TITLE 9 – EMPLOYMENT AND CONTRACTING

CHAPTER 9-3 TRIBAL BENEFITS BOARD

9-3-1 Purpose

The purpose of this Code is to establish a Confederated Tribes of Coos, Lower Umpqua and Siuslaw Indians (Tribes) Tribal Benefits Board (Board) to strengthen the Tribes' ability to administer or amend current benefit plans, to evaluate and implement any further plans for the benefit of the Tribes' employees or members consistent with the direction of the Tribal Council, and to make such other policy decisions or recommendations to Tribal Council as may be appropriate.

9-3-2 Authority; Establishment

Article I, Section 1 and Article VI, Section 2 of the Tribes' Constitution authorizes the Tribal Council to exercise executive authority. Tribal Council may establish boards or committees to assist the Tribal Council in carrying out its responsibilities to provide quality services to the tribal membership and to develop, maintain and protect the assets and interests of the Tribes. The Tribal Council hereby exercises this authority and establishes a Tribal Benefits Board.

9-3-3 Membership

The Board shall consist of six (6) members, appointed by the Tribal Council as follows:

(a) Two (2) members from the Tribes' economic enterprises;

(b) One (1) member from the Tribes' Finance Department;

(c) One (1) member from Tribal Government;

(d) One (1) member from the Tribes' Department of Human Resources; and

(e) One (1) member of the Tribal Council.

9-3-4 Terms of Office

All Board Members shall serve so long as he or she remains in one of the positions listed in CLUSITC 9-3-3.

9-3-5 Vacancies

(a) Vacancies occur when a Board Member is removed or no longer holds one of the positions listed in CLUSITC 9-3-3.

(b) Any vacancy shall be filled by appointment by the Tribal Council.

9-3-6 Appointments and Oath of Office

Board Members shall assume their duties and obligations under this Code upon written appointment by the Tribal Council. No later than the next scheduled Tribal Council meeting following the written appointment, the Tribal Chief shall administer a Ceremonial Oath of Office to each committee member. The Oath shall be as follows:

> "I (name), do solemnly swear that I will uphold the Constitution and laws of the Confederated Tribes of Coos, Lower Umpqua and Siuslaw Indians of Oregon, that I will serve the Tribes to the best of my ability, that I will work for the entire membership of the Tribes, that I will carry out the directions of the Tribal Council, and that I will declare when a conflict of interest could affect the performance of my duties on behalf of the Tribes."

9-3-7 Duties

The Tribal Benefits Board shall:

(a) Act as fiduciary over the Tribes' existing 401(k) plan by evaluating and making recommendations for all employee retirement benefits for the Tribes and their various entities, consulting as necessary with vendors, to establish comprehensive plans and/or policies, making informed decisions regarding investments, and recommending and presenting, any vendor contracts deemed necessary by the Board to the Tribal Council for approval.

(b) Manage all life, health, dental and vision benefits offered by the Tribes to their employees. The Board shall recommend benefits and establish policies that provide the maximum affordable protection to employees and their families. All benefits must be within the budget and shall consider employees' ability to pay the shared costs. The Board shall select providers, negotiate, recommend and present contracts as necessary to Tribal Council for approval and review program performance. The Board shall keep employees informed of the benefit programs and also provide information on how personal wellness can reduce the cost of staying healthy.

(c) As the Board may deem fit, and consistent with the direction of the Tribal Council, evaluate and consider any further retirement, life, health, dental, or vision benefits that may be appropriate, affordable to employees, consistent with the budget and lawful for the benefit of other Tribal members.

(d) Seek approval from the Tribal Council prior to the finalization of any actions, including contracts and adoptions of any applicable policies.

(e) Ensure that all contracts have the review and approval of the Tribal attorney prior to finalization.

9-3-8 Appointment of Chairperson and Duties

The Board shall elect a Chairperson annually who shall:

(a) Preside at all meetings;

(b) Ensure that minutes of all meetings are kept; and

(c) Make reports to the Tribal Council, annually or more frequently if necessary.

9-3-9 Meetings

(a) The Board shall meet as often as deemed necessary by the Chairperson.

(b) The Board may invite guests to attend meetings but has discretion to declare an Executive Session whenever necessary to protect the confidentiality of people or of the processes of the Board.

(c) Board Members shall attend all meetings unless they give reasonable written or verbal notice of the absence to the Board chairperson prior to the meeting.

9-3-10 Confidentiality

Each Board Member must sign a confidentiality agreement confirming that he or she understands and agrees to all information related to their duties as a Board Member constitutes confidential business of the Tribes. No Board Member may violate the reasonable expectation of confidentiality of any person(s) and no Board Member may provide confidential information or documents to anyone to which disclosure has not been authorized by the Tribes.

9-3-11 Removal of Board Members

Each Board Member shall serve at the ongoing pleasure of the Tribal Council. By majority vote, the Tribal Council may remove any Board Member for any reason.

9-3-12 Voting

(a) Except for the Tribal Council member of the Board, each Board Member shall have one (1) vote on each matter. The Tribal Council member shall act as a liaison to the Tribal Council but shall not have a vote on any Board matter.

(b) Board Members must be present to vote. No proxies will be permitted. A Board Member attending by telephone, video, internet connection or other means of live communication is considered present at the meeting.

(c) The Board Chairperson shall have authority to initiate an email vote or to prepare a unanimous consent of the Board on any matter which the Chairperson may determine warrants proceeding in either fashion. Any such email vote shall be the equivalent of any vote taken at a meeting and shall be recorded in the minutes of the next regular meeting of the Board. Any unanimous consent of the Board shall be similarly recorded in the minutes of the next regular meeting of the Board.

9-3-13 Quorum

A majority of the Board Members must be present to constitute a quorum. Board action is valid only when a quorum exists.

9-3-14 Personal Conflicts of Interest

No Board Member may vote on any action directly involving a member of his or her immediate family. A Board Member may take part in discussion and count toward a quorum regarding action involving a member of his or her family. Immediate family members include father, mother, adoptive mother, adoptive father, daughter, son, spouse, person in a spousal relationship, brother, sister, stepbrother and stepsister. An action does not directly involve a member of a Board Member's immediate family for purposes of this section if the action applies generally to a benefit plan or policy and applies equally to all covered tribal members or employees.

9-3-15 Rules; Records

The Board may adopt rules for the transaction of its business, subject to Tribal laws, and shall keep a record of its agendas, transactions and findings, which shall be a public record unless the Board or Chairperson shall declare it confidential and not subject to public disclosure under applicable law.

9-3-16 Limitation of Liability.

Board Members shall not be personally liable for debts, losses, obligations, or liabilities of the Board, whether that debt, loss, obligation, or liability arises in contract, tort, or otherwise.

9-3-17 Severability

If a court of competent jurisdiction finds any provision of this Code to be invalid or illegal under applicable federal or tribal law, such provision shall be severed from this Code and the remainder of this Code shall remain in full force and effect.

9-3-18 Sovereign Immunity

Nothing in this Code shall be construed to have waived the sovereign immunity of the Tribes, any Tribal entity, department or program, or any Tribal official or employee, except as specifically and explicitly described herein.

APPENDIX A

LEGISLATIVE HISTORY AND EDITORIAL CHANGES

TRIBAL BENEFITS BOARD

LEGISLATIVE HISTORY AND EDITORIAL CHANGES

The Tribal Council of the Confederated Tribes of Coos, Lower Umpqua and Siuslaw Indians amended Chapter 9-3 (Tribal Benefits Code) at a single meeting with unanimous consent, by Resolution 26- 166 on August 20, 2026 Vote was 6 (for), 0 (against), 0 (absent) and 1 (abstaining). Creating Ordinance No. 099A.

The Tribal Council of the Confederated Tribes of Coos, Lower Umpqua and Siuslaw Indians repealed Chapter 7-7 (Employee Benefits Committee) of the Tribal Code and enacted Chapter 9-3 (Tribal Benefits Code) by Ordinance No. 099 on November 8, 2015. Vote was 4 (for), 1 (against), 2 (absent) and 0 (abstaining).