

1 Executive Committee shall deem proper or necessary to
2 submit to a vote.

3 5. A quorum at any meeting of the Members of the Fund shall
4 consist of one-third (1/3) of the Members of the Fund
5 present in person.

6 **II. *Executive Committee***

- 7 A. The Executive Committee shall be elected by a majority of the
8 Members voting at the Annual Meeting of the Members of the Fund.
9 Any Member may be elected to the Executive Committee at any
10 regular meeting of the Executive Committee, or at any special
11 meeting of the Executive Committee called for that purpose. Each
12 person on the Executive Committee shall be elected for the remainder
13 of his or her term of Membership unless it is specified that a person be
14 elected to fill a vacancy. The terms of at least two (2) persons on the
15 Executive Committee shall expire at each annual meeting of the
16 Members of the Fund or at such time as their successors shall be duly
17 elected and qualified. Persons on the Executive Committee shall be
18 eligible for re-election to any number of successive terms.
- 19 B. The Executive Committee shall hold, at minimum, quarterly meetings
20 during each fiscal year in the months of January, April, July, and
21 October, at a time and place to be designated by the Executive
22 Committee and in accordance with procedures established in these
23 By-Laws.
- 24 C. Special meetings of the Executive Committee may be called by the
25 President or may be called in writing by any two persons on the
26 Executive Committee.
- 27 D. The Secretary shall notify each person on the Executive Committee of
28 meetings of the Executive Committee not less than five (5) days in
29 advance of such meeting. Notices of special meetings shall state the
30 purpose of the meeting, and no business shall be considered at such
31 special meetings excepting that set out in the notice.

- 1 E. A quorum of the Executive Committee shall consist of a majority of
2 the Committee.
- 3 F. The act of a majority of the Executive Committee present at a meeting
4 at which a quorum is present shall be an act of the Executive
5 Committee.
- 6 G. In the case of votes of the Executive Committee, a majority shall mean
7 a majority of those voting at a duly called meeting at which a quorum
8 is present. In the case of any balloting by mail, a majority of the
9 Committee shall consist of a majority of the full Executive Committee
10 membership. There shall be no voting by proxy.
- 11 H. Any action required to be taken at a meeting of the Executive
12 Committee, or any action that may be taken without a meeting if
13 written consent of the Executive Committee is obtained setting forth
14 the action so taken, shall be signed by all of the persons on the
15 Executive Committee entitled to vote on the subject thereof. Such
16 consent shall have the same force and effect as a unanimous vote of
17 the Executive Committee and shall be recorded with the minutes of
18 the Fund.
- 19 I. Any member of the Executive Committee may be removed from the
20 Committee for any cause whatsoever by a vote of two-thirds of the
21 full Committee.
- 22 J. Amendments to Ordinance 54 may be proposed by a majority vote of
23 the Executive Committee. Prior written notice of at least two weeks
24 shall be given to all members of the Executive Committee of any
25 proposed change to Ordinance 54.
- 26 K. The Executive Committee may choose to conduct its meetings and to
27 decide any questions of procedure by referring to the current version
28 of *Robert's Rules of Order*. However, the provisions of *Robert's Rules of*
29 *Order* shall not be binding upon the Executive Committee.

1 is available. A resolution by the Executive Committee will be
2 required to implement this system.

3 F. All Officers of the Fund, the Executive Director, and all employees
4 may be covered by bond for the faithful performance of their duties in
5 such amount and with such sureties as the Executive Committee may
6 approve. The premiums shall be paid by the Fund.

7 G. In the case of absence or disability of any Officer of the Fund, or for
8 any other reason that the Executive Committee may deem sufficient,
9 the Executive Committee may delegate for a time, in whole or in part,
10 the powers and duties of such officer, to any other officer or to any
11 other Member otherwise qualified to perform the same.

12 H. In the event a vacancy occurs among the Officers of the Fund, it shall
13 be filled for the unexpired term by a person selected from among the
14 Members and elected by a majority vote of the remaining members of
15 the Executive Committee.

16 I. The Officers of the Fund shall carry on the ordinary and reasonable
17 business of the Fund. The President, Vice President, Secretary,
18 Treasurer, and the Executive Director, acting singly, or in concert,
19 shall have the authority to bind the Fund by contract in the carrying
20 on of such ordinary or reasonable business as prescribed by the
21 policies set by the Executive Committee. Such transactions shall be
22 ratified at the next meeting of the Executive Committee.

23 J. The Executive Committee may provide for and appoint other
24 committees and their respective chairs as needed, and prescribe their
25 duties.

26 K. All committees shall meet at stated times or on notice to all Members
27 by the President of the Executive Committee, the committee chair, or
28 by any two Members of the committee. Each committee shall fix their
29 rules of procedure. A majority of the committee shall constitute a
30 quorum. Regular minutes shall be kept by the secretary of these
31 committees who shall report the same to the Executive Committee at

1 the next regular meeting held after they have been taken. Actions
2 taken at meetings of these committees shall be approved by the
3 Executive Committee at its next regular meeting.

4 L. The Executive Committee shall appoint a Nominating Committee to
5 consist of not more than five (5) Members, including a Chair. The
6 Nominating Committee shall identify, contact, cultivate, and
7 nominate prospective candidates for elections as Members and
8 election to the Executive Committee. Any Member, any person on the
9 Executive Committee, any Officer of the Fund, and/or any member of
10 the Hopi Tribe may recommend prospective Members and
11 prospective persons for the Executive Committee for election.
12 Appropriate background information about prospective Members
13 and prospective persons for the Executive Committee shall be
14 submitted with the recommendation or provided later by the person
15 recommended. The Nominating Committee shall establish and
16 follow procedures for screening those recommended and shall submit
17 names of individuals for election at any duly called meeting of the
18 Members or the Executive Committee at which Members and persons
19 for the Executive Committee are elected. Before each Annual Member
20 meeting, the Nominating Committee will review and evaluate the
21 performance of those members and those persons on the Executive
22 Committee whose terms will expire. Those worthy of continuing as
23 Members and on the Executive Committee will be contacted with a
24 request to allow their names to be submitted for re-election for
25 another three-year terms at the Annual Member Meeting. Contacts
26 will be made also with those with unsatisfactory performance records
27 whose terms expire notifying them that their names will not be
28 submitted for re-election to another term.

29 *IV. Amendments*

30 These By-Laws may be amended by a two-thirds vote of the members present at
31 any regular meeting or at a special meeting called for that purpose, or by the Executive

1 Committee at any regular or special meeting, provided not less than a majority of the
2 Executive Committee shall vote in favor of such amendment.

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