



## COMMITTEE ORDINANCE

WHEREAS, Article V of the Constitution of the Ione Band of Miwok Indians of California ("Tribe") establishes the Tribal Council as the governing body of the Tribe;

WHEREAS, Article VII of the Constitution authorizes the Tribal Council to create, regulate, appoint and oversee independent organizations, subordinate organizations and committees of the Tribe;

WHEREAS, the Tribal Council wishes, in order to form a more efficient and cohesive government, to adopt rules governing the establishment and operation of committees of the Tribal government, and governing service on these committees;

WHEREAS, on April 9, 2012, the Tribal Council adopted Committee Ordinance TC-O-2012-01, Committee Ordinance;

WHEREAS, on March 8, 2019, the Tribal Council adopted the amended and restated Committee Ordinance; and

WHEREAS, the Tribal Council has determined that further amendments to the Committee Ordinance are necessary in light of the development of new Tribal departments.

NOW, THEREFORE BE IT RESOLVED THAT, the Tribal Council hereby amends, restates and replaces the Committee Ordinance with the Committee Ordinance adopted herein.

### Article I – Policy and Purpose

- A. All committees of the Tribe are governed by this Ordinance and applicable provisions of other Tribal Ordinances; provided, however, that where a committee is established by a specific ordinance, the provisions of that ordinance will govern the committee to the extent those provisions differ from those set forth herein.
- B. Committees of the Tribe shall be established as needed to assist the Tribal Council in carrying out its responsibilities, to help provide services to Tribal members, and to further the interests of the Tribe. No committee shall be established unless it is duly authorized by the Tribal Council or, if initially established prior to the date of adoption of this Ordinance, unless duly authorized by the Tribal Council or the General Council, as the case may be.
- C. Committees shall act in an advisory capacity to the Tribal Council in representing the Tribe and its interests, recommending policies and procedures, and in identifying needs and developing priorities of the Tribe, and shall report to the Tribal Council regarding their findings, recommendations, and other activities.

D. Committees shall be governed by bylaws or a charter consistent with this Ordinance and the Tribal Constitution, which bylaws or charter must be approved by the Tribal Council, except that to the extent provisions of the Committee bylaws or charter are inconsistent with specific ordinances governing the Committee, the specific ordinance(s) shall govern.

## **Article II – Definitions**

- A. "Committee" means a committee of the Tribe established pursuant to this Committee Ordinance or by another ordinance, resolution, or other appropriate action of the Tribe. "Committee" includes the Cultural Committee, Election Committee, Enrollment Committee, Gaming Committee, and Finance Committee, and such other committees as the Tribe may duly establish.
- B. "Conflict of Interest" shall have the meaning set forth in Article V.B.1.
- C. "General Council" means the General Council of the Ione Band of Miwok Indians.
- D. "Member" means a voting member of a Committee.
- E. "Employee" means a person employed by the Tribe, a Tribally-owned business, or any other entity of the Tribe. For purposes of this Ordinance, "Employee" includes Tribal Council members and other elected officials of the Tribe.
- F. "Tribal Council" means the Tribal Council of the Ione Band of Miwok Indians.
- G. "Tribal Member" means an enrolled member of the Tribe.
- H. "Tribe" means the Ione Band of Miwok Indians.
- I. "Unexcused Absence" means an absence from any meeting of a Committee for which no written excuse has been accepted by a majority vote of that Committee, excluding the Member(s) submitting the written excuse.
- J. "Review Panel" means a forum, for the purpose of tribal budget oversight, composed of the Tribal Chairperson, Tribal Treasurer, Tribal Administrator, Finance Director, and 2 members of the Finance Committee.

## **Article III – Membership**

### **A. Composition.**

Each Committee shall be composed of no fewer than three (3) and no more than five (5) Members appointed by the Tribal Council. The Tribal Council shall determine the number of Members on a Committee.

If the Tribe, Tribal Council, and/or General Council took any appropriate action or duly passed any ordinance or resolution prior to the date of adoption of this Ordinance to establish a Committee, which action, ordinance, or resolution is in conflict with or different than the provisions set forth in this Section A, then such prior action, ordinance, or resolution shall continue in full force and effect without regard to this section.

B. Officers.

1. Each Committee shall elect from its membership a Chairperson and a Secretary, who shall serve in such capacity for the duration of his or her current term on the Committee.
2. It shall be the duty of the Chairperson to:
  - (a) issue notices of and set the agenda of meetings;
  - (b) preside over all meetings, and to appoint a Member to preside as Chairperson in his or her absence;
  - (c) make or cause to be made reports of its finances and activities to the Tribal Council on a monthly basis and to the General Council on a quarterly basis;
  - (d) serve, or appoint another Committee Member to serve, as the Committee's representative in communications with other entities, individuals, groups and organizations;
  - (e) exercise general supervision over the Committee and its Members and ensure that their duties are properly performed according to the Tribal Council and relevant funding and legal requirements;
  - (f) develop, in consultation with the Committee, and submit to the Tribal Council an annual proposed budget and plan of operation; and
  - (g) report at minimum on a quarterly basis to a Review Panel.
3. It shall be the duty of the Secretary to:
  - (a) act as the Committee's official recorder and take minutes of all Committee meetings;
  - (b) maintain the official records of the Committee;
  - (c) take attendance at meetings and record Unexcused Absences;
  - (d) provide to the Tribal Council copies of all minutes of Committee meetings within 14 days of their approval;

- (e) conduct the Committee's banking activities through accounts approved by the Tribal Council, oversee the Committee's financial responsibilities, and keep an accurate financial statement of the Committee's financial affairs;
- (e) provide the Tribal Council or its designee with financial reports as requested, and at a at minimum on a quarterly basis; and
- (f) conduct the Committee's banking activities through accounts approved by the Tribal Council.

C. Service on Multiple Committees.

A Member may serve on more than one Committee at the same time; *provided* that his or her serving as a Member of more than one Committee does not give rise to a Conflict of Interest or a Potential Conflict of Interest, as determined by the Tribal Council; and *provided further* that, notwithstanding the foregoing, an individual may serve on more than one Committee at the same time even where a Conflict of Interest or Potential Conflict of Interest exists, if that Conflict of Interest or Potential Conflict of Interest is disclosed to and approved by the Tribal Council.

D. Employee Service on Committees.

No Employee may serve on a Committee if such service would, in the reasonable determination of the Tribal Council, result in a conflict of interest, as defined herein. It is presumed that service on the Cultural Committee and employment in the Tribe's cultural resources department does not present a conflict of interest. Tribal Council members may not, under any circumstances, simultaneously serve on any Tribal committee.

E. Eligibility.

1. Only Tribal Members may serve as Members of a Committee.
2. Committee Members shall be subject to any application processes, including background requirements, which the Tribal Council deems appropriate and requires for service on a particular Committee.
3. No person shall be eligible to serve as a Member of a Committee if he or she, at the time of appointment, shall have been convicted of any violent felony or any crime involving dishonesty, fraud, or moral turpitude within ten (10) years of the date of appointment, and every candidate for appointment who has even been convicted of any felony or crime involving dishonesty or moral turpitude shall, upon announcement of his or her candidacy or application for appointment, fully disclose to the Tribal Council the fact and date of each such conviction, the court in which the conviction was entered, the offense for which he or she was convicted, the sentence imposed and the place and manner in which the sentence was served or otherwise discharged.

4. Any person who, upon or after announcing his or her application or candidacy for appointment, is formally charged with, but not yet convicted of, any crime of violence, dishonesty, fraud, or moral turpitude, shall disclose to the Tribal Council the fact of such prosecution upon becoming aware of the pendency thereof.

5. Any person required disclosing a criminal conviction or prosecution under this Section E who fails to make such disclosure within thirty (30) days of such conviction or prosecution may be barred or removed from the position or office for which he or she was a candidate for appointment when the required disclosure should have been made.

6. Any Member who is formally charged with a violent felony or crime of dishonesty, fraud, or moral turpitude during the term of his or her service on a Committee shall be immediately suspended from the Committee, effective with the date of initiation of such prosecution. If the Member is acquitted or the prosecution is terminated without a conviction, and if, at the time of such acquittal or termination, the term for which he or she was appointed has not yet expired, he or she shall be reinstated to serve the remainder of that term.

F. Term.

1. The term of appointment for Members shall be three (3) years. All Members shall be empowered to serve and act following the expiration of their term until a successor has been duly appointed. The beginning and end dates of committee terms shall be determined by the Tribal Council.

2. In the event that a Member cannot fulfill his or her duties on a Committee, the Member shall submit to the Tribal Council a written resignation. This resignation shall be presented at the next Tribal Council meeting held following that Member's resignation. After the open Committee position has been posted for thirty (30) days to the General Membership and background checks have been conducted for all qualified applicants, the Tribal Council shall appoint a replacement Member to serve out the remainder of the unexpired term of the Member whom he or she replaced.

G. Vacancies; Removal.

1. Vacancies shall occur upon the expiration of a Member's term, or upon the resignation or removal of a Member.

2. Committee Members may be removed only for cause, which shall include (but not be limited to) a Member's having three (3) consecutive Unexcused Absences from Committee meetings.

3. Vacancies on Committees shall be filled by the same process used for appointment. If any position shall become vacant for any reason other than the expiration of a term of office and there are fewer than six (6) months remaining on that term, the position may be left vacant.

H. Compensation; Expenses.

1. Members may be compensated for their services at a rate set by the Tribal Council and shall be reimbursed for expenses according to such policy as the Tribal Council, or General Council, as the case may be, may adopt.
2. No Member of a Committee that fails to submit the minutes of its meeting within fourteen (14) days of their approval as required by Article III(B)(3)(d) shall be eligible to receive the compensation or reimbursement provided for in subsection 1 above.
3. The Tribal Council shall approve the annual budget of each Committee at least one hundred and twenty (120) days before the beginning of each calendar year, as part of the Tribe's general budget process. Each Committee shall provide reports of its activities to the Review Panel and General Council on a quarterly basis.

**Article IV – Meetings**

A. Conduct of Meetings.

1. Committee meetings shall be presided over by the Chairperson or the Member chosen to serve in his or her absence. Members of a Committee may participate in a meeting of the Committee by means of telecommunications conference call or similar communications equipment which allows all persons participating in the meeting to hear and speak to each other.
2. Notice of Committee meetings shall be given to Members in writing at least twenty-four (24) hours in advance of the meeting.
3. Each Member must contact the Committee Chairperson at least twelve (12) hours in advance of the scheduled meeting time and indicate whether the Member plans to attend the meeting. The Chairperson or his or her designee must then give notice to the Members of that Committee at least six (6) hours before the scheduled meeting, informing them as to whether the meeting will go forward. If the Chairperson receives notice, at least twelve (12) hours in advance of a scheduled meeting, that a majority of Members will not be attending a meeting, such that there would be no quorum at that meeting, the meeting may be postponed.
4. Minutes of all Committee meetings shall be kept by the Secretary of that Committee. Minutes shall reflect the time the meeting was called to order, and the time it was adjourned. Minutes of a meeting must be approved at the next scheduled meeting of that Committee, with the Secretary attesting to the minutes being approved by a majority vote of the Committee Members. The minutes shall be typed, signed and dated by the Secretary and Chairperson of the Committee, and forwarded to the Tribal Council. Minutes shall be made available for inspection by Tribal Members upon request during regular business hours.
5. Committees shall follow Roberts Rules of Order or a similar method of conducting orderly meetings, provided that the Chairperson shall be able to vote on any matter except where

disqualified because of a conflict of interest. The order of business for Committee meetings shall include, but not be limited to, the following:

- (a) call to order by the Chairperson;
- (b) roll call and ascertainment of quorum;
- (c) reading and approval of the minutes of the last meeting;
- (d) reports;
- (e) unfinished business;
- (f) new business; and
- (g) adjournment.

6. Committee meetings shall be open to Tribal Members; *provided*, however, that meetings may be held in executive session when a Committee is considering legal advice, confidential information, strategies, personnel matters, or any other matter in which open session debate or consideration could be detrimental to the best interests of the Tribe. Notwithstanding the foregoing, Members must cast their votes in open session.

B. Quorum.

A majority of Members must be present at any meeting in order to constitute a quorum. If no quorum is established within fifteen (15) minutes after a meeting's designated start time, the meeting shall be postponed. Once established, a quorum shall remain in place for the duration of the meeting. Matters of business presented before the Committee shall be decided by a majority vote of those present constituting a quorum. No official Committee action may be taken except where there is a quorum, except that general Committee tasks (*e.g.*, mail review and logging, response to general and routine inquiries, filing, etc.) may be conducted in the absence of a quorum.

C. Voting.

Each Member shall have one (1) vote on each matter before the Committee. A Member must be present to vote.

## **Article V – Miscellaneous**

A. Standards of Conduct.

1. All Members shall abide by the Tribe's Committee Code of Conduct and the Tribe's Confidentiality Policy, as this Code and Policy may be duly amended from time to time. No person shall be approved for membership of any Committee without first having signed a

confidentiality agreement on forms approved by the Tribal Council and consistent with the Tribe's Confidentiality Policy.

2. Members will be requested to represent the Tribe for official business and at no time will outside parties be allowed to accompany them. All Members shall present themselves in a courteous professional manner when representing the tribe in their official capacity.

B. Conflicts of Interest.

1. Committee Members shall avoid conflicts of interest or the appearance of conflicts of interests. A Conflict of Interest shall be deemed to exist when a Member has a personal or financial interest distinct from and adverse to that of the Tribe, and a Potential Conflict of Interest shall be deemed to exist when such a personal or financial interest may develop. No Committee Member shall make, vote on or participate in making decisions which involve a personal financial interest, other than an interest held in common by all Tribal Members, against the best interests of the Tribe.

2. When a Member becomes aware of a conflict of interest or potential conflict of interest, he or she must disclose the conflict or potential conflict to the other members of that Committee and to the Tribal Council.

C. Committee Names. Each committee established pursuant to this Ordinance shall be given a designated official committee name, and each committee must indicate its affiliation with the Tribe by including the Tribe's name in the official committee name (e.g., the Election Committee of the Ione Band of Miwok Indians).

D. Sovereign Immunity.

1. When acting within the scope of their authority, Members shall enjoy the Tribe's immunity from unconsented suit. Such immunity shall extend beyond the term of office for actions taken during said term.

2. Nothing in this Ordinance shall be construed or interpreted as a waiver of the Tribe's immunity from unconsented suit. No Committee or Member shall have the authority to waive the Tribe's immunity from unconsented suit in any judicial or administrative proceeding or with respect to any matter whatsoever.

E. Indemnification.

The Tribe may, in its discretion, indemnify a Member who is made a party to a proceeding because of his or her conduct while serving as a Member against liability for reasonable expenses of litigation, including (but not limited to) costs, any judgment, and other reasonable costs of defense incurred in the proceeding if the Member conducted himself or herself in good faith; believed that his or her conduct was in the Tribe's best interest; and had no reasonable cause to believe that his or her conduct was unlawful.

F. Insurance.

The Tribe may, in its discretion, purchase and maintain insurance on behalf of an individual who is or was a Member to protect against liability asserted against or incurred by him or her in the capacity of or arising from his or her status as a Member.

G. Severability.

If a court of competent jurisdiction finds any provision of this Ordinance to be invalid or illegal under applicable Tribal or federal law, such provision shall be severed from this Ordinance, and the remainder of this Ordinance shall remain in full force and effect.

H. Amendment.

Amendments to this Committee Ordinance may be adopted in the same manner as the adoption of this Ordinance.

### CERTIFICATION

We, the undersigned duly elected officials of the Ione Band of Miwok Indians, certify that the foregoing Ione Band Arbitration Statute was adopted by the Tribal Council at a duly called meeting, at which a quorum was present, on this 7<sup>th</sup> day of October, 2021, by a vote of 5 for, 0 against, 0 abstentions.

By:   
Sara A. Dutschke  
Tribal Chairperson

By:   
Christine Hendricks  
Tribal Secretary