



## COMMERCE COMMISSION BYLAWS

### **Article I. Commission Title; Authority; Purpose**

**1.01. Title.** This entity shall be known as the “Little River Band of Ottawa Indians Commerce Commission, and may be referred to as the “Commerce Commission.”

a. The official office and mailing address of the Commission is:

375 River Street  
Manistee, MI 49660

**1.02. Authority.** The Commerce Commission was created by

a. Delegated authority in Article IV of the Commerce Commission Ordinance, #05-150-05, as amended November 29, 2006.

b. Adoption of Tribal Council Resolution #07-1031-561, approving these bylaws.

**1.03. Purpose.** As identified in Ordinance #05-150-05, the Commerce Commission’s purpose is to promote diversification of the Tribal economy, entrepreneurial efforts of Tribal members and to provide oversight and policy supervision to the Department of Commerce and programs administered by that Department and to develop policies that ensure an effective utilization of Tribal resources and financial opportunities as they may become available.

### **Article II. Commissioners**

**2.01. Membership.** The Commission shall consist of five commissioners appointed in accordance with the Constitution and the Commissions Ordinance; provided that the appointments comply with Article 4.02 of the Commerce Commission Ordinance.

**2.02. Term of Service.** The term of office of a commissioner shall be four years.

**2.03. Officers & Duties.** The Commerce Commission shall elect from duly appointed members, two members to serve as Chairman and Vice Chairman; provided that, no one member may be elected to serve both offices simultaneously.

a. The term of service for each Officer shall be one year, to be determined annually during the month of October. A commissioner may be elected to successive years in the same office.

b. *Chairman.* The Chairman shall be responsible for:

1. Calling all meetings.
2. Presiding at all meetings.
3. Managing and reporting the activities of the Commission to the Tribal Council’s Speaker, and any other entity as authorized by the Commission.
4. Signing all correspondence on behalf of the Commission, and representing the Commission at all meetings with Government or outside entities, provided that the Commission still maintains the right to designate by motion a specific representative from their membership as representative for a specific meeting or limited purpose.

- c. *Vice Chairman.* The Vice Chairman shall be responsible for:
  - 1. Acting in the capacity of Chairman and assuming those duties and responsibilities in the absence of the Chairman.

**2.04. *Causes for Removal of a Commissioner.*** In addition to the reasons for removal from office as set forth in the Commissions Ordinance, a commissioner may be removed for the following additional reasons.

- a. Conviction of a felony in Tribal, State, or Federal court during a term of office, unless such conviction stems from performance of a legal duty to the Tribe;
- b. Fraud, conspiracy to commit fraud or material misrepresentation, or malfeasance in the performance of duties and responsibilities under this Ordinance.
- c. Non disclosure of information that may reveal a conflict of interest.

### **Article III. Duties and Responsibilities**

**3.01.** The Commerce Commission is charged with reviewing program applications as provided for under Tribal law, adopting business development policy, and approval of departmental policies, procedures and forms of the Department of Commerce, and shall exercise the powers and authorities described in this Ordinance or as may be designated by separate Ordinance.

**3.02.** To implement the provisions of the Commerce Commission Ordinance and all Ordinances governing economic development activities for which the Commission has been delegated responsibility, through the development and adoption of regulations governing business entities, Tribal members entrepreneurial activities, job development activities and management of Tribal records.

**3.03.** To enact regulations necessary to implement federal and state economic development agreements assigned to the Commission for oversight responsibility. Such regulations shall be approved by the Tribal Council or in accordance with any Ordinance promulgated regarding adoption of regulations.

**3.04.** To enact regulations necessary to implement policies aimed to diversify the Tribal economy. Such regulations shall be approved by the Tribal Council or in accordance with any Ordinance promulgated regarding adoption of regulations.

**3.05.** To review the program budgets and statistical service reports administered by the Department of Commerce.

### **Article IV. Meetings.**

**4.01** The Commerce Commission is authorized to engage in the following types of meetings, in accordance with Ordinance #05-150-05. Meetings may consist of both an open and closed session; provided that the Public Informational Meeting shall not conduct a closed session:

- a. Public Informational Meeting
  - 1. The Public Information Meeting is an annual meeting that shall be held during the month of \_\_\_\_\_.
- b. Regular Meetings
  - 1. Regular Meetings shall be scheduled 4 times per month.

2. The Commission shall establish the annual meeting schedule no later than \_\_\_\_\_, and the regular meeting schedule shall be posted at all Little River Band Government Service locations.

c. Special Meetings

1. Special meetings may be held as needed upon request of the Chairman, or any two commissioners.

2. All Commissioners shall be provided with written notice of the meeting at least 24 hours prior to the meeting; failure to provide such notice shall render any action taken at the meeting void, provided however, that if all c.

2. The business conducted at a Special meeting shall be limited to the matters specified by the Chairman's directive or the written notice signed by two commissioners calling the special meeting.

d. Hearings

1. The Commerce Commission shall conduct public hearings for any of the following reasons: all appeals of denials, suspensions, revocations, or other departmental actions involving any of the developmental functions;

2. all cases where an action by a member has resulted in notice of denial of services issued by the Commerce Department of Commerce;

3. all cases in which the issuance of rules or regulations is alleged to be unconstitutional, vague, beyond the scope or authority of the Commission, or for other like reasons.

**4.02. Conduct of Meeting.** The Commission shall act by motion or resolution. All actions of the Commission must be carried out by prevailing majority vote on all matters brought before the Commission. Roll call vote shall be recorded. The Chairman is allowed to vote on all matters brought before the Commission; provided that no Commissioner shall be allowed to vote on any matter that presents a real or perceived conflict of interest for that Commissioner, and must abstain from the vote.

**4.03. Quorum.** The Commission shall have at least one officer and one other duly appointed member present to constitute a quorum to conduct official business.

**4.04. Records of the Commission.** The Commission shall maintain permanent record of all meetings, including open and closed sessions when appropriate.

a. Minutes of all of the Commission meetings shall be kept on permanent file in the offices of the Tribal Council, and shall be available for inspection by any member of the Little River Band of Ottawa Indians upon reasonable advance notice; provided, however, that as to any closed meeting or closed portion of a meeting, the minutes shall merely reflect that a closure took place.

b. Minutes of all closed meetings or closed portions of meetings of the Commission shall be transcribed and shall be kept on permanent file in the confidential files of the Commission. Such minutes may be released only upon a majority vote of the Commission explicitly authorizing such release.

## **Article V. Employees; Liaison**

**5.01 Employees.** The Commerce Commission does not have the ability to employ individuals, or enter into employment agreements on behalf of Little River Band.

**5.02 Liaison.** The Commerce Commission and Tribal Council are jointly responsible to ensure that information and actions between the bodies are properly managed and communicated.

a. Commission. The Commission Chairperson shall communicate with the Tribal Council Speaker, all matters that pertain to the business of the Commission that require action of the Tribal Council.

b. Tribal Council. The Tribal Council shall designate a member of the Council that shall act as the primary contact for routine business matters including but not limited to: attending Commission meetings as the Council's liaison to the commission, accepting routine communications and routing such communications to the Tribal Council, accepting or preparing information from the Commission to the Council.

#### **Article VI. Amendment; Repeal**

Amendment. These by-laws shall be reviewed on an annual basis by the Commerce Commission for amendments. All amendments must be presented at least one meeting prior to action and must be adopted by a two-thirds vote of the members present. Amendments are final when presented and approved by the Tribal Council through a resolution created and submitted by the Commerce Commission.

6.02. Repeal. These by-laws may be repealed by the presentation of a request to the Tribal Council by the commission in the form of a resolution containing the reasons a repeal of these by-laws is necessary. The Commerce Commission must approve the repealing resolution by a two-thirds vote of the members present. Further, the Tribal Council may unilaterally repeal these by-laws by amendment to the creating Ordinance or by adoption of a resolution calling for the repeal of the Commerce Commission's by-laws.

#### **CERTIFICATION**

I, [name], as Chairperson of the Commerce Commission do hereby certify that the Commerce Commission adopted these by-laws at a duly called meeting.

Date: \_\_\_\_\_  
Commerce Commission Chairperson

I, Kimberly Alexander, as Tribal Council Recorder do hereby certify that the Tribal Council, at meeting called on [date], adopted these by-laws.

Date: \_\_\_\_\_  
Tribal Council Recorder