

BY-LAWS OF THE UNITED NATIVE AMERICAN HOUSING ASSOCIATION

ARTICLE I – THE ASSOCIATION

1. Name of the Association. The name of this association shall be the UNITED NATIVE AMERICAN HOUSING ASSOCIATION (UNAHA); hereinafter referred to as “the Association.”
2. Composition of the Association. The Association shall be composed of all Indian Tribes or their Tribally Designated Housing Entities within the States of Nebraska, South Dakota, North Dakota, Montana, Wyoming, Colorado and Utah who have paid current membership dues as established by the Association.
3. Seal of the Association. The seal of this Association shall be in the form of a circle and shall bear the name of the Association and the year of its organization.
4. Office of the Association. The office of the Association will be the same as that of the current Chairman and will change whenever a new Chairman is elected.
5. Tax-Exempt Organization. The Association is organized exclusively for charitable religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE II – OFFICERS

1. Officers. The Officers of the Association shall be: Chairman, Vice-Chairman, Secretary and Treasurer. Officers shall be elected by a majority of the membership and serve a two-year term. Election of Officers will be held at the Annual meeting of the Association. Terms of the Officers will be staggered with two Officers elected each year, unless a vacancy is being filled. All Officers of the Association shall be, at the time of election and during their term of office: 1) enrolled members of federally recognized tribes; 2) either employees, board members or officers of regular UNAHA members that are in good standing with the Association, and 3) authorized and supported by the UNAHA member they represent.

2. Chairman. The Chairman shall preside at all meetings of the Association and, as authorized by the Association, sign necessary documents of and for the Association. The Chairman shall represent the Association as authorized.
3. Vice- Chairman. The Vice- Chairman shall perform the duties of the Chairman in the absence or incapacity of the Chairman.
4. Secretary. The Secretary shall keep minutes and records of the Association and record votes and preserve such records for the Association. The Secretary shall also be responsible for correspondence in connection with Association business. The Secretary shall be custodian of the Seal of the Association and affix the Seal to documents and instruments as authorized by the Association. In the absence of both the Chairman and Vice- Chairman, the Secretary shall preside at the meetings of the Association. The Secretary may delegate any of the described responsibilities.
5. Treasurer. The Treasurer shall receive and provide receipts for and be the custodian of any Association funds. The Treasurer shall disburse funds as directed by the Association. The Treasurer shall follow Article III Financial Management.
6. Resignation or Incapacity of Officers. In the event that an Officer resigns or is otherwise unable to fulfill the duties of office, a Special Election shall be called at the next regularly scheduled meeting to elect a replacement for the remainder of the term. In the event a Special Election is required, the Notice requirement set forth in Article V shall apply.
7. Removal of Officers. Any Officer may be removed by majority vote of the membership with or without cause, whenever in its judgment the best interests of the Association would be served by his or her removal, but such removal shall be without prejudice to the contract rights, if any, of the Officer so removed. Among other things, violations of these bylaws, or of any rules or regulations adopted by the membership (including any code of ethics), shall constitute cause for removal.
8. Executive Committee. The Executive Committee will be comprised of the Officers of the Association. The Executive Committee of the Association is authorized to act on behalf of the Association and its members in an emergency situation in which it is not possible to convene a meeting of the members. The Executive Committee may only act on behalf of the Association by Executive Resolution approved by a majority vote of all the Officers. Any Executive Resolution approved by the Executive Committee

shall be submitted to the members at the next regularly scheduled Association meeting for consideration.

ARTICLE III – FINANCIAL MANAGEMENT

1. The financial records of the Association shall have an annual audit or financial review performed annually by an outside entity.
2. There shall be a written financial report to the membership at the regular meetings.
3. All money received shall be deposited into an operating account within one week after receipt. All deposit receipts shall be kept in a file for audit and inspection.
4. A predetermined amount or percentage of income by resolution shall be set aside for money market account deposits for the benefit of interest income.
5. All checks disbursed shall be signed by two authorized signers consisting of the Executive Committee members.
6. The Treasurer shall monitor all financial activities through a monthly reconciliation of the bank accounts and report to the Executive Committee.
7. Dues for each year shall be collected by the April Annual meeting in order for tribes to be eligible to vote on UNAHA matters. A billing invoice will be sent to each member tribe or tribally designated housing entity by the end of January of each year.
8. a) Voting members receiving less than \$1,000,000 per year in IHBG block grant funds will pay dues at the level of \$1,000 per year, and
b) Voting members receiving over \$1,000,000 per year in IHBG block grant funds will pay dues at the level of \$2,500 per year.

ARTICLE IV – ADMINISTRATIVE DIRECTOR

The Executive Committee may hire by contract an Administrative Director to carry out all administrative responsibilities for the Association. The Executive Committee will determine the administrative responsibilities that will be contained in the Administrative Director contract. The Executive Committee will evaluate the Administrative Director contract annually.

ARTICLE V – MEETINGS

1. Regular Meetings. Regular meetings of the Association shall be held at dates and locations approved by a majority vote of the members at any regular meeting.

2. Annual Meeting. The Annual Meeting of the Association will be held in April each year in conjunction with the Annual UNAHA basketball tournament.
3. Special Meetings. Special Meetings of the Association may be called by the Chairman if it is deemed necessary and in the best interest of the Association.
4. Notice. Notice of all Regular and Special meetings and all Elections shall be sent by the Secretary or their designee to every member in good standing at least thirty days prior to the scheduled starting date of such meeting or the date of such election by first class mail to the last known address on file with the Secretary. The attendance of a Member at such meeting or election shall waive the notice requirement for that member. Any Member may waive the Notice requirement.
5. Quorum. A simple majority of the members of the Association who have paid current membership dues shall constitute a quorum to conduct the business of the Association.
6. Order of Business. At any Regular or Annual meeting of the Association, the following shall be the Order of Business.
 - a. Call to Order
 - b. Prayer
 - c. Roll Call
 - d. Approval of the Agenda
 - e. Approval of the Minutes of the last meeting
 - f. Treasurer's Report
 - g. Unfinished business
 - h. New business
 - i. National Organization reports from UNAHA representatives
 - j. National Organization, Associate member and other presentations
 - k. Adjournment

7. Resolutions. Resolutions may be submitted by a member for consideration by the Association at any meeting of the Association. Resolutions must be submitted in writing and copies of the resolution are to be preserved by the Secretary.
8. Manner of Voting. Voting may be by acclamation, secret ballot, written proxy or roll call at the discretion of the Chairman
9. Proxies. A member that is entitled to vote at a meeting may authorize another voting member to act for it by proxy. A proxy must be in writing and must be executed by the member giving it. The proxy may specify the length of time in which it is to be in force, which may not exceed one year. A proxy which does not specify such time continues in force for 6 months from the date of its creation. A proxy may be revoked by delivering to the secretary of the Association either in writing revoking it or a properly created proxy bearing a later date. Proxies must be presented to the Association secretary or designee prior to any formal action voted on by the membership.

ARTICLE VI – MEMBERSHIP

1. Membership is available to any Tribe or their Tribally Designated Housing Entity in the states of Nebraska, South Dakota, North Dakota, Wyoming, Colorado, Montana and Utah.
2. An Associate membership shall be available to inter-tribal organizations, individual Tribes who are not members of the Association, and related private businesses. Associate membership annual dues shall be \$500.00.

ARTICLE VII – REPRESENTATION ON NATIONAL ORGANIZATIONS

1. The goal and objective of the Association is to unite for strength and unity to assure that Tribes and their Tribally Designated Housing Entities may continue to provide safe, sanitary, decent, and affordable housing to Native Americans. The Association shall encourage representatives of Tribes or their Tribally Designated Housing Entities who serve on national organizations to represent the official positions of the Association.
2. If the elected or appointed Association representative serving on any national organization chooses not to represent the official positions of the Association, the Association shall request the respective representative to resign as a representative of the Association on the national organization.

ARTICLE VIII – AMENDMENTS

1. Amendments to By-Laws – Any amendment to these By-Laws must be proposed by written petition containing signatures of not less than ten percent of the total membership currently in good standing.
2. Upon receipt of the aforementioned petition, the Association shall give not less than thirty days written notice to the full membership that a vote will be held on the proposed amendment. Such notice shall contain information regarding the date and location that such vote will be taken and attach a copy of the petition proposing the amendment.
3. An affirmative vote of three-fourths of the membership present at said meeting and currently in good standing shall be required to approve any amendment to these By-Laws.

These By-laws of the United Native American Housing Association were originally approved for adoption by a vote of 16 for, 0 against, and 9 absent at a meeting of the Association held in Billings, Montana on July 16, 1986. These By-laws were amended at a regular meeting of the Association held at Polson, Montana on October 7, 1996. These By-laws were further amended at an Annual meeting of the Association held at Denver, Colorado on January 8, 2004. These By-laws were further amended at a regular meeting of the Association held at Billings, Montana on August 13, 2008. These By-Laws were further amended at a regular meeting of the Association held at Bismarck, North Dakota on August 4, 2016.

(Seal)

ATTEST:

/s/ Robert Gauthier, Chairman
1986

/s/ Iva Grainger, Secretary
1986

/s/ Terry Red Fox, President
1996

/s/ Lucille McAdams, Secretary
1996

/s/ Barb Baker, President
2004

/s/ Tammy J. Scott, Secretary
2004

/s/ Susie Hay, President
2008

/s/ Tammy J. Scott, Secretary
2008

Duane Uses Arrow, Chairman
2009

Jason Adams, Secretary
2009

Jason Adams, President
2016

Iva Granger, Secretary
2016