



BLACKFEET NATION

P.O. Box 850 Browning, Montana 59417
Telephone: (406) 338-7521 Fax: (406) 338-7530

EXECUTIVE COMMITTEE

Iloff "Scott" Kipp, Sr. – Chairman
Lauren J. Monroe, Jr. – Vice Chairman
Patrick D. Armstrong, Jr. – Secretary
Joseph A. Gervais – Treasurer

BLACKFEET TRIBAL BUSINESS COUNCIL

Patrick D. Armstrong, Jr.
Marvin Weatherwax, Jr.
Lauren J. Monroe, Jr.
Iloff "Scott" Kipp, Sr.
Everett Armstrong
Lyle Rutherford
Virgil Last Star
Shelly Hall

RESOLUTION

Adopting the Blackfeet Community College Charter (2023)

No. 372-2023


- WHEREAS,** The Blackfeet Tribal Business Council is the duly constituted governing body within the exterior boundaries of the Blackfeet Indian Nation pursuant to Section 16 of Act of June 18, 1934 and Amendments thereof, and
- WHEREAS,** The Blackfeet Tribal Business Council has been organized to represent, develop, protect and advance the views, interests, and resources education and resources of the Blackfeet Indian Reservation, and
- WHEREAS,** The Blackfeet Tribal Business Council is empowered, pursuant to Article VI-Powers of the Council, Section 1(g) to manage tribal affairs in an acceptable and businesslike manner and in accordance with the administrative plan called the Plan of Operations, and
- WHEREAS,** The Blackfeet Tribal Business Council, pursuant to Article VI, Section 1(r) has the authority to charter entities under the Blackfeet Tribe through delegation to a board, and
- WHEREAS,** The Blackfeet Tribal Business Council met with the Blackfeet Community College Board and discusses updates to the Charter as approved by the Blackfeet Community College Board, which include processes that provide for the board to continue functions when a vacancy occurs, to clarify residency of the board members on the Blackfeet Reservation, and the initial board appointment commencing in 2019, now

THEREFORE, BE IT RESOLVED AS FOLLOWS

1. That the Blackfeet Tribal Business Council hereby approved the updated Charter for the Blackfeet Community College (2023), to which is attached and incorporated into this Resolution by reference.
2. All other previous charters of the Blackfeet Tribal Community College are repealed and replaced with this adopted version.
3. The Chairman or the Vice-Chairman in the Chairman's absence and the Secretary of the Blackfeet Tribal Business Council are hereby authorized to sign this Resolution and any other documents to effectuate the purposes of this Resolution.

ATTEST:

**THE BLACKFEET TRIBE OF THE
BLACKFEET INDIAN RESERVATION**



PATRICK D. ARMSTRONG, JR.
Secretary



ILIFF "SCOTT" KIPP, SR.
Chairman

CERTIFICATION

I hereby certify that the foregoing Resolution was adopted by the Blackfeet Tribal Business Council in a duly called noticed and convened General Session assembled for business the 6th day of April, 2023, with Seven (7) members present to constitute a quorum and by a vote of Seven (7) For, Zero (0) Opposed and Zero (0) Abstained.

(SEAL)



PATRICK D. ARMSTRONG, JR., Secretary
Blackfeet Tribal Business Council

**BLACKFEET COMMUNITY COLLEGE
CHARTER**

Pursuant to the authority granted by Article VI, Section 1(g) of the Constitution and Bylaws of the Blackfeet Tribe, the Blackfeet Tribal Business Council (hereinafter Tribal Council) hereby charters the Blackfeet Community College to provide educational programs through the establishment and operation of higher learning institutions on the Blackfeet Indian Reservation; to import educational programs from other accredited institutions to the Reservation, and, to grant postsecondary degrees and certificates.

**ARTICLE 1
NAME**

SECTION 1: The name of the College is BLACKFEET COMMUNITY COLLEGE, hereinafter “College.”

**ARTICLE 2
DURATION**

SECTION 1: The existence of the College will be perpetual.

**ARTICLE 3
OFFICE**

SECTION 1: The registered office of the College will be Blackfeet Community College, 504 SE Boundary Street, PO Box 819, Browning, MT 59417

SECTION 2: The name of the registered agent is as follows: President, Blackfeet Community College, PO Box 819, Browning, MT 59417

**ARTICLE IV
PURPOSES**

SECTION 1: The purposes of the College are as follows:

- 1.1. Provide and maintain accredited and other educational institutions for higher learning.
- 1.2. Operate educational programs and services in a manner that ensures no part of the income or assets of the College shall be distributed to, nor for the benefit or advantage, of any individual.
- 1.3. Preserve, enhance and transmit the Blackfeet culture as specified in the College Mission Statement.

**ARTICLE V
DISPOSITION OF ASSETS**

SECTION 1: In the event of the dissolution of this Charter and the winding up of the College affairs, the College Board of Trustees shall develop a plan to distribute the assets of the College to an organization or organizations established for purposes similar to those of the College for approval by the Blackfeet Tribal Business Council.

**ARTICLE VI
BOARD OF TRUSTEES**

SECTION 1: **Authority.** The Board shall be known as the Board of Trustees.

SECTION 2: **Number of Board Members.** The Board of Trustees shall consist of six (6) members, five (5) voting members and one (1) non-voting member as set forth in Sections 3 and 4.

SECTION 3: **Voting Trustees.** The five (5) voting members of the Board shall be appointed by the Blackfeet Tribal Business Council to represent the following regions of the Blackfeet Reservation following the terms of the current board members:

Position 1 – Browning

Position 2 – Old Agency

Position 3 – Browning #2

Position 4 – Seville

Position 5 – Heart Butte

SECTION 4: **Non-Voting Board Member.** The President of the BCC Student Senate shall serve as a non-voting member of the Board to represent the interests of the students. The President of the Student Senate must be an enrolled full-time student at the College and elected by the College's student body.

SECTION 5: **Board Member Terms.** The initial Board of Trustees, serving at the ratification of this Charter, shall serve five-year terms. The first year of the five-year term shall start on January 1, 2019. Subsequent Board member terms shall be five years with all Board member terms commencing and ending simultaneously.

SECTION 6: **Vacancies.** Board members shall serve until replaced by the Tribal Council even in the event of expiration of a five-year term to ensure the College has the required number of Board members. If a Board member is physically unable to attend board meetings, resigns or dies, the Board of Trustees may appoint an interim Board member until the position is filled by the Tribal Council.

SECTION 7: **Residency.** Board members shall reside within the legally described boundaries of the Blackfeet Indian Reservation. Further, Board members shall reside within the boundaries

of the Blackfeet Reservation region they were appointed to represent. A Board member that relocates from his/her region to another location within the Boundaries of the Blackfeet Reservation shall remain on the Board through the expiration of his/her term. A Board member is no longer eligible to serve if he/she moves off the Blackfeet Indian Reservation.

SECTION 8: Board Member Restriction from Employment or Consultant Services. A Board member may not be a paid employee or paid consultant of the College.

ARTICLE VII MEETINGS, OFFICERS AND COLLEGE REPRESENTATIONS

SECTION 1: Meetings. The Board shall meet once per month at a regular scheduled meeting. Special meetings may be called by the Board Chair, or by the Board Chair upon request of the College President, or receipt of a written request signed by at least three Board members. Notice of the time, place and purpose of a special meeting shall be provided to all Board members in advance of the meeting pursuant to the notice requirements set forth in the By-laws.

SECTION 2: Board Honorariums. A Board member may receive a reasonable honorarium for attending Board meetings or representing the College at relevant meetings/events, as approved by the Board of Trustees.

SECTION 3: Board Action. Each Board Member shall have the right to one vote. Formal actions of the Board shall require a majority vote of the quorum of Board members present. No proxy voting.

SECTION 4: Quorum. Three (3) members of the Board shall constitute a quorum. In the absence of a quorum, the Board members present cannot conduct College business other than to take reasonable steps to obtain a quorum.

SECTION 5: Board Officers. The Board shall elect a Chair and Vice-Chair from its membership, pursuant to procedures in the Bylaws, who shall serve terms as provided in the Bylaws. The Board shall designate a Secretary for the Board in the Bylaws.

ARTICLE VIII POWERS OF THE BOARD

SECTION 1: The Board possesses the following powers.

- 1.1. To adopt and use a College Seal to affix or impress any College document or publications that require official authentication or that enhance the College's image or reputation.
- 1.2. To enter into agreements with non-governmental entities that enable the College to accomplish its purposes; to borrow money for such purposes; to issue College notes, bonds, and other obligations, and to secure College obligations by

mortgage, pledge or deed. The College shall have no power to mortgage, pledge or encumber any real estate or tangible property of the Blackfeet Tribe.

- 1.3. To enter into agreements with governmental entities (federal, state, local, tribal), that enable the College to accomplish its purposes; to borrow money for such purposes; acquire assets from such entities and to fulfill and perform any conditions contained in such agreements.
- 1.4. To take and hold by purchase, lease, gift, devise, or bequest, any trust or fee property, and to sell, convey, mortgage, pledge, create a security interest in, lease or otherwise dispose of all or any part of the College's property and assets.
- 1.5. To purchase adequate insurance for College property, errors and omissions of the Board, personnel or student claims against the College and/or other risks of liability.
- 1.6. To select, employ and regularly evaluate the College President as proscribed in the Bylaws, Contract with the College President or College Personnel Policies.
- 1.7. To employ or terminate temporary or permanent faculty, administrative personnel, agents and employees, and to delegate this power to the Blackfeet Community College President, if the Board so desires, as specifically proscribed in the Bylaws.
- 1.8. To approve an annual budget, long-range financial plan for College management and to approve annual audit reports before submission to required federal entities.
- 1.9. To approve admission policies, programs of study, tuition/fees, student instructional or activity fees or other such fees as necessary to operate the College.
- 1.10. To invest available funds, from time to time, in real or personal property and to take and hold real and personal property as security for the payment of funds so invested.
- 1.11. To ensure that funds realized from endowments or other sources shall be used exclusively for the promotion of College provided educational benefits and that such funds shall not constitute income or profit to any individual or officer of the College.
- 1.12. To establish and maintain such bank accounts as may be necessary or convenient and to execute such instruments to expend funds pursuant to a process that may be proscribed in the Bylaws.

- 1.13. To authorize, upon recommendation of the faculty and confirmation of the registrar, diplomas for those persons who have satisfactorily completed the requirements for specified certificates or degrees; and to confer such degrees as are usually conferred by other institutions of like character for similar or equivalent study.
- 1.14. To acquire, by purchase or otherwise, construct, enlarge, improve, equip, complete, control, maintain, and operate any property or properties suitable for use as educational facilities including, but not limited to, classrooms, dormitories, dining facilities, libraries, laboratories and offices.
- 1.15. To provide education opportunities to remote sites on or off the Blackfeet Reservation through extended campus efforts and/or distance-learning delivery methods.
- 1.16. To adopt by-laws that do not conflict with this Charter and other such necessary and appropriate policies for the effective and efficient management of the College and to ensure that the College complies with equal protection and due process rights for all students, faculty, administrative personnel and employees of the College as mandated for continued accreditation.
- 1.17. To exercise any powers not specifically recited here, that are necessary or appropriate to further the education purposes for which this Charter is granted.

ARTICLE IX BONDS

SECTION 1: Authority to Issue Bonds. The College may issue bonds from time to time, in its discretion, to generate revenue for College purposes. The Board of Trustees must authorize bonds by formal action and all bonds shall include specific terms, conditions, covenants and obligations of the parties and must also include that the Blackfeet Tribal Court is the forum and venue to enforce claims and obligations. The Board may also authorize the appointment of a Bond trustee to manage bond proceeds, distribute revenues, ensure the bond issuance, keep books and records and other relevant duties deemed necessary by the Board.

SECTION 2: Repayment of Bond Proceeds. The College may issue bonds that the principal and interest are payable **(a)** inclusively from the income and revenues of the project financed with the proceeds such bonds, or with such income and revenues together with Federal Government grants to aid such project **(b)** exclusively from the income and revenues of certain designated projects whether or not they were financed in whole or in part with the proceeds of such bonds or **(c)** from its revenues generally. Bonds may be additionally secured by a pledge of any revenues of any project, projects or other property of the College.

SECTION 3: No Obligation of Tribe. College issued bonds shall not be considered to be general obligations, special or otherwise, of the Blackfeet Tribe, and shall not be enforceable against the Tribe and all bonds and obligations shall so state on the face of the bond. However, the Tribal Council may, in its discretion, choose to take formal action to guarantee such College bonds.

ARTICLE X LIABILITY

SECTION 1: Authority to Sue and Be Sued. The College may commence litigation, in the name of the College, in a court of competent jurisdiction. The College shall possess sovereign immunity from suit in the same manner as the Blackfeet Tribe. However, the College may be sued in the Blackfeet Tribal Court provided the College has expressly and unequivocally provided a written waiver of its sovereign immunity from suit that is approved by formal Board action.

SECTION 2: No Liability for Tribal Council. The Blackfeet Tribe shall not be liable for the obligations of the College, unless the Tribal Council, by Tribal Council Resolution, chooses to obligate itself on behalf of the College.

SECTION 3: College as a Separate Entity. The College shall exist as a separate and distinct legal entity that conducts its business at arm's length from the Blackfeet Tribal Business Council unless the College fails to comply with mandates of Northwest Accreditation.

SECTION 4: Indemnification. The College may indemnify, in the discretion of the Board of Trustees, any current or former officer, employee, agent or Trustee of the College against reasonable expenses incurred in connection with the defense of any action, suit, or proceeding in which he/she was made a party due to being or having been an officer, employee, agent or Trustee of the College if the Board determines that the officer, employee, agent or Trustee:

- a) Acted in good faith;
- b) Reasonably believed his/her actions were in the best interest of the College;
- c) Had no reasonable cause to believe his/her conduct was unlawful in the case of a criminal proceeding;
- d) Did not act or take action beyond the scope of his/her authority or office.
- e) Any legal fees paid or any settlements made are reasonable and in the best interest of the College.


ARTICLE XI AMENDMENTS

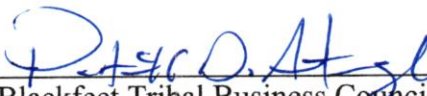
This Charter may be amended by an affirmative vote of at least four (4) Board members and approval of the Blackfeet Tribal Council.

RATIFICATION OF THE CHARTER

This Charter shall be declared adopted by the Board when passed by four-fifths (4/5) vote of the full membership of the Board and at a duly noticed and called scheduled meeting of the Board, and shall supersede any and all previous action.

The revised Charter of the Blackfeet Community College was approved by the Blackfeet Tribal Business Council at a meeting of the Council on the 6th day of April, 2023 with (7) members present and (7) members voting in favor of the Charter.


Blackfeet Tribal Business Council, Chair 4-11-23
Date


Blackfeet Tribal Business Council, Secretary 4/11/23
Date