

WHITE EARTH TRIBAL AND COMMUNITY COLLEGE BYLAWS

The White Earth Tribal and Community College Council of Trustees, hereinafter referred to as Council, serves as a body of official policy making representatives of and for, the White Earth Tribal and Community College.

The Council is responsible for policies and procedures required for effective governance, administration, implementation and evaluation of programs, resources, faculty, staff, budget, services and other operations of the White Earth Tribal and Community College, hereinafter referred to as the College.

Article I. Powers and Authorities of the Council of Trustees

- 1.1 The Council represents the collective voice of the community as it translates needs and expectations of these members into the policies of the College. The Council shall be the official body responsible for determining the primary policies and procedures that will govern the operation of the College. The Council will be the final decision-making authority of and for the College. The Council will accept, maintain, build upon and adhere to the missions and goals of the White Earth Tribal and Community College. The powers granted to the Council of Trustees shall include:
 - 1.1.1 To establish policies, procedures, and channels of communication that distinguishes clearly between the roles, authorities, responsibilities, requirements and parameters of the Council, and the College President and other staff and faculty of the College.
 - 1.1.2 To enter into agreements and to incur liabilities including contracts for services with the United States Federal Government, the State of Minnesota, or other public or private entities in connection with, or incidental to, the accomplishment of any one or more of the purposes of the College.
 - 1.1.3 To acquire and hold real or personal property by purchase, lease, gift, devise, bequest, or otherwise; and to sell, convey, pledge, encumber, lease or otherwise dispose of all or any part of its assets.
 - 1.1.4 To establish and maintain such bank accounts as may be necessary and proper to the purposes of the college; to borrow money and issue evidence of indebtedness to secure the same, or pledge liens upon its' property.
 - 1.1.5 To acquire, construct, lease, improve, equip, complete, control, maintain and operate any learning center suitable for use as an educational facility,

including but not limited to classrooms, dormitories, dining halls or offices.

- 1.1.6 To promulgate such rules and regulations as necessary and proper to the purposes of the College.
- 1.1.7 To establish and approve a system-wide planning and evaluation process to measure needs for and the effectiveness of higher education and other programs and services provided at, through, and on behalf of the College.
- 1.1.8 To establish and approve operating policies, procedures, guidelines and structures to maintain and operate the funding, resources, personnel, students, facilities, educational program and other programs and services of the College.
- 1.1.9 To establish and approve standards for admission, attendance and graduation and to approve prescribed courses of study, as recommended by the College President, hereinafter referred to as the President, to be followed.
- 1.1.10 To change tuition, Council charges, rents, student organization fees or other such fees and charges as necessary to operate the College.
- 1.1.11 To issue, upon the recommendation of the faculty, diplomas and certificates to such persons as have satisfactorily completed the required courses of study at the College and to confer the appropriate degrees.
- 1.1.12 To employ, provide overall direction and to evaluate the performance of, and/or terminate the employment of the President, who shall have the power and authority, through established policy and procedure, to manage the day-to-day affairs and operations of the College.
- 1.1.13 To provide direction to the President of the college regarding policy, procedures, initiatives, expectations, reporting, data and information, other reports and communications to ensure consistent administration of Council policies and procedures.
- 1.1.14 To approve a personnel management system that includes employee selection, supervision, and termination policies and procedures; conditions of employment; fringe benefits, salary schedules, staff and faculty evaluation processes, codes of ethics, leaves of absences, staff development; employee grievance procedures; employee support programs; and other policies and procedures designed to increase faculty and staff performance in providing services to the students of the College.

- 1.1.15 To approve the annual budget and financial management system governing the College's resources.
- 1.1.16 To establish and approve an annual budget for the Council to include Council development, training and materials, legal counsel, travel, meeting and any other expenses deemed necessary by the Council.
- 1.1.17 To acquire those legal, technical, or other resources needed to support the Council.
- 1.1.18 To develop policies and procedures to guide higher education programs of the college including policies and procedures for development of curricula. Degree programs, instructional, student assessment, admissions, financial-aid, tuition, and recruitment amongst others.
- 1.1.19 To develop facilities planning and management policies and procedures, including operations, construction, renovation, expansion, and management required to support the programs and services of the college.
- 1.1.20 To establish and engage in other applicable and legal activities which are consistent with, and which will enable the Council to maintain and accomplish, the Mission of the College, and the provision of quality services and programs to students and other College stakeholders.
- 1.1.21 To function as a Council of Appeals on issues involving the equitable administration of Council policies and procedures that are brought forth through established administrative channels.

Article II. Membership of the Council of Trustees

2.1 Qualifications:

The Council of the College will be comprised of nine members, (7) voting members and (2) non-voting members (Category 1). At least six of the seven voting members shall be White Earth Enrollees or lineal descendants of the White Earth Reservation¹. Enrolled members of another federally recognized tribe and/or from the community at large possessing special skills and/or abilities that would benefit the College may hold the remaining positions. College employees are not eligible for Council membership. Council members are selected as follows:

¹ Revised for clarification 10/24/2016.

2.2 Quorum:

A quorum will consist of 4 of the 7 voting members.

2.3 Categories of Membership:

2.3.1 Two (2) Trustees will be appointed from the seated White Earth Reservation Tribal Council membership will hold advisory non-voting membership. (Category 1).

2.3.2 Two (2) Trustees will have a minimum of a bachelor's degree. (Category 2).

2.3.3 One (1) Trustee will be currently employed within Indian education. (Category 3).

2.3.4 One (1) Trustee will be associated with public education. (Category 4).

2.3.5 One (1) Trustee will be an elder. (Category 5).

2.3.6 One (1) Trustee will be chosen at large from the community. (Category 6).

2.3.7 One (1) Trustee will be College alumnus. (Category 7).

Article III. Categories of Council Membership B Selection Criteria

3.1 The Council Members identified in Article II will be selected from the following seven categories:

3.1.1 Category 1: Individuals seated on the White Earth Reservation Tribal Council. In the event of a change in authority through election or otherwise, the category one Council member will remain on the Council until such time as another seated White Earth Reservation Tribal Council member is appointed. Category 1 members hold advisory non-voting positions of the Council.

3.1.2 Category 2: Individuals who have earned a minimum of a bachelor's degree.

3.1.3 Category 3: An individual currently employed in the field of Indian education.

3.1.4 Category 4: An individual employed or associated with public education in a school district within the boundaries of the White Earth Reservation.

3.1.5 Category 5: An individual who is an elder (persons age 55 or older).

3.1.6 Category 6: Chosen at large from the community.

3.1.7 Category 7: An alumnus of the White Earth Tribal and Community College.

Article IV. Terms of Service of the Council of Trustees

4.1 Advisory Members:

The Category One (1) members will serve on the WETCC Council during their entire terms of office as White Earth Reservation Tribal Council members.

4.2 Voting Members:

Categories 2, 3, 4, 5, 6 and 7 College Council members will serve terms of three calendar years. College Council members will remain on the College Council until a replacement member is seated. Terms will be staggered for continuity purposes. Future appointments to the WETCC Council will be made by a quorum of the remaining members of the Council at a duly noticed Council meeting.

4.3 Members of categories 2 through 7 of the Board shall have equal authority within the Board and will be free from influence.

4.4 Members of Category 1 have ex-officio status, i.e., they have no voting powers as Board Members.

4.5 Vacancies:

Vacancies caused by voluntary resignation, inability of any Council member to serve due to illness, disability or death, or removal for just cause by a quorum of the seated members of the Council shall be filled by appointment of the remaining members of the seated Council.

Article V. Officers of the Council of Trustees

5.1 Officers/Executive Committee:

Officers of the Council will include a Chairperson, Secretary and Treasurer. Council Officers will be elected to serve for a one-year term consistent with the fiscal year of the College (October 1-September 30), and will be selected by the

WETCC Council. The WETCC Council officers will also act as an executive committee and have such powers as established by the College Council.

5.2 Annual Appointment:

The Council Officers will be elected by a quorum of seated Council members at the organizational meeting which will be the first meeting of the Council following September 30th of each year. Council Officers will assume the roles and responsibilities of the officer positions at the same meeting they are elected. Vacancies shall be filled by an election of the seated, voting College Council members.

5.3 Duties of the Council of Trustee Officers:

5.3.1 Officers of the Council shall act as an executive committee and shall have the following powers:

5.3.1.1 act as representatives for the Council.

5.3.1.2 approve and sign documents that need immediate attention.

5.4 All Executive Committee actions shall be brought to the next regularly scheduled meeting for full WETCC Council approval.

5.5 The Chairperson: The Chairperson or in his/her absence, the Secretary, shall preside at all meetings. The Chairperson shall exercise such powers that pertain to his/her office including the following responsibilities:

5.5.1 preside at all meetings of the Council;

5.5.2 consult with the college president regarding planning of the agenda for all meetings;

5.5.3 provide for the orderly conduct of Council meetings and maintain the integrity of the meeting agenda;

5.5.4 through the agenda, bring to the Council those matters which require the attention or action of the Council;

5.5.5 consult and confer with the college president on those matters which may occur between Council meetings;

5.5.6 execute documents to which the Council is a party, following any approvals required by the Council;

- 5.5.7 shall execute any documents and take any acts necessary as prescribed and required to ensure the Council is able to conduct business.
- 5.6 The Secretary: In the absence of the Chairperson shall preside at all meetings. The Secretary shall execute all documents as prescribed and required to ensure the WETCC Council of Trustees is able to conduct business.
 - 5.6.1 The Secretary shall exercise such powers that pertain to his/her office including the following responsibilities:
 - 5.6.1.1 will preside at meetings of the WETCC Council in the absence of the Chair;
 - 5.6.1.2 execute official documents on behalf of the College following any approvals required by the Council;
 - 5.6.1.3 will certify all official approved minutes and appeals proceedings; and
 - 5.6.1.4 shall ensure the keeping of the minutes of Council meetings, Council membership rules, and such documents that the Council members may be required to maintain and make available (such as policy manuals, charter and by-laws, and other significant documents).
- 5.7 The College President's administrative assistant or designee shall serve as recording secretary, assisting in preparing, maintaining and posting the approved Council meeting minutes.
- 5.8 The Treasurer: In the absence of the Chair and Secretary, shall preside at all meetings, and will execute acts and services as prescribed and required to ensure the College Council of Trustees is able to conduct business.
 - 5.8.1 The Treasurer will insure the safekeeping of the financial records of the Council, and will:
 - 5.8.1.1 work with the College President and Financial Comptroller to ensure that financial reports, resources, and needs are communicated to the Council in such a manner as to assist in any decision-making on financial matters required of and by the Council.
 - 5.8.1.2 assist in the development of policy and procedure recommendations to ensure that the financial operation of

the Council and the College meets certified fiscal accounting and reporting guidelines, regulations and requirements.

Article VI. Meetings

The following procedures shall apply to meetings of the Council:

- 6.1 Regular Meetings: The Council will hold regular meetings no less than once each quarter. The Council will establish the regular meeting schedule at its organizational meeting being the first meeting held annually after the first day of the fiscal year (FY End September 30).
- 6.2 Special Meetings: Special meetings may be called at any time by the college president or any (3) members of the Council.
- 6.3 Notice of Meetings: Public notice of regularly scheduled meetings will be posted on college bulletin boards. Public notice is not required for special meetings; however, reasonable effort shall be made to notify College Council members of special meetings no later than three (3) business days before the meeting.
- 6.4 Quorum: A quorum for any meeting of the Council will require a simple majority of the voting members. Four of the seven voting members of the Council will constitute a quorum, if the Council is fully populated. If a vacancy exists a quorum of the seated members is needed to conduct business.
- 6.5 Executive Session: The Council may hold an executive session for the discussion of personnel matters or other sensitive or confidential matters. The Council may require the attendance of the College President or the Council's legal counsel at the executive session. The subject of executive sessions will not be generally disclosed.
- 6.6 Special Participation: Any College Council member may participate in and be counted toward any quorum requirements for Council meetings via telephone in special circumstances.
- 6.7 Stipends²: College Council members will be allowed to collect a \$100.00 stipend on a quarterly basis, subject to Fiscal Year. In order to collect the stipend, COT Council members who work for any entity must take PTO during regular working hours. Mileage incurred for the meetings will be an allowable reimbursement.

²Item 6.7, Stipends added 2/13/2017.

Article VII. Removal of Council Members

- 7.1 A member of the Council of Trustees, with the exception of the Chairperson and Secretary/Treasurer of the Reservation Tribal Council, may be removed for just cause, by a majority vote of the remaining Council, whenever such removal is in the best interests of the College.

Article VIII. Process for replacement of Council of Trustee Members

8.1 Qualifications:

The Council shall determine and approve:

- 8.1.1 Qualifications
- 8.1.2 Letter of Interest
- 8.1.3 Resume
- 8.1.4 Interview
- 8.1.5 Interview questions (standard set)

8.2 Process for Council member replacement:

For each Council member replacement, the following will occur:

- 8.2.1 Category determination of Council member to be replaced
- 8.2.2 Seek recommendations within the Category
- 8.2.3 Contact the Council approved nominees in writing
- 8.2.4 Nominees enter the pool of candidates via letter of interest and resume (as outlined above)
- 8.2.5 Council reviews letters of interest
- 8.2.6 Interview of prospective candidates by the Council
- 8.2.7 Final selection by vote of a quorum of the remaining council members

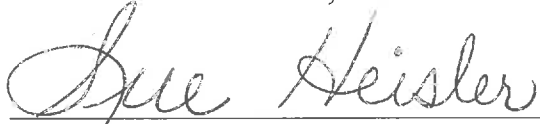
8.2.8 The Student Senate shall appoint a student representative to be an advising member of the Council.


8.2.9 Thereafter, the Trustees shall serve for terms of three (3) years. Trustees may serve more than one term upon the vote of a quorum of the remaining Council members. Terms shall be staggered to ensure continuity. Current Council members will remain on the Council until such time as another is seated.


The above constitutes a restatement and amendment of the Bylaws of the White Earth Tribal Community College. Amended and restated on this 13 day of February, 2017, by a majority of the White Earth Tribal Community College Council of Trustees at which a quorum was present.

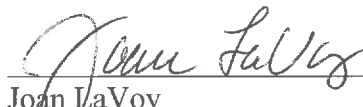
RATIFICATION OF AMENDED BYLAWS OF THE COUNCIL

Ratification of this document shall transpire on the date, and through signatures of the aforementioned Trustees, as follows:

 Date 3-13-17
Sue Heisler, Chair
Alumni Member (Category 7)

 Date 4/14/17
Joy Anne Annette, Secretary
Bachelor's Degree Member (Category 2)

 Date 3-13-17
Dean Johnson, Treasurer
Elder Member (Category 5)

 Date 3-13-17
Joan LaVoy
Indian Education Member (Category 3)



Date 3-13-17

Michael Fairbanks
Bachelor's Degree Member (Category 2)



Date 5-8-17

Nicole Martinson
Public Education Member (Category 4)



Date 03-13-2017

Merlin Deegan
Community at Large Member (Category 6)