

**BY-LAWS**  
**SINTE GLESKA UNIVERSITY, INC.**

(Adopted: November 22, 2019)

Sinte Gleska University, a tribally-chartered institution of higher learning, shall be governed in the manner of Wolakota, and its operation shall be consistent with the concept of sovereignty and in recognition of the Treaties of 1851 and 1868, which were negotiated by our ancestors for the betterment of the Oyate.

These By-laws set forth the rules and guidelines for the internal governance and control of Sinte Gleska University, Inc. The provisions of the Sinte Gleska University, Inc. Corporate Charter take precedence over any inconsistent rules and guidelines set forth herein.

**ARTICLE ONE**

**OFFICES**

The principal office of the University shall be located on the Rosebud Sioux Indian Reservation, Mission, South Dakota. The Board of Regents shall have the power and authority to establish and maintain a branch of subordinate offices at any other locations it deems appropriate.

**ARTICLE TWO**

**MEMBERSHIP**

**Section One. Requirement for Membership**

The membership of the Corporation shall consist of all persons at least eighteen (18) years of age who are Rosebud Sioux Tribal members under Article Two of the Rosebud Sioux Tribe's Constitution, all full- or part-time students of Sinte Gleska University, and all full or part-time staff and faculty of Sinte Gleska University.

**Section Two. Classification of Members**

Corporation membership shall be of two categories as follows:

- a. Category One shall consist of all persons at least eighteen (18) years of age who are or qualify as Sicangu Lakota Oyate members under Article Two of the Rosebud Sioux Tribe's Constitution.

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

- b. Category Two shall consist of three categories:
  - 1. All full- or part-time students of Sinte Gleska University;
  - 2. All staff of Sinte Gleska University;
  - 3. All faculty of Sinte Gleska University.

Category Two members shall vote only in elections to select a Regent for their category.

### **Section Three. Immunity of Corporate Members.**

Members of the Corporation shall not be liable in any way for any obligations, debts, or conduct of the Corporation.

## **ARTICLE THREE**

### **BOARD OF REGENTS**

#### **Section One. Number, Composition and Representation**

The Board of Regents shall consist of eight (8) Regent members, seven (7) voting Regents with one (1) non-voting member being the Elder Regent. (Amended: July 19, 2019). All of whom shall be members of the Rosebud Sioux Tribe. Category One members must satisfy the requirements set forth below in Section Two of Article Three of these By-laws.

Regents shall represent the following constituencies in the number provided:

- 1. One (1) voting Regent shall be the elected President of the Sinte Gleska University Student Association;
- 2. One (1) voting Regent shall be a member of the SGU Faculty or Staff and shall be elected by Faculty and Staff for a four-year term;
- 3. Four (4) voting Regents shall be appointed from the four (4) regions of the Sicangu Oyate, one (1) from each region;
- 4. One (1) non-voting Regent shall be appointed from the Elder Members of the Sicangu Oyate;
- 5. One (1) voting Regent shall be the Chair of the Sicangu Oyate Okolakiciye Education Committee or his/her designee.

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

### **Section Two. General Eligibility Requirements**

Any person serving on the Board of Regents:

1. Must be an enrolled member of the Rosebud Sioux Tribe;
2. Alumni of Sinte Gleska University at the BA or MA degree level preferred (amended March 18, 2016);
3. Must be fiscally responsible in terms of financial debts from Sinte Gleska University;
4. Must be dedicated to and believe in the concept of tribal colleges/universities;
5. May not have been involved or currently involved as a plaintiff in litigation against the Rosebud Sioux Tribe;
6. Bi-lingual or bi-cultural knowledge preferred;
7. Leadership and work experience in the community or Tribe is preferred;
8. Cannot have been removed from any RST Board;
9. Not employed in any organization or privately-owned business that is in competition with Sinte Gleska University;
10. Must satisfy all other requirements of these By-laws to be seated as a Regent.

### **Section Three. Student Regent**

The Student Regent representing the student body of Sinte Gleska University must meet the general requirements set forth in Section Two of this Article and must, at the time of nomination and throughout the term of service:

1. Be enrolled as a student at Sinte Gleska University;
2. Maintain student status in good standing;
3. Maintain a full-time student status enrolled in courses totaling at least twelve (12) credit hours;
4. Staff/Faculty cannot serve as a Student Regent;
5. Have a minimum 2.5 cumulative grade point average (GPA) on a 4.0 scale.

## BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.

The Student Regent shall be appointed for a term of one (1) academic year, beginning the first week of October and ending the last week of September of the following year.

The Student Regent shall meet with the student body at least four (4) times during each semester of the Student Regent's term on the Board of Regents to report and hear concerns and shall support by their vote the consensus of the student body as reflected by the minutes and actions taken by the Sinte Gleska University Student Association.

### **Section Four. Staff/Faculty Regents**

Regents representing the staff/faculty of Sinte Gleska University must meet the general eligibility requirements set forth in Section Two of this Article and must, at the time of appointment and throughout the term of service, be a full-time employee. The President, Vice President(s) and any individual considered to be in an administrative position directly supervised by the President are not eligible to serve as Staff/Faculty Regent.

Staff/Faculty Regents shall be appointed for a term of four years, (Amended: August 14, 2018) beginning the first week of October and ending the last week of September and shall serve until the earlier of the following: their status as a full-time employee has changed by mutual agreement; or the employee has left the University; and/or a successor is appointed and seated to fill the remainder of their term and/or a successor is appointed and seated.

The Staff/Faculty Regent shall meet with the employees at least four (4) times during each term on the Board of Regents to report and hear concerns and shall support by his or her vote(s) the consensus of the employees as reflected by the minutes and actions taken by the Sinte Gleska University staff/faculty.

### **Section Five. Regional Regents**

Four (4) regions of the Sicangu Oyate are hereby established as set forth hereafter for the purpose of appointing Regents to the Sinte Gleska University Board of Regents.

**Region One** shall consist of the St. Francis, Two Strike, Spring Creek, Upper Cut Meat, and Grass Mountain Communities;

**Region Two** shall consist of the Rosebud, Soldier Creek, He Dog, Parmelee, Black Pipe, and Corn Creek Communities;

**Region Three** shall consist of the Antelope, Ring Thunder, Horse Creek, and Swift Bear Communities;

**Region Four** shall consist of the O'Kreek, Butte Creek, Ideal (Winner), Bull Creek, and Milk's Camp Communities;

The Regents representing each of the regions set forth above must meet the general requirements set forth in Section Two of this Article and must, at the time of appointment and throughout the term served:

## BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.

1. Be a resident of the region they represent on the Board of Regents; and
2. Not be a student, staff member, faculty member or administrator of Sinte Gleska University.

Only Category One members of the Corporation residing within the region are eligible to nominate candidates and shall be appointed by the Board of Regents.

Regional Regents shall meet at least once with the membership of each community and hold one (1) at-large regional Regent meeting during each term on the Board of Regents to report and hear concerns. (Amended: October 18, 2019).

To insure continuity of leadership on the Board of Regents, terms of regional Regents on the Board shall be:

1. All regional Regents appointed after the first appointments under these By-laws shall serve a term of four (4) years or until their successors are seated.
2. If a vacancy on the Board of Regents occurs the vacancy shall be filled by going through a regular nominating and appointing process. The appointment shall be for the remainder of the unexpired term. (Amended: October 18, 2019).

### **Section Six. Elder Regent**

The Elder Regent representing the elders of the Sicangu Oyate must meet the general eligibility requirements set forth in Section Two of this Article and must, at the time of appointment, be considered a Winucala na Wicachala.

The Elder Regent shall be appointed for life and shall serve until a successor is seated.

### **Section Seven. Sicangu Oyate Okolakiciye Regent**

The Chair of the Rosebud Sioux Tribe's Education Committee or designee shall serve as the Sicangu Oyate Okolakiciye Regent, and the Chair's term on the Board of Regents shall coincide with his or her term on the Education Committee.

### **Section Eight. Appointment/Term of Student Regent**

The Student Regent shall be elected by the Sinte Gleska University student body annually during the month of August.

The Sinte Gleska University Student Association President elected by a majority vote of Sinte Gleska University students who cast a ballot shall serve as the Student Regent to the Board of Regents. (Amended: November 22, 2019)

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

### **Section Nine. Appointment/Term of Staff/Faculty Regent**

One week prior to the start of the Fall Semester of classes, the President or designee shall give notice of the Staff/Faculty Regent vacancy. Staff/Faculty will conduct a vote every four years in August and will submit their nominee to the Board of Regents.

### **Section Ten. Appointment/Term of Regional Regents**

Notice of expiration of the term of any Regional Regent shall be given by the Board Secretary at least sixty (60) days prior to expiration of the term. The notice shall be given through various media measures and by such other means as the Board Secretary deems proper. The notice shall state the term that will expire, the qualifications for the position, and include the deadline for receiving nominations. Nominations may be made by Category One members, or by the communities which the Regent will represent. (Amended: November 15, 2019)

Appointments for Regional Regents shall be made by the Board of Regents at the end of the term for each respective Regional Regent. In the event of a resignation, the Board of Regents will appoint a qualified, Category One member for the remainder of the unexpired term. (Amended: November 15, 2019)

### **Section Eleven. Appointment/Term of Elderly Regent**

Notice of expiration of the term of any Elder Regent shall be given by the Board Secretary at least sixty (60) days prior to expiration of the term. The notice shall be given through various media measures and by such other means as the Board Secretary deems proper. The notice shall state the term that will expire, the qualifications for the position, and include the deadline for receiving nominations. (Amended: November 15, 2019).

Appointment of the Elder Regent shall be made by the Board of Regents.

### **Section Twelve. Seating of Regents**

Persons appointed as a Regent shall be seated on the Board of Regents at the first regular monthly meeting following their appointment to the Board of Regents.

### **Section Thirteen. Officers of the Board of Regents**

The Board of Regents shall elect a Chairperson and a Vice Chairperson from among the one (1) RST Education Committee Regent, one (1) Elder Regent and the four (4) Regional Regents. The Chairperson and Vice Chairperson shall serve a term of two (2) years, commencing on the date of their selection, and shall serve until their successors are seated, or until such time as a new Chairperson and Vice Chairperson are selected. (Amended: November 15, 2019)

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

If the Chairperson or Vice Chairperson ceases to be a member of the Board of Regents, the remaining members of the Board shall select a replacement from the remaining Elder Regent and Regional Regents to serve the balance of the term.

### **Section Fourteen. Executive Secretary**

Sinte Gleska University shall provide an Executive Secretary to the Board of Regents who shall act at the Board's direction.

### **Section Fifteen. Removal of Appointed Regents**

Any appointed Regent shall be automatically removed from office upon the commission of any of the following acts:

1. Theft or misuse of University money or property.
2. Conviction of a felony, a class A crime under the Rosebud Sioux Tribe's Law and Order Code, or a misdemeanor involving moral turpitude;
3. Maintenance of a lawsuit against the University.

Any Regent may be removed from office upon the commission of any of the following acts:

1. Commission of any act bringing shame upon or causing embarrassment to the University; or
2. Failure to represent the interest of his or her constituency, as required by these By-Laws.

The removal process for any appointed Regional Regent, Elder Regent, Student Regent, or a Staff/Faculty Regent may begin with a petition process with the submission of the petition to the Board of Regents:

1. Petition to remove a Student Regent must be signed by 25% of currently enrolled students;
2. Petition to remove a Staff/Faculty Regent must be signed by 25% of Staff/Faculty members;
3. Petitions to remove an at-large Regent must be signed by one-hundred (100) Category One members from the respective region.

The removal of any Regent may be instituted by motion of the Board.

The petition of motion shall specify the grounds for removal.

Upon submission of a petition, the Executive Secretary to the Board of Regents shall verify the signatures

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

and, if the petition is in proper order, submit the petition to the Board of Regents within five (5) working days thereafter.

A special meeting of the Board of Regents will be called within 30 days to consider the petition and to take action that may be indicated and that are in keeping with these By-laws.

### **Section Sixteen. Vacancies**

If a vacancy on the Board is created by a change in the Student Regent's status as a full-time student or departure of the Student Regent from the University, at the Board's discretion, the Board may appoint the Vice President or other officer of the Student Association. Or, the Board may choose to leave the Student Regent's position vacant until the next student election. Vacancies due to the resignation, death or removal of a Regent, or if a Regent becomes disqualified according to these By-Laws, the Board of Regents shall call a special meeting no more than thirty (30) days after the vacancy occurs. At the special meeting, the Board shall appoint another person to serve as a Regent for the unexpired term of his or her predecessor, where the unexpired term of two (2) years or less in duration.

If the term remaining in the vacated position is more than two (2) years, the vacancy will be posted for thirty (30) days and nominations will be taken and considered by the Board of Regents within sixty (60) days from the date of the vacancy.

An oral or written resignation submitted in accordance within the provisions of the Board of Regents Policies and Procedures Handbook shall be effective immediately upon submission without requirement of further action.

### **Section Seventeen. Immunity of Regents**

Regents acting within the scope of their position and duties shall not be liable in any way for any obligations, debts, or conduct of the Corporation.

Any individual Regent or the Regents, as a whole, shall be immune from suit and indemnified for any damages incurred, arising out of any action taken in good faith on the part of the University and shall not be liable in any way for any obligations, debts, or conduct of the University, its agents or employees.

## **ARTICLE FOUR**

### **BOARD OF REGENTS**

#### **DUTIES AND RESPONSIBILITIES**

### **Section One. General**

The Board of Regents is responsible for the general governance of the Corporation, to include upholding



## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

and supporting the Sinte Gleska University Mission Statement, the Goal Statement, the Preamble for the By-Laws; and enhancing the organization's public image. This responsibility and authority may be exercised only by the Board of Regents as a unit. Individual Regents are without power to act separately in connection with Corporation business.

Major activities within the purview of the Board of Regents include participation in planning for the University; ensuring adequate resources by participating in fundraising activities; approval and adoption of institutional policies; approval of the organizational management structure; approval of the annual University budget; approval of financial depositories of the University and persons authorized to sign checks for the University; assessing its own performance; and other duties as specified in the Board of Regents Policies and Procedures Handbook.

The fiduciary nature of the role of the Board of Regents requires that every Regent perform his or her responsibilities and duties in a manner that places the interests of the Corporation and the members of the Corporation above any other consideration.

### **Section Two. Selection of the Wounspe Itancan ici Nunpa (President)**

The Board of Regents will ensure that the selection will be in accordance with appropriate spiritual and cultural practices of the Sicangu Lakota Oyate and will be considered binding.

### **Section Three. Installation of the Wounspe Itancan ici Nunpa (President)**

The Board of Regents will ensure that the installation of the Wounspe Itancan ici Nunpa shall be in accordance with appropriate Sicangu Lakota spiritual and cultural ceremonies.

### **Section Four. President's Performance Review**

The Board of Regents will conduct an annual review of the Wounspe Itancan ici Nunpa (President) in accordance with Sinte Gleska University Administrative Policies and Procedures Handbook.

### **Section Five. Selection of a Wounspe Itancan Tokahe (Chancellor)**

The Board of Regents may designate and/or select a Chancellor to act as ambassador to promote the vision of Sinte Gleska University Founders and the wishes of the Sicangu Lakota Oyate in fulfilling the needs of Sinte Gleska University.

### **Section Six. Transition of Leadership**

The transition of leadership shall only be done with appropriate Sicangu Lakota spiritual and cultural ceremonies.

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

### **Section Seven. Delegation of Authority**

As the Corporation's governing body, the Board of Regents shall delegate responsibility for day-to-day management and leadership of the Corporation to Officers of the University who shall be responsible for implementation of the policies and directives adopted by the Board of Regents, as provided in these By-laws.

## **ARTICLE FIVE**

### **MEETINGS OF REGENTS**

#### **Section One. Regular Meetings**

Meetings of the Board of Regents for the conduct of regular business shall be held at the Sinte Gleska University Administration Building on a monthly basis at a day and time agreed upon by the majority of the Regents as a result of a poll conducted by the Executive Secretary; or at such other time and place as the Board of Regents deem necessary. (Amended: November 15, 2019).

#### **Section Two. Special Meetings**

Special meetings of the Board of Regents may be called by the Chairperson or by any three (3) Regents upon written request to the Chairperson, or in the Chairperson's absence the Vice Chairperson, setting forth the business to be considered. Within five (5) days after the receipt of a request, written or oral notice shall be given to the Board of the date, time, and place of the meeting and the business to be conducted at the meeting. No business other than that set forth in the notice of special meeting may be transacted.

#### **Section Three. Notice and Waiver**

At least a twenty-four (24) hour notice of a special meeting shall be given to the Regents. Notice shall be in writing and personally delivered or sent by U.S. mail, sent by E-mail, or read by telephone to the Regent(s) to be notified. (Amended: January 9, 2017).

Notice is not required for regular meetings, unless the Board changes the date, time, and place of the meeting, in which case notice shall be given in the same manner as notice of special meetings, except that the business to be considered need not be set forth.

Notice of any special meeting is not required if all Regents sign a waiver of notice and consent to the meeting, which shall be entered into and made a part of the Board of Regents minutes.

#### **Section Four. Quorum**

A majority of voting Regents constitutes a quorum for the transaction of any business properly before the

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

Board of Regents. However, no meeting can be held unless either the Chairperson or Vice Chairperson is present.

### **Section Five. Procedure**

The Chairperson or Vice Chairperson shall preside at meetings of the Board of Regents, and the Executive Secretary or some other suitable person appointed by the Board of Regents shall record minutes of meetings. Roberts Rules of Order shall be used to conduct meetings.

### **Section Six. Voting**

Each voting member of the Board of Regents may cast one (1) vote on all business that is properly brought before the Board of Regents. All business shall be decided by the affirmative vote of a majority of the voting Regents. Voting by proxy is prohibited.

### **Section Seven. Recess**

The Board of Regents may recess any of its meetings from day to day without further notice.

### **Section Eight. Action by Written Resolution**

When circumstances arise which require action by the Board of Regents and a sufficient number of Regents cannot be present at a meeting of the Board of Regents to consider such action, the action can be taken in writing by resolution specifically setting forth the action to be implemented and the action shall be deemed adopted by the Regents provided the resolution is signed by individual Regents in a number that constitutes a quorum.

## **ARTICLE SIX**

### **OFFICERS OF THE CORPORATION**

#### **Section One. Officers**

Officers of the Corporation shall include the President, Chief of Operations Officer, Vice Presidents, and a Chancellor.

#### **Section Two. Authority of Officers**

The President shall be the Chief Executive and Administrative Officer of the Corporation. The Chief of Operations Officer, Vice President(s) shall be appointed by the President following consultation with and

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

advice from Faculty and Staff as provided by the Sinte Gleska University Administrative Policies and Procedures Manual. The Officers herein shall have the powers and shall discharge all duties as necessary to serve the mission and purposes of Sinte Gleska University.

### **Section Three. Duties of the President**

1. Shall be responsible for the day-to-day management, supervision and leadership of the University.
2. May hire and terminate employees of Sinte Gleska University.
3. May establish special committees with definite terms whose members shall serve without compensation; and
4. Shall have the powers and shall discharge the duties customarily and usually held and performed as necessary to serve the mission and purposes of Sinte Gleska University.

Under the direction of the President and in communication and concert with each other and the involvement of the communities and school systems, the Officers of the Corporation shall direct the implementation of institutional policies and directives adopted by the Board of Regents. Officers shall perform their respective roles in a manner that advances the mission and goals of the University and ensure the integrity and continuity of its operation.

### **Section Four. Honoraria**

Honoraria for Regents shall be fixed by the Board of Regents and shall be provided for each meeting where a quorum is present. In the event there is no quorum, Regents present shall be reimbursed for time spent working on reviewing documents to present at the next convened session of the Board of Regents. Mileage will be reimbursed at the federal rate.

### **Section Five. Immunity of Officers**

Officers of the Corporation shall not be liable in any way of obligations, debts, or conduct of the Corporation.

## **ARTICLE SEVEN**

### **COMMITTEES**

There shall be an Executive Committee comprised of the two (2) officers of the Board of Regents, namely the Chairman, Vice Chairman, and two (2) other members selected to serve on the Executive Committee. The Executive Committee shall meet to review and approve business or institutional transactions that need approval prior to the monthly meeting.

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

In the event of the absence of one (1) member of the Executive Committee, the Student or member-at-large shall be authorized to act as a member of the Executive Committee in place of the absent member to satisfy the requirement of four (4) necessary for the Executive Committee to act.

### **Section One. Executive Committee** (Amended: January 9, 2017)

Actions of the Executive Committee shall be approved upon by a vote in favor of the action voted upon by at least three (3) members of the Executive Committee.

Actions of the Executive Committee shall be ratified by the Board of Regents at the following meeting. (Amended: November 15, 2019).

### **Section Two. Other Committees**

The Board of Regents may establish special committees or study groups to advise the Board of Regents on necessary matters. The Board of Regents shall determine the duties, powers, composition, and terms of office of such committee or groups.

Each committee or study group shall be governed in its proceedings by these By-Laws and directives given by the Board of Regents.

## **ARTICLE EIGHT**

### **BUSINESS AFFAIRS**

#### **Section One. Depositories**

All funds of the Corporation shall be deposited in such financial institutions as required by Tribal or Federal law or regulation and approved by resolution of the Board of Regents. Reasonable and prudent care shall be exercised over all assets and funds of the Corporation.

#### **Section Two. Signatures**

Checks, drafts, and other financial documents shall be signed by such officers, staff, or other persons as designated by resolution of the Board of Regents.

#### **Section Three. Loans and Indebtedness**

The Corporation shall not issue any loans or advances, unless authorized by resolution of the Board of Regents. No loan shall be made to any Regent or Officer of the Corporation. Payment of salaries under policies approved by the Board of Regents shall not be deemed loans or advances.

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

The Corporation shall not execute any note or other evidence of indebtedness unless authorized by resolution of the Board of Regents. Any such authorization may be general or specific, may be directed to a specific Officer, or may include authorization to pledge property owned by the Corporation as security or collateral.

### **Section Four. Expenditures**

Approval of the annual institutional budget by the Board of Regents shall constitute general authorization for expenditure of funds.

### **Section Five. Contracts**

Any officer of the Corporation authorized by the Board of Regents and/or other persons specifically authorized by resolution of the Board of Regents, may enter into contracts on behalf of the Corporation. Any contract or instrument executed and delivered in the name of the Corporation by persons other than an Officer or person specifically authorized by resolution is void. (Amended: November 15, 2019).

In the event that the Board of Regents authorizes a person other than an Officer of the Corporation to execute a contract or other document creating an obligation on behalf of the Corporation, the President and Vice President of Finance shall be immediately provided with a copy of the resolution and notified of the person authorized and the nature and details of the contract or document.

### **Section Six. Fidelity Bonds**

The Chairperson or Vice Chairperson, President, Vice President(s), and any other employee who handles funds of the Corporation in any manner, and any other Officers, Agents, and employee of the Corporation specifically designated by the Board of Regents, shall execute fidelity bonds in favor of the Corporation in such amount as directed by the Board of Regents. Each such fidelity bond shall be executed by the Officer, Agent, or employee as principal and by a corporate surety company approved by the Board of Regents, provided, however, that in the case of employee blanket bonds may be employed in lieu of individual bonds. The Corporation shall pay all premiums for required fidelity bonds.

### **Section Seven. Books and Records**

The Corporation shall keep complete and correct books and records of account and shall also keep minutes of the proceedings of its members, Board of Regents, committees and groups.

### **Section Eight. Gifts**

The Board of Regents may accept on behalf of the Corporation any contribution, gift, bequest or devise for any purpose of the Corporation.

## **BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

### **Section Nine. Intellectual and other Property Rights**

All intellectual and other property including but not limited to drawings, pictures, logos, emblems, textbooks, novels, productions, songs, poems, artwork, curriculum, films, recordings, publications, magazines, anthologies, treatises, plays, movies, narratives, inventions, and scientific archaeological, or cultural discoveries, in whatever form and wherever found, generated by the University or any person in its employment, shall be the exclusive property of the University and no reproduction, sale, or use of said property in any manner shall be permitted except under policies and procedures adopted by the Board of Regents.

### **ARTICLE NINE**

#### **Indemnification of Regents and Officers**

Each Regent, Officer, or employee of the Corporation, now or hereafter serving as such, shall be indemnified by the Corporation against any and all claims and liabilities to which that person has or shall become subject by reason of serving or having served as such Regent, Officer, or employee, or by reason of any action alleged to have been taken, omitted, or neglected by such a person as Regent, Officer, or employee; and the corporation shall reimburse each person for all legal expenses reasonably incurred by him/her in connection with any such claim or liability, provided, however, that no such person shall be indemnified against nor reimbursed for any expense incurred in connection with any such claim or liability, provided, however, that no such person shall be indemnified against nor reimbursed for any expense incurred in connection with any claim or liability arising out of that person's own willful misconduct or gross negligence.

The amount to be paid herein is contingent on availability of funds and may be satisfied by insurance purchased by the Corporation and shall not exceed actual, reasonable, and necessary expenses incurred in connection with the matter involved.

### **ARTICLE TEN**

#### **DISSOLUTION**

If the Corporation is dissolved, its assets shall be liquidated, its debts paid, and its remaining assets, if any distributed to the Sicangu Oyate for educational purposes, all consistent with the Corporate Charter.

### **ARTICLE ELEVEN**

#### **AMENDMENTS TO THE BY-LAWS**

The Board of Regents may amend these By-Laws at a regular or special meeting called for that purpose and approved by a majority vote. Any amendments must be consistent with the Corporation Charter.

**BY-LAWS OF SINTE GLESKA UNIVERSITY, INC.**

**ARTICLE TWELVE**

**ADOPTION OF THE BY-LAWS**

The By-Laws of the Corporation shall be adopted by the Board of Regents at a regularly scheduled meeting or at any special meeting called for that purpose provided that the By-Laws shall not be inconsistent with the provisions of the Charter. (Amended: November 22, 2019).

**CERTIFICATION**

We, the undersigned members of the Sinte Gleska University Board of Regents hereby certify that forgoing By-Laws of Sinte Gleska University were adopted at a duly convened meeting held on November 22, 2019 by a vote of five (5) in favor, zero (0) opposed, Chairman not voting, motion passed. A quorum was present.

/s/Mike Boltz, Chairman/Region 1 Rep.

/s/Richard Lunderman, Vice Chairman/Region 2  
Rep.

/s/Gabe Medicine Eagle, Region 4 Rep.

/s/Rita Means, RST Education Committee Rep.

/s/Ken Wike, Staff/Faculty Rep.

/s/Elton Menard, Student Regent

ATTEST:

/s/Evelyn White Hawk, Board Secretary

**SEAL**