



Charter of Leech Lake Tribal College¹

Revised
February 24, 2020

¹ Last Revised on January 14, 2016

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ARTICLE I

ESTABLISHMENT OF THE COLLEGE AND PURPOSE OF THE INSTITUTION

Section 1. Official Name of the College

This Charter shall be known and may be cited as the *Leech Lake Tribal College* Charter, hereinafter referred to as the "College."

Section 2. Authority

This *College* Charter is enacted pursuant to the inherent sovereign authority of the Leech Lake Tribal Council, as the governing body of the Leech Lake Band of Ojibwe, as granted by Article VI of the Revised Constitution of the Minnesota Chippewa Tribe, and as recognized by the United States under Section 16 of the Indian Reorganization Act of 1934, 25 USC § 476.

The Board of Trustees (Board) is an agency of the Leech Lake Band of Ojibwe and derives its authority from the Band. Each action of the Board shall conform to the Constitution and statutes of the Leech Lake Band of Ojibwe and to the governments and regulations issued pursuant thereto.

The Leech Lake Tribal Council recognizes and acknowledges the autonomy of the Board of Trustees in the governance and policy-making of the College.

Section 3. Location

The principal office of the College shall be Leech Lake Tribal College, 6945 Little Wolf Road NW, Cass Lake, Minnesota 56633.

Section 4. Duration

The duration of the College's existence shall be perpetual, subject to Article VII of this charter.

Section 5. Mission

The mission of the College shall be exclusively charitable and educational and shall be organized for the following purposes:

1. For educational purposes, within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law. Such purposes include establishing, maintaining, and operating educational institutions at the post-secondary level on the Leech Lake Ojibwe Reservation, with educational, vocational, and technical programs, and curricula leading to degrees and certificates that may be granted by the College.

2. To provide all persons a quality education grounded in the spirituality, history) and culture of the Anishinaabeg, and to assist tribal members in becoming engaged and creative members of their communities and/or of their tribal nations.
3. To develop Anishinaabe cultural and language studies, and to recognize that the Ojibwemowin is the first language of the Ojibwe people.
4. To nurture a knowledge and respect for women as leaders of their clan families and as traditional and contemporary leaders of the Anishinaabeg.
5. To promote and conduct such research and development activities as deemed necessary for the efficient provision of post-secondary educational opportunities on the Leech Lake Band of Ojibwe Reservation.
6. To serve as the Land Grant Tribal College for the Leech Lake Band of Ojibwe.

Section 6. Definitions

The terms used in the Charter shall be the meaning given to such terms as follows:

- "Band" shall mean the Leech Lake Band of Ojibwe.
- "With Cause" shall mean an action or inaction that violates the bylaws or charter of the college or employment contract if applicable.
- "Band Member" shall mean an enrolled member of the Leech Lake Band of Ojibwe.
- "Leech Lake Band of Ojibwe Reservation" shall mean all lands within the exterior boundaries of the Leech Lake Band of Ojibwe Reservation; all land held in trust for the Leech Lake Band of Ojibwe by the United States government; and, all lands owned by the Leech Lake Band of Ojibwe.
- "Tribal Council" shall mean the governing body of the Leech Lake Band of Ojibwe.
- "Charter" shall mean the College Charter.
- "Board of Trustees" shall mean the governing officers of the College.
- "Leech Lake Tribal College" shall mean the name of the organization.
- "Tribal Court" shall mean the Leech Lake Band of Ojibwe Tribal Court.
- "Voting Members" shall mean the seven (7) elected members of the Board of Trustees.

- “Non-Voting Members” which includes the Elder Representatives (male and female) and the Student Representative.
- “Board of Trustee Resident” At least four (4) will live on the Leech Lake Band of Ojibwe Reservation.
- “Executive Officers” includes the Chairperson, Vice-Chairperson, Secretary, and Treasurer.

Section 7. Effect of Headings

Article and Section headings contained herein are for convenience of reference only and shall not be deemed to govern, limit, modify, or in any manner affect the scope, meaning, or intent of the provisions of any article or section of this Charter.

Section 8. Liberal Interpretation

The provisions of this charter, being necessary for the welfare of the Band and its members, shall be liberally construed to affect the purpose and objective hereof, but in all cases, will be consistent with the laws of the Leech Lake Band of Ojibwe.

Section 9. Implementation

This charter shall take effect and be in full force from and after its approval and passage by the Tribal Council and shall remain in effect until dissolved by resolution of the Tribal Council.

Section 10. Severability

The provisions of this Charter are severable; if any part or provision hereof shall be held void by the Tribal Council or Tribal Court, that decision shall not affect or impair any of the remaining provisions of the Charter.

ARTICLE II

BOARD MEMBERS: QUALIFICATIONS FOR OFFICE, TERMS AND CONDITIONS OF OFFICE, VACANCIES, OATHS AND VIOLATIONS

Section 1. Board Member

No Voting Board Member, Elder Representative, or Student Representative can be an employee of the Leech Lake Tribal College.

Voting Board Members

The College Board of Trustees (who shall be known as Board members) shall consist of seven (7) voting members, selected through an application process that is open to any qualifying member of the Leech Lake Band of Ojibwe under Article II, Section 4 of this Charter.

Non-Voting Board Members

Additionally, the College Student Council may appoint a student representative each year to serve as a non-voting member. The student representative must remain in good standing academically, be currently enrolled at the College, and must meet all other requirements of Board membership except the age requirement and Band member requirement.

The Board is also composed of a non-voting male and female Leech Lake Band of Ojibwe Elder Representative, who is over the age of fifty-five (55), that is a non-voting member that shares their wisdom, knowledge, and advice on matters to the Board of Trustees.

Section 2. Term of Office

The term of office for each Voting Board Member shall be staggered. Three (3) Board members shall serve for an initial term of two years; two (2) Board members shall serve for an initial term of three years; two (2) board members shall serve an initial term of four (4) years.

A normal maximum term of office will be four (4) years. The length of terms of the initial members of the Board of Trustees shall be determined by lot at the first meeting of the Board.

Each Board of Trustee can serve no more than two (2) consecutive full terms. If a voting board member is assuming a previous Board Member's unfilled term, the unfilled board member's term does not count towards the newly elected board members two full term limit.

Regular Elections for Voting Board Members shall be held in December, and their terms begins on January 1. If a Voting Board Member has completed their first full four (4) year term in office and wishes to continue service on the Board, the Voting Board Member must inform the Board in writing no later than the Regular November Meeting, and the Voting Board Member will be automatically reappointed for another four year term.

The male and female Elder Representative will serve their lifetime or until they resign their seat.

The student board member may only serve on the board while they are an enrolled student at the college.

Section 3. Duties and Responsibilities

The Board of Trustees shall be responsible to the Leech Lake Band of Ojibwe and sensitive to their hopes, ambitions, and needs. The Board shall have the responsibility of formulating broad public policy for college education in the service area. As the policy-making body of the College, the Board shall be charged with the oversight and control of the College. The Board shall follow the Conflict of Interest Policy contained in the College's Board of Trustees' Manual. The formulation and adoption of written policies shall constitute the basic method by which the Board exercises this leadership in the operation of the College.

Without limiting the powers granted to the Board by the Tribal Council and subject to lawful and applicable rules and regulations, Board responsibilities are as follows:

1. Appoint or release the President of the College.
2. Adopt and periodically review a statement of philosophy, mission, vision, and goals, which clarifies basic educational responsibilities of the College.
3. Establish broad general policies for the governance of the College and hold the President accountable for administering them.
4. Consider and take appropriate action on recommendations of the President in matters of uniform policy relating to the welfare of the College, such as admission and retention of students, student conduct, curricular offerings, governance, tuition and fees, financial management, salary schedules and general personnel policies, due process and confidentiality of records.
5. Utilize attorneys, auditors, and other agents as required to complete the business of the College.
6. Adopt an annual budget to finance the operation of the College in accordance with the statutes of the Tribe and lawful applicable regulations.
7. Approve and review all construction contracts and approve all expenses on these contracts.
8. Provide required personnel, physical facilities, and means of financial support to carry out the goals and objectives of the College.
9. Review and take action on matters relating to site selection and physical plant development.
10. Solicit communications and input from citizens and organizations of the College on matters of policy, administration and other items of public concern affecting the College.
11. Appraise the efficiency of College operations and evaluate the educational programs.
12. Refer all matters concerning the College (except the selection of the President) directly to the President for study and recommendation before such matters are considered by the Board.
13. Inform the public concerning the progress and needs of the College, the educational programs, and the financial status of the College, and accurately account to the public for receipts and expenditures.
14. Perform such other duties as may be prescribed by law and act directly in matters not covered by specific law or policy.

15. Ensure evaluations happen in accord with the Faculty Manual.
16. Annually provide an evaluation of the LLTC President's performance of the previous year, and set yearly measurable goals for the President to achieve.
17. Complete an annual self-evaluation of the Board of Trustees.
18. Ensure that due process is provided to all LLTC employees.
19. Approve and monitor the LLTC's Strategic Plan.

Section 4. Qualifications for Confirmation as Board Member

The qualifications for confirmation as a Voting Board Member are as follows:

1. Each candidate for membership will demonstrate a long-term interest in education and job training.
2. Each candidate for membership will demonstrate a high degree of ethical standards and community service.
3. Each candidate for membership will be an enrolled member in the Leech Lake Band of Ojibwe.
4. Each candidate for membership shall have at least a high school diploma or General Educational Degree, and must possess a general knowledge of post-secondary education.
5. At least four (4) members will hold a baccalaureate degree or higher.
6. Each candidate for voting membership will be at least twenty-five years of age.
7. Each of the seven (7) voting Board members will represent a voting district of the Leech Lake Band of Ojibwe Reservation; and at least one (1) member of the Board of Trustees shall be elected from each of the three (3) voting districts on the Leech Lake Band of Ojibwe Reservation.
 - a. At least four (4) members will be residents of the Leech Lake Reservation:
 - b. One member will be an elder, at least fifty-five (55) years old.
 - c. One member will represent the business community.
 - d. One member will represent the higher education community.
 - e. One member will represent the Leech Lake Reservation education community.
 - f. One member will have cultural teachings and knowledge.
 - g. One member shall represent the legal community.

Special Qualifications for Non-voting Board Members:

Student Member-The Student Senate may elect one (1) student to represent the interests of the student body. The person chosen to be student member must be in good standing and currently enrolled at the College. The Student Member is not required to be a citizen of the Leech Lake Band of Ojibwe or be over the age of twenty-five (25).

Elder-Must be over the age of fifty-five (55), have significant knowledge of the Anishinaabe culture and values, and advise on various matters that effect the governance of the College.

Section 5. Professional Development

New and continuing Board members will complete formal training in the roles and functions of College Boards of Trustees.

Section 6. Vacant Position for Board Member(s)

For the purpose of selecting candidates to fill a Board vacancy, the Board shall publish notice of vacancy for at least twenty one (21) days after such vacancy shall occur. The Board shall select an individual from among qualified applicants, based solely on his/her qualifications for the Board, and the person's qualifications shall be entered with the official record of the Board's proceedings. The selection of a new Voting Board Member to fill the vacancy must meet the requirements under Article II, Section 4 of this Charter.

If a vacancy shall occur in any of the executive officer positions of the Board, the Board shall nominate and vote to fill the position from the remaining Voting Board Members.

Section 7. Resignation of a Board Member

Any Board member may resign their seat/position by providing a written notice of resignation to the Chairperson of the Board of Trustees (or next in line if the Board Chair resigns), which will become effective upon majority vote of the Board of Trustees at the next Regular or Special Board meeting. Upon written notice of resignation, the resigning Board Member will receive no further information privy to Board Members.

Any Board of Trustee Voting Board Member who fails to communicate through written or oral communication to the Chairperson for two consecutive regular meetings shall be considered as a resignation without any further action by the board needed. Any attendance requirements for Board Members do not apply to Non-voting Board Members.

Section 8. Oath of Office

Every person confirmed to any office under this Charter shall, before entering upon the duties of office, take and subscribe an Oath of Office and file a written and signed affidavit of the same with the Administration of the College. The Oath of Office shall be administered by the Chairperson of the College Board of Trustees to all newly elected Board Members at the next regular meeting of the College Board of Trustees following the election. If the Chairperson is the person elected, the Vice Chairperson shall issue the Oath of Office at the Board meeting.

Section 9. Violations by Board Members - Penalty and Forfeiture

Any Board Member who shall willfully violate or evade any of the provisions of law, or commit any fraud upon the College, or convert any of the public property to his/her own personal use or knowingly permit any other person to convert it, or by gross or culpable neglect of duty allow the same to be lost to the College, shall forfeit the office and be excluded forever from holding any office under the Charter of the College and shall be liable to refund to the College any amount lost to the College by reason of such violation of law. The above mentioned reasons are the only just cause for removing a Board member from office, other than no-calls/no-shows or lack of attendance.

A simple majority vote of the Board of Trustees shall be required to remove a Board member.

ARTICLE III

POWERS OF BOARD MEMBERS AND OFFICERS OF THE BOARD

Section 1. Board to Approve an Annual Budget for the College

The Board will approve an annual budget for the College operations before July 1 of each year.

Section 2. Board of Trustees to have Control of College Finances and Property

The Board of Trustees shall have the management and control of the College's finances and all property of the College. The Board may provide for the sale of real property, provided however, that no real property belonging to the College shall be sold unless ordered sold all voting members of the Board.

The Board of Trustees shall be authorized to secure debts on behalf of the College and to enter into necessary business agreements; any waiver of sovereign immunity, however, shall be approved by the LLBO Tribal Council.

Section 3. Board of Trustees - Power to Select or Release the College President

Following a selection process, the Board of Trustees has sole authority to appoint the President of the College, or to remove the President. The Board shall inform the Leech Lake Band of Ojibwe Tribal Council of their selection of a new President, or of their termination of the President of College.

Section 4. Board of Trustees - Power to Award Degrees

The Board of Trustees shall have the power to award degrees upon satisfactory completion of the requirements for the degree awarded.

Section 5. Board of Trustees - Power to Make Policy

The Board of Trustees shall have full power and authority to make, enforce, alter, amend, or repeal any policy for the good order of the College. All policy of the Board of Trustees shall be passed by an affirmative vote of a quorum of the Board, by "ayes" and "nays," which shall be entered into the record of the Board.

Section 6. Power and Duties of Board Chairperson

The Board Chairperson shall ensure that the mission and goals of the College are duly observed and implemented. The Chairperson shall take responsibility of all provisions as they relate to fellow Board Members. The Chairperson shall address the LLBO Tribal Council annually on the state of the College, proposing therein plans and programs for the physical and economic development of the College and academic well-being of the students.

Section 7. Election of the Executive Officers

Every two years in the even ending years, at the January meeting of the Board of Trustees, the Board shall proceed to elect, by secret ballot from their membership the Executive Officers.

Section 8. Duties of Executive Officers

The Chairperson shall preside over the meetings of the College Board of Trustees, and when the Chairperson is absent or unable for any reason to discharge his or her required duties, the Vice-Chairperson shall discharge the duties of the Chairperson and act in the Chairperson's place. While performing the duties of Chairperson, any acts performed by the Vice-Chairperson serving as Chairperson shall have the same force and validity as if performed by the Chairperson. The Secretary is responsible to record the minutes of any meetings, and the Treasurer is responsible for knowing the College's financial state.

ARTICLE IV

COLLEGE BOARD OF TRUSTEES MEETINGS AND MISCELLANEOUS

Section 1. Meetings

The Board of Trustees shall hold monthly meetings, and the Chairperson may call special meetings by providing a week (seven days) notice to each of the members. At such special meetings, no business shall be transacted other than that designated in the meeting notice. In limited emergency circumstances, such as an act of god that effects the operations of the College, an emergency board meeting may be held as soon as notice is provided to all board members and a quorum can be established.

Except for Executive Sessions, all Board of Trustees meetings shall be open to the public, and reasonable measures will be taken to assure that meeting schedules and places are publicized.

Section 2. Establishing a Quorum

Elder members and the student board member are Non-voting Members of the Board for the purposes of establishing a quorum. To establish a quorum, the number of sitting Voting Board Members required is a simple majority.

Section 3. Board Members-Conflict of Interest in College Contracts

All Board members or other officers or employees shall avoid all conflicts of interest in any activity of the College and shall avoid even the appearance of a conflict of interest. The Board shall follow the Conflict of Interest Policy contained in the College's Board of Trustees' Manual.

Section 4. Creation of By-laws

The Board of Trustees shall create By-laws to govern the conduct of the business that comes before the Board of Trustees. If there is a conflict of interest the Charter supersedes the By-laws.

Section 5. Indemnification

The College shall indemnify any Board Member or administrative officer of the College made or threatened to be made party to a proceeding by reason of the former or present official capacity of the person against judgment, penalties or fines assessed against the person with respect to settlements and reasonable expenses, including attorney fees and disbursements incurred by the person complained of in the proceedings, provided the person:

1. Has not been indemnified by another organization for the same judgments, penalties, fines, and reasonable expenses, including attorney fees and disbursements incurred by the person in connection with the proceeding with respect to the same acts or omissions;

2. Acted in good faith;
3. Received no improper personal benefit through conflict of interest or otherwise; and
4. In case of acts or omissions occurring in his/her official capacity, the person reasonably believed that the conduct was in the best interest of the College.

Section 6. Insurance

The Board of Trustees shall purchase and maintain errors and omissions insurance on behalf of a person, in that person's official capacity, against any liability asserted against and incurred by the person in or arising from that capacity.

ARTICLE V

SOVEREIGN IMMUNITY

Section 1. Immunity of the Leech Lake Band of Ojibwe

The College is covered by both federal and tribal law with all the privileges and immunities of the Leech Lake Band of Ojibwe, except as specifically limited by these Articles, including sovereign immunity from suit in any state, federal or tribal court. Nothing contained in these Articles shall be deemed or construed to be consent to the jurisdiction of the Courts of the United States, or of any State with regard to the business or affairs of the College.

The inherent sovereign rights of the Band as a federally recognized Indian Tribe with respect to the existence and activities of the College are hereby expressly reserved, including sovereign immunity from suit in any state, federal or tribal court. Nothing herein or any action of the College shall be deemed or construed to be a waiver of sovereign immunity of the Band, or to be a consent of the Band to any cause of action, case or controversy, or to the levy of any judgment, lien or attachment upon any property of the Band or the Board of Trustees; or a consent to suit with respect to any land within the boundaries of the Reservation, or a consent to the alienation, attachment or encumbrance of any such land.

Section 2. Immunity of the College

For the purpose of enabling the College to enter into business agreements, either to secure debts or to provide services or products, the College Board of Trustees shall be authorized to agree by specific written agreement with a party to a limited waiver of sovereign immunity, provided:

- (a) exclusive jurisdiction to interpret any provisions of the waiver is the Leech Lake Band of Ojibwe Tribal Court;
- (b) the purpose for the limited waiver is explicitly stated;
- (c) the time limits in which said waiver or qualification shall be effective;
- (d) it contains the words "sovereign immunity."

However, any waiver of sovereign immunity is not effective until it is supported by a duly passed and executed resolution of the Leech Lake Reservation Business Committee.

The sovereign immunity of the Leech Lake Band of Ojibwe shall extend to all official actions of the College, the Board of Trustees, and all agents and employees of the College during the course of their official duties. Sovereign immunity excludes any criminal activity. No Director, member, officer, or trustee shall be held personally liable, and shall be indemnified against liability by the College, for any action or decision made in good faith belief that the action or decision was in the best interests of the College and within the scope of their responsibility and authority, and for which they received no improper personal benefit. In seeking redress of grievances against the College, persons subject to tribal jurisdiction shall exhaust all remedies available to them pursuant to the Leech Lake Tribal College Personnel Policies applicable to the College before seeking redress of grievance against the College in the Leech Lake Tribal Courts.

ARTICLE VI

AMENDMENTS TO THE CHARTER

This Charter is adopted pursuant to the inherent sovereign power of the Leech Lake Band of Ojibwe, and may be amended by the College Board of Trustees.

ARTICLE VII

DISSOLUTION

The property of this College is irrevocably dedicated to charitable and educational purposes, and no part of the net income or assets of this College shall ever be used to the benefit of any Board Member or employee thereof or to the benefit of any private person. Upon the dissolution of the College, its assets remaining after payment, or provision for payment, of all debts and liabilities of this College shall be distributed to establish an endowment fund for the sole purpose of higher education scholarships for citizens of the Leech Lake Band of Ojibwe. The endowment fund shall be administered by the Leech Lake Band of Ojibwe Post-Secondary Higher Education Grant Program or other program that is tasked to provide scholarships to citizens of the Leech Lake Band of Ojibwe. If the Leech Lake Band of Ojibwe is no longer in existence or exempt to receive such funds, then to another nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code, that supports higher education scholarships for Ojibwe students, with preference given to descendants of the Leech Lake Band of Ojibwe.

WITNESS

In witness whereof, we, the undersigned members of the Leech Lake Tribal Council, have approved the revised College Charter this ____ day of _____, 2020.²

LEECH LAKE BAND OF OJIBWE TRIBAL BUSINESS COUNCIL:

Faron Jackson, Sr., Chairperson

Arthur LaRose, Secretary/Treasurer

Robbie Howe, District I Representative

Steven White, District II Representative

Leroy Staples-Fairbanks, District III Representative

² Last revised on January 14, 2016.