

## **CNCA Meeting of the Board of Directors Meeting Minutes**

Date: November 7, 2014

Time: 2:00 pm CDT

Location: Community and Cultural Outreach Conference room

**Meeting called to order** by Bill Andoe at 2:06 pm

Roll Call done by Bill Andoe – Present: Dawnena Mackey, Bill Andoe, Ron Qualls. Present by telephone: Julia Coates, Robin Smith and Jacquie Archambeau. Special Guests present: Tammy Keeter-Miller- CCO, Kevin Stretch- TA

**Quorum was declared**

**Minute approved from previous meeting**

**Welcome and Introductions done**

**Amending bylaws concerning the role of Secretary to include Charter Organization Compliance.**

Jacquie presented (see end of document 1.1) proposed changes to the CNCA Bylaws.

Discussion

Motion made by Ron Qualls to approve as presented, Dawni seconded. Amendment passes.

**Social Media Time Frame**

Board continued to discuss time frame and concerns for a drafting of a Social Media Policy for the CNCA Board. At Large Citizen and Community member Scott Lemmon to help in the crafting.

Items and concerns that need to be incorporated in the Policy:

- Values of the organization
- The need for the Policy to tie in with the role of CNCA Secretary's role as the CCNCA Board's point of contact
- Policy needs to address Legal- Non Profit Status
- Politics needs to be addressed

- Board member very active in political discourse, supportive of candidates.
- AG has handed down a broad definition holding the “Groups” to a standard.
- In regards to Facebook: Address Page Administrator’s responsibility of what is posted and who is posting.

Continuation moved to the next Board Meeting.

### **Review/Status of CPA Contract**

CPA search concluded and Michael Green CPA was recommended.

Associate Donna Lowery will be working with us on the IRS Group Exemption Process. CCO will contract with them.

Ron Qualls made a motion to Support the Recommendation to contract with Michael Green CPA for this task. Dawni seconded. Vote of support passed.

### **CNCA Website**

The CNCA is able to add a link to the Cherokee.org site.

Kevin Stretch, TA, CCO to set up, administer page and work closely with the CNCA Secretary.

Discussion on what items are to go on the CNCA Website:

- CNCA Information, contacts, etc  
Possible information:
- Timely information
- Community meeting information
- CCO Conference Information
- Contact information of each group.

Jacque made a motion to approve Kevin Stretch as the CNCA website administrator. Dawni seconded. Motion passed.

### **Announcements:**

CNCA President Bill Andoe resigns. He is leaving his post at the CN Education Department to work as the Executive Director and CEO at The bART Center for Music. His last day of work is today and he is finishing up with the CNCA Board Meeting. Bill is an At Large Cherokee Citizen. Board members expressed their thanks and appreciation for his work and guidance as a President and Board Member. Julia, especially thanked him for his work and representation in the Education Department.

With Bill's resignation; making adjustments to the Board Officers Roles need to be placed on the Agenda.

Tammy stated that she filed the 990 to the IRS for the CNCA.

Next meeting to be held on Friday, February 13, 2015 at 2pm Central Time.  
Looking to plan quarterly meetings.

Next meeting notice to be posted 30 days in advance. Agenda items to be received by Jacquie 10 days prior to meeting, February 2, 2015.

Meeting Adjourned

1.1

**Amending Bylaws concerning the role of Secretary to include  
Charter Organization compliance.**

Now reads:

Section 4. Titles. Three members of the Board shall be elected by the Board to serve as President, Vice President, and Secretary/Treasurer. The President shall preside at and conduct all meetings of the Board. The Vice- President shall act in the absence of the President and shall carry out other duties as may be assigned. **The Secretary/Treasurer shall maintain the minutes of the meetings, accept and collect minutes, financial reports, and membership lists from chapter organizations.**

Proposed:

Section 4. Titles. Three members of the Board shall be elected by the Board to serve as President, Vice President, and Secretary/Compliance Officer.

The President shall preside at and conduct all meetings of the Board.

The Vice- President shall act in the absence of the President and shall carry out other duties as may be assigned.

The Secretary/Compliance Officer shall maintain the minutes of the meetings, accept and collect minutes, ensures that the records of the organization are maintained as required by law and made available when required by authorized persons. These records may include founding documents, (e.g. articles of incorporation, bylaws), board and committee meeting minutes, financial reports, and other official records.

The Secretary institutes and maintains an effective compliance communication program for the organization and its chapter organizations. As required by the IRS Group Process and CNCA Bylaws accept, collect and review of minutes, financial reports and membership lists from chapter organizations.

The Secretary ensures that proper notification is given to Board members of meetings as specified in the bylaws. The Secretary manages the general correspondence of the Board except for such correspondence assigned to others.

Note: Amendment passed unanimously by entire CNCA Board 11/07/14.