

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

**WHEREAS,** the Cedar Creek Livestock Association has come before the Tribal Council this date and has distributed to the Tribal Council copies of duly executed Articles of Association and By-Laws for the Cedar Creek Livestock Association and has requested that the Tribal Council issue a Corporate Charter to the Cedar Creek Livestock Association; and

**WHEREAS,** the Tribal Council has reviewed the Articles of Association and By-Laws and is advised by the Tribal Attorney that they have also been reviewed by the Tribal Legal Department, and that the Tribal Council requirements that the stockman and strawbosses be prohibited from being a member of the Board of Directors and/or Association Officer is included in said Articles and By-Laws; and

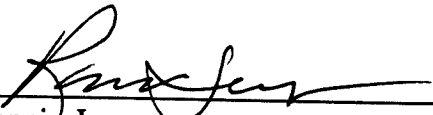
**WHEREAS,** the Tribal Council concludes that a Charter should be issued to the Cedar Creek Livestock Association.


**BE IT RESOLVED** by the Tribal Council of the White Mountain Apache Tribe that it hereby approves the Articles of Association and By-Laws of the Cedar Creek Livestock Association in the form and content attached hereto and incorporated by reference herein.


**BE IT FURTHER RESOLVED** by the Tribal Council that it hereby issues a Charter to the Cedar Creek Livestock Association in the form and content attached hereto.

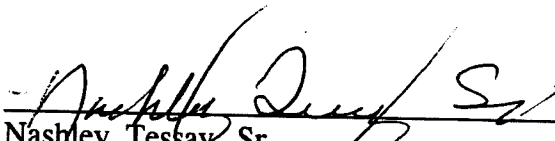
The foregoing resolution was on May 12, 1995, duly adopted by a vote of nine for and zero against by the Tribal Council of the White Mountain Apache Tribe, pursuant to authority vested in it by Article IV, Section 1 (a), (h), (i), (j), (k), (s), (t) and (u) of the Constitution of the Tribe, ratified by the Tribe September 30, 1993, and approved by the Secretary of the Interior on November 12, 1993, pursuant to Section 16 of the Act of June 18, 1934 (48 Stat. 984).

Signatures of the members of the Tribal Council represent their approval of Tribal Resolution No. 05-95-173.

  
Ronnie Lupe  
Tribal Chairman

  
Lafe Ahaha  
Vice Chairman


  
Judy DeHose  
District I Council Member


  
Nashley Tessay, Sr.  
District I Council Member

  
Romeo Dazen  
District II Council Member

  
Slim Quay  
District II Council Member

  
Alvin DeClay  
District III Council Member

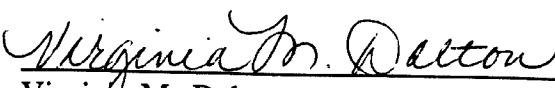
  
Margaret Baha-Walker  
District III Council Member

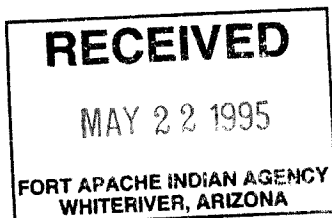
  
Frank Endfield, Jr.  
District IV Council Member

  
Marvin Ethelbah  
District IV Council Member

  
Herbert Tate  
District IV Council Member

ATTEST:

  
Virginia M. Dalton  
Tribal Council Secretary  
WHITE MOUNTAIN APACHE TRIBE



**CHARTER**

**From the White Mountain Apache Tribe  
for the  
Cedar Creek Livestock Association**

**TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETINGS:**

Be it known that the CEDAR CREEK LIVESTOCK ASSOCIATION having submitted to the White Mountain Apache Tribe, a request for the issuance of a corporate charter as a livestock association, is by virtue of the sovereign power of the White Mountain Apache Tribe and the Constitution of that Tribe, hereby granted this

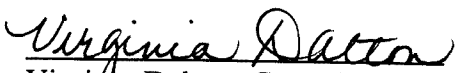
**CHARTER**

which authorizes said association to exercise the functions of a livestock association as set forth in the Articles of Association and Bylaws attached hereto and made a part hereof, subject to all the laws of the White Mountain Apache Tribe as may hereinafter be enacted for a period of 5 years from the date hereof, unless sooner revoked by authority of law or the White Mountain Apache Tribal Council.

IN WITNESS WHEREOF, I, Ronnie Lupe, Chairman of the White Mountain Apache Tribe, have hereunto set my hand and caused the official seal of the White Mountain Apache Tribe to be affixed at Whiteriver, Arizona this 22<sup>nd</sup> day of May, 1995.

  
Ronnie Lupe, Chairman

ATTEST:

  
Virginia Dalton, Council Secretary

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**ARTICLES OF ASSOCIATION**  
**OF THE CEDAR CREEK LIVESTOCK ASSOCIATION**

We, the undersigned by authority of and in accordance with the law and power of the White Mountain Apache Tribe of the Fort Apache Indian Reservation, as set forth in its Constitution approved November 12, 1993 have this day voluntarily united ourself together for the purposes of forming a livestock business and to that end, do hereby endorse and adopt these Articles of Association and Bylaws for the conduct and governance of our Association. These Articles of Association and Bylaws replace any existing Articles and Bylaws. The name of the organization is the Cedar Creek Livestock Association.

**Article I**  
**General Purpose**

The Cedar Creek Livestock Association is formed for the purpose of producing and growing hereford cattle belonging to the individual members of the Association and marketing the same for the benefit of the members. It is also the purpose of this Association to improve the value of the cattle belonging to its members by improved livestock management methods and to conserve the range area on which their livestock graze.

**Article II**  
**Place of Business**

The Cedar Creek Livestock Association shall have its principal place of business in the community of Cedar Creek , Fort Apache Indian Reservation, Gila County, Arizona.

**Article III**  
**Powers**

This Association shall have the following powers:

- A. To hold, graze, breed, manage, control and sell livestock belonging to it and its member owners in every way advantageous to that Association representing the member owners collectively.
- B. To borrow money necessary for the operation and management of the business of the Association.
- C. To acquire, hold and dispose of property necessary for the conduct of the business of the Association.
- D. To establish cash reserves and invest the funds thereof with financial institutions.
- E. To act as the agent or representative of any member or members in the sale of their cattle and the handling of the receipts from such sales.

F. To assess the membership for the costs of operating the business and the costs for marketing the member owned livestock.

G. To cooperate with other similar Associations in creating reservation, state, regional or national cooperative agencies for any of the purposes for which this Association was formed, and to become a member of such agencies.

H. To enter into and perform contracts or agreements with other tribal, federal, state or private agencies which would be advantageous to the Association for the purpose of its business.

I. To have and exercise, in addition to the foregoing, all powers and rights incidental or conducive to carrying out the purposes for which this Association is formed, except such as are inconsistent with the desires of the membership as expressed at an annual or special meeting of the Association, or with the laws or ordinances of the White Mountain Apache Tribe. The listing of the foregoing powers shall not be held to limit or restrict in any manner the general powers which may by tribal law be possessed by this Association all of which are hereby expressly claimed.

#### **Article IV Board of Directors**

The number of directors of this Association shall be 3. Of the first elected Board of Directors 1 shall be elected for three years; 1 shall be elected for two years; and 1 shall be elected for one year; and thereafter all directors shall be elected for three years or as provided by the by-laws of this Association.

#### **Article V Membership**

The Cedar Creek Livestock Association shall admit to membership all members of the Cedar Creek Livestock Association considered as active members of the Cedar Creek Livestock Association at the time these Articles of Association and Bylaws are adopted by the Cedar Creek Livestock Association and shall admit applicants to membership in the Association upon such uniform conditions as are prescribed by the Association Bylaws. This Association shall be operated (on a fair basis) for the mutual benefit of its members. The voting rights of the members of the Association shall be equal and no member shall have more than one vote. The property rights, interests and debts of each member in the Association may be unequal and determined as provided in the Bylaws; but in determining property rights and interests all amounts allocated to each member shall only include livestock and property owned by the Association in common and shall not include individually owned member's livestock unless such stock had been sold to the Association to cover that member's debts to the Association. Upon dissolution the equity interests of members shall be determined as provided by the Bylaws. New members admitted to membership shall be entitled to share in the property of the Association in accordance with the foregoing general rule.

**BY LAWS**  
**OF THE CEDAR CREEK LIVESTOCK ASSOCIATION**

**ARTICLE I**  
**PURPOSES AND POWERS**

The purposes for which this Association is formed and the powers which it may exercise are set forth in the Articles of Association of the Cedar Creek Livestock Association.

**ARTICLE II**  
**MEMBERS**

**Section 1. Eligibility:** All members of the Cedar Creek Livestock Association who own cattle that are being grazed on the range area permitted to the Cedar Creek Livestock Association at the time these Articles of Association and Bylaws are presented for approval become members by signing these Articles of Association. Thereafter a member of the White Mountain Apache Tribe 18 years of age or older must apply in writing to the Board of Directors of the Cedar Creek Livestock Association for membership, provided that the have a mother cow between two (2) and seven (7) years of age, provided, further that the Association Board of Directors shall at all times keep the total number of cattle grazed by its membership within the total grazing capacity authorized by its grazing permit, which may require adjustments of member numbers when new members are admitted. New members shall include but not be limited to:

- A. Persons of eligible age who acquire cattle from a member of its Association through gift, purchase, inheritance or court action.
- B. The executor of an estate of a member while the estate is in probate.
- C. The legal guardian of minor children who are heirs of a former member if cattle are to be kept for the children until the reach eligible age.
- D. Any member of the White Mountain Apache Tribe of eligible age who by Tribal tradition and custom is considered as "belonging to" or "having rights" on the range area this Association is permitted by the Tribal Council.

**Section 2. Membership:** Membership in this Association is conferred to:

- A. All members of the Cedar Creek Livestock Association who sign these new Articles of Association and Bylaws at the time they are originally presented for approval.
- B. Eligible applicants which are approved by unanimous vote of the Association officers.
- C. Eligible applicants who are approved by a majority vote of the membership at the annual meeting of the Association should the applicants be ignored or denied membership by the Association Officers. The applicants must be present at the annual

meeting and have some member of the Association bring his application to the attention of the membership.

**Section 3. Withdrawal:** A member may withdraw at the end of the business year of the Association cost by serving written notice to the President of the Association of the member's intent; provided that all of the member's cattle are removed from the Association range within 30 days of the end of the business year at no expense to the Association and that all just debts of the member to the Association have been paid prior to the close of the business year. Members may withdraw at other times by serving written notice to the President of the Association and by arranging with the officers of the Association the method of payment for any indebtedness of the member to the Association at the effective date of withdrawal. Such indebtedness shall include any cost to the Association for gathering the member's cattle for removal, i.e., mileage, manpower, cowboy wages, use of vehicles, etc.

**Section 4. Inactive:** Members who appear to no longer have cattle grazing on the Association range unit or who appear to have been sold out at the annual fall sales will be considered an inactive member of the Association until said member obtains cattle at which such membership shall automatically be reinstated.

**Section 4. Expulsion:** Members who violate the provisions of these Articles of Association and Bylaws or who may be convicted of acts in tribal or federal court involving misappropriation or theft of livestock or Association property or funds may be expelled by unanimous vote of the officers of the Association provided that a hearing is held at which all Association officers are present, and the member in question is present. Any member so expelled from the Association must remove his livestock from the Association ranges within 10 days from the date of expulsion action. Failure to do so will result in the Association gathering up the livestock and selling them through normal sale procedures. Sales receipts less the Association costs for gathering, transportation, feeding and sale will be returned to the former member within 10 days of the date of sale.

#### **ARTICLE IV**

#### **MEETINGS OF THE MEMBERS**

**Section 1. Annual Meeting:** The annual business meeting of the members of this Association shall be held on the second Tuesday of February each year at the Cedar Creek Community Building, with the exact time and place being set by the Association Board of Directors at least 7 days prior to the time for holding the meeting.

**Section 2. Special Meetings:** A special meeting of the members may be called at any time by the President or by a majority of the Board of Directors, or by 15 percent of the membership. The call shall be in writing and shall state the time, place and the purpose of the meeting. No business shall be transacted at a special meeting other than that as is stated in the purpose of the call.

**Section 3. Notice of Meetings:** Notice of the annual business meeting or any special meeting of the members shall be given. Such notice must state the date, time and place of the meeting and in the instance of special meetings the purpose thereof. A copy of the notice shall be mailed to the last known address of each member of the Association at least thirty (30) days prior to the time for holding such meeting.

**Section 4. Quorum:** 15 percent (15%) of the membership of the Association in active standing and present at the time of the meeting shall constitute a quorum of the transaction of all business.

**Section 5. Order of Business:** The Order of business at the annual meeting shall be:

1. Roll Call
2. Proof of Due Notice of Meeting
3. Reading and Disposal of Minutes
4. Annual Reports of Officers and Committee
5. Unfinished Business
6. New Business
7. Guest Speakers
8. Election of Directors
9. Adjournment

## **ARTICLE V**

### **Board of Directors**

**Section 1. Number and Election:** The affairs of the Association shall be managed by a Board of 3 Directors who shall be elected by the members of this Association from their own number. They shall be the elected directors of this Association at the time these Articles of Association and Bylaws are adopted and will hold office until their terms of office have expired and their successor shall have been elected and accepted office. Term of office shall be for three years. Elections to the Board shall take place at the time of the annual business meeting of this Association provided a quorum is present at the time of voting. A majority of the votes cast will be required for election.

#### **Section 2. Removal from Office:**

A. A petition signed by at least 15 percent of the active members of this Association seeking the recall of any or all Board member (s) may be presented at the annual meeting of the members or may cause a special meeting of the members to be called provided the procedures for calling a special meeting are followed. The reasons for the recall must be presented and following discussion a vote taken of the members present to the question "should a vote be taken to remove the Board member".

B. If more than one Board member is being subject to recall a separate question and vote shall be taken on each. A majority of those present and voting shall decide. Should a vote to consider removal pass, a period (not to exceed 30 minutes) will be allowed for each side to state their position and then the question of removal from the Board of the particular member shall be put to a vote of the membership. A majority of those present and voting shall decide. Should removal take place, the vacancy shall be filled by election with the newly elected member completing the unexpired term of the member removed. Should the entire Board be removed at one time the election of a new Board shall be as follows: one member for a three year term, one member for a two (2) year term and one member for a one (1) year term. Upon expiration of these terms all terms shall be for a period of three (3) years.



**Section 3. Vacancies.** When a vacancy in the Board of Directors occurs, other than by expiration of term or removal from office, the remaining members of the Board shall fill the vacancy from the membership and the Board member so appointed shall hold office until the next annual business meeting of the Association at which time the membership will vote to elect a member to that position to fill the remaining term.

**Section 4. Meetings of the Board.** The Board of Directors shall meet immediately after each annual business meeting and organize by electing a President of the Association, vice-President and Secretary/Treasurer to transact any other business. The Board shall hold quarterly meetings to review the affairs of the Association and to transact any business or take action on matters essential to the profitable operation of the Association.

**Section 5. Special Meetings.** Special meetings of the Board of Directors shall be held whenever called by the President or majority of the directors. Any and all business may be transacted at a special meeting.

**Section 6. Notice of Meeting.** Notice of each quarterly or special meeting of the Board of Directors shall be mailed to each director at his last known address at least ten (10) days prior to the time of such meeting.

**Section 7. Quorum.** Two Directors shall constitute a quorum of the Board at all meetings.

**Section 8. Compensation.** The Directors shall receive no compensation for their services as directors other than per diem for each meeting at the rate of \$50.00 per day plus mileage at the rate allowed by the Tribal Mileage Scale from their residence to the place of the meeting and return provided they use their own vehicle and are not compensated for its use in any other way.

**Section 9. Powers.** The directors acting on behalf of the Association shall have power:

A. To manage the business affairs and property of the Association and to make such rules and regulation as necessary to profitably and effectively manage the business affairs and property of the Association provided they are not inconsistent with the by-laws of the Association or the ordinances and laws of the White Mountain Apache Tribe.

B. To appoint and remove all officers or agents of the Association hire and dismiss the stockman (manager) or other permanent employees of the Association, prescribe their duties, fix their compensation or salaries and require from them, if advisable, bond for the faithful performance of their duties.

C. To supervise the stockman (manager) and see that his duties are properly performed.

D. To establish the rate of pay for temporary employees of the Association and the rental rate for horses hired from member owners.

E. To act as the agent or representative of any and all members of the Association in the marketing of their cattle and to carry out the marketing of member owned and Association cattle in every way advantageous to the Association representing the member owners collectively.

F. To borrow money for a period not to exceed 1 year and in the amount not to exceed \$10,000.00.

G. To buy and sell such Association owned property as trucks, trailers, storage tanks, buildings, corrals, branding chutes, horses, horse tack, bulls, or other property as may be necessary for the conduct and operation of the business of the Association for the profit or benefit of the members of the Association.

H. To select one financial institution to act as depository of the funds of the Association and to determine the manner of receiving, deposition, and distributing the funds of the Association and receipts from the sale of member owned and Association owned livestock; and the form of the checks, and the person or persons by whom the checks shall be signed, with the power to change such financial institution.

I. To determine and establish who may incur debts and to what amount in the name of the Association.

J. To prepare and adopt the annual budget for the Association.

K. To establish the annual assessment rate for each member of the Association as set forth in these Bylaws.

L. To determine the equitable value of property rights and interests in the Association of members upon termination of their membership, and provide the authorization for payment or credit of any such.

M. To accept into membership applicants and to expel members as provided in these Bylaws.

N. To call special meetings of the members when they deem it necessary or advisable or as otherwise provided by these Bylaws.

O. To determine the number of cattle and horses each member of the Association may graze under the terms of the grazing permit issued to the Association by the Tribal Council of the White Mountain Apache Tribe and to adjust these numbers from time to time as conditions and equities may warrant.

P. To designate the horses, mules, or burros that are to be placed in the Association remuda and that will graze in the remuda pasture.

Q. To file a civil complaint in tribal court against any person or persons who are in trespass or whose livestock are in trespass or who may otherwise be taking actions in violation of tribal laws or ordinances that are causing damage, injury or loss to the business of the Association.

R. To establish and maintain a reserve fund of not less than \$1,000.00 which is to be deposited in a financial institution with interest to accrue to the Association; said interest to be used for roundup.

S. To authorize the use of reserve funds for unbudgeted capital improvements or equipment purchases when such use is necessary and in the best interest of the Association during the budget year, said amount expended shall be replaced in the next budget year; to authorize the use of reserve funds in emergency situations when action is necessary to prevent loss or injury to members or Association livestock or Association property.

T. To hold an election from the membership to select a new Board member to fill a vacancy caused by resignation, death or other causes or provided in these Bylaws.

**Section 10. Duties.** It shall be the duty of the Board of Directors:

A. To manage the business of the Association in accordance with the Articles of Association and Bylaws to enforce the provisions of the Bylaws and to keep Association expenses within the limits of the annual budget; but in no instance to allow annual expenses to exceed the budget by 40 percent.

B. To keep a complete record of all its acts and of the proceedings of its meetings, and to present a full statement at the regular annual meetings of the members showing in detail the condition of the affairs of the Association.

C. To provide a complete record to each member of the Association of the number of cattle by sex and class owned by that member which were grazed on the Association ranges during the business year; and the increases by birth, purchase, gift inheritance or other manner which added to the number during the business year and the reduction in numbers caused by death, transfer, sale, or other manner which subtracted from the number during the business year with a balance to show the status of each member's herd at the end of the business year.

D. To Prepare or assist and enter into agreement with an appropriate agency in the preparation of a livestock and range management plan or plans for the Association and to implement such plans when completed.

E. To comply with and enforce, where it is within the power of the Board to do so, all tribal livestock and range ordinances, laws, resolutions or other tribal council actions which apply to the conduct of the livestock business or the use of the tribal range resource.

F. To supervise all officers, agents and managers engaged by the Association and see that their duties are properly performed.

G. To require at their discretion every officer and employee of the Association handling funds, a surety company bond in such amount and in terms as the Board may require in favor for the Association. Such bonds shall be paid by the Association.

H. To install such a system of bookkeeping and auditing that each member may know and be fully advised from time to time concerning the receipts and disbursements of the Association.

I. To refer to the membership for decision at the next special or regular meeting any matter that has been approved or passed by the Board upon demand of 2 Board members.

J. To call a special meeting of the members at any time upon written request of 15 percent of the members of the Association.

## **ARTICLE VI** **OFFICERS**

**Section 1. Officers.** The officers of the Association shall be a President, Vice-President, and Secretary-Treasurer who shall be elected from and by the Board of Directors. There shall also be a Recording Secretary who may be an employee of the Central Tribe or Livestock Office, who shall be appointed by the Board.

**Section 2. Compensation.** The compensation and tenure of all officers shall be fixed by the Board of Directors; provided however, Pursuant to Resolution No. 05-94-114 of the White Mountain Apache Tribal Council, no member of the Board of Directors or Association Officers may receive any portion of the funds allocated under said Resolution as salary or reimbursement of any kind.

**Section 3. Stockmen & Strawbosses.** Stockmen and Strawbosses are prohibited from being a member of the Board of Directors or an Association Officer.

**Section 4. President.** If at any time the President shall be unable to act, the Vice-President shall take his place and perform his duties, and if the Vice-President shall be unable to act, the Board shall appoint a Director to do so. It shall be the duty of the President or acting President to:

- A. Preside over all meeting of members and directors.
- B. Sign as President, all contracts, notes and other instruments when directed by the Board of Directors.
- C. Call the Directors together whenever necessary.
- D. Subject to the advise of the Directors, direct the affairs of the Association.
- E. Discharge such other duties as may be required of him by these by-Laws or by the Board of Directors.

**Section 5. Recording Secretary.** It shall be the duty of the Secretary to:

- A. Keep a record of the proceedings of the meetings of the Board of Directors, and of the members.

- B. Keep a proper membership book, showing the name current address and brand of each member of the Association.
- C. Execute and sign all contracts, notes, papers and documents which require the signature of the Secretary.
- D. Prepare and send notifications of all meetings of the members and Board of Directors.
- E. Duplicate and send or have available at the annual meeting all statements or reports due the members as provided by these Bylaws.
- F. Prepare and send correspondence regarding the business of the Association as directed by the Board of Directors and keep a proper record of same.
- G. Discharge such other duties as pertain to the office or which may be prescribed by the Board of Directors.
- H. Maintain the cattle count record of each member of the Association.

**Section 6. Secretary-Treasurer.** The Secretary-Treasurer shall perform such duties as the Directors may require and he shall receive and deposit all funds of the Association and its members as a result of the Business of the Association, under the supervision and direction of the Board of Directors. He shall submit quarterly (every 3 months) to the Board of Directors a report showing the state of the finances of the Association which report and account shall be dully itemized. He shall prepare the annual statement for the members showing the expenditure of Association funds by item for the business year. He shall prepare a statement for each member showing the receipts from sale and Association deductions or sale costs for member cattle marketed by the Association during the business year. He shall see to the payments of receipts due each member of the Association as a result of the selling of member owned livestock under the direction of the Board of Directors.

## **ARTICLE VII**

### **DUTIES OF THE STOCKMAN MANAGER**

**Section 1. In General.** Under the direction of the Board of Directors and in power with the Association livestock and range management plan(s) the stockman manager shall have general charge of the ordinary and usual range and livestock operations of the Association. This shall include purchasing of supplies, services, equipment and livestock within limits authorized by the Association Board of Directors and the handling of all products and supplies used by the Association. He shall plan the annual range and livestock operations of the Association to stay within the limits of the annual Association budget. Should it appear that any portion of the Association budget will need to be exceeded due to inflation or unforeseen events he shall immediately notify the President or Acting President of the Association of the fact so that the Board may take appropriate action. He shall endeavor to conduct the operations in such a manner that the members will receive just and fair treatment. The Stockman Manager shall turn over to the Association treasurer or deposit all money possession in the name of the Association in the

Association account with the bank. He shall be responsible for the selection of sale cattle and replacement cattle and shall work with the Association Board of Directors in selecting the Association remuda and bulls.

**Section 2. Duty to Account.** He shall prepare a monthly report or summary of the activity and work performed by the Association employees and cattle movements during the month, which shall be given to the President of the Association by the fifth day of the following month. He shall prepare the annual cattle count of the membership as required by the Bylaws for the Board of Directors. He shall prepare an annual inventory or accounting of all Association owned property, supplies, equipment and livestock by the end of each year. He shall maintain the calf tally record, butchering permit record, death loss record and sale record in such a manner that the true and correct condition of the member's and Association's livestock may be ascertained therefrom at any time. He shall render annual or periodical reports as may be required and in the manner prescribed by the Board of Directors. He shall carefully preserve all books, documents, correspondence, and records of whatever kind which pertain to the business which may come into his possession. Upon dismissal, resignation, retirement or other action which will terminate his position as stockman manager, he shall deliver to the Association President or to whomever the Association President may designate, all credit cards, money, property, records belonging to the Association which he has in his possession or over which he has control, including the quarters located at Wise Owl Spring. The quarters shall be vacated within thirty (30) days of termination of his position, and all personal belongings must be removed from premises within said time frame.

**Section 3. Control of Employees.** Subject to the approval of the Board of Directors, the stockman manager may fill vacancies occurring among permanent employees of the Association. He shall employ and dismiss all temporary employees of the Association. He shall supervise all employees of the Association and shall recommend dismissal to the Board of Directors of any permanent employee who is not performing to the best interests of the Association business. He shall have direct control over the use of all Association owned vehicles, trailers and horses which shall only be used for Association business.

## **ARTICLE VII**

### **MEMBER INTERESTS**

**Section 1. Assets.** The assets of the Association shall be distributed to the membership upon dissolution of the Association in accordance with Article IX.

#### **Section 2. Liabilities.**

A. All expenses of operating and maintaining the Cedar Creek Livestock Association and retiring debts incurred in the operation of the business shall be met from the membership of this Association. Each member shall be liable to pay to the Cedar Creek Livestock Association each year an amount equal to his proportionate share of:

1. The Association budget for the next year
2. The reduction or repayment of Association debts.
3. The cost of special and/or non reservation cattle sale

4. The establishment and maintenance of an Association reserve fund
5. Personal debts to the Association.

B. The Association budget is prepared and adopted by the Board of Directors each year for the operation and maintenance of the business on the reservation. It provides for the holding, grazing, breeding, management, control and sale of Association and Association member livestock on the Fort Apache Indian Reservation in a manner to benefit to all members of the Association. Normal operations provide for the annual marketing of livestock at Haystack Cienega, or as the Board of Directors orders, and the handling of cattle in preparation for these sales is considered as normal operation of the Association and costs are included in the annual operating budget.

C. All members are liable for past loans made to the Association by the White Mountain Apache Tribe for the operation of the business and current extensions of credit made by the White Mountain Apache Tribe and each member shall participate in all programs to repay or reduce this debt as agreed by the business office of the White Mountain Apache Tribe and the Association Board of Directors.

D. Members who participate in special and/or off reservation marketing of livestock shall pay their share of the costs of such marketing together with other members or non-members who participate in such sales and such costs as gathering, herding, shipping. Manager per diem and mileage shall not be permitted by the Association membership at large but only by those Association members who participated. Normal Association deductions shall also be assessed from such sales.

E. A reserve fund of not less than \$1,000.00 shall be established and maintained to provide the Association with a source of funds in addition to the annual budget, for use in emergencies such as, but not limited to, drought, floods, fires, insect infestation, which may require control efforts or rehabilitation measures or purchase of feed, or its processing and/or delivery, or transportation of water to Association and member owned livestock to prevent loss or serious injury. The reserve funds may also provide funds for the repair or replacement of Association equipment and capital improvements which are not foreseen at the time that the annual budget was prepared.

F. All personal debts of members to the Association shall be repaid within one year of the time they may be incurred. Such debts shall not be encouraged by the Association.

### **Section 3. Method of Collection.**

A. The amount that each member of the Association shall be liable for each year and that shall be deducted from his marketing receipts under the direction of the Board of Directors shall be a proportionate share of the total dollar amount established by the Association Board of Directors for the Association operating budget, debt reduction and Association's reserve fund for the next business year. Each member's proportionate share shall be based upon: a percentage obtained by dividing the total number of cattle owned by a member by the whole number of cattle owned by all members of the Association. The number of cattle shall include all cattle of all classes and ages shown on the latest Association cattle count. The percentage shall be shown as a decimal to the nearest one thousand (.001). The percentage when multiplied by the

Association total dollar amount required for the next business year shall determine the dollar amount due from the member. This amount shall be deducted from member's sale receipts and shall be deposited to the credit of the Association.

B. The above method assumes that marketing will be accomplished primarily at the traditional fall sales unless otherwise ordered by the Board of Directors and that deduction from gross marketing receipts shall be made at that one time for the purpose of next year budget. If special reservation sales or off reservation marketing is expected to occur in the next business year the Board of Directors may establish a percentage rate to be deducted from member marketing receipts that should be sufficient to allow for payment of member obligations by the end of the business year. Should such deductions result in an amount greater than the members proportionate share, the excess shall be refunded to the member.

## **ARTICLE IX** **DISSOLUTION**

Upon the dissolution of this Association, all debts and liabilities of the Association shall first be paid according to their respective priorities. Any amount remaining following such payment shall be distributed among the members who were active in the Association during the ten (10) business years immediately preceding dissolution on the basis of their respective deductions as compared to all member deductions expressed as a percentage decimal to the nearest one thousand (.001) during the five (5) year period. The percentage so established when multiplied by the funds remaining in the Association account shall set the amount of payment to the member.

## **ARTICLE X** **FISCAL YEAR**

The fiscal year of this Association shall begin on the first day of January each year and shall end on the last day of December of the following year.

## **ARTICLE XI** **AMENDMENTS**

If notice of the character of the amendment proposed has been given in the notice of meeting, these Bylaws may be altered or amended at any regular or special meeting of the members by the affirmative vote of a majority of the members present and voting. If no notice has been given in the notice of meeting, these Bylaws may be altered or amended only by sending to each member of the Association the exact wording of the proposed alteration or amendment and notice of when a special meeting shall be called to consider the changes: such meeting shall not be held until at least 15 days after notice; except Bylaws defining the property rights of members shall not be altered, amended or repealed except by written consent or the vote of fifteen (15%) of the members in active standing of the Association.



**ARTICLE XII**  
**MISCELLANEOUS**

**Section 1. Membership.** The Secretary/Treasurer shall maintain a roll of the membership of the Cedar Creek Livestock Association.

**Section 2. Full Time Employees.** No full time employee of this Association shall be a member of the Board of Directors of this Association.

**Section 3. Copy of Bylaws.** After adoption, these Bylaws, preceded by the Articles of Association, shall be reproduced and a copy thereof shall be delivered to each member and to each person who later becomes a member of the Association. Distribution of the copies shall be the responsibility of the Recording Secretary of the Association.

**Section 4. Members of the Tribal Council.** No member of the Tribal Council of the White Mountain Apache Tribe shall serve as a member of the Board of Directors of this Association.

**Section 5. Tribal Enterprise Directors.** No directors or head of a Tribal Enterprise of the White Mountain Apache Tribe shall serve as a member of the Board of Directors of this Association.

**Section 6. Deceased Members Cattle.** Continued grazing of a deceased member's cattle in an estate status shall be discouraged by encouraging the sale of all such cattle after 2 years in estate status.

**Section 7. Marketing Receipts.** All marketing receipts from Association owned livestock shall be deposited to the credit of the Association and shall be utilized as follows: Receipts from bulls shall be used for the purchase of new Association bulls; Receipts from horses, mules and burros shall be used for the purchase of Association remuda or stockman manager horses; Receipts from cows, heifers, steers and calves shall be used for Association debt reduction or maintenance of the reserve fund.

**Section 8. Liens on Livestock.** Unless a release waiver is granted by the Board of Directors, the Association shall be considered as having a first lien on all member owned livestock for the payment of Association assessment and debts.

**Section 9. Insurance.** The Board shall obtain insurance providing for adequate coverage as established by the Board for employee's Liability, Workman's Compensation, Public Liability and property damage covering possible claims that may arise out of accident or injuries resulting from the activities of the business or losses by fire and other disaster. Any such insurance coverage required by law shall be obtained promptly; optional insurance coverage shall be obtained as soon as finances allow.

**Section 10. Effective Date.** These Articles of Association and Bylaws shall become effective upon assent to the forgoing Articles and Bylaws by we the undersigned members of the Cedar Creek Livestock Association and upon ratification or approval by the Tribal Council of the White Mountain Apache Tribe.

**Board of Directors:**

President - [Signature]  
Vice-President - [Signature]  
Secretary/Treasurer - [Signature]

Dated: Jan. 6, 1995

RECEIVED

JAN 03 1995

TRIBAL COUNCIL SECRETARY