

NORTH DAKOTA NATIVE TOURISM ALLIANCE

July 7, 2020 at 10am
Phone Conference 202-753-8450 (no pin)
Board of Directors Meeting

MEETING MINUTES

1. Call to order/Roll call

Les calls meeting to order at 10:13am

Roll Call MHA -Jason Alt for Darian

SL - Doug S, Collette B

TM - Les T, Selina L

SR- Jen J

S/W -

Not Present: Darian M, Gary S- MHA

Eric G - SR

Tamara S - S/W

Advisors: Anna B - GW

Stacey L - StrengthenND

Ed Hall III - BIA

Holiday - USDA

2. Opening Prayer - Les T

3. Approval of Agenda

Les calls for approval of agenda and asks for the motion. Jason makes the Motion.

Doug seconds. Les ask for discussion to add to the agenda. Under New Business 5. d. Funding Resources and under Old Business 6. e. ND Legislative Bill and f. Signature Card (treasurer).

Les states that if someone needs to add at any time throughout the meeting they can. Les call for the vote. All in Favor No abstention.

4. Approval of Minutes

Les calls for the approval of the June minutes and asks for the motion. Jason makes the motion. Jen seconds. All in favor and no abstention. Discussion. Selina made mention that she also sent out the discussion topic notes to the whole board of the June 17th Executive Meeting with not enough Executive officers on and so we went into discussion and the topic of discussion was the work needed to complete for GW to match our \$5,000 for the hiring of a contract person to come on board for NDNTA. All In Favor and no abstention.

5. New business

a. NDNTA Website Update & Donations (Anna): The 'Donate' button on the webpage can be included in one of two ways: (1) using a button on the 'about us' page that directs the visitor straight to Paypal, or (2) directing the visitor to a page to collect their personal information before directing them to Paypal.

Anna is briefing us on the NDNTA Website about a year ago an initial NDNTA website was created under ndnta.or or ndnta.com and as you know it is no longer up and the GW team is working on that to bring it back to life and updating it with the most updated board information, Information about NDNTA and we are adding a few more new sections. One page will be about tribal Covid 19 and steering people to oficial online resources on what each tribe has adopted and what is open on the homefront. the GW team is also creating a board login section where all old and current board agendas, minutes and attachments will be on the website going forward so that if anyone is having trouble with email, or facebook chat, and you are not receiving. The

board agendas, minutes and board trainings' and board documents, bank statements and bylaws will live on that website. Anna states the website will be up and running in a few weeks. Anna stated that there was a request from one of the Executive officers to add a donate button to the page or website for the organization and there are two options that are available, first one is a donate now button which would take the donor to the paypal website page in order to make that donation straight to the bank account or it can send them to a fillable form to collect their personal information and then to paypal in order to make that donation. so one adds the extra step to get their personal information details which could be helpful later on in reaching out to those donors but the downside is that it adds that extra step they may not want and lose people along the way. We can make it passable for them to just go to donate. Anna states after discussion that we can then make it private donor or anonymous for them to bypass filling out their personal information. Les asks If they choose to give their personal information they will then be updated about happening with NDNTA and possible fundraising efforts. Anna states that can be an opt in for them as eventual newsletters as a communication. Anna states that she will bring this back to the GW team and get back to you guys within a few weeks and have you guys login and review for last changes.

b. Hiring Committee (Les)

Les asks the board if anyone wants to volunteer to be on the hiring committee to select the part time contractor. Doug, Selina, Les said that they would. Selina stated that in the Executive Discussion we were going to bring it before the board to ask if the executive officers could be this. Les states yes but I thought it would be better to open it up to all board members. Anna and Stacey also volunteer to help assist us. The Job Description has already been Drafted. Les

asked if Selina got that and she states yes as Stacey states its a part of the old business under the legal review.

c. USDA Grant Opportunities (Holiday)

Holiday thanks us for inviting him and checking in with what USDA is doing and also he is on the NDNTA Advisory committee. Holiday reminds us that he has been with us from the beginning of NDNTA. Holiday works for USDA Rural Development and the most applicable program that we have that could be used for tourism would be our community facility loan grant program, we make direct loans and we make grants. We can lend sufficient up to 100% towards a project that is tourism related. The funds are for essential community facilities like the heritage center up there in Turtle Mountain which we funded with this particular program which could be used for museum, interpreter center but usually not for tourism related businesses. there is a restriction on the business aspect for a tourism facility that can not exceed 25% of the facility and if it went over that then we would have to look at one of our loan programs. We also have community facility grants and they are fairly modest and restricted by the amount of money appropriated down from congress. The grants are in \$50 to \$75,000 and you can apply ever year for them providing you spent down the previous and can only be used for equipment and furniture or vehicles and I know Les you talked about a tour vehicle at one point and aso about the pow wow grounds expansion in Turtle Mountains and would be appropriate with our community facility grants. The loans are very low interest at a rate right now of 2.2% and we can take the term all the way to 40 yrs. Education facilities like an interpreter center like up at MHA would work, any kind of public facility and these can be applied by the tribe itself or a community nonprofit or educational institute. Holiday stated that we can go to their website at www.rd.usda.gov and there is a list of over 40 programs we provide at rural development. We have the rural business development grant and comes out

once a year, this year is passed, usually in January it comes out and that is for any new small emerging business.

d. Funding Resources

Ed Hall III stated you might want to check with United Tribes to see if they want to be your fiduciary and ask what the process is to do so. You will have to have a formal agreement or contract in place and that would be for the other grants as well. Also the NABDI Grant opportunity from Indian Energy and Economic Development, that can be applied for by the tribes for tourism feasibility studies.

Les states for board members to look for funding resources and bring to the board.

6. Old business

a. Legal-reviewed policies (Stacey/Selina/Les) i. Option 1: Big Fire Law, Leonika Charging, MHA Tribal Member- \$500 annual retainer for filings; pro-bono services for policy review and recommendations ii.

Stacey states she took the lead in it as Selina sent the information to make the initial contact with Leonika (Big Fire) IN a follow up call Stacey states she (Leonika is an enrolled member of MHA Nation. She works with all of the 500+ tribes of the nation. They (Big Fire) mainly work with nonprofits, economic development for policies and procedures. Stacey states Leonika stated after Stacey gave a briefing of our work that she could do a \$500 Pro bono for filing and initial review of them since we already did them she will give recommendations. She (Leonika) is working through Selina and I as she originally sent a proposal which had review of 4 policies only so we requested her to allow review of 6 policies. 1. Personnel 2. Conflict of Interest 3.

Financial 4. Hiring Policy 5. Contractors Policy and 6. By Laws. Stacey states that Leonika put in her proposal \$125 per hr on any additional services and I emailed her for clarification on that as that was not what our phone call was about. Stacey states we want the policies with the filing

for the pro bono and the \$500 for retainer in case of additional work and I am still waiting for her feedback on clarification before we acknowledge her proposal. Les states so do we need to take any action on that \$500 retainer? Stacey states you will have to wait for her final proposal as we are requesting clarification with her right now. Les states ok. Selina states she lowered cost because we are a nonprofit for the \$500 Retainer. Selina states we still have option 2 also Les that you did as well. Selina states she has worked with Leonika in the past and she is very thorough, gets the work out in a timely manner and will negotiate the prices and not give us any surprises. Stacey states that Big Fire is a part of Lance Morgan (Primary Owner of Big Fire) with Majority Women as Owner/Partners. Strictly Indian Country.

Option 2: Garret Ludwig, Kelsch Ruff Kranda Nagle & Ludwig- pending response on hourly rate, emailed 10 days ago. Les asked Anna to email on his behalf and she has not seen a response with answering back with an hourly rate. She will recheck her emails. Stacey states to Anna to check your emails as he did reply back to you that he would be \$115 per hour but never followed back up with a written proposal with no mention of pro bono work. Anna/Stacey will send out to the board the emails or to Selina.

Les asks if we need to put into action about this. Stacey states no but she recommends as she did give a deadline to Leonika of August 1, 2020 and once those proposals come in if you guys (BODs) can do an email vote on what law firm you want to go with. Selina states to the BODs that the Executive officers have been included in the email threads. Stacey then states that after the final proposals are in for no confusion her and Anna will then send out the threads.

Les states that he would like to see a deadline on this for the August deadline. Stacey states we can state that to them and then the board can email vote on the ones who sent in their proposal. Deadline July 10th for proposals.

b. 501c3 Status Update (Stacey)

Stacey gives the background of how the 501 c3 was revoked. now we need to write a letter giving explanation or go with the long form and do the process all over again as NDNTA does not have in its possession the original short form submittal to irs and they want the information to match and it don't as you need to inform IRS of change with Treasurer. Stacey states that Selina tried to submit the 990 postcard for 2019 but was already in non compliance which resulted in being revoked. Stacey states she has been working with Strengthen ND and we found out that IRS can wave the past 990's and refile and it will still take us back to when we first were originated. Stacey states that she needs someone from the Board to be on the call with her with Strengthen ND to resubmit the long form and actually they can expedite where it could only take around 6 weeks for reinstating as a 501 c3 in good standings. Stacey states that the call should include Doug (current treasurer) and Selina (past treasurer) Selina states she is available. Doug asked again what the question was. Seina states we need you on a call for the 501 c3 form. Doug states that is fine. Stacey will send an invite out once a date is set. Stacey states lets get this out quickly. Les asks if there is a cost to this. Stacey states around \$800 for long form or could be around \$250. Les asked if we need to vote on this today for the authorization. Stacey states you could vote on it today so that it will make the process faster. Les asks for the motion to approve the fee for the filing of the long form for the 501c3. Anna asks if she could say something and she states we have stated to Selina in the past that GW under the BIA funding can cover that filing. Les states WOW Thank you. Anna states we can cover or Stacey can you give me an estimate of the cost on that soon so we can carve that out of the funding. Stacey states yes as soon as we know the process. Anna states ok sounds good.

c. NDNTA Tour Operations Role (Anna/Stacey)

Anna states that this is a follow up from the training/Discussion yesterday and for anybody who wasn't on that call we walk through the implications of NDNTA to be able to take on some of the marketing and sales possibilities on behalf of the communities that are putting together their tour packages and it was recorded and it was sent out. So the purpose of this conversations is:

1. Are there any follow up questions and concerns
2. Are there any requests for Follow up trainings (as the board will be taken on some new challenges on what's ahead) Selina states she is in agreement with having the board or a few of the board members be trained as back up while the contractor is be trained (in case we cant secure funding or lose the contractor). Training for the board transitions from working board to a governing board because we will be overseeing someone now. Anna states that Stacey makes a good point in that NDNTA will now be working with a payroll, tax filing, taxes and some professional development. Maybe Strengthen ND can put together for you. Stacey states that Strengthen ND was awarded the Gates foundation grant and one of the things they can do is capacity building. NonProfit Training.

d. ND Governor's Budget (Les)

Les asks for an update and asks if everyone is working on their budgets speciality for the tribes? So we can get that to Scott Davis to review so it gets on the list. Doug sent in a personnel budget to Selina's email. Selina Confirmed. Les then states if everyone can get together to put a budget together.

e. ND Legislative Bill

Les states that the board has approved for Darian and myself to start to look for sponsors to support the bill. Les asked if anyone has thoughts on this. Anna states she understands and agrees with what is wanting to be accomplished but you should not only have just the support of the board and that you should have tribal leadership support, tribal college support. There may be some iterations and be brought back to make sure there is wide support. There's a larger strategy that needs to be formed and may be with a sub committee bringing in some outside advisors, just some things to think about so that it does not push through too early and no tribal support and it's shot down. Les we have some people who have committed and put together a good strategy and Darian and myself will keep everyone updated at the next board meeting.

Selina states to Les that we no longer have a quorum as Jason left and then Jen was called away by her boss.

f. Signature Card - Tabled

General Discussion -on the Governor's budget.

Tribal updates - no updates

Jen rejoins so we can adjourn.

Les ask for the motion to adjourn. Doug makes the motion. Jen Seconds. All in favor, No abstentions

Meeting adjourned at 11:45am.

Next regular scheduled meeting August 4, 2020