



NATIONAL INDIAN EDUCATION ASSOCIATION

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Board Members/Other Attendees	Present	Absent Excused	Absent Unexcused
President, Patricia Whitefoot	X		
President-Elect, Yatibaey Evans	X		
Vice-President, RONALDA WARITO-TOME	X		
Treasurer, Dr. Sylvia Hussey	X		
Secretary, Dr. Jolene Bowman	X		
Parliamentarian, Brett A. Locklear		X	
Member, Angie Butler	X		
Member, Robert Cook	X		
Member, Dr. Teresa Makuakane-Drechsel	X		
Member, Ryan Wilson			X
Student Board Member, Samantha Eldridge			X
Student Board Member, TaNeel Real Bird	X		
Executive Director, Ahniwake Rose	X		
Guest Time Log In		Time In	Time Out
Staff, Nancy Dewire	X	Entire Meeting	

NIEA Board Governing Documents (included on the agenda as a standing reminder):

1. NIEA Board Policies – Oath of Office, Code of Ethics, Conflict of Interest, Record Retention and Documentation Destruction Policy, Board Development Menu
2. NIEA Budget, Financial Status and Audit
3. NIEA Constitution & By-laws
4. NIEA Contracts/Agreements:
 - Accountant
 - Board – (12)
 - Executive Director
 - Legal Counsel
 - MABU
5. NIEA Policies – Board, Fiscal, Investment, Personnel, Convention Planning Guide
6. NIEA Strategic Plan and Fund-raising Plan

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

1. Call Meeting to Order and Opening Prayer

President Patsy Whitefoot called the meeting to order at 3:02 p.m. EST and Teresa Makuakane-Drechsel offered the opening prayer.

2. Approval of Agenda

Action: Moved by Jolene Bowman to approve the agenda; seconded by Yatibaey Evans; discussion held and edits made (e.g., committee report action (5a defer report until January)); all voted to approve the agenda as amended; no opposition, no abstentions, motion carried.

3. Approval of Minutes

A. November 24, 2015 – Board Meeting

Action: Moved by Teresa Makuakane-Drechsel to approve the meeting notes of November 24, 2015 as posted; seconded by Yatibaey Evans; no opposition, no abstentions, motion carried.

4. Executive Director's Report

A. Strategic Plan Facilitation

Focus of the Executive Director's report will be on items B. and C. below and she is in the planning process for the February 2016 Board retreat/strategic planning activities.

B. Operational Management

Updates provided re: ESSA reauthorization and NIEA corporation status.

C. Partnership Development

Updates provided re: outcomes of grant applications and other projects.

5. Treasurer's Report and Approval

A. 2015 Convention Report (2nd Draft) – Treasurer Sylvia Hussey deferred report until January 2016 when the accountants can provide year end allocation and accrual information.

B. November 2015 Financial Statements – Treasurer Sylvia Hussey provided an overview of the November 2015 financial statements as posted; and noted there are no transactions over \$10,000 for the month of November 2015. She also provided background regarding

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

the line of credit, accountant contract and fundraising goals as discussed at the Fiscal Committee meeting.

Action: *Sylvia Hussey moved to approve the November 2015 financial statements as posted; seconded by Ronalda Warito-Tome; no opposition, no abstentions, motion carried.*

Action: *Sylvia Hussey moved to approve repayment of the line of credit draw of \$50,000 in addition to the approximately \$1,300 of interest; seconded by Angie Butler; no oppositions, no abstentions, motion carried.*

Action: *Sylvia Hussey moved to approve the fixed fee O`Conner accounting services contract for 2016 in the amount of \$69,300; seconded by Teresa Makuakane-Drechsel; no oppositions, no abstentions, motion carried.*

Action: *Sylvia Hussey moved to approve fundraising, sponsorship and other revenue raising goals for 2016 Convention in the amount of \$160,000 in sponsorships; seconded by Yatibaey Evans; no opposition, no abstentions, motion carried.*

Action: *Sylvia Hussey moved to approve the Board action taken via electronic vote on Friday, 12/18/2015, 2/3 of the Board voted to approve the Fiscal Committee's recommendation to provide a 1% merit bonus for one staff member in the amount of \$700 based on performance; seconded by Yatibaey Evans; discussion held, no oppositions, no abstentions, motion carried.*

C. Financial Transactions > \$10,000 – None, no Board action needed.

D. Human Resources Update – Sylvia Hussey provided an update from the HR-Subcommittee meeting regarding the discussion and recommended actions.

Action: *Sylvia Hussey moved to approve deferring any action on COLA increase until after reviewing the proposed changes in February 2016 that will be shared by the Executive Director with the Board. The Fiscal Committee and entire Board can then consider holistic compensation changes, including retro COLA considerations, in the context of strategic planning, different business models and the positions and skills needed for NIEA; seconded by Jolene Bowman; discussion held, no opposition, one abstention (Robert Cook), motion carried.*

Action: *Sylvia Hussey moved to approve the following:*

1. *Note no outstanding 2015 ED Contract related items except for the ED's performance evaluation and item K.;*

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

2. *Review, edit and approve the posted 2015 ED evaluation process which includes sub-committee edits;*
3. *Address the stated role of the Ombudsman, including filling it, modifying the terms of service via the Organization Policy Committee or changing the by-laws; and*
4. *Create multi-stakeholder lens and input: ED (self-assessment); Prior Board President (Melvin Monette); Current Board President (Patsy Whitefoot) and Board staff; with all inputs being sent to Sylvia Hussey (as HR Sub-committee Co-Chair) by Monday, 1/11/2016.*

Seconded by Ronalda Warito-Tome; no opposition, no abstention, motion carried.

6. New Business – Committee Reports (Refer to posted Committee Reports)

- A. **Organizational Policy Committee** – Co-Chair Teresa Makuakane-Drechsel provided an update of items accomplished including key organizational documents; no Board action needed.

Action: Teresa Makuakane-Drechsel moved to use Gates Grant, if allowable, to outsource or solicit an individual to unify/connect policies so that they are aligned. If not feasible, obtain in-kind assistance from local (D.C.) IHE graduate student; seconded by Jolene Bowman; discussion held, no opposition, no abstentions, motion carried.

Convention & Events (C & E) Committee and Convention Planning Committee (CPC) – Co-Chair Yatibaey Evans provided an overview of the C & E committee's work thus far, including additional committee members to retain institutional memory as it relates to the convention and proposed changes to the resolution process.

Action: Yatibaey Evans moved to approve NIEA At Large members; Anna Ross, Brenda Gillis, Fredina Drye-Romero, Lynn Manning John, Sherry Rupert, and Melvin Monet on the 2016 Convention Planning Committee (CPC); seconded by Sylvia Hussey; no opposition, no abstentions, motion carried.

Action: Yatibaey Evans moved to approve fundraising for the convention which does not include monies for the local events such as the pow-wow and cultural night for \$160, 000; seconded by Sylvia Hussey; no opposition, no abstentions, motion carried.

- B. **Project, Programs & Research Committee (PPRC)** – Co-Chair Ronalda Warito-Tome reported on the second meeting of the committee, including power point presentations of the GATES grant, ESSA, and web site; no Board action needed.

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

- C. **Legislative & Resolutions Committee** – Co-Chair Yatibaey provided updates from the second committee meeting, including revising resolution process, ESSA reauthorization, Webinar access to members only, Hill Day, recruiting native teachers loan forgiveness, Vocational Rehabilitation, and Travel reminders; no Board action needed.

- D. **Fiscal Committee** – Co-Chair Sylvia Hussey provided an FYI from the Fiscal Committee not previously covered during the Treasurer’s report earlier in the meeting; 2015 audit field work will begin fieldwork in early February 2016 and ready for review by the Fiscal Committee in March 2016 (Audit Sub-Committee) for review and Board action; the Form 990 will be reviewed by the Fiscal Committee at their April 2016 meeting with Board action recommendation to follow. The Audit Sub-Committee has one external (to NIEA) member who will be participating in both the March 2016 and April 2016 Fiscal Committee/Audit Sub-Committee meetings. No Board action needed.

- E. **Officers** – President Patsy Whitefoot described the second meeting held the day before (Monday) which included the topics of governing documents, corporate status, and the distinction between strategic vs business plans/models; no Board action needed.

- F. **Old Business**

President Patsy Whitefoot provided an overview of organizing the governing documents (see Appendix B).

7. Adjournment

Meeting adjourned at 5:02 p.m. EST.

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

Appendix A – Standing Committee Assignments and Schedule

Committee	Eastern Standard Time (EST)
Board of Directors	4 th Tuesday, 3 pm
Projects, Programs & Research <ul style="list-style-type: none"> • Ronalda Warito-Tome, Co-Chair • Patsy Whitefoot, Co-Chair • Angie Butler • Sylvia Hussey 	2 nd Wednesday, 1 pm
Legislative & Resolutions <ul style="list-style-type: none"> • Yatibaey Evans, Co-Chair • Ryan Wilson, Co-Chair • Angie Butler • TaNeel Real Bird • Robert Cook 	3 rd Wednesday, 3 pm
Organizational Policy <ul style="list-style-type: none"> • Teresa Makuakane-Drechsel, Co-Chair • Joleen Bowman, Co-Chair • Brett Locklear • Samantha Eldridge 	1 st Thursday, 2 pm
Convention & Events <ul style="list-style-type: none"> • Yatibaey Evans, Co-Chair • Samantha Eldridge, Co-Chair • TaNeel Real Bird • Ryan Wilson • Brett Locklear • Robert Cook 	1 st Thursday, 3 pm
Fiscal (Audit and HR Sub-Committees) <ul style="list-style-type: none"> • Sylvia Hussey, Co-Chair • Brett Locklear, Co-Chair • Joleen Bowman • Yatibaey Evans • Teresa Makuakane-Drechsel • Patsy Whitefoot, President • Ronalda Warito-Tome, Vice President 	3 rd Thursday, 2 pm

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

Committee	Eastern Standard Time (EST)
<ul style="list-style-type: none">• Lucas Blanchard, External Audit Sub-Committee member	
Convention Planning Committee (CPC) – National Planning Committee <ul style="list-style-type: none">• Yatibaey Evans• Sylvia Hussey• RONALDA WARITO-TOME• Ryan Wilson	2 nd Thursday, 4 pm
Officers <ul style="list-style-type: none">• Patsy Whitefoot, President• Yatibaey Evans, President-Elect• RONALDA WARITO-TOME, Vice President• Joleen Bowman, Secretary• Sylvia Hussey, Treasurer• Brett Locklear, Parliamentarian	4 th Monday, 2 pm

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

**Appendix B – Standing Committee Assignments and Schedule
(DRAFT) BOARD OF DIRECTORS GOVERNING DOCUMENTS**

NIEA DOCUMENTS	RESPONSIBLE COMMITTEE	APPROVAL DATE
1. NIEA Board Agreements (12)	Organizational Policy, Officers	Annual Board Elections
A. Board Orientation B. Board Development Menu C. Code of Ethics Policy D. Conflict of Interest Policy E. Document Retention and Destruction Policy F. Oath of Office		
2. NIEA Financials	Fiscal	
A. Monthly Financial Statements B. Annual Budget and 5-year Projections C. Annual Audit and Related Management Letters D. Annual Form 990 – [Informational] Return of an Organization Exempt from Taxes		A. Monthly B. Annually, no later than 9/30 C. Annually, no later than 5/15 D. Annually, no later than 5/15
3. NIEA Constitution and By-Laws	Organizational Policy	Amended October 28, 2011
4. NIEA Employment Contracts		
A. Executive Director	Officers	February 2, 2015
5. NIEA Grants & Contracts		
A. Gates Grant B. Others	Projects, Programs & Research	
6. NIEA Memorandums of Understanding		
A. National Indian Head Start Association	Projects, Programs & Research	October 17, 2015
7. NIEA Nonprofit Corporation (Domestic), MN		

**NATIONAL INDIAN EDUCATION ASSOCIATION
BOARD OF DIRECTORS MEETING**

Tuesday, December 22, 2015

NIEA DOCUMENTS	RESPONSIBLE COMMITTEE	APPROVAL DATE
A. Articles of Incorporation (Minnesota)	Officers	December 21, 2015, Renewal December 31, 2016
B. District of Columbia Foreign Corporation Certificate of Authority	Officers	Annually
8. NIEA Professional Services Agreements		
A. Accountant Consultant (O’Conner Year to Year Accounting Outsourced Contract)	Fiscal	December 19, 2014
B. Financial Auditor	Fiscal	Targeted completion of RFP is no later than September 2016
C. Legal 1) Education and Advocacy 2) General	1) Legislative & Resolutions 2) Fiscal	
D. Convention Consultant (MABU 5-Year Agreement)	Convention & Events	January 14, 2015
9. NIEA Policies:		
A. Board of Directors Policies and Procedures	Organizational Policy, Legislative & Resolutions	Revised October 2013
B. Convention Guide	Convention & Events	Updated October 28, 2013
C. Fiscal and Accounting Policies and Procedures	Fiscal	Revised 2/15/14
D. Personnel Policies and Procedures	Fiscal - Human Resources	Revised 1/2014
10. NIEA Strategic Plan 2014 – 2019		
	Organizational Policy	February 3, 2014