



Charter of Leech Lake Tribal College¹²³

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ARTICLE I

ESTABLISHMENT OF THE COLLEGE AND PURPOSE OF THE INSTITUTION

Section 1. Official Name of the College

This Charter shall be known and may be cited as the Leech Lake Tribal College Charter, hereinafter referred to as the "College."

Section 2. Authority

This College Charter is enacted pursuant to the inherent sovereign authority of the Leech Lake Tribal Council, as the governing body of the Leech Lake Band of Ojibwe, as granted by Article VI of the Revised Constitution of the Minnesota Chippewa Tribe, and as recognized by the United States under Section 16 of the Indian Reorganization Act of 1934, 25 USC § 476.

The Board of Trustees (Board) is an agency of the Leech Lake Band of Ojibwe and derives its authority from the Band. Each action of the Board shall conform to the Minnesota Chippewa Tribe Constitution, statutes of the Leech Lake Band of Ojibwe, pertinent federal laws and statutes, and other governments' laws and regulations relevant to the operation of the college.

The Leech Lake Band of Ojibwe recognizes and acknowledges the Board of Trustees' autonomy in the College's governance and policy-making. Furthermore, the Leech Lake Band of Ojibwe has no authority over the day-to-day operations of the College.

Section 3. Location

The principal office of the College shall be Leech Lake Tribal College, 6945 Little Wolf Road NW, Cass Lake, Minnesota 56633.

Section 4. Duration

The duration of the College's existence shall be perpetual, subject to Article VII of this charter.

Section 5. Mission

The mission of the College shall be exclusively charitable and educational and shall be organized for the following purposes:

1. For educational purposes, within the meaning of section 501 (c)(3) Internal Revenue Code of 1954, or the corresponding provision now or in the future of United States Internal Revenue Law that establishes tax exempt status for Indian tribes and its entities, for such purposes include establishing, maintaining, and operating educational institutions at the post-secondary level on the Leech Lake Ojibwe Reservation, with educational, vocational, and technical programs, and curricula leading to degrees and certificates that may be granted by the College.
2. To provide all persons a quality education grounded in spirituality, history, and culture of the Anishinaabeg and to assist all persons in becoming engaged and creative members of their communities and their tribal nations.

3. To develop Anishinaabe cultural and language studies and to recognize that the Ojibwemowin is the first language of the Ojibwe people.
4. To nurture a knowledge and respect for women as leaders of their clan families and as traditional and contemporary leaders of the Anishinaabeg.
5. To promote and conduct such research and development activities as deemed necessary for the efficient provision of post-secondary educational opportunities on the Leech Lake Band of Ojibwe Reservation.
6. To serve as the Land Grant Tribal College for the Leech Lake Band of Ojibwe.

Section 6. Definitions

The terms used in the Charter shall be the meaning given to such terms as follows:

- "Band" means the Leech Lake Band of Ojibwe.
- "Band Member" means an enrolled member of the Leech Lake Band of Ojibwe.
- "Board of Trustees" means the governing officers of the College.
- "Charter" means the College Charter.
- "Executive Officers" includes the Chairperson, Vice-Chairperson, and Secretary.
- "Leech Lake Band of Ojibwe Reservation" means all lands within the exterior boundaries of the Leech Lake Band of Ojibwe Reservation; all land held in trust for the Leech Lake Band of Ojibwe by the United States government, and all lands owned by the Leech Lake Band of Ojibwe.
- "Leech Lake Tribal College" means the organization's name.
- "Tribal Council" means the governing body of the Leech Lake Band of Ojibwe.
- "Tribal Court" means the Leech Lake Band of Ojibwe Tribal Court.
- "Non-Voting Members," which includes the two (2) Elder Representatives and the one (1) Student Representative.
- "Reservation Business Committee" means the governing decision-making body of the Leech Lake Band of Ojibwe.
- "Voting Members" means the appointed members of the Board of Trustees.
- "With Cause" means an action or inaction that violates the bylaws or charter of the college or employment contract if applicable.

Section 7. Effect of Headings

Article and Section headings contained herein are for the convenience of reference only. They shall not be deemed to govern, limit, modify, or in any manner affect the scope, meaning, or intent of the provisions of any article or section of this Charter.

Section 8. Liberal Interpretation

The provisions of this charter, being necessary for the welfare of the Band and its members, shall be liberally construed to affect the purpose and objective hereof but, in all cases, will be consistent with the laws of the Leech Lake Band of Ojibwe.

Section 9. Implementation

This charter shall take effect and be in full force from and after its approval and passage by the Tribal Council and shall remain in effect until dissolved by resolution of the Tribal Council.

Section 10. Severability

The provisions of this Charter are severable; if any part or provision hereof shall be held void by the Tribal Council or Tribal Court, that decision shall not affect or impair any of the remaining provisions of the Charter.

ARTICLE II

BOARD MEMBERS: QUALIFICATIONS FOR OFFICE, TERMS AND CONDITIONS OF OFFICE, VACANCIES, OATHS, AND VIOLATIONS

Section 1. Board Member

No Voting Board Member, Elder Representative, or Student Representative can be an employee of the Leech Lake Tribal College.

Voting Board Members

The College Board of Trustees (who shall be known as Voting Board Members) shall consist of a minimum of five (5) voting members, selected through an application process that is open to any qualifying member of the Leech Lake Band of Ojibwe, that meets the minimum qualifications.

The minimum qualifications are as follows:

1. Each candidate for membership will demonstrate a long-term interest in education and job training.
2. Each candidate for membership will demonstrate a high degree of ethical standards and community service.
3. Each candidate for membership will be an enrolled member of the Leech Lake Band of Ojibwe.
4. Each candidate for membership shall have at least a high school diploma or General Education Degree and must possess a general knowledge of post-secondary education.
5. At least four (4) members will hold a baccalaureate degree or higher.
6. Each candidate for voting membership will be at least twenty-five years of age.
7. Each of the Voting Board Members will represent a voting district of the Leech Lake Band of Ojibwe Reservation, and at least one (1) member of the Board of Trustees shall be selected from each of the three (3) voting districts on the Leech Lake Band of Ojibwe Reservation.
8. At least four (4) members will reside within twenty (20) miles of the exterior boundaries of the Leech Lake Reservation.
9. One member will be an elder, at least fifty-five (55) years old.
10. One member will represent the business community.

11. One member will represent the higher education community.
12. One member will represent the Leech Lake Reservation education community.
13. One member will have cultural teachings and knowledge.
14. One member shall represent the legal community.

The Board of Trustees may set additional requirement(s) for Voting Members in the By-Laws of the Leech Lake Tribal College Board of Trustees.

Non-Voting Board Members

Additionally, the College Student Council may appoint a student representative each year as a non-voting member. The student representative must remain in good academic standing, be currently enrolled at the College, must be over the age of eighteen (18), and does not need to be a member of the Leech Lake Band of Ojibwe.

The Board is also composed of two non-voting Leech Lake Band of Ojibwe Elder Representatives, over the age of fifty-five (55), that willingly shares their wisdom, knowledge, and advice on matters before the Board of Trustees.

The Board of Trustees may set additional requirement(s) for Non-Voting Members in the By-Laws of the Leech Lake Tribal College Board of Trustees.

Section 2. Term of Office

The term of office for each Voting Board Member shall be staggered.

A full term of office will be four (4) years.

Each Board of Trustee can serve no more than three (3) consecutive full terms. If a voting board member is assuming a previous Board Member's unfilled term, the unfilled board member's term does not count towards the newly selected board member's three (3) full term limit.

Selection of Voting Board Members shall be held in December, and their terms begin on January 1. If a Voting Board Member is completing their term in office and wishes to continue service on the Board, the Voting Board Member must inform the Board in writing no later than the Regular November Meeting, and the Voting Board Member will be automatically reappointed for another four (4) year term.

The Elder Representatives will serve for four-year terms, and may be reappointed for unlimited four-year terms.

The student board member may only serve on the board while enrolled at the college.

Section 3. Duties and Responsibilities

The Board of Trustees shall be responsible to the Leech Lake Band of Ojibwe and sensitive to their hopes, ambitions, and needs. The Board shall be responsible for formulating broad public policy for college education in the service area. As the policy-making body of the College, the Board shall be charged with the oversight and control of the College. The Board shall follow the Policy on Conflict of Interest. The formulation and adoption of written policies shall constitute the basic method by which the Board exercises this leadership in the operation of the College.

Without limiting the powers granted to the Board by the Tribal Council and subject to lawful and applicable rules and regulations, the Board responsibilities are as follows:

1. Appoint or release the President of the College.
2. Adopt and periodically review a statement of philosophy, mission, vision, and goals, which clarifies the essential educational responsibilities of the College.
3. Establish broad general policies for the governance of the College and hold the President accountable for administering them.
4. Consider and take appropriate action on recommendations of the President in matters of uniform policy relating to the welfare of the College, such as admission and retention of students, student conduct, curricular offerings, governance, tuition and fees, financial management, salary schedules, and general personnel policies, due process and confidentiality of records.
5. Utilize attorneys, auditors, and other agents as required to complete the business of the College.
6. Adopt an annual budget to finance the operation of the College in accordance with the statutes of the Tribe and applicable lawful regulations.
7. Approve and review all construction contracts and approve all expenses on these contracts.
8. Provide required personnel, physical facilities, and means of financial support to carry out the goals and objectives of the College.
9. Review and take action on site selection and physical plant development matters.
10. Solicit communications and input from citizens and organizations of the College on matters of policy, administration, and other items of public concern affecting the College.
11. Appraise the efficiency of College operations and evaluate the educational programs.
12. Refer all matters concerning the College (except the selection of the President) directly to the President for study and recommendation before the Board considers such matters.
13. Inform the public concerning the progress and needs of the College, the educational programs, and the financial status of the College, and accurately account to the public for receipts and expenditures.
14. Perform other duties prescribed by law and act directly in matters not covered by specific law or policy.
15. Ensure evaluations happen in accordance with the Faculty Manual.
16. Annually evaluate the LLTC President's performance of the previous year, and set yearly measurable goals for the President to achieve.
17. Complete an annual self-evaluation of the Board of Trustees.
18. Ensure that due process is provided to all LLTC employees.
19. Approve and monitor the LLTC's Strategic Plan.

Section 4. Professional Development

New and continuing Board members will complete formal training in the roles and functions of College Boards of Trustees.

Section 5. Vacant Position for Board Member(s)

For the purpose of selecting candidates to fill a Board vacancy, the Board shall publish notice of vacancy for at least twenty-one (21) days after such vacancy shall occur. The Board shall select an individual from among qualified applicants based on their qualifications for the Board, and may conduct interviews of the applicants. The person's qualifications shall be entered with the official record of the Board's proceedings. The selection of a new Voting Board Member to fill the vacancy must meet the requirements.

If a vacancy occurs in any executive officer position of the Board, the Board shall nominate and vote to fill the position from the remaining Voting Board Members in executive session at the same meeting the resignation was accepted.

Section 6. Resignation of a Board Member

Any Board member may resign their seat/position by providing a written notice of resignation to the Chairperson of the Board of Trustees (or next in line if the Board Chair resigns), which will become effective upon a majority vote of the Board of Trustees at the next Regular or Special Board meeting. Upon written notice of resignation, the resigning Board Member will receive no further information privy to Board Members.

Any Board of Trustee Voting Board Member who fails to communicate through written communication to the Chairperson for two (2) consecutive regular meetings shall be considered as a resignation without any further action by the board needed.

Any Non-voting Board Members who fails to communicate through written communication to the Chairperson for four (4) consecutive regular meetings shall be considered as a resignation without any further action by the board needed.

If any Board Member applies for a position at the Leech Lake Tribal College, the member has a duty to inform the board that they have applied, which will result in their automatic resignation from the Board of Trustees.

Section 7. Oath of Office

Before entering the duties of office, every person confirmed to any office under this Charter shall take and subscribe to an Oath of Office and file a written and signed affidavit with the Administration of the College. The Oath of Office shall be administered by the Chairperson of the College Board of Trustees to all newly elected Board Members at the next regular meeting of the College Board of Trustees following the election. If the Chairperson is the person elected, the Vice Chairperson shall issue the Oath of Office at the Board meeting.

Section 8. Violations by Board Members - Penalty and Forfeiture

Any Board Member who willfully violates or evades any of the provisions of the law, and/or has a finding of a violation of the LLTC Charter, Board of Trustees Bylaws, the Code of Ethics, and/or Policy on Conflict of Interest, and/or commits any fraud upon the College, and/or converts any of the public property to their own personal use or knowingly permit any other person to convert it, and/or by breach of duty, shall forfeit the office and be excluded forever from holding any office under the Charter of the

College and shall be liable to refund to the College any amount lost to the College by reason of such violation of the law. The above reasons are just cause for removing a Board member from office, as well as no-calls/no-shows or lack of attendance.

A simple majority vote of the Board of Trustees shall be required to remove a Board member.

ARTICLE III

POWERS OF BOARD MEMBERS AND OFFICERS OF THE BOARD

Section 1. Board to Approve an Annual Budget for the College

The Board will approve an annual budget for the College operations before July 1 of each year.

Section 2. Board of Trustees to have Control of College Finances and Property

The Board of Trustees shall have the management and control of the College's finances and all property of the College. The Board may provide for the sale of real property, provided that no real property belonging to the College shall be sold unless ordered sold by all voting members of the Board.

The Board of Trustees shall be authorized to secure debts on behalf of the College and to enter into necessary business agreements; any waiver of sovereign immunity, however, shall be approved by the LLBO Tribal Council.

Section 3. Board of Trustees - Power to Select or Release the College President

Following a selection process, the Board of Trustees has sole authority to appoint the President of the College or to remove the President. The Board shall inform the Leech Lake Band of Ojibwe Tribal Council of their selection of a new President or of their termination of the President of the College.

Section 4. Board of Trustees - Power to Award Degrees

The Board of Trustees shall have the power to award degrees upon satisfactory completion of the requirements for the degree awarded.

Section 5. Board of Trustees - Power to Make Policy

The Board of Trustees shall have full power and authority to make, enforce, alter, amend, or repeal any policy for the good order of the College. All policy of the Board of Trustees shall be passed by an affirmative vote of a quorum of the Board, by "yeas" and "nays," which shall be entered into the record of the Board.

Section 6. Power and Duties of Board Chairperson

The Board Chairperson shall ensure the College's mission and goals are duly observed and implemented. The Chairperson shall take responsibility for all provisions relating to fellow Board Members. The Chairperson shall preside over the meetings of the College Board of Trustees. The Chairperson has signature authority on behalf of the Board of Trustees, and may request another Voting Board Member to act in their place if they are unavailable for any reason, through a motion and confirmation by the entire board of Trustees

Section 7. Election of the Executive Officers

Every two years, in the even ending years, at the regular January meeting of the Board of Trustees, the Board shall elect the Executive Officers by secret ballot from their membership.

Section 8. Duties of Other Executive Officers

When the Chairperson is absent or unable to discharge their required duties, the Vice-Chairperson shall discharge the duties of the Chairperson and act in the Chairperson's place. While performing the duties of the Chairperson, any acts performed by the Vice-Chairperson serving as Chairperson shall have the same force and validity as if performed by the Chairperson. The Secretary is responsible for drafting and recording all meeting minutes.

ARTICLE IV

COLLEGE BOARD OF TRUSTEES MEETINGS AND MISCELLANEOUS

Section 1. Meetings

The Board of Trustees shall hold regular monthly meetings, and the Chairperson may call special meetings by providing notice to each voting member. No business shall be transacted at such special meetings other than that designated in the meeting notice. In limited emergency circumstances, such as an act of God that affects the College's operations, an emergency board meeting may be held as soon as notice is provided to all board members and a quorum can be established.

Except for Executive Sessions, all Board of Trustees meetings shall be open to the public, and reasonable measures will be taken to ensure that meeting schedules and places are publicized.

Section 2. Establishing a Quorum

Elder members and the student board member are Non-voting Members of the Board to establish a quorum. The number of sitting Voting Board Members required is a simple majority to establish a quorum.

Section 3. Board Members-Conflict of Interest in College Contracts/Personnel Issues

All Board members or other officers or employees shall avoid all conflicts of interest in any activity of the College. They shall avoid even the appearance of a conflict of interest. Board members must follow the Board's Policy on Conflict of Interest.

Section 4. Creation of By-laws

The Board of Trustees shall create By-laws to govern the conduct of the business that comes before the Board of Trustees. If there is a conflict in the governing documents, the Charter supersedes the By-laws.

Section 5. Indemnification

The College shall indemnify any Board Member or administrative officer of the College made or threatened to be made a party to a proceeding by reason of the former or present official capacity of the person against judgment, penalties, or fines assessed against the person with respect to settlements and reasonable expenses, including attorney fees and disbursements incurred by the person complained of in the proceedings, provided the person:

1. Has not been indemnified by another organization for the same judgments, penalties, fines, and reasonable expenses, including attorney fees and disbursements incurred by the person in connection with the proceeding with respect to the same acts or omissions;
2. Acted in good faith;
3. Received no improper personal benefit through a conflict of interest or otherwise; and

4. In case of acts or omissions occurring in their official capacity, the person reasonably believed that the conduct was in the College's best interest.

Section 6. Insurance

The Board of Trustees shall purchase and maintain errors and omissions insurance on behalf of a person, in that person's official capacity, against any liability asserted against and incurred by the person in or arising from that capacity.

ARTICLE V

SOVEREIGN IMMUNITY

Section 1. Immunity of the Leech Lake Band of Ojibwe

The College is covered by federal and tribal law with all the privileges and immunities of the Leech Lake Band of Ojibwe, except as specifically limited by these Articles, including sovereign immunity from suit in any state, federal or tribal court. Nothing contained in these Articles shall be deemed or construed to be consent to the jurisdiction of the Courts of the United States or of any State with regard to the business or affairs of the College.

The inherent sovereign rights of the Band as a federally recognized Indian Tribe with respect to the existence and activities of the College are hereby expressly reserved, including sovereign immunity from suit in any state, federal or tribal court. Nothing herein or any action of the College shall be deemed or construed to be a waiver of sovereign immunity of the Band or to be a consent of the Band to any cause of action, case, or controversy, or the levy of any judgment, lien or attachment upon any property of the Band or the Board of Trustees; or consent to suit with respect to any land within the boundaries of the Reservation or consent to the alienation, attachment or encumbrance of any such land.

Section 2. Immunity of the College

For the purpose of enabling the College to enter into business agreements, either to secure debts or to provide services or products, the College Board of Trustees shall be authorized to agree by specific written agreement with a party to a limited waiver of sovereign immunity, provided:

- a) exclusive jurisdiction to interpret any provisions of the waiver is the Leech Lake Band of Ojibwe Tribal Court;
- b) the purpose for the limited waiver is explicitly stated;
- c) the time limits in which said waiver or qualification shall be effective;
- d) it contains the words "sovereign immunity."

However, any waiver of sovereign immunity is not effective until it is supported by a duly passed and executed resolution of the Leech Lake Reservation Business Committee.

The sovereign immunity of the Leech Lake Band of Ojibwe shall extend to all official actions of the College, the Board of Trustees, and all agents and employees of the College during the course of their official duties. Sovereign immunity excludes any criminal activity. No Director, member, officer, or trustee shall be held personally liable and shall be indemnified against liability by the College for any action or decision made in good faith belief that the action or decision was in the best interests of the College and within the scope of their responsibility and authority, and for which they received no improper personal benefit. In seeking redress of grievances against the College, persons subject to tribal jurisdiction shall exhaust all remedies available to them pursuant to the Leech Lake Tribal College

Personnel Policies applicable to the College before seeking redress of grievance against the College in the Leech Lake Tribal Courts.

ARTICLE VI

AMENDMENTS TO THE CHARTER

This Charter is adopted pursuant to the inherent sovereign power of the Leech Lake Band of Ojibwe and may be amended by the College Board of Trustees.

ARTICLE VII

REGULAR MEETINGS WITH LEECH LAKE BAND OF OJIBWE

The Leech Lake Band of Ojibwe, through the Reservation Business Committee, acknowledges the significance of a strong collaborative partnership with the Leech Lake Tribal College's Board of Trustees as its chartering body. To foster mutual understanding and ensure effective governance of the College, the Reservation Business Committee will meet with the Board of Trustees at least twice a year.

ARTICLE VIII

DISSOLUTION AND OTHER CIRCUMSTANCES

The property of this College is irrevocably dedicated to charitable and educational purposes, and no part of the net income or assets of this College shall ever be used to the benefit of any Board Member or employee thereof or to the benefit of any private person. Upon the dissolution of the College, its assets remaining after payment, or provision for payment, of all debts and liabilities of this College shall be distributed to establish an endowment fund for the sole purpose of higher education scholarships for citizens of the Leech Lake Band of Ojibwe.

The endowment fund shall be administered by the Leech Lake Band of Ojibwe Post-Secondary Higher Education Grant Program or another program that is tasked to provide scholarships to citizens of the Leech Lake Band of Ojibwe. If the Leech Lake Band of Ojibwe is no longer in existence or exempt from receiving such funds, then another nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax-exempt status under Section 501 (c)(3) of the Internal Revenue Code, that supports higher education scholarships for Ojibwe students, with preference given to descendants of the Leech Lake Band of Ojibwe.

The Leech Lake Tribal Council affirms that its statement in Article VII of the Charter of Leech Lake Band of Ojibwe and Leech Lake Tribal College (rev. 07/19/2021) applies to all debts and liabilities incurred through the Federal Student Aid program and will apply to other circumstances beyond the dissolution of the College in which College participation in the Federal Student Aid program ends.

WITNESS

In witness whereof, we, the undersigned members of the Leech Lake Tribal Council, have

approved the revised College Charter this _____ day of _____, 2025.

LEECH LAKE BAND OF OJIBWE TRIBAL BUSINESS COUNCIL:

Faron Jackson, Sr., Chairperson

Leonard Fineday, Secretary/Treasurer

Kyle Fairbanks, District I Representative

Steven White, District II Representative

Leon Staples, District III
Representative