

RESOLUTION OF THE
WHITE MOUNTAIN APACHE TRIBE OF THE
FORT APACHE INDIAN RESERVATION

WHEREAS, it is necessary that the proposed Fort Apache Legal Aid Society for the Fort Apache Indian Reservation be incorporated under tribal law to carry out its duties, and

WHEREAS, there is a need for a Board of Incorporators to act until a Board of Directors can be established to administer and set policy for the Legal Aid Office, and

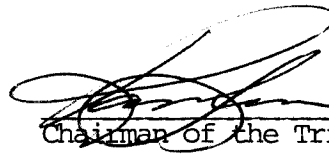
WHEREAS, the White Mountain Apache Tribal Council agrees to serve as the Board of Incorporators for the Fort Apache Legal Aid Society pending appointment of a permanent Board of Directors, and

WHEREAS, the Tribal Council has reviewed the proposed Articles of Incorporation and By-Laws for the Fort Apache Legal Aid Society and approves of the same.

BE IT RESOLVED by the Tribal Council of the White Mountain Apache Tribe that it shall serve as the Fort Apache Legal Aid Society Board of Incorporators pending appointment of a permanent Board of Directors.

BE IT FURTHER RESOLVED by the Tribal Council, that acting as the Board of Incorporators, the Tribal Council hereby approves the Proposed Articles of Incorporation and By-Laws attached hereto for submittal to the Legal Services Corporation.

The foregoing resolution was on December 15, 1983 duly adopted by a vote of 9 for and 0 against by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it by Article V, Section 1 (i & s) of the Amended Constitution and By-Laws of the Tribe, ratified by the Tribe June 27, 1958 and approved by the Secretary of the Interior on May 29, 1958, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat. 984).



Chairman of the Tribal Council



Secretary of the Tribal Council

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FORT APACHE INDIAN
AGENCY
WHITERIVER, ARIZ.

BYLAWS OF

FORT APACHE LEGAL AID SOCIETY, INC.

ARTICLE I

Board of Directors

Section 1. Number and term of Trustees. The business, property and affairs of this corporation shall be managed by a Board of Directors as provided in the Articles of Incorporation. Each Directors shall hold office for the term for which he is elected and until his successor is elected and qualified. The initial Board of Directors shall be appointed by the White Mountain Apache Tribal Council. Upon nomination by the national state bar associations and/or Tribal Chairman. All vacancies shall be filled by the White Mountain Apache Tribal Council.

Section 2. Action by written consent. If and when a majority of the Directors shall severally or collectively consent in writing to any action to be taken by the corporation, such action shall be as valid corporate action as though it had been authorized at a meeting of the Board of Directors.

Section 3. Power to make bylaws. The Board of Trustees shall have power to make and alter any bylaw or bylaws, provided, however, that no such bylaw shall become effective except as provided in the Charter and Articles of Incorporation and in accordance with the Legal Services Corporation regulations.

Section 4. Power to elect officers. The Board of Trustees shall select a president, a vice president, a secretary and treasurer. Any two offices may be combined and served by one person.

Section 5. Power to appoint other officers and agents. The Board of Trustees shall have power to appoint such other officers and agents as the Board may deem necessary for the transaction of the business of the corporation.

Section 6. Removal of officers and agents. Any officer or agent may be removed by the Board of Directors whenever in the judgment of the Board the interests of the corporation will be served thereby.

Section 7. Power to fill vacancies. The Board shall have power to fill any vacancy in any office occurring from any reason whatsoever.

Section 8. Delegation of powers. For any reason deemed sufficient by the Board of Directors, whether occasioned by absence or otherwise, the Board may delegate all or any of the powers and duties of any officer to any other person.

Section 9. Power to appoint executive committee. The Board of Directors shall have power to appoint by resolution an executive committee composed of two or more Directors who, to the extent provided in such resolution, shall have and exercise the authority of the Board of Directors in the management of the business of the corporation between meetings of the Board.

Meetings of Board of Directors and Advisory Committee

- A.
- (1) FALA Board of Directors shall meet at least two times a year to discuss board policies and review the FALA program.
 - (2) These Meetings shall be open to the public. Notice of such meeting including time, date, place, and agenda shall be posted in the White Mountain Apache Supermarket and in the Tribal Business offices in Whiteriver and Cibecue. These notices shall be posted at least seven days in advance.
Whenever possible, notice shall be printed in the Apache Scout and announced on the local radio station one week prior to the meeting date.
 - (3) Notice of each board meeting shall be sent to the corporation 7-10 days before the meeting.
- B.
- (1) The Legal Aid Advisory Committee shall meet as needed to review policies, and programs.
 - (2) The committee shall make written recommendations to the Board of Directors for its findings.
 - (3) This committee serves a purely advisory function and reports to the FALA Board of Directors.
 - (4)
 - a. All meetings of the advisory committee shall be open to the public except those portions of the meeting pertaining to office personnel procedures or confidential legal matters.
 - b. Any client or applicant who is the subject of the committee agenda for any reason may make a written request to have that portion of the meeting closed to the public. The committee shall honor such request whenever feasible.
 - (5) Notice of Advisory Committee meetings shall be posted in the same manner as is required for Board of Directors meetings.
 - c. Meetings may be requested in writing by members of the public-at-large.
- (1) Written request shall be submitted to the Supervising Staff Attorney of FALA.
 - (2) The Written request will be ~~sent~~ assigned for hearing to the Advisory Committee before the matter is directed to the Board of Directors.

a. Matters already reviewed and ruled upon by the Advisory Committee shall be first assigned to the Board of Directors.

b. Matters open for review by the Advisory Committee are those concerning FALA procedures, policies and programs. All personal appeals shall be directed to the FALA Supervising Attorney. These appeals include those regarding eligibility.

(2) The committee serves to resolve matters brought before it in an equitable manner and in accordance with federal regulations for Legal Services Corporation.

C. Committee Findings:

(1) The Committee shall make a determination of a matter presented by appeal immediately following a hearing on the matter during which each side has the opportunity to present its position.

(2) The findings of the Committee shall be in written form with an explanation for such findings.

(3) This written opinion shall be maintained on file and copies of such findings shall be given to the FALA Supervising Attorney and the individual involved.

(4) Appeals from this decision must be made to the Chairman of the Board of Directors within ten working days.

(5) The Chairman shall review this appeal en banc and shall issue his/her decision within 3 days.

(6) Further appeals regarding the finding of the Board Chairman shall be made to the Corporation itself.

D. Meetings:

(1) Meetings of the Grievance Committee shall be as needed, and shall be in accordance with the Tribal Grievance Committee Procedures for conducting a hearing.

E. Minutes:

(1) Minutes from each meeting of the FALA Board of Directors, and the FALA Advisory Committee shall be posted in the FALA office following each meeting.

(2) Minutes regarding confidential matter's discussed during these meetings shall not be posted and shall not be open to the public.

Section 11. Compensation. The Compensation, if any, of Trustees, officers and agents may be fixed by the Board in accordance with the Legal Services Corporation guidelines.

Section 12. Meetings. Meetings of the Board of Trustees may be called by the president or by any two directors.

Section 13. Priority Setting. (1) Each year the Board of Directors shall hold an open meeting to appraise the needs of the White Mountain Apache community, and to discuss priority setting goals. (2) At this time, the FALA Advisory Committee shall make a summary report of the issues dealt with by the committee throughout the year. This report shall be written and shall be presented orally. The advisory committee shall also present the Board with a recommendation for resetting or continuation of the current year's priorities. (3) The Board of Directors shall entertain recommendations from the public on priorities. These recommendations shall be recorded and transcribed for use in the final priority setting process. All recommendations shall be kept on file in the FALA office for later review by the staff, board, and corporation. (4) Priority setting shall be done yearly after the meeting has been held. Proposals for new goals may be presented and discussed at the meeting. (5) (a) The final plan for priority setting shall be written and placed on file. Copies shall be sent to the Corporation, the Tribal Council, and each Board Director. (b) The final report shall also be posted for public review in at least six public places located on the reservation including at least one public place in each of the following sites: Cibecue, Carrizo, and Cedar Creek. (6) The Board shall consider the following factors along (with recommendations given to the Board) in determining priorities:

- a) The effectiveness of the current year's priorities in accomplishing goals;
- b) Changes in resources;
- c) Changes in needs;
- d) Availability of other low-cost legal assistance for the reservation;
- e) Caseload and turnover;
- f) Population;
- g) Training and support resources;
- h) Relative importance of certain legal problems in the Apache community; and
- i) Other prevalent factors arising on the Fort Apache Indian Reservation.

Section 14. Meeting on waiver. Meetings of the Trustees may be held at any time and place upon waiver of notice and place for holding such meeting, signed by all of the Trustees of the corporation who are not present at such meeting, or by telegraphic consent from such Trustees.

Section 15. Quorum. A majority of the Board of Trustees shall constitute a quorum for the transaction of business, but if at any meeting of the Board there be less than a quorum present, a majority of those present may adjourn the meeting from time to time.

Section 16. FALA Grievance Committee. (A) Composition: 1) The Board of Directors of the FALA shall select 3 of its directors to serve as Grievance Committee members. In order to reflect board composition, the Board shall select at least one attorney and one tribal member who are current directors to serve on the Grievance Committee. Further, there shall be at least one male and one female serving on the Committee to assure that the Board is reflected in the Committee. (B) Purpose 1) The purpose of the FALA Grievance Committee is to review individual problems brought to their attention after the appellant has met with the FALA Supervising Attorney. These appeals include those regarding eligibility. 2) The committee serves to resolve matters brought before it in an equitable manner and in accordance with federal regulations for Legal Services Corporation. (C) Committee Findings: 1) The Committee shall make a determination of a matter presented by appeal immediately following a hearing on the matter during which each side has the opportunity to present its position. 2) The finding of the Committee shall be in written form with an explanation for such findings. 3) This written opinion shall be maintained on file and copies of such findings shall be given to the FALA Supervising Attorney and the individual involved. 4) Appeals from this decision must be made to the Chairman of the Board of Directors within ten working days. 5) The Chairman shall review this appeal en banc and shall issue his/her decision within 3 days. 6) Further appeals regarding the finding of the Board Chairman shall be made to the Corporation itself. (D) Meetings: 1) Meetings of the Grievance Committee shall be as needed, and shall be in accordance with the Tribal Grievance Committee Procedures for conducting a hearing. 2) Grievance Committee meetings shall be follow notice proceedings established herein for the FALA Advisory Board. 3) All committee meetings shall be subject to closure to the public upon written request by the applicant to the Committee. 4) Disclosure of confidential legal and financial information during the committee meeting shall automatically close the meeting to all non-parties. E) Minutes: 1) Grievance Committee meetings shall be recorded and the minutes transcribed. These minutes shall be marked confidential and placed in the appeals file for later reference. 2) Minutes shall not be made public.

ARTICLE II

Officers

Section 1. President. The president shall be the chief executive officer of the corporation. He shall preside over all meetings of the Board. He shall have general and active management of the business of the corporation and shall see that all orders and resolutions of the Board are carried into effect. He shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation.

Section 2. Vice President. The Vice president shall exercise the powers of the president during the absence or disability of the president.

Section 3. Secretary. The Secretary shall attend all meetings of the Board of Trustees, and of the executive committee, and shall preserve in books of the corporation true minutes of the proceedings of all such meetings. He shall safely keep in his custody the seal of the corporation and shall have authority to affix the same to all instruments where its use is required. He shall give all notices required by law, bylaw or resolution. He shall perform such other duties as may be delegated to him by the Board of Trustees or by the executive committee.

Section 4. Treasurer. The treasurer shall have custody of all corporate funds and securities and shall keep in books belonging to the corporation full and accurate accounts of all receipts and disbursements; he shall deposit all moneys, securities and other valuable effects in the name of the corporation in such depositories as may be designated for that purpose by the Board of Trustees. He shall disburse the funds of the corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the president and Trustees at the regular meetings of the Board, and whenever requested by them, an account of all his transactions as treasurer and of the financial condition of the corporation. He shall deliver to the president of the corporation, and shall keep in force, a bond in form, amount and with a surety or sureties satisfactory to the Board, conditioned for faithful performance of the duties of his office, and for restoration to the corporation in case of his death, resignation, retirement or removal from office, of all books, papers, vouchers, money and property of whatever kind in his possession or under his control belonging to the corporation.

Annual Accounting:

- a. Each year an annual accounting shall be made in accordance with 45 CFR part 1009 (c) (1). The accounting shall be divided into two parts: LSC Funding and non-LSC Funding.

These two divisions shall be used for the accounting of all funds received by the FALA.

All non-LSC funds shall be accounted as separate and distinct receipts and disbursements.

Annual audit reporters shall be submitted to the LSC each year on _____ day of _____.

- b. Mediation funds shall be kept a separate and distinct account; and shall be divided in the above-listed divisions.

ARTICLE III

Execution of Instruments

Section 1. Checks, etc. All checks, drafts and orders for payment of money shall be signed in the name of the corporation and shall be countersigned, by such officers or agents as the Board of Directors shall from time to time designate for that purpose.

Section 2. Contracts, conveyances, etc. When the execution of any contract, conveyance or other instrument has been authorized without specification of the executing officers, the president, or vice president, and the secretary or assistant secretary, any execute the same in the name and behalf of this corporation and may affix the corporate seal thereto. The Board of Directors shall have power to designate any instrument on behalf of this corporation as long as it is in accordance with the Legal Services Corporation guidelines and the laws of the White Mountain Apache Tribe.

ARTICLE IV

Corporate Seal

The Corporation seal shall be circular in form, shall have inscribed thereon the name of the corporation and year of its organization, and the words "Chartered by the White Mountain Apache Tribe". The seal shall be in the custody of the secretary. A duplicate seal may be kept and used by such officer or other person as the Board of Trustees shall name.

ARTICLE V
Fiscal Year

The fiscal year for the corporation shall be from the date of the issuance of the Charter until _____. Thereafter the fiscal year shall be from January 1 of each year until December 31 of the following year.

ARTICLE VI
Amendment of Bylaws

These bylaws may be amended, altered, changed, added to or repealed as provided in the Articles of Incorporation and Charter.

ADOPTED by the Board of Trustees on _____, 19____.

Secretary