

## TITLE 2. ADMINISTRATION AND GOVERNMENT SERVICES

### Chapters:

- 2.1 (Reserved)
- 2.2 Suquamish Tribal Museum
- 2.3 Affordable Housing
- 2.4 Tribal Council Deferred Compensation Plan
- 2.5 Suquamish Foundation Charter
- 2.6 Drug Testing
- 2.7 Aged and Disabled Program

### Chapter 2.2

#### SUQUAMISH TRIBAL MUSEUM

### Sections:

- 2.2.1 Charter.
- 2.2.2 Name.
- 2.2.3 Duration.
- 2.2.4 Purpose.
- 2.2.5 Ownership of Artifacts and Produced Materials.
- 2.2.6 Board of Trustees.
- 2.2.7 Powers and Duties of Officers.
- 2.2.8 Operation Requirements.
- 2.2.9 Indemnification.
- 2.2.10 Sovereign Immunity.
- 2.2.11 Membership.
- 2.2.12 Board of Advisors.
- 2.2.13 Limitations on Earnings and Activities.
- 2.2.14 Dissolution and Distribution of Assets.
- 2.2.15 Principal Office.
- 2.2.17 Adoption of Museum Policies.
- 2.2.17 Amendment or Repeal.

**2.2.1. Charter.** By the authority of Article III (i), of the Suquamish Constitution, the Suquamish Tribal Council by this chapter charters the Suquamish Tribal Museum as a wholly-owned, nonprofit entity of the Suquamish Indian Tribe. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010, which replaced “cultural center” with “museum” and other changes)

**2.2.2. Name.** The name of this organization, formerly the “Suquamish Tribal Cultural Center,” is the Suquamish Tribal Museum, referred to in this chapter as the “museum.” (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.3. Duration.** The museum will exist until terminated by the Suquamish Tribal Council as set out in §2.2.14. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.4. Purpose.** (a) The museum is a Suquamish Tribal governmental organization chartered exclusively for charitable, religious, educational, and scientific purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law. The museum will maintain its status as a tribal governmental unit for purposes of section 7871 of the Internal Revenue Code and also as a qualifying nonprofit entity for purposes of section 501(c)(3) of the Internal Revenue Code.

(b) The museum is organized to accomplish the following purposes consistent with §2.2.4(a):

(1) To create and operate a museum that will house Suquamish artifacts, historical photographs, and educational materials so that this material will always be available to the community;

(2) To maintain an oral history program by which elders and Suquamish citizens may record the history and culture of the Suquamish people so that it is preserved and made available to the community as part of a continuing education program;

(3) To preserve the language of the Suquamish people and assist in the development of educational programs that will allow members of the community to maintain the native language;

(4) To maintain an outreach program to non-Indian members of the community to educate them as to the ways of the Suquamish people in order to decrease tensions between people and to promote a better understanding between the two cultures; and

(5) To develop and maintain a broad base of financial support through the solicitation of memberships from throughout the community and the solicitation of grants from other governmental entities and public and private donors in order to support the work of the museum and to ensure that the collected knowledge is spread as widely as possible. The museum will work cooperatively with the Suquamish Foundation and the grants department in all fundraising and grant-writing endeavors. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010; amended by Res. 2024-299, passed Jul. 15, 2024 and effective Jan. 1, 2025)

**2.2.5. Ownership of Artifacts and Produced Materials.** The museum may not act to take any artifact, paper, photograph, oral history, or like item in the name of the

museum nor may any such item become or be considered as an asset of the museum. It is understood that such sacred and historically important items belong to the Suquamish Indian Tribe in trust for all Suquamish people. The museum may act as custodian for such items and as agent for the Suquamish Indian Tribe in order to carry out the purposes of the charter. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.6. Board of Trustees.** (a) Powers and Duties. The museum is managed by a board of trustees which has all of the power and authority granted to it in this charter. The board of trustees will perform but not be limited to the following specific duties:

(1) Providing policy direction for the museum;

(2) Carrying out the cultural, religious, historic, and educational programs set out in §2.2.4 of this chapter and any other related project not inconsistent with this chapter; and

(3) Coordinating all activities with the Suquamish Tribal Council.

(b) Number of Trustees. The board of trustees is composed of five (5) members, three (3) of whom are Suquamish citizens and two (2) of whom may be non-citizens of the Tribe. The board of trustees is appointed by the Suquamish Tribal Council.

(c) Selection Standards. The Suquamish Tribal Council, when selecting persons to serve on the board of trustees, will appoint at least one (1) member from the Suquamish Tribal Council and four (4) additional members. The Tribal Council will select those persons who have demonstrated a concern for the preservation and perpetuation of Suquamish tribal history and culture, persons who have demonstrated unique expertise in areas relating to tribal history and culture, community leaders, and any other persons that the Tribal Council believes will act responsibly to ensure that the goals and objectives of the museum are met.

(d) Term of Office. Each board member will serve for a term of three (3) years provided that the first board will have a term defined as follows: Two (2) of the members will serve for one (1) year, two (2) of the members will serve for two (2) years, and the remaining three (3) members will serve for three (3) years. The specific term to be served by each member of the first board of trustees is determined by the Suquamish Tribal Council.

(e) Vacancies. If any board member is for any reason unable to complete the board member's term, the Suquamish Tribal Council will act to fill the vacancy consistent with the requirements of sections (b) and (c) above. The new board member selected under this section will serve for the remainder of the term.

(f) Removal of Trustees. The Suquamish Tribal Council may remove any trustee for cause by majority vote of the Suquamish Tribal Council. Any trustee who is being

considered for removal must receive reasonable notice of the reasons supporting the trustee's removal and must have an opportunity to present argument and any other evidence to the Council before it takes any action. Vacancies created under this action will be filled as set out in §2.2.6(e).

(g) Meetings. The board of trustees will establish a regular schedule of board meetings held at least quarterly at a predetermined place and at a predetermined time. The board of trustees may conduct special meetings when they deem it necessary. Special meetings may be called by the president of the board of trustees or upon petition of two (2) members of the board of trustees. For the purpose of considering any business the board of trustees conducts, all special meetings held under authority of this section will be deemed to be meetings of the museum's board of trustees.

(h) Notice of Meetings. Reasonable notice of any special meeting will be given to each trustee setting forth the time, place, and agenda of the meeting, provided that such notice may be given verbally if circumstances so require. Any matter may be considered at a regular meeting or a special meeting of the board of trustees, with or without notice unless notice is required by law or this chapter.

(i) Quorum and Voting. Three (3) trustees will constitute a quorum for transacting business in any meeting of the board of trustees. The board's decisions will be determined by consensus of members present and will be noted in the minutes. If the board cannot reach consensus after reasonable discussion of a topic, the affirmative vote of a majority of those trustees present at a meeting as defined in §2.2.6(g) will be regarded as the act of the board. Every act or decision done or made by a majority of the trustees present at a meeting at which a quorum is present will be regarded as the act of the board.

(j) Compensation. Trustees may not receive compensation for their services as trustees but may be reimbursed for their reasonable and necessary expenses incurred in the performance of their duties. The trustees must approve these expenses in advance. No expenses may be approved unless they are within the approved museum budget. The Suquamish Tribal Council may include board service stipends in the approved annual budget of the museum. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 96-045, passed Jul. 1, 1996; amended by Res. 10-073, passed Mar. 29, 2010; amended by Res. 2024-299, passed Jul. 15, 2024 and effective Jan. 1, 2025)

**2.2.7. Powers and Duties of Officers.** (a) Officers. The officers of the museum are the president, vice president, secretary, and treasurer. Officers are elected from the board of trustees by a majority of the board members. Officers serve a term of one (1) year and may be reelected to serve multiple consecutive terms. A single person may serve as both secretary and treasurer. The duties and responsibilities of each office are as follows.

(b) President. The president presides at all board meetings, performs all presidential duties, and exercises the authority the board delegates to the president.

The president may vote only in the case of a tie. The president is considered a member for purposes of determining a quorum under §2.2.6(i).

(c) Vice President. In case of the president's absence, disability, or death, the vice president will exercise all the president's powers and perform all the president's duties.

(d) Secretary. The secretary keeps the minutes of the board, affixes the seal of the museum to all documents which require it, gives all notices of meetings as required in this chapter, and generally performs all the duties of the office and as the board may require.

(e) Treasurer. The treasurer accounts for, receives, gives receipt for, preserves, and safeguards all the board's funds and assets and immediately transfers such funds with all necessary records to the Suquamish Indian Tribe's Finance Department, which will serve as the board's accounting department. All funds the board receives will be separately accounted for, will be kept in a separate bank account established and maintained in a federally chartered bank, and will not be combined with any other funds. The treasurer also performs all duties and exercises the authority of the office as provided in the board's bylaws, as pertain to the office, and as the board delegates to the treasurer.

(Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010; amended by Res. 2024-299, passed Jul. 15, 2024 and effective Jan. 1, 2025)

**2.2.8. Operation Requirements.** (a) Accounting Procedures. All checks, drafts, demands for money, and written contracts of the museum must be signed by an officer or agent appointed by the Suquamish Tribal Council. No officer, agent, or employee of the museum has the power to bind the museum by contract or otherwise unless specifically authorized in a written resolution of the Suquamish Tribal Council.

(b) Control of Funds. The museum will adopt such accounting procedures and mechanisms as are required by the Suquamish Tribal Council in consultation with the director of finance. The museum, in consultation with the Tribe's Executive Director or the Executive Director's designee, will prepare a budget annually for approval by the Suquamish Tribal Council.

(c) Public Documents. All documents, minutes, papers, contracts, and other documents the museum holds are public documents and open for inspection by the Suquamish Tribal Council and any other citizen of the Suquamish Indian Tribe, provided that the board, in consultation with the Suquamish Tribal Council, may act to protect the privacy of any person or of the express conditions of a donation.

(d) Director. (1) The Suquamish Tribal Council will employ a director to oversee the day-to-day operations of the museum, coordinate fundraising, and exercise

supervisory authority over all museum employees. The director is an employee of the Suquamish Indian Tribe, is subject to the Suquamish Indian Tribe's personnel policies and procedures, and reports to the Suquamish Tribal Council or their designee.

(2) The director will look to the board for policy guidance, for the establishment of museum goals.

(3) The director will account for, receive, give receipt for, preserve, and safeguard all funds and assets of the museum and will immediately transfer such funds with all necessary records to the Suquamish Indian Tribe's Finance Department, which will serve as the museum's accounting department.

(4) All funds the museum receives will be separately accounted for.

(e) Staff. The director may employ such staff as are necessary to operate the museum and to fulfill the purposes set out in §2.2.4, provided that no staff may be employed unless and until the museum has received sufficient funds budgeted for that purpose. All employees of the museum are employees of the Suquamish Indian Tribe and are subject to the Suquamish Indian Tribe's personnel policies and procedures, including the Suquamish Indian Tribe's tribal preference in employment policy. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010; amended by Res. 2024-299, passed Jul. 15, 2024 and effective Jan. 1, 2025)

**2.2.9. Indemnification.** No member, officer, trustee, employee, agent, or attorney of the museum is personally responsible or liable for any debts, fines, costs, expenses, or judgment imposed upon or against or incurred by the museum. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.10. Sovereign Immunity.** Neither the museum, nor any officer, trustee, employee, agent, nor attorney of the museum, may sign any contract or otherwise act to waive the sovereign immunity of the Suquamish Indian Tribe. As a nonprofit entity of the Suquamish Indian Tribe, the museum expressly retains its immunity from suit. This immunity may only be waived by written resolution of the Suquamish Tribal Council. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.11. Membership.** Any person may become a member of the museum upon fulfilling all obligations of membership and upon paying all fees as the board of trustees may establish. Members under this provision have no power to establish policy or otherwise engage in the museum's management or direction. The board of trustees may establish membership benefits, provided that these benefits are consistent with all the provisions of this chapter. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.12. Board of Advisors.** The director may, at the director's discretion, establish a board of advisors with which the director and board of trustees may consult to assist in

fulfilling their responsibilities under this chapter. Members of the board of advisors should be persons with unique expertise in the areas of anthropology, history, art, Indian culture and religion, museum management, law, or other skills necessary to fulfill the goals established in this chapter. Members of the board of advisors may be reimbursed for their reasonable and necessary expenses for service on the board, provided the approved museum budget has sufficient funds allocated for that purpose. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.13. Limitations on Earnings and Activities.** No part of the museum's net earnings may be used for the benefit of or be distributed to its members, trustees, officers, or other private persons, or commingled with the general funds of the Suquamish Indian Tribe, except that the museum is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions to promote the purposes set forth in §2.2.4 of this chapter. The museum may not act to carry on propaganda or otherwise attempt to influence legislation, and the museum may not participate in or intervene (including publishing or distributing statements) in any political campaign on behalf of any candidate for public office. Regardless of any other provision of these articles, the museum may not engage in any activity not permitted to a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law, or to a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.14. Dissolution and Distribution of Assets.** (a) The Suquamish Tribal Council may dissolve the museum. Any action the Tribal Council takes under this section will be by a majority vote.

(b) Upon the dissolution of the museum, the Suquamish Tribal Council will, after paying or making provisions for paying all of the museum's liabilities, dispose of all of the museum's assets exclusively for the purposes of the museum in such manner or to such organization(s) whose purposes are exclusively charitable, educational, religious, or scientific that at the time qualifies as an exempt organization(s) under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law, as the Suquamish Tribal Council determines. Any such assets not so disposed of will be disposed of by the Suquamish Tribal Court exclusively for such purposes or to such organization(s) as the Court determines are organized and operated exclusively for such purposes. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010; amended by Res. 2024-299, passed Jul. 15, 2024 and effective Jan. 1, 2025)

**2.2.15. Principal Office.** The principal office of the museum is: The Suquamish Tribal Museum, P.O. Box 498, Suquamish, Washington, 98392. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.16. Adoption of Museum Policies.** The board of trustees will present all policies which the board adopts for the museum to the Suquamish Tribal Council for ratification and final approval. The board and the director will develop a collections policy, a donations policy, a membership policy, and such other policies as are necessary to effectively manage and operate the museum. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

**2.2.17. Amendment or Repeal.** This charter may be amended by a majority vote of the Suquamish Tribal Council so long as it is not inconsistent with section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law. (Res. 81-047 (part), passed Apr. 20, 1981; amended by Res. 10-073, passed Mar. 29, 2010)

Note : Resolution 2017-030, passed Feb. 6, 2017, made changes to the language, but not the content, throughout this chapter, to increase clarity and ease of reading.