



NOTICE OF MEETING

TO: AMERIND Members

FROM: _____
Jane Barrett, Secretary
AMERIND Board of Directors

DATE: October 26, 2021

RE: Annual Membership Meeting

Notice is hereby given of the 2021 Annual AMERIND Business Meeting for the purpose of conducting business transactions that may come before the membership. The meeting will be held at:

Location: The Mirage
3400 S. Las Vegas Blvd.
Las Vegas, NV 89109

Date/Time: Wednesday, December 8, 2021 at 9:00 a.m.

If you are unable to attend, please sign and execute the Proxy, which is included with this notice and forward it to the Recording Secretary of the AMERIND Board of Directors without delay so that your housing entity may be represented at the meeting.

Enclosures:

- **Proxy** – In the event you are unable to attend, please complete and return the proxy by **Wednesday, December 1, 2021**.
- **Rules for Annual Meeting-Adopted by Board of Directors** (April 24, 2012). The rules are also published on the member portal for viewing via the Internet by members in good standing.
- **Per the rules** - Item 4 proposed **resolutions** must be submitted to the AMERIND office by **Monday, November 8, 2021**.
- **Model Member Resolution** Please refer to ***Exhibit A- PROPOSED RESOLUTIONS***



AMERIND Risk
Tribes Protecting Tribes

35th Annual AMERIND Business Meeting

PROXY

Deadline: December 1, 2021

RETURN PROXY TO:

Jane Barrett, Board Secretary
AMERIND Risk Corporate Headquarters
502 Cedar Drive
Santa Ana Pueblo, NM 87004
Fax: 505.404.5001 / 800.388.7475

I, _____ of _____
Name of Executive Director, Chairman, etc. *AMERIND Risk Member Organization Name*

being a member of **AMERIND** hereby appoint:

_____ of _____
Name of Person You Are Appointing as Your Proxy *AMERIND Risk Member Organization Name which your Appointee is employed*

as my/our proxy to represent on my/our behalf at the Annual AMERIND Business Meeting to be held on Wednesday, December 8, 2021 at The Mirage in Las Vegas, NV.

GENERAL PROXY – The appointee has general authority to vote on my/our behalf on any matter properly coming before the meeting, including a run-off election for the Chairman position if required; or,

LIMITED TO SPECIFIC MATTERS AND POSITIONS STATED – Please specify below:

CERTIFICATION

Executed this _____ day of _____, 2021

By Signature: _____

Printed Name: _____

Title: _____

Organization: _____



AMERIND RISK ANNUAL MEETING STANDING RULES

These rules serve as a guide for the annual meeting and shall not supersede any applicable federal law, charter, or bylaw provisions.

1. Member Definition

- A. Any entity that (1) has satisfied the eligibility requirements for membership in the corporation as set forth in the charter, (2) has entered into membership agreement with the corporation, and (3) is current in the payment of annual contributions for the year in which the annual meeting is held; or
- B. Any individual who is specifically designated in writing as a designated representative or proxy holder by a member may represent that member at the annual meeting.

2. Registration

- A. Pre-meeting Preparation
 - 1. No later than 60 days before the annual meeting, the secretary shall prepare the member list.
 - 2. No later than 50 days before the annual meeting, the secretary shall provide a written notice of the time and place of the annual meeting to each member.
 - 3. The secretary shall attach to the following documents to the notice of the annual meeting: (1) a blank proxy form and (2) a copy of these rules.
- B. Written proxies shall be presented at the time of registration.

3. Voting

- A. Only members and their designated representatives or proxy holders are entitled to vote and be issued a voting card.
- B. The voting card shall show the number of votes the member, the designated representative, or proxy holder is entitled to cast.
- C. Voting shall be by show of voting cards unless otherwise ordered by the chairman.

4. Resolutions

- A. Only a member may submit a proposed resolution for consideration at the annual meeting. The proposed resolution must be submitted in a timely manner so that the proposed resolution is received by the corporation at its national office located at 502 Cedar Drive, Santa Ana Pueblo, New Mexico 87004, no later than 30 days prior to the date of the annual meeting.
- B. To be placed on the agenda for the annual meeting, the proposed resolutions must be:
 - 1. in the format set forth in the model member resolution, which is attached to these rules as Exhibit A;
 - 2. accompanied by a concise written statement in support describing the proposed action in reasonable detail (not to exceed 250 words);
 - 3. approved by a majority of the directors.
 - 4. The board may reject any proposed resolutions that:
 - (a) fails to meet the requirements listed above;
 - (b) are outside the jurisdiction of the members; or
 - (c) violate applicable law, charter or bylaws.
- C. No later than 15 days before the annual meeting, the secretary shall notify the member in writing whether the proposed resolution is approved or rejected for consideration during the annual meeting.
- D. If the board approves the proposed resolution, the secretary shall place the proposed resolution on the agenda for the annual meeting, immediately publish the proposed resolution and the statement in support on the member portal for viewing via the internet by members, and provide sufficient copies of proposed resolution and statement in support to each member at the time of registration.

5. Business

- A. Quorum. Fifty-one percent (51%) of the members, represented by their designated representatives, proxy holders, or other method authorized in the bylaws, shall constitute a quorum at the annual meeting.
- B. Debate. The length and number of times a member may debate shall be controlled by the chairman who shall make the determination based on available meeting time.

- 6. **Suspension of Rule 4.** Rule 4 may be suspended to allow a member to propose a resolution from the floor at the annual meeting, if two-thirds of the members at the annual meeting vote to do so.

EXHIBIT A

MODEL RESOLUTION TEMPLATE

MEMBERSHIP RESOLUTION NO. _____

Resolution to _____. *[Describe the action to be taken by the Members. For example: "Resolution to adopt the Indian Housing Risk Retention Pool Membership Agreement ."]*

WHEREAS, _____. *[Describe the background showing the circumstances giving rise to the need for the Member action. For example, "WHEREAS, the Membership Agreement, which is attached and incorporated herein by reference as Exhibit A, sets forth the relationship between the Corporation and the Members regarding the establishment and operation of the Indian housing risk pool." WHEREAS, the Membership Agreement needs to be revised to maintain the risk pool's tax exempt status under federal law."]*

WHEREAS, the Members find _____. *[Describe the desire or intent of the Members with respect to the proposed action. For example, "WHEREAS, the Members find that it is their best interests to adopt the Membership Agreement."]*

NOW, THEREFORE, BE IT RESOLVED, the Members hereby _____. *[Describe the action to be taken by the Members. For example, "NOW, THEREFORE, BE IT RESOLVED, the Members hereby adopt the Membership Agreement."]*

BE IT FURTHER RESOLVED, the Members hereby _____. *[Describe any further action (if any) to be taken. For example, "BE IT FURTHER RESOLVED, the Members hereby authorize the Board of Directors to implement the Membership Agreement immediately."]*

CERTIFICATION

I, the undersigned, as Secretary of the AMERIND Risk Management Corporation Board of Directors do hereby certify Membership Resolution No. _____ was approved at the _____ *[type of meeting, e.g., Annual or Special]* Meeting of the Members held in _____ *[location of meeting]* on _____, 200_ *[date action taken]*, with a quorum of Members present, ___ were in favor, _____ opposed, _____ abstaining or not voting *[vote results]*.

Secretary

ATTEST:

Chairman of the Board of Directors