

Hopi Tourism Strategic Plan
Tourism Cohort Meeting Agenda
Thursday, March 25, 2021 — 3 PM MST
Zoom Video Conference/Teleconference

1. Call to Order – Brian Cole

Brian Cole called the meeting to order at 3:10 pm.

2. Self-introductions

Attending the meeting were Eve Begay, Lahoma Davidson, Andrew Gashwazra, Romalita Laban, Berni Navakuku, James Surveyor, Wayne Taylor, and Brian Cole.

3. New Hopi Tourism Organizational Structure

Lahoma Davidson opened the discussion by sharing her screen and showing a step-by-step process to incorporate a new non-profit in Arizona.

James Surveyor stated that he thought it was time to “formalize” the advancement of the organization. What is the formal process to establish the non-profit organization? Brian Cole responded that, in general, discussions and decisions of the Hopi Tourism Cohort had been made by “those who show up.” In other words, whoever is at the most recent meeting sets the general direction for the discussion and the overall effort. Cole noted that given the group is agreed that the Hopi Tribal Council is not governing this process nor its outcomes, it was hard to determine a way to “formalize” the process. Nonetheless, the group does need to find a way to formally move forward together.

Berni Navakuku stated that she believed that the artisans and operators should have a strong voice in the effort. Cole responded that he had reached out to Gayver Puhuyesva who indicated that due to the pandemic there had not been any operators or artisans registered with his office in 2020/2021. Navakuku indicated that she does have a network of operators/artisan contacts and would do some outreach prior to the next meeting.

Wayne Taylor stated that he has been reading though all of the work of the Hopi Tourism Cohort, including the Strategic Plan. Taylor indicated that the work is very impressive. He noted that the group does want to organize, but outside of the confines/restrictions of the Hopi Tribe itself. Taylor recommended that continuing to work with Andrew Gashwazra rather than approaching the Hopi Tribal Council is the path forward. Taylor also noted the success that MDC has had with recent grants. Taylor also praised the work of Lahoma Davidson.

Surveyor stated that the most important thing is to find “three dedicated people” for the formulation of the non-profit Board of Directors. Davidson affirmed this and added the important role of the Registered Agent.

Cole suggested that he might put out a “call for volunteers” for the non-profit when he distributed the meeting notes to the 50-member email distribution list.

The group had a general discussion about whether the non-profit should be incorporated under the rules of the state of Arizona or the Hopi Tribe or both. Surveyor noted that MDC has been incorporated under the state of Arizona but was in the process of shifting its organization to be under the rules of the Hopi Tribe. Lahoma noted the importance of maintaining 501(c)(3) non-profit status for the non-profit. There was an additional discussion related to Hopi Ordinance 45. Taylor forwarded a copy of the Ordinance which is attached as Attachment A.

It was agreed that the next agenda should focus on the best structure/board member roles/legal advice we can receive to move forward. Surveyor indicated that he would reach out to the Hopi Office of the Legal Counsel and invite a representative to the April 8 meeting at 3 pm.

4. Report on Native American Tourism Organization Websites Research

Surveyor indicated that it will be vitally important that the website that will be developed can be easily updated. Surveyor noted that there are software programs like Wix that are user-friendly. Cole indicated that it was the responsibility of Building Communities to develop the website as a part of this project. He would keep this advice in mind when the group moved into the website development stage. It was noted that the website would be developed subsequent to the establishment of the organization.

5. Virtual Hopi Tourism Training Event – Tabled

No discussion.

6. Hopi Tourism Facilities Planning

No discussion.

7. Other Business

The group reminded Cole that he was going to develop a press release on the activities and goals of the Cohort. Cole indicated that this would be completed and distributed within three days. Romalita Laban then forwarded the instructions for submittal to press releases to the Tutuveni. Surveyor indicated it would be helpful to distribute the press release to the Navajo-Hopi Observer.

8. Next Meeting

The next meeting is scheduled for Thursday, April 8 at 3 pm MST.

9. Adjourn

The meeting was adjourned at 4:15 pm.

Attachment A
Hopi Ordinance 45

Ordinance No. 45. - Resolution H-45-90 approves Ordinance for Governmental Corporations Act..

HOPI TRIBAL COUNCIL
RESOLUTION
H-45-90

WHEREAS, the Hopi Constitution authorizes the Hopi Tribal Council to enact ordinances for the peace and welfare of the Tribe; and

WHEREAS, the Hopi Tribal Council finds that the Hopi Tribal Governmental Corporations Act Ordinance will promote the welfare of the Tribe; and the Hopi Tribal Council intends that the Hopi Tribal

WHEREAS. Governmental Corporations Act will help promote economic self-sufficiency for Hopison the Hopi Indian Reservation.

NOW THEREFORE BE IT RESOLVED that the Hopi Tribal Council enacts the Hopi Tribal Governmental Corporations Act Ordinance.

C E R T I F I C A T I O N

The foregoing resolution was duly adopted by the Hopi Tribal Council on March 12, 1990, at a **meeting** at which a quorum was present with a vote of 14 in favor, 0 opposed, 0 abstaining (Vice Chairman presiding and not voting) pursuant to the authority vested in the Hopi Tribal Council by Section 1 (g) of Article VI of the Hopi Tribal Constitution and By-Laws of the Hopi Tribe of Arizona, as ratified by the Hopi Tribal Council on October 24, 1936, and approved by the Secretary of the Interior on December 19, 1936, pursuant to Section 16 of the Act of June 18, 1934. Said resolution is effective as of the date of adoption and does not require Secretarial approval.



Patrick C. Dallas, Vice Chairman Hopi Tribal Council

ATTEST:



Anita Horace, Tribal Secretary
Hopi Tribal Council

ORDINANCE **N O.** 4 5

HOPi TRIBAL GOVERNMENTAL CORPORATIONS ACT

ORDINANCE NO. 45

HOPi TRIBAL CODE

45.1 Governmental Corporations Act - Hopi_Indian Tribe of the Hopi Reservation; Corporations
Authorized

This Ordinance shall be known as the Hopi Tribal Governmental Corporations Act. There are hereby authorized to be created by duly adopted resolutions of the Hopi Tribal Council (Council) of the Hopi Indian Tribe of the Hopi Reservation (Tribe), corporations which will be agencies and instrumentalities of the Hopi Tribal Government. The corporations organized and created under this act shall be subject to tribal law, this Act and, to the extent consistent with this Act and other tribal law, chapters 1D, 2, 3, 4, 5, 6, 7, 8, 12, 13, 14, and 16 of the Revised Model Business Corporation Act, Annotated, as adopted by the Committee on Corporate Laws of the American Bar Association as the same now exists and as it may later be amended. The right to repeal, alter or amend this Act at any time is expressly reserved. Corporations organized and created under this Act are not organized or created pursuant to section 17 of the Indian Reorganization Act of 1934.

45.2 Purpose, Constitutional Authority

(a) Indian tribes have been consistently recognized throughout the history of the United States of America to retain governmental powers necessary to commercially utilized their resources for the economic benefit and to organize corporations to do so. This Ordinance is intended to exercise and implement tribal corporate, economic, and commercial powers, which are hereby declared by the Tribe to be of the same nature as all other tribal powers, pursuant to the provisions of the Constitution of the Tribe.

(b) The Constitution of the Tribe, in its Preamble and in Article VI, provides for the exercise and regulation of corporate, economic and commercial powers by the Tribal Council to further the economic advancement of the Hopi Indian people.

(c) The Tribe and its members have endured more than a century of economic deprivation and oppression. This fact has been recognized by the Congress of the United States through numerous Acts intended to assist in the development of Indian resources. There is now a need and an opportunity to develop Hopi economic, natural and human resources to provide a standard of living and education to all tribal members equal to that of all citizens of the United States. The Tribe adopts this Act in order to meet the following independent goals: (1) carry out a constitutional mandate; (2) develop tribal resources to obtain the highest value possible for those resources; (3) to raise the standard of living and education for all Tribal members; and (4) to enter into and take advantage of business and commercial opportunities available to the Tribe.

(d) To accomplish the goals set out in section 45.2(c), the Council hereby finds that for purposes of business efficiency management of tribal government business entities should be separated from other governmental functions of the Tribe. Management of tribal government business entities shall be based on business judgment rather than political concerns.

45.3 Privileges and Immunities

Corporations established under this Act carry out responsibilities imposed on the Tribal Council by the Hopi Constitution for the economic development and welfare of members of the Hopi Tribe. Corporations established under this Act shall be considered to be governmental agencies and instrumentalities of the Tribe; and their directors,

officers and employees are officers and employees of the Tribe, notwithstanding the fact that their work rules and conditions may differ from that of other tribal employees. Such Corporations, their directors, officers and employees shall be entitled to all of the privileges and immunities enjoyed by the Tribe; including but not limited to, immunities from suit in Federal, State and Tribal courts; and immunities from Federal and State taxation or regulations, except as specifically set out in the corporate charters granted pursuant to this Act.

45.4 **Tribal Taxation**

All activities of corporations created under this Act shall be subject to taxation by the Hopi Indian Tribe.

45.5 **Subsidiary Corporation**

Any corporation created pursuant to this Act may, by obtaining a charter from the Council pursuant to this Act, establish a subsidiary corporation in which the Tribe or the parent corporation retain not less than sixty percent (60%) of the voting stock of the subsidiary corporation. A subsidiary corporation and its officers and employees have all the same purposes, powers, privileges and immunities, as any other corporation established pursuant to this Act.

45.6 **Ownership**

Every corporation created pursuant to this Act shall have at all times at least sixty percent (60%) of its voting stock owned by the Tribe or a tribal corporation created pursuant to this Act.

45.7 7 **Voting Stock - Alienation**

No voting stock in any corporation created pursuant to this Act and owned by a corporation created pursuant to this Act may be alienated.

45.8 **Organization**

The Council shall by resolution appoint the initial, incorporating

directors of all corporations created pursuant to this Act. The election or appointment of corporate officers and the election of subsequent directors shall be governed by the provisions of the charter of the corporation.

45.9 **Powers and Duration**

The powers of corporations created pursuant to this Act shall be set out in the charters of the corporations. The duration of corporations created under this Act shall be perpetual unless a different duration is stated in the charter of incorporation.

45.10 **Lands**

Real property acquired by a corporation created pursuant to this Act may be transferred, where permitted by the federal law governing the ability of the Tribe to make such a transfer, to the ownership of the United States in trust for the Tribe and shall be by appropriate, lawful transfer be placed into the control of the corporation by the Tribe.

45.11 **Tribal Courts - Jurisdiction, Enforcement of Act**

Notwithstanding the immunity from suit conveyed upon corporations created pursuant to this Act, the provisions of this Act, the Model Business Corporations Act, tribal regulatory acts, and tribal enactments adopted pursuant to this Act may be enforced against any such corporation, parent or subsidiary, and its directors, officers and employees by an action in law or equity in the Tribal Courts of the Tribe, when brought by any member of the Council or a director of a parent corporation.

45.12 **Agent**

All corporations created under this Act shall publicly designate and maintain a registered agent for service of documents at Kyakotsmovi or some other location on the Hopi Indian Reservation.

45.13 **Assets**

The assets of each and every corporation created under this Act shall be separate and distinct from those of the Tribe. In no case shall tribal assets not expressly and specifically pledged in a manner permitted by law be considered assets of or be liable for the obligations of a corporation created under this Act for any purpose.

45.14 **Audit**

The Council, by duly adopted resolution, may require that any corporation created under this Act be audited by an independent auditor hired by the Council at any time and shall have the absolute right to require access to all corporate documents necessary for such an audit.

45.15 **Annual Meeting, Annual Report, _**

The board of directors and management of each corporation created pursuant to this Act shall hold at least one open meeting per year, on ten days public notice, within the boundaries of the Hopi Indian Reservation, at which the board shall answer any questions asked of them by members of the Council. Each board of directors shall also file a full report of the financial and business activities of the corporation with the Council on an annual basis.