisory Committee
to the
Mille Lacs Band of
Ojibwe Foundation

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ARTICLE I – General Powers

Section 1 – General Powers. The Advisory Committee shall have general powers to regulate applications for recommendations for distributions and issue recommendations for distributions from the Mille Lacs Band of Ojibwe Foundation. The Advisory Committee may, from time to time, delegate such authority and responsibility as it may determine to one or more subcommittees or Officers, provided that those delegations do not violate provisions in law or these bylaws.

Section 2 – Number. The Advisory Committee shall consist of five (5) Members.

Section 3 – Members. The Members shall be the Chief Executive, the Secretary-Treasurer, and the three (3) popularly elected District Representatives.

Section 4 – Term of Office. Each Member shall serve on the Advisory Committee during his or her term in elected office.

Section 5 – Organization. The Secretary-Treasurer shall serve as Chairperson of the Advisory Committee. The Chief Executive shall serve as the Vice-Chairperson of the Advisory Committee.

Section 6 – Resignation. Each Member may resign his or her position on the Advisory Committee only by resigning from his or her elected position.

Section 7 – Vacancies. Any vacancy in the Advisory Committee for any reason shall remain open until the vacant elected position is filled by appointment or subsequent popular election.

Section 8 – Amendments. The Advisory Committee may amend any section of the Bylaws by supermajority vote.

ARTICLE II – Convening

Section 1 – Place of Meetings. The Advisory Committee may hold its meetings at such place or places as it may from time to time determine. The Advisory Committee may delegate to the Chairperson the power to designate the place of meetings.

Section 2 – Annual Meeting. The annual meeting of the Advisory Committee shall be held each year for the purpose of determining the times, dates, and places at which regular meetings shall be held that calendar year and the transaction of such business as shall come before the Advisory Committee. Notice of this meeting shall be given as provided in Article II, Section 5.

Section 3 – Regular Meetings. Regular meetings of the Advisory Committee may be held from time to time at such time and place as the Advisory Committee may determine by resolution. The Advisory Committee may delegate to the Chairperson the power to set the meeting dates and times.

Section 4 – Special Meetings. Special meetings of the Advisory Committee may be called at any time and for any purpose by the Chairperson or at the written request of any three (3) Members. A special meeting called at the request of the Members shall be held not less than two (2) days nor more than ten (10) days after the Chairperson receives the Members’ request. If the Chairperson fails to convene a special meeting within the timeframe established in this Section, the Members who requested the meeting may set the time and place of the meeting and issue notice to the remainder of the Advisory Committee.

Section 5 – Notice of Meetings. Notice of every annual, regular, and special meeting of the Advisory Committee shall be mailed to each Member, addressed to him or her at his or her official office address. Notice must be mailed not less than five (5) and not more than thirty (30) days before the day on which the meeting is to be held. Each notice shall state the time, date, and place of the meeting, but need not state the purposes thereof unless expressly required in these bylaws. For purposes of this Section, “mailed” includes notification by electronic mail to the Member’s Mille Lacs Band email address.

Section 6 – Waiver of Notice. Appearance at a meeting is deemed a waiver of notice unless the Member states that his or her appearance is solely for the purposes of asserting the illegality of the meeting.

Section 7 – Quorum. The presence of any three (3) Members shall constitute a quorum for the transaction of business at any meeting of the Advisory Committee. The quorum requirements shall remain identical regardless of any vacancies.

Section 8 – Proxies. The Advisory Committee may not permit any use of proxies at meetings of the Advisory Committee.

Section 9 – Voting. Each Member shall have one (1) vote. Members may vote by voice or by ballot. An affirmative vote of a majority of the total number of Members, not merely a majority of those present and voting, shall be required for any action to be deemed approved, unless otherwise provided in these Bylaws.

Section 10 – Adjournment. When a meeting of the Advisory Committee is adjourned to another specific time, date, or place, notice of the adjourned meeting need not be given other than by announcement at the meeting at which adjournment is taken.

Section 11 – Meetings by Means of Remote Communications. Any meeting among Members, or among members of any subcommittee designated by the Advisory Committee, may be conducted by remote communication. For purposes of this Section, “remote communication” means any method of meeting through which some or all of the Members are in different physical locations but may participate in the meeting in real time, including by conference call or video call.

ARTICLE III – Officers

Section 1 – Designation. The Officers of the Advisory Committee shall be the Chairperson and the Vice-Chairperson.

Section 2 – Term of Office. The Secretary-Treasurer shall serve as Chairperson during his or her term in elected office. The Chief Executive shall serve as Vice-Chairperson during his or her term in elected office.

Section 3 – Resignation. The Officers of the Advisory Committee may resign their position as an Officer of the Advisory Committee only by resigning from their elected position.

Section 4 – Vacancies. A vacancy in the position of Chairperson for any reason shall be filled by the election of a new Secretary-Treasurer. A vacancy in the position of Vice-Chairperson for any reason shall be filled by the election of a new Chief Executive.

Section 5 – Chairperson. The Chairperson shall:

- (1) Preside over all meetings of the Advisory Committee;
- (2) Communicate to the St. Paul and Minnesota Foundation in writing his or her name and address upon taking office;
- (3) Communicate to the St. Paul and Minnesota Foundation in writing the name and address of the incoming Chairperson at least two (2) weeks prior to the seating of an incoming Chairperson;
- (4) Communicate to the St. Paul and Minnesota Foundation in writing all recommendations for distributions from the Mille Lacs Band of Ojibwe Foundation passed by a majority vote of the Advisory Committee;
- (5) Be solely responsible for all other communications to and from the St. Paul and Minnesota Foundation; and
- (6) Perform any other duties as may be assigned to him or her by the Advisory Committee.

Section 6 – Vice-Chairperson. The Vice-Chairperson shall:

- (1) Preside over the meetings of the Advisory Committee at the request of the Chairperson or in the event of the Chairperson's absence or disability;
- (2) Maintain the minutes of the meetings of the Advisory Committee;
- (3) Have general charge and custody of the records of the Advisory Committee;
- (4) Take receipt of and maintain all applications for recommendations;
- (5) Notify applicants of deficiencies in any incomplete application;

- (6) Perform all the duties incident to subsections (2) through (5), subject to modification by or control of the Advisory Committee; and
- (7) Perform any other duties as may be assigned to him or her by the Advisory Committee consistent with the law.

Section 7 – Indemnification. The Advisory Committee and its Members shall be indemnified by the Mille Lacs Band of Ojibwe for any official, proper, and legal actions taken by the Advisory Committee in the execution of its duties.

ARTICLE IV – Financial Matters

Section 1 – Books and Records. The Advisory Committee shall cause to be kept records of all proceedings of the Advisory Committee and such other records as shall be necessary and appropriate to the conduct of the Mille Lacs Band of Ojibwe Foundation.

Section 2 – Documents. The Advisory Committee shall cause to be kept at the Government Center of the Mille Lacs Band of Ojibwe originals or copies of records of all proceedings of the Advisory Committee, all financial statements of the Mille Lacs Band of Ojibwe Foundation, and the Bylaws of the Advisory Committee and all amendments and restatements thereof.

Section 3 – Advisor to the Advisory Committee. The Commissioner of Finance shall serve as the Advisor to the Advisory Committee. The Advisor to the Advisory Committee shall participate in the meetings of the Advisory Committee as necessary to provide sound financial counsel to the Advisory Committee.

Section 4 – Accounting System and Audit. The Advisory Committee shall cause the Advisor to the Advisory Committee to establish or maintain, in accordance with generally accepted accounting principles, an appropriate accounting system for the Mille Lacs Band of Ojibwe Foundation. The Advisory Committee may cause the books and records of the Mille Lacs Band of Ojibwe Foundation to be audited at such times as it determines reasonable and proper and may retain such person or firm for such purposes as it may deem appropriate.

Section 5 – Fiscal Year. The fiscal year of the Mille Lacs Band of Ojibwe Foundation shall be determined from time to time by the Advisory Committee, provided that until such time as the Advisory Committee may direct otherwise, the fiscal year shall be the calendar year, beginning January 1 and ending December 31.

ARTICLE V – Recommendations for Distributions

Section 1 – Notice to the Public. The Advisory Committee may publish or otherwise announce the annual period during which the public may submit applications for recommendations for distributions from the fund.

Section 2 – Solicitation of Applications. The Advisory Committee may solicit and accept applications for recommendations for distributions between January 1 and February 28 of each calendar year, starting in 2022.

Section 3 – Preference for Applications. The Advisory Committee may, by resolution, create a preference system for applications submitted by enrolled members of the Mille Lacs Band of Ojibwe or for applications whose benefits will inure primarily to the enrolled members of the Mille Lacs Band of Ojibwe. If the Advisory Committee creates a preference system, the Advisory Committee shall include notice of the preference system and details of the preference system on the application form.

Section 4 – Requirements for Applications. The Advisory Committee may not act on an application before that application is complete, unless waiving an item or items is approved by majority vote. For the applicant’s application to be considered complete, the applicant must:

- (1) Fully complete the application form created by the Advisory Committee;
- (2) Submit the application form and all supporting documentation required therein before the close of the application period;
- (3) Affirm that the applicant meets the required legal status and any other requirements;
- (4) Draft and submit a proposal, which must include:
 - a. The amount of funding requested;
 - b. The purposes for which the funding will be used;
 - c. The benefits, if any, that will inure to the members of the Band if the proposal is put in action;
 - d. The geographic location of the organization and the expected geographical impact of the proposal; and
 - e. A proposed reporting mechanism to ensure that funds are used effectively for the intended purposes; and
- (5) If invited to do so by the Advisory Committee, give to the Advisory Committee a live presentation explaining the project and its expected benefits.

Section 5 – Amendment of Application. An applicant may amend his or her application after it is submitted for any reason. The Advisory Committee shall notify applicants that submit incomplete applications of the application’s deficiencies and suggested remedial measures. Amended applications shall have the same deadline as established in Article V, Section 2.

Section 6 – Decision Deadline. The Advisory Committee shall approve or deny each complete application between March 1 and July 31 of each calendar year, starting in 2022. All incomplete applications shall be considered denied on July 31 of each calendar year.

Section 7 – Priority for Distributions. The Advisory Committee may create by resolution a priority among approved applications for recommendations for distribution. Such resolution shall be effective only for distributions approved in the same calendar year.

Section 8 – Amount of Distributions. The Advisory Committee may approve applications for recommendations for distributions in an amount equal to or lesser than the amount requested by the applicant.

Section 9 – Notice to Recipients. The Advisory Committee shall notify all recipients of recommendations for distributions of said approved recommendation on the first business day of August in each calendar year.


Section 10 – Publication of Recommended Distributions. The Advisory Committee may publish or otherwise announce the names of the recipient organization of all approved recommendations for distributions, along with the general purposes for which the distribution will be used, between August 1 and August 31 of each calendar year.


Section 11 – Limits on Distributions. The Advisory Committee may not recommend an aggregate value of distributions from the Mille Lacs Band of Ojibwe Foundation during any fiscal year that exceeds 15% of the average quarterly value of the assets held by the Mille Lacs Band of Ojibwe Foundation over the previous three (3) calendar years. Notwithstanding the previous sentence, the Advisory Committee may authorize an aggregate value of distributions in excess of the 15% limit through a Motion to Suspend Section 11. A Motion to Suspend Section 11 requires a supermajority vote and must be made prior to approval of a recommendation that would exceed the 15% limit established in this Section.


Section 12 – Emergency Approval. The Advisory Committee may approve applications for recommendations for distributions outside of the application period established in these Bylaws only in emergency circumstances. For purposes of this Section, “emergency circumstances” means any situation of such an unavoidable, unexpected, and time-sensitive nature as to make following the application procedures prohibitively damaging to the execution or efficacy of the proposal.

Pursuant to 17 MLBS § 106, these Bylaws were adopted by majority vote of the Advisory Committee on July 6, 2022.


Sheldon Boyd, Chairperson


Virgil Wind, Member


Wallace St. John, Member


Melanie Benjamin, Vice-Chairperson


Marvin Bruneau (Sep 26, 2022 15:44 CDT)
Marvin Bruneau, Member

OFFICIAL SEAL OF THE BAND

