



Confederated Tribes of Warm Springs, Oregon
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December 27, 2018

Announcement of Vacancies on the Board of Directors of Warm Springs Water & Power Enterprise

The Confederated Tribes of Warm Springs is seeking interested persons who are willing to serve on the 5-member Board of Directors for Warm Springs Water & Power Enterprise. Interested candidates must submit the following documents no later than Fri., Feb. 1, 2019: Letter of interest, resume, background check form, and credit check form. Applicants can pick up the credit and background check forms from the Executive Management office or download online at: <http://bit.ly/CTWSOBoardCommitteeInfo>. All documents must be submitted to Michele Stacona, Secretary-Treasurer/CEO, P.O. Box 455, Warm Springs, OR 97761 or dropped off at the Executive Management office.

WARM SPRINGS WATER & POWER ENTERPRISE BOARD OF DIRECTORS 2 Positions

Class III Non-Member (1), Class III Tribal Member (1)

ARTICLE III. BOARD OF DIRECTORS (abridged)

- Number.** The Board of Directors shall consist of five (5) directors. The number of directors of WSWPE may be increased or decreased from time to time by Amendment to this Plan of Operation. No decrease in the number of directors shall have the effect of shortening the term of office of any incumbent directors.
- Classification and Term of Office.** The members of the Board of Directors shall be divided into three classes, designated Class I, Class II and Class III as follows:
 - Class III shall consist of one director who shall be an enrolled member of the Tribe and one director who shall be non-member who is interested in the economic and social development of the Tribe and its membership and who has expertise in the field of energy or related matters. Term ending: 12/31/19
 - After the expiration of the initial term of Class I, Class II and Class III directors, the term of office of each of said classes shall be three years from the expiration date of the immediately preceding term of each class.
 - Directors shall be eligible for reappointment.
- Appointment.** The members of the Board of Directors shall be appointed by the Council.
- General Powers.** The business and affairs of WSWPE shall be managed and controlled by the Board of Directors.
- Regular Meetings.** A regular meeting of the Board of Directors shall be held annually on the fourth Thursday in the month of March for the purpose of reviewing the preceding calendar year's operations, and the transaction of such other business as may come before the meeting. At the annual meeting of the Board of Directors, the Board of Directors shall review the preceding year's operations, make plans for the ensuing year's operations, elect officers and transact such other business as may come before the meeting.
- Special Meetings.** Special meetings of the Board of Directors may be called by the Chair of the Board or any three members of the Board of Directors. Meetings shall be held at the time and place specified by the person or persons calling such meeting.
- Notice.** Notice of meetings of the Board of Directors shall be given at least five days previously thereto by a writing delivered personally or mailed to each director at his or her business or by telegram. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereof prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Unless otherwise specified in this Plan of Operation, neither the business to be transacted nor the purpose of any meetings of the Board of Directors need be specified in the notice or the waiver of notice of such meeting.

