

?Akisqnuq First Nation

Governance Policy & Procedures



Approve on June 17, 2020

Table of Contents

11	Introduction	4
12	Vision	4
13	Mission.....	4
14	Roles.....	4
	Mountain Top (Chief and Council)	4
	Tree Top.....	4
	River's Edge	4
2.0	Definitions.....	5
3.0	Scope.....	5
4.0	Governance Overview and Guidelines.....	6
5.0	Roles and Responsibilities of Chief and Council.....	8
5.1	Governance	8
5.2	Oath of Office.....	13
5.3	Code of Ethics and Conduct	13
5.4	Conflict of Interest.....	13
5.5	Transition and Orientation.....	13
5.6	Quality of Service Standard	14
5.7	Policy, Procedure and Practices	14
5.8	Strategic Planning	15
5.9	Delegated & Assigned Responsibilities.....	16
5.10	Non-Delegation.....	17
5.11	Committees	17
5.12	Financial Management and Administration	18
5.13	Reporting and Access to Information.....	19
6.0	Enforcement & Disciplinary Action	20
7.0	Complaints	20
8.0	Revisions	21
	Appendix 1.....	22
	Oath of Office (2018)	22
	Appendix 2	23
	Code of Ethics and Conduct	23
	Appendix 3	25
	Organizational Chart.....	25
	Appendix 4	26

AFN Committee Tracking Table	26
Appendix 5	27
7akisqnuq First Nation Financial Administration Law.....	27

1.0 Introduction

The Chief and Council of the 7akisqnuk First Nation (AFN) have adopted this Governance Policy to guide the AFN in exercising its responsibilities and to provide clarity in regard to the roles, responsibilities and lines of authority within the organizational structure of the AFN.

This policy may be amended from time to time and the Chief and Council may make exceptions to the Policy at its discretion and consistent with the duties and responsibilities owed to the AFN and its Members.

1.1 Vision

As one of the four members Bands of the Ktunaxa Nation, the Vision of the 7akisqnuk First Nation is consistent with that of the Ktunaxa Nation.

Strong, healthy citizens and communities, speaking our languages and celebrating who we are and our history in our ancestral homelands, working together, managing our lands and resources as a self-sufficient, self-governing Nation.

1.2 Mission

Through sound, responsible leadership, we will promote the well-being and economic self-reliance of our people by encouraging and fostering education and sustainable employment.

1.3 Roles

Mountain Top (Chief and Council)

Generally speaking, the role of leadership is setting direction by clearly defining and promoting the vision, values, mission and strategic priorities of AFN. The Chief and Council are ultimately responsible for acting as trustees of AFN lands and other assets on behalf of the Members.

It is important for a well-functioning, efficient and effective Chief and Council to operate as a team and speak with one voice. They direct the work of AFN by ensuring that good policy is in place and is being followed.

It is also important that the Chief and Council remains committed to the idea that the Executive Director is the one employee of the Chief and Council and they avoid the temptation to micro-manage or make operational decisions, and instead aspire to build confidence in the AFN by practicing discipline in allowing the space for the Executive Director to manage the operations of AFN under a well thought out organizational structure and robust policy regime.

Tree Top

The role of the Executive Director is to lead the day-to-day operations of AFN in such a way that the strategic priorities are met, policies and procedures are adhered to and Council is kept informed.

River's Edge

The River's Edge is where Members come to drink so to speak. It is where the frontline workers and the Members interact and where the Members access the programs and services provided by the Band.

The Members are responsible for holding the Chief and Council accountable by electing leadership with the skills and attributes necessary for good, sound leadership. The Members are also responsible for keeping themselves informed and for holding each other accountable in treating each other, staff and leadership with courtesy, dignity and respect.

2.0 Definitions

In these policies:

"AFN FAL" means the ?akisq̄nuk First Nation Financial Administration Law (2015).

"Band" refers to the ?akisq̄nuk First Nation.

"Band Member" or "Member" "or "Membership" means the registered members of the ?akisq̄nuk First Nation.

"Committee" means any committee established by resolution of Council or by enacted ?Akisq̄nuk law and includes the Audit and Finance Committee.

"Council" or "Chief and Council" refers to the collective of those individuals elected to act as the Chief and as the Council members as per the 7Akisq̄nuk First Nation Custom Election By-laws in force at the time of their election.

"Decision of Council" means a decision made by resolution of the AFN Chief and Council.

"immediate family member" shall include husband, wife (including common-law and same sex unions), father, mother, son, daughter (including adopted), brother, sister, nephew, niece.

"Officer" means the Executive Director, Senior Financial Officer, Tax Administrator or any other employee designated by the Chief and Council.

"May" or "may" refers to being permitted to using discretion.

"nepotism" means the practise of using power or influence to get jobs or unfair advantages for relatives or friends.

"serious breach" means a breach that has an adverse impact on trust or confidence in the Band's ability to fulfil its duties and responsibilities; or that has a demonstrated a degree of deliberateness, recklessness or malicious intent.

"Shall" or "shall" refers to an imperative.

"Spouse" is a life partner (including same sex) in a marriage, civil union, or common-law marriage.

"Reasonably Prudent Person" is a legal test to determine if a person acted with the care, skill and judgement that would be expected of others with a similar duty of care. The action of a reasonably prudent person in exercising common sense is the guide in determining whether an individual's actions were reasonable or negligent.

3.0 Scope

This policy applies to all aspects and operations of the AFN including Council appointed committees.

4.0 Governance Overview and Guidelines

4.1 Roles and Responsibility

Governance is the *process* and *structure* by which Chief and Council direct and manage council business. The objective of council governance is to enhance the well-being of Band members and to protect the Band's assets, primarily land, buildings, equipment and money. This includes making sure council programs and services are accessible, viable and effective.

The key roles of Council are:

- Representative role
- Policy making role
- Monitoring role
- Political role

The five key governance responsibilities are:

- Overseeing strategic management
- Hiring and directing the Executive Director
- Maintaining good relations with members
- Protecting Band assets
- Fulfilling fiduciary and legal responsibilities

Seven pillars of good governance

- Legitimacy
- Participation (or engagement)
- Responsible stewardship
- Ethical conduct
- Transparency
- Predictability
- Accountability

4.2 Authority

The Chief and Council draw their authority from two main sources:

- The Band Members who elect the Chief and Council.
The assets of the Band belong to the members collectively. However it would be impractical for such a large group to manage the affairs of the Band and so a smaller group, the Chief and Council, is elected and placed in a position of trust to manage the Band and its assets on behalf of the collective; and
- The Indian Act (Government) through its' various provisions. (<https://laws-lois.justice.gc.ca/PDF/1-5.pdf>)

4.3 *Legal Obligations*

Primarily, the Indian Act establishes a legal relationship (powers and authorities) between the Minister of Indigenous and Northern Affairs Canada (INAC) and the Chief and Council. The Indian Act sets out the authority of the Minister over the use of reserve lands set aside for the exclusive "use and benefit" of an Indian Band. Reserve Lands are not owned by the Band, they are held in trust for the Band by the Crown. In addition, the Band receives funding from the federal government primarily for the provision of on-reserve programs and services. This creates an accountability and reporting obligation to INAC on the part of the Band.

Generally, First Nations operate in a complex array of laws, regulations and by-laws. At the top of the "law ladder" is the Canadian Constitution and the Charter of Rights and Freedoms. At the next level is a body of Federal Laws that apply to Indians and Lands Reserved for Indians. The significant sections of the Indian Act in regard to law making for First Nations are covered in Sections 81,83 and 85 of the Indian Act. First Nations have the ability to increase their control over certain matters by replacing sections of the Indian Act through the passing their own bylaws in regard to elections, membership, land management and other areas where the Minister has made allowance for such. There are several Federal laws that apply on Reserve Lands and, depending on the situation, some Provincial laws will apply.

In most instances, Chief and Council are legally obligated to follow Federal laws and standards in regard to employment, health and safety and environmental protection. However, in 1986 the Supreme Court of Canada stated that provincial laws of "general application" apply to Indians if they do not affect or touch on the "Indianness" in their application, so therefore they apply on Indian Reserves. This includes traffic, family, and contract law, laws relating to corporations, and the regulations of professional and trade laws. Where uncertainty exists however, it is always best to err on the side of caution and seek legal advice.

4.4 *Fiduciary Duties*

Band Councillors owe fiduciary duties not only to band members but also to the Band itself. A fiduciary is a trustee where one party has placed its trust in another, and the latter has accepted. In agreeing to run for and be elected to AFN Chief and Council. Council members have accepted the fiduciary duty owed to AFN members and are legally liable to uphold certain duties including:

1. **Duty of Care**
 - a) to take reasonable care when making decisions;
 - b) to act honestly and in good faith in the best interests of the AFN;
 - c) The Council as a whole and as individual Council members are obliged to practice due diligence in decision making which includes informing themselves and ensuring they, to the best of their ability, have all of the information necessary to make well-informed decisions and are acting in a fiscally responsible manner;
2. **Duty of Loyalty**
 - a) treating all Members equally;
 - b) avoiding any potential or perceived conflicts of interest;

- c) reaping no personal profit from the fiduciary relationship other than those that set as honorarium or that are available to all Members.
2. Duty of Skill and Prudence – act with practicality and conform to the higher standard that a reasonably prudent person must exercise under similar circumstances.
3. Duty of Diligence – act in the best interests of AFN and be as fully informed as reasonably possible with respect to all aspects of AFN. This includes:
 - a) reviewing meeting agendas and materials in advance of any meeting;
 - b) attending Council, committee and other such required or assigned meetings;
 - c) being prepared to discuss Council business before the meeting in a prepared and knowledgeable way; and
 - d) voting on matters that come before Council. Frequent abstention from voting may be considered a breach of duty of diligence.
4. Duty to Manage the affairs of AFN by enacting policy and bylaws and by measuring management's effective implementation and enforcement of policy;
5. Investment Powers – develop or cause to be developed, investment policies that include the establishment of acceptable levels or risk, and then ensure that those actually undertaking the investments comply with the policies. When exercising investment powers, Council should be cognizant, not only of current demands or circumstances but also those demands or circumstances that future generations may face or find themselves in. Investment powers also implies the need to enhance Band assets in a way that will materially improve the members social and economic condition.

4.5 Guiding Principles

- Self-sufficiency: each activity by council, staff, and various programs should be able to clearly answer the question: how much does this contribute to the greater well-being of the Band and of individual members?
- Cultural sustainability: how much does each activity reflect what is unique about the AFN, and reflect the cultural 'stamp' of language, image, and values?
- Economic independence: which activities and priorities are increasing 'own source' revenues of the AFN, and the economic independence of its members?
- Engagement: everything we do, and how we measure the success of those things, should include a reflection of how much it did, or did not, increase the engagement and participation of the community in a positive and constructive way.

5.1 Roles and Responsibilities of Chief and Council

5.2 Governance

- (a) The AFN Chief and Council shall govern as one.

- (i) Individual Councillors, including the Chief, cannot make decisions on their own or on behalf of the Chief and Council or on behalf of the AFN.
 - (ii) The Executive Director is obliged to follow the direction of Chief and Council but is not at any time obliged to follow the direction of an individual Councillor acting alone.
 - (iii) Individual Councillors, acting alone, shall at all times refrain from River's Edge governance and shall not give direction to or influence the day-to-day or specific actions or decisions of AFN staff or contractors.
- (b) Chief and Council will govern with an emphasis on:
- (i) Collective leadership;
 - (ii) Respecting, acknowledging and considering differing viewpoints;
 - (iii) Respecting the separate roles and responsibilities of Chief and Council and the Executive Director;
 - (iv) Fair and equitable treatment in the application of policies, programs and any other decision making with regard to Band Members, staff and contractors;
 - (v) The best interests of the AFN and its members as a collective.
- (c) The primary focus and first priority of Chief and Council shall be the Band and Band Membership.
- (d) Role of the Chief
- The Chief:
- (i) acts as Chair of the Council and is therefore responsible for providing leadership in ensuring the integrity of the Chief and Council's internal processes are preserved and Chief and Council behaves consistently with its own rules.
 - (ii) also acts as the spokesperson of the Band in representing the viewpoints and positions of the Chief and Council.
 - (iii) has no exclusive decision making powers, except in emergencies. In such cases of emergency, the Chief will report to the rest of Council at the earliest possible opportunity following his/her decision.
 - (iv) chairs Council and AFN Community Band Meetings and ensures that:
 - 1.) the meetings are conducted in an orderly and business-like manner and decides all questions of procedure using Robert's Rules of Order (<https://robertsrules.org/>) as a guideline;
 - 2. all deliberations are respectful, fair and mindful of time constraints;
 - 3. the meeting content and conversation is limited to those matters identified on the agenda for the meeting;
 - (v) Represents the AFN at ceremonial and other functions or delegates this responsibility to another member of Chief and Council. If no other member of Chief and Council is available, the Chief shall, with the agreement of the rest of Council, delegate this responsibility to the Executive Director or a Band Member.

- (vi) shall have the authority to appoint a deputy Chief to act in the absence of the Chief. A deputy Chief must be, at the time of appointment and for the duration of the appointment, an AFN elected Councillor.

In the event the Chief is unable to perform his/her responsibilities for a period of time in excess of six months, the absence shall be managed in accordance with the appropriate section of the most current AFN Custom Election Bylaws.

- (e) Meetings
 - (i) Regular meetings of Council shall be held every two weeks with the exception of a summer recess in the month of August and the Christmas break.
 - (ii) Meetings shall typically occur on the same day of the week and at the same time of day. Any variation from the typical day and start time of a regular meeting, either temporarily or permanently, shall be noted on the 7Akisqnuq First Nation webpage. The notice shall provide the alternate day and time and whether it is a temporary or permanent change.
 - (iii) Chief and Council shall make every effort to conduct business and make decisions at their regular Council meetings. However, due to extenuating circumstances it may be necessary from time to time, to convene conference calls or to make specific decisions by email poll of Chief and Council. In such extenuating circumstances, decisions shall be recorded including the motion, mover, seconder and results of the vote, in the minutes of the next regularly scheduled meeting.
 - (iv) A quorum of Chief and Council must be reached in order to make a decision of Council, including passing a resolution.
 - (v) All resolutions of Chief and Council shall be given a reference number and recorded in a registry of resolutions that includes the resolution, the resolution reference number and the date on which the resolution was passed. The registry shall be kept up-to-date at all times and will be normally housed in the office of the Executive Director.
 - (vi) All meetings of Council shall be open to Akisqnuq Band members as observers. All observers are expected to conduct themselves in a respectful manner and shall refrain from impairing or otherwise impacting the ability of Chief and Council to conduct their business. Any observer that fails to do so will be asked by the Chair to leave the meeting.
 - (vii) Council Attendance

Council members are expected to attend all regularly scheduled Council meetings. However, absences are sometimes unavoidable and shall be managed in accordance with the appropriate section of the current AFN Custom Election Bylaws.
 - (viii) Just Cause

Just Cause for being absent from a regularly scheduled Council or Membership meeting shall be limited to:

- a) Personal illness;
- b) Illness of a dependent where alternative care is not available;
- c) Medical appointment for serious illness of the Council member or a dependent of the Council member;
- d) Family emergency where the Council member's presence is critical;
- e) Household emergency where the Council members' presence is unavoidably required;
- f) Vehicle breakdown where no alternative transportation was available;
- g) Attending specific Council appointed business, events or meetings. (Specific Council appointed business, events or meetings does not include Ktunaxa Nation Sector Council appointments or representation on other boards or committees, etc. unless otherwise agreed to by Chief and Council);
- h) Jury duty;
- i) Severe weather or dangerous road conditions;
- j) Funeral or memorial of an immediate family member;
- k) Circumstance agreed to be beyond the control of the Council member by Chief and Council.

Council members who are found to have falsely represented the cause of their absence for a Just Cause absence shall have that absence deemed as being without Just Cause.

Any absences in excess of 40% of meetings held within a twelve month period that would normally be considered absences with Just Cause, shall be deemed as being unexcused.

(ix) Quorum

Quorum for all meetings of Chief and Council shall be a minimum of three (3). If quorum is not present within one hour of the scheduled start time, no meeting will be held and all matters will be deferred until the next scheduled meeting of Chief and Council.

(x) Decisions of Council

Chief and Council shall strive to reach consensus in it's decisions whenever possible. However, if after a reasonable effort, consensus is not possible, the Chair may make the decision to either table the discussion to allow Council time to further consider the matter or call for a vote.

Motions can be made by any member of Council and require a seconder to be put forth for debate by Council.

Resolutions are motions that have been voted on and passed by consensus or by alternatively by a majority vote of Council.

Where a vote is called, the matter shall be decided by a simple majority.

(xi) **Voting**

Where a vote has been called to decide a matter or to pass a resolution, all Council members present are required to participate in the vote, with the exception of where a conflict has been declared. Options available to Councillors in casting a vote are limited to the following:

- A yes vote (voting in favor of the matter being decided)
- A no vote (voting against the matter being decided)
- Abstention (a non-vote)
- Declaring a conflict of interest (see Appendix 2)

(a) **Abstentions**

An abstention is considered a non-vote and recorded as an abstention in the minutes but is not counted in the votes for or against. The frequent abstention from voting by any one Councillor may be considered a breach of duty of diligence.

A matter voted on and passed by a majority of Chief and Council shall be deemed a Decision of Council. All Council members shall be required to sign a resolution or other document that is deemed to be a Decision of Council unless the Councillor wishing to withhold their signature can, within a reasonable amount of time, present evidence that the Decision of Council is contrary to or in breach of a current AFN policy, bylaw or is otherwise in contravention of statutory regulation that would render the decision illegal.

(xii) **In Camera**

Chief and Council endeavor to maintain transparency in conducting the business of Council, however, it may be necessary from time to time to move a discussion into in camera when matters of a personal or sensitive nature are to be discussed. The following process shall be followed when moving into in camera:

- A motion must be made by a member of Council, voted on and recorded in the minutes to move the meeting into in camera;
- All persons not pertinent to the discussion shall be asked to leave for the duration of the in-camera session;
- If minutes of the in camera are deemed to be necessary to preserve the details of the conversation, such minutes shall be isolated from the main meeting minutes and treated as private and confidential;
- Any resolutions resulting from the in-camera session shall be recorded in the main meeting minutes taking care not to include any details that would jeopardize the privilege or privacy of any person or entity.

(xiii) **Minutes**

The Executive Director shall appoint a qualified staff member to record minutes of all duly convened Chief and Council meetings. Minutes shall, at minimum include:

1. Record of attendees, regrets and guests and absences;
2. Meeting call-to-order and adjournment times;
3. a record of corrections and changes otherwise, made to the previous meetings' minutes;
4. A record of all motions made, the status of the motion and clear and concise wording of any resolutions passed including the mover and the seconder and shall indicate if the resolution was passed by consensus in the event that a vote was called, the result of such as vote;
5. A running record of action items from the previous meeting, and the status of those action items. Action items that have not been satisfactorily addressed or completed shall be carried over to the following meetings action items.

5.2 Oath of Office

In accordance with the current AFN Election Regulations, each Council member, upon being elected, shall sign an oath of office in the form set out and attached as Appendix 1 to this policy.

5.3 Code of Ethics and Conduct

Council members shall adhere to and be held accountable by the Code of Ethics and Conduct as set out and attached as Appendix 2 to this policy.

5.4 Conflict of Interest

Council members shall adhere to and be held accountable by the Conflict of Interest policy as set as a schedule to the AFN FAL attached as Appendix 5 to this policy.

5.5 Transition and Orientation

Transition

To ensure a smooth transition of between newly elected and outgoing Council members after an election, there will be up to a four week transition period following the election during which the newly elected Council members shall attend both regularly scheduled and any extraordinary meetings of Council.

The participation of the incoming Council members shall be unofficial and without voting powers until such time as they have been sworn in and have officially assumed their seat on Council.

Newly elected Council members who attend Council meetings during their transition period, shall be provided with an honoraria equal to fifty (50)% of that received by sitting Council members.

Orientation

Each newly elected Council member shall receive, and familiarize themselves with the contents of, a binder that, at minimum, contains the following:

- (i) A copy of this Governance Policy and Procedures;
- (ii) A copy of the Ktunaxa Nation Chief and Council Orientation Handbook;
- (iii) A copy of all other AFN policies currently in effect;
- (iv) A copy of the most current AFN Chief and Council strategic plan.

5.6 Quality of Service Standard

The AFN Chief and Council, AFN employees and committee members shall at all times uphold the Quality of Service Standard as set out and attached as Appendix 6 to this policy.

5.7 Policy, Procedure and Practices

Policies and procedures provide an important framework for an organization's entire operation. They provide consistency which in turn creates confidence for those working within the organization as well as stakeholders and those interacting with the organization.

The Chief and Council are responsible for ensuring policies and procedures are in place, documented and available to any person who is required to act in accordance with them or who may be directly affected by them.

If at any time a specific policy, procedure or practice is in conflict with an AFN duly enacted, and currently enforce law, such as the AFN FAL, the law shall prevail to the extent of the conflict.

Chief and Council shall ensure that, at minimum, the following policies and procedures are in place:

Human Resource Policy that at minimum addresses:

- Facilitation of effective internal controls
- Executive Director duties
- Organizational chart

Financial Administration Policy that at minimum addresses:

- Acquisition, management and safeguarding of AFN assets.
- Conflict of Interest
- Accounts management
- Emergency expenditures
- Internal controls for procurement of goods and services
- Risk Management
- Guarantees and indemnities
- Investment
- Reports of breaches and financial irregularities
- Monthly, quarterly and annual financial reporting
- Annual report

All financial administration policies must:

- Be approved by Decision of Council;
- Be in line with the AFN FAL;
- Support good accounting practices;
- Include a list of and be made available to the people who have to follow the policies and procedures;
- Be kept up to date;
- Be changed only when authorized by Decision of Council or by the EXECUTIVE DIRECTOR as, and if, delegated to make changes.

Finance & Audit Committee

In accordance with the FAL, the Audit Committee must be established and maintained to provide Chief and Council with advice and recommendations in order to support the Council's decision-making process respecting financial administration of AFN.

Eligibility, membership, appointments and procedures of the Audit Committee shall be as set out in Division 2 of the AFN FAL.

Information & IT

Chief and Council shall also ensure enacted policies are enforced and the compliance is monitored on a regular basis.

Appointment of Officers

In accordance with Division 3 of the AFN FAL, the Chief and Council shall appoint persons as the Executive Director, Senior Financial Officer (SFO) and Tax Administrator.

5.8 Strategic Planning

Strategic planning is an important tool in the governance of the AFN. It provides clarity, direction and focus. The strategic plan should be connected to the mission and vision and together should answer three fundamental questions;

- What is our purpose? (mission);
- What do we want to achieve? (vision); and
- How are we going to get there? (strategic plan)

The strategic plan should provide clear expectations for those that are tasked with execution of the plan. Done well, it will provide clarity to staff in their day-to-day work.

Allowing employees to be involved in the strategic planning process not only ensures everyone is on the same page in the execution phase, but also helps employees in their decisions.

AFN Chief and Council Strategic Plan

AFN Chief and Council shall maintain a 5-year "rolling" strategic plan meaning that each year the current and outgoing year will be evaluated, and a new year will be added to reflect progress and new and/or evolving priorities.

Annual Process

Chief and Council shall set aside time each year, preferably in the fall, to evaluate and update the five-year rolling strategic plan. The strategic planning process should incorporate the following elements:

- (a) Critical reflection – reviewing the achievements of the current (outgoing) year, have the goals and objectives been met? Do any of the goals and/or objectives need to be carried over to the next years' plan? Did they get the AFN closer to achieving its' mission and realizing its' vision?
- (b) Provide clear expectations - the strategic plan should give clear direction to the staff and provide Membership with a sense of assurance in the direction of the AFN.
- (c) Energetic deployment - the strategic plan should provide enough detail to allow staff the ability to breathe robustness into their own workplans.

The annual strategic planning process shall include, at some point in the process, the participation of senior management and program managers. The purpose of program manager involvement at this level of the planning process is to ensure there is clarity in relation to the goals and objectives (everyone is on the same page), and to ensure that the strategic level goals and objectives set for the year are realistic given staffing levels and available resources.

Comprehensive Community Plan (CCP)

Council shall ensure that the AFN Comprehensive Community Plan is implemented, monitored, reviewed and evaluated as prescribed by the most current AFN CCP formally adopted by Chief and Council.

Implementation

The Executive Director shall ensure that:

- (a) Each program manager has clarity in regard to the expectations placed on them by virtue of the strategic plan, and that those expectations are incorporated into workplans at the staff level.
- (b) Each department has clear goals and objectives that are reflective of the vision, mission and strategic direction of the AFN.
- (c) Quarterly progress reports are received from each department, and a summary is included in the Executive Director report to Chief and Council.

5.9 Delegated & Assigned Responsibilities

Chief and Council may from time to time delegate certain responsibilities to senior staff in accordance with the following;

- (a) delegation of a responsibility may only be done by way of Council resolution. The resolution must clearly state the following:
 - (i) the name and title of the person the responsibility is being delegated to;
 - (ii) the effective date, renewal and/or end date of the delegation;
 - (iii) the specific responsibility being delegated and the scope of that responsibility;
 - (iv) any conditions and/or limitations attached to the delegation.
- (b) A separate record must be established and maintained as part of the financial records which lists the details as set out in (a) above as well as the resolution number and the date the resolution was passed.
- (c) In delegating a specific responsibility, Council must ensure that the senior staff person being delegated with the responsibility has the qualifications necessary to properly discharge the responsibility.
- (d) The senior staff person delegated with a specific responsibility must sign the Council Delegation of Responsibility form agreeing to the delegation of responsibility.
- (e) Regularly monitor the performance of the delegated individual in competently discharging the responsibility.

- (f) As part of the annual financial review process, Chief and Council shall also review and if necessary, renew or revoke any delegated responsibilities as necessary.

5.10 Non Delegation

In accordance with the AFN Financial Administration Law (FAL), Chief and Council must not delegate its responsibilities for the following:

- Hiring and evaluating senior staff;
- Approving financial or human resource policies and procedures;
- Approving budgets;
- Borrowing money;
- Approving financial reports;
- Selection of the Finance and Audit Committee members, chairperson and vice-chairperson.

5.11 Committees

The Chief and Council may establish ad hoc or standing committees to provide subject specific advice and guidance to Council. Committees shall be established by resolution of Council and all committees shall conform to the approved AFN Committee Terms of Reference.

Chief and Council shall ensure that the purpose and reporting expectations are clearly set out in the specific committee terms of reference and that a Chairperson is identified or appointed for each committee.

Committee members must comply with the code of conduct and conflict of interest policy set out herein, as applicable.

Committee Evaluation

Each committee established by Chief and Council that remains in effect, shall be evaluated by Council at least annually to ensure the committee:

- (i) remains beneficial;
- (i) is making progress towards its stated purpose;
- (ii) is functioning in a cohesive and productive manner;
- (iii) is meeting regularly and consistently reaching quorum;
- (iv) the appointed committee members are attending regularly and contributing in a positive and productive manner;
- (v) is meeting its stated reporting requirements;
- (vi) is adequately resourced and supported in relation to its stated purpose;
- (vii) has an effective chairperson.

Chief and Council, may at their discretion, terminate any committees that are redundant or otherwise no longer needed or that are ineffective or dysfunctional.

Committee members may be remunerated for their participation on Council appointed committees in accordance with the current committee remuneration schedule as approved by Decision of Council.

5.12 Financial Management and Administration

Chief and Council shall abide by the AFN Financial Administration Law (AFN FAL) in regard to financial management and administration.

Where this Governance Policy and Procedure is in conflict with the AFN FAL, the AFN FAL shall prevail to the extent of the conflict.

Council Remuneration

Chief and Council shall be entitled to receive fair and reasonable remuneration for performing the duties of their office and reimbursement for expenses that they incur fulfilling their responsibilities.

(a) **Honoraria**

(i) **Rate**

Honoraria shall be based on an annual rate and paid as follows:

- a) a base amount of 60% of the annual rate shall be paid in equal bi-weekly increments.
- b) 40% of the annual rate shall be based on attendance at regularly scheduled AFN Council meetings and shall be paid on the pay-period immediately following the meeting for which it was attributed to. Any absences (with or without Just Cause) will not warrant payment for the respective meeting.

The honoraria shall be remuneration for all AFN specific Council obligations, responsibilities and activities including but not limited to, committee work and extra-ordinary meetings and Council may accept honoraria for participation in external activities such as participation on Ktunaxa Nation government committees, boards and activities.

(ii) **Honoraria Increases**

The annual rate of honorarium paid to Chief and Council shall only be increased through the annual budgeting process.

At no time shall Chief and Council honoraria annual increase by more than 20%.

In determining whether an annual increase is warranted, and if so, what the percentage rate increase should be, the Chief and Council shall consider the following:

- Increase in responsibility (scope and complexity) including but not limited to annual budget;
- Increase in overall time commitment;
- Increase in regional cost of living;
- Impact on overall financial health of AFN.

(iii) In addition to Section 30.(1) of the AFN FAL in regard to Member Information or Involvement, the Chief and Council shall post notice specific to the intent to increase Chief and Council honoraria, which includes the justification for such an increase, in a conspicuous and accessible place for public viewing in the

principal AFN Band Administration office for at least 30 calendar days prior to the approval of the annual budget, to allow Members the opportunity express their support or concern in regard to the planned increase.

All expressions of concern shall be in writing and signed by the individual(s) submitting such concern.

Chief and Council shall take any written expression of concern into consideration when making their final decision in regard to the increase.

(b) Expenses

Chief and Council are entitled to be reimbursed for costs related to travel, meals, accommodations, and incidentals etc. while on official Council business. All such reimbursements shall be in accordance with the AFN Financial Policies and Procedures.

The Chief and Council may not request the reimbursement of expenses that are not directly related to the AFN or that have been, or are eligible to be, covered through another body, unless confirmation has been received that those expenses are recoverable by the Band.

Chief and Council shall not be reimbursed for travel and expenses related to regularly scheduled Council or Band meetings. However, Council members may be reimbursement for travel and other reasonable expenses incurred for attending extraordinary.

5.13 Reporting and Access to Information

(a) **Band Members**

Each Chief and Council member shall provide a written update to the membership in attendance at the bi-monthly Membership meetings. Such an update shall include both Council and Nation related activity over the reporting period including any updates from Committee that the individual Council member is involved with.

(b) Chief and Council shall provide quarterly, a joint Council report that includes:

- General activity and progress of Council over the reporting period;
- progress on any major projects or initiatives underway or in the planning stages;
- Council attendance including:
 - o the number of and reason for each Chief and Council members excused absences for the reporting period;
 - o the number of and reason for each Chief and Council members' unexcused absences for the reporting period;

The quarterly report shall be either mailed, emailed or delivered to each Band Member over the age of 18 for which contact information is available. The quarterly report shall also be posted on the AFN website.

(b) **Annual Reporting**

Not more than one hundred and eighty (180) days after the end of the fiscal year, the Council shall prepare an annual report on the operations and financial performance of AFN for the previous fiscal year that is in accordance with Section 73(1) through (6) of the AFN FAL.

- (c) Subject to any stated or legal limitations to the contrary, Council shall permit Members access, at all reasonable times, to the non-confidential minutes of Council meetings; AFN laws, by-laws and resolutions, AFN annual budget, monthly financial statements, audit reports and AFN administrative policies.

6.0 Enforcement & Disciplinary Action

Council has the authority to make and enforce its own rules and penalties for Chief and Council members who are found negligent in carrying out their duties or are otherwise in contravention with these or other AFN policies or laws.

6.1 Enforcement

Chief and Council are expected to be accountable for their actions in upholding the integrity of the Council and carrying out their duties in a manner consistent with this Governance Policy and Procedures and other AFN laws, policies and regulations.

If a Council Member is found to be in "serious breach" of this Governance Policy and Procedures:

- (a) **First Offense**
The Chief and Council, in an in-camera session, shall bring the matter to the attention of the offending Council member.
- (b) **Second Offense**
Following the second offense, the offending Council member will be suspended from Council for one month, by Decision of Council. The honorarium of the offending Council member shall be forfeited for the month of suspension.
- (c) **Third Offense**
Following a third offense, Chief and Council shall recommend to the offending Council member that the offending Council member resign from Council. In the event that the offending Council member chooses not to follow the recommendation of Chief and Council, the offending Council member will be suspended for three months. The honorarium of the offending Council member shall be forfeited for the duration of suspension.
- (d) **Fourth and final offense**
Following a fourth and final offense, the offending Council member shall be removed from Council by Decision of Council.

7.1 Complaints

In the event that a complaint or allegation against a Council member or Senior staff person has been brought to the attention of Council either by a Band Member or by a fellow Council Member, the following procedure shall be followed:

- (a) The complaint or allegation must be in writing and signed by the individual(s) making the complaint;
- (b) The complainant must provide evidence to support the allegation. Here-say or rumour will not be accepted as a complaint;
- (c) If (a) and (b) above have been met, a formal investigation will be undertaken to determine the circumstances and seriousness of the complaint. The investigation shall include a statement from both the complainant and the accused party, providing their respective perspective and recollection of the circumstances leading up to the complaint.
- (d) The Chief and Council shall review the details provided through the investigation and determine a course of action based on the seriousness of the matter.
- (e) The complainant and the accused party will receive a written response outlining Council's decision and course of action.

8.0 Revisions

- (a) The Executive Director may make revisions to this policy that is to correct grammatical or formatting errors. Such revisions shall be reported to Chief and Council but will not warrant a resolution of Council.
- (b) The Chief and Council may make revisions to the policy, other than those mentioned in (a) above, by Decision of Council passed by consensus.
- (c) All revisions and shall warrant a notation of revision, citing the date of revision, on the footer.

Appendix 1

AKISQNUK FIRST NATION COUNCIL

Oath of Office (2018)

OATH OF OFFICE

ELECTED:	HOME TEL: (OTHER) TEL:	ADDRESS:
CITY:	PROVINCE:	POSTAL CODE:

OATH

I, _____ do hereby swear before the people of ?akisqnuk that:

I will uphold and comply with the ?akisqnuk First Nation custom election system, the Chief and Council Code of Conduct and all laws of the community;

I will fulfill the duties and responsibilities of my office under the ?akisqnuk First Nation custom election system, the Chief and Council Code of Conduct and all the laws of the community;

I will carry out my duties faithfully, honestly, impartially and to the best of my abilities;

I will keep confidential, both during and after my term of office, any matter or information which, under the ?akisqnuk First Nation custom election system, the laws or policy of the community, is considered confidential; and

I will always act in the best interest of the entire ?akisqnuk community in carrying out my duties.

I swear this oath in the presence of _____

on the ____ day of _____ 20__.

Signed: _____ Date _____
Elected

Signed: _____ Date _____
Witness

Appendix 2

AKISQNUK FIRST NATION COUNCIL

Code of Ethics and Conduct

1. Purpose:

- 1.1 The purpose of this Code of Conduct (this Code) is to provide guidelines for the ethical and professional conduct and behaviour of the ʔakisq̓nuᓴ Chief and Council.
- 1.2 This Code shall ensure that ʔakisq̓nuᓴ Band Members, Members of Chief and Council and employees share a common understanding of acceptable conduct of Chief and Council.

3. Application

- 3.1 This Code applies to Chief and Council members as elected from time to time.
- 3.2 Chief and Council are expected to comply with this Code in all aspects of discharging their duties as AFN Council members.

4. General Integrity

- 4.1 The following key principles underlie this Code:
 - a) The People of the ʔakisq̓nuᓴ First Nation look to the Chief and Council as leaders.
 - b) The Council is expected to act in the best interests of the whole of community when carrying out their roles. The Council will ensure that they together form a Government that:
 - i) listens to its Members, and consults with them before making major decisions;
 - ii) is open, honest and transparent in its dealings, clarified issues when required, presents options for consideration, and regular feedback to the Members;
 - iii) is trustworthy, ethical, responsible, present and accountable;
 - iv) is caring and compassionate;
 - v) is competent, informed, professional and proactive;
 - vi) is visionary, forward-looking;
 - vii) is respectful of Ktunaxa values (7a-knumuttitit- natural law), customs, traditions and practices.

5. Conduct

In discharging their duties and commitments, AFN Council Members will at all times strive to conduct themselves in a manner that:

- Supports the objectives of the Band;
- Serves the best interests of the Band and its Members as a collective;
- is respectful, courteous and exhibits tact and diplomacy;
- Portrays a positive image and attitude when representing the Band;
- To the best of their ability, avoids any conflict of interest or perceived conflict of interest;

Appendix 3

'?Akisqnuq First Nation

Organizational Chart

Appendix 4

7Akisqnuq First Nation

AFN Committee Tracking Table

Date Established	Committee Name	Type of Committee (standing, Ad Hoc)	Last Review	Next Review	Status
	Finance & Audit Committee	Standing			
	Membership Code Committee	Ad Hoc			Inactive

Appendix 5

7Akisqnuq First Nation

7akisqnuq First Nation Financial Administration Law

