

Your Role on the Financing and Building Authority Board

Hannahville Indian Community Financing and Building Authority (FBA) · Based only on the Federal Charter of Incorporation, approved Oct. 28, 1997

Purpose

- The FBA buys property, leases tribal land, and pays for new buildings for the Tribe [Art. V, Sec. A].
- Buildings can be for government, business, health, recreation, culture, ceremony, or community use [Art. V, Sec. A].
- The FBA is owned by the Tribe but is a separate legal body. Its debts are not the Tribe's debts [Art. IV, Sec. A; Art. X, Sec. E].

Who appoints members

- The Tribal Council appoints all 7 directors [Art. XIV, Sec. A].
- When it does this, the Council acts as the FBA's only shareholder, not as the tribal government [Art. XIII, Sec. B].
- A majority of directors must be Council members who live on tribal lands [Art. XIV, Sec. B].
- No director can be an FBA employee or work for a business the FBA manages [Art. XIV, Sec. B].
- The Council fills an open seat within 30 days [Art. XIV, Sec. F].

Terms

- Terms are staggered: 2 seats for 1 year, 3 seats for 2 years, 2 seats for 3 years [Art. XIV, Sec. A].
- Each May, the Council may appoint new directors, keep current ones, or remove and replace them [Art. XIII, Sec. A].
- The Council can change the number of seats at any time [Art. XIV, Sec. A].
- How long a seat's next term lasts after the first one ends: **NOT IN DOCUMENT – ask Council.**
- Term limits: **NOT IN DOCUMENT – ask Council.**

Quorum

- How many directors make a quorum: **NOT IN DOCUMENT – ask Council.**

Voting

- Each director has one vote. A majority of a quorum decides an issue [Art. XII, Sec. E].
- If you are at a meeting and do not want to be counted as agreeing, your “no” must be in the minutes or filed in writing [Art. XII, Sec. F].
- The board meets every month in the third week [Art. XII, Sec. A]. The chair or any 2 directors can call a special meeting [Art. XII, Sec. B].

Conflicts of interest

- A director can be removed for having a personal interest in a board decision and not telling the board [Art. XIV, Sec. E(4)].
- A written conflict-of-interest policy or disclosure form: **NOT IN DOCUMENT – ask Council.**

Who the board reports to

- The board reports to the Tribal Council as shareholder [Art. VIII, Sec. D].
- Each year the board writes a report on the past 12 months and next year's plans [Art. XI, Sec. A]. It is presented on the 3rd Thursday of June [Art. XII, Sec. C].
- Books, records, and minutes must be kept for 7 years and open to the Council [Art. XI, Sec. B].
- The board needs Council approval to adopt bylaws or policies, or to sell most of the FBA's assets [Art. IX, Sec. N, K, Q].

Discussion questions for training

1. The charter does not set a quorum. What problems could that cause, and how should the board fix it?
2. Why does it matter that the Council acts as a “shareholder” and not as the government when it appoints directors?
3. If a director has a family tie to a contractor bidding on an FBA building, what should they do, and what happens if they don't?

Prepared by Potawatomi Life · hannahvillepotawatomi.com · For education only, not legal advice. Always check the current charter, any bylaws, and Council resolutions.