

WAGANAKISING ODAWAK STATUTE 2010-006
WAGANAKISING ODAWA DEVELOPMENT, INC. STATUTE

SECTION I. PURPOSE AND TITLE

The Little Traverse Bay Bands of Odawa Indians (the “Tribe”) exercises powers of self-government over its Citizens and territory. In accordance with Article VII (D)(24) to provide for the management of economic affairs and enterprises AND to delegate such management to a Tribally chartered corporation AND regulate such tribally chartered corporation activities in accordance with Article VII (D)(4).

SECTION II. DEFINITIONS

- A. “*Board of Directors*” shall mean the Board of Directors of the Corporation.
- B. “*Corporation*” shall mean the Waganakising Odawa Development, Inc.
- C. “*Executive*” means the Executive branch of the Little Traverse Bay Bands of Odawa Indians.
- D. “*Obligations*” shall mean any notes, bonds, interim certificates, debentures or other evidences of indebtedness issued by the Corporation under this Charter.
- E. “*Obligee*” shall mean any holder of an Obligation, and any agent or trustee for any holder of any Obligation.
- F. “*Territorial Jurisdiction of the Little Traverse Bay Bands of Odawa Indians*” means “*areas referenced in Public Law 103-324, 25 USC Section 1300k-2(b)(2)(A) as the boundaries of the reservations for the Little Traverse Bay Bands as set out in Article I, paragraphs ‘third and fourth’ of the Treaty of 1855, 11 Stat.621.*” Little Traverse Bay Bands Constitution, Article V(A)(1)(a).
- G. “*Tribe*” or “*LTBB*” means the Little Traverse Bay Bands of Odawa Indians.

H. *“Tribal Constitution”* means the Little Traverse Bay Bands of Odawa Indians Constitution as adopted by its membership on February 1, 2005.

I. *“Tribal Council”* means the elected body of nine Tribal members of Little Traverse Bay Bands of Odawa Indians with duties found in the Tribal Constitution Article VII.

SECTION III. CREATION OF THE WAGANAKISING ODAWA DEVELOPMENT, INC. CORPORATE CHARTER

A. A tribally chartered corporation is authorized by this Statute and shall be named the “Waganakising Odawa Development, Inc.” The organization is recognized by the approval of the tribal corporation charter; “Waganakising Odawa Development, Inc.” or as amended by Tribal Council.

B. Eligibility

To serve on the board a person must meet all of the following criteria:

1. A person must be at least eighteen years of age;
2. No person can serve on the board who is employed by any other Federally Recognized Indian Tribe;
3. Aside from current board members who hold elected positions at the time of the enactment of this Statute, no other persons may serve on the board who are elected official of LTBB.
4. No person can serve on the board within seven (7) years of completion of a sentence or probation upon being convicted of a felony in tribal, state or federal court, unless such conviction has been vacated or overturned. as verified by a criminal background check.
5. No person can serve on the board within seven (7) years of completion of a sentence or probation upon being convicted of a crime for embezzlement, theft, fraud or

dishonesty as verified by a criminal background check.

6. To be considered for the board, a person should meet one of the following desired criteria:

- i. Three (3) years of business or financial management experience.
- ii. Three (3) years of management experience.

C. Appointments

1. Members of the board shall be nominated by the Executive and appointed by a majority vote of Tribal Council for a three (3) year term. The initial appointments to the board shall be staggered.

2. Any board member may resign at any time by delivering a written notice of resignation to the Chairperson of the board.

3. The Chairperson and Secretary shall be selected amongst the board.

4. If there is a vacancy on the board, the Executive shall nominate a person within 60 days of such vacancy.

5. Any current members of the Waganakising Odawa Development, Inc. shall continue to serve with staggered 3 year terms.

D. Majority of the Board:

A majority of the Board members shall be LTBB Tribal Citizens.

E. Removal

1. Board members may be removed by a 3/4 majority vote of those Tribal Council members who are eligible to voter.

2. Board members may recommend removal for cause by a majority vote of the board excluding the board member in question. Reasons for removal are misconduct, neglect of duties, violations of Tribal law or board policy including failure to attend three (3) consecutive unexcused board meetings.

SECTION IV. COMPENSATION

A. The board members may be compensated a reasonable amount as approved by Tribal Council, provided availability of funds.

B. The Board shall adopt and adhere to travel policies that are the same as the Tribal travel policies for reimbursement of travel expenses, provided availability of funds.

SECTION V. FAMILY RELATIONS

A. For Purposes of this Statute, two (2) or more members of the same immediate family shall not serve on the board at the same time. Further, a person shall not serve on the board if the General Manager, Director of Finance, Internal Auditor, any Tribal Council member is an immediate family member. For purposes of this section immediate family means husband, wife, son, daughter, step-son, step-daughter, father, step-father, father-in-law, mother, step-mother, mother-in-law, brother, step-brother, brother-in-law, sister, step-sister, sister-in-law, child, step-child or a person whose relationship with the Authority member is similar to that of persons who are related by adoption, blood or marriage.

B. No board member may participate in making any decision that involves a personal or financial interest of the board member or a member of his or her immediate family unless such interest is held in common with the Tribe and its Citizens.

SECTION VI. ASSETS

The Waganakising Odawa Development, Inc. shall be assigned those assets as existed and are currently within the possession of the Waganakising Odawa Development, Inc. including real property, tangible and intangible properties. Such assets shall be held by the Waganakising Odawa Development, Inc. on behalf of the Tribe and shall be managed to provide long term revenue for Tribal governmental programs and activities. The assets assigned in this Statute shall be independently managed by the Waganakising Odawa Development, Inc.

SECTION VII. FUNCTION

- A.** The legal services of the Waganakising Odawa Development, Inc. shall be provided by Enjinaaknegeng with approval of the Tribal Chairperson, or such other attorneys as approved by Tribal Council.
- B.** The Waganakising Odawa Development, Inc. shall pursue business opportunities and economic development with an emphasis on manufacturing and/or development of solar, wind, and other renewable non-polluting energy sources for sale to governmental and other entities, and to contract for the provision of products or services to the US Federal Government, tribes or other entities. The corporation may form partnerships primarily with other tribes and any corporations or entities acting on behalf of other tribes.
- C.** The Waganakising Odawa Development, Inc. shall abide by all federal laws and regulation as may be applicable.
- D.** It is the duty of the Waganakising Odawa Development, Inc. to monitor activities and operations to provide guidance to the management of the operations.
- E.** It is the duty of the Waganakising Odawa Development, Inc. to protect assets of the Tribe and generate revenues to support Tribal Governmental Services and Programs.
- F.** It is the duty of the Waganakising Odawa Development, Inc. to maintain and increase the number of Tribal members in employment and management level positions.

SECTION VIII. REPORTING TO TRIBAL COUNCIL

A. In order to regulate, the Waganakising Odawa Development, Inc. shall report to the Tribal Council on the following information at the regularly scheduled Tribal Council Meetings or such special meetings as requested by the Tribal Council:

1. Annual operating plan;
2. Financial performance measures;
3. Audits, whether internal or external;
4. Financial records or statements;
5. Personnel statistics, including Indian preference, hiring, retention, disciplinary actions, grievances, etc.;
6. Compliance reports, whether internal or external;
7. Tribal Council may request reports regarding all aspects of the Waganakising Odawa Development, Inc.

SECTION IX. FINANCING OF THE WAGANAKISING ODAWA DEVELOPMENT, INC. AND ACTIVITIES

A. The annual budget for the Waganakising Odawa Development, Inc. shall be approved by Tribal Council in accordance with the Budget Formulation Statute or such other approval process as designated by the Tribal Council.

B. Tribal Council shall approve all requests for financing activities of the Waganakising Odawa Development, Inc. "Financing activities" as used in this Statute means purchases, remodeling, construction, and other activities that require the utilization of loan documents, letters of credit, and other banking and non-banking activities which require borrowing funds.

C. The Waganakising Odawa Development, Inc. is not authorized to enter into "financing activities" approval without prior ratification by the Tribal Council.

SECTION X. SAVING CLAUSE

In the event that any phrase, provision, part, paragraph, subsection or section of this statute is found by a court of competent jurisdiction to violate the Constitution, laws, ordinances or statutes of the Little Traverse Bay Bands of Odawa Indians, such phrase, provision, part, paragraph, subsection or section shall be considered to stand alone and to be deleted from this statute, the entirety of the balance of the statute to remain in full and binding force and effect.

SECTION XI. EFFECTIVE DATE

Effective upon signature of the Executive or thirty (30) days from Tribal Council approval whichever comes first or if the Executive vetoes the legislation, then upon Tribal Council override of the veto.

CERTIFICATION

As the Tribal Council Legislative Leader and Tribal Council Secretary, we certify that this Statute was duly passed by the Tribal Council of the Little Traverse Bay Bands of Odawa Indians at a regular meeting of the Tribal Council held on May 2, 2010 at which a quorum was present, by a vote of 7 in favor, 0 opposed, 1 abstentions, and 1 absent as recorded by this roll call:

	In Favor	Opposed	Abstained	Absent
Marvin Mulholland	X			
Belinda Bardwell	X			
Melvin L. Kiogima	X			
Gerald V. Chingwa			X	
Rita Shananaquet				X
Aaron Otto	X			
John Bott	X			
Regina Gasco Bentley	X			
Julie Shananaquet	X			

Date: 5-2-10

Julie A. Shananaquet, Legislative Leader

Date: 5-2-10

Regina Gasco Bentley, Secretary

Received by the Executive Office on 5-3-10 by _____

Pursuant to Article VII, Section D, Subsection 1 of the Little Traverse Bay Bands of Odawa Indians Constitution adopted on February 1, 2005 the Executive concurs in this action of the Tribal Council.

Date: 5-25-10

Ken Harrington, Tribal Chairperson