

# CHEROKEE NATION COMMUNITY ASSOCIATION BYLAWS

## ARTICLE I

### PURPOSE

**Section 1. Purpose.** The Cherokee Nation Community Association is organized and operated exclusively for one or more of the following purposes: charitable, educational, scientific, literary, or any other purpose allowed for organization subject to federal income tax exemption under Section 501(c)(3) of Title 26 of the United States code. The Association is organized to establish a point of connection for Cherokee Nation citizens residing outside the historic boundary of the Cherokee Nation in northeastern Oklahoma with each other and their elected officials, and to foster civic and cultural connections between the Cherokee Nation and its citizens outside the boundaries. It should assist regional chapters of diasporic Cherokees in maintaining language, cultural traditions, civic activities, and fellowship.

## ARTICLE II

### OFFICES

**Section 1. Principal Office.** The principal office of this Association shall be at a place within the boundaries of the Cherokee Nation as designated by the Board.

**Section 2. Other Offices.** The Association may have such other offices as the Board may from time to time designate or the business of the Association may require.

## ARTICLE III

### BOARD OF DIRECTORS

**Section 1. General Powers.** The oversight of the individual chapters of the Association will be managed by the Board of Directors. This includes, but is not limited to, mediation

of internal concerns at the request of the council of an individual chapter or at the pleasure of the Association Board, financial oversight of the chapters, and periodic review of the chapters as a condition of the renewal of their charters.

**Section 2. Number.** The Board shall consist of five (5) primary officers, two of whom shall be the Group Leader of the Education Department of the Cherokee Nation, and the Group Leader of the Community Services Department of the Cherokee Nation. The two (2) At Large Council Representatives shall also serve in non-voting advisory positions.

**Section 3. Term of Office.** The Group Leaders shall hold Board positions concurrent with their terms of employment in those positions with the Cherokee Nation. Other Board members shall serve staggered four year terms, appointed by the Principal Chief and confirmed by the Tribal Council.

**Section 4. Titles.** Three members of the Board shall be elected by the Board to serve as President, Vice- President, and Secretary/Treasurer. The President shall preside at and conduct all meetings of the Board. The Vice-President shall act in the absence of the President and shall carry out other duties as may be assigned. The Secretary/Treasurer shall maintain the minutes of the meetings, accept and collect minutes, financial reports, and membership lists from the chapter organization.

**Section 5. Board Meetings.** Regular meetings of the Board shall be held at such time and place as the Board members shall determine. Notice of each regular meeting shall be provided to each primary and advisory Board member at least 30 days prior to the meeting date. Special meetings may be called by or at the request of a majority of the Board. Notice of any special meeting must be given at least fourteen (14) days prior to such meeting.

**Section 6. Quorum.** At any meeting of the Board, a majority of the primary directors shall constitute a quorum for the transaction of business. Video participation in meetings shall be permissible in accordance with resolutions pertaining to the Cherokee At Large council members. Proxy voting shall be permitted.

**Section 7. Compensation.** No officer or director is to be compensated for their services, but, by resolution of the Board, actual expenses incurred for attendance at each regular or special meeting of the board may be authorized. No officer or director of the Association may receive compensation for serving the Association in any other capacity.

## ARTICLE IV

### CHAPTERS

**Section 1. Establishment.** The Board of the Association may charter chapters of the Association upon satisfaction of requirements for charter. Requirements include at least six months of regular meetings with a demonstrated membership in attendance, election of permanent chapter officers, and adoption of chapter by-laws by the membership and approval by the Board of the Association. Additional requirements include the following:

- A) Chapters will not use the terms “nation,” “tribe,” “band,” or “clan” or any other term designating historical or contemporary governmental significance in the naming of their organization.
- B) Chapters will not use titles such as “chief,” “princess,” “elder,” or “medicine man/woman” or any other title designating honored position in the styling of their officers.
- C) A majority of each chapter’s officers must be citizens of the Cherokee Nation.
- D) At least 40% of each chapter’s member households must include citizens of the Cherokee Nation.
- E) The chapters’ members cannot use their affiliation with the organization for personal promotion or commercial gain. They may include their chapter membership on a resume for identification purposes only.
- F) Chapters will not endorse specific candidates for Cherokee Nation elective offices.
- G) Donations of \$5000 or greater to an individual chapter must be approved by the Association Board.
- H) All grant applications of and grant awards to individual chapters must be approved by the Association Board.

**Section 2. Meetings.** Chapters shall meet regularly on either a monthly or bi-monthly schedule. Copies of the minutes of any or all meetings shall be provided to the Board.

The Board may require a special meeting with the officers or membership of any chapter for purposes including, but not limited to, mediation or review. Refusal on the part of a chapter or its officers to meet with a representative of the Board will result in the chapter being placed on probation.

**Section 3. Activities.** Activities of each chapter shall be reported to and coordinated with the Association. No activities of the chapter or its officers will be conducted in conjunction with groups styling themselves, or recognized by any state, as a “tribe” other than the Cherokee Nation. No chapter official will identify themselves as a member of

any group purporting to be a “tribe” while in the course of representing their chapter. This restriction will not be construed as applicable to citizens of the Cherokee Nation or any other federally recognized tribe.

**Section 4. Financial Report.** Chapters must submit to the Association a calendar year financial report, including a statement of the receipts and expenditures for the previous calendar year, and a statement of current assets and liabilities. Any chapter with final assets of \$5000 or more must also present a budget of the current year’s projected receipts and expenditures. Reports are due by Apr. 1 for the preceding calendar year.

**Section 5. Chapter Review.** The Association shall conduct a thorough review of each chapter’s membership, council, and conduct on a periodic basis but with no less frequency than every five years. At any time upon the request of a chapter’s council or the Board, the Association shall conduct a review for the purpose of mediating internal conflicts within the chapter.

**Section 6. Duties and Objectives.** Consistent with the purposes of the Association, and with the assistance of the Association and the Cherokee Nation, the chapters will develop projects and programs, including but not limited to the following, to help At Large Cherokee citizens:

- a. enhance their knowledge of Cherokee language, culture, and history;
- b. find fellowship with other Cherokee Nation citizens;
- c. have a point of contact with their Tribal Council representatives;
- d. establish reciprocal relationships with Cherokee Nation communities and programs in northeastern Oklahoma;
- e. interact appropriately with other regional Native organizations and issues;
- f. locate reliable information about issues pertinent to the Cherokee Nation specifically and Native Americans generally;
- g. strengthen personal and collective senses of identity as Cherokees and citizens of a Cherokee government.
- h. to maintain policies and procedures to insure the continuity of the chapters as designated by the Board.

**Section 7. Probation.** Chapters of the Association failing to meet the requirements specified in this Article may be placed on probation for a period of six months. If at the end of six months any such chapter fails to meet the established standards for meetings, activities, reports, membership or duties, its charter shall be subject to revocation by action of the Board of the Association at its next regular meeting.

## ARTICLE V

### CHAPTER MEMBERSHIP

**Section 1. Membership.** Chapter members shall be persons interested in advancing the purposes of the Association and willing to abide by its by-laws. The Board will be the ultimate authority over membership status, but individual chapters shall have immediate authority over membership status of their own members. A person may be any entity.

**Section 2. Acceptance of Membership.** Any person who meets the requirements for membership as established by the individual chapter to which he or she is applying, completes the appropriate application, and pays the prescribed dues is eligible for membership, provided their membership would not cause the organization to exceed the maximum of 60% membership of non-citizens or the maximum allowance set by the chapter, if it should be a lower percentage. Categories of membership may be created by the individual chapters. Individual chapters shall provide the Board with updated membership lists every six months.

**Section 3. Membership Dues.** Membership dues shall be set by the council of each individual chapter for its own chapter.

**Section 4. Dues, Payable When.** Each chapter will establish the billing period for annual dues. Any member in arrears for (3) months will be dropped from membership.

## ARTICLE VI

### AMENDMENTS

**Section 1. Amendment to Bylaws.** These Bylaws may be amended, or repealed and new bylaws adopted, by a majority vote of the Board voting at any regular or special meeting when the proposed amendment has been sent out in the notice of such a meeting.

## ARTICLE VII

### PROVISION FOR DISSOLUTION

**Section 1. Provision for Dissolution.** In the event of dissolution of the Association, or the revocation of the charter of any individual chapter of the Association, Association assets or assets of the individual chapter will revert to the Cherokee Nation.

## **AMENDMENTS**

### **Amendment 1**

#### **Article IV, Section 1, D)**

A minimum of 60% of each chapter's members must be citizens of the Cherokee Nation.

### **Amendment 2**

#### **Article V, Section 2**

Any person who meets the requirements for membership as established by the chapter to which he or she is applying, completes the appropriate application, and pays the prescribed dues is eligible for membership, provided their membership would not cause the organization to exceed the maximum of 40% membership of non-citizens or the maximum allowance set by the chapter.

### **Amendment 3**

#### **Article VII, Section 1**

In the event of dissolution of the Association, or the revocation of the charter of any individual chapter of the Association, Association assets or assets of the individual chapter will revert to the Cherokee Nation.

### **Amendment 4**

#### **Article III, Section 4**

The Secretary/Compliance Officer shall maintain the minutes of the meetings, accept and collect minutes, ensures that the records of the organization are maintained as required by law and made available when required by authorized persons. These records may include founding documents, (e.g. articles of incorporation, bylaws), board and committee meeting minutes, financial reports, and other official records.

The Secretary institutes and maintains an effective compliance communication program for the organization and its chapter organizations. As required by the IRS Group Process and CNCA Bylaws accept, collect and review of minutes, financial reports and membership lists from chapter organizations.

The Secretary ensures that proper notification is given to Board members of meetings as specified in the bylaws. The Secretary manages the general correspondence of the Board except for such correspondence assigned to others.