

# **RAINY RIVER FIRST NATIONS**

## **Governance Policy**

**Rainy River First Nations**

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## **BAND COUNCIL RESOLUTION**

**WHEREAS** the Chief and Council of Rainy River First Nations deems it to be in the best interests of the community to make comprehensive policies to ensure successful, legitimate and accountable governance for membership and the Rainy River First Nations;

**AND WHEREAS** the Chief and Council acknowledge that it has read and considered the Rainy River First Nations Governance Policies (“Governance Policy”) and agree to conduct their roles in accordance with the policies;

**NOW THEREFORE** at a duly convened meeting held on the **26<sup>th</sup> day of August, 2019**, Council of Rainy River First Nations hereby resolve to adopt the content of this document as our ***Governance Policy***.



## RESOLUTION OF THE COUNCIL OF RAINY RIVER FIRST NATIONS

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### WHEREAS:

The Rainy River First Nations (RRFN) Chief and Council (C&C) determined that amendments needed to be made to the RRFN Governance Policy (the Policy) enacted in September 2019;

### AND WHEREAS:

Section 4 of the RRFN Governance Policy Preamble allows a quorum of C&C to make amendments via Band Council Resolution to the Policy;

### AND WHEREAS:

The C&C of 2022-2025 have thoroughly reviewed the RRFN Governance Policy on multiple occasions during their term;

### THEREFORE, BE IT RESOLVED THAT:

That the amendments to the Policy presented and reviewed at a duly convened meeting of Council on April 1, 2025, were accepted and adopted by unanimous motion;

### BE IT FURTHER RESOLVED THAT:

These Council adopted amendments will be promptly incorporated into the Policy and communicated to Members through the channels set out in Section 4 of the RRFN Governance Policy Preamble.

**Rainy River First Nations** at Manitou Rapids Indian Reserve #11 on this **3<sup>rd</sup>** day of **April 2025**.

*CERTIFIED TRUE COPY*

**Quorum: 3**

\_\_\_\_\_  
Chief Marcel Medicine-Horton

\_\_\_\_\_  
Councilor Kimberley Bombay Detweiler

\_\_\_\_\_  
Councilor Karen Oster-Bombay

\_\_\_\_\_  
Councilor Robert Bombay

\_\_\_\_\_  
Councilor Cassandra Kaysaywaysemat

\_\_\_\_\_  
Councilor Dorothy Huitikka

## RECORD OF GOVERNANCE POLICY REVISIONS

(See Section 4 on page 5 for revisions procedures)

[illegible]

## RAINY RIVER FIRST NATIONS GOVERNANCE POLICY PREAMBLE

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### 1. Purpose

- (a) The Governance Policy sets out the responsibilities of Chief and Council in order to act as a guide to aid and maintain harmonious, respectful, effective and efficient relationships between the Council, Manager of Administration and Rainy River First Nations Members.
- (b) The Governance Policy is intended to affirm the separation between political leadership and the administration of Rainy River First Nations while acknowledging the two are interrelated and their roles may overlap from time to time.
- (c) The responsibility of the Chief and Council in relation to the Rainy River First Nations' Development Corporation and other Rainy River First Nations controlled entities and Trust will be set out in related policies, corporate by-laws, instruments and legislation.

### 2. Definitions

- (a) In this policy:

**“Business Meeting”** means a regularly scheduled Council meeting that occurs twice per month and at which governance matters are discussed and complaints and concerns addressed.

**“Chairperson”** means the person who is assigned to chair Council and Committee meetings. As a general rule, the Chairperson is entitled to vote at meetings.

**“Chief”** means the Member elected to the position of Chief pursuant to the Custom Election Code of Rainy River First Nations. The Chief is the main spokesperson for Rainy River First and is the *de facto* Chairperson of Council. When the Chief is in absentia, there is a rotating Chairperson.

**“Council”** means the governance body of Rainy River First Nations elected pursuant to the Custom Elections Code of Rainy River First Nations to collectively represent the governance-related interests of Rainy River First Nations. References to ‘Council’ throughout the Governance Policy means the Chief and Councillors collectively. When no seat is vacant, Council consists of one Chief and Five Counsellors, as stipulated in the Custom Election Code of Rainy River First Nations.

**“Councillor”** means a single Councillor elected pursuant to the Custom Election Code of Rainy River First Nations to represent Rainy River First Nations.



**“Council member”** is inclusive of both the Chief and any Councillor.

**“Code of Conduct”** means the guidelines and standards of behaviour established in Policy No. 3 of this Governance Policy and that govern the conduct of Chief and Council. The Code of Conduct may also be referred to as the “Rainy River First Nations Code of Conduct” or the “Code of Conduct for Chief and Council”.

**“Committee”** means a Standing Committee or a Special Committee.

**“Defamatory Statement”** means a false statement of fact that tends to lower a person's reputation in the eyes of others, causing them harm, especially concerning freedom of expression and the protection of reputation.

**“Eligible Voter”**, unless otherwise specified, means any Non-Probationary Member who is eighteen years of age or over.

**“False Statement”** means any declaration or assertion that is not accurate or true.

**“Governance Policy” or “Policy”** means the Governance Policy as set out herein.

**“In-Camera Meeting”** means a private meeting that is restricted to the Council and invited guests to discuss private and confidential matters related to the performance of the Manager of Administration, sensitive negotiations, contracts, legal matters, or community member concerns.

**“Indictable Offense”** means a serious criminal charge. These offences carry the most severe penalties, including lengthy imprisonment, and require a full trial process with an indictment, potential jury trial, and a choice of trial mode (judge-alone or judge and jury). Examples of indictable offences include murder, manslaughter, trafficking drugs or persons, sedition, bribery, fraud, kidnapping, aggravated assault, aggravated sexual assault, and theft over \$5,000.

**“Leave of Absence”** means a period of time when a Council Member or the Chief either voluntarily decides or has permission from a quorum of Council to be absent from their duties as a Member of Council.

**“Manager of Administration”** means the Rainy River First Nations staff member responsible for the reasonable, effective and efficient management, administration and delivery of all Band Programs and services.

**“Member”** means a Member pursuant to the Membership Code of Rainy River First Nations, whether Full or Conditional and whether Probationary or non-Probationary under that same Code.

**“Membership”** means the collective Members of Rainy River First Nations.

**“Non-Probationary Member”** has the same meaning as “Non-Probationary Member” under the Membership Code of Rainy River First Nations.

**“Oath”** means a solemn vow regarding one’s future action or behaviour.

**“Quorum”** means the minimum number of members of an assembly that must be present at and throughout its meetings to make the proceedings of that meeting valid. No vote can be taken without quorum being present.

- (a) In the case of Council, quorum is a majority of Council members, not including Council members unable to vote due to a conflict of interest, and in any event no fewer than four (4) Council members.
- (b) In the case of a general or special meeting of Rainy River First Nations where a community decision will be made, quorum is 25 eligible voters.

**“Removal from Office”** means the process for Removal from Office is determined by the Custom Election Code of RRFN Part 6- Vacancy and Removal of Council Members from Office.

**“Robert’s Rules of Order”** means the parliamentary procedures established to conduct meetings that allow everyone to be heard and to make decisions in an open and transparent manner.

**“Safety Sensitive Position”** means a position where an individual’s performance, through drug or alcohol impairment, can directly affect their safety and the safety of others. Councillors and the Chief are deemed Safety Sensitive Positions.

**“Salaried”** means compensation paid in bi-weekly installments to the Chief by the Nation.

**“Special Committee”** means a group of persons temporarily appointed by Council to support the governance of Rainy River First Nations by considering, investigating, taking action on, or reporting on a particular matter of significance to Rainy River First Nations.

**“Standing Committee”** means a group of persons permanently appointed by Council to support the governance of Council by considering, investigating, taking action on, or reporting on matters of ongoing significance to the Rainy River First Nations.

### **3. Adoption of the Governance Policy**

Rainy River First Nations Chief and Council are responsible for adopting the Governance Policy by signing a Band Council Resolution at a duly convened Council meeting. Council will engage Membership in developing and updating the Governance Policy to ensure it reflects the best interests of Rainy River First Nations.

#### **4. Governance Policy Revisions**

From time to time, the Governance Policy may require amendment. Council must ensure the Governance Policy is made available to Members upon request. Council must review the Governance Policy on at least an annual basis, with the first review to occur approximately six months after its adoption. The procedure for amendment is as follows:

- (a)** Any administrative amendments that are required for Council to operate effectively and that do not affect substantive or procedural rights of Members may be made at any time by way of Band Council Resolution. These amendments will be presented to Membership at the Annual General Meeting, with advance written notice provided.
- (b)** Written notice of any proposed amendments that affect rights of Members, whether substantive or procedural, must be given to Membership prior to approval of such amendments. The written notice will include the time, date, and location of the meeting of Members at which the proposed amendments will be discussed. Upon such notice being given, Council then must:
  - (i)** Meet with Membership to discuss the proposed amendments to the Governance Policy;
  - (ii)** Sign a Band Council Resolution at a duly convened Council meeting amending the Governance Policy, should Council decide, taking into account input of Membership, that amendments are required;
- (c)** For the purpose of this section, any proposed amendment that would significantly alter Council remuneration is deemed to be a proposed amendment affecting rights of Members;
- (d)** Once a Band Council Resolution has passed regarding amendments, the amendments must be incorporated into the Governance Policy (ensuring that the date and version number is updated);
- (e)** All Council-adopted amendments to the Governance Policy must be promptly posted in a prominent position in the Administration office and through Rainy River First Nations' private communication channels.

**1.1 Governance Context**

Rainy River First Nations is taking steps to become a sustainable and self-governing nation. Council believes in the power of working together to achieve our ideal future. As a Council we will work tirelessly to gather resources and overcome obstacles. We will respect our elders, believe in our youth and, most importantly, believe in ourselves as we create our ideal future.

This governance policy has been developed as an important step towards self-determination and self-government. By setting out our governance policies and principles we will be better positioned to pursue economic development opportunities and protect our rights.

The following laws and policies should be considered as companions to this governance policy:

- Rainy River First Nations Membership Code
- Custom Election Code of Rainy River First Nations
- Rainy River First Nations Land Code (under development 2019)

**1.2 Governance Structure**

Chief and Council are responsible for the governance of Rainy River First Nations, with its authority flowing from the community. Committees, whether Standing or Special, report to Chief and Council and make recommendations, but do not have decision-making authority. Chief and Council has three employees, the Manager of Administration, the Executive Assistant to Chief and Council and the Claims Implementation Coordinator that report directly to Council. Council

The Manager of Administration supervises all Rainy River First Nations staff. An organizational chart outlining the structure of Rainy River First Nations staff is found at Appendix A.

**1.3 Council Remuneration**

The position of Chief is a salaried elected position. The position of Councillor is a non-salaried elected position. Rainy River First Nations recognizes that Councillors should not have to suffer financial hardship for any potential lost wages or salary due to fulfilment of Council responsibilities. To ensure that Councillors are recognized for time spent on Council business, honoraria shall be provided to each and every Councillor who participates in meetings that are sanctioned by the Council as a whole. Additionally, no Council member should have to incur costs for reasonable disbursements directly related to the discharge of Council responsibilities.

A Schedule of Council Remuneration is contained in Appendix B. The Schedule of Remuneration provides a summary of honoraria paid to Councillors related to their governance responsibilities. This schedule is updated at least annually.

**(a) Payment of Honoraria and Disbursements**

- (i)** Councillors shall receive a standard monthly honorarium for attendance at the Monthly Member Meetings and two additional Business Meetings each month;
- (ii)** If the Monthly Member Meeting is not scheduled or is cancelled through approval of the Council, Councillors will still receive full honoraria;
- (iii)** If a Councillor fails to attend the monthly Chief and Council community meeting or one of the Business Meetings, his or her monthly honorarium will be reduced by the amounts set out in the Schedule of Council Remuneration. These deductions can be recovered by the finance department at any time, or deducted on any cheque made payable to the Councillor;
- (iv)** If a Councillor attends any additional meetings throughout the month, additional honoraria shall be paid in accordance with the Schedule of Council Remuneration;
- (v)** Councillors are not entitled to receive two honoraria for the same event. The Councillor may choose to receive the higher of the two honoraria, but all honoraria paid over and above those paid by Rainy River First Nations shall be redirected to Rainy River First Nations; and
- (vi)** Chief and Councillors shall be reimbursed for disbursements related to the discharge of their Council responsibilities in accordance with Rainy River First Nations' Travel Policy.

**(b) Responsibilities**

- (i)** Each individual Council Member is responsible for ensuring that the Council sanctions any meeting the Council member attends on behalf of Rainy River First Nations;
- (ii)** The finance department is responsible for issuing monthly honoraria cheques for each Councillor on the first working day of each month for the previous month's attendances;
- (iii)** The Manager of Administration is responsible for approving each honoraria requisition, taking into account whether each Councillor attended the meetings.
- (iv)** Each Councillor is responsible for submitting an honoraria claim by the end of each month for any meeting attended during the month other than the regular monthly meetings to their Executive Assistant by the end of each

month if no external honoraria are being claimed. Any additional Honorarium Claim will only be submitted once approved by a quorum of council.

- (v) The Rainy River First Nations' Travel Policy sets out responsibilities regarding disbursements for expenses such as mileage incurred in the discharge of Council responsibilities.

**2.1 Council Mandate**

The mandate of Rainy River First Nations' Council is to work collectively to be committed, responsible and accountable to Membership.

**2.2 Council Vision**

The following statement reflects the vision of Rainy River First Nations:

"We are a progressive leadership striving to serve our members and future generations with integrity. We work as a cohesive Council, leading by example, to ensure the health of our nation and our culture through our grassroots participation processes within Rainy River First Nations Manidoo Baawitigong."

We will achieve our vision by:

- Striving together as a team while respecting each other's values and priorities;
- Serving with compassion and fairness for our Members;
- Setting standards of good governance that we commit to follow;
- Listening and valuing the voices of our Members on issues important to our Nation;
- Looking out for a positive future by protecting and utilizing our treaty rights; and
- Being responsible caretakers of Mother Earth.
- Listening to the teachings of our traditional Elder's
- Supporting the aspirations of Our Youth
- Celebrating the Diversity of Our People.

**2.3 Council Values**

Rainy River First Nations' Council will govern with the following values:

- Integrity – governance will include qualities of honesty and strong moral principles;
- Strength – governance will display the strength of the Nations through informed decision making;
- Accountability – governance will be accountable to the Membership and wellbeing of the Nations;
- Cooperation – governance will be conducted cooperatively between Council and stakeholders;
- Long Term Scope – governance will consider the long term when conducting decision-making processes;
- Cultural Awareness – governance will respect our history and culture.
- Outreach- make a concerted effort at reaching out to both on and off reserve members

## **2.4 New Council Orientation**

A Council Orientation will be conducted within the first six (6) months of each new Council's term. Ideally a returning Council member will facilitate the orientation process along with the Manager of Administration, their Executive Assistant and the Policy Analyst. If there are no returning Council members, the Manager of Administration will conduct the orientation by reviewing this Governance Policy and related policies with Council. Council will meet with each Standing Committee and Administrative Department to be brought up to speed on current business.

## **2.5 Council Performance Evaluation**

Rainy River First Nations' Council has a responsibility to proactively assess its effectiveness in carrying out the expectations, roles and responsibilities outlined in this Governance Policy.

Council as a whole will review its leadership performance at least annually and provide an overview of Council's leadership strengths and challenges at a community meeting once per year. The Council Leadership Self-Assessment template is contained in Appendix C.



## **POLICY NO. 3.0      RAINY RIVER FIRST NATIONS CODE OF CONDUCT FOR CHIEF AND COUNCIL**

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This Code of Conduct may be referred to in full as the “Rainy River First Nations Code of Conduct for Chief and Council”, or alternatively as the “Rainy River First Nations Code of Conduct found in the Rainy River First Nations Governance Policy” or simply the “Code of Conduct for Chief and Council.”

Each Council member, including the Chief, is expected to conduct himself or herself in a respectful, ethical, and professional manner in compliance with all Rainy River First Nations policies and all applicable laws. Our peoples have been taught self-discipline and respect for the land and have passed on our knowledge through the generations. Our peoples are guided by the teachings that have been passed down, and gifts that describe our way of life, especially the Seven Grandfather Teachings.

Upon adoption of this Governance Policy, all Council members must swear the oath of office found at Appendix D before a justice of the peace, notary public or duly appointed commissioner for taking oaths. Thereafter, upon election to Council, all Council members must swear the oath of office found at Appendix D before either the Electoral Officer, a justice of the peace, notary public or duly appointed commissioner for taking oaths and sign Rainy River First Nations’ Client/Community Member Code of Conduct which is found at Appendix E.

### **3.1      Authority**

Council must exercise its authority on the basis of a decision or direction of a quorum of Council. Accordingly:

- (a)** Individual Council members must not communicate with the public, media or other entities on behalf of Rainy River First Nations without prior discussion and authorization of a quorum of Council.
- (b)** Individual Council members must honour all documentation and instruments signed by the approved signing authorities acting on behalf of Rainy River First Nations, including, without being limited to, Band Council Resolutions, contracts, purchases and payments.

### **3.2      Council Leadership Expectations**

By agreeing to take a position on Rainy River First Nations’ Council, Council members accept the responsibility of representing themselves and the community in a positive manner at all times (i.e. both during and outside of regular work hours, both on and off duty). Chief and Council are expected to uphold Rainy River First Nations values and serve as leadership role models within the community. This includes:

- (a)** Acting with individual integrity;
- (b)** Consulting regularly with Membership;
- (c)** Being transparent and accountable to Membership in the performance of duties and obligations;
- (d)** Avoiding conflicts of interest or perceived conflicts of interest;
- (e)** Ensuring that programs and services reflect the community's culture and values;
- (f)** Ensuring that decision-making complies with Rainy River First Nations' policies, and that these policies are in compliance with all applicable laws;
- (g)** Respecting and complying with all Rainy River First Nations policies, rules, regulations and codes;
- (h)** Being informed and up to date regarding Rainy River First Nations' financial affairs, policy and program issues, services and current needs;
- (i)** Regularly attending internal and external meetings and events;
- (j)** Communicating Council's direction in a single unified manner;
- (k)** Maintaining a clear separation between the political and administrative roles of Council and staff with:
  - (i)** The Council responsible for the strategic planning and visionary leadership of Rainy River First Nations; and
  - (ii)** The Manager of Administration responsible for the day-to-day activities of the Administration Office and matters concerning Rainy River First Nations staff;
- (l)** Treating others with the utmost respect and dignity, and maintaining an environment free from discrimination and harassment of any kind, as further detailed in the Client/Community Member Code of Conduct at Appendix E; and
- (m)** Acting as a role model by upholding a high standard of conduct in one's personal life, informed by the Seven Grandfather Teachings. A Council member's conduct, even while "off-duty" and not officially fulfilling leadership duties, reflects upon the image and credibility of the Council member as an office holder and therefore on the image and credibility of Rainy River First Nations.

### **3.3 Loyalty**

- (a)** Council's loyalty is to Rainy River First Nations and its Membership.
- (b)** If a Council member's participation on, or advocacy for, a board, special interest group or any other organization conflicts with his or her duty of loyalty to Rainy River First Nations, (s)he must:
  - (i)** Immediately disclose the conflict to Council as a whole and seek direction;
  - (ii)** Resign from that board, special interest group or organization if directed to do so by a quorum of Council; or
  - (iii)** Resign his or her position as Council member if directed to do so by a quorum of Council.
- (c)** Council must not take any actions that may adversely affect Rainy River First Nations' public image or credibility, especially in ways that would hinder Rainy River First Nations' accomplishment of its strategic goals.

### **3.4 Conflict of Interest**

- (a)** A conflict of interest, or perceived conflict of interest, occurs where:
  - (i)** An individual's private or personal interests interferes, or may appear to interfere, with the interests of Rainy River First Nations;
  - (ii)** A Council member takes actions in his or her interests that interfere, or may appear to interfere, with his or her ability to perform his or her governance role objectively and effectively;
  - (iii)** A Council member may benefit financially or otherwise, in a greater way than the community as a whole, from a decision or other action of the Council or staff, unless such benefit is formally disclosed and endorsed by a majority of eligible voters;
  - (iv)** A Council member uses or divulges any information acquired as a result of his or her role as Council member for his or her own personal benefit or advantage or for the benefit or advantage of any other person to whom the Council member is personally connected (e.g. friends, family, business partners);

- (v) A Council member participates in decision-making affecting his or her interests, or those of a close personal connection, where the decision(s) in question do not relate to the community as a whole (but instead relate, for example, to an individual's entitlement to a specific service or benefit).
- (b) The Manager of Administration is Council's only staff member. Council will typically not be engaged in discussions related to Rainy River First Nations personnel matters. However, there may be exceptional circumstances where a sensitive personnel matter is raised with Council by the Manager of Administration.
- (c) To avoid conflicts of interest and ensure a clear separation between the political and administrative roles of Council and staff, a Rainy River First Nations staff member may not concurrently be a Council member. Should a staff member be nominated as a candidate and be successful in an election, he or she must resign as a staff member prior to accepting to take office as a Council member and prior to swearing his or her oath of office.
- (d) A Council member must not use his or her position to attempt to influence in any way a decision or other action where that Council member may incur a financial benefit that is not shared by the community as a whole from that decision or action.
- (e) Council decisions related to extraordinary disbursement of funds to individual Council members (e.g. Christmas bonuses) must be publicly voted on by Council at a community meeting and transparently reported.
- (f) Council members must avoid actions or situations that involve real or perceived conflicts of interest and must comply with any additional conflict of interest rules as established from time to time by Council.
- (g) Where a real or perceived conflict of interest exists the Council member must declare his or her conflict and remove himself or herself from any discussions or decisions related to the conflict of interest.
- (h) If any Council Member, including the Chief, takes legal action against the Nation in the form of lawsuits, judicial reviews of ruled cases and any other litigation that they may receive compensation for or affect their decision making capabilities or risk a decision being made due to ill feelings or perceived or actual gain, then the Council Member will be made to take a paid leave of absence until the matter is settled or drop the legal action if they do not want to take this leave.

### **3.5 Gifts**

A Council member must not accept a payment, gift or other personal benefit in his or her role as a Council member unless the gift or personal benefit is provided as a form of cultural protocol, or unless the gift or personal benefit is declared to and endorsed by Council.

### **3.6 Confidentiality**

- (a) Each Council member must be honest, transparent and open with Membership, while still maintaining the confidentiality of information where required.
- (b) Except as required by law, a Council member or Committee member must not divulge any personal or otherwise private and confidential information acquired in the course of his or her duties.
- (c) Council, acting reasonably and in the best interests of Rainy River First Nations, will discuss and determine what information must be deemed confidential in addition to any matter required by law to be confidential. Personnel, private negotiation and legal matters should be considered confidential unless otherwise determined by Council.
- (d) The proceedings of In-Camera Council meetings will be kept in confidence by every Councillor, staff member, or other person present at the meeting.
- (e) Decisions and actions made at In-Camera Council meetings will be recorded in writing by the Executive Assistant, or if the Executive Assistant is not present, a staff member delegated by Chief and Council. Decisions and action items arising from In-Camera meetings will be shared in confidence with all Council members who were not present at the In-Camera meeting, except where the Councillor was or would have been required to remove themselves in accordance with s. 3.4(g). A record of In-Camera proceedings and decisions will be kept in confidence by the Executive Assistant or the Chief where the Executive Assistant is not present.

### **3.7 Communication with Membership**

Council will communicate with Membership respectfully, fairly, openly and honestly.

### **3.8 Accountability**

- (a) Council is accountable to Rainy River First Nations Membership in the performance of its duties and obligations and must formally report to Membership on its activities on an annual basis at an annual general meeting of the Membership, or with greater frequency as may be reasonably required;
- (b) Councillors must act in good faith with integrity, diligence and skill and must

adhere to a high standard of governance; and

- (c) Councillors must actively contribute on Council by participating on Committees as requested and performing other functions that advance the goals and interests of Rainy River First Nations, and formally reporting on these contributions to Membership at least annually.

### **3.9 Drug and Alcohol Use**

- (a) In order to promote the safety and dignity of Council and Membership, and to ensure actions are taken in the best interests of Rainy River First Nations, Council members must not abuse alcohol or drugs while representing Rainy River First Nations or conducting any duties of his or her position.
- (b) Sections 1-7 of The Rainy River First Nations Employee Drug Testing Policy apply, with necessary modification and the following modifications, to Council Members:
  - i. A Council seat (Councillor or Chief) is a “safety-sensitive position”;
  - ii. Reasonable suspicion: A drug test may be required if a quorum of Council determines there is reasonable cause to suspect that a Council member is/was impaired while conducting duties in their position;
  - iii. Refusal to test: A Council member who refuses to submit to a drug test upon being ordered to do so by a quorum of Council will be suspended from their position until they undergo testing;
  - iv. Random testing: Council members will be subjected to random testing.
  - v. Contacting an Addictions Professional: If a council member fails to contact an Addictions Professional after giving a positive test result, the Council member shall be suspended from their position for a period of not less than 4 (four) months or as determined by a quorum of Council;
  - ii. Once a Council member has met with an Addictions Professional, that worker will, having due regard to issues of confidentiality and medical information, report to Council as required by Council to enable Council to make an informed decision about the appropriate disciplinary measure to impose on the Council member who tested positive. The disciplinary measure will be determined by a quorum of Council.
  - iii. For greater clarity, any reference in the Rainy River First Nations Employee Drug Testing Policy regarding a timeline for contacting a NNADAP worker is the same timeline to be applied above in relation to contacting an Addictions Professional.

**4.1 Council Roles and Responsibilities**

- (a)** Council has been elected by Rainy River First Nations Members to govern the community, which means making decisions on behalf of, and in the best interest of, Rainy River First Nations. From time to time, Council may delegate some of its governance tasks to Committees although Council retains full responsibility for the governance of Rainy River First Nations. Council's governance duties include:
  - (i)** Setting goals and priorities for the community;
  - (ii)** Establishing and approving laws, bylaws, regulations, rules, codes, policies, directives, guidelines and other required authorizations, standards, declarations, or notices;
  - (iii)** Establishing and approving the rules governing Council's procedure;
  - (iv)** Calling and conducting Council meetings;
  - (v)** Reviewing Council's leadership performance at least annually;
  - (vi)** Engaging in professional development activities on a regular basis that builds the leadership capacity of Council;
  - (vii)** Considering and approving Rainy River First Nations programs and services;
  - (viii)** Overseeing Rainy River First Nations economic ventures and agreements;
  - (ix)** Establishing and maintaining communication and relationships with Membership On and Off Reserve;
  - (x)** Establishing and maintaining relationships with governments, business interests and others outside Rainy River First Nations on behalf of Rainy River First Nations;
  - (xi)** Communicating with and providing direction to the Manager of Administration in accordance with this Policy and any other applicable Rainy River First Nations policies and laws;
  - (xii)** Advancing Rainy River First Nations' goals and priorities by equitably sharing the work of Council amongst all Councillors;

- (xiii) At Council's discretion, appointing a liaison to communicate with the Manager of Administration on matters relating to the administration of Rainy River First Nations;
- (xiv) Hiring and overseeing the Manager of Administration, Executive Assistant to Chief and Council and the Chief Financial Officer in accordance with the Personnel Policy; and
- (xv) Supporting the Manager of Administration in his or her role without interfering in the day-to-day operations of the administration of Rainy River First Nations.

## **4.2 Committee Roles and Responsibilities**

- (a) Council may create Standing (i.e. ongoing) and Special (short term) Committees for specific purposes with a Committee Terms of Reference (Appendix F) governing their function, which will be revised from time to time as necessary.
- (b) The names of Committees should be obvious, based on their form and function, making it obvious what the mandate of each committee is, for example: 'housing committee'.
- (c) The general duties of Standing and Special Committees are to consider and report upon all matters referred to them by the Council in accordance with the Committee Terms of Reference, and to report back to Council at Business Meetings and/or in accordance with the Committee Terms of Reference.
- (d) A Committee Terms of Reference Template (Appendix F) will be used to set out the purpose, functions and procedures of the Committee related to its primary purpose, which may be to:
  - (i) Consider and/or develop policy recommendations for the review of Council;
  - (ii) Fulfill a regulatory or operational purpose; or
  - (iii) Fulfill another purpose as defined by Council.
- (e) Council will determine the functions of Committees established including those to develop policy and those established for regulatory or operation purposes. In carrying out their responsibilities, Committees must avoid any conflict with the responsibilities of Council, the Manager of Administration or departmental managers.
- (f) Any Council member may attend any Committee meeting, but is not entitled to a vote unless he or she has been officially appointed to the Committee by Council.



- (g)** Eligibility to be appointed to a Committee is not restricted to Council members, and may be further defined or delimited in a Committee's Terms of Reference.
- (h)** Council has discretion to provide Committee members who are not Council members with a stipend or honorarium in recognition of their Committee responsibilities. Such discretion must be exercised in accordance with the principles of fairness, consistency, and proportionality.
- (i)** Council must review all Committees at least on an annual basis, to consider the functionality and performance of the Committee, and determine whether the Committee should be dissolved.
- (j)** Committees are appointed to assist Council in fulfilling its duties but do not replace or speak independently from Council. Committees may be asked to make recommendations to Council, but no recommendation is binding on Council until approved at a duly convened Council meeting by a requisite majority of Council.
- (k)** Neither a Committee as a whole nor individual members of a Committee have authority to direct or instruct Rainy River First Nations administration and staff.
- (l)** Each Committee member must swear or affirm an Oath of Office found in the Committee's Terms of Reference (see Appendix F) and which includes confidentiality provisions. When an individual who has been appointed by Council to sit on a Committee swears or affirms the Oath of Office, he or she is deemed to have accepted the appointment.
- (m)** Breach of the Committee Oath of Office may result in suspension or removal from the Committee, as determined by a quorum of Council.
- (n)** A majority of the members of a Committee constitutes quorum.
- (o)** Special meetings of Committees may be called:
  - (i)** At the request of the Chairperson; or
  - (ii)** By a quorum of the Committee.
- (p)** Council may appoint Standing Committees including, but not limited to:
  - (i)** Lands Committee;
  - (ii)** Trust Selection Committee;
  - (iii)** Housing Committee;
  - (iv)** Education Committee
  - (v)** Membership Committee

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## **POLICY NO. 5.0 CHIEF ROLES AND EXPECTATIONS**

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In addition to the Roles and Responsibilities in Policy No. 4.0 of the RRFN Governance Policy, to which the Chief is also held, the following additional responsibilities and expectations apply:

### **5.1 Hours and Schedule**

Per the RRFN Custom Election Code part 5 section 10, the Chief, will be expected to keep physical office hours from 8:30am-4:30pm during the work week and thus, if not living on Community, must have the ability to achieve this as they are a salaried position.

- a) The Chief will be expected to share their calendar with the Council as a record of their activities both during and after hours related to the Nation.
- b) Requests for the Chief's vacation will be submitted to C&C for consideration.

### **5.2 Travel, Proxy and Meeting Reports**

Chief will be expected to travel if needed for meetings on the international, federal, provincial and local fronts.

- a) Proxy: if the Chief is unable to make a meeting and where a meeting permits the Chief to send a proxy, a signed letter of consent from the Chief will be required for the appointment of a chosen Council member Proxy.
- b) Meeting reports: The chief is required to provide an update to C&C at duly convened business meeting on all meetings they have attended since the last business meeting was held.

### **5.3 Decision Making**

Except in emergency situations, the chief cannot make decisions without a quorum of Council.

- a) In Declared State Emergency per Band Council Resolution or the provincial or federal emergency declarations, the Chief can make decisions independent of quorum of Council. Once these decisions are made, they are expected to report the decisions and circumstances surrounding the decision at a meeting where a quorum of Council is present. This meeting must occur within 48 hours of the decisions being made.

#### **5.4 Emergency Control Group**

The Chief will be expected to part of an Emergency Control Group when a State of Emergency is declared.

#### **5.5 Relationship to the Manager of Administration and Staff**

Although the Chief's office is in the RRFN Administration Building the Chief is no way to interfere with administrative procedures or unilaterally direct the Manager of Administration or any other member of RRFN Staff.

#### **5.6 Chief as Spokesperson**

The Chief shall act as spokesperson for Council when dealing with government, private industry, First Nations organizations and councils, other organizations, media, and the general public.

- a) The content of any formal memorandums to the Membership, the Staff, or press releases, need to be reviewed by all of Council and approved by a quorum of Council prior to the communication being released.

#### **5.7 Other Duties**

The Chief will be responsible for carrying out such other duties and responsibilities as may be assigned by Council, Committees or other bodies of Membership in accordance with all applicable RRFN Laws and Policies. The duty or responsibility assigned, if not by Council, needs to be approved by a quorum of Council.

## **6.1 Policy Contravention**

When any Member of Council, including the Chief, contravenes a part of the Governance Policy, Council have the right to discipline them. The extent to which the Policy has been contravened will determine the disciplinary measures taken. Contravention of Policies are also reported by the Manager of Administration per Policy 7.2 e; f; and g of this Governance Policy

- a) Before a disciplinary measure is decided upon, Council, in their sole discretion may require an investigation of the contravention if they feel they do not have sufficient information to dismiss a claim of policy contravention, or suspend or start the Removal from Office process.
- b) Council has a maximum of 5 business days after being made aware of a Governance Policy Contravention to engage a 3<sup>rd</sup> party investigator with no vested interest in the Nation.
- c) Once the investigator has been contracted, they will have 30 business days from their contracted date to complete a thorough investigation of the contravention.
- d) The investigative findings will be utilized by a quorum of Council to decide on an avenue of discipline within 10 business days after receiving the report.
- e) The Council member that has been alleged to have contravened the Governance Policy will be offered the option to take a paid leave of absence for the duration of the investigation stipulated in 6.1 ( c ) and the time stipulated in 6.1. (d) to avoid any conflicts of interest.
- f) When on this voluntary Leave of Absence, the member of Council will still uphold their Oath of Confidentiality.
- g) For the duration of their voluntary Leave of Absence, the Council Member may not conduct any business on behalf of the Nation, excluding cultural protocols, ceremonies and events.

## **6.2 Disciplinary Action**

There are 2 types of disciplinary action that Council can decide to take against a Council Member who is in contravention of this Policy:

- a) Suspension without pay.
- b) Removal from Office.

### **6.3 Suspension Without Pay**

The minimum duration of suspension is 2 months, and the maximum duration is 6 months. Suspension times will vary based on the egregiousness of the contraventions as determined by Council. All suspensions will be without pay.

### **6.4 Removal from Office**

The process for Removal from Office is determined by the Custom Election Code of RRFN Part 6- Vacancy and Removal of Council Members from Office. The council may trigger this process for 3 reasons:

- a) Repeated contraventions of the Governance Policy: any Member of Council cannot be suspended more than twice. When a 3<sup>rd</sup> contravention of this Policy occurs, a quorum of Council will begin the Removal From Office Process set out in the Custom Election Code of RRFN.
- b) The Council Member has been found guilty of an indictable offense
- c) The contravention committed by the Member of Council is so severe that invoking the Removal from Office process is necessary.

### **6.5 Contraventions**

The specific contraventions of the Governance Policy are:

- a) Making binding decisions unilaterally without a quorum of Council.
- b) Breaching Confidential information imparted to them in their duties as a Member of Council. This includes but is not limited to:
  - All information discussed in In Camera Sessions with the Council, a Member or Nation partners.
  - Any Personnel information that the Council have made privy to.
  - Any information that they are bound by law not to discuss.
- c) Not declaring a conflict of interest.
- d) Any contravention of the Code of Conduct (Policy 3.0) as set out in this Policy.
- e) Defamatory or otherwise false statements made by Council members regarding other Council members, a Member of the Nation, Rainy River First Nations staff or operations.

**7.1 Council Delegation to Manager of Administration**

While Council is ultimately accountable for the performance of Rainy River First Nations, it must, to the greatest extent possible, be free from involvement in the day-to-day operation of Rainy River First Nations. Council therefore supports the principle of delegation to the Manager of Administration, and the separation between governance and administration.

**7.2 Relationship Between Council and Manager of Administration**

- (a) In order to avoid conflicting directions, a quorum of Council must provide formal direction to the Manager of Administration. Accordingly:

  - (i) Individual Council Members or Committees must not give instructions to the Manager of Administration, except where a quorum of Council specifically authorizes the exercise of such authority by way of a Band Council Resolution;
  - (ii) If an individual Council Member or Committee member requires information or assistance that requires a material degree of staff time or funds, the individual Council member or Committee member must seek the approval both of the Manager of Administration and a quorum of Council; Council and Committees will engage the Manager of Administration prior to directing staff to carry out any projects or purchases.
- (b) The Manager of Administration is responsible for the day-to-day activities of the Administration Office and matters concerning Rainy River staff. Therefore:

  - (i) Council must not give directions to or discipline staff other than the Manager of Administration and Executive Assistant to Chief and Council.
  - (ii) Council must not evaluate staff other than the Manager of Administration and Executive Assistant to Chief and Council.
  - (iii) The Manager of Administration must report regularly to Council on any staff or operational matters that require their attention, being mindful of confidentiality obligations.
- (c) If the Manager of Administration position is vacant, Council will appoint an Interim Manager of Administration to oversee the operations of Rainy River First Nations. Council will provide clear written expectations related to the scope of

responsibilities and any limitations related to the Interim Manager's decision-making authority. The interim Manager of Administration cannot be a Member of Council, including the Chief.

- (d) The Council will approve a Salary Grid which the Manager of Administration will use to appoint staff reporting directly to the Manager of Administration. The MOA will report the hirings of these staff not for approval but for informational purposes only. When completing the hiring process, all efforts will be made to hire Nation Members who have the sufficient qualifications for the position and a successful interview for it.
- (e) The Manager of Administration will inform the Council in a memorandum when policy has been contravened by any staff member, and/or if the Manager of Administration becomes aware of conflicting policies;
- (f) The Manager of Administration, by reporting contraventions to the Council, guarantees that no contravention is intentionally kept from Council;
- (g) The Manager of Administration will also report contraventions of policy to the Council as part of his or her normal reporting;
- (h) Council may discipline the Manager of Administration appropriately for a contravention of policy.
- (i) The MOA will act as an agent for Rainy River First Nations for the signing of contracts, agreements, purchase orders, and other commitments,

  - i. up to a maximum of \$20,000;
  - ii. in an amount over \$20,000 where the amount is included in the requesting program's budget; and/or
  - iii. for infrastructure repair in urgent/emergency situations. The Manager of Administration must report details to the Chief as soon as practicable once an expense is incurred in such a situation, and the Chief is then responsible for reporting the expense to Council.

**8.1 Decision Making**

- (a) The Council must use its best reasonable efforts to reach consensus and speak with a unified voice in the best interests of Rainy River First Nations. Council votes are conducted using Robert's Rules of Order (Appendix I), modified to be in conformity with any conflicting provisions in this Governance Policy.
- (b) Council will govern and make decisions with an emphasis on:
  - (i) Collective leadership;
  - (ii) Acknowledgement of, and appreciation for, differing viewpoints;
  - (iii) Respect for the separate roles and responsibilities of Councillors and Administration; and
  - (iv) Advancing the prosperous, healthy and sustainable future of Rainy River First Nations.

**8.2 Reporting to Membership and Access to Information**

Council communications will be guided by the following principles:

- (a) Council will communicate with Membership respectfully, fairly, openly and honestly.
- (b) Council will communicate with Membership using a variety of in person and electronic methods (e.g. individual and group meetings, workshops, newsletters, website, and social media). Steps will be taken to make important information available to members residing both on and off-reserve
- (c) Council will facilitate regular (i.e. minimum monthly) communication with Membership regarding Rainy River First Nations policies, programs, services and issues that affect Rainy River First Nations.
- (d) Council will communicate with Membership at least annually related to Rainy River First Nations' financial position including annual budgets and financial audits.
- (e) General Meetings will include discussions related to budget updates, policy updates, and general progress updates.



- (f) Council must provide Members with reasonable access to:
  - (i) The non-confidential minutes of Council meetings;
  - (ii) Rainy River First Nations' laws, bylaws, resolutions and policies;
  - (iii) Rainy River First Nations' annual budget, monthly financial statements and audit reports; and
  - (iv) Schedule of Council Remuneration (Appendix B).
- (g) Council will regularly communicate with Membership about the activities of Rainy River First Nations' business ventures and economic partnerships in coordination with Ziibi Anishinaabe Investments.
- (h) Council must make reasonable efforts to provide notice to members on the date and time of any Community or Annual Band General Meetings. This includes posting notice of the meeting no less than seven (7) days and no more than fourteen (14) days before the date of the meeting, unless a specific Rainy River First Nations law requires otherwise.
- (i) Personal information regarding staff and/or Membership must not be disclosed to anyone except in accordance with all applicable privacy laws.

### **8.3 Monthly Community Meetings**

Council will hold monthly community meetings to provide Membership updates on Rainy River First Nations activities and will provide time for Members to ask questions.

### **8.4 Special Meetings**

- a) Council may call Special Community Meetings for open discussion on certain topics relevant to all people in the Rainy River First Nations community, regardless of membership.
- b) Council may call Special Members Meetings (or "Special Meetings of the Members") so Membership can discuss and vote on specific topics, provided any notice requirements are met.
- c) Special Meetings of the Members may be scheduled to coincide with Monthly Meetings of the Members or Annual Band General Meetings.

## **8.5 Annual Band General Meetings**

- i. Council will hold Annual Band General Meetings to update Membership on Rainy River First Nations' activities and finances. Time will be provided at these meeting for Members to ask questions.
- ii. The Annual Band General Meeting will be held in May of each year.
- iii. The Agenda for the AGM will be sent out to Members two weeks prior to the meeting date.
- iv. The Annual Band General meeting shall include information on the following:
  - a) Implementation of the current Strategic Plan;
  - b) Summary of Rainy River First Nations' finances, including all Rainy River First Nations controlled entities;
  - c) Summary of existing Rainy River First Nations departments, programs and services;
  - d) Review of all committees and committee activities; and
  - e) Review of all Council activities and expenditures.
  - f) Motions of Members:
    - Members who wish to make changes to any policy, procedures, laws or codes, that do not have an existing amendment process may submit a petition with the described changes with supporting signatures of 25 Full non-probationary Members of RRFN 18 years or older (voting age) to the Executive Assistant TO C&C 30 days prior to the scheduled AGM date.
    - Council, with the support of the Manager of Administration, Executive Assistants, Policy Analyst and Legal representation, will review the submitted motions and ensure that they are included in the Agenda sent out two weeks prior to the AGM.
    - A vote will be held on each presented motion, where each full member present at the meeting either in person or virtually will have 1 vote.
    - If wanting to participate in the voting of motions, the members participating virtually will have to confirm their identity and membership prior to the start of the meeting with photo id. They will be expected to have their cameras on during the voting process.

- The motion will be deemed passed and actionable if 75% of the votes cast are in favour of the motion.

**g)** Other matters deemed relevant by Council.

## **8.1 Meeting Order and Proceedings**

To ensure that Monthly Community Meetings, Special Meetings, and Annual Band General Meetings are conducted in a manner that is fair to all Members, the following meeting protocols will apply:

- All Members will have access to these meetings.
- An agenda for the meeting will be prepared jointly by Council and the Manager of Administration. The Monthly Community Meetings are characterized by an open forum and discussion with the Membership and Community Members.
- The MOA will be the Chairperson at the meeting to ensure the agenda is adhered to in a timely manner;
- Traditional Services and/or Cultural Protocols will be utilized in these meetings.
- Each Member with concern (s) will be heard. In-Camera sessions will happen at the conclusion of the community Meeting.
- Council will not make any binding decisions at any community meeting. Any issues that require a Council decision will be brought forward for consideration at the next regularly scheduled Business Meeting.
- No administrative concerns will be addressed by Council, which includes the Chief, at the Community Meeting. Administrative concerns will be deferred to the Manager of Administration to relay to their staff.

## **8.2 Client/Community Member Code of Conduct**

- Council has developed the Client/Community Member Code of Conduct (Appendix E) to ensure respectful and productive meetings between Council and Membership. All Members will be reminded of the Client/Community Member Code of Conduct at the start of Monthly Member, Special, and Annual Band General Meetings. Members who violate this Code will be asked to leave the meeting. Council reserves the right to close a meeting as a result of repeated violations of this Code.

### **8.3 Meeting Minutes**

- Council will retain minutes of all Monthly Member, Special, and Annual Band General meetings. Council shall appoint a note-taker to record the minutes at each meeting.
- The minutes of Monthly Community , Special, and Annual Band General meetings will be made available to Membership by Council following their adoption at the next regularly scheduled Business Meeting, subject to confidentiality of any In-Camera sessions.

### **8.4 Strategic Planning**

Council recognizes the importance of strategic planning to the future of Rainy River First Nations. Accordingly, Council must:

- Establish and review Rainy River First Nations' vision, short- and long-term goals, objectives, and supporting operational practices on a regular basis;
- Develop specific goals and objectives for Rainy River First Nations programs and departments in co-operation with the Manager of Administration and Committees where applicable;
- Ensure that all programs and services within the Council's jurisdiction are effectively administered, and that related policy guidelines, objectives, laws and regulations are followed;
- Regularly review, revise where necessary, and approve Rainy River First Nations' Strategic Plan.

### **8.5 Financial Management**

Council and the Manager of Administration must develop and adhere to Rainy River First Nations' Finance Policy. For greater certainty:

- Council's financial responsibilities include, but are not limited to:
- Having signing authority on Rainy River First Nations' bank accounts, along with the Manager of Administration;
- Reviewing and approving Rainy River First Nations' annual budget as developed by the Manager of Administration in consultation with department managers;
- Ensuring Rainy River First Nations is fully accountable to Membership and any funding agents; and

- Establishing and/or revising such policies as may be necessary to minimize risk and ensure financial accountability and transparency related to:
  - Signing authority on bank accounts;
  - Purchasing and contract spending limits;
  - Borrowing and lending;
  - Honoraria, expenses and property;
  - Asset protection;
  - Audits and financial reporting; and
  - Record keeping.
- Contractual negotiations may be duties of the Nations Chief, Councillors, employees and anyone else who acts on behalf of the Band. However, final contractual approval and signing authority for any contractual negotiations with the Nation rests with the Nation's Chief and Council.
- When the Council has a change in its elected membership, the new Council shall be informed of and honour all contracts and agreements entered into by the previous Council.
- The minutes of Council meetings shall be the formal record of all Council's financial decisions involving such items as budgets, expenditures, reports, agreements, and applications. Decisions, motions and votes shall be accurately documented in the Council minutes. Matters requiring Council approval and/or documentation in the minutes include:
  - Monthly financial statements (signed by the Manager of Administration and Chief);
  - Interim and annual budgets,
  - Annual salary schedules of senior managers;
  - Annual audited financial statements;
  - Allowances and travel rates;
  - Contracts and financial agreements,
  - The write off or sale of Rainy River First Nations assets; and
  - Financial bylaws.
- Minutes should be signed as evidence of their validity. The first page of each set of minutes shall be signed by both the Chief and Manager of Administration. All other pages shall be initialed by the Chief.

**9.1 Meeting Schedule and Attendance**

- (a) The Council meets at least once a month with Membership. A schedule detailing the dates, times and locations of all Council meetings is available from the Executive Assistant to Chief and Council.
- (b) “Special” or “Emergency Meetings” of Council must be called with a minimum of twenty-four (24) hours’ notice by the Manager of Administration only when a matter requires urgent attention and immediately affects the well-being of the community. Regular business, including housing and employment issues, generally do not constitute matters requiring urgent attention.
- (c) If after being duly notified, a Council member does not attend a regular or emergency meeting, the Council member forfeits his or her right to participate in the decisions undertaken at that meeting. Decisions made by a quorum of Council will not be revisited unless new information is presented that may materially influence the decision.
- (d) Where a Council member is not present at a meeting, he or she must read the minutes from that meeting in order to inform themselves of issues discussed and decisions made at the missed meeting in order not to slow regular meeting business.

**9.2 In-Camera Meetings**

- a) Council may choose to hold In-Camera meetings to discuss private and confidential issues such as Manager of Administration performance, sensitive negotiations or legal matters.
- b) As a rule, Council should not engage in discussions related to staff performance unless the issue is brought to Council’s attention by the Manager of Administration.
- c) The Executive Assistant of Rainy River First Nations will attend In-Camera meetings to take minutes. If the Executive Assistant is not in attendance, the Councillor that calls the In-Camera meeting automatically becomes the Chairperson for that meeting and is responsible for documenting, communicating and following up on action items and decisions arising from the In-Camera session.
- d) The Oath of Confidentiality applies to all matters discussed In-Camera. Under no circumstances shall the topic(s) of In-Camera discussion be discussed outside of

the In-Camera Session. Council members who did not attend an In-Camera meeting may request a copy of the confidential minutes and may follow up with the Chief and/or if further information is required.

### **9.3 Meeting Order and Proceedings**

- a) Quorum must be met to conduct business of any significance where decisions will be made.
- b) The Chief chairs each Council meeting. If the Chief is not present, Council will choose an alternate Chairperson.
- c) The Executive Assistant attends Council meetings to take minutes.
- d) If Quorum is not reached within 15 (fifteen) minutes after the time appointed for the meeting, the Executive Assistant must call the roll and take the names of the members of Council present and Council must then:
  - i. stand adjourned until the next meeting; or
  - ii. if a guest is present, continue the meeting for information purposes, but not make any binding decisions.
- e) Upon a Quorum being present, the Chairperson must:
  - i. Call the meeting to order,
  - ii. Set the agenda; and
  - iii. Direct the discussion in such a way as to ensure that all views are heard and that discussions remain focused and productive.
- f) The Executive Assistant or their designate must take the minutes at each Council meeting and provide all Council members not in attendance with a copy of the minutes before the next meeting.
- g) The order of business at each regular meeting of the Council may be as follows:
  - i. Reading, correction and adoption of the minutes of the previous meeting;
  - ii. Unfinished business;
  - iii. Manager of Administration reporting;
  - iv. Presentation and consideration of correspondence and petitions;
  - v. Presentation and consideration of Committee reports;
  - vi. New business; and
  - vii. Adjournment

## 9.4 Motions and Discussion

Council strives to adhere to Robert's Rules of Order which are commonly applied to ensure that meetings are efficient and that decisions are made in a democratic fashion. Where a provision of this Governance Policy is inconsistent with Robert's Rules, the provision in this Governance Policy prevails. Appendix I contains a broad overview of Robert's Rules of Order, which including the following basic procedures:

- a) Every motion must be presented by a mover, seconded and then placed for consideration before Council.
- b) After a motion has been placed before Council for consideration, it must be deemed to be in the possession of the Council, but may be withdrawn by consent of the majority of the Council members present.
- c) Motions put forward by Council members that are deemed to be of significant impact to the community may be held over for discussion and decision at the following meeting. This ensures that Council members have time to seriously consider the issue and discuss it with members before making a decision.
- d) The Chairperson may call a Council member to order to ensure that discussion is within the presented subject matter.
- e) All material questions before Council will be decided by a vote of the Council members present.
- f) A Council member, not the Chief, functioning as Chairperson shall be entitled to vote. Each Council member is entitled to one (1) vote on any motion before Council, and each vote is of equal weight.
- g) The Chief may present a motion for discussion and decision to Council, however, the Chief cannot vote on or make a motion. Their only vote is used in the case of a tie.
- h) Each Council member present must vote on a question or motion before Council unless that Council member is in a conflict of interest and has therefore recused himself or herself from voting. In other words, no Council member may abstain from voting and must vote in the affirmative or negative.
- i) A Council member who is present and refuses to vote must be deemed to have voted in the affirmative.
- j) Each Council member must clearly and verbally indicate how he or she is voting, and all votes must be recorded by the Executive Assistant.
- k) Any Council member may require the question or motion under discussion to be read for his or her information at any period, but not so as to interrupt a member who is speaking.



- l) The Chairperson may exclude any person who causes a disturbance so as to interfere with the orderly business of Council from the meeting.
- m) Motions that result in a tie vote are determined by the **Chief's only vote**.

## **9.5 Council Meeting Minutes**

Council strives to maintain an open and transparent government. The minutes of each duly convened Council meeting (including Business Meetings), Monthly Members Meeting, Special Meeting, Committee Meeting, and Annual Band General Meeting will be recorded and made available to Membership upon request, subject to confidentiality of any In-Camera sessions.

- a) Original copies of Council meeting minutes shall be kept in a binder designated for that purpose and stored in Rainy River First Nations' safe, or another secure, fireproof location.
- b) Additionally, all duly convened Council meetings will be audio-recorded, and the recording will be stored at Advisory Services.

**10.1      Council Tenure and Composition**

- (a) Rainy River First Nations holds elections every three years in accordance with the Custom Election Code of Rainy River First Nations.
- (b) Rainy River First Nations' Council consists of one Chief and 5 Councillors who each serve a three-year term.

**10.2      Council Member Eligibility**

- a) All candidates for Council positions must:
  - i. have been nominated in accordance with the provisions of the Custom Election Code of Rainy River First Nations;
  - ii. be at least eighteen (18) years of age on Nomination Day;
  - iii. be a Non-Probationary Full Member pursuant to the Rainy River First Nations Membership Code;
  - iv. not be disqualified from candidacy by virtue of an Arbitrator's declaration under section 25 of the Custom Election Code of Rainy River First Nations;
  - v. not have any outstanding criminal charges, and, if convicted previously, must have completed the sentence at least five (5) years prior to the date of the Election, unless he/she provides proof of an official pardon;
  - vi. be making regular and on-going payments to Rainy River First Nations and its entities and not be in arrears of any such payments;
  - vii. not be an undischarged bankrupt, or have gone bankrupt in the previous five (5) years;
  - viii. have paid the Candidate Fee of \$100.00; and
- b) A person may only be a candidate for Chief or Councillor in any election, not both.
- c) A Councillor (not including Chief) who wishes to be a candidate for the position of Chief in any election must resign his/her seat on Council immediately upon signing the elector declaration form.

### **10.3 Council Orientation**

- a) A candidate who has been elected Chief or Councillor shall, in accordance with ss. 160-165 of the Custom Election Code of Rainy River First Nations, swear an oath of office before either the Electoral Officer, a justice of the peace, notary public or duly appointed commissioner for taking oaths. The oath of office is found at Appendix D to this Governance Policy;
- b) New Councillors and any first-time Chief are required to participate in a Council orientation session within the first six months of their term.

### **10.4 Office Vacancy**

A position on Council becomes vacant when:

- a) a person elected to Council fails to file a sworn oath of office with the Electoral Officer within time specified in the Custom Elections Code of Rainy River First Nations, unless one of the exceptions provided for in the Code applies;
- b) if, while in office a Council member,
  - i. resigns in writing from office of his/her own accord;
  - ii. has been unable to perform the functions of his/her office for more than six(6) months, as confirmed by way of Band Council Resolution, due to illness or other incapacity;
  - iii. dies;
  - iv. is removed from office in accordance with provisions of removal from office found at ss. 14-15 of the Custom Elections Code of Rainy River First Nations;
  - v. is removed from office in accordance with s. 82 of the Custom Elections Code of Rainy River First Nations for failing to provide a Criminal Record Check Report to the Electoral Officer within one (1) month of the date of the election;
  - vi. is otherwise unable to fulfill the terms of office, as confirmed by way of Band Council Resolution; or
  - vii. ceases to be a Member.

### **10.5 Removal of Council Member from Office**

- a) In accordance with the Custom Election Code of Rainy River First Nations, a Council member may be removed from his or her position if he or she:

- i. breaches any of the following: the Custom Election Code of Rainy River First Nations (including the Election Code of Ethics found at Part 4 of said Code); his/her oath of office; the Code of Conduct found in this Governance Policy; or any other policy governing the conduct of Chief and Council of Rainy River First Nations;
  - ii. fails to attend three (3) consecutive regular meetings of Council without the absence being reasonably excused by a majority of Council votes. Examples of reasons for absence that should be reasonably excused by Council include if there has been a recent death in the family of the absent Council member; if a Council member is away on Rainy River First Nations business representing Rainy River First Nations elsewhere; and if the Council member is seriously ill.
  - iii. accepts or offers a bribe, forges a Council document or otherwise acts dishonestly in his/her role on Council;
  - iv. is negligent in failing to ensure the safety and protection of the community's Members and property;
  - v. uses his/her office for personal financial gain or for the financial benefit of members of his/her family or friends to the detriment of the Council or the Band as a whole;
  - vi. abuses his/her office such that the conduct negatively affects the dignity and integrity of the community or of Council;
  - vii. encourages others to commit any of the above acts or omissions; or
  - viii. engages in such other conduct as may be determined by Council to be of such a serious nature that the removal is necessary and appropriate.
- b) The Procedure for removal from office is set out at ss. 15-25 of the Custom Election Code of Rainy River First Nations, and is initiated by way of a petition to an Arbitrator (requiring a Band Council Resolution when it is Council that initiates the proceedings).

## **APPENDICES**

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