



NATIONAL INDIAN EDUCATION ASSOCIATION

1514 P St. NW Suite B, Washington, DC 20005

(202) 544-7290 (Phone) (202) 544-7293 (Fax) NIEA@niea.org (E-mail) www.NIEA.org

Sunday, October 8, 2017

Regents Boardroom, Caribe Royale Convention Center

Board Members Attendees		Present	Absent Excused	Absent Unexcused
1.	Dr. Jolene Bowman, President, General Board Member	X		
2.	Angie Butler, General Board Member	X		
3.	Chris Bordeaux, General Board Member	X		
4.	Robin Butterfield, General Board Member (on conference call line)	X		
5.	Fredina Drye-Romero, General Board Member	X		
6.	Samantha Eldridge, General Board Member (departed at 3:15 pm)	X		
7.	Darrick Franklin, General Board Member	X		
8.	Marita Hinds, General Board Member	X		
9.	rene holt, General Board Member (departed at 3:15 pm)	X		
10.	Michael Vendiola, General Board Member	X		
11.	Margaret Landin, Student Board Member	X		
12.	Caitlin Tozier, Student Board Member	X		
Staff/Guest Time Log In			Time In	Time Out
	Dr. Sylvia Hussey, Ombudsman	X		
	Dr. Walter Kahumoku, Pili 'Oahu Educators	X		
	Diana Cournoyer, Interim Executive Director	X	9:00 AM	1:00 PM
	Miriam Davis-Rosenbaum, Executive Administrative Assistant	X	9:00 AM	1:00 PM
	Leah Salgado, Communications & Membership Manager	X	9:30 AM	9:45 a.m.



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1. Call Meeting to Order

President Jolene Bowman called the meeting to order at 9:04 a.m. and roll call attendance noted above.

2. Agenda Adjustments

President Jolene Bowman noted the following edits to the agenda: 1) Review and approval of the minutes from the Board meetings of October 3, 2017 and October 6, 2017; 2) Meeting the NIEA staff on site; 3) Review of new Board Policies and Procedures; and 4) Board and Officer Responsibilities.

Action: Moved by Margaret Landin, seconded by Chris Bordeaux to approve the agenda as amended; after further discussion; all approved, no opposition or abstentions; motion carried.

3. Approval of Board Minutes

President Jolene Bowman noted that DropBox invites were sent out and access to the 10/8/2017 Board meeting folders are available to all participants.

Action: Moved by Robin Butterfield, seconded by Margaret Landin, to approve the Board minutes of the October 3, 2017 and October 6, 2017 meetings; after further discussion; all approved, no opposition and four abstentions; motion carried.

4. NIEA Staff Introductions

Interim Executive Director Diana Cournoyer, Executive Administrative Assistant Miriam Davis-Rosenbaum and Communications & Membership Manager Leah Salgado introduced themselves, their roles, backgrounds and experiences. Diana then provided an overview of other NIEA staff members: 1) Matt de Ferranti, Legislative Director; 2) Dimple Patel, Tribal/State Policy Associate; 3) Adrienne Elliot, Fellow, now Analyst; and 4) John Around Him, Education Specialist. It was noted that Executive Director Ahniwake Rose oversees all of the staff and NIEA work.

5. What's on Your Mind: Open Question and Answer/Community Building, Getting To Know You

Participants shared with everyone about themselves, their roles, backgrounds and experiences.



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6. Committees

Participants were directed to Document 02-17.18 Standing Committees and Members in the DropBox which: 1) Provides an overview of the Committee structure as currently outlined in the Constitution & By-Laws (CBL); 2) Compared to proposed CBL reviewed at convention in the CBL workshops; and 3) How the Board can operationalize the Committees in 2018. Discussion points included, but not limited to the following:

- Concerns of operating within current CBL;
- Including nomenclature changes in the various committees;
- Staffing of the committees with Board and membership co-chairs and members.

***Action:** Moved by Robin Butterfield, seconded by Rene Holt to create the Governance and Membership Committees for 2018; after further discussion; all approved, no abstentions, one opposition; motion carried.*

7. Break

President Jolene Bowman called a recess at 10:55 a.m. until 11:25 a.m. to allow participants to check out, complete their Board paper work, and take a mid-morning break before lunch.

President Jolene Bowman reconvened the meeting at 11:35 a.m. and continued the meeting agenda.

8. Office Communicating with the Office 101

Participants were directed to Document 05-Communicating with Office 101 (and the hard copy in their binder); Interim Executive Director Diana Cournoyer covered the powerpoint information and fielded questions as raised. For information only, no Board action needed.

As it relates to emergency action between Committee and Board meetings:

- An e-mail outlining the action and timeline for taking such action will be sent out by Committee Co-Chair(s) (for Committee members) and Board Secretary (for Board matters);
- Text prompts will be sent to let Committee/Board members know of the e-mail;
- Official action will need to be recorded via e-mail; and
- Board meeting schedule discussed.



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9. Review 2017/2018 Board Calendar

Participants reviewed the following key Board events; for information only, no Board action needed: 1) Fiscal Report & Audit 101, November 15, 2017; 3:00 pm EST; 2) Advocacy 101, January 22, 2018; 3:00 pm EST; 3) NIEA Hill Days, February 12-15, 2018 (including Board meeting); 4) NIEA Annual Convention, October 11-13, 2018; 5) Mid-Year Board meeting tentative to be scheduled (June or July); and 6) Board meeting, Tuesday, December 12, 2017. For information only; no Board action needed.

Prompted by a Board question regarding grants, Interim Executive Director and Program Director Diana Cournoyer provided and Board discussion included the following:

- Workings and inter-workings with TEDNA and NARF;
- Grants are currently fulfilled by a blend of staff, contractors, partners and new hires;
- No official MOUs with AIHEC, UNITY but close support and historical workings;
- Board contacts regarding partnering and funding opportunities should be routed through the Executive Director to ensure awareness of prior and current working relationships to better leverage the opportunities;

Working Lunch – Participants paused to pick up their bagged lunches and continued on with the Board meeting agenda.

10. Board Policies and Procedures

Walter Kahumoku, referenced Documents 03-Proposed Board Policies and Procedures Document, 04-10.06.17 Constitution & By-Laws Report and Document 04-NIEA.Board of Director mtg.10-8-17sh in the DropBox (and on screen) for the participants to review and discuss; Board comments and discussion included the following with edits as noted:

- Slide 9 - Board meeting attendance – section 2 “..pay for such expenses, and/or [edit] return unspent funds;
- Meeting management and effective practices (e.g., agenda setting, posting of agenda, discussion of items not on agenda, agenda management);
- Slide 11 - Majority E. Quorum: - A quorum shall be a majority of the number of BOD members. For example, if there are all 12 members on the call/in the meeting, “majority” is 7; if there are 2 members excused and only 10 members on the call/in the meeting, “majority” is 6;



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- Slide 12 - BOD members shall not use their position with NIEA to lobby on behalf of other organizations or initiatives, including those with which they are affiliated for other purposes; be mindful of which “hat” you represent;
- Slide 13 - Two (2) absences from a general board meeting during the membership year. Three (3) absences from a general board meeting will constitute as a resignation from the NIEA BOD;
- Slide 13 and 14 - Resignation, Removal, and Grievance:
 - While there are extenuating situations when a member cannot fulfill her/his duties, in general, directors should fulfill her/his duties in an appropriate, **ethical**, [correction] legal, and timely manner; professional behavior expectations discussed, including impacts of fatigue, stress, etc.;
 - Unethical, illegal, or immoral conduct or actions;
 - Extenuating circumstances; and
 - Grievance process.
- Slide 15 – Future Board Service – In Good Standing
 - If deemed in “good standing” that member is eligible to be a candidate for future Board service. If deemed “not in good standing”, that member is ineligible for future Board service;
 - Ombudsman will generate a letter of service to exiting Directors;
 - Grievance process can apply to the “ineligibility” for future Board service;
- Slide 16 – Travel
 - First priority is to utilize an electronic/technological process;
 - Authorized travel for the BOD will only be arranged to and from an NIEA-approved event and costs associated with such travel (e.g. airfare, ground transportation, hotel, meals) will be incurred by the Organization.
 - Unless in unique and very special circumstances (not to be claimed more than once a membership year) that are approved by the ED and Board President, any travel costs associated with changes to existing/paid travel itineraries and/or deviations from must be borne by the Board member.



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- Slide 18 – Alcohol and Drugs

Board members should review, edit, propose changes as needed and prepare to take action at the next Board meeting.

11. Parliamentarian and Ombudsman Roles

Discussion held regarding the Ombudsman role and proposed individual.

Action: Moved by Robin Butterfield, seconded by Caitlin Tozier to approve Sylvia Hussey as Ombudsman in accordance with Constitution Article IV – Board of Directors; after further discussion, all approved, no opposition or abstentions; motion carried.

Note: President Jolene Bowman appointed Chris Bordeaux as Parliamentarian.

12. Board Elections

President-Elect

- President Jolene Bowman opened the floor for Board officer nominations and the following Board members were nominated:
 - Samantha Eldridge
 - Rene Holt
 - Michael Vendiola
 - Robin Butterfield
- Nominated Board members, accepted the nomination and spent a few minutes sharing their reasons for accepting the nomination; Samantha Eldridge withdrew her nomination
- Vote results (11 cast): Rene Holt (5), Robin Butterfield (4), Michael Vendiola (2)
- President-Election Action: Moved by Michael Vendiola, seconded by Chris Bordeaux to accept the voting results of Rene Holt as President-Elect; no discussion; all approved, no opposition or abstentions.

Vice President

- President Jolene Bowman opened the floor for Board officer nominations and the following Board members were nominated:
 - Dina Drye-Romero
 - Marita Hinds
 - Samantha Eldridge



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- Caitlin Tozier
- Nominated Board members, accepted the nomination and spent a few minutes sharing their reasons for accepting the nomination;
- Dina Drye-Romero and Marita Hinds both declined the nomination;
- Vote results: Samantha Eldridge (5), Caitlin Tozier (6)
- Vice President Election Action: Moved by Michael Vendiola, seconded by Darrick Franklin to accept the voting results of Caitlin Tozier as Vice President; no further discussion; all approved, no opposition or abstentions.

Secretary

- President Jolene Bowman opened the floor for Board officer nominations and the following Board members were nominated:
 - Caitlin Tozier
 - Michael Vendiola
 - Marita Hinds
- Nominated Board members, accepted the nomination and spent a few minutes sharing their reasons for accepting the nomination;
- Michael Vendiola declined the nomination and Caitlin Tozier's name was removed due to her election as Vice President;
- President Jolene Bowman reopened the nomination floor and Samantha Eldridge was nominated;
- Vote results: Marita Hinds (5) and Samantha Eldridge (6);
- Secretary Election Action: Moved by Caitlin Tozier, seconded by Chris Bordeaux to accept the voting results of Samantha Eldridge as Secretary; no further discussion; all approved, no opposition or abstentions.

Treasurer

- President Jolene Bowman opened the floor for Board officer nominations and the following Board member was nominated:
 - Robin Butterfield
- Nominated Board member, accepted the nomination.
- Treasurer Action: Robin Butterfield fills the Treasurer role by acclamation.



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Officers for 2017-2018

Dr. Jolene Bowman, President
Caitlin Tozier, Vice President
Samantha Eldridge, Secretary
Robin Butterfield, Treasurer
rene holt, President-Elect

13. Board Committee Assignments – Referencing Document 02 in the DropBox

Board Committee volunteer declarations noted below (to be approved/finalized at next Board meeting):

- **Caitlin Tozier, Vice President**
 - Co-Chair: Legislative & Resolutions (Advocacy)
 - Member: Executive
 - Member: Fiscal

- **Samantha Eldridge, Secretary**
 - Co-Chair: Membership
 - Member: Fiscal
 - Member: Advocacy
 - Member: Governance
 - Member: Executive
 - Member: Programs, Projects & Research (Education, sub-committee not specified)

- **Robin Butterfield, Treasurer**
 - Co-Chair: Fiscal
 - Co-Chair: Programs, Projects & Research (Education, Native Educational Systems, sub-committee)
 - Member: Legislative & Resolutions (Advocacy)
 - Member: Executive



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- **rene holt, President-Elect**
 - Co-Chair: Convention & Events
 - Co-Chair: Programs, Projects & Research (Education, Native Educator Education & Development sub-committee)
 - Member: Fiscal
- **Chris Bordeaux, Parliamentarian**
 - Co-Chair: Programs, Projects & Research (Education, Native Research, Assessment & Evaluation sub-committee)
 - Member: Fiscal
- **Michael Vendiola**
 - Member: Programs, Projects & Research (Education, Native Educator Education & Development sub-committee)
 - Member: Governance
- **Dina Drye-Romero**
 - Member: Convention & Events
 - Member: Fiscal
- **Angie Butler**
 - Member: Convention & Events
 - Member: Membership
- **Margaret Landin**
 - Member: Convention & Events
 - Member: Membership
- **Marita Hinds**
 - Member: Convention & Events
 - Member: Legislative & Resolutions (Advocacy)



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- **Darrick Franklin**
 - Member: Membership
 - Member: Governance

Board members Samantha Eldridge and rene holt departed the meeting at 3:15 p.m.

***Action:** Moved by Angie Butler, seconded by Caitlin Tozier to establish an Executive Committee; after further discussion; all approved, no opposition or abstention; motion carried.*

***Action:** Moved by Robin Butterfield, seconded by Margaret Landin to authorize the executive committee to exercise the powers of the NIEA board of Directors and the power to fill vacancies on the NIEA Board of Directors; after further discussion; 4 approved, 5 opposed and 0 abstained; motion defeated.*

14. Board of Directors and Officers Responsibilities

Participants were directed to the information in DropBox regarding Board of Directors and Officers responsibilities.

15. Adjournment

***Action:** Moved by Margaret Landin, seconded by Angie Butler to adjourn the meeting at 3:53 pm; no further discussion, all approved, no abstentions and two oppositions; meeting adjourned at 3:58 pm.*