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Current

BY-LAWS

OF

DELAWARES OF IDAHO, INC.

ARTICLE I

SECTION 1. ELIGIBILITY.

Members of Delawares of Idaho, Inc. shall be:

a) At least part-blood Delaware Indian, in a minimum amount as may be determined by the Tribal Council. No member shall be admitted unless he has demonstrated, by documents or other proof satisfactory to the Council, of his Delaware blood. Such proof shall include, but not be limited to, birth certificates, historical society records, church records, state, city or county bureaus of vital statistics and federal government records pertaining to Indian affairs;

b) For purposes of determining eligibility as defined in Article I, Section 1(a) above, the principals set forth in the "1895 Intermarriage Law" of the United States conferring full-blood Indian status on the spouse of a full-blood Indian, shall be applicable and any prospective member who has the minimum quantum of Delaware Indian blood required by the Tribal Council only by virtue of the fact that one or more of his lineal ancestors intermarried with a full-blood Delaware Indian shall be deemed eligible for membership.

SECTION 2. VOTING RIGHTS.

All members ~~over~~^{older} the age of eighteen (18) years shall have equal voting rights. Members under the age of eighteen (18) years shall not be entitled to vote.

ARTICLE II

MEETINGS OF MEMBERS

SECTION 1. TIME AND PLACE OF ANNUAL MEETINGS.

There shall be an annual meeting of the members of

the Corporation held at Boise, Idaho or at such other place as may be determined by the Council, on the 3rd Saturday of July of each year.

SECTION 2. SPECIAL MEETINGS CONVENED.

Special meetings of the members of the Corporation may be called at the request of the Chairman and/or the Council.

SECTION 3. NOTICE.

Notice of the annual meetings shall be in writing and shall state the place, date and hour of the meeting and shall include an agenda of items to be dealt with at such meeting. Notice of the annual meeting shall be given personally or by mail to each member entitled to vote at such meeting. If a Notice is given personally or by first-class mail, it shall be given not less than ten (10) days before the date of the meeting.

SECTION 4. QUORUM.

At the annual meeting there shall be present at least five (5) members and that shall constitute a quorum.

SECTION 5. MINUTES.

The minutes of any annual or special meeting shall be read and approved at the next succeeding meeting of the annual or special meeting, as the case may be.

ARTICLE III

TRIBAL COUNCIL

SECTION 1. MEMBERSHIP.

The tribal council shall number not less than five (5) nor more than fifteen (15) members at large. The officers of the Corporation enumerated in Article IV of these By-laws shall be ex officio members of the Council and shall be in addition to the members at large.

SECTION 2. TERM.

At the initial annual meeting of the Corporation, to be held on the third Saturday of July, 1978, the Council members shall be elected by ballot of the members of this Corporation for staggered terms in three groups entitled Group I, Group II and Group III. Group I shall be elected for an initial term of one (1) year, Group II for an initial term of two (2) years and Group III for an initial term of three (3) years.

After the completion of the initial term, all three groups shall be elected for succeeding terms of three (3) years each.

The first Council shall be elected to serve until the annual meeting to be held on the third Saturday of July, 1978, at which time the election for staggered terms shall take place as set forth herein.

SECTION 3. POWERS AND DUTIES OF THE COUNCIL.

The Council shall have power: To call special meetings of the members when they deem it necessary, and they shall call such meetings at any time upon the written request of three members of the Council.

To appoint or remove for cause all officers, except for the Chairman of the Corporation; describe their duties, fix their compensation and may require from them a proper bond for the faithful performance of any special duties, which bond may be either by personal sureties or by an established surety or bonding company.

To conduct, manage and control the affairs of business of the Corporation and to make rules and regulations, not inconsistent with the laws of the State of Idaho, or the By-laws of this Corporation, for the guidance of its officers and for the management of the affairs of the Corporation.

To incur indebtedness when in their judgment the same is necessary for properly conducting the business of the Corporation. The terms and amount of such indebtedness so created by the Board of Directors shall be entered upon the minutes of the Board in the event of any obligation so created being evidenced by written instrument, such instrument shall be signed officially by such person or persons as shall be designated by the Board of Directors.

To cause to be kept a complete record of all the proceedings of the Council, and shall at the regular annual meeting of the members make a report, signed by the Chairman and Secretary of the Corporation, showing in detail the assets and liabilities of the Corporation and the general condition of its affairs.

SECTION 4. MEETINGS.

Regular monthly meetings of the Council may be held upon such notice or without notice and at such times as the Chairman of the Tribal Council shall from time to time determine. Special meetings may be called by the Chairman and shall be called at the written request of three (3) members of the Tribal Council.

SECTION 5. QUORUM.

Three (3) members of the Council shall constitute a quorum at any meeting of the Council.

ARTICLE IV

OFFICERS

SECTION 1. ELIGIBILITY.

The officers of the Corporation shall be the Chairman, the Vice-Chairman, the Secretary, the Assistant Secretary, the Treasurer and the Assistant Treasurer, all of whom must be eligible members of the Corporation.

SECTION 2. DUTIES OF CHAIRMAN.

The Chairman shall (be the oldest living male of the Corporation and shall serve for life; he shall be the chief executive officer of the Corporation; he shall preside over all meetings of the members and meetings of the Council. He shall sign, as Chairman, all contracts, deeds, conveyances and other instruments necessary to the transaction of the business of the Corporation authorized by the Council; provided, the Council, by resolution, may authorize some person other than the Chairman to execute instruments on behalf of the Corporation.) *be the*

He shall call special meetings of the Council when he may deem it necessary, and must call a special meeting of the Council upon the request of three members thereof; and said Chairman shall have, subject to the control of the Council, general direction of the affairs of the Corporation, and shall discharge such other and further duties as may be required of him by the Council in the proper conduct of the business of the Corporation.

SECTION 3. DUTIES OF VICE-CHAIRMAN.

In the absence of the Chairman, or in case of his inability or refusal to act, the Vice-Chairman shall have the authority as, and shall perform the duties of, the Chairman.

SECTION 4. DUTIES OF SECRETARY AND ASSISTANT SECRETARY.

It shall be the duty of the Secretary to keep a record of the proceedings of the Council and of all meetings of the members; he shall keep the corporate seal and shall affix the corporate seal and countersign all contracts, deeds, conveyances and all other instruments and obligations in writing of whatever kind and nature authorized by the Council, to be entered into and executed by the Corporation and shall further do and perform each and every duty pertaining to his office as required by the Council. He shall serve all notices required by law or by the By-laws of this Corporation and, in case of his absence, inability or refusal to act, then all his duties shall be performed by the Assistant Secretary, as described above.

SECTION 5. DUTIES OF TREASURER AND ASSISTANT TREASURER.

It shall be the duty of the Treasurer to supervise the money belonging to the Corporation, and to pay, or cause the same to be paid out under the direction of the Council, except as to contract, bills and routine accounts payable which may be paid without specific direction from the Council; the Treasurer shall be responsible for maintaining and preserving all corporate funds and shall be signatory on all bank accounts, savings accounts and other depositories of funds of the Corporation; the Treasurer shall be responsible for maintaining all the fiscal records of the Corporation.

and to keep proper books of accounts in support thereof. In the absence of the Treasurer or his inability or refusal to act, then his duties shall be performed by an Assistant Treasurer who shall assume the same duties enumerated herein.

ARTICLE V

NOMINATIONS AND ELECTIONS

SECTION 1. NOMINATING COMMITTEE.

The Nominating Committee shall nominate annually candidates for the Tribal Council to be elected at the annual meeting. The report of the Nominating Committee shall be mailed to the membership at least thirty (30) days before the annual meeting.

SECTION 2. BALLOTS.

At least thirty (30) days before the annual meeting, the Nominating Committee shall send to each member a ballot containing the names of the candidates proposed by the Nominating Committee. The ballots shall also contain a blank space for inserting the name of an independent nomination.

SECTION 3. VOTING.

To vote, a member must return the printed ballot to the Chairman of the Nominating Committee which must be received prior to the annual meeting. The Nominating Committee shall count the votes.

SECTION 4. ELECTION.

The members present at the meeting shall cast their ballots by voice vote or in writing, as determined by the Chairman, the resulting votes shall be tabulated with the mailed ballots and the Chairman shall announce the result. A plurality of all votes cast shall constitute an election.

ARTICLE VI

RESIGNATIONS

SECTION 1. WRITTEN RESIGNATIONS.

Resignations of Council members and Officers shall be in writing and shall take effect upon receipt by the Council.

SECTION 2. INVOLUNTARY RESIGNATION.

The unexcused absence of a Council member or Officer from two consecutive meetings of the Council shall be equivalent to a resignation.

ARTICLE VII

VACANCIES

SECTION 1. COUNCIL VACANCY.

In case a vacancy shall occur on the Council, the vacancy shall be filled by the Council and the person chosen to fill such vacancy shall hold office until the next annual meeting at which the election of Council members is in the regular order of business.

SECTION 2. OFFICER VACANCY.

In the event that there shall be a vacancy for any of the offices of the Corporation by reason of death, inability to serve, resignation, nonattendance at two consecutive meetings without excuse, or for any other reason, such vacancy shall be filled for the unexpired term by the Council.

ARTICLE VIII

PROCEDURE

Roberts Rules of Order as last revised shall govern the proceedings of all meetings of the Corporation and the Council and the Chairman may appoint a parliamentarian if he deems it necessary.

ARTICLE IX

AMENDMENTS

SECTION 1. PROCEDURE.

These By-laws may be amended by vote of the majority of the members present at an annual meeting, or at any special meeting of members duly called for that purpose, provided that Notices of such proposed amendments shall be mailed at least ten (10) days prior to the date before which the meeting is called. Proposed amendments shall be submitted in writing to the Chairman at least thirty (30) days before the date of the annual meeting or the special meeting.

ARTICLE X

DUES

Each member of the Corporation shall be required to pay annual dues in an amount determined by the Council.

ARTICLE XI

EXPULSION FOR CAUSE

Any member of the Corporation may be expelled from the Corporation, by the Board, by the Council, for the following reasons:

- a) Failure to pay annual dues;
- b) Failure to vote or otherwise participate in the annual meetings for two consecutive meetings.

DATED This 17th day of January, 1978

A. A. Creech
A. A. CREECH

Clyde W. Creech Sr.
CLYDE W. CREECH, SR.

Charlotte J. Simmons
CHARLOTTE J. SIMMONS

Thomas G. Creech
THOMAS G. CREECH

Doris Jean Adams
DORIS JEAN ADAMS