



# **WEST MOBERLY FIRST NATIONS**

## **Leadership Policy Manual**

**Adopted: June 1, 2021**

**Purpose of Policies:**

The purpose of the policies in this Leadership Manual is to maintain a harmonious and mutually beneficial relationship between Council Members, Administrative Staff, and West Moberly First Nations Members. The Governance policies included in this manual describe the political, functional, and legal roles and responsibilities of the Council and Director of Operations and define the operational procedures to ensure and promote good governance and the effective management of West Moberly First Nations business. The Employment policies included in this manual define Human Resources expectations of Council Members that are unique to Council and differ from the WMFN Staff Human Resources Policies.

By the policies contained herein, the Council hereby affirms the separation of politics and administration while acknowledging they will overlap from time to time. Council is responsible for the strategic planning and visionary leadership of WMFN. The day-to-day activity of staff is the responsibility of the Director of Operations.

The responsibility of Council in relation to WMFN owned corporations, trusts and other entities will be set out in other law, policies, and corporate constitutional documents.

**General Provisions:**

Nothing in this Leadership Policy Manual shall be construed to abrogate or derogate from any rights of West Moberly First Nations recognized and affirmed by Section 35 of the Constitution Act, 1982.

Nothing in this Leadership Policy Manual shall contravene provisions set out in any Laws adopted by West Moberly First Nations or the West Moberly First Nations Governance by Custom Code (1999) or duly ratified amendments of this Code.

## Definitions

In addition to the definitions below, words in this Policy will be defined as per the WMFN Interpretation Policy.

<b>Chief</b>	The person elected as Chief of West Moberly First Nations according to the WMFN Governance by Custom Code.
<b>Councillor</b>	A person elected or appointed by a WMFN Family to serve on the WMFN Council
<b>Council</b>	Chief and Councillors
<b>Council Member</b>	A Member of WMFN Council
<b>Director of Operations:</b>	The individual hired to provide operational administration for WMFN
<b>Family</b>	One of the four WMFN family groupings identified in the Custom Governance Code (1999) or any additional family groupings that have petitioned for representation according to the Code. Families include Brown, Desjarlais, Dokkie, Miller.
<b>In Camera:</b>	A session of Council which is private to the members of Council and whomever they wish to include in the session. The purpose of an In-Camera session is to protect the privacy of an individual or individuals, business transactions or other issues deemed private by Council. In Camera session minutes are recorded on a private record and are stored in a secure place separate from the public record.
<b>Quorum:</b>	The minimum number of members of Council that must be present at any meeting to make the proceedings of that meeting valid. The minimum number of members of Council required to approve a motion/decision. WMFN Quorum is 3 Councillors.

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# **WMFN Leadership Policies**

## **Governance**

## 1. VISION AND MISSION

**Vision<sup>1</sup>:**

West Moberly First Nations is unified and self-sustaining community that is in control of our own future.

**Mission<sup>2</sup>:**

Uniting our community in building for the future.

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<sup>1</sup> 2020 West Moberly First Nations Strategic Plan

<sup>2</sup> 2020 West Moberly First Nations Strategic Plan

## 2. CONFLICT OF INTEREST

### Objective:

To define Conflict of Interest and to provide procedures and guidelines which will prevent or mitigate any Conflicts of Interest and ensure that the Council of West Moberly First Nations (WMFN) operates with integrity.

### Definitions:

Benefit: A Benefit includes (but is not limited to):

- The payment of any money including honorariums
- Employment benefits
- Contract benefits
- Educational, medical, housing, or other social benefits
- The in-kind transfer of any WMFN inventory or assets
- The allotment, leasing, or other grant of interest in WMFN lands

Conflict of Interest: A Conflict of Interest occurs when a Council Member has an actual or perceived Personal Interest where it would be reasonable to assume that the Council Member's ability to act in the best interest of WMFN could be impaired or that the actions or conduct could undermine confidence that the Council Member fulfilled their responsibilities with integrity.

Conflicts of Interests often arise in the following circumstances (but are not limited to the following):

- Hiring, awarding, or soliciting business related to a Council Member's Personal Interests
- Accepting gifts, benefits, or personal discounts
- Using WMFN property (including confidential information) for private advantage
- Outside employment/moonlighting; post-service employment

NOTE: A Conflict of Interest does not arise if a Benefit is intended or extended at the same time to

- WMFN Membership
- The Family Group that a Councillor represents
- A group of WMFN members who are identifiable by reference to age, gender, financial circumstances, or medical needs
- Council as a whole.

Personal Interest: A personal interest is the private affairs, including Benefits, of a Council Member, and includes the private affairs and Benefits of a Related Person.

Related Person: A related person includes a spouse (including common law and same-sex spouses), parent, children, grandchildren, siblings, grandparents, in-laws, step-relationships, adopted relationships, any person with whom the Council Member currently resides, or any controlled corporation.

**Background:**

A robust Conflict of Interest policy is essential for maintaining trust in the work of Council. It avoids corrupt or inappropriate practices and provides a clear process for navigating situations that may arise, all in a manner that reflects the governance structure of WMFN. The policy also provides fair, equitable, and transparent treatment, and respects WMFN's traditional and cultural practices.

WMFN Council Members carry a fiduciary responsibility for ethical conduct in all relationships and activities related to WMFN. This fiduciary responsibility arises because WMFN Council Members have power and discretion that can affect the legal, practical, and personal interests of WMFN Membership. Each Council Member holds a position of trust in relation to the interests of WMFN, WMFN Members, and WMFN assets. This fiduciary responsibility leads to a number of specific obligations:

- a) Council Members must act in the best interests of WMFN.
- b) Council Members must not participate in decisions that directly affect their Personal Interests, or otherwise place themselves in a position where their Personal Interests conflict with the interests of WMFN.
- c) Council Members must not use their position to gain personal Benefits.

**Policy:**

WMFN Council Members must avoid exercising their official powers or performing an official duty when, they know (or ought to know) that their Personal Interests are in a Conflict of Interest with the best interests of WMFN.

**Guidelines and Procedure:**

- a) Council Members will arrange their private affairs and conduct themselves in a manner to avoid a Conflict of Interest.
- b) Council Members must disclose their Personal Interests that could result in a Conflict of Interest, by signing the Conflict of Interest Declaration (see Appendix E), upon their election and annually thereafter. The Declaration must set out:
  - i. All employment currently held
  - ii. The names of all corporations, proprietorships, partnerships, or other organizations in which they have an interest as a shareholder, member, director, or officer, or any other financial interest
  - a. Any other Conflicts of Interest that, to the best of the Council Member's knowledge, currently exist.
- c) A Council Member will be in a Conflict of Interest if they accept a gift or personal benefit that would reasonably be seen to be given in order to influence them in carrying out their official duties. However, there will not be a Conflict of Interest when a gift or benefit is received in accordance with the WMFN Council Gift Policy (see Policy 3 - Gifts)
- d) If the Council Member is in a Conflict of Interest or has reason to believe that any other Council Member may be in an actual or perceived Conflict of Interest, that individual will notify the Council as soon as possible, in writing, of the general nature of the situation that could result in a Conflict of Interest, and the Council will decide whether a Conflict of Interest does exist with WMFN (See Appendix E).
- e) If the Council Member has disclosed an actual or potential Conflict of Interest, the disclosing individual must not exercise their powers as Council Member and will:

- i. Not participate in the discussion of the matter, except where information may be required as to their role as a representative of a Family Group.
  - ii. Not participate in any vote or decision-making on any question in respect of the matter.
  - iii. At Council's request, immediately leave the meeting or the part of the meeting during which the matter is under consideration.
  - iv. Not sign a Band Council Resolution or letter in respect of the matter.
  - v. Not attempt, in any way, whether before, during, or after the meeting, to influence the opinion or vote of the Council on any question in respect of the matter.
- f) When a Conflict of Interest is declared, written record of the meeting must include:
  - i. The declaration of the Conflict of Interest by the Council Member
  - ii. The reasons given for the alleged Conflict of Interest.
  - iii. Council's decision, in general terms, regarding the Conflict of Interest.
  - iv. The time of the Council Member's departure and return to the meeting room, if applicable.
- g) The Council Member that is in a Conflict of Interest must not be present at any part of the meeting or any subsequent meetings where the matter is under consideration, except where information may be required as to their role as a representative of a Family Group, or as directed or authorized by Council.
- h) Failure by the Council Member that is in a Conflict of Interest to follow the decision of Council or this policy may result in disciplinary action in accordance with the Leadership Policy Enforcement Policy.
- i) Where a Conflict of Interest is discovered after Council has considered a matter, the Conflict of Interest must be declared in writing to Council. Council may choose to reconsider their decision or to consent to the Conflict of Interest (as per section j)).
- j) Notwithstanding the declaration of a Conflict of Interest by a Council Member, Council may determine that the Benefits of the matter may still be in the best interests of WMFN, regardless of the Conflict of Interest, and may, by a quorum of Council, consent to the Conflict of Interest and proceed with the matter. Such consent must be recorded in a Band Council Resolution. (See Appendix E for Consent to Conflict of Interest Band Council Resolution Template)
- k) Any Council decisions that affect the Personal Interests of a Council Member, including the decision to consent to a Benefit where a Conflict of Interest may exist, must be made at a properly convened Council meeting and documented by a Band Council Resolution.
- l) In the event that, due to Conflict of Interest, quorum is lost for a particular matter, Council may still make a decision regarding the matter provided that:
  - i. The Conflict of Interest, and the Council Member(s) with the Conflict of Interest, are recorded in the minutes and in any Band Council Resolution related to the matter
  - ii. The decision on the matter must be by unanimous vote of the remainder of Council
  - iii. The decision on the matter must be time-limited, and include a scheduled date for review by Council

- iv. Any matters under this section that are over \$100,000 in value or commit WMFN for more than 12 months of time must not be approved under this section and must be deferred until quorum is available or referred to other decision-making processes (e.g. Membership ratification).
  
- m) If a Council Member fails to disclose a Conflict of Interest, or makes an incomplete disclosure, a quorum of Council will recommend corrective actions, which may include (but is not limited to) payment to WMFN for the sum of money equivalent to the value of any and all Benefits that the Council Member in a Conflict of Interest received or benefitted from, and any other corrective or disciplinary action as the Council may agree (and in accordance with Policy 10 Leadership Policy Enforcement Policy).

### **3. GIFTS**

A Council Member will not, directly or indirectly, accept a gift or personal benefit that is connected with performance of duties unless the gift or personal benefit is a result of protocol or is compensation for performance of duties (e.g. honorariums). The fee or benefit must be disclosed and authorized by Council.

Council Members that are included in raffles or door-prizes due to performance of duties on external committees and assignments will be entitled to retain any prizes they win. Council Members will not be eligible to win raffles or door-prizes at WMFN functions unless tickets are purchased with personal funds.

Council Members who negotiate contracts or are responsible for selecting of suppliers and contractors are prohibited from accepting gifts (other than those of nominal value) from potential suppliers.

Where a gift with a value greater than two hundred fifty dollars (\$250) is received, the Council Member must make a written disclosure of the gift to Council, and the gift must be treated as the property of WMFN. At the discretion of Council, the gift may be kept by the Nation or raffled to benefit a WMFN program. Council may decide at a duly convened Council Meeting to allow the individual Council Member to keep a specific item as a personal gift. This does not apply to a gift received by a Council Member during a public cultural event of West Moberly First Nations.

Any Council Member who is being entertained by suppliers or contractors must seek the prior approval of the Council.

#### **4. CONFIDENTIALITY**

Council Members shall abide by the Human Resources – Confidentiality Policy as outlined in the Employment Sections of this Leadership Manual.

No Council Member will use or divulge any personal or otherwise confidential information acquired as a result of their role as Council Member for their own benefit or advantage or for the benefit or advantage of any other Person.

No Council Member will divulge any personal or other otherwise confidential information that is acquired as a result of their office or position role and must be kept confidential in the best interests of WMFN as determined by the Council.

The minutes, records, or proceedings of any in camera (closed to Membership) Council meeting shall be kept in confidence by Council Members, the Director of Operations, staff or other person(s) invited or permitted to attend the meeting.

## **5. REPORTING AND ACCESS TO INFORMATION**

Council will report on an annual basis or with such greater frequency as may be reasonably required, to the Membership on WMFN's financial statements and WMFN administered programs and services.

Subject to these policies, Council shall permit WMFN Members access, at all reasonable times, to the non-confidential minutes of Council meetings, WMFN laws, by-laws and resolutions; the WMFN annual budget, audit reports, and WMFN's administrative policies.

Personal information about Members will not be disclosed to any Person except in accordance with the WMFN's privacy laws and policies and, in the absence thereof, generally accepted privacy principles.

## **6. COUNCIL ROLES AND RESPONSIBILITIES**

### **Authority**

Council has the collective authority to govern WMFN. Unless stated otherwise in any other law or policy passed by Council, the Council shall only exercise their authority as a collective governing body and not as individuals. Therefore:

- Council must speak with one voice. Council as a whole, through a quorum decision, has the authority to direct the Director of Operations, except as noted in these and other applicable policies or laws.
- Council has the authority to discuss communication issues and appoint a spokesperson to interact with the public, the media, or other entities on behalf of Council regarding issues that affect or may affect WMFN.
- Council has the authority to assess performance of the Director of Operations ensuring that the performance is assessed against the Director of Operations job description, Council policies, strategic plans, and Council directives. Assessment will be by the official process governing performance assessment.
- Council shall respect all documents and instruments signed and approved by signing authorities acting on behalf of WMFN, including, without limitation; WMFN Band Council Resolutions, contracts, purchases, and payments.
- Council shall ensure that the Council or Council Members do not advise, instruct, consult, direct, or discipline staff, except through the Director of Operations. The Lands Manager, Finance Manager, and Council Administrative Assistant report to the Director of Operations for all Human Resources and Operations functions. Council may interact with these positions in a policy, strategy, or information function.

### **General Council Powers and Responsibilities**

Council's responsibilities and authority include:

- Make and approve laws, bylaws, regulations, rules, codes, directives, guidelines or other authorizations, standards, declarations, notices, requirements, and directions. Decisions require a quorum of Council.
- Approve rules governing Council's own procedure.
- Establish complaints and appeals procedures.
- Approve policies and objectives and ensure the Director of Operations carries them out.
- Communicate with the Director of Operations in accordance with these policies and other applicable WMFN policies or laws.
- Support the Director of Operations in decisions made in accordance with this and other WMFN policies and laws.
- Appoint and dismiss the Director of Operations, according to the procedures described in the Human Resources Policy Manual or contractual agreement if applicable.
- Approve new WMFN programs and services.
- Determine compensation of staff by establishing a scale of salaries for specific classes of work based on the appropriate budget.

- Ratify final job descriptions developed by Director of Operations.
- Allocate or administer WMFN funds on behalf of and in the best interests of WMFN and the Members.
- Call and conduct WMFN community meetings.
- Call and hold referendums and ratification votes.
- Grant and govern use of WMFN's reserve land.
- Negotiate with the Crown or its designate concerning Aboriginal title, traditional territory, and Treaty implementation. Council must seek Member ratification for decisions affecting Title or Treaty.
- Appoint representation to external agencies and organizations.
- Appoint a proxy Councillor to attend meetings, and ceremonial or other special functions in the absence of the Chief's ability to attend said function.
- Appoint a reliable person, under special circumstances and within the governance outlined in the Custom Governance Code to carry Council's voice at meetings and political assemblies. (Section 4.5 WMFN Custom Governance: "Non-members can not represent the West Moberly First Nations in any official capacity.") See Appendix F.

### **Chief's Role**

The Chief is responsible for providing leadership to the Council.

Accordingly, the Chief shall:

- Represent, promote and work toward the social, economic and physical advancement WMFN in a principled manner without bias.
- Ensure the integrity of Council's internal processes is preserved such that Council behaves consistently with its own rules and those rules legitimately imposed upon it by Persons having jurisdiction.
- Present to Council, at the next duly convened meeting of Council, all communication and decisions made regarding the advancement of common interests.
- Perform the primary role of ambassador and spokesperson for WMFN in all issues with external agencies. A quorum of Council may delegate this authority to a person other than the Chief as per the provisions in this Policy.
- Represents WMFN at ceremonial and other special functions. A quorum of Council may delegate this authority to a person other than the Chief as per the provisions in this Policy.
- Other responsibilities as outlined in the WMFN Governance Code (1999).

## 7. FAMILY REPRESENTATION

### Policy

Family Councillors and Alternate Family Representatives must present a written document representing the majority of family members of voting age on and off reserve.

**Appointed Councillors:** At the beginning of their appointment, each Family Councillor and Alternate Councillor must provide Council with written documentation substantiating that their appointment to Council has been endorsed by the majority of their family members of voting age on and off reserve. The written documentation must show that a reasonable effort has been made to contact every Family member over the age of eighteen.

**Elected Councillors:** Families that choose to elect their family representative will determine their own election process as long as it provides a mechanism for every Family member on and off reserve, of voting age, to vote. Documentation of the results of a duly elected Councillor shall be used to substantiate endorsement.

**Alternate Family Representatives:** Each family is entitled to designate an alternate who is also a WMFN member on the most current membership list, to participate in WMFN affairs on behalf of the Family Councillor<sup>3</sup>.

Written documentation for an Alternate Family Representative must show endorsement of the representative from the majority of family members of voting age on and off reserve. Families will determine their own process for gathering this endorsement.

Alternate Family Representatives will be paid when acting as Council Member to cover a leave of absence (see Policy 18 – Policy Alignment; Leave Management).

An Alternate Family Representative will be paid an hourly rate for work completed to a maximum of the Council Member regular salary. Alternate Family Representatives are not eligible for overtime. This position will be temporary until the Council Member returns.

8 weeks or less: The Alternate Family Representative will not be eligible for benefits and will not have signing authority.

More than 8 weeks: An Alternate Family Representative will be eligible for benefits and will have signing authority.

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<sup>3</sup> WMFN Custom Governance s. 4.4.1

## **8. PLANNING AND OVERSIGHT**

### **Strategic Planning**

Council recognizes the importance of strategic planning to the future of WMFN. Accordingly, Council will undertake the following:

- Establish and review WMFN's comprehensive community plan, strategic plan, and any plans, policies, and procedures related to WMFN administrative programs and services and ensure that they are followed and implemented.
- Define specific priorities in alignment with the comprehensive community plan, WMFN programs, and departments in cooperation with program managers and committees where applicable and revise where appropriate.
- Ensure all programs and services within its jurisdiction are being effectively administered, and that related policy guidelines, objectives, laws, and regulations are followed,
- Undertake a comprehensive, annual evaluation and review of WMFN programs.
- Regularly review and approve and, where necessary, revise WMFN's comprehensive community plan.
- Develop a communication strategy to keep WMFN Members aware of Council decisions.
- Engage with WMFN Members at least once annually to discuss the comprehensive community plan and priorities within it.

### **Finance**

With respect to WMFN's finances, Council's responsibilities include the following:

- Approve WMFN's annual budget and budgets for all WMFN's programs, departments, and services.
- Authorize certain banks as the dispositions for WMFN funds.
- Negotiate funding arrangements with Indigenous Services Canada or its successor and other government departments, and other sources of funding for matters that fall within WMFN's jurisdiction, and for which the Council has assumed responsibility.
- Be fully accountable to the Membership and to WMFN's funding agents and establish such policies that may be necessary to ensure financial accountability.
- Appoint an auditor on an annual basis to audit the finances of WMFNs.

All cheques issued and banking transactions on WMFN's account will require the signature of no less than two Council authorized signatories.

### **Capital Projects**

Council shall:

- Approve and review the capital plan for WMFN;
- Approve any new capital or infrastructure projects of WMFN;
- Negotiate and approve any service and taxation agreements with other governments.

## **Agreements**

Council shall cause all contracts and agreements to which WMFN is a party to be carried out according to the terms.

All contracts, agreements, documents, or any instruments requiring execution on behalf of WMFN must be authorized by a quorum of Council (3 councillors), except as provided under these policies or other applicable WMFN policies or laws. Council may, from time to time, authorize the WMFN Chief, Director of Operations, or other staff to be signatories on behalf of WMFN.

Agreements that impact Aboriginal Title or Treaty must be ratified by Membership prior to final signatures. Council shall negotiate terms and then present the final draft to Membership. This process ensures WMFN Membership is fully apprised and agrees with the arrangements Council enters on their behalf. It also provides the external entity with assurance that WMFN Membership supports the agreement.

## **Procedure for Ratification**

The proposed agreement will be presented to all WMFN members who are 19 and older.

Council shall endeavour to provide adequate background information and address any concerns.

Every effort shall be made to contact all eligible voting members and to return the ratification responses within a specified time.

Each member's vote will be recorded and dated.

If a majority of WMFN eligible voting Members (50% + 1) vote in favour of the agreement, Council shall sign the agreement.

The ratification vote list will be filed in a secure location and the anonymous results will be available for review by Membership and the external agreement parties.

## **9. COUNCIL MEETINGS**

### **Quorum**

A quorum of WMFN Council is 3 (three) Family Councilors. All decisions made by Council must be decided by a majority of Family Councilors (i.e. three).

### **Regular Meetings**

Council meetings will be held on a regular, consistent schedule, ordinarily once weekly.

Any Council Member may call an emergency Council meeting to discuss important matters which cannot wait until the next regular meeting (e.g. public safety).

Each Council Member will attend all WMFN community and Council meetings that are called by the Council and follow all approved meeting procedures.

No Council Member shall be absent for three consecutive duly convened Council meetings without being so authorized by Council. Absence (and reason for absence/authorization) will be recorded in the minutes of all meetings. If a Council Member misses three consecutive duly convened Council meetings without authorization, a quorum of Council may suspend their pay until the Council Member returns to regular duties.

An agenda will be provided for every meeting following a consistent outline. (see appendix A).

Council Members may add an item to a council agenda by:

- Sending information to the Council Administration Assistant prior to the council meeting; or
- Verbally adding it during the “additions to the agenda” section of the meeting.

### Minutes

Minutes are legal documents; therefore, the maintenance of accurate and concise records is paramount.

Minutes of Council meetings will be formatted as follows<sup>4</sup>:

- Month, date, year, location
- Commencement and adjournment times
- Attendance
- Name of chair
- Main points raised by participants
- All motions made
- How decisions were made (i.e. show of hands, secret ballot, consensus, etc.)
- Conflicts of interest
- Abstentions
- Name of individual who submitted minutes

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<sup>4</sup> WMFN Governance by Custom (1999)

### Regular Meeting Minutes

Council will retain minutes of all Council meetings. Council shall appoint the Council Administrative Assistant to be the recording secretary at each meeting.

The minutes of Council meetings will be made available to Membership following their adoption at the next regular meeting. Council will make copies of adopted minutes available to Members upon request. Personal information about other WMFN members will not be disclosed in accordance with generally accepted protection of privacy measures unless otherwise approved by Council.

### **In Camera Meetings**

#### Definition:

*In camera* is a confidential meeting, or portion of meeting, that is a private session with only Council Members. The Director of Operations or other appropriate guests may be invited to attend but they are not entitled to attend. An *in camera* meeting is not open to WMFN Members.

#### Purpose:

The purpose of *in camera* sessions is to provide an opportunity for Council to discuss sensitive matters including but not limited to:

- a. personal matters about any identifiable individual, including employees or WMFN Members
- b. internal Council issues
- c. confidential personnel issues
- d. performance and compensation of the Director of Operations
- e. commercially sensitive business matters, including matters subject to confidentiality agreements with third parties
- f. litigation or potential litigation
- g. the receiving of advice that is subject to privilege, including communications necessary for that purpose.

#### Minutes:

Decisions made in an *in camera* meeting (including any *in camera* discussion within a broader meeting) will be recorded in separate Minutes. The Chair is responsible for ensuring that an appropriate record of any discussion and decisions are kept.

Minutes of an *in camera* meeting will be approved by those who participated in the meeting in the next *in camera* meeting. Any notes taken by Council Members must be destroyed once the *in camera* minutes have been officially adopted. Once approved, the minutes must be kept confidential and separately in a secure location along with any materials considered as part of the *in camera* meeting. The Chief shall keep or cause to be kept a record of *in camera* Minutes.

Any access to *in camera* Minutes is limited to current Council Members. Information discussed in an *in camera* meeting is considered confidential and must not be discussed outside of the meeting.

The Chief will regularly review previous *in camera* minutes and recommend to Council the release of decisions and reports that are no longer sensitive.

Minutes of an *in camera* meeting will include:

- The place, date and start time of the meeting;
- The persons present;

- Who served as chair and secretary;
- The text of all resolutions;
- The results of votes on all resolutions;
- Any formal objections of Councillors; and
- The time of adjournment.

### **WMFN Member Attendance and Participation**

Council will provide one week's notice of Regular Meetings and General Meetings to Membership.

Except for meetings held in camera (i.e. discussions that deal with personal information or that the Council considers confidential or is otherwise protected under generally accepted privacy law) Council Regular Meetings are open to all Members.

Unless authorized by a quorum of Council, participants may not record (either video or audio) proceedings of a Council meeting. Official meeting minutes will be kept by the Council recording secretary.

No Member will be excluded or removed from a Council Regular Meeting except for conduct deemed disruptive by Council or because an in-camera session is called.

Unless otherwise authorized or invited by Council, only those Members who are directly affected by an item on the agenda may participate in Council discussion during Council meetings. Member participation is subject to Council authorization or invitation and Members must follow appropriate meeting rules of order as enforced by the Chair.

Council will not vote to adopt a law at a meeting that is closed to the Membership.

## **10. REPRESENTATION**

### **External Agency and Organizational Representation**

Council may appoint a Council Member to represent WMFN's interest on external agencies, entities, or organization's boards. The appointed Council Member's ultimate loyalty in this regard is to WMFN. In accordance with the policies stated in this manual, the Council Member appointed to an external representation position will:

- Advocate for West Moberly First Nations best interest without prejudice to the organization's mandate
- Pursue a positive relationship between West Moberly First Nations and the organization
- Submit meeting reports including critical information and actions required/recommended to the Council of each meeting attended on behalf of WMFN
- Provide the Council Administrative Assistant with a copy of the organization's latest minutes for file as requested by Council
- Ensure Council has access to the organization's founding and corporate documents (e.g. Constitution and Bylaws, Terms of Reference, Agreements, Joint Venture or Partnership Agreements, Articles of Incorporation, etc.)
- Disclose any honorarium or gifts received from the organization as per the Gifts Policy (Section 3)

### **Other Governments**

Council shall:

- Subject to these policies, liaise with all levels of government, government agencies and departments on all matters affecting WMFN.
- Represent WMFN's interests and the concerns of its members at meetings and conferences and report back to the Membership regarding key issues and concerns raised at these meetings and conferences.

Council has the discretion to delegate authority to designated bodies at the regional, provincial and national level, to speak on behalf of WMFN on matters pertaining to WMFN's interests.

## 11. ENFORCEMENT

### Background

WMFN Custom Governance describes 2 ways a Chief may be removed:<sup>5</sup>

5.5.5.1 By petition of the majority of the Elders Council and Council jointly;

5.5.5.2 By petition of the majority of voting members registered on the most current band list

WMFN Custom Governance describes 4 ways a Councillor may be removed<sup>6</sup>:

4.6.1 Independent resignation of the position;

4.6.2 By petition of the majority of family members of voting age;

4.6.3 Petition of the majority of voting members on the most current band list;

4.6.4 Petition by the majority of the Elders and Council jointly.

### Policy

Council has the authority to make and enforce its own rules for Council Members who are found negligent in carrying out their duties or are otherwise in contravention of these policies.

### Procedure

#### Councillor

If a Councillor is contravening these policies, other members of Council, or the Chief shall bring the appropriate policy to the attention of the Councillor.

If a Councillor does not respond, a quorum of Council may issue a written warning officially requesting that the Councillor follow policy.

If a Councillor has contravened these policies and has not responded to requests from fellow Councillors and the Chief to follow them, Council may request that the Chief alert the Family to the Councillor's behaviour.

If the Family does not respond or address the Councillor's behaviour in a way that resolves the breach of policy, Council may initiate one of the other mechanisms outlined in the Custom Governance for removing a Councillor.

#### Procedure for Notification of Family

A quorum of Council shall pass a motion requesting the Chief inform the Family of the allegations and evidence of breach of policy.

The motion will include a timeline for action from the Family and a request for the Family to inform the Chief of any action taken.

The current Band list will be referenced to ensure notification of all Family members. The method of notification (e.g. mail, face-to-face, email, etc.) shall be at the discretion of the Chief.

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<sup>5</sup> WMFN Governance by Custom (1999)

<sup>6</sup> WMFN Governance by Custom (1999)

If the actions of the Councillor have or could potentially have negative impacts on WMFN, a quorum of Council (or the Chief and remaining Councillors if a quorum is not available due to vacancies or conflict of interest) may suspend a Councillor with pay while the Family is notified and decides on any action.

Chief

If the Chief is contravening these policies, other members of Council shall bring the appropriate policy to the attention of the Chief.

If the Chief does not respond, a quorum of Council may issue a written warning officially requesting that the Chief follow policy.

If the Chief has contravened these policies and has not responded to requests from fellow Council Members to follow them, Council may initiate one of the other mechanisms outlined in the Custom Governance for removing the Chief.

If the actions of the Chief have or could potentially have negative impacts on WMFN, a quorum of Council (or the remaining Councillors if a quorum is not available due to vacancies or conflict of interest) may suspend the Chief with pay while pursuing other remedies per the Custom Governance Code.

## **12. DISQUALIFICATION AND REMOVAL**

A Council Member is disqualified from holding office and will immediately relinquish the position of Council Member, if the Council Member:

- Is convicted of an indictable offence (per Indian Act 78 (2) (i))
- Dies or resigns;
- Is found to be mentally incompetent or becomes of unsound mind;
- Is disqualified under section 78 of the Indian Act;
- Is removed under Section 5.5 or 4.6 of the WMFN Governance by Custom (1999)

Council Members that engage in dishonest or criminal practices may be removed from position by:

- 1) Petition of the majority of voting members on the most currently band list;
- 2) Petition by the majority of the Elders and Council jointly<sup>7</sup>.

Dishonest or criminal practices include (but are not limited to)

- Accepts gifts in contravention of Policy 3 (Gifts)
- Uses influence in contravention of Policy 2 (Conflict of Interest)
- Uses confidential information for personal benefit in contravention of Policy 4 (Confidentiality)

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<sup>7</sup> WMFN Governance by Custom (1999) Section 4.6 and 5.5

### **13. COUNCIL ORIENTATION**

An initial orientation will be done before the first Council meeting or as soon as possible. Council (or their designate) will review the Council information while the Director of Operations (or their designate) will review information about the operation of WMFN administration.

Outgoing Council Members will act honestly and in the best interests of WMFN for the purpose of assisting the new Council in the orientation process and to facilitate the transition between Council Members.

Council Member leaving bonus will be contingent on written sign-off on minutes from meetings during their tenure (including draft minutes and board meetings of all WMFN entities).

At the request of the incoming Council Member, and agreement from the outgoing Council Member, a paid 2-week transition period is available to facilitate adequate orientation and hand-off (See Policy 23 Council Leaving Bonus and Transition Period). The transition period is intended to assist the new Council Member in orientation to ongoing projects, family concerns, board representation responsibilities, political concerns, and other information required for effective transition.

To assist in the orientation process, outgoing Council Members will ensure that current briefing notes, meeting summaries and reports are up to date and available to the incoming Council Member.

Orientation to WMFN Operations will include:

- The broad general scope of WMFN, including, history, programs, and services.
- A review of all of WMFN's laws, bylaws and policies in effect.
- The roles and responsibilities, relationships, and structure of all levels of WMFN operation including Council.
- An overview presentation of any WMFN master plans (e.g. comprehensive community plan, strategic plan, housing strategy etc.).
- An overview of WMFN's budget.
- An overview presentation of each of WMFN departments' strategic work plans.
- West Moberly First Nations servicing agreements.
- Other agreements as appropriate.

Orientation to WMFN Council will include:

- Council's purpose, vision, values.
- A review of the Leadership Policy Manual, Custom Governance Code, the Conflict of Interest Rules, and any other policies that Council declares subject to this policy.
- Code of Conduct and Oath of Confidentiality.
- Declaration of Understanding of Council Leadership Policies.
- Council's relationship with other organizations, groups and government.

- West Moberly First Nations intergovernmental agreements.
- WMFN's Impact Benefit Agreements.
- Terms, acronyms, and definitions.

## **14. DIRECTOR OF OPERATIONS - GENERAL**

### **Unity of Control**

Only decisions of the Council acting as a quorum are binding on the Director of Operations.

Accordingly:

- Decisions or instructions of individual Council Members or Committees are not binding on the Director of Operations, except in rare situations when the Council specifically authorizes the exercise of such authority by Council motion.
- If an individual Council Member requests information or assistance without Council authorization, the Director of Operations may refuse those requests that require (in the reasonable opinion of the Director of Operations) a material degree of staff time or funds or are disruptive to the Director of Operations' other responsibilities. The Council Member may ask Council as a whole to authorize this assistance.
- All requests for information must be made in writing. Personal information about WMFN Members or Employees will not be disclosed except in accordance with WMFN's privacy laws and policies and, in the absence of which, generally accepted protection of privacy measures.
- Except as provided in this Leadership Manual or other WMFN policies or laws, the Director of Operations is the Council's only link to administrative activities and conduct.

Therefore:

- Council will not give instructions to persons who report to the Director of Operations except in emergency situations and as outlined in the Contingency Policy (See Policy 16). The Lands Manager, Finance Manager, and Council Administrative Assistant report to the Director of Operations for all Human Resources and Operations functions. Council may interact with these positions in a policy, strategy, or information function.
- The Council will refrain from evaluation, either formally or informally, of any staff other than the Director of Operations. Because the Council Administrative Assistant works directly with Council, the Director of Operations may request feedback from Council to assist in performance management of this position.
- The Council will view the Director of Operations' performance as identical to the performance of WMFN's administration office. The accomplishment of Council's stated goals will be reviewed as the success of the Director of Operations' performance.
- With respect to the treatment of paid and volunteer staff, the Council and the Director of Operations will operate within the guidelines in the West Moberly First Nations Human Resources Policy Manual.

### **Responsibilities Generally**

The Director of Operations shall, subject to WMFN law and policy, be responsible for the day-to-day operations of WMFN office including:

- The implementation of WMFN laws, policies, programs and services
- Hiring and managing staff
- All other responsibilities specified or delegated by Council

### **Operational Practices**

The Director of Operations will not engage in, cause, or allow any practice, activity, decision, or organizational situation which is unlawful, imprudent, violates the commonly accepted business and professional ethics of West Moberly First Nations, or adversely impacts the reputation of WMFN.

The Director of Operations will not use or divulge information acquired as a result of the Director of Operations role for personal benefits or advantage.

### **Delegation**

While Council is ultimately accountable for the performance of West Moberly First Nations, it must, to the greatest extent possible, be free from involvement in the day-to-day administrative operations of WMFN. Council therefore supports the principle of delegation to the Director of Operations. In the event that the Director of Operations is unable to fulfill the role, Council will follow the WMFN Contingency Policy (See Policy 16).

### **Staff Policy Development**

To promote the utmost performance, Council will work in collaboration with the Director of Operations to develop staff policy. These policies must guide the Director of Operations and staff. Within the limits of these policies, the Director of Operations may not operate without:

- Administrative policies and procedures that ensure operational and administrative efficiency and consistency
- Publishing such procedures and making them appropriately available to all staff
- A procedure that limits conflicts of interest

The Director of Operations shall be responsible for:

- Developing and defining staff job descriptions and responsibilities. Final job descriptions must be ratified by Council.
- Informing Council regarding significant changes in staffing roles or responsibilities.
- Ensuring that all staff comply with WMFN's Human Resources Policy.

### **Director of Operations and Policies**

The Council shall instruct the Director of Operations through written policies that describe the goals to be achieved and situations and actions to be avoided. The Director of Operations shall interpret these policies in a prudent, ethical, and reasonable manner consistent with WMFN's vision, values and strategic plan. Therefore, the Director of Operations shall:

- Enact and enforce policies as written.

- Take actions and develop activities that are consistent with Council's policies.
- Report contraventions of policy to the Council as part of normal reporting. The Director of Operations, by reporting contraventions to the Council, guarantees that no contravention is intentionally kept from Council.

The Director of Operations may delegate responsibilities with the consent of Council.

Council may discipline the Director of Operations appropriately for contravention of policy.

## 15. DIRECTOR OF OPERATIONS - FINANCE

### **Fiscal Financial Policy**

With respect to planning financial matters, the Director of Operations will not depart from Council's stated strategic goals or jeopardize the financial standing of WMFN. Thus, the Director of Operations shall:

- Ensure accounting and reporting systems that are consistent with generally accepted accounting principles (GAAP).
- Plan the expenditures in any fiscal year to balance with the operating funds that are conservatively projected to be received in that period.
- Produce a budget which contains sufficient information to facilitate:
  - A reasonable accurate projection of revenues and expenses.
  - A reliable cash flow projection.
  - Subsequent audit trails
  - Planning assumptions.
- Maintain current liquid assets to a level required to meet WMFN's current liabilities

### **Financial Activities and Control**

The Director of Operations will oversee WMFN's finances in a sound, responsible and prudent manner to limit risk to WMFN and ensure the proper allocation of funds.

Thus, the Director of Operations shall:

- Only commit or expend funds that have been provided for in a duly approved budget with prior approval from Council;
- Ensure WMFN's liabilities do not exceed the levels provided for in a duly approved budget;
- Seek Council authorization for the use of any long-term reserves;
- Settle payrolls and debts quickly;
- Make all payments or other government payments or filing on time unless otherwise authorized by Council;
- Seek Council authorization for purchases or financial commitments on behalf of WMFN of greater than \$5,000.00 that are not contained in the annual budget;
- Seek Council authorization for any spending related directly to the Director of Operations expenses or reimbursement;
- Seek Council authority before acquiring, encumbering, selling, transferring or otherwise disposing of assets and real property;
- Aggressively pursue WMFN receivables as per other WMFN policies or laws.
- Provide regular financial reports to Council.

### **Asset Protection**

WMFN's assets must be properly cared for, including property, equipment, membership lists, and computerized data. The Director of Operations is responsible for adequately maintaining the assets and protecting them from unnecessary risks. To this end the Director of Operations shall:

- Cause all equipment to be adequately maintained, reasonable wear and tear excepted;
- Make purchases with consideration of a balance between cost and long-term quality.
- Not knowingly place information and files at risk of loss or significant damage.
- Arrange for all-risk insurance coverage for WMFN's property.

## **16. DIRECTOR OF OPERATIONS – CONTINGENCY**

In the event that the Director of Operations is absent or unable to perform their duties for any reason, the following will apply:

### **Expected Absence (3 weeks or less):**

The Director of Operations shall follow the Human Resources - Leave Management Policy for approval of absence.

The Director of Operations, in consultation with Council, shall designate an Interim Director of Operations.

The Director of Operations shall brief the Interim Director of Operations on priority and emerging issues.

The Interim Director of Operations shall be responsible for day-to-day operations. Emerging priority issues, HR issues, and issues not addressed by policy will be referred to Council.

Any additional remuneration for an Interim Director of Operations will be determined by Council.

### **Expected Absence (more than 3 weeks):**

In addition to the above:

Council may consult with Managers as well as the Director of Operations prior to designation of an Interim Director of Operations to identify concerns and priority issues arising during the planned absence and determine the appropriate designate for Interim Director of Operations.

### **Unexpected Absence:**

Council shall hold a meeting with Managers within 2 (two) business days of the Director of Operations absence to identify and plan for priority issues.

Council, in consultation with Managers, shall designate an Interim Director of Operations and assign tasks for day-to-day management. Any additional remuneration for an Interim Director of Operations will be determined Council.

Unless otherwise assigned, the Interim Director of Operations shall be responsible for day-to-day operations. Interim Director of Operations may consult with Managers for additional information as required. Emerging priority issues, HR issues, and issues not addressed by policy must be referred to Council.

Policies will continue to guide day-to-day operations.

Council will implement an information/communication protocol to ensure Council, Managers, and the Interim Director of Operations have guidance for required contact and action in the event of an emergency or unforeseen issue (e.g. Office Closure, Flood, etc.).

## **17. COUNCIL COMMITTEES**

Council may create Committees for specific and time-limited purposes with terms of reference established in accordance with Appendix B.

Council will review all Committees at least annually to decide whether they should continue or be dissolved. Committees serving no useful purpose will be dissolved.

Council committees shall be created to help Council do its job. Committees commonly help Council by preparing policy alternatives and implications for Council deliberation. Council committees will not deal directly with the administration of WMFN operations.

Council committees do not speak or act for Council. Council must carefully define the committee Terms of Reference so as not to conflict with the responsibilities delegated to the Director of Operations. Council committees shall not exercise authority over WMFN Administration or staff.

At least one Council Member shall sit as a voting member of each Council committee.

Staff tasks associated with any committee must be clearly outlined in the Terms of Reference. Staff time must not exceed that which is outlined in the Terms of Reference.

All staff involvement with a committee must be pre-authorized by the Director of Operations.

Committee members shall comply with WMFN Conflict of Interest policies.

# **WMFN Leadership Policies**

## **Employment**

## **18. WMFN POLICY ALIGNMENT**

### **Human Resources – Standards of Conduct**

(See WMFN Human Resource Policy Manual)

Council Members shall abide by the Human Resources – Standards of Conduct policy

### **Human Resources – Confidentiality Policy**

(See WMFN Human Resource Policy Manual)

Council Members shall abide by the Human Resources – Confidentiality policy. Council Members that are not satisfied with the response of the Privacy Officer, may send a request to Council to review the response. Council Members who submit a request will have an opportunity to present their concerns; however, shall be deemed to have a conflict of interest and absent themselves from decision-related discussion and voting.

### **Human Resources – Leave Management**

(See WMFN Human Resource Policy Manual)

WMFN recognizes that Council Members, from time to time, may require leaves of absence from work. WMFN will work together with Council Members to consider granting such requests for leave. Provisions in the Canada Labour Code and the WMFN Human Resources Leave Management Policy will apply.

Council Member leaves of 8 weeks or less may be granted without coverage from the Alternate Family Representative (see Policy 7). At the request of the Family or for leaves over 8 weeks, the Alternate Family Representative will fill the role of the Council Member until the leave is completed or until the Council Member's elected term expires.

Council Members with defined election term: At the completion of the leave, the Council Member will be eligible to return to their position until the end of their elected term. If a Council Member's elected term expires prior to the completion of the leave, the individual will cease to be a Council Member upon the completion of their leave, unless re-elected in accordance with the WMFN Governance Code or Family election process.

Council Members with no defined term: At the completion of the leave, the Council Member will be eligible to return to their position until replaced according to the Family appointment process. An appointed Council Member may not be permanently replaced prior to the completion of leave.

### **Human Resources – Bullying and Harassment**

(See WMFN Human Resource Policy Manual)

Council shall adhere to the Human Resources Policy – Bullying and Harassment

Complaints involving a Councillor shall be referred directly to the Chief. Complaints involving the Chief shall be addressed by a quorum of Council.

The Chief or quorum of Council shall investigate and bring the complaint, investigation evidence, and a recommendation to Council.

A Council Member who is the subject of a complaint shall have an opportunity to present their evidence; however, shall be deemed to have a conflict of interest and absent themselves from decision-related discussion and voting.

If a Council Member is found guilty of the complaint, the Family will be notified following the procedure outlined in Leadership Policy Enforcement.

**Human Resources – Safety policy**

(See WMFN Human Resource Policy Manual)

Council Members shall abide by the Human Resources – Safety policy

**Human Resources – Smoking**

(See WMFN Human Resource Policy Manual)

Council Members shall abide by the Human Resources – Smoking policy

**WMFN Appeals Policy**

(See WMFN Human Resource Policy Manual)

A Council Member may act as an individual to appeal a decision directly affecting them personally. The WMFN Appeals Policy shall apply, and the Council Member will have the same rights and responsibilities as any other individual. If the appeal reaches a Level 3 (Appeal reviewed by Council), the Council Member shall be deemed to have a conflict of interest and absent themselves from decision-related discussion and voting.

## **19. CONDITIONS OF EMPLOYMENT**

People who owe money to WMFN may be employed as a Council Member. Upon employment, the Council Member shall negotiate a written agreement that monies owed to WMFN will be repaid, subject to any applicable legislation, through payroll deductions up to 30 % of their pay per pay period.

As employees, Council Members are required to follow all applicable WMFN policies and procedures. All new employees must complete the following procedures within the first week of employment:

- Complete a TD1 or Tax Exemption Form on date of hire
- Provide proof of a valid drivers license where applicable
- Provide a copy of their Status Card to Finance to qualify for personal tax exemption
- Sign an Oath of Confidentiality
- Sign an authorization for Payroll Deductions;
- Agree to a criminal record check appropriate for the position; and
- Receive orientation from the Director of Operations and Council Member including review of all related policies and procedures and sign for having received the orientation

Council Members shall NOT apply for other WMFN positions while employed on Council. A Council Member shall resign as Family Councillor or Chief before applying for any WMFN positions (including contract positions) other than the Portfolio Coordinator position associated directly with their role as Council Member.

## **20. HOURS OF WORK**

### **Policy:**

Council Member are expected to work the hours outlined in this policy unless alternate arrangements are made with the rest of Council. Hours worked by individual Council Members will be monitored by the balance of Council through timesheets submitted.

### **Hours of Operation:**

Council Members are expected to work a minimum of 70 (seventy) hours every 2 weeks.

Regular Council office hours will be

- 8:00 - 4:30 (Monday-Thursday)
- 8:00 - 2:30 (payday Friday)
- Closed (non-payday Friday)

or as defined by WMFN policy.

Due to travel and flex hours required by the nature of the position, Council Members will be responsible for setting their own hours. Council shall be responsible through a quorum of Council to oversee the working hours of individual Council Members. A quorum of Council may request a copy of timesheets from Finance to verify an individual Council Member's hours.

Council Members shall inform the rest of Council regarding office hours and availability during regular working hours through a master calendar maintained at the council office with each Council Member's whereabouts and availability. Council Members shall inform the Council Assistant if hours are expected to deviate from the master calendar.

Council Members shall submit timesheets directly to Finance.

Council shall determine committee representation and associated meetings at the beginning of each fiscal year. Activities that fall outside of these appointments require pre-approval by a quorum of Council.

Every attempt will be made to ensure that a quorum is available at all times to allow Council to continue day-to-day business and crisis response.

### **Overtime:**

Council Members receive a salary and are not eligible for overtime.

Council Members are eligible for banked time in-lieu when supported by a timesheet or approved by a quorum of Council. Banked time must be used within the year it is earned, may not be rolled over into a new calendar year, and is not eligible to be paid out.

## **21. TIME SHEETS**

Council Members shall submit a WMFN Staff Timesheet directly to finance by 11:00 a.m. on the Monday following the end of each pay period.

The timesheet must show the start time, end time, total hours as well as a brief description of the duties fulfilled for each day during the pay period. Council Members are expected to report actual hours worked and duties performed.

Late timesheets may not be processed for payroll on the following Friday. The timesheet for the following payroll will show any necessary adjustments.

## **22. CHIEF AND COUNCIL COMPENSATION**

WMFN strives to develop and implement a fair, consistent, competitive program of financial compensation to be balanced with budget constraints and strategic priorities.

Chief and Council are compensated for governance work through a small honorarium. This honorarium is subject to review by Council as required.

Chief and Council are compensated for work as Portfolio Coordinators through an annual salary. This salary is subject to review every three years (beginning 2021) using a standard procedure to ensure fair, consistent, and competitive Council salaries.

Compensation increases are subject to available funds.

### Procedure for Council Salary Review:

Every three years, the Director of Operations (or designate) will gather the most recent information available regarding the Chief's compensation for local First Nations communities (according to the First Nations Financial Transparency Act reporting):

- Blueberry River First Nations
- Doig River First Nation
- Fort Nelson First Nation
- Halfway River First Nation
- McLeod Lake Indian Band
- Prophet River First Nation
- Saulteau First Nations

Salary for the WMFN Chief:

1. 7 local First Nations Chief's most recently reported compensation rates will be gathered
2. Compensation rates for the highest and lowest paid Chief will be discarded
3. WMFN Chief Salary will be calculated by determining the average (mean) of the remaining 5 Nations Chief's salaries
4. In the event that the average is lower than the WMFN Chief's current compensation, there will be no revision to the WMFN Chief's compensation.

Salary for WMFN Councillors:

WMFN Councillor salaries will be equal to 85% of the Chief's salary as calculated above.

Compensation date:

Salary revisions for all of Chief and Council will be as of January 1 of the review year with backpay calculated and paid as of that date if required.

### **23. COUNCIL LEAVING BONUS AND TRANSITION PERIOD**

**Objective:**

To provide recognition of significant additional hours worked while employed on Council and to facilitate adequate orientation and transition to incoming Council Members.

**Policy:**

Council Members who have completed at least one year of continuous employment will receive a Leaving Bonus upon termination of employment. Council Members may request a payout of their leaving bonus at the end of their term. Council Members that do not have a fixed term may request a payout of their accrued bonus every 5 years.

At the request of the incoming Council Member, and agreement from the outgoing Council Member, outgoing Council Members will be paid for a two-week transition period to facilitate orientation and hand-off to incoming Council Members. Both incoming and outgoing Council Members will be expected to follow all policies included in this Leadership Manual (including hours of work and timesheet policies).

Council Members removed for dishonest or criminal behaviour (as per WMFN Custom Governance Code 1999 Sections 4.6 and 5.5) will not qualify for a Leaving Bonus or Transition Period.

**Procedure:**

Leaving Bonus will be calculated at \$1000 for each consecutive year completed as a Council Member. Partial years will be prorated on a monthly basis.

Prior to receiving a Leaving Bonus, the Council Member must:

- Return all WMFN property (including documents, equipment, keys, etc.)
- Sign-off on acceptance of all Council and WMFN Corporation minutes (including draft minutes) from meetings conducted during their tenure.

Incoming Council Members must request in writing that Council authorize a two-week paid transition period.

# APPENDICES

## Appendix A – Meeting Format

### Agenda for Council Meetings<sup>8</sup>

Agenda must be available for public distribution at the band office at least 48 hours in advance of meetings. The meeting announcement must include:

- Commencement Time
- Estimated Adjournment Time
- Location
- Date
- Action Required for each item is required
- Chair- Chief

1. Call to Order

2. In Camera Session if Required

- Not open to general membership
- Only agenda items which are of a personal and confidential nature will be held in camera

Open to General Membership

- Agenda Item
- Action Requested

3. Review minutes of previous meeting

4. Reports

4.1 Chief

4.2 Program Review

- Financial Statements
- Work plan
- Review
- Recommendations
- Issues

4.2.1 Elders Care

4.2.2 Education

4.2.3 Capital

4.2.4 Social Assistance

4.3 Family Representative Reports

- Care of Elders
- Concerns
- Recommendations
- Communications Update

4.3.1 Brown Family Representative

4.3.2 Desjarlais Family Representative

4.3.3 Dokkie Family Representative

4.3.4 Miller Family Representative

4.4 Comments and Recommendations from Elders Council

5. Personnel Matters

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<sup>8</sup> WMFN Governance by Custom (1999)

6. Other Business
  - 6.1 Elders Council decision on previous tie vote
  - 6.2 Unfinished Business
  - 6.3 Community Member Issues
    - 6.3.1 Council decision on issues raised at previous meeting
    - 6.3.2 Presentation of member issues to Council and Elders Council:
      - Issue
      - Relevant data,
      - Options for resolution
      - Response and recommendations from Elders Council
      - Response and comments from Council
7. Announcements
8. Round Table evaluation of Meeting
9. Review of actions and responsibilities from the meeting
10. Adjournment

## **Appendix B – Committee Terms of Reference**

Following is a list of the standard elements and definitions of the elements that should comprise a Committee’s “Terms of Reference”:

### **Definitions**

- Define any acronyms that are used in the Terms of Reference.
- Define any other groups (e.g. “Members refers to ...)

### **1. Name and Type**

- Name of committee
- Type of Committee (e.g. advisory, ad hoc, standing)
- General overview of how and why the Committee was established

### **2. General Purpose and Mandate:**

- Authority given to the Committee by Council to carry out specific tasks
- Purpose – why has the Committee been established?
- Term – how long is the Committee active for?

### **3. Key Duties and Responsibilities:**

- Objectives – what is the Committee meant to accomplish?
- Specific Tasks and Workplan – this may be outlined in the Terms of Reference or left to the Committee to determine how to accomplish the Objectives.
- Reporting – what kind of reporting is expected from the Committee? To whom? How often?

### **4. Appointments and Composition:**

- Selection – how are members selected or removed?
- Term – how long do members serve?
- Alternates – will there be alternate members and if so, how will they be identified?
- Qualifications – what is expected of members in the way of experience, ability, knowledge, etc.?
- Chair – how is the chairperson identified and how long does he/she serve?

### **5. Meetings:**

- Meeting scheduling – how often are meetings held? How are meetings scheduled? Who organizes and notifies other members of meetings?
- Minutes – who takes the minutes?
- Access – who can attend the meetings? Are they open to WMFN Members or closed?

## **6. Resources:**

### **Financial**

- What funds are allocated to the Committee?
- What is the purpose of these funds (e.g. technical assistance)?
- Are there restrictions on expenditures?
- How does the Committee obtain additional funds?

### **Staff**

- Which staff will work with this Committee?
- How much staff time is allocated to the work of the Committee?
- What restrictions apply?
- How does the Committee obtain additional time?

## **7. Review Date:**

- When will Council review the Terms of Reference?
- When will Council review the continuation of the Committee?

**All terms of Reference must be dated**

## Appendix C – Code of Conduct

### Code of Conduct – Council

As a Council Member of West Moberly First Nations, I hereby agree to become familiar with the policies. I agree to fulfill my delegated duties to the best of my abilities and abide by the policies of West Moberly First Nations. I hereby also agree to abide by the following Code of Conduct.

1. I will carry out the duties of my position conscientiously, loyally, and honestly, remembering that my primary work task is to serve West Moberly First Nations Membership.
2. In my actions and words, I will promote and uphold the integrity and dignity of West Moberly First Nations and its policies, programs, government and employee.
3. I will not give out official or confidential information acquired on the job unless the release of such information has been authorized by Council or a duly authorized Official.
4. I will use information obtained while carrying out my delegated duties for the intended purpose only and not for my own personal gain or interests.
5. If my Council position and private interests constitute an actual or perceived conflict of interest, I will declare this to Council who will direct and advise in which manner this may be addressed. (See West Moberly First Nations Council Leadership - Conflict of Interest policy).
6. I will be prompt, courteous, and temperate in the performance of my duties and responsibilities.
7. I will be courteous and polite in dealing with employees, West Moberly First Nations Members, general public and Council.
8. I will be cooperative with the other members of Council, and work as a team member with West Moberly First Nations employees.
9. I will disclose any employment relationships with third parties through the annual Conflict of Interest Disclosure.
10. During my hours of employment, I will work solely on my job duties and responsibilities.
11. Within my areas of responsibility, I will recommend changes of policy, priorities, or procedures, when I believe that such changes would help to meet the objectives of West Moberly First Nations.
12. I will show respect for the authority and jurisdictional structures of Council and Administration.
13. I will attend all meetings, workshops, conferences in their entirety, assigned to me as an official delegate of West Moberly First Nations, and will formally report back to Council as required.
14. I will use equipment, property, or supplies which are owned or rented by West Moberly First Nations for authorized purposes only, will use such equipment with care, and will report any maintenance required to an appropriate employee.
15. I will disclose any fees, gifts, or other tangibles offered to me by virtue of my position in accordance with the Leadership Policy, Financial Administration Law, and the Gifts Policy.

16. As a Council Member, I will not criticize other Council Members, West Moberly First Nations employees or the policies of the Council or individual departments. If I feel changes would be advisable, I will provide constructive suggestions and/or recommendations through proper procedures and seek to make the workplace as harmonious as possible.
17. I will attempt to communicate openly with other Council Members and seek to settle any internal differences in a respectful cooperative and constructive manner.

Read, understood and acknowledged:

\_\_\_\_\_  
(Signature of West Moberly First Nations Council Member)

\_\_\_\_\_  
(For West Moberly First Nations)

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_.

**Appendix D – Oath of Confidentiality**

**Oath of Confidentiality – Council**

I, \_\_\_\_\_, affirm that I will faithfully carry out my duties as a Council Member of West Moberly First Nations and will refuse to disclose, without due authority, any confidential information which may be disclosed or made known to me by reason of my position with West Moberly First Nations, except those matters as I may be required to communicate in order to properly carry out my duties.

I agree and accept full responsibility that if my actions are contrary to the above, I will be held accountable by the Council of West Moberly First Nations.

\_\_\_\_\_  
Signature of Council Member

\_\_\_\_\_  
Witness for West Moberly First Nations

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_ .

**Appendix E – Conflict of Interest Documents**

**Conflict of Interest Disclosure – Council**

Name: \_\_\_\_\_

WMFN Position: \_\_\_\_\_

Other employers (if applicable): \_\_\_\_\_

Spouse (including common law): \_\_\_\_\_

Spouse’s employer: \_\_\_\_\_

Children under 18 (including those for whom you or your spouse are a guardian):  
\_\_\_\_\_

Other dependents: \_\_\_\_\_

<b>Private Interests</b>
Property owned by Council Member, spouse, or dependants (including Certificates of Possession or traditional land supported by BCR):  
Names of all corporations, proprietorships, partnerships, or other organizations the Council Member, spouse, or dependants have interest in (shareholder, member, director, officer, financial interest)  
Any other potential Conflicts of Interest:  

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Conflict of Interest Policy of West Moberly First Nations.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

<p>This form must be completed by the Council Member</p> <ul style="list-style-type: none"> <li>a. within thirty (30) days of being elected to Council</li> <li>b. as soon as practical after a material change in the information previously disclosed and</li> <li>c. on April 15 of each year that the Council Member holds office.</li> </ul>
---

## Conflict of Interest Disclosure – Meeting / Decision

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Position: \_\_\_\_\_

Transaction / Decision / Matter:

Details of real or perceived conflict of interest, including nature and extent:

**Signature of individual declaring conflict of interest:** \_\_\_\_\_

Decision of a Quorum of Council:

- The individual is in a position of conflict of interest and may not be involved in this transaction, decision or matter.
- The individual is not in a position of conflict of interest and may be involved in this transaction, decision or matter.
- The individual is in a position of conflict of interest which has been investigated and it has been determined that the individual may be involved in this transaction, decision or matter (explain below).

Additional Details

**Signature of Chief/Chair:** \_\_\_\_\_

Include this declaration in the minutes of the meeting.



Moberly Lake, British Columbia

DATE: \_\_\_\_\_ File Reference: \_\_\_\_\_  
 DAY MONTH YEAR

**Re: Consent to Conflict of Interest**

**THE WEST MOBERLY FIRST NATIONS (WMFN) CHIEF AND COUNCIL DO HEREBY RESOLVE:**

At a duly convened meeting of the West Moberly First Nations Council:

WHEREAS: Councillor [Name] has disclosed a potential conflict of interest to Council, as follows:  
 - [Describe nature of conflict, including why it constitutes a conflict]

AND WHEREAS: Council has determined that the application of standard conflict avoidance rules will not fully avoid the conflict of interest;

AND WHEREAS: Council has determined that it is in the best interests of WMFN to consent to the conflict of interest;

AND WHEREAS: Councillor [Name] has not voted on this resolution or participated in the discussions leading up to it;

**BE IT HEREBY RESOLVED THAT:**

On behalf of WMFN, Council consents to the conflict of interest described above, with the following conditions:

1. Councillor [Name] will continue to comply with WMFN's standard conflict avoidance rules.
2. [insert additional conditions as needed]

A QUORUM FOR WEST MOBERLY FIRST NATIONS CONSISTS OF 3 COUNCIL MEMBERS

\_\_\_\_\_  
 Chief [Name]

\_\_\_\_\_  
 Councillor [Name]

\_\_\_\_\_  
 Councillor [Name]

\_\_\_\_\_  
 Councillor [Name]

\_\_\_\_\_  
 Councillor [Name]

Appendix F – Representation Authorization



THE WEST MOBERLY FIRST NATIONS (WMFN) COUNCIL AUTHORIZES \_\_\_\_\_ [NAME]  
TO REPRESENT WEST MOBERLY FIRST NATIONS AT \_\_\_\_\_ [EVENT].

This authorization is in effect from \_\_\_\_\_ [date] to \_\_\_\_\_ [date].

This representative is authorized to carry WMFN voice to this event but is not authorized to make any decisions or declarations on behalf of WMFN. Any decisions require review and authorization by a quorum of WMFN Council.

Special Instructions:

A QUORUM FOR WEST  
MOBERLY FIRST NATIONS  
CONSISTS OF 3 COUNCIL  
MEMBERS

\_\_\_\_\_  
Chief [Name]

\_\_\_\_\_  
Councillor [Name]

\_\_\_\_\_  
Councillor [Name]

\_\_\_\_\_  
Councillor [Name]

\_\_\_\_\_  
Councillor [Name]

## Appendix G – Declaration of Understanding

### Declaration of Understanding

My signature below indicates that I have received a copy of the West Moberly First Nations Leadership Policy and Human Resources Policy.

I have read and been informed about the content, requirements, and expectations of the policy for Council Members at WMFN. I have received a copy of the policy and agree to abide by the policy guidelines as a condition of my position at WMFN.

I understand that if I have questions, at any time, regarding the Leadership Policy, I will consult with the Chief or a Quorum of Council.

I also understand that WMFN may revise, supplement, or rescind policies, procedures or benefits described in this policy manual.

Please read the WMFN Council Leadership Policy and Human Resources Policy carefully to ensure that you understand the policy before signing this document.

Council Member Signature: \_\_\_\_\_

Council Member Printed Name: \_\_\_\_\_

Witnessed by: \_\_\_\_\_

Date: \_\_\_\_\_