



NOTICE OF MEETING

TO: AMERIND Members

FROM: *Jeannie M Thompson*
Jeannie Thompson, Secretary
AMERIND Board of Directors

DATE: April 16, 2025

RE: 39th Annual AMERIND Member Business Meeting

Notice is hereby given that the Annual AMERIND Member Business Meeting will be held during the 2025 AMERIND Tribal Risk and Insurance Convening, which will be conducted at:

Location: Disney's Coronado Springs Resort
1001 West Buena Vista Drive
Lake Buena Vista, FL 32830
Date/Time: Thursday, August 14, 2025, at 9:00 AM

If your designated representative is unable to attend the Member Business Meeting, please complete and return the enclosed proxy form no later than Monday, August 4, 2025.

Enclosures:

- **Proxy** – Complete and return if a designated representative is not attending the meeting.
- **Rules for Annual Meeting-Adopted by Board of Directors** (April 24, 2012) – The rules are also published on the company website for viewing via the internet.
- **Resolution Template** – Per rules, proposed resolutions must be submitted to the AMERIND office by **Monday, July 14, 2025.**



39th Annual AMERIND Member Business Meeting

**Disney's Coronado Springs Resort,
Orlando, FL**

PROXY

Thursday, August 14, 2025

RETURN PROXY TO:

Jeannie Thompson, Board Secretary
AMERIND Risk Management Corporation
502 Cedar Drive
Santa Ana Pueblo, NM 87004
Fax: 505.404.5001 / 800.388.7475

I, _____ of _____
Name of Executive Director, Chairman, etc. *AMERIND Member Organization Name*
being a member of **AMERIND** hereby appoint:
_____ of _____
Name of Person You Are Appointing as Your Proxy *AMERIND Member Organization Name which your Appointee is employed*

as my/our proxy to represent on my/our behalf at the Member Business Meeting to be held on Thursday, August 14, 2025, in Orlando, Florida.

☐ **GENERAL PROXY** – The appointee has general authority to vote on my/our behalf on any matter properly coming before the meeting.

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

PROXY is not valid unless CERTIFICATION is filled out:

CERTIFICATION

Executed this _____ day of _____, 2025

By Signature: _____

Printed Name: _____

Title: _____

Organization: _____

502 Cedar Drive Santa Ana Pueblo, NM 87004

Phone: 1.800.352.3496 | Fax: 505.404.5001 | AMERIND.com

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.



RESOLUTION OF THE BOARD OF DIRECTORS

Resolution to [SHORT DESCRIPTION of the purpose of or actions taken with this resolution.]

WHEREAS, AMERIND Risk Management Corporation is a federally chartered corporation comprised of federally recognized American Indian Tribes and Alaska Native Villages and approved by the U.S. Department of Interior under Section 17 of the Indian Reorganization Act, 25 U.S.C. § 5124; and

WHEREAS, in accordance with the Bylaws, Section 3.2 General Authority, the Board has the authority and responsibility to manage the business affairs of the corporation and to address corporation policy and procedures; and

WHEREAS, [insert clause with additional **AUTHORITY** or **BACKGROUND** for this resolution is needed... “the BOD adopted the...” (or) “the Bylaws further state at Section...”]; and

WHEREAS, [insert clause with additional **REASONS** for the action...e.g., the BOD wishes to effectuate this requirement for...].

NOW, THEREFORE, BE IT RESOLVED, [insert the **ACTION BEING TAKEN** by the Board... [NOTE: reference any attachment to this resolution. Reference it by the resolution number **AND** title the attachment with a letter, e.g., “ARMC Resolution 24-7, Attachment A”]; and

BE IT FURTHER RESOLVED, [insert any separate **FURTHER ACTION** being taken]; and

BE IT FINALLY RESOLVED, [insert any separate **FINAL ACTION** being taken].

CERTIFICATION

I, the undersigned, as the Secretary of the Board of Directors of AMERIND Risk Management Corporation, do hereby certify Resolution No. 25 – [insert number] was approved and adopted, with a quorum present, via [insert method of Board adoption -- i.e., unanimous consent and without objection OR a voice vote with the majority affirmative OR a recorded vote of __ yes, __ no, __ abstaining], at the 39th Annual AMERIND Member Business Meeting held at the Disney’s Coronado Springs Resort, in Orlando, FL, on August 14, 2025.

Jeannie Thompson
Secretary of the Board of Directors

ATTEST:

Phil Bush
Chairman of the Board of Directors