

RESOLUTION OF THE
HUMAN SERVICES COMMITTEE OF THE

**Requesting the Navajo Nation Council to Support the Efforts of Department
of Navajo Veterans Affairs in Securing the Old Fort Defiance Public Health
Service Hospital and other Adjacent Vacated Facilities to be Utilized to
House the Navajo Veterans Program**

WHEREAS:

1. Pursuant to 2 N.N.C. §§ 601 and 604 (B), (1), (3) and (5), the Human Services Committee is established and continued as a Standing Committee of the Navajo Nation Council, and is empowered to promulgate regulations for the enforcement and implementation of the labor laws and policies of the Navajo Nation and laws relating to Veterans services, to recommend legislation regarding employment, training and Veterans services, and to serve as the oversight authority for the Division for Human Resources; and
2. Pursuant to Resolution No. GSCAU-49-91 of the Government Services Committee of the Navajo Nation Council, one of the Department of Navajo Veteran Affairs' purpose is to seek and identify additional funding sources and make recommendation for the implementation, expansion and improvement of existing programs of the divisions and offices of the Navajo Nation to ensure that the Navajo Veterans receive the benefits and services they are entitled to; and
3. The Department of Navajo Veterans Affairs under the Division of Human Resources was also established to foster the interests of the Navajo Veterans by advocating and providing administration oversight and coordination of Veterans programs and services of federal, state and tribal governments and private agencies; and
4. Navajo Tribal Officials and Department of Navajo Veterans Affairs in the past years have had numerous discussions and meetings with the Indian Health Service, Veterans Administration Medical Center(s), the U.S. Department of Veterans Affairs and even submitted the Veterans Administration issues and testimonies to establish a Veterans Administration Clinic, hospital and/or establish sharing agreements between the Indian Health Service and the Veterans Administration Medical Center to provide quality health care services to enrolled Native American Indian Veterans which has not been fully addressed; and

5. The old Fort Defiance Public Health Service Hospital and adjacent facilities were vacated by the Indian Health Service who moved into the new facility during the summer of 2002; however, the old facility is still in sound condition that still could be utilized and which require some renovations; and
6. The Shanahgo Iina Bahaz'a, Incorporation is a non-profit organization recently submitted an application and a use plan for the old Fort Defiance Hospital to be used for Elderly Care for Aging Veterans, among other Veteran services which is supported by the Department of Navajo Veterans Affairs; and
7. It is known that the Bureau of Indian Affairs recently announced its intentions to assume the vacant facilities in Fort Defiance; and
8. It is only appropriate that the facilities, all or a portion of it be utilized to house Veterans programs such as the Veterans Administration Clinic and other specialty care and services, such as Post Traumatic Stress Disorder Counseling, Women Veterans Physicians, etc., which are much needed on the Navajo Nation.

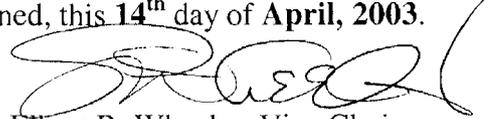
NOW, THEREFORE BE IT RESOLVED THAT:

1. The Human Services Committee of the Navajo Nation Council requests the Navajo Nation Council to support the efforts of Department of Navajo Veterans Affairs in securing the old Fort Defiance Public Health Service Hospital and other adjacent vacated facilities to be utilized to house the Veterans Program.
2. The Human Services Committee also request the Navajo Nation Council to request the Navajo Area Bureau of Indian Affairs Area Director to strongly consider and prioritize the Navajo Nation's requests to utilize the old Fort Defiance Public Health Service facilities to house the Veterans Program.
3. The Human Services Committee further requests the Navajo Nation Council to request the Area Director of Navajo Area Indian Health Service (NAIHS) and the Carl T. Hayden Veterans Administration Medical Center Director of Phoenix, Arizona to work together to ensure that Navajo Veterans be afforded proper health care delivery and services through the appropriate funding, provisions for health care professionals and development of sharing agreements.

4. The Human Services Committee also requests of the Navajo Nation Property and Supply Office to coordinate with the appropriate officials, agencies and offices to ensure the facilities be made a priority to house the Veterans Program.

CERTIFICATION

I hereby certify the foregoing resolution was duly considered by the Human Services Committee of the Navajo Nation Council at a duly called meeting at Window Rock, Navajo Nation (Arizona), at which a quorum was present and that same was passed by a vote **5** in favor, **1** opposed, and **1** abstained, this **14th** day of **April, 2003**.



Elbert R. Wheeler, Vice Chairperson
Human Services Committee

Motion: Young Jeff Tom
Second: Woody Lee

**THE NAVAJO NATION
Performance Criteria
Fiscal Year 2002**

FORM 2

PROGRAM: Dept. of Navajo Veterans Affairs - Admin.

PROGRAM NO.: 120400

IV.

		FY 2002 1st Qtr Results	FY2002 2nd Qtr Results	FY 2002 3rd Qtr Results	FY 2002 4th Qtr Results
I.	1. Performance Measure: Routine reporting of program statistics and services provided. Goal Statement: To report, on a quarterly basis, the following program statistics and services provided:				
	a. <u>Total number of registered NN veteran per quarter.</u>	10,279	11,821	11,836	11,841
	b. <u>Total dollar amount of non-housing financial assistance per quarter.</u>	\$57,865.00	\$54,813.00	251/37,752	\$0.00
	c. <u>Total dollar amount of housing financial assistance per quarter.</u>	74 bid out	\$280,555.00	\$492,763.00	\$147,335.00
	d. <u>Total number of housing units completed per quarter.</u>	30	38 units	42	32
	e. <u>Total number of veterans served per quarter.</u>	925	2,230	2,244	1,646
	f. <u>Total number of loans/dollar amount of loans per quarter.</u>	57/ \$159,500	36 @ \$104,000	51 @ \$147,800	61 @ \$172,960
II.	2. Performance Measure: <u>Workshops/presentations conducted for Navajo Veterans and their families.</u> Goal Statement: <u>To conduct 3 workshops/presentations per quarter to Veterans and their families.</u>	8	5	8	9
	3. Performance Measure: <u>To make 4 collection visits to the agencies per quarter.</u> Goal Statement: <u>To recover at least \$2,500 per quarter.</u>	\$2,600.00	\$3,000.00	\$2,000.00	\$1,500.00
	4. Performance Measure: <u>Veterans loan program default rate.</u> Goal Statement: <u>To maintain a Veterans' loan default rate of less than 10% per quarter.</u>	11%	12%	10%	10%
III.	5. Projects:				
	a. <u>Complete 1st phase of Veterans Memorial Park by Nov. 11, 2001.</u>	on-going	on-going	in process	in process
	b. <u>Identify 3 feasible sites for establishment of veterans cemetery by March 21, 2002.</u>	identified	on-going	three	in process
	c. <u>Complete Shiprock Veterans Memorial building by March 30, 2002.</u>	in-progress	on-going	bid out	bid out
	d. <u>Seek funding for Western Agency Veterans Office building by March 31, 2002.</u>	on-going	on-going	No Response	no funding

**THE NAVAJO NATION
PROGRAM PERFORMANCE CRITERIA
FISCAL YEAR 2003**

Program <u>DEPT OF NAVAJO VETERANS AFFAIRS-ADMIN</u>		Program No.: <u>120400</u>																														
<p>I. 1. Performance Measure: <u>Routine reporting of program statistics and services provided.</u> Goal Statement: <u>To report, on a quarterly basis, the following program statistics and services provided:</u></p> <p>a. <u>Total number of registered NN Veterans per quarter.</u></p> <p>b. <u>Amount and number of financial assistance provided.</u></p> <p>c. <u>Amount and number of housing assistance provided.</u></p> <p>d. <u>Number of referrals for VA Benefits.</u></p> <p>e. <u>Number of veterans meeting attended.</u></p> <p>f. <u>Number of workshops for veterans and families.</u></p>	<table border="1" style="width:100%; border-collapse: collapse; text-align: center;"> <thead> <tr> <th style="width:15%;">FY 2003 1st Qtr Results</th> <th style="width:15%;">FY 2003 2nd Qtr Results</th> <th style="width:15%;">FY 2003 3rd Qtr Results</th> <th style="width:15%;">FY 2003 4th Qtr Results</th> </tr> </thead> <tbody> <tr> <td>11852</td> <td></td> <td></td> <td></td> </tr> <tr> <td>556/\$91584</td> <td></td> <td></td> <td></td> </tr> <tr> <td>23/\$107694</td> <td></td> <td></td> <td></td> </tr> <tr> <td>2552</td> <td></td> <td></td> <td></td> </tr> <tr> <td>9</td> <td></td> <td></td> <td></td> </tr> <tr> <td>0</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				FY 2003 1st Qtr Results	FY 2003 2nd Qtr Results	FY 2003 3rd Qtr Results	FY 2003 4th Qtr Results	11852				556/\$91584				23/\$107694				2552				9				0			
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<p>II. 2. Performance Measure: <u>Pursue outside veterans benefits/funding for Navajo Veterans.</u> Goal Statement: <u>To develop and submit a minimum of 3 proposals for external funding per quarter.</u></p> <p>3. Performance Measure: <u>Implement agreements with Navajo Housing Authority under FY2000, FY2001, & FY2002 Veterans Homeownership Program under NAHASDA.</u> Goal Statement: <u>To provide for construction of 27 housing units per qtr under FY2000 FY2001 & FY2002 under the NAHASDA Veterans Homeownership Program by 10/31/2003.</u></p> <p>4. Performance Measure: <u>Administer and provide loans to qualified and eligible veterans and clientele.</u> Goal Statement: <u>To provide loans to 105 vets at a total of \$300,000 by 4/30/03, & maintain delinquency rate.</u></p>	<table border="1" style="width:100%; border-collapse: collapse; text-align: center;"> <tbody> <tr> <td style="width:15%;">3</td> <td style="width:15%;"></td> <td style="width:15%;"></td> <td style="width:15%;"></td> </tr> <tr> <td>31 in process</td> <td></td> <td></td> <td></td> </tr> <tr> <td>55/17%</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				3				31 in process				55/17%																			
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<p>III. 5. Projects:</p> <p>a. <u>Attempt to secure funding to complete 1st phase of Veterans Memorial Park by 11/11/02</u></p> <p>b. <u>Withdraw (1) feasible site for establishment of veteran cemetery by May 15, 2003.</u></p> <p>c. <u>Complete S/R Vets Memorial Bldg Complex & C/P Ofc Bldg for Occupancy by 12/31/02.</u></p> <p>d. <u>Seek funding for WNA Vets Ofc Bldg through legisl @ the AZ St Lgls Sess by 3/31/03.</u></p>	<table border="1" style="width:100%; border-collapse: collapse; text-align: center;"> <tbody> <tr> <td style="width:15%;">in progress</td> <td style="width:15%;"></td> <td style="width:15%;"></td> <td style="width:15%;"></td> </tr> <tr> <td>in progress</td> <td></td> <td></td> <td></td> </tr> <tr> <td>in progress</td> <td></td> <td></td> <td></td> </tr> <tr> <td>in progress</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				in progress				in progress				in progress				in progress															
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**THE
NAVAJO
NATION**

P.O. Box 9000 • WINDOW ROCK, ARIZONA • 86515

PRESIDENT
JOE SHIRLEY, JR.
VICE PRESIDENT
FRANK J. DAYISH, JR.

PMD-03-194

Memorandum

To: SAS Reviewers – 164 Process
From: Isabelle Yazzie, Program Manager
Property Management Department / OOC
Date: 02/20/2003
Re: SAS No. 16198: Proposed Resolution of the Navajo Nation Council Supporting the Navajo Nation Efforts in Securing the Vacated Old Public Health Service (PHS) Hospital and other Adjacent Vacated Facilities located in Fort Defiance, Arizona to be Utilized to House Veterans Programs

Isabelle Yazzie

Navajo - This refers to the proposed NNC reso #16198. Do the letters for HSC re #16198. The same? Need some clarification? JF

The Property Management Department (PMD) has been involved in the transfer of eight (8) IHS buildings to the Navajo Nation. These are the old PHS hospital and seven (7) others located in the immediate areas of the hospital.

In January 2001, the former Navajo Nation President, Mr. Kelsey Begaye, initiated the request to transfer these buildings to the Navajo Nation. In subsequent meetings to pursue transfer, the Navajo Nation and the Navajo Area Indian Health Service agreed that the health concerns of the Navajo people be foremost in this transfer such that the old PHS hospital be utilized to house and service the special needs of Navajo Veterans and Navajo elders, and the other seven buildings would be occupied by Navajo Nation health programs. All eight buildings were not going to be utilized for veteran's services. The Navajo Nation Division of Health has presented its re-use plan for five buildings to house the Navajo Health Education Program, Navajo Special Diabetes Project, Food Distribution Program, Women, Infant, Child Program and the Department of Behavioral Health Services (Corrections, Faith Initiative, FAS/E Projects, Wellness and Transfer Office)). This reuse plan is attached.

In October 2002, pursuant to current federal regulations that require excess buildings be offered to other federal government agencies, the Bureau of Indian Affairs expressed their interest in taking ownership of the old hospital, the General Services warehouse and the oxygen storage shed. Subsequently, the Navajo Nation President and Vice-President voiced their disagreement. IHS has halted the process pending further assessment. The Nation has since pursued revocable licenses for the remaining buildings. Revocable licenses have been issued to the Navajo Nation for five buildings. This is the current status of the transfer/donation.

As this will be a donation, the Navajo Nation will not be required to pay rent. The Property Management Department does have a budget for renovation, repairs and redesign of donated buildings from outside agencies, i.e. IHS. However, the allocation for renovation of these IHS buildings will be made in the FY 2004 fixed cost budget and will be very minimal; supplemental funding will be required. Attached is a copy of the Navajo Nation Department of Veterans Affairs proposal for use of the old hospital in partnership with Shanahgo lina Bahaz'a, Inc., which answers some questions posed by the Office of Management and Budget.

Should there be other questions, please call PMD at 928-729-4000/4100.

Concurred:

 3-3-3

Mark Grant, Acting Controller
Office of the Controller

xc: File
Chrono



**THE
NAVAJO
NATION**

P. O. BOX 9000 • WINDOW ROCK, ARIZONA 86515 • (520) 871-6000

KELSEY A. BEGAYE
PRESIDENT

TAYLOR MCKENZIE, M.D.
VICE PRESIDENT

December 4, 2002

Les Becenti, Realty Specialist
Realty Office, Property Management Branch
Navajo Area Indian Health Service
P.O. Box 9020
Window Rock, Az 86515



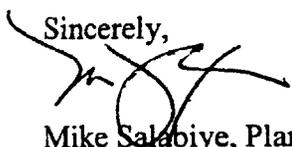
Dear Mr. Becenti,

The Navajo Nation requests a Revocable License for Indian Health Services property listed as: Building #35-Community Health; Building #3006-Dental (2 structures); Building #3003-OEH; Building #34-Quarters; and Building #33-Garage.

As you are aware, Building FD-1 (Old Hospital); FD-2 (Oxygen Storage); and Building #3002 (General Services Warehouse) is being requested by the Bureau of Indian Affairs. The Navajo Nation President and Vice-President are not in support of this request and are seeking resolution to this issue. In the interim, the Division of Health is in dire need of office space to provide health related services.

A list of proposed usage for the mentioned buildings is attached. Please feel free to contact me at (928) 871-7784 if you have any questions or concerns, thank you.

Sincerely,


Mike Salabiye, Planner
Department of Behavioral Health Services
Division of Health
P.O. Box 709
Window Rock, AZ 86515

xc: Robert Nakai, Acting Executive Director-DOH
Herman Largo, Department Director-DBHS
Richard Showalter, Assistant Director-DBHS
Isabelle Yazzie, Director-Property Management
Edison Blatchford, Supervisor-Property Management
File

Proposed Building Usage Plan
Navajo Division of Health
December 04, 2002

Building #35-Community Health

Will house Navajo Nation Health Education and Special Diabetes Project staff.
Additional programs from pother Divisions will be considered for these spaces.

Building #3006-Dental (2 structures)

Will house Women, Infants, and Children (WIC) and Food Distribution programs.

Building #3003-OEH

Will house DBHS Special Projects staff (Corrections)

Building #34-Quarters

Will house DBHS Special Projects personnel (Faith Initiative, FAS/E project, Wellness,
and Transfer office).

Building #33-Garage

Storage for building 34 Building.



THE NAVAJO NATION

P. O. BOX 9000 • WINDOW ROCK, ARIZONA 86515



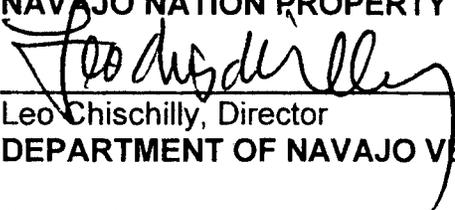
• (520) 871-6000

KELSEY A. BEGAYE
PRESIDENT

TAYLOR McKENZIE, M.D.
VICE PRESIDENT

MEMORANDUM

TO: Edison Blatchford, Supervisor
NAVAJO NATION PROPERTY AND SUPPLY

FROM: 
Leo Chischilly, Director
DEPARTMENT OF NAVAJO VETERANS AFFAIRS

DATE: September 6, 2002

SUBJECT: PROPOSAL FOR USE OF OLD FORT DEFIANCE PHS FACILITY

The Navajo Nation Department of Navajo Veterans Affairs in partnership with SHANAHO IINA BAHAZ'A, Inc. proposes to utilize the old Fort Defiance Public Health Service (FDPHS) building that was recently vacated.

The Fort Defiance Health Service Advisory Board have previously passed resolution(s) to have the building be utilize for a Veterans Domoncillary care and/or Nursing Care.

The Department of Navajo Veterans Affairs, and SHANAHO IINA BAHAZ'A, Inc. proposes to utilize the facility/building to house a wide range of veterans programs, not limited to the following:

1. In Patient/Out Patient
2. An Adult Day Care Center with numerous activities, educational programs, occupational therapy and wellness programs. The first floor of the building will accommodate this program which already has a kitchen and dining area, however some renovations are needed.
3. In Patient program or hospice care is most feasible on the second or third floor. The floor will have bed(s), small kitchenette to allow family members to stay with loved ones.
4. Classroom training for veterans.
5. VA Clinics for Specialty Care for Mental Health Counseling for PTSD, Physicians to provide Compensation and Pension (C&P) examination for Agent Orange, Persian Gulf and Women Veterans.
6. Facility to be furnished with Telemedicine equipment.

The Navajo Nation, the Indian Health Service (IHS) and the U.S. Department of Veterans Administration (VA) will need to establish a Joint Venture Agreement

and Sharing Agreement in the utilization of this building as well as the operation and staffing of the facility. The VA Medical Center of Phoenix and Prescott, Arizona and the Albuquerque, New Mexico are aware of these requests, as well as the headquarters of IHS and VA.

Attached is a proposal by SHANAHGO IINA BAHAZ'A, Inc. The estimate for the operational cost is still being developed.

Should you have any questions, please call me at (928) 871-7286.

Attachment

cc: Office file

7-12-02

Use-Plan for the old Fort Defiance Hospital: Center for Veterans and Elder Care.

Introduction

Nothing is more important than the care we give to our aging veterans and elders. This care and attention is a measure of who we are and the kind of society in which we live. It is a measure of our respect and reverence for our traditions and wisdom, for it is the elders who give us wisdom and help us understand our beliefs and traditions. Our elders gave us birth and raised us. In return we must provide the special care they need as they reach the final phase of the cycle of life.

The Navajo Veterans have long been overlooked when it comes to providing the services routinely offered to veterans elsewhere in our society. The VA has recognized and admitted this, yet that recognition has not resulted in significantly more services coming to the Navajo Nation. As the veteran population ages the need for special services for elders become more critical.

Goals and Objectives of the Use Plan

The goals and objectives are to convert the main hospital building to a facility that will house a wide range of programs for the elderly.

These programs will serve patients from across the Reservation, including, particularly, our aging veterans.

A variety of *outpatient* services and programs would be offered. The best location for these programs would be on the **first floor**. An Adult day care center, with numerous activities, educational programs, occupational therapy and wellness programs, will be the first programs to be established. This program will be similar to the adult Daycare program currently established and run by RMCH in Gallup. A kitchen and dining area, essential to such a program, already exist on the first floor. Significant renovation will be needed to open up space for daily activities and rest areas for the elderly.

Comprehensive evaluation of elderly patients would be a major component of the outpatient program. The physical, emotional and social needs of each patient would be assessed and addressed through a multidisciplinary team approach. The team would consist of the patient, family, physicians, nurses, social workers, physical therapists, nutritionists and traditional healers. The resources of the Tribe, the IHS and other programs such as The Home and Community-based Services Project of the Inter-tribal Council of Arizona Inc. (HCBS), would be brought together.

Office and examination space already exists on the first floor. This would limit the amount of renovation required.

Sub-acute and longer-term inpatient care will be developed for patients needing skilled

nursing care and rehabilitation in preparation for returning home after an illness. Nutritional evaluation and support, physical therapy, rehabilitation, occupational therapy will be established. Extensive patient and family teaching and discharge planning would occur. This will allow patients and family to be better prepared for returning home after a serious illness.

Inpatient "family" units would be available to allow family members to stay with loved ones. These units would have a small kitchenette and extra bed(s). A more home-like atmosphere would be created. End-of-life, or "hospice" care would be given which would include expert pain management and medical care. Traditional native healing and spiritual care would be an integral part of the hospice program

The best location for the inpatient program would be on the second and third floors.

Funding and other resources

Approximately \$350,000 is available from the IHS for renovation of the building. This would cover significant renovation of the first floor for the Daycare center. Tribal funds earmarked for Elder Care programs would also be sought.

Major funding for renovation of the rest of the hospital, with establishment of the sub-acute and long-term inpatient programs, will be sought from the Veterans Administration. Preliminary talks have already been held with representatives from both the Albuquerque and Phoenix VA programs. The VA recognizes its' responsibility to provide far more assistance to the Navajo veterans. It also recognizes the special needs of the elderly veteran population. Congress has designated specific funding for care for older veterans. Once the hospital building is approved for use as an elder care center, serious negotiations with the VA would be undertaken. With the support of Navajo veterans groups and Navajo Nation Tribal officials, including the Tribal Council, there is a very high likelihood for success in obtaining millions of dollars in funding from the VA.

One of the most important parts of the programs would be the development of a full-service Home Health Nursing program. Home health nurses would help the patients and their families with the transition back to home. They would work with and provide ongoing support to those families caring for patients with more complex needs. Intravenous medications could be given at home thus allowing patients to return home from the hospital more quickly. These nurses would also be trained to provide hospice care. If there were a need to move this care into the transitional facility, that move would be smooth and the care uninterrupted.

Training and funding for home-based care would be provided, in part, through the HCBS.

Management

The SHANAHGO IINA BAHAZ' A Board was incorporated on June 5th, 2002. This Board is a group of Navajo veterans who have joined with the express purpose of

developing the old Fort Defiance Hospital into an elderly veterans facility. The primary management would be hired or coordinated through this Board.

The Board would be in a position to negotiate with the IHS, VA and other organizations for funds and assistance with such issues as: assessment and renovation of the old hospital, services, personnel, equipment and training.

In addition the Board would hire a grant and contract writer. This individual would be pivotal in the Board's ability to apply for and acquire grant money, and enter into agreements and contracts with other organizations.

Personnel and Staffing

The Board will hire an Administrator who would have overall responsibility of the day-to-day operation of the programs. Appropriate personnel would be hired to staff and run the various programs. Policies and procedures would be developed. The programs would meet JCAHO and other Accrediting organizations. The Navajo tribe has already developed policies and procedures in preparation for the "638" health services plan. Fort Defiance Health Board has also developed many personnel policies and Procedures. Both of these sources would be used as a base upon which other appropriate policies and procedures would be developed.



**THE
NAVAJO
NATION**

**KELSEY A. BEGAYE
PRESIDENT**

**TAYLOR MCKENZIE, M.D.
VICE PRESIDENT**

SHANAHGO IINA BAHAZ'A INC.
P.O. Box 617
Ft. Defiance, AZ 86504

Dear Incorporator:

Please find enclosed a Certificate of Incorporation. Your Certificate of Incorporation should be placed in a conspicuous area with your organization. Enclosed is your receipt for the filing fee.

In accordance with the Navajo Nation Corporation Code, Article X, Section 175, all corporate entities are required to file an annual report. This report is due the first quarter after the closing of your Fiscal Year Ending. The report form is enclosed.

If you have any questions regarding this matter, do not hesitate to contact us at (520) 871-7365/6714.

Sincerely,

Ella M. Damon, Compliance Officer
Business Regulatory Department

Enclosure



NAVAJO NATION CORPORATION CODE

CERTIFICATE OF INCORPORATION

To all to Whom these Presents Shall Come, Greetings

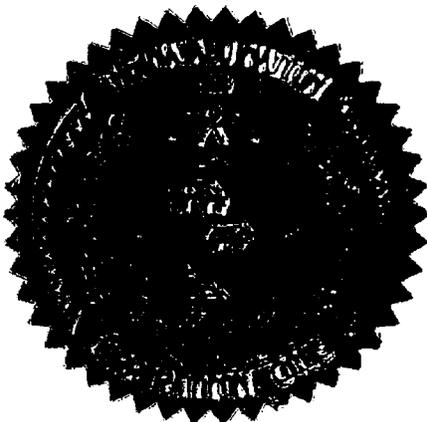
I, the Director of the Business Regulatory Department, DO HEREBY CERTIFY that

THE SHANAHGO IINA BAHAZ'A INC.

File Number 100683

a corporation organized under the laws of the jurisdiction of the Navajo Nation, was on the 5th day of JUNE 2002, authorized to transact business within the Navajo Nation as a Nonprofit Corporation.

I FURTHER CERTIFY that this corporation has filed all affidavits and annual reports and paid all annual filing fees required to date and, therefore, is in good standing within the Navajo Nation.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Navajo Nation Corporation Code at Window Rock, Arizona, this 5th

day of JUNE, 2002 A.D.

Director, Business Regulatory Department

FILED

File Number 100683

JUN 5 2012

ARTICLES OF INCORPORATION

OF

Navajo Nation Corporation Act
By Etah
Department Director

SHANAHGO IINA BAHAZ'A, INCORPORATION

The undersigned natural person(s), acting as incorporator(s) of a corporation under the Navajo Nation Corporation Code, and Arizona Corporation Commission, hereby adopt(s) the following Articles of Incorporation:

I - NAME

- A. The name of the Corporation shall be **THE SHANAHGO IINA BAHAZ'A, INCORPORATION**, hereinafter referred to as the "the Corporation."

II - PURPOSE

The purpose and mission of the corporation are:

- A. To be a community comprised of people dedicated to fulfilling the Corporation's mission through health education, meeting basic human needs, and community development.
- B. To operate a comprehensive residential facility that recognizes, values and promotes western and traditional medicine among eligible Indians and non-beneficiaries. The Corporation shall operate a comprehensive residential facility known as the **Shanahgo Iina Bahaz'a, Incorporation** for all eligible Indians and non-beneficiaries. Eligible Indians and non-beneficiaries shall be exposed to quality health care services.

- C. To meet Joint Commission Accreditation on Healthcare Organizations (JCAHO) Standards or applicable standards by providing direct health care and referral services in a manner that maintains human dignity and self-sufficiency.
- D. To encourage community development through health promotion and disease prevention, through employment, and through counseling and social opportunities.
- E. To seek funds or grants from private organizations, individuals and, where appropriate, public authorities for the purposes of the Corporation.
- F. To coordinate with the appropriate departments and agencies of the Navajo Nation, the States of Arizona, New Mexico, Utah and with its political subdivisions, and federal agencies to assure that all public services are fully adequately supplied to the Shanahgo Iina Bahaz'a, Incorporation.

III – BASIC POLICIES

- A. The name of the Corporation or the names of any Board member or officers of the Corporation shall not be used in any connection with any commercial endeavor or with any partisan interest or for any purpose not appropriately related to the promotion of the mission and purpose of the Corporation.
- B. The Corporation may cooperate with other organizations, foundations and agencies concerned with quality health service, health promotion and disease prevention, and civic welfare, but persons represent the Corporation in such matters shall make no commitments that binds the Corporation without prior written approval of the authorization by its Board.

IV – OFFICERS

- A. The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer.
- B. Officers shall be elected by the Board at the annual meeting as established by the Board year. The officers shall serve for a term of one year and until the election and qualification of their successors. There shall be no limitation on the number of terms of office of any officer. The officers shall report to and serve at the pleasure of the Board.
- C. The term of any office may be terminated for just cause by the vote of a simple majority of the Board with a quorum being present, at a meeting duly noticed for such purpose.
- D. If a vacancy in the office of president, vice president, secretary, or treasurer occurs by virtue of death, resignation, termination for just cause or disability of any person holding such office, the Board shall forthwith appoint a person to such office until the next annual meeting of the Board.

V – DUTY OF OFFICERS

- A. The President shall report to the Board and as Executive Director of the Corporation shall be responsible for the overall business and financial management of the Corporation. The President shall perform other duties as may be prescribed by the Board. The President shall coordinate the work of the Corporation's officers and committees in order that the purpose and mission are accomplished.

- B. The Vice President shall serve as an assistant to the president. The Vice President shall perform the duties of the president in his or her absence or disability as delegated by the Board. The Vice President shall perform other duties as may be delegated by the President.
- C. The Secretary shall record the minutes of all meetings of the members of the Board and shall perform such other duties as may be from time to time delegated to him or her by the Board.
- D. The Treasurer shall have custody of the funds of the Corporation; shall keep a full and accurate account of all receipts and expenditures; and shall make disbursements in accordance with the approved budget, as authorized by the Board. The Treasurer shall present the financial statement at the monthly meeting of the members of the Board and at such other times as the Board shall request. The Treasurer shall be responsible for the maintenance of such books of account and records as is dictated by orderly accounting procedures, uniformly applied.
- E. The Treasurer's account shall, upon the request of the Board, be examined by an auditor who, certifies that the Treasurer's annual account is correct, shall sign a statement of that fact at the end of the account.

VI – MEMBERS, BOARD

- A. Election of Board members shall be Navajo Nation wide. Members of the Board shall serve a four-year term.
- B. Voting and selection shall be composed of up to ten (10) Board members, each of

whom will be elected annually by the members at their annual meeting to serve until their successors have been elected and qualified.

- C. An adequate notice of a Board vacancy shall be posted in the respective community chapter houses and in the local media.
- D. The term of office for a Board member shall be for four (4) years. Candidates elected to the Board shall be installed in office at a regular Board meeting.
- E. A Board member may hold other elective offices and/or positions.
- F. Qualification of local candidates for the **SHANAHGO IINA BAHAZ'A, INC.**
 - (1) A Board member may hold other elected offices and/or positions;
 - (2) Must have economic or political ties to the Navajo Nation;
 - (3) A Board member must be a registered voter of the local Chapter within the Navajo Nation;
 - (4) Must be eighteen (18) years of age at the time of the election and communicate interest in health care;
 - (5) Must not be an employee of the Shanahgo Iina Bahz'a, Inc.;
 - (6) Must not have a conflict of interest arising from any tribal, state, or federal laws regarding his/her employment;
 - (7) Must not have been convicted of a felony within the last five (5) years;
 - (8) Must not have been convicted of any misdemeanor in any Courts involving crimes of deceit, untruthfulness and dishonesty, including but not limited to

extortion, embezzlement, bribery, perjury, forgery, fraud, misrepresentation, false pretense, theft, conversion, or misuse of Tribal funds and property, and crimes involving the welfare of children, child abuse, child neglect, aggravated assault and aggravated battery within the last five (5) years.

(9) Must not have been found in violation by a tribal court or the Ethics and Rules Committee of the Navajo Nation Council of the Navajo Ethics in Government Laws or Election Laws; and

G. They may from time to time appoint standing or temporary committees to assist it in its function, which committees shall report to the Board. Such committee may be composed of persons who are not Board members of the Corporation, PROVIDED, NEVERTHELESS,

H. that any such committee shall have at least one Board member of the Corporation as a member.

I. The duties of the Board shall be to oversee the work and finances of the Corporation; to ensure that the work and the finances of the Corporation are conducted in accordance with the Certificate of Incorporation of the Corporation and with the Bylaws; to appoint the officers; to approve an annual budget for the Corporation; to appoint an auditor to the Corporation; to examine and approve the treasurer's accounts and auditor's statements and to generally guide and direct the work of the Corporation in the performance of its purpose and mission.

- J. The monthly meetings of the Board shall be held as designated by the Board. In addition to the monthly meeting, the Board of Directors shall hold not less than four (4) special meetings in each fiscal year, pursuant to notice of waiver Page 8 of notice, for the performance of its duties to the corporation. A majority of the Board shall constitute a quorum. Special meetings of the Board may be called by the President of the Board, or by a majority of the members of the Board at any time. Not less than five (5) nor more than ten (10) days' written notice shall be given to all of the Board members of any meeting of the Board, which notice shall include an agenda which clearly sets forth the business to be considered at the meeting.
- K. There shall, in addition to the regular Board members of the Corporation, be a class of Board known as "Honorary Board." An Honorary Board shall be a person who has contributed to the work of the Corporation and upon whom the Board desires to confer the title of "Honorary Board." Honorary Board members shall be entitled to attend meetings of the Regular Board, receive a per diem equal to the Board, and shall not have a vote. Honorary Board shall not be counted for the determination of a quorum at meetings of the Board. Honorary Board shall serve at the pleasure of the Board. Service as an Honorary Board shall not constitute service for purposes of eligibility for service as a regular Board and shall not hold any officer position of the regular Board.

- L. There shall be four (4) Honorary Board. Honorary Board may be elected by a simple majority of the regular Board at the annual meeting of the Board, or a special meeting called for such purposes.
- M. Board shall be compensated a per diem and mileage per meeting. No salary shall be paid to the Board.

VII – VACANCY

- A. If a vacancy in the membership of the Board occurs by virtue of death, resignation, termination for just cause or disability of any person holding such office, the Board shall forthwith appoint a person to such office for the duration of the term.

VIII – EXECUTIVE PERSONNEL

- A. The Executive Director shall be appointed by and shall serve at the pleasure of the Board. The Executive Director shall report to the Board and shall be responsible for the general business and financial management of the **Shanahgo Iina Bahaz’a, Inc.**, and shall be responsible for the direction, development and orderly functioning of the comprehensive health care program of the Corporation.
- B. All other personnel of the Corporation which have executive positions, including, but not limited to, the Clinical Director, Director of Nursing, Director of Ambulatory Care, Director of Public Health Nursing, Director of Quality Services, Director of Human Services, Comptroller, and Director of

Administrative Services shall be hired by the Executive Director pursuant to the Personnel Policy and Procedures.

- C. The Executive Director shall provide administrative and clerical services to the Board.

IX – AMENDMENTS

- A. These Articles of Incorporation may be amended, repealed or altered in whole or in part by a vote of two thirds (2/3) of the entire membership of the Board at any regular or special meeting of the Board of Directors.

X – EXEMPT ACTIVITIES

- A. Notwithstanding any provision of these Articles of Incorporation or of the Certificate of Incorporation as presently constituted, or hereafter amended, no Board member, employee, agent, representative, or recipient of any grant from the Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by organizations exempt under section 501(c) (3) of the United States Internal Revenue Code and the regulations promulgated pursuant thereto, as such code and regulations now exist or as they may hereafter be amended, or which are not permitted to be taken by an organization to which contributions are deductible pursuant to section 70(c) (2) of the Code.

XI – FISCAL YEAR

- A. The fiscal year of the Corporation shall commence on October 1st of each year and end on September 30th.

XII – EARNINGS AND ASSETS

- A. No Board member, employee or person connected with the Corporation or any other private individual shall at any time receive any of the income of the Corporation other than reasonable and bona fide salary or fees for services performed for the corporation as such fees, salaries and grants shall be fixed or approved by the Board; and no such person or persons shall be entitled to share in the distribution of any of the assets upon the dissolution of the Corporation.

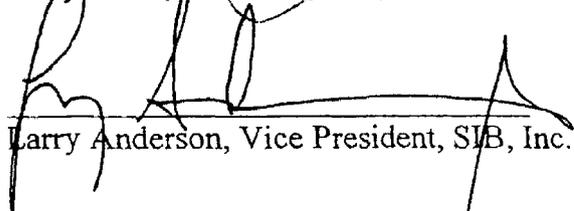
XIII – NON-DISCRIMINATORY RACIAL POLICY

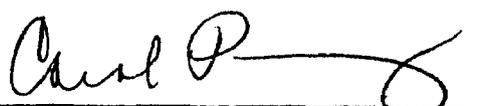
- A. The Corporation shall not in any respect discriminate in any manner by virtue of race, creed, age, citizenship or place or country of origin.

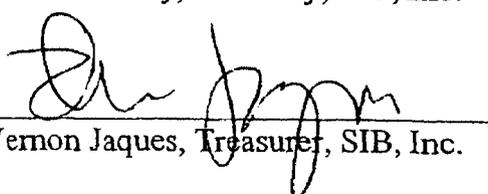
CERTIFICATION

The undersigned hereby certify that the foregoing Amended and Restated Articles of Incorporation of the SHANAHGO IINA BIHAZ'A, INC., were adopted by the Board of the Corporation, 7 in favor, 0 opposed, and 3 abstained, on the 8 day of March, 2002.


Perry Allen, President, SIB, Inc.


Larry Anderson, Vice President, SIB, Inc.


Carol K. Perry, Secretary, SIB, Inc.


Vernon Jaques, Treasurer, SIB, Inc.

ACKNOWLEDGEMENT OF THE REGISTERED AGENT

I, Perry Allen, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or until a resignation is submitted in accordance with the Navajo Nation corporation Act.

Perry Allen
Perry Allen

34 Quartzite Drive(FHA Housing)
Ft. Defiance, Arizona 86504

P. O. Box 617
Ft. Defiance, Arizona 86504