

NORTHWEST PORTLAND AREA INDIAN HEALTH BOARD

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Northwest Portland Area Indian Health Board
527 SW Hall St., Suite 300
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STRUCTURE AND GOVERNANCE

PREAMBLE

The Northwest Portland Area Indian Health Board, with the help and the guidance of Almighty God, adopt these constitution and by-laws for the use of the representatives of the Health Board to secure an organized voice and participation in decisions relating to the development and implementation of Indian health legislation, regulations, policies and programs.

ARTICLE I

Section 1. Tribal Representatives

The basic structure of the Board shall begin in the governing body of the federally-recognized member tribes in the states of Idaho, Oregon and Washington. The governing body of the tribe, or its authorized health committee, shall designate a representative and an alternate representative to serve on the Northwest Portland Area Indian Health Board.

Section 2. Indian Health Service Unit Board

The tribal representatives within a service unit may organize themselves into a Service Unit Health Board to provide advice and consultation to service unit directors in carrying out policies of the Indian Health Service. If only one tribe is within the service unit, its governing body or health committee may serve as the Service Unit Health Board for that service unit.

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Section 3. Northwest Portland Area Indian Health Board

The Northwest Portland Area Indian Health Board shall be composed of the delegates, or alternates, representing all federally-recognized member tribes in the Portland Area of the Indian Health Service.

ARTICLE II - POLICIES & POWERS

Section 1.

The primary purpose of the Service Unit Health Board and the Northwest Portland Area Indian Health Board is to make known the needs and desires of the Indian people in order to establish policies for the guidance of the Indian Health Service in formulating programs and establishing priorities in providing and delivering services which it is incumbent upon the United States to provide pursuant to treaty obligations made to the Indian tribes.

This shall be accomplished through evaluation, research activities, facilitation, information dissemination, and advocacy, as well as through training and educational activities designed to enhance the skills and abilities of Board members and tribal employees. The NPAIHB is organized exclusively for charitable, research and educational purposes. Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be performed by such corporations to retain their tax exempt status.

Section 2.

Membership on the Service Unit Health Board or the NPAIHB is not intended to affect or abridge any rights or powers of the Indian tribes recognized by the Constitution of the United States, by treaties, federal or state laws, or otherwise. The Board recognizes that tribes retain all rights and powers possessed by them, or subsequently vested in them to act, confer or negotiate directly with the United States Public Health Service or any other governmental body or agency on any matter directly affecting their respective tribes or members thereof.

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Section 3.

Participation in the NPAIHB does not preclude any tribe from direct communication at all levels with any personnel of the Indian Health Service.

Section 4.

The NPAIHB shall have the power to designate a representative to sit on the National Indian Health Board.

Section 5.

The Board shall have the power to employ an Executive Director and all other staff necessary to carry out the directives and policies described by the Board.

ARTICLE III - VOTING

Each member of the NPAIHB shall have one vote on all matters. Members, or their alternates, must be present to vote. **No proxies will be permitted.**

ARTICLE IV - QUORUM

A majority of the Board members (51%) must be present to constitute a quorum at all levels of the organization.

ARTICLE V - OFFICERS

Section 1.

The NPAIHB shall elect a chair, vice-chair, secretary, treasurer, and sergeant-at-arms. Only duly designated delegates from tribes shall be eligible to hold these offices. Alternates are not eligible.

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Section 2.

Officers shall serve for terms of two years, or until their successors are elected.

Section 3.

Election of officers shall be staggered with the chair and secretary elected one year and the vice-chair, treasurer, and sergeant-at-arms the following year.

Section 4.

The first regular meeting of each calendar year shall be the annual meeting at which the officers are elected. Any vacancy shall be filled by vote at the following quarterly meeting.

ARTICLE VI - DUTIES OF OFFICERS

The officers shall have the duties common and appropriate to their respective offices. The officers shall take official action and serve as spokesmen only on matters specifically authorized by the NPAIHB.

ARTICLE VII - MEETING DATES

Section 1.

Regular meetings of each Service Unit Health Board shall be held quarterly and in the first two weeks of January, April, July and October.

Section 2.

Regular meetings of the NPAIHB shall be held quarterly in the last two weeks of January, April, July and October.

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ARTICLE VIII - SPECIAL MEETINGS - CALLED OR REGULAR MEETINGS

Section 1.

At each regular meeting, the Board shall designate the actual date, hour and place of the next regular meeting.

Section 2.

Special meetings may be called by the Chair, or by the Vice-Chair and Secretary, and Treasurer acting jointly, or any seven members of the NPAIHB acting jointly.

Section 3.

Adequate written notice stating time, place and purpose must be given of all meetings, regular or special. The written notices shall be mailed, or delivered not less than 10 days, except in case of emergencies, nor more than 30 days before the meeting date.

ARTICLE IX - VACANCIES

All vacancies on the Services Unit Health Board and the NPAIHB shall be filled by the tribal governing body, or its authorized representative.

ARTICLE X - AMENDMENTS

Section 1.

The By-Laws of the NPAIHB, as officially adopted, shall be amended only in accordance with the following procedures:

- a) Only delegates, or their alternates, holding official appointment to the Board may bring a proposed amendment to the By-Laws to the Board for consideration.

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- b) The Board, by majority vote of delegates present at an official meeting, must agree to provide all members holding official appointments a copy of the proposed change (s) and/or amendment(s) to the official By-Laws at least 30 days prior to any official vote on said change(s) and/or amendment(s).
- c) A majority of the total eligible delegates to the Board shall be required to adopt any amendment(s) to the By-Laws of the NPAIHB. A vote to amend the By-Laws must take place at an official regularly scheduled, or special meeting of the NPAIHB

ARTICLE XI - DISSOLUTION

Upon the dissolution of the Northwest Portland Area Indian Health Board, the Board shall, after paying or making provision for the payment of all liabilities of the Northwest Portland Area Indian Health Board shall dispose of all assets in compliance with applicable legal requirements.

ORIGIN

The Northwest Portland Area Indian Health Board was organized by representatives from Northwest tribal councils on December 2, 1972 at a meeting under the sponsorship of the Indian Health Service.

DUTIES

The Board acts as an advisor on Indian health to the Indian Health Service.

The Board provides liaison between the Indian Health Service and the Northwest tribes.

The Board provides professional assistance and services to the Northwest tribes in, but not limited to, the following areas:

- 1) Promotes and develops active community participation in each phase of operation of tribal, service unit and area health boards.

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- 2) Provides training on health-related topics to Board delegates, Northwest tribal leaders, and tribal staff.
- 3) Maintains and expands the role of the Board of Directors as an advisory board on health issues.
- 4) Performs a liaison role in the area of Indian health between Northwest tribes and other organizations.
- 5) Provides technical assistance to tribal health programs as requested.
- 6) Undertakes special projects to improve the health delivery system for all Indian people in the Pacific Northwest.
- 7) Provides needed information to tribal health programs and IHS.

COMMITTEES

Executive Committee

- A) Membership
The Executive Committee shall be elected from the official delegates to the Board and consist of the Chair, Vice-Chair, Secretary, Treasurer and Sergeant-at-Arms. The Chair shall serve as Chair of the Executive Committee.
- B) Duties of Chair
 - 1) Call meetings of the Executive Committee.
 - 2) Appoints members of advisory committees.
 - 3) Represents the NPAIHB to the public or selects other representatives.
 - 4) Chairs meetings of the Board of Directors.
 - 5) Provides program direction to Executive Director.
 - 6) Implements disciplinary actions involving the Executive Director.
 - 7) Approves out-of-area travel for Executive Director.

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- C) Duties of Executive Committee
- 1) Approves quarterly Board meeting agendas.
 - 2) Develops long range planning.
 - 3) Develops and refers policy issues to the Board for approval.
 - 4) Reviews and monitors Board financial matters.
 - 5) Reviews, screens and interviews applicants for Executive Director.
 - 6) Recommends Executive Director candidate to full Board.
 - 7) Reports quarterly to the Board.
 - 8) Provides timely notice to the Board of any financial or other administrative problem which may impact the stability of the Board.
 - 9) Completes annual performance evaluation of the Executive Director.
 - 10) Final appeal level on personnel grievances.
 - 11) Approves staff salary scale and cost of living salary increases.
 - 12) Prepares and submits correspondence to appropriate officials relating the concerns and recommendations of the NPAIHB.
- D) Voting
Each member of the NPAIHB Executive Committee shall have one (1) vote on all matters.
- E) Quorum
A majority of the Executive Committee must be present to constitute a quorum.
- F) Meetings
- 1) The Executive Committee shall meet quarterly, when required, approximately thirty (30) days preceding the quarterly meeting of the Board of Directors.
 - 2) The Executive Committee shall schedule additional meetings as needed.
 - 3) The date and location of this meeting shall be determined by the Committee members.
 - 4) Conference calls may be considered official meetings.

Personnel Committee

- A) Membership
The Personnel Committee shall consist of a minimum of three (3) NPAIHB members appointed by the Chair. Vacancies shall be filled by appointment by the Chair. Appointments are by individual Board member, not by the tribal seat.

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- B) Term of Office
Personnel Committee members shall serve for a term of one (1) year.
- C) Duties
- 1) Make recommendations to the Board relative to the development and revision of personnel/grievance policies and procedures.
 - 2) Take action on employee grievances as required by Section D.
 - 3) Reviews position descriptions for professional staff.
 - 4) Recommends the NPAIHB salary scale to Executive Committee.
 - 5) The Committee is responsible to the Executive Committee and the Board and shall make reports as needed.
 - 6) The Committee will be responsible for any other policy matters pertaining to personnel and employees, as the Board may from time to time direct.
- D) Voting
Each member of the NPAIHB Personnel Committee shall have one (1) vote on all matters.
- E) Quorum
A majority of the NPAIHB Personnel Committee members must be present to constitute a quorum.
- F) Officers
- 1) The NPAIHB Personnel Committee shall be chaired by a Committee member appointed by the NPAIHB Chairman.
 - 2) The Chair shall be responsible for the coordination and on-going activities of the Committee.
 - 3) The Chair shall serve as spokesman only on Committee matters.
 - 4) The Chair shall work closely with the NPAIHB Chair and the Executive Director and shall report as required to the Board.
- G) Meetings
- 1) The NPAIHB Personnel Committee shall meet as the need arises. Meetings may be requested by Committee members and shall be called by the Chair.
 - 2) The date and location of meetings shall be determined by Committee members.
 - 3) Conference calls may be considered official meetings.

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Resolutions Committee

- A) Membership
The Resolutions Committee shall consist of a minimum of three (3) NPAIHB members appointed by the Chair.
- B) Vacancies shall be filled by appointment by the NPAIHB Chair. Appointments are by individual Board member, not by the Tribal Service Unit seat.
- C) Term of Office
Resolutions Committee members shall serve for a term of one (1) year.
- D) Duties
 - 1) Accepts resolutions, reviews and edits them for clarity, and recommends them to the NPAIHB for votes at Quarterly Board meetings.
 - 2) Works with the Executive Director to develop resolutions and/or position papers in response to Board mandate.
 - 3) Make recommendations on the distribution of Board resolutions.

Other Committees

New standing committees of the Board may be established as needed by a majority vote of the Executive Committee with ratification by the full Board at the next Quarterly Board meeting. Ad-Hoc committees may be established, as needed, by the Board Chairman.

Unless otherwise stipulated, all committee appointments are by individual rather than tribal seat.

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Allowances

At the present time the NPAIHB is not paying allowances to members of the Board or its Committees.

Reimbursements

- 1) Board members shall be reimbursed at Federal government travel rates for expenses incurred as a result of attendance at authorized meetings.
- 2) Reimbursements for travel other than Quarterly Board meetings must be approved by the Executive Committee.
- 3) Reimbursements for lodging may exceed the Federal government rate if no reasonable lodging is available at the Federal rate. Written justification showing that no reasonable alternative was available must be provided.
- 4) Federal rates may also be exceeded if the negotiated conference rate is higher than the Federal rate and the conference site is preferable for efficiency and expediency. Documentation of conference rate must be provided. Prior approval of the Executive Director is required to exercise these options (3 & 4).

Reimbursable Expenses

- 1) Actual cost of transportation to and from official meetings by the least expensive, commonly used method of transportation (including taxis, tolls and parking fees).
- 2) Meals and lodging when and if necessary will be paid on a per diem basis at the rates established for Federal employees.
- 3) Reimbursement for car rentals will only be made when written justification is provided showing that no other form of ground transportation is available or that a car rental is less

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expensive than all other available ground transportation. Approval for car rental assumes approval for the cost of insurance coverage.

- 4) Delegates are reimbursed for mileage only for attendance at Service Unit Health Board meetings.

Claims for Reimbursements

Each claim must be submitted on the NPAIHB travel reimbursement form, documented as to actual expenses incurred and signed by the traveler. Receipts for lodging and other claimed expenses (except meals) must be submitted with the claim.

Travel Advances

Members of NPAIHB's Boards and Committees who travel on Board business may request an advance of not more than 80% of their projected expenses. If the member does not take the trip for which the advance was issued, the total amount of the advance shall be promptly returned to the NPAIHB. Travel Reports are to be submitted within 15 days following completion of travel. Travel advances will not be issued until all previous travel reports have been submitted.

Representation at Meetings

The NPAIHB Chair is the primary representative of the Northwest Portland Area Indian Health Board to the public. The Chair has the authority to select, and/or approve, other delegates or staff to serve as a representative for the Board on committees and at meetings, conferences, or other public activities.