



CONSTITUTION

Of the

AFFILIATED TRIBES OF NORTHWEST INDIANS

PREAMBLE

We, the members of the Affiliated Tribes of Northwest Indians of the United States, invoking the divine blessing of the Creator upon our efforts and purposes, in order to preserve for ourselves and our descendants rights secured under Indian treaties and agreements with the United States, and all other rights and benefits to which we are entitled under the laws and Constitution of the United States and the several States, to enlighten the public toward a better understanding of the Indian people, to preserve Indian cultural values, and otherwise promote the welfare of the Indian people, do hereby establish this organization and solemnly pledge our devotion to and adoption of the following constitution:

ARTICLE I – NAME

The Name of this organization shall be the Affiliated Tribes of Northwest Indians (ATNI).

ARTICLE II – MEMBERSHIP

SECTION 1. The membership shall be of the following three classes. Each class contains subclasses:

A. Individual Membership. For purposes of this section, an Indian is a person who is an enrolled member of an Indian Tribe or band, or combination of tribes and bands, recognized by the United States Department of Interior, the Indian Claims Commission, or the United States Court of Claims. Provides both voting and associate non-voting membership options. Individuals that do not qualify for membership for lack of Indian ancestry are admitted as associate non-voting associate members.

B. Tribal Membership. Any Tribe, band, or identifiable group of American Indians, Eskimos and Aleuts, recognized by the United States Department of Interior the Indian Claims

Commission, or the United States Court of Claims shall be eligible for tribal membership, provided the following requirements are fulfilled:

1. A substantial number of its members reside upon the same reservation or, in the absence of a reservation, in the same general locality;
2. It maintains a Tribal organization with regular officers and the means of transacting business and arriving at a reasonably accurate count of its membership; and
3. It is not a mere offshoot or fraction of an organized Tribe itself eligible for membership.

C. Organization Membership. Tribal, Corporate, and Nonprofit organizations may be admitted to non-voting associate membership upon payment of annual dues as fixed by the Bylaws.

Individuals or organizations that participate in subversive activities shall not be admitted to membership nor shall their contributions be accepted.

SECTION 2. Resignation

An individual or organizational member may at any time file his/her organization resignation in writing with the Executive Director and it shall become effective as of the date it is filed.

SECTION 3. Expulsion and Reinstatement of Members

The Executive Council may suspend or expel a member for cause, after a hearing with such person(s)/organization(s) and in such manner as the Executive Council shall direct. The Executive Council may also suspend or drop from membership any member for nonpayment of dues. The individual or organization may request a hearing with the Executive Council to appeal the decision. Any member suspended or expelled may be reinstated by the affirmative vote or a majority of the members of the Executive Council.

ARTICLE III – POLITICAL ACTIVITY

The Affiliated Tribes of the Northwest Indians shall not engage in nor lend itself to any partisan political activity.

ARTICLE IV – ANNUAL CONVENTION

There shall be an annual convention of this organization, the location(s) to be determined by the Executive Board at a regularly scheduled convention. The convention shall be the supreme governing body of this organization. The most current revision of Robert's Rules of Order shall govern all sessions of such convention, except where specifically provided otherwise in the Constitution and Bylaws or other organic documents.

ARTICLE V – ELECTIVE OFFICERS

SECTION 1. Officers

The officers of this organization shall be President, First Vice-President, Second Vice-President, Third Vice- President, Secretary, Assistant Secretary, and Treasurer who shall be nominated and elected, as set forth in Section 2. below:

SECTION 2. Nominations and Elections

- A. A. Nominations for President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, Assistant Secretary, and Treasurer shall be made from the floor of the convention. A nomination does not need to be seconded. A nominee must be physically present at the election site at the time of nomination, and personally accept that nomination in order to become an eligible candidate.
- B. Election. The President, Vice-Presidents, Secretaries, and Treasurer shall be elected by secret ballot and by a majority vote of all members, individual and Tribal, present and voting. If the candidate with the highest number of votes should not receive a majority or there be a tie vote of all votes cast in a particular election, a further ballot shall be cast, listing the two candidates receiving the highest number of votes or the two candidates receiving the tie vote. In the case of a tie for second place, there shall be a runoff between the tied candidates. The winner of the runoff shall then appear on the next ballot with the candidate originally receiving the highest vote.

SECTION 3. Terms of Office

- A. The terms of the officers shall be staggered. President, Second Vice-President and Assistant Secretary shall be elected for three-year terms at the 2008 Annual convention; the 1st Vice-President, 3rd Vice-President, Sectary and Treasurer shall be elected for three year terms to begin at the 2009 Annual Convention.
- B. A vacancy in any elective office position shall be filled by appointment by the Executive Board of a person who shall serve the remainder of the term.
- C. In the event that an officer is no longer a member of their Tribal governing body the will automatically resign from the ATNI executive board. The newly open position will be treated as a vacancy and filled accordingly.

SECTION 4. Basic Qualification of Officers

- A. Persons who are elected President or Vice-President must be members of their respective Tribal governing bodies.

- B. The Treasurer, Secretary, and Assistant Secretary need not be members of their Tribal governing bodies, but shall have their sanction.
- C. It is understood that each candidate's tribe will provide essential resources during the term of their office with ATNI; i.e., time, finances, and technical support. Furthermore, those Tribal governing bodies are expected to pay the expenses of such officers attending meetings and conventions of this organization.

SECTION 5. Transition of Office

The incumbent Executive Board of the Annual Convention shall be responsible for the year's business and convention obligations until completion of elections, and swearing-in of the new officers. The swearing-in process shall be conducted by a tribally authorized Indian Judge.

ARTICLE VI – ELIGIBILITY FOR VOTING

SECTION 1. Annual Conventions

Only paid up members, individual or tribal, with full conference registration fees shall be eligible to vote in any election or on any matter requiring a vote. Each individual member shall be entitled to cast one (1) vote. Each member tribe shall be entitled to cast votes, through its official delegate(s), depending upon the total Tribal enrollment as established in the Bylaws. Proxy voting is not permitted.

SECTION 2. Conferences and Special Executive Council Meetings

Only the membership of the Executive Council shall be eligible to vote at these meetings on issues, mandates, positions, and/or resolutions for the organization.

ARTICLE VII – EXECUTIVE COUNCIL

SECTION 1. Membership

The Executive Council shall consist of one (1) duly certified representative of each member Tribe in addition to the elected officers of the ATNI Executive Board. Tribal voting delegate and alternate(s) must be certified to the Rules and Credentials Committee by tribal resolution at each annual convention except that the chairman of the tribe shall be automatically certified as the voting delegate unless tribal resolution specifies otherwise. Each member of the Executive Council shall be entitled to one (1) vote, except that if an elected officer is the tribal voting delegate, he/she may cast one (1) vote for himself/herself; one (1) tribal delegate vote in accordance with Bylaws-Article II, Section 1 and one (1) vote as an elected officer of the ATNI Executive Board.

SECTION 2. Meetings

The Executive Council shall hold at least one Conference with conference fees as determined by the Executive Board.

Meetings between Annual Conventions, to be called by the President not less than three (3) months prior to the next Annual Convention to:

1. review organizational membership and conference fees, and
2. review the organization structure and effectiveness, and
3. to conduct or address necessary business and/or organizational policy issues of the organization, and
4. review the current status of federal and state program and service or other events impacting Indian culture, programs, and/or services.

SECTION 3. Power and Duties

The control, administration, and determination of policy of the organization shall be vested in the Executive Council with authority to delegate specific duties and responsibilities to the Executive Board, the Executive Director, and other officers and members; provided that such administrative policy shall not conflict with the action taken by the organization in a duly called and convened convention.

The Executive Council shall have the following powers and duties:

- A. To develop policies for the selection and supervision of the Executive Director and his/her duties.
- B. To administrate, regulate, manage, and develop policies and/or procedures for ATNI business or program activities
- C. To adopt and/or amend the policies for the administration of the organization.
- D. To develop plans and organization systems to implement and monitor directives, mandates, and resolutions
- E. To negotiate and accept funds from Federal and State sources and to solicit such funds when not in conflict with member Tribes. To solicit all other sources of financial assistant to fund activities not allowed or available under government contracts or grants.
- F. To organize and establish policy, procedures, operations, and/or regulations, as necessary, to manage ATNI business ventures.

- G. To accept gifts, bequests, and contributions to the organization from any source. Further to establish a trust whose purpose, polices, and operations shall be consistent with Section 501(c)(3) or any other tax- exempt status authorized by the Department of Treasury Division of Internal Revenue Code and the regulations there under.
- H. To establish constitute committees and/or to employ members or nonmembers for such purposes as it deems necessary. The Executive Council may appoint the following committees to serve at the next annual convention: Rules and Credentials, Elections, Resolution, and such other committees as may be necessary for special work. Standing committees may also be appointed to serve in the interval between conventions for such work as may be specifically delegated.
- I. To adopt and amend policies and procedures manual(s) governing the administration of activities of the organization's officers and employees. The policies and procedures manual shall be consistent with the Constitution and Bylaws of this organization. These policies and procedures shall define procedures for disbursement of expenses or reimbursement of funds paid on behalf of the organization to the officers and others. This will include the terms and conditions under with the Executive Director may approve and voucher for payment expenses incurred necessary for the routine administration of the organization (e.g., postage, telephone, supplies, copy or faxing services, etc.) Shall be approved and vouchered by the Executive Director or President for payment. The Treasurer shall provide a financial report to each ATNI conference, Executive Board & Executive Council meeting.
- J. To elect the geographical Northwest region representative(s) to national advisory councils, commission, and groups. Nominations and Elections process will be held in accordance with Article V. Section 2.

SECTION 4. Quorum

Thirty percent (30%) of the Executive Council shall constitute a quorum.

ARTICLE VIII – EXECUTIVE BOARD

SECTION 1. Membership

The Executive Board shall consist of the President, First Vice-President, Second Vice-President, Third Vice- President, Secretary, Assistant Secretary, and Treasurer, with the President serving as Chairman.

SECTION 2. Powers

The Executive Board shall exercise the authority provided in Article VII, Section 3, of this Constitution, and during the interval between the meetings of the Executive Council, the

Executive Board shall have authority to act for the Executive Council in any way which the Executive Council is authorized to act, except that it is not authorized to amend the constitution and Bylaws, nor to reverse any action taken by the Executive Council.

SECTION 3. Meetings

The Executive Board shall meet at the call of the President, subject to approval by the First Vice-President or a majority of the Executive Board. Any action taken by the Executive Board will be reported at the next conference.

The Executive Board shall meet immediately following the adjournment of each annual convention to:

1. set the place of the next three ATNI conference, and
2. dispose of any outstanding business and organizational policy, including acceptance of the Finance Report, and
3. transfer official authority/duties and records.

SECTION 4. Quorum

Four members of the Executive Board, including either the President or a Vice President shall constitute a quorum.

SECTION 5. Removal of Officers

Any Executive position may be declared vacant by the Executive Board for any of the following reasons:

- A. He/she dies or resigns
- B. He/she misses three (3) consecutive meetings.
- C. In the event that an officer loses his or her tribal election they will automatically resign from the ATNI Executive Board. The vacancy will be filled according to Article V-Section 3(B).

SECTION 6. Selection of Executive Director

The Executive Board shall advertise and select an Executive Director to administer the ATNI Program(s) and supervise all staff members. Direct Supervision shall be administered through the Executive Board.

SECTION 7. Appointment of Committees & Committee Chairs

Committees will function as a part of the information, and policy development and support structure of ATNI for the benefit of member Tribes. Permanent committees are established by the Executive Council. The Executive Board may establish ad hoc committees and/or task forces to address temporary issues. Committee chairs & co- chairs shall be elected by the committee at a regularly scheduled ATNI committee meeting. The newly elected chairman's name shall be submitted to the ATNI Executive Board for approval. Committee chairs may resign in writing at any time to the Executive Board and it shall become effective of as the date it is filed.

ARTICLE IX – AMENDMENTS

- A. This Constitution may be amended by not less than two-thirds (2/3) of the total Tribal and individual votes cast at all regularly scheduled conventions, with the Tribes casting the number of votes to which each is entitled in elections.
- B. Any proposed amendment must be submitted to the Executive Director three (3) months prior to the regularly scheduled convention and distributed by the Executive Director to the membership at least thirty days (30) prior to such regularly scheduled convention.
- C. Any proposed amendment may be amended on the floor consistent with Robert's Rules of Order.

AMENDMENT CERTIFICATION

We, the duly elected officers of the Affiliated Tribes of Northwest Indians do hereby certify that this amended constitution as herein presented has been approved by the membership of ATNI in accordance with the requirements of Article V at the 2016 Annual Convention held in Tulalip, Washington on September 26,2016.



Fawn Sharp, President



Norma Jean Louie, Secretary

AFFILIATED TRIBES OF NORTHWEST INDIANS

BYLAWS

ARTICLE I – DUTIES OF OFFICERS

It is understood that each candidate's tribe will provide essential resources during the term of their office with ATNI; i.e., time, finances, and technical support. That tribal governing bodies are expected to pay the expenses of such officers attending meetings and conventions of this organization.

The duties of each officer shall be as follows:

A. The President shall:

1. Be the chief executive officer of this organization shall preside over all Annual Conventions, Conferences, and meeting of the organization; and
2. Countersign all legal documents and resolutions; and
3. Call special meetings of the Executive Council; and
4. Shall perform any other duties delegated by the Executive Council or the Executive Board; and
5. Serve as the Area Vice-President of the National Congress of American Indians (NCAI) organization

B. The Vice-President(s) shall:

1. Assume the responsibilities of the President in sequential order of their rank during the absence or incapacity of the President; and
2. Shall perform any other duties delegated by the Executive Council or the Executive Board; and
3. Service as the alternate to the President as the Area Vice-President to the National Congress of American Indians (NCAI) organization.

- C. The Secretary shall record and distribute minutes of all the meetings, maintain official files, actions and resolutions, and shall countersign his/her signature of such documents. The Secretary shall also perform any other duties delegated by the President, the Executive Council or the Executive Board.
- D. The Assistant Secretary shall assist the Secretary and act in the capacity of the Secretary in the Secretary's absence. The Assistant Secretary shall also perform any other duties delegated to him/her by the Secretary or the president.
- E. The Treasurer shall perform and oversee financial duties as outlined in the ATNI policies and procedures manual and Constitution. The Treasurer shall work with the Executive Director to ensure that the financial functions of ATNI are carried out and shall make financial reports at conferences and meetings of the Executive Council and Executive Board.
- F. The Executive Director shall be the administrative head of the organization subject to directives and policy established by the Executive Council and/or the Executive Board.

ARTICLE II – ANNUAL MEMBERSHIP DUES

SECTION I. The annual membership dues shall be in three classes.

A. Tribal memberships. Payment shall be made on or before the day of officer elections. A Tribal resolution authorizing the voting delegate and alternate(s) if other than the Tribal Chairman will accompany payment. If the representation remains the same a letter will suffice. The following scale shall be the basis of assessment for each Tribe based on self-reporting revenue. The ATNI Executive Board As necessary to adjust for inflation, we will develop, as policy, increases/escalators to compensate for inflation/increases at the consumer price index. ATNI will maintain our existing voting structure based on population.

INCOME	DUES
\$30 million or over	\$7,500.00
\$20 million to \$30 million	\$4,500.00
\$10 million to \$20 million	\$3,000.00
\$5 million to \$10 million	\$1,650.00
\$0 to \$5 million	\$400.00

POPULATION	VOTES
Tribal Members enrolled 0 to 500	50 votes
Tribal Members enrolled 501 to 1,000	100 votes
Tribal Members enrolled 1,001 to 2,000	150 votes
Tribal Members enrolled 2,001 to 3,000	200 votes

Tribal Members enrolled 3,001 to 5,000	250 votes
Tribal Members enrolled 5,001 to 7,000	300 votes
Tribal Members enrolled 7,001 and over	350 votes

B. Individual Membership. Provides both voting and non-voting membership options through associate membership classes. Individual Indian voting membership shall be entitled to vote for such time preceding each annual election.

Individuals that do not qualify for membership for lack of Indian ancestry may apply as Non-Indian Individual Associate membership and membership does not carry the right to vote. Membership shall become due on or before the time of registration at each annual convention based on the following structure:

1. Individual Voting Member - Annual Membership
Dues: Individual Membership - \$40.00
2. Individual Voting Member - Lifetime Membership
Dues: Individual Lifetime - \$800.00
3. Individual Associate Non-Voting Member - Annual Membership
Dues: Individual Associate [Non-Voting] - \$40.00
4. Individual Associate Non-Voting Member - Lifetime Membership
Dues: Individual Associate [Non-Voting] Lifetime - \$800.00

C. Associate Organization Membership. Tribal, Corporate, and Nonprofit organizations may be admitted to non-voting associate membership upon payment of annual dues as fixed by the Bylaws.

1. Tribal Associate Organization [Non-Voting] Dues: \$130.00
2. Non-Profit Associate Organization [Non-Voting] Dues: \$340.00
3. Corporate Associate [Non-Voting] Dues: \$560.00

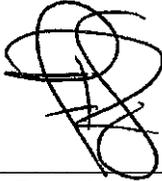
ARTICLE III – COMMITTEE RULES

Each Standing or Ad Hoc Committee Chairman shall have the responsibility for determining the agenda to be addressed at each Annual Convention or Conference. He/She shall also provide a report to the Executive Council of the issues addressed and actions taken by the Committee(s).

ARTICLE IV – AMENDMENTS

Amendments may be proposed and submitted by any member Tribe, or individuals or Executive Council member. The Executive Council may amend the Bylaws by a vote of two-thirds (2/3) of the votes present at the meeting and amendments shall become effective at the next annual convention.

As amended at Annual Convention, Tulalip, WA September 26, 2016 and effective at Annual Convention, 2016



Fawn Sharp, President



Norma Jean Louie, Secretary