

BY LAWS OF THE BAD RIVER ELDERLY ADVISORY BOARD

Article I – Purpose

This Elderly Advisory Board is organized to operate exclusively for non-profit for the following purposes, but not limited to these purposes:

- Section (1) To assist and provide services to older persons and persons who are disabled living on the Bad River Reservation.
- Section (2) To assist in the development of funding applications/modifications for Elderly and Disability Service Project.
- Section (3) Advise and assist in the implementation of any grant received for elderly and disability service project.
- Section (4) Provide advice and guidance to the Tribal Council and Elderly Project Coordinator on matters concerning older and disabled persons.
- Section (5) Any lawful activity within the purposes of this elderly council.

Article II – Powers

The Elderly Advisory Board shall consult with the Bad River Tribal Council and the Elderly Service project staff on all issues of major policy significance including those issues enumerated in Section I.

Article III – Location

The principal office of the Elderly Advisory Board will be at the Bad River Elderly Center, located in Odanah, Wisconsin at P.O. Box 90 at which the general business of the Elderly Advisory Board will be transacted and where the records will be kept. The Board of Directors may from time to time fix another location for its meetings.

Article IV – Membership

- Section (1) The membership is composed of all eligible participants in either Title III or Title VI. For purposes of developing or implementing the Title VI Program, the programs Project Coordinator shall certify semi-annually that at least 50% of the Elderly Advisory Board is composed of older Indians as defined by 45 CRF §1328.3
- Section (2) The qualification for membership will be any person 55 years or older or who are disabled and live on the Bad River Reservation.
- Section (3) Persons will be eligible for membership if they meet the qualifications set forth in Section (2) of this article.
- Section (4) Membership will only be terminated upon death, voluntary resignation or moving off the Bad River Reservation.

Section (5) The duties of the membership will include the right to have input in and advise any and all other matters which do not entail the day-today operation of the elderly nutrition program.

Section (6) The Bad River Elderly Advisory membership shall meet annually in September and at such times as the Board of Directors shall call a meeting. The time and date of the annual meetings shall be posted for 30 days prior to the meeting date.

Article V – Board of Directors

Section (1) The number of members of the Board of Directors of the Elderly Advisory Board will be set at seven.

Section (2) The Board of Directors will be representatives of the membership.

Section (3) The Board of Directors shall be elected at the annual meeting in September by a majority vote of the members present and must be present to accept the position.

Section (4) The Board of Directors shall serve for 2 year terms and may serve consecutive terms.

Section (5) The election of Board of Directors shall be staggered with elections occurring every year. The offices of Chairman, Secretary and one Board member shall only serve one year for the first year after adoption of this change and from then on shall serve for two years.

Section (6) If a vacancy occurs, the next highest vote for that specific office shall be appointed. If the next highest eligible vote for a specific office declines that position, the Board of Directors shall post the vacancy for a minimum of 10 days. The vacancy will be voted on at the next regular meeting following the minimum 10 day posting. Members present at the next meeting will vote to fill the vacancy. Individual must be present to accept position. The term shall end at the regular established time for the position. .

Section (7) Any Board of Director member shall resign if they are unable to attend regular planned meetings or if they believe they cannot fulfill their duties of office. The resignation shall be given in writing to the Board of Directors. If a Board member misses two consecutive meetings without excuse, the position will be declared vacant.

Section (8) If funds are available, the Board of Director members may be compensated for actual expenses incurred.

Article VI – Meetings of Board of Directors

Section (1) The minimum number of times that the Board of Directors shall meet is once every month on the third Tuesday.

Section (2) A special meeting may be called by the Chairperson or by three members of the Board of Directors.

Section (3) Notice shall be given three days prior to the meeting

Section (4) A quorum shall consist of at least four out of seven Board of Director members. A motion at the board meeting shall be passed by a majority vote.

Section (5) Roberts Rule of Order shall be used to conduct the meetings.

Section (6) Committees may be established by the Board of Directors as needed.

Article VII – Officers

Section (1) The Executive Committee shall consist of four officials composed of the Chairperson, the Vice-Chairperson, the Secretary and the Treasurer.

Section (2) The officers shall be elected at the annual meeting by a majority vote of the general membership and shall serve for two years. The terms of office shall be staggered as set forth in Article V, Section 5.

Section (3) The powers and duties of the officers shall be:

- (a) The Chairperson will be the Chief Executive officer of the Elderly Advisory Board. It will be the duty of the chairperson to preside at all meetings of the Board of Directors and to have general supervision of the affairs of the Elderly Advisory Board. He or she will execute on behalf of the Elderly Advisory Board all contracts, deeds, conveyances, and other instruments in writing that may be required by the Board of Directors for the proper and necessary transactions of the business of the Elderly Advisory Board.
- (b) The Vice Chairperson shall exercise all of the chairperson's responsibilities and duties in the chairperson's absence.
- (c) The Treasurer shall keep account of all funds within the control of the Elderly Advisory Board, shall report monthly to the Board of Directors, shall be empowered to countersign checks with the Board of Directors Chairperson or Vice-Chairperson for Elderly Advisory Board project expenditures. In addition the treasurer shall submit a report to the membership at the annual meeting.
- (d) The secretary will be responsible for keeping the Board of Directors records. He or she will give or cause to be given all notices of meetings of the Board of Directors and all other notices required by law or by these by-laws. The Secretary will be the custodian of all books, correspondence, and papers relating to the business of the Elderly Advisory Board, except those of the Treasurer. The Secretary will maintain the records at the elderly center. The Secretary will present at each annual meeting of the Board of Directors, a full report of the transactions and affairs of the Elderly Advisory Board for the preceding year and will also prepare and present to the Board of Directors such other reports as it may desire and request at such times or times as it may designate.

ARTICLE VIII – Miscellaneous

Section (1) The Board of Directors shall review and advise on all contracts pertaining to elders.

Section (2) The fiscal year of the Elderly Advisory Board shall be October 1 to September 30.

ARTICLE IX – Amendment

Section (1) The By-laws shall only be amended by a majority vote of the general membership at the annual meeting, or when deemed necessary by the Board of Directors, at a special meeting, called for the specific purpose of modifying these by-laws. The special meeting to modify the by-laws must be circulated at least thirty days in advance of the day the meeting is to be held. A quorum at these meeting shall consist of the general membership in attendance.

Section (2) The proposed changes or amendments shall also be circulated for at least thirty days before the annual meeting or the special meeting called specifically for changing or amending these by-laws.

**BY-LAWS OF THE
BAD RIVER AGING AND
HANDICAPPED UNIT
INCORPORATED
(REVISED July 2002)**

**Bad River Aging Program
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Odanah, WI 54861
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**BY-LAWS OF THE BAD RIVER AGING AND HANDICAPPED UNIT
INCORPORATED
(revised July 2002)**

ARTICLE I - Purpose

This Elderly Council is organized to operate exclusively for non- profit for the following purposes but not limited to these purposes:

- Section (1) To assist and provide services to older persons and persons who are handicapped living at the Bad River.

- Section (2) To assist in the development of funding applications for Elderly and Handicap Service Projects.

- Section (3) Assist in the implementation of any grant received for elderly and handicap service project.

- Section (4) Provide advice and guidance to the Tribal Council and Elderly Project Director on matters concerning older and handicapped persons.

- Section (5) Any lawful activity within the purposes of this Elderly Council.

Article II – Powers

The Elderly Council shall consult with the Bad River Tribal Council and the elderly service project staff on all issues of major policy significance including those issues enumerated in Section I and shall be empowered to give advice on all such issues.

Article III - Location

The principal office of the corporation will be at the Bad River Elderly Center, located in Odanah, Wisconsin at P.O. Box 55 at which the general business of the corporation will be transacted and where the records will be kept. The Board of Directors may from time to time fix another location for its meetings.

Article IV - Membership

Section (1) All eligible participants in either Title III, 42, U.S.C. 3021, et. Seq. or Title VI, 42 U.S.C. §3045 et. Seq., are members of the Elderly Council. For purposes of developing or implementing the Title VI program, the programs project director shall certify semi-annually that at least 50% of the Elderly Council is composed of older Indians, as defined by CRF §1328.3.