

**Title 2 – Tribal Government**  
**Chapter 6 - Charter of the Swinomish Development Authority**

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### **Legislative History**

Enacted:

Regulating Tribal Government, Ord. 187 (9/30/03), BIA (10/8/03).

Repealed or Superseded:

Amended Charter of the SDA, Ord. 127 (9/24/98), BIA (1/6/99).

Approving the Amended Charter, Res. 98-9-11 (9/24/98).

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**2-06.010 Title.**

This Chapter shall be known as the “Charter of the Swinomish Development Authority.”

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.020 Authority.**

This Chapter is enacted pursuant to authority provided by Article VI, Section 1(c), (h), (l), (m) and (s) of the Swinomish Constitution, as most recently amended on October 22, 1985.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.030 Definitions.**

When used in this Charter, the following terms shall have the following respective meanings, unless a different meaning clearly appears from the context:

- (A) **"Applicable"** in the term **"Applicable Law"** means governing the SDA, its assets or activities, or the activities of its agents or employees while engaged in the affairs of the SDA by virtue of federal or tribal law.
- (B) **"Assets"** means the assets of the SDA.
- (C) **"Bylaws"** means such Bylaws of the SDA as may be adopted under Section 6-02.310 of this Chapter.
- (D) **"Charter"** means this Charter.
- (E) **"Constitution"** means the Constitution and Bylaws of the Tribe approved October 21, 1935 and thereafter amended.

- (F) **"Contract"** means any written agreement for the exchange of consideration.
- (G) **"Law"** in the term **"Applicable Law"** means any treaty, executive order, act of Congress, final decision of the federal courts, any other laws applicable to the Tribe pursuant to an act of Congress or final decision of the federal courts, and federal administrative regulations and orders now or hereafter in force.
- (H) **"SDA Member(s)"** means a member(s) of the SDA.
- (I) **"Officer"** means an Officer of the SDA appointed under Section 6-02.250, including the "President" and "Vice-President" of the SDA.
- (J) **"Purposes"** means the purposes for which the SDA is organized and shall operate pursuant to this Charter.
- (K) **"Reservation"** means the Swinomish Indian Reservation and all lands, waters, and any interests therein, notwithstanding the issuance of any patent or right-of-way, within the exterior boundaries of the Swinomish Indian Reservation.
- (L) **"SDA"** means the Swinomish Development Authority, the enterprise established by this Chapter.
- (M) **"Section"** and **"Subsection"** mean, respectively, a Section or Subsection of this Charter.
- (N) **"Senate"** means the elected Senate of the Tribe, the federally recognized governing body of the Tribe.
- (O) **"Tribal Court"** means a court that is established by the Senate pursuant to the Swinomish Constitution.
- (P) **"Tribe"** means, and **"Tribal"** refers to, the Swinomish Indian Tribal Community, its address is P.O. Box 817, LaConner, Washington 98257. All agreements, approvals, consent, authorizations, appointments or similar actions to be taken, given or made by the Tribe under this Charter shall be manifested by or based on an authorized resolution of the Senate.

[History] Ord. 187 (9/30/03); Res. 98-9-11 (9/24/98); Ord. 127 (9/24/98).

**2-06.040 Tribal Charter.**

The Swinomish Indian Tribal Community ("Tribe") is a federally recognized Indian tribe. The elected Senate, acting pursuant to the powers enumerated in the Constitution of the Tribe, hereby charters the Swinomish Development Authority ("SDA") as a governmental Subdivision of the Swinomish Indian Tribal Community of the Swinomish Indian

Reservation, and as an instrumentality created, entirely owned and controlled by the Swinomish Indian Tribal Community.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

### ***Subchapter I – Identity and Purposes***

#### **2-06.050 Name.**

The official name of this tribal enterprise shall be the "Swinomish Development Authority" or "SDA".

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

#### **2-06.060 Location and Place of Business.**

The principal place of business and office of the SDA shall be on the Swinomish Indian Reservation, LaConner, Washington. The SDA may have other places of business as the SDA Members may from time to time direct.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

#### **2-06.070 Authority.**

The SDA is established in accordance with and under the authority of Article VI, Section 1(m) of the Swinomish Constitution.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

#### **2-06.080 Seal.**

The Seal of the SDA shall consist of such design as the Board of Directors shall designate and shall include the words "A Subdivision of the Tribe".

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

#### **2-06.090 Purposes.**

The purposes of the SDA are set forth below. As set forth in Section 2-06.160, the SDA must obtain the express consent of the Senate by resolution prior to taking certain actions to effectuate many of these purposes:

- (A) To oversee certain development work that occurs on the Reservation; to prepare information for and make recommendations to the Senate for Senate approval regarding such development and any necessary action related thereto;

- (B) To act and function as a holding entity for certain “for-profit” businesses and enterprises of the Tribe as directed by the Senate; to manage and supervise, both directly and indirectly, as appropriate, all such business and enterprises in a “for-profit” business-like manner, within the scope and limitations hereunder described;
- (C) To conduct research, evaluations and feasibility studies to identify “for-profit” businesses, which can be established, expanded or operated on or from the Reservation, to the economic benefit of the Tribe and its members;
- (D) To establish, assist and advise business and activities owned, sponsored or financed, directly or indirectly, by the SDA;
- (E) To form, establish and promote subsidiary and affiliate companies or businesses that shall serve the end purpose of the SDA; by way of example and not by way of limitation, such subsidiaries and affiliates may include: (1) savings and loan associations; (2) banks; (3) Minority Employment Small Business Investment Companies (“SBICs”); and (5) joint-venture enterprises with companies not of the Reservation;
- (F) To employ members of the Tribe and their families in “for-profit” businesses whenever and wherever possible; provided nevertheless, such employment shall be in keeping with the best “for-profit” interests of the employer enterprises. The SDA shall not be prohibited from employing non-tribal members;
- (G) In the best long term interests of a “for-profit” operation, to identify, train and develop in members of the Tribe and their families the skills and abilities required to work in, operate and manage the activities of the SDA and to encourage tribal members and their families to pursue higher education and specialized training to meet requirements and needs of businesses located on the Reservation so as to further encourage maintenance of tribal connections, residence and reservation employment;
- (H) To preserve and protect tribal culture and resources;
- (I) To provide economic benefit to and foster self-determination and the economic self-sufficiency of the Tribe and its members through enterprise returns and related employment and business opportunities;
- (J) To provide revenue to the Tribe with which the Tribe can address pressing matters of public health, safety and welfare, or for other tribal purposes; and for the purpose of providing revenue to the Tribe in furtherance of the policies of Congress expressed in the Act of January 4, 1975, 88 Stat. 2206 (25 U.S.C. § 450 *et seq.*) and particularly in Section 102 of Title I of that Act (25 U.S.C. § 450F) (Indian Self-Determination Act) and the Act of November 2, 1921, 42 Stat. 208 (25 U.S.C. § 13) (Snyder Act) in the exercise of each and every essential governmental function reasonably necessary or proper to further such purposes and policies;

- (K) To further Indian industry and labor, and economic development within the tribal jurisdiction as provided for in the Act of June 25, 1910, 36 Stat. 861 (25 U.S.C. § 47), Section 1 of the Act of May 9, 1938, 52 Stat. 302 (25 U.S.C. § 306), and other federal laws supporting economic development in Indian country; and
- (L) To do any and all activities that may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly, either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, including corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

[History] Ord. 187 (9/30/03); Res. 98-9-11 (9/24/98); Ord. 127 (9/24/98).

### *Subchapter II – Duration, Attributes and Powers*

#### **2-06.100 Duration.**

The SDA shall continue until it is dissolved in accordance with provisions of this Charter.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

#### **2-06.110 Attributes.**

The SDA is a tribal public body and a subordinate, entirely owned governmental subdivision of the Tribe and has been delegated the right to exercise one or more of the substantial governmental functions of the tribal government. It is the purpose and intent of the Senate, in enacting this Charter, that the operations of the SDA be conducted on behalf of the Tribe for the benefit and interests of the Tribe and its members. In carrying out its purposes under this Charter, the SDA shall function as an economic arm of the Tribe. Notwithstanding any authority delegated to the SDA under this Charter, the Tribe reserves to itself the right to bring suit against any person or entity in its own right, on behalf of the Tribe or on behalf of the SDA, whenever the Tribe deems it necessary to protect the sovereignty, rights and interests of the Tribe and the SDA.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

#### **2-06.120 Compliance With Tribal Law.**

As an entirely owned governmental subdivision of the Tribe, the SDA shall be subject to and fully comply with all tribal laws, including all tribal resolutions, regulations, and ordinances, as now or hereafter enacted or amended, unless explicitly made exempt. In carrying out its purposes and exercising its powers under this Charter, the SDA shall comply in all respects with the Tribal Employment Rights Ordinance, STC Chapter 14-01.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.130 Sovereign Immunity and Waiver, Credit of the Tribe.**

- (A) **Sovereign Immunity of the Tribe.** The Tribe expressly reserves all its inherent sovereign rights, privileges and immunities as a federally recognized Indian tribe with respect to the creations, existence and activities of the SDA, including the Tribe's sovereign immunity from suit in any court. Nothing in this Charter or any action of the SDA shall be deemed or construed to be a waiver of sovereign immunity from suit of the Tribe, or to be a consent of the Tribe to the jurisdiction of the United States or of any state or any tribe with regard to the business or affairs of the SDA or the Tribe, or to be a consent of the Tribe to any cause of action, case or controversy, or to the levy of any judgment, lien or attachment upon any property of the Tribe, or a consent to suit in respect of any land within the exterior boundaries of the Reservation, or a consent to the alienation, attachment or encumbrance of any such land.
- (B) **Sovereign Immunity of SDA.** The SDA is clothed by federal and tribal law with all of the privileges and immunities of the Tribe including sovereign immunity from suit in any state, federal or tribal court, except as may be specifically limited by the Tribe. Nothing in this Charter shall be deemed or construed to be a waiver of the sovereign immunity of the SDA from suit, which may only be waived pursuant to Section 2-06.130(C), or to be a consent of the SDA or the Senate to the jurisdiction of the United States or of any state or of any tribe, with regard to the business or affairs of the SDA or to any cause of action, case or controversy arising from such business or affairs.
- (C) **Limited Waivers of Sovereign Immunity.**
- (1) The sovereign immunity of the SDA may be waived only by express resolution of the Senate, after consultation with its attorneys. All waivers of sovereign immunity shall be preserved with resolutions of continuing force and effect.
  - (2) Waivers of sovereign immunity are disfavored and may be granted only when necessary to secure a substantial advantage or benefit to SDA. Waivers of sovereign immunity shall be specific and shall be limited as to: (a) duration, grantee, transaction, property or funds; (b) the court having jurisdiction; and (c) the applicable law.
  - (3) Neither the power to sue and be sued provided in Section 6-02.160(L) of this Charter nor any express waiver of sovereign immunity shall be deemed a consent to the levy of any judgment, lien or attachment upon property of the SDA other than property specifically pledged or assigned, or upon any property of the Tribe, or a consent to suit in respect of any land within the exterior boundaries of the Reservation or a consent to the alienation, attachment or encumbrance of any such land.

- (D) **Credit of the Tribe.** Nothing in this Charter or any activity of SDA shall implicate or in any way involve the credit of the Tribe.

[History] Ord. 187 (9/30/03); Res. 98-9-11 (9/24/98); Ord. 127 (9/24/98).

#### **2-06.140 Limitations.**

The SDA may not:

- (A) Expressly, impliedly, or otherwise through its status or activities, subject the Tribe to obligations or liabilities arising from contract, tort, regulation, licensing, taxation, or any other matter;
- (B) Pledge the credit of the Tribe;
- (C) Dispose of, mortgage, or otherwise encumber real or personal property of the Tribe;
- (D) Waive any right of the Tribe or release any obligation owed to the Tribe; or waive any other rights, privileges or immunities of the Tribe;
- (E) Name the Tribe or attempt to join the Tribe in any claim, action, suit, proceeding, dispute or other matter, whether as plaintiff, defendant or otherwise, without the express written consent of the Senate, and any such attempt is hereby declared to be *ultra vires* of the SDA's powers and authority;
- (F) **Claims Made in Litigation.** In litigation or any administrative or regulatory proceeding or in any mediation or arbitration or any other dispute resolution proceeding, the SDA shall neither assert nor concede to any claims regarding the legal status, powers, authority or immunities of the SDA, the Tribe, the Reservation, or activities taking place or property found thereon without the express, written consent of the Senate; and
- (G) Execute any documents or make any final decisions that require the express prior consent of the Senate by resolution, pursuant to Section 6-02.160.

[History] Ord. 187 (9/30/03); Res. 98-9-11 (9/24/98); Ord. 127 (9/24/98).

#### **2-06.150 Assets of SDA.**

The SDA shall have only those assets assigned to it by the Senate or acquired by the SDA after its organization. Neither any activity of the SDA nor any indebtedness incurred by the SDA shall in any way implicate or involve any interest in assets of tribal members or the Tribe not assigned in writing to the SDA.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.160 Powers.**

The SDA shall have and is authorized to exercise the following powers in furtherance of the foregoing purposes, to the extent not prohibited by applicable law or this Charter, and with the express prior consent of the Senate by resolution to each such action, unless otherwise provided herein:

- (A) To purchase, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use and deal in and with tangible and intangible personal property of every kind and description, money, securities, real property, rights and services of any kind and description or any interest therein, except as prohibited by applicable law; provided that the SDA shall have authority to purchase or otherwise acquire any interest in real property, whether located on or off the Reservation, and title to such real property or interest therein and property that is to become a fixture or permanent improvement or part of the real property shall be taken in the name of the Tribe or in the name of the United States in trust for the Tribe, and title to all trust and restricted real property shall remain in trust or restricted status;
- (B) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of the personal property and assets, or any interest therein, of the SDA;
- (C) To borrow money and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, guarantees and other obligations of the SDA for monies borrowed, or in payment for property acquired or for any of the Purposes of the SDA, and to secure payment of any such obligations by secured interest, mortgage, pledge, deed, indenture, agreement or other instrument of trust or by lien upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the SDA, subject to any restrictions contained in this Charter and applicable law;
- (D) To arbitrate, compromise, negotiate or settle any disputes relating to the authorized activities of the SDA to which it is a party;
- (E) To enter into, perform and carry out or cancel and rescind contracts for any lawful purpose pertaining to its business or which is necessary or incidental to the accomplishments of its purposes;
- (F) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever and property, real, personal or mixed, tangible or intangible, and provided further, that any interest acquired in real property, whether located on or off the Reservation, shall be taken in the name of the Tribe or in the name of the United States in trust for the Tribe;
- (G) To furnish management, administrative and other business advice, support, training and technical assistance to tribal members involved in business ventures and

- programs owned, operated, or assisted by the SDA;
- (H) To conduct educational activities designed to provide instruction or training of tribal members in technical, language and job skills;
  - (I) To engage in business ventures that will carry out the purposes of this Charter, either as sole proprietor or in partnership, joint venture or otherwise;
  - (J) To provide job training, employment, and managerial development opportunities to tribal members;
  - (K) To retain the services of any business consultants or professionals and may retain the tribal attorneys, or, with prior consent of the Senate, other attorneys;
  - (L) To sue in all courts of competent jurisdiction and to be sued, subject to and limited by the requirements of Section 2-06.130;
  - (M) To conduct its affairs, carry on its operations and exercise the powers granted under this Charter in any state, territory, district or possession of the United States, or in any foreign country;
  - (N) To engage in any and all activities that will directly and indirectly carry out the purpose of the SDA as set forth above; and
  - (O) To take all action that shall be necessary and proper for carrying into execution the foregoing powers and all of the powers vested by this Charter as permitted by the purposes and powers herein stated.

[History] Ord. 187 (9/30/03); Res. 98-9-11 (9/24/98); Ord. 127 (9/24/98).

#### **2-06.170 Tribal Policy.**

All actions of the SDA and all of its business affairs shall be in full compliance with the policies of the Tribe as designated from time to time by written resolution of the Senate.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

### ***Subchapter III – Structure of the SDA***

#### **2-06.180 Composition and Term.**

The SDA shall at all times be comprised of four (4) members of the Senate, who shall be appointed by the Senate and shall serve for one (1) year terms. At the end of the term, the Senate may vote to renew the terms or may vote to replace an SDA Member for any reason.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.190 Decisions.**

The general policies, scope, and procedures of the SDA shall be determined by majority vote of the four (4) SDA Members, which shall exercise all powers of the SDA granted by this Charter.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.200 Present SDA Members and Officers.**

The present SDA Members shall serve until the selection of their successors, and the dates when their terms expire, unless sooner terminated by resignation or removal in accordance with the Charter and Bylaws of SDA, are set opposite their names and address below: The first president of the SDA is Lorraine Loomis and the first Vice President of the SDA is Brian Cladoosby.

	<u>NAME</u>	<u>ADDRESS</u>	<u>EXPIRATION OF TERM</u>
1.	Lorraine Loomis	P.O. Box 817, LaConner, WA 98257	10/01/1999
2.	Brian Cladoosby	P.O. Box 817, LaConner, WA 98257	10/01/1999
3.	Marv Wilbur	P.O. Box 817, LaConner, WA 98257	10/01/1999
4.	Susan Wilbur	P.O. Box 817, LaConner, WA 98257	10/01/1999

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.210 Selection of SDA Members.**

In selecting the SDA Members, the Senate shall give due consideration to:

- (A) The qualities of experience, industry, responsibility, integrity, judgment, and sensitivity to the unique Indian cultural and social conditions and goals of the Tribe;
- (B) The need for diversity of experience;
- (C) The need for adequate expertise in and understanding of the various businesses managed by the SDA; and
- (D) Any conflicts of interest that may exist.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.220 Resignation.**

Any SDA Member may resign at any time by delivering a written resignation to the Senate.

The resignation shall be effective upon receipt, unless otherwise provided by the terms thereof.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.230 Removal of SDA Members.**

- (A) The SDA Members may be removed from office during their respective terms only by the Senate and only for serious inefficiency or neglect of duty or misconduct in office, but, except as provided herein, only after a hearing before the Senate, and only after the SDA Member has been given notice of the specific charges at least ten (10) days prior to such hearing. At such hearing, the SDA Member shall have the opportunity to be heard and present witnesses on the SDA Member's behalf. In any removal action, a record of the proceedings, together with the charges and findings shall be kept. A decision to remove an SDA Member by the Senate shall be final.
- (B) If the Senate determines that immediate removal of an SDA Member is necessary to protect the assets or activities of the SDA or of the Tribe, the SDA Member may be temporarily removed immediately, and the question of permanent removal shall be determined pursuant to the hearing procedure specified in Section 6-02.230(A).
- (C) Two (2) of the SDA Members may request that the Senate remove another SDA Member for serious inefficiency, neglect of duty, or misconduct in office. Following such request, the Senate shall determine whether to initiate removal proceedings under Section 6-02.230(A). The Senate's decision whether to initiate removal proceedings shall be final.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.240 Vacancies.**

Whenever the number of the SDA Members shall for any reason be less than the number fixed by this Charter, any vacancies shall be filled by the Senate. Each SDA Member so appointed to fill a vacancy shall hold office for the remainder of the term of the position vacated.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.250 Officers.**

The Officers of the SDA shall be a President and Vice-President, both to be initially selected by the Senate. The Senate shall appoint subsequent Officers prior to the expiration of each term. If there is disagreement as to the officer positions, the SDA shall defer the selection of officers to the Senate. Unless an Officer resigns, dies, or is removed prior thereto, an Officer shall hold office until a successor has been chosen and qualified. Any Officer may resign at any time by delivering a written resignation to the Senate in accordance with Section 6-

02.220.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.260 Annual Meeting.**

The annual meeting of the SDA Members shall be held at the principle office of SDA on the anniversary date of the approval of this Charter by the Senate.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.270 Other Meetings.**

Other meetings of the SDA shall be held at any time as determined by the SDA Members or when called by either the President or two (2) SDA Members. Except as required for the annual meeting, each meeting shall be held at such place and such time as shall be specified by notice thereof.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.280 Telephone Meetings.**

Any SDA Member may participate in a meeting of the SDA Members by means of conference telephone or similar communications equipment that enables all SDA Members participating in the meeting to hear one another.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.290 Record of Meetings.**

The SDA shall keep, or cause to be kept, a complete and accurate record of all meetings, copies of which shall be furnished to the SDA Members and, upon request, the Senate.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.300 Voting.**

Each SDA Member shall be entitled to vote on each matter coming properly before the SDA subject to restrictions set forth in Section 6-02.330.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.310 Bylaws.**

The Senate may adopt, amend or repeal the Bylaws of SDA, consistent with the provisions of this Charter and Applicable Law.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.320 Duties of Officers.**

The Officers shall have the following duties and powers:

- (A) **President.** The President shall be the Principal Officer of SDA. The President shall, when present, preside at all meetings of the SDA, sign with any other Officer authorized by the Senate, any deeds, mortgages, contracts, or other instruments that the Senate has authorized to be executed, and, in general, shall perform all duties incident to the office of President and such other duties as may be prescribed by the Senate from time to time.
- (B) **Vice-President.** In the absence of the President, or in the event of his or her inability or refusal to act, the Vice-President shall perform the duties of the President and when so acting have all the powers of and be subject to all the restrictions of the President. In addition, the Vice-President shall perform such other duties as shall, from time to time, be assigned by the President or Senate.
- (C) **Treasurer.** [Reserved]
- (D) **Delegation.** In the case of absence or inability to act of any Officer and of any person herein authorized to act in an Officer's place, the SDA President or Senate may from time to time delegate the powers or duties of such Officers to another SDA Member.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

**2-06.330 Conflicts of Interest.**

- (A) No SDA Member, attorney, agent or employee of the SDA shall in any manner, directly or indirectly, participate in the deliberation or the determination of any SDA matter directly affecting such person's pecuniary interest or the pecuniary interest of any corporation, partnership, individual or entity in which the person is directly interested.

- (B) No SDA Member, agent or employee of the SDA or any official of the Tribe who exercises any responsibilities or functions with regard to any activity of the SDA shall voluntarily acquire any interest, direct or indirect, in any matter or in any property included or planned to be included in any project of the SDA, or in any contract, agreement or other transaction or proposal relating to an activity of the SDA, and no such person shall participate in any action of the SDA relating to the property, contract or other transaction in which such person has an interest. This provision shall apply to any contract or other transaction between the SDA and an SDA Member, agent, employee or tribal official, or between the SDA and any entity in which an SDA Member, agent, employee or tribal official is an owner, shareholder, member, director, officer, agent or employee, or in which he or she is otherwise interested.
- (C) If an SDA Member, agent, employee or tribal official involuntarily acquires such interest, or voluntarily acquires such interest prior to appointment or employment with respect to the SDA, in any event, the person shall immediately disclose the person's interest in writing to the SDA, and such disclosure shall be entered upon the minutes of the SDA, and that person shall not participate in any action by the SDA relating to the property, contract or other transaction in which he or she has any such interest.
- (D) Any intentional violation of the foregoing provisions of this Section shall constitute misconduct in office and a violation of the public trust and shall subject the person to removal from the SDA or other office held, and render such person liable to the SDA for any and all profits or gains of any kind or character that such person may have obtained by virtue of the violation of the trust. This Section shall not apply to acquisition of any interest in obligations that may be issued by the SDA in connection with any project.

[History] Ord. 187 (9/30/03); Ord. 127 (9/24/98).

#### *Subchapter IV – Repealer and Severability*

##### **2-06.340 Repealer.**

Ordinance No. 127 and Res. 98-9-11 are hereby repealed.

[History] Ord. 187 (9/30/03).

##### **2-06.350 Severability.**

If any provision of this Chapter or its application to any person or circumstance is held invalid, the remainder of this Chapter, or the application of the provision to other persons or circumstances shall remain in effect.

[History] Ord. 187 (9/30/03).

