



## **Tahltan Band Council Governance Manual**

Approved at a duly convened meeting of the Tahltan Band Council on February 4, 2020.



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## TAHLTAN BAND COUNCIL GOVERNANCE POLICY

### I. INTRODUCTION

#### 1. Purpose

- 1.1. The purpose of the Tahltan Band Council Governance Policy is to detail rules and operating procedures of the elected Tahltan Band Council.

#### 2. Scope

- 2.1. This policy applies to the elected Council of the Tahltan Band.

#### 3. Definitions

- 3.1. The following definitions apply in this policy:

“Administration” – refers to the Band Manager and all other employees of Tahltan Band;

“Annual Budget” – refers to the annual financial plan adopted by Council;

“Annual Workplan” – refers to annual plans created by the administration that outline the goals, objectives and initiatives of Tahltan Band departments and programs;

“Band Manager” – refers to the person appointed by the Council in the position of Band Manager;

“Chief” or “Chief Councillor” – refers to the elected Chief Councillor of the Tahltan Band Council;

“Council” – refers to all elected members of the Tahltan Band Council, including the Chief Councillor;



“Councillor” – refers to the elected Councillors of the Tahltan Band Council, excluding the Chief Councillor;

“Council Member” – refers to any elected member of Council, including Councillors and the Chief;

“Committee” – refers to any Committee created by the Band Council in accordance with this policy, including Council Committees and Members Committees;

‘Complainant’ – refers to a member of the Tahltan Band who files a written and signed complaint against a Council Member;

“Committee Chair” – refers to the Chair of a Committee;

“Committee Member” – refers to the appointed Council Members that sits on a Committee”;

“Council Resolution” – refers to a decision of the Council that is recorded in a Band Council Resolution;

“Extra Ordinary Council Meeting” – refers to a meeting called by the Chief or a quorum of Councillors that is not a Council Meeting;

“In Camera” – refers to a Council Meeting or portion of a Tahltan Council Meeting that is confidential;

‘Law’ – refers to bylaws created by the Council pursuant the Indian Act, including laws under existing Codes and laws developed as Tahltan Band advances its self-determination and assumes new areas of jurisdiction;

‘Minutes’ – refers to the official record of the proceedings of a sitting quorum of Council;

‘Public Interest Information’ – refers to information that is essential to the welfare of the public including, but not limited to, changes in Tahltan Band Law and policy, implementation of new laws and policies, audited statements, major decisions of the Council concerning Tahltan Band rights, title, lands resources and matters of public safety;



“Quorum” – refers to a majority four (4) of Council members present at a Council meeting;

“Regular Council Meeting” or “Council Meeting” – refers to a duly convened meeting of the Council called by the Chief or the Chief’s designate;

“Removal” – refers to the removal of a duly elected Councillor or Chief from their position or office;

‘Senior Band Management Team’ – refers to all Directors and Managers who report directly to the Band Manager;

“Suspension” – refers to a disciplinary action wherein a Council Member is temporarily removed from duty, with or without pay;

“Tahltan Band” or “Band” – refers to the collective membership that comprises the Tahltan Band Council;

“Tahltan Band Member” or “Member” – refers to an individual whose name appears on the Tahltan Band membership list;

“Tahltan Nation” – refers to the collective membership that comprises all Tahltan Nation Members, including Iskut Band Council members, associate Tahltans and other individuals with Tahltan ancestry that appear on the Tahltan Membership Database administered by the Tahltan Central Government;

“Tahltan Band Council Community Events” – refers to community events where the Tahltan Band Council is either hosting the event or has been invited to participate at the event”;

“Youth” – refers to Tahltan Band Members, living on or off reserve, who are under the age of 29;

“Youth Councillor” – refers to a Youth, who is living on or off reserve, and has been appointed to the position of Youth Councillor to Council.



## **II. GOVERNING CONTEXT AND STYLE**

### **4. Purpose of the Tahltan Band Council**

- 4.1. The Tahltan Band Council is a band under the federal Indian Act.
- 4.2. The Band receives funding from the Government of Canada for the delivery of programs and services for band members.
- 4.3. The Council deals with matters for Tahltan Band Members who live on reserve and Band Members who live off the reserve and access programs created by and/or administered by the Band.
- 4.4. The Council holds an inherent responsibility to protect the rights of Tahltan Band and its members.

### **5. Vision of the Council**

- 5.1. Our Tahltan Band governing body is progressive, proactive and cohesive, guided by our Nation's values and beliefs.

### **6. Mission of the Council**

- 6.1. To work towards greater independence, wellness and progress for individual community members and the Nation as whole by:
  - a. responding to the needs of our community;
  - b. providing leadership, planning and direction as governor-citizens of our society; and
  - c. supporting, promoting and maintaining our Tahltan identity, for current and future generations.

### **7. Values of the Tahltan Band**

- 7.1. We, the Tahltan Band, value:
  - a. our language, our culture and our traditions;
  - b. the knowledge and experience of elders;
  - c. our homes and our land;



- d. both our independence as a community and the interdependence we have with one another and our neighboring communities;
- e. our freedom – to practice our culture and move freely within our territory;
- f. the health and safety of our community – from our Nation as a whole, down to each individual member;
- g. our people’s commitment to each other – no one is left behind;
- h. ongoing learning and the sharing of knowledge and wisdom – across generations through mentorship, support, storytelling, humour and music;
- i. fairness and equity;
- j. our strong work ethic;
- k. integrity and honesty;
- l. healthy families and children – child and family at the center of all planning;
- m. respect for the land and for one another, including our differences; and
- n. holding space for others – to be who they are and to become who they will be.

## **8. Council Composition**

- 8.1. Council consists of one (1) Chief and five (5) Councillors.
- 8.2. Council Members are elected by Tahltan Band Members, in accordance to the *Indian Act* (R.S.C., 1985, c.1-5).
- 8.3. Council will have up to two (2) Youth Councillors.
- 8.4. The Youth Councillor(s) will be appointed by Tahltan Band Councillors in accordance with s. 13.2.

## **9. Organizational Structure**

- 9.1. Council will develop and maintain an Organization Chart which represents how it is structured (Appendix A).



## **10. Governing Style**

- 10.1. The governing style of the Council is to focus on leadership that:
- a. implements Laws that are just, fair and aimed to improve the well-being of Members;
  - b. provides strategic direction to the Administration by setting broad goals and objectives through strategic plans;
  - c. provides support to the Administration while staying removed from the day-to-day management of the Band; and
  - d. promotes transparency and accountability between the Council and Members.

## **III. DUTIES AND RESPONSIBILITIES**

### **11. Roles and Responsibilities of Council**

- 11.1. Council has ultimate accountability to the Tahltan Band Membership.
- 11.2. Council as a whole, and individual Council Members have specific duties and responsibilities in four (4) key areas:
- a. as law makers;
  - b. as trustees;
  - c. as employers; and
  - d. as open and transparent representatives of Tahltan Band.
- 11.3. As law makers, Council has the following duties and responsibilities:
- a. to ensure broad consensus by Members prior to supporting a new Tahltan Band law or amending an existing law;
  - b. to ensure Tahltan Band laws comply with applicable Canadian federal legislation; and
  - c. to be informed on the subject matter of new Tahltan Band laws or amendments.
- 11.4. As trustees, Council has the following duties and responsibilities:
- a. to act in the best interest of Tahltan Band Membership;





- b. to protect Tahltan Band rights and assets;
  - c. to set the strategic direction for Tahltan Band;
  - d. to approve and monitor the Tahltan Band budget and annual workplans;
  - e. to be aware of and act according to all applicable laws;
  - f. to take reasonable care and to make informed decisions;
  - g. to avoid participating in decisions when a conflict of interest exists; and
  - h. to ensure transparency in decision making, while in accordance with laws and policies.
- 11.5. As employers, Council has the following duties and responsibilities:
- a. to provide direction, guidance, and performance evaluation to the only employee of Council, the Band Manager;
  - b. to set broad strategic goals for the Administration, clearly communicating to the Administration the goals of Council; and
  - c. to respect the chain of command in regard to the Band Manager, while balancing the need for communication between Council and the Administration.
- 11.6. As representatives, Council Members have the following duties and responsibilities:
- a. to represent the views and interests of Members with regard to the overall interests of the Band and Nation, while ensuring no favouritism or nepotism of any specific group or individual;
  - b. to represent the Band and the political concerns of its Members at meetings and conferences and report back to the community on key issues and concerns raised at these meetings;
  - c. to represent the Council by speaking with one voice when decisions have been made by Council;
  - d. to act in a manner that protects the reputation of the Band and Council;
  - e. to maintain good communication with all Members; and



- f. to participate in Tahltan Band Council Community Events.
- 11.7. In addition to attending and participating at all Council Meetings, and any specific tasks relating to Committees, the Council, by way of Council Resolution, can assign other duties and responsibilities to a Council Member including, but not limited to, responsibility for:
- a. engaging with the Band Manager on a specific issue or a specific directive of Council; and,
  - b. implementing all, or part, of a Tahltan Band Law or policy.

## **12. Roles and Responsibilities of the Chief**

- 12.1. The Chief is the spokesperson of the Council.
- 12.2. The Chief chairs Council Meetings and ensures that the meetings are conducted in an orderly and business-like manner by maintaining order and deciding all questions of procedure in accordance with s.39 and s.40.
- 12.3. The Chief may delegate their authority as chairperson to another Councillor.
- 12.4. The Chief represents the Tahltan Band, as required, at ceremonial, official and other events or activities or delegates this authority.

## **13. Role of Youth Councillor**

- 13.1. The purpose of the Youth Councillors is to:
  - a. advise and make recommendations to the Council regarding issues of concern and importance to Tahltan youth; and
  - b. advance special initiatives that engage and educate youth regarding Tahltan governance, culture and community-building.
- 13.2. Up to two (2) Youth Councillors may be appointed by the Council according to the following procedures:
  - a. an advertisement for the Youth Councillor position is posted one (1) week after Council elections by the Band Manager; and



- b. Council will review the applications at the first, duly convened, meeting of Council and at least a majority of Councillors present will appoint the Youth Councillor.

#### **14. Accountability and Reporting to Members**

- 14.1. Council will report to the Band membership on financial statements and program achievements on an annual basis.
- 14.2. Council will abide by legal requirements as established between the Band and all outside agencies and people that it deals with.
- 14.3. Council will host at least one annual membership meeting to present audited financial statements from the previous year, Council's Strategic Plan for the upcoming, and progress towards the goals and objectives with the Tahltan Band Comprehensive Community Plan.

#### **15. Ethical Conduct of Council Members**

- 15.1. Council Members have a duty to maintain a high level of professionalism and integrity while performing their duties as elected officials of the Tahltan Band.
- 15.2. Council Members will be bound by the Tahltan Band Council Code of Ethics (Appendix B).
- 15.3. For any Member who accepts a nomination for election, the Band Manager will send, or cause to be sent, to the candidate a copy of the Tahltan Band Council Code of Ethics at least thirty (30) days prior to an election.
- 15.4. Council Members will sign the Tahltan Band Council Code of Ethics Undertaking (Appendix C) at the first Council Meeting following an election.

#### **16. Conflict of Interest**

- 16.1. Council Members have a duty to disclose any Conflicts of Interest with respect to matters that come into their knowledge or possession while exercising a power or performing their duties on the Council, or as a representative of the Council on any external committees, boards or other entities.



- 16.2. Councillors will be bound by the Tahltan Band Council Conflict of Interest Policy.
- 16.3. For any Member who accepts a nomination for election, the Band Manager will send, or cause to be sent, to the candidate a copy of the Tahltan Band Council Conflict of Interest policy at least thirty (30) days prior to an election.
- 16.4. Pursuant to the Tahltan Band Conflict of Interest Policy, all Council Members will sign the Tahltan Band Council Conflict of Interest Disclosure Form at the first Council Meeting following an election.

## **17. Confidentiality**

- 17.1. Council Members have a duty to maintain confidentiality with respect to matters that come into their knowledge or possession while exercising a power or performing their duties on the Council or any committees.
- 17.2. For any Member who accepts a nomination for election, the Band Manager will send, or cause to be sent, to the candidate a copy of the Tahltan Band Council Confidentiality Policy at least thirty (30) days prior to an election.
- 17.3. Pursuant to the Tahltan Band Council Confidentiality Policy, all Council Members will sign the Tahltan Band Council Oath of Confidentiality Form at the first Council Meeting following an election.

## **18. Communications**

- 18.1. Council Members are each responsible to:
  - a. provide timely response to all correspondence and requests for information from the Chief, Band Manager and Committee Chairs;
  - b. communicate respectfully with other Council Members, the Band Manager and administrative staff in all matters and settings related to Council business;
  - c. direct any comments regarding the performance of the Band Manager to the Chief; and



- d. direct any comments regarding the performance of administrative and program staff to the Band Manager.
- 18.2. The Band Manager will be responsible for coordinating and sharing information and direction from Council to the Administration.
- 18.3. Council is responsible for developing and reviewing a Communications Policy which, at a minimum, addresses the Band's communications requirements and processes related to:
  - a. disclosure of Public Interest Information; and
  - b. safeguarding the personal information of Members in accordance with the *Personal Information Protection and Electronic Documents Act* and Tahltan Band Council Law and policy.
- 18.4. Unless otherwise authorized by Council, media-relations activities and interviews with media are restricted to the Chief or the Chief's designate.

## **19. Relationship to the Administration**

- 19.1. Council is responsible for establishing the overall strategic direction of the Band and is one step removed from the daily operations of Tahltan Band Administration.
- 19.2. The Band Manager is the sole employee of the Council and is responsible for overseeing the day-to-day operations, management, and staff of the Tahltan Band.
- 19.3. Council has the authority to hire and terminate the Band Manager in accordance with Canadian law.
- 19.4. Decisions or instructions from individual Councillors or Committees are not binding on the Band Manager or staff member, except in rare situations when the Council had specifically authorized the exercise of such authority through a Band Council Resolution.
- 19.5. Council may request, at their discretion and with advice from the Band Manager, for specific reports and updates from Tahltan Band departmental managers regarding initiatives and activities.
- 19.6. Council will review and approve Annual Workplan in cooperation with the Band Manager and request revisions where appropriate.



- 19.7. Council Members will respect the Band Manager's choices and decisions on operational and human resource matters.

## **20. Delegation to the Band Manager**

- 20.1. The Band Manager is responsible to ensure the initiatives and activities of the administration directly contribute to, and are in alignment with, the strategic goals and objectives of the Council.
- 20.2. Council may, by Council Resolution, rescind areas of the Band Manager's authority anytime by creating new, or amending existing, policy.
- 20.3. The Band Manager is authorized to decide, take all action and develop all activities in accordance with Council approved policies, workplans and budgets.

## **21. Evaluation Process and Format for the Band Manager**

- 21.1. Council is responsible for completing a performance evaluation of the Band Manager on an annual basis.
- 21.2. In the absence of a Human Resources Committee established by Council, Council will appoint three (3) Council Members, including the Chief, to complete the evaluation.
- 21.3. The evaluation will include a 360-degree evaluation inclusive of the Council, Senior Band Management team and relevant funders and partners with which the Tahltan Band has a reporting commitment.
- 21.4. The 360-degree evaluation will measure the performance of the Band Manager against their job duties (Appendix D) using the rating scale (Appendix E).
- 21.5. The results of the 360-degree evaluation, inclusive of all comments, will be compiled, aggregated and anonymized by the Chief or Chair of the Human Resources Committee and shared with the Band Manager.
- 21.6. If the evaluation finds a need for improvement in certain areas of the Band Manager's responsibility, the Human Resources Committee or Council Members responsible for the evaluation will develop, in



consultation with the Band Manager, a plan of action to support the Band Manager's development in those areas.

- 21.7. If a plan of action is created for the Band Manager as a result of the evaluation process, it should consider and identify professional development and mentorship opportunities.
- 21.8. The Band Manager will have the opportunity to add written comments to any plan of action resulting from an evaluation.

#### **IV. COMMITTEES**

##### **22. Establishing Council Committees**

- 22.1. Council may create Council Committees for specific and time-limited purposes.
- 22.2. As part of the strategic planning process outlined in s.27, Council should decide at the beginning of term whether any Council Committees will be formed to advance the strategic priorities of the Council.
- 22.3. Council will work together to determine Committee composition, including the assignment of Committee Chairs.
- 22.4. If there are no volunteers for a Council Committee, the Chief will assign its members and Committee Chairs.
- 22.5. The Chief will sit as an ex officio member on all Committees.
- 22.6. All new Council Committees will be created by Council Resolution and will endure until the next election.
- 22.7. All Council Committees will establish a Terms of Reference in a format consistent with Appendix F.
- 22.8. Council Committees will be dissolved:
  - a. when the work plan of the Committee has been fully implemented, evaluated and deemed to be complete by Council;
  - b. when the term of the Council Committee has expired in accordance with its Terms of Reference;
  - c. at the end of a Councillor's term on Council; or



d. by Council Resolution.

### **23. Roles and Responsibilities of Council Committees**

- 23.1. Council Committees commonly help Council by preparing policy recommendations for Council deliberation.
- 23.2. Council Committees do not speak or act for Council and may not pass Resolutions on behalf of Council.
- 23.3. A Council Committee must carefully define its terms of reference so as not to conflict with the responsibilities and duties delegated to the Band Manager.
- 23.4. Council Committee terms of reference must be approved by Council prior to the start of any substantive work the Committee plans to undertake.
- 23.5. A Council Committee may contract the services of outside consultants, lawyers and subject matter experts as required to reach the specific goals outlined in its Terms of Reference and where such expenditures have been previously approved in the Annual Budget.
- 23.6. The Committee Chair will report on the activities of the Committee at each regularly scheduled Council Meeting.

### **24. Members Committees**

- 24.1. Council may create Committees for specific, and time-limited, purposes that include representation from non-elected Tahltan Band Members.
- 24.2. As with Council Committees, Members Committees cannot speak or act for Council and may not pass Resolutions on behalf of Council.
- 24.3. The purpose of Members Committees is to ensure that key initiatives benefit from the direct input and guidance from Tahltan Band Members.
- 24.4. Council will appoint at least one (1) Councillor to a Members Committee.
- 24.5. The Chief will sit as an ex officio member on all Member Committees.





- 24.6. Members Committees will be created by Council Resolution.
- 24.7. Members Committees will establish a Terms of Reference in a format consistent with Council Committee Terms of Reference provided in Appendix F.
- 24.8. While it is not required that Members Committees report on the activities of the Committee at every Council meeting, it is an expectation the Members Committee will report on their activities periodically over the course of their term and in advance of requiring a decision of Council.
- 24.9. The chair of a Members Committee is responsible for providing the Band Manager with notice that the Members Committee requires the input or a decision from Council.
- 24.10. When notice is given to the Band Manager, they will ensure that the Members Committee has adequate time to address the Council on the earliest possible date in which Council is scheduled to meet.
- 24.11. Council will set the rate for any honoraria provided to Tahltan Band Member representatives on the Members Committees in accordance with the Tahltan Band Council Finance Policy.
- 24.12. Members Committees will be dissolved when:
  - a. the work plan of the Members Committee has been fully implemented, evaluated and deemed to be complete by Council;
  - b. the term of the Committee has expired in accordance with its Terms of Reference; or
  - c. by Council Resolution.

## **25. External Committees and Boards**

- 25.1. As representatives of the Tahltan Band, Council Members may be required to sit as directors, committee members, working group members or advisors to outside organizations.
- 25.2. Council will work together to determine the appointments of Council Members to outside organizations.



- 25.3. Appointments will be confirmed by Council in a Band Council Resolution.
- 25.4. The Chief will give priority appointment to Council Members based on their:
  - a. desire to sit as a representative of the Tahltan Band;
  - b. education or experience unique to the mission and mandate of the external body; and
  - c. ability to prioritize their representation on the external body in consideration of other commitments they have made within Council.
- 25.5. Where all other considerations are equal, Council Members with greater experience in the mandate and mission of the external body or organization will be prioritized.
- 25.6. In order to encourage participation by as many Council Members as possible, candidates not already participating on other external bodies may be given preference.
- 25.7. Council Members sitting as Tahltan Band representatives will be bound by the constitutions, by-laws, policies and regulations of those bodies.
- 25.8. In addition to s.25.7, all of the duties of Council and Tahltan Band policies will continue to apply to Council Members appointed to external bodies in the exercise of their roles and responsibilities on those bodies.

## **V. COUNCIL ORIENTATION**

### **26. Council Orientation**

- 26.1. The Band Manager will schedule an orientation session for Council to take place on the day before, the day of, or the day after the first Council Meeting following an election.
- 26.2. The orientation will focus on relevant topics to help re-orient incumbent Council Members and to introduce new Council Members to the policies, rules and procedures of the Council and of the Tahltan Band.



- 26.3. Orientation of Council will include an overview of:
- a. the scope of the Council's mandate, including Council's purpose, vision, values, history, programs and services of the Council;
  - b. the structure of the Tahltan Band leadership and Administration;
  - c. Tahltan Band Council policies and procedures;
  - d. the mandate of the Council and its relationship and commitments to other Tahltan governments as outlined in the Tahltan Governance Protocol (Appendix J);
  - e. the relationship of the Council to other Tahltan businesses and organizations of which the Tahltan Band is a member or has representation; and
  - f. provincial or federal legislation that affects the Tahltan Band.
- 26.4. The Band Manager will create a Councillor orientation binder, which will include, but not be limited to:
- a. relevant Tahltan Band Laws and policies;
  - b. financial and audit reports;
  - c. any existing Council Strategic Plan or strategic planning documents; and
  - d. any relevant information from past Council Committees, including strategic planning documents for Council Committees.
- 26.5. Council Members will be responsible for reviewing documents ahead of the orientation.

## **VI. POLICY DEVELOPMENT AND PLANNING**

### **27. Strategic Planning**

- 27.1. The strategic plan is a roadmap created by the Council together with the Band Manager to:



- a. reflect the values of the Tahltan people and the priorities of the organization;
  - b. develop political and economic strategies that align with Council's priorities; and
  - c. create a framework to measure and evaluate impacts of the Council and Administration's actions.
- 27.2. The Band Manager will schedule a meeting for Council to review the previous Council's strategic plan and confirm its ongoing and new strategic goals and objectives to take place on the day before, the day of, or the day after the first Council Meeting following an election.

## **28. Annual Workplans and Budget**

- 28.1. The Band Manager is responsible for the development, in consultation with department managers and staff, of Annual Workplans and Budgets for review and approval by Council.
- 28.2. Prior to the end of the fiscal year Council will:
- a. adopt the Band's Annual Workplan for the following fiscal year;
  - b. adopt the Band's Annual Budget for the following fiscal year; and
  - c. adopt a budget for the Council for the following fiscal year.
- 28.3. Council is responsible for reviewing financial transactions, quarterly financial reports and audited financial statements in accordance with the Tahltan Band Council Finance Policy

## **29. Law and Policy Development Process**

- 29.1. The Council will establish and maintain written policies including, but not limited to, policies that address:
- a. Tahltan Band governance;
  - b. human resource management;
  - c. financial management;
  - d. communications; and



- e. asset and capital management.
- 29.2. A policy initiative is led by either the Band Manager, a Committee or designated Council Members as agreed by Council.
- 29.3. In the event that outside professionals are required to develop a policy, the Band Manager will work with a Committee or Council designate to oversee all aspects of hiring and contracting of consultants and outside organizations.
- 29.4. All Laws and policies will be approved by Council before they are implemented.
- 29.5. The Council will ensure that a review period and criteria is included within each new, or amended, Law or policy.

### **30. Changes to Tahltan Band Council Policies**

- 30.1. Council should dedicate time, at least once annually, to review or cause to be reviewed certain Tahltan Band policies as recommended by a Council Member, a Committee or the Band Manager.
- 30.2. Council may amend any policy by Council Resolution.

## **VII. COUNCIL MEETINGS**

### **31. Frequency**

- 31.1. The first Council Meeting will be held no later than thirty (30) days after the election.
- 31.2. Council will meet a minimum of four (4) times per year.
- 31.3. Councillors will be informed of the Council Meeting date in accordance with s.33.3.

### **32. Quorum**

- 32.1. Quorum will be reached when four (4) members of Council are present.
- 32.2. Quorum must be met before a Council Meeting can be called to order.



### **33. Attendance**

- 33.1. All Council Members must be present, either physically, by teleconference, by video conference, or by other electronic means, at all Council Meetings unless there are compelling reasons why they cannot attend.
- 33.2. Council Members attending a Council Meeting electronically will be counted when determining quorum provided, they have received an electronic copy of the meeting agenda and any meeting materials.
- 33.3. Council Meetings will be called by the Chief at least three (3) weeks in advance of the Council Meeting date.
- 33.4. Council Meetings will start no later than 15 minutes from the specified start time.

### **34. Absences and Non-Attendance**

- 34.1. A Council Member may not be absent from meetings of the Council for three (3) consecutive meetings without receiving authorization by the Council to do so.
- 34.2. As stated in s. 42.2, a Council Member may be subject to disciplinary action, including removal from office if that Councillor has, without reasonable excuse, missed three (3) consecutive Council meetings.
- 34.3. In the event a Councillor is unable to attend a scheduled meeting, they must provide just cause in writing to the Chief or the Chief's designate and Band Manager.
- 34.4. A Council Member may not be penalized for absences if the:
  - a. Council Meeting date was changed within ten (10) business days of the originally scheduled meeting;
  - b. Council Member is otherwise committed on official Tahltan Band business;
  - c. Council Member is required to tend to a family emergency;
  - d. Council Member is seriously ill; or
  - e. Council Member has a conflicting work schedule that cannot reasonably be avoided.



- 34.5. Rules regarding non-attendance, including the possible consequence of reducing the honorarium payable to a Council Member by a specified amount or removal from Council, are outlined in s. 42 and 43.
- 34.6. Council Members are required to give written notice to the Chief and Band Manager at least two (2) weeks in advance of the meeting if they are unable to attend.

### **35. In Camera**

- 35.1. In Camera discussions are confidential sessions of the Council.
- 35.2. Council Meetings will include scheduled In Camera item(s) on the agenda, or the Council Members may determine during the meeting proceedings that they need to move to an In Camera discussion.
- 35.3. Examples of In Camera topics may include but are not limited to:
  - a. disciplinary actions;
  - b. sensitive business negotiations;
  - c. discussions regarding legal actions; and
  - d. topics that, if discussed during open proceedings of Council, would undermine the privacy of individuals involved in a matter before Council.
- 35.4. In the event that a Council Meeting has a scheduled In Camera item on the agenda, or the Council Members determine during the meeting proceedings that they need to move to an In Camera discussion, all observers will leave the room until the In Camera discussion has concluded.
- 35.5. Council Meetings will be open to peaceful observation by Members with the exception of those meetings, or portions thereof, that are identified as In Camera.
- 35.6. Council Members participating in the In Camera portions of a Council Meeting by teleconference or video conference must make assurances that no other person is present or may become aware of the proceedings of the In Camera discussion.



- 35.7. Council Members are required to sign the Tahltan Band Council Oath of Confidentiality.

### **36. Extra Ordinary Meetings**

- 36.1. Only the Chief or a quorum of Council (4) may call an Extra-Ordinary Meeting.
- 36.2. Extra Ordinary Meetings require quorum (4 Councillors), and will follow regular meeting procedures, as outlined in s.39.
- 36.3. Council Members will be given notice of an Extra Ordinary Meeting as soon as possible by the Band Manager.
- 36.4. A notice of an Extra Ordinary Council Meeting will include an explanation of why the meeting is called.

### **37. Meeting Agenda**

- 37.1. Prior to each Council Meeting, the Band Manager will work with the Chief to prepare an agenda of all business to be brought before Council.
- 37.2. Council Meeting Agendas will contain the following standing agenda items (Appendix G):
- a. adoption of the meeting agenda;
  - b. conflict of interest disclosure;
  - c. review the Minutes from the previous Council meeting for discussion, revisions and adoption;
  - d. business arising from the Minutes, including any progress and identified outstanding actions;
  - e. new Council business;
  - f. scheduling upcoming Council Meetings to determine a date that will be recorded by the Band Manager for the next duly convened meeting; and
  - g. meeting adjournment.





- 37.3. The Band Manager will endeavor to provide the Meeting Agenda and supporting documents to Council five (5) business days in advance of the Council Meeting.

### **38. Meeting Minutes**

- 38.1. The Band Manager is responsible for keeping the Minutes of each Council Meeting.
- 38.2. The Minutes will be recorded by the Band Manager in a consistent format (Appendix H).
- 38.3. The Band Manager will circulate a record of attendance to be appended to the Minutes and will record any absences in the Minutes.
- 38.4. The Chief is responsible for ensuring that Minutes are:
  - a. recorded for each Council Meeting;
  - b. reviewed for accuracy at each Council Meeting;
  - c. accepted through a Council motion upon review and revisions;
  - d. located with the office of the Band Manager; and
  - e. once accepted, made available upon request to Band Members.
- 38.5. The Band Manager will work together with the Chief to ensure that the Minutes are:
  - a. available for review by Council within 10 business days; and
  - b. amended and approved before they are shared with Tahltan Band Members.
- 38.6. Some items discussed at Council Meetings will be highly sensitive and therefore confidential, in accordance with s.35.
- 38.7. Decisions made In Camera will be kept as separate notes from the Minutes and filed in a safe place for future reference.
- 38.8. In Camera notes will include the discussion topic and any decision made. (Examples of In Camera topics include disciplinary actions, sensitive business negotiations, or discussions regarding legal actions.)



### **39. Order of Proceedings**

- 39.1. Each Council Member is expected to contribute to Council Meetings by:
  - a. coming prepared to Council Meetings having read all of the relevant materials and prepared to contribute to agenda items in a concise and collaborative manner;
  - b. sharing opinions in an open, respectful and constructive manner; and
  - c. showing respect and support for the decisions of Council, even when a decision is not consistent with their personal views.
- 39.2. To ensure Council business is conducted in an effective and respectful way, all comments at the Council table will be professional in nature. Respectful tone and posture should be observed at all times.
- 39.3. To ensure all Council Members have a voice, each Council Member will promote a balance of speaking and listening while at the table.
- 39.4. The Chief will act as the meeting Chair for Meetings or will designate this responsibility.
- 39.5. In the absence of the Chief, a designate will be chosen from among the Councillors present by simple majority vote.
- 39.6. Upon Quorum being present, the chair will call the duly convened meeting to order.
- 39.7. When any Councillor desires to speak, they will address their remarks to the Chief or chair.
- 39.8. In the event that more than one Councillor desires to speak at one time, the meeting Chair will determine who is entitled to speak first.
- 39.9. Council will adhere to the following order of speaking for each agenda item:
  - a. the chair will introduce the agenda item, requesting comment from the table;
  - b. a Councillor will raise their hand to signal to the chair that they wish to speak on the matter;



- c. the chair will name the order of speaking as hands are raised;
- d. when a Councillor is speaking, they will confine their comments only to the issue under debate;
- e. a Councillor will raise their hand if they wish to ask a question or respond to the comments made by speaker;
- f. the chair will maintain a separate list of Councillors wishing to direct questions to the speaker; and
- g. after all of the speakers have finished their statements, the chair will invite the Councillors on the separate list to ask questions and respond to the discussion.

#### **40. Decision-making**

- 40.1. Decisions of the Council are made by Council Resolution.
- 40.2. A Councillor may introduce a motion at a time when the agenda provides for Council Resolutions to be tabled for consideration.
- 40.3. The rules of procedure for deliberating a motion are as follows:
  - a. a motion must be brought forward by a Council Member present at the Council Meeting;
  - b. the Council motion must be moved and seconded by Councillors present at the Council Meeting;
  - c. a majority vote by the Councillors present is required in order for the motion to pass. At the discretion of the chair, a vote may be called by voice, show of hands or secret ballot; and
  - d. a Councillor may abstain from voting, but they must give reasons for abstaining and these will be recorded in the Meeting Minutes.
- 40.4. After a Council Resolution has been placed before the chair, it will be deemed to be in the possession of Council, but it may be withdrawn by consent of a simple majority of the Councillors present.
- 40.5. Council may do any of the following when a motion is presented and the text of the Council Resolution is read by the Chair:
  - a. request an amendment to the Council Resolution;



- b. approve and sign the Council Resolution as presented;
  - c. table the recommendation(s) presented in the Council Resolution until the next Council Meeting;
  - d. request more information regarding the recommendation(s) presented in the Council Resolution; or
  - e. reject the recommendation(s) presented in the Council Resolution.
- 40.6. When the chair calls the vote on a Council Resolution, all Councillors present will vote unless they are excluded due to a Conflict of Interest pursuant to the Tahltan Band Council Conflict of Interest Policy.
- 40.7. When a Councillor is excluded from voting on a Council Resolution based on a conflict of interest, they will not be included in quorum for that vote.
- 40.8. The chair may not vote on a resolution unless it is to cast the deciding vote in the event of a tie.

## **VIII. RESIGNATIONS AND DISCIPLINARY PROCESS**

### **41. Resignations**

- 41.1. Any Council Member may resign from their office.
- 41.2. Council Member resignations will be deemed effective upon receipt of written resignation to the Chief Councillor and the Band Manager.
- 41.3. The written notice of resignation will be filed with the Minutes of the Council Meeting following the receipt of notice.
- 41.4. In the case that the Band Manager resigns, Council will follow the process set out in the Tahltan Band Council Personnel Policy for selecting a replacement set out in the Personnel Policy.

### **42. Grounds for Disciplinary Action**

- 42.1. Council Members must carry out their duties with loyalty and in good faith with a reasonable degree of diligence, care and skill.



- 42.2. A Council Members may be subject to disciplinary action for the following reasons:
- a. failure to appear for three (3) regularly scheduled Council Meetings;
  - b. failure to uphold the actions and accountabilities outlined in the Tahltan Band Council Governance Policy, the Tahltan Band Council Conflict of Interest Policy and the Tahltan Band Council Confidentiality Policy;
  - c. conduct, in or outside of the constraints of Councillor duties, that may compromise the integrity of the Tahltan Band or the ability of the Council to accomplish its mandate; and
  - d. conduct, in or outside of the constraints of Councillor duties, that undermines the ability of the Councillor to carry out their duties.

### **43. Disciplinary Measures**

- 43.1. Four (4) types of disciplinary measures may be taken by Council pursuant to the grounds for disciplinary action in s.42.2.:
- a. written warning sent to the Council member acknowledging and detailing the incident of conduct requiring disciplinary action;
  - b. suspension of the Council Member without honoraria for a set period;
  - c. reduction of honoraria for a set period; or
  - d. removal of the Council Member from the Council.

### **44. Complaint Process**

- 44.1. The Council may receive complaints from Tahltan Band Members, staff, or Council Members regarding the conduct of the Chief or a Councillor. Complaints are to be received by the Chief and Band Manager in writing and signed by the complainant.
- 44.2. In the case that a complaint is received, The Band Manager will keep record of the complaint.



- 44.3. The Chief will review the complaint and determine whether the complaint is substantive and of legitimate concern and in breach of Tahltan Band policies.
- 44.4. If the Chief deems the complaint to be substantive and of legitimate concern and in breach of the policy herein, the Chief will, within five (5) operating days of receiving the complaint, advise the Council Member in question that a complaint has been received, explain the nature of the complaint and the process to be followed to address the complaint.
- 44.5. The Chief will maintain the confidentiality of the complainant in any communications regarding the complaint, if the complainant wishes.
- 44.6. Within five (5) operating days of the notice given from the Chief Councillor to the Council Member in question, the Chief will call an Extra Ordinary Meeting of the remaining Councillors to review the complaint.
- 44.7. Following the Council's review of the complaint, the Council Member in question will be invited by the Chief to address the Council regarding the complaint.
- 44.8. If the Council Member in question is not able to attend the meeting, a second meeting will be called and the Council Member in question will again be invited to address Council regarding the complaint. The second meeting, if required, will take place within 25 operating days of the Chief's receipt of the written complaint.
- 44.9. To ensure the confidentiality of this process, all meetings regarding complaints and disciplinary action will be In Camera.
- 44.10. Once the Council has heard from the Councillor in question, it will determine if disciplinary action will be carried out in accordance with s.45.
- 44.11. In the case that the Chief is the Council Member at issue, the complaint will be sent to the Band Manager, who will immediately call an Extra Ordinary Council Meeting with the remaining Council Members to decide if the complaint is substantive and of legitimate concern.
- 44.12. If, following the Council's review of the complaint against the Chief, the Council decides the complaint merits further inquiry, the Chief



will be invited to address the Councillors and the Council will determine if disciplinary action will be carried out in accordance with s.45.

#### **45. Disciplinary Process**

- 45.1. In determining disciplinary action, the Council will consider if:
  - a. the complaint is substantive in nature and of legitimate concern to endanger the integrity and legitimacy of the Council;
  - b. the complaint is negligent in nature, meaning the Council Member failed to take proper care in discharging their duties; and/or
  - c. the complaint is intentional or egregious in nature, meaning the Council Member knowingly violated the Tahltan Band Council Governance Policy, the Tahltan Band Council Conflict of Interest Policy, the Tahltan Band Confidentiality Policy or any other Policy of the Tahltan Band.
- 45.2. Decisions on disciplinary action take place at an Extra Ordinary Council Meeting or regular Council Meeting following the complaint process.
- 45.3. Following the Council's consideration of the severity of the complaint and the address by the Council Member in question, Council will vote to pass a Resolution to do one of the following:
  - a. dismiss the complaint;
  - b. issue a formal warning to the Councillor in writing;
  - c. reduce the honoraria payable to the Council Member for a specified period while maintaining the expectation that they continue to perform their duties as a Council Member; or
  - d. suspend the Council Member without honoraria for a specified period.

#### **46. Removing a Council Member from Office**

- 46.1. Council may vote to remove a Council Member only if the Council Member has missed three (3) or more consecutive Council



Meetings without the permission of Council or was convicted of an indictable offence.

- 46.2. If the Council votes to remove a Council Member and that Council Member's seat becomes vacant for more than three (3) consecutive months before the date when another election would normally be held, the Council will call a special election in order to fill the vacancy.

## **IX. COUNCIL RENUMERATION**

### **47. Remuneration**

- 47.1. Council Members are entitled to an honorarium, in accordance with the Tahltan Band Council Finance Policy.
- 47.2. Council Members may also, under certain circumstances, earn honorarium at the same prescribed rate as stated above or, in special circumstances, at a rate set through the budgeting process and approved by Council per the Tahltan Band Council Finance Policy.

## **X. TRANSITION OF POWER**

### **48. Transition of Chief**

- 48.1. If a new Chief is elected, there will be a two-week period following an election during which an orderly transition of power will be carried out.
- 48.2. During the transition period, the outgoing Chief will continue to be compensated at the same level as during their term.
- 48.3. During the transition period, the outgoing Chief and Band Manager will meet with the newly elected Chief to provide an update on the Council's activities and financial status.
- 48.4. The update in s.48.3 will include details about the financial status of all Tahltan Band Council operations, programs, projects, and accounts including:





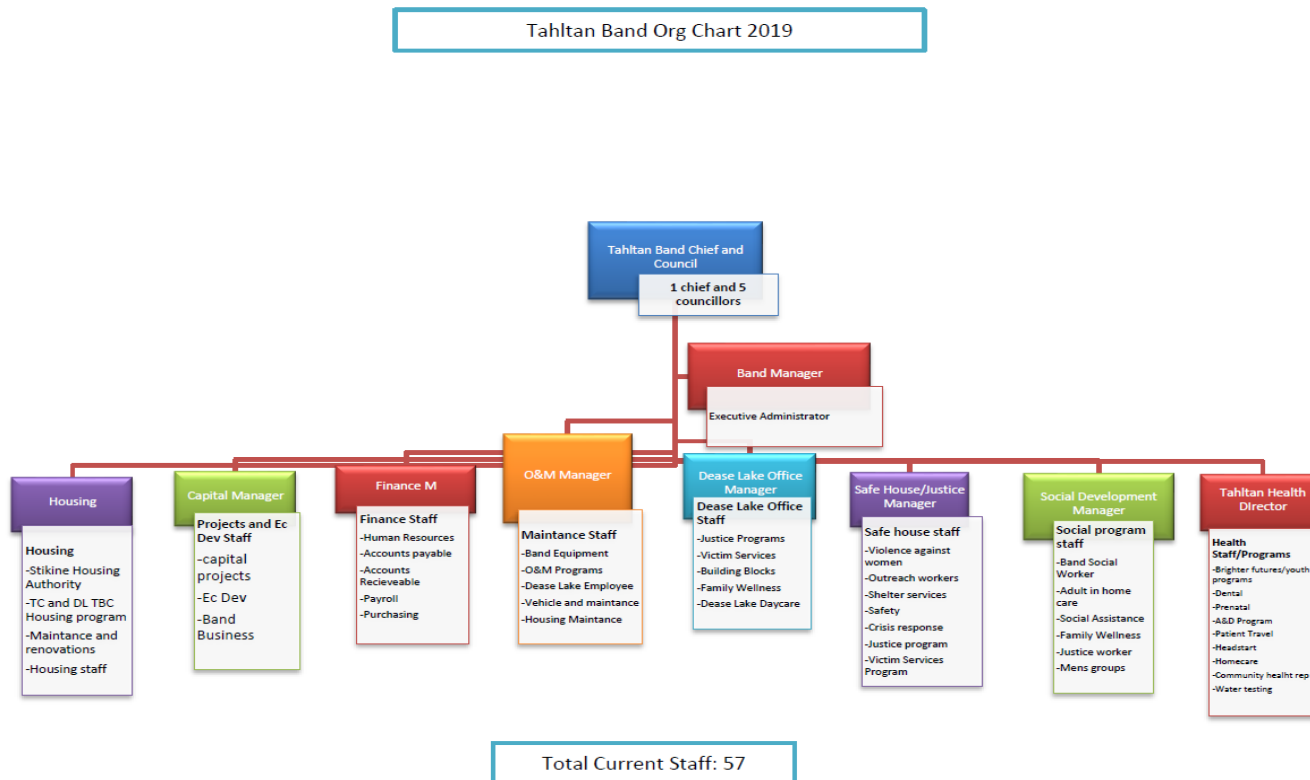
- a. up to date balance sheets, income statements, and budgets for all programs and projects;
  - b. an explanation of surpluses, deficits, and other relevant information regarding each department;
  - c. a list of any commitments the previous Council has made on future funding or expenditures;
  - d. any government relations documents and binding agreements including, but not limited to, any Memorandums of Understanding;
  - e. an explanation of ongoing capital programs, planned projects, Committees, and initiatives; and
  - f. information of all required signing authority changes that are necessary, i.e. bank signing authorities, government signing authority, etc.
- 48.5. The transition period will also include the transfer all Tahltan Band information held in paper or on a personal, or Band assigned computer including files, passwords, equipment, vehicles, and other assets from the outgoing Chief to the Band Manager and newly elected Chief.

#### **49. Transition of Councillors**

- 49.1. Within the transition period set out in s.48.1, the outgoing Council will remain as the governing body, but will not make any decisions that will be binding on the incoming Council.
- 49.2. During the transition period, outgoing Councillors will continue to be compensated at the same level as during their term.
- 49.3. At the close of the transition period set out in s.48.1, all outgoing Councillors will transfer all Tahltan Band information held in paper or on a personal or Band assigned computer, including files, passwords, equipment, vehicles, and other assets to the Band Manager.



## APPENDIX A: Tahltan Band Council Organization Chart





## **APPENDIX B: Tahltan Band Council Code of Ethics**

### **1. Purpose**

- 1.1. This Code sets out the responsibilities and practices of the elected Tahltan Band Council (“Council”) based on ethical principles and the rule of law.

### **2. Roles and Responsibilities**

- 2.1. Council Members are expected to conduct themselves in an ethical, legal and professional manner. This expectation includes proper use of authority and appropriate group and individual behaviour.
- 2.2. The Council must be loyal to the interests of all Tahltan Band Members. This loyalty comes before:
  - a. any advocacy or special interest groups, and membership on other Boards or staffs; and
  - b. the personal interest of any Council Member.
- 2.3. Council Members will:
  - a. conduct themselves in a manner as to reflect only the highest standards of integrity, fairness and responsibility;
  - b. act in a truthful and honest manner in all dealings while being aware of the need for compassion and discretion;
  - c. model activities to treat all individuals as equal regardless of their gender, sexual orientation, race, age, rank, clan, family affiliation or religious beliefs;
  - d. act in good faith and with care and attention when carrying out all official duties;
  - e. protect the interests, wellbeing, and prosperity of the Tahltan Band and its Members;
  - f. promote transparency and accountability in executing official duties;
  - g. conduct themselves in a professional and responsible manner that will bring credit to themselves, the Council and Members;



- h. recognize that Council discussions about issues are privileged and confidential and must refrain from exploiting such information for personal gain, with the understanding that the decisions of the Council are open for public knowledge and scrutiny;
- i. work as a team member with their fellow elected Council Members and develop positive attitudes when dealing with Tahltan Band Council employees and Members;
- j. conduct themselves, on and off the job, in such a manner that reflects credibility and accountability to Members, Tahltan Band partners and the Council;
- k. show respect for the authority of the Band Manager;
- l. attend and be punctual in their attendance at all Council Meetings and Extra Ordinary Council Meetings unless there is a valid reason for their absence or lateness;
- m. attend all meetings, workshops, conferences and other events assigned to them as a representative of the Tahltan Band Council, and report back to Council on the proceedings of these events;
- n. only share information about the Council and its activities when the release of such information has been authorized by Council Resolution;
- o. use information obtained through their duties as an elected official for the intended purpose only, not for their personal interests;
- p. use equipment, property, or supplies which are owned or rented by the Tahltan Band for authorized purposes only and report any maintenance required to the Band Manager;
- q. refrain from publicly criticizing the Chief, other Councillors, the Band Manager or any Tahltan Band employees, or the policies of the Tahltan Band Council or individual departments;
- r. raise issues with Tahltan Band Council policies and Council decisions through the process outlined in the Tahltan Band Governance Policy; and



- s. refrain from speaking with media on behalf of Tahltan Band without the prior approval of the Chief or Council.

### **3. Breach of Code of Ethics**

- 3.1. The failure of a Council Member to abide by this Code will result in such individual being subject to discipline in accordance with the Tahltan Band Council Governance Policy.



**APPENDIX C: Tahltan Band Council Code of Ethics Undertaking**

I hereby agree fulfill my duties responsibly to the best of my abilities and will abide by the polices of the Tahltan Band Council.

I, \_\_\_\_\_, hereby declare and affirm that I will comply with the provisions of the code of ethics that govern my behavior while severing as an elected official of the Tahltan Band Council.

Signature	Witness Signature
-----------	-------------------

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



## **APPENDIX D: Job Duties of the Band Manager**

The Band Manager will perform the following job duties:

- Manage and administer Band programs and services that are funded by Indigenous Services Canada;
- Report directly to the Chief on all day-to-day activities of the Band;
- Supervise management and support staff;
- Implement and follow Tahltan Band Council Personnel Policy Manual;
- Work with Council and the Personnel Committee in respect to hiring, firing and discipline of administrative employees;
- Work with the Personnel Committee to address grievance and harassment issues;
- Coordinate and chair administrative staff and program coordinator meetings;
- Ensure appropriate supervision of contractors and other persons or companies engaged by Tahltan Band to ensure fulfillment of agreed to services and delivery satisfaction throughout;
- Prepare monthly activity reports and financial statements for Council;
- Prepare budgets for all programs and services funded by Indigenous Services Canada;
- Supervise the Financial Officer in her maintenance of accounts;
- Work with the accountant and auditor;
- Oversee all expenditures of the Band administration to ensure that all funding requirements are met;
- Meet deadlines and reporting requirements for all Band administration programs and services (Education, Capital, Housing, Social Development);
- Assist on legal documents;
- Manage all Band assets;
- Ensure all Band assets are insured;
- Prepare training plans for staff and self; and,
- Liaise with agencies



## APPENDIX E: Band Manager Performance Rating Scale

For each of the job duties of the Band Manager, all Council Members, members of the Senior Management Team and any relevant funders and partners will be asked to evaluate the Band Manager's performance according to the following rating scale, with comments, to assist the Human Resources Committee to develop a plan of action for improvement, where needed with the Band Manager following their annual performance review.

Rating		Description
4	Exceptional	Clearly performing at a level far above normal job expectations. The Band Manager is proactive with a positive approach. Successful performance that requires little or no supervision.
3	Commendable	Performance often above expectations. The Band Manager shows initiative and takes ownership over their responsibilities. Requires less supervision than normal.
2	Competent	Performance meets expectations. The Band Manager is reliable, effective and requires a normal level of supervision.
1	Adequate	Performance is less than expected and development is required. More than a normal level of supervision is required.





## **APPENDIX F: Tahltan Band Council Committee Terms of Reference Template**

**COMMITTEE TITLE:** *For example, Tahltan Band Council Governance Policy Manual Update Committee*

### **1. PURPOSE AND MANDATE**

- *For example, “To enhance the governance structure of the Tahltan Band Council and oversee the development of the Tahltan Band Council Governance Manual.”*

### **2. COMPOSITION AND MEMBERSHIP**

- *For example, “The Committee will be comprised of no less than three elected officials, including the Chief.”*

### **3. CHAIR**

- *For example, “The Committee will have a rotating Chair.”*

### **4. SECRETARY**

- *For example, “The Committee will have a rotating Secretary”.*

### **5. RESPONSIBILITIES OF COMMITTEE MEMBERS**

- *For example, “The Committee will be responsible for:*
  - 1. Developing a preliminary scope of work;*
  - 2. Soliciting and review proposals from consultants;*
  - 3. Recommending a consultant to undertake the work;*
  - 4. Overseeing the work of consultants; and*
  - 5. Recommending the Policy Manual for adoption by the Tahltan Band Council.”*

### **6. MEETING SCHEDULE AND PROCEDURES**



- *For example, “The Committee will meet at a regularly scheduled times as required to complete its work.”*

## **7. DECISION-MAKING PROCESS**

- *For example, “The recommendations of the Committee to Council will be consensus-based.”*

## **8. OPERATING BUDGET AND RESOURCES**

- *For example, “The Tahltan Band Manager will ensure that the Committee Council-approved funds as needed to conduct its work.”*



**APPENDIX G: Tahltan Band Council Meeting Agenda Template**



**P.O. Box 46  
 Telegraph Creek, B.C. V0J 2W0  
 Telephone: (250) 235-3151  
 Fax: (250) 235-3244**

**Tahltan Band Council Meeting Agenda**

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

Place: \_\_\_\_\_

Item	Time	Action Required			Responsibility
		BCR	Inform/ Discuss	Reference Document	
1. Call to Order and Chief's Welcome					Chief/Chair
2. Adopt Agenda					Chief/Chair
3. Disclosure of Conflict of Interests					
4. Approve Meeting Minutes					Chief/Chair
5. Business Arising					



6. Chief's Report					Chief
7. Committee Reports					Committee Chairs
8. Band Manager Reports					Band Manager
9. New Business					
10. In Camera					
11. Next Meeting					Chief/Chair
12. Adjourn					Chief/Chair



**APPENDIX H: Tahltan Band Council Meeting Minutes Template**



**P.O. Box 46  
 Telegraph Creek, B.C. V0J 2W0  
 Telephone: (250) 235-3151  
 Fax: (250) 235-3244**

**Tahltan Band Council Meeting Minutes**

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

Place: \_\_\_\_\_

Attendance: \_\_\_\_\_

\_\_\_\_\_

Absences: \_\_\_\_\_

<b>Meeting Called to Order</b>	Time: _____
<b>Attendance</b>	Attendance sheet circulated for signatures of all those Council Members in attendance
<b>Adopt Agenda</b>	<ul style="list-style-type: none"> <li>• Changes:</li> <li>• Additions:</li> <li>• Adoption: <i>That the Agenda of [insert date] be adopted as amended. Moved and seconded.</i></li> </ul>



	<ul style="list-style-type: none"> <li>• Mover:</li> <li>• Second:</li> <li>• Carried:</li> </ul>
<b>Disclosure of Conflicts of Interest</b>	Disclosures: <i>Having reviewed the Meeting Agenda, do any of the Council Members wish to disclose a conflict of interest pertaining to any of the scheduled agenda items?]</i>
<b>Approve Meeting Minutes</b>	<ul style="list-style-type: none"> <li>• [Insert date of previous meeting minutes]</li> <li>• Motion: BCR #, Title and Text</li> <li>• Mover:</li> <li>• Second:</li> <li>• Carried:</li> </ul>
<b>Business Arising</b>	<ul style="list-style-type: none"> <li>• Discussion items and main points</li> <li>• Action items and responsibilities</li> </ul>
<b>Chief's Report</b>	<ul style="list-style-type: none"> <li>• Discussion/Questions</li> <li>• Motion: BCR #, Title and Text</li> <li>• Mover:</li> <li>• Second:</li> <li>• Carried:</li> </ul>
<b>Committee Reports</b>	<ul style="list-style-type: none"> <li>• Discussion/Questions</li> <li>• Motion: BCR #, Title and Text</li> <li>• Mover: [Insert name]</li> <li>• Second: [Insert name]</li> <li>• Carried:</li> </ul>
<b>Band Manager Reports</b>	<ul style="list-style-type: none"> <li>• Discussion/Questions</li> <li>• Motion: BCR #, Title and Text</li> <li>• Mover:</li> <li>• Second:</li> </ul>



	<ul style="list-style-type: none"><li>• Carried:</li></ul>
<b>New Business</b>	<ul style="list-style-type: none"><li>• Discussion items and main points</li><li>• Action items and responsibilities</li></ul>
<b>In Camera</b>	
<b>Next Meeting</b>	Insert date of next scheduled Council Meeting
<b>Adjourn</b>	Time: _____



## **APPENDIX I: Tahltan Band Council Resolution Template**



**P.O. Box 46  
Telegraph Creek, B.C. V0J 2W0  
Telephone: (250) 235-3151  
Fax: (250) 235-3244**

### **RESOLUTION IN WRITING OF THE**

Council of the Tahltan  
Indian Band (the "Council")  
Pursuant to the *Indian Act*,  
R.S.C. 1985, c.1-5

**Title:** [Insert Title of the Tahltan Band Council Resolution]

**WHEREAS:** [Body of the Resolution is usually provided by Band Manager]

**WHEREAS:** [Insert context information]

**THEREFORE BE IT RESOLVED:** That Tahltan Band Council [insert decision].





SIGNED by a quorum [4] of the Tahltan Band Council on November \_\_\_\_,  
the \_\_\_\_ day of \_\_\_\_\_, 20\_\_.

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

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

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

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

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

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

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

\_\_\_\_\_



## **APPENDIX J: Tahltan Governance Protocol**

### **TAHLTAN GOVERNANCE PROTOCOL**

Among:

**Tahltan Central Council**

Box 69

Tat'ah (Dease Lake)

British Columbia

VOC 1L0

(the "TCC")

And:

**Tahltan Band Council**

P.O. Box 46

Telegraph Creek

B.C. V0J 2W0

And:

**Iskut Band Council**

P.O. Box 30

Iskut, B.C. V0J 1K0

(collectively the "Parties")

### **WHEREAS**



- A. Tahltan Aboriginal title and rights are held collectively by all persons of Tahltan ancestry.
- B. The TCC is the successor entity to the Tahltan Tribal Council and the United Association of Tahltans, and represents all persons of Tahltan ancestry for the purpose of asserting and protecting Tahltan title, rights and interests to Tahltan Territory on behalf of the Tahltan Nation.
- C. The Tahltan Band Council and Iskut Band Council are bands under the federal *Indian Act*. The Bands receive funding from Aboriginal Affairs and Northern Development for the delivery of programs and services for band members.
- D. The Parties agree that the TCC is the proper entity, on behalf of the Tahltan Nation (all Tahltan people), to lead initiatives and negotiations with the Crown and third parties regarding consultation protocols, accommodation agreements, and other agreements or arrangements with respect to activities in Tahltan Territory in order to address and advance Tahltan title, rights and interests.
- E. The Parties agree that a strong and unified relationship will help to maximize opportunities for the Tahltan people, and maximize leverage of the Tahltan Nation in processes with the Crown and others.
- F. The Parties wish to establish the Tahltan Governance Protocol (“Protocol”) to strengthen and guide relations among the Parties as they fulfill their respective mandates, build unity and establish an effective relationship between the Parties, for the benefit of all Tahltan people.

**THEREFORE THE PARTIES AGREE AS FOLLOWS:**

**Fundamental Principles**



1. The Parties enter into this Protocol with a shared commitment to the following principles:
  - a) **Respect.** The Parties recognize that maintaining a respectful relationship is fundamental to the achievement of Tahltan unity, and effective and strong governance. The Parties commit to treat each other with dignity, being responsive to one another and mindful of each other's respective mandate and internal practices and processes.
  - b) **Collaboration:** The Parties recognize that a collaborative working relationship is critical to achieving unity. The Parties commit to collaborate through the sharing of information, ongoing communications and dialogue, mutual support and the fostering of a team approach.
  - c) **Responsibility:** The Parties recognize their shared responsibility to work together in the best interests of the Tahltan Nation and all Tahltan people. The Parties recognize that this requires active participation, effective communication, the exercise of discipline, loyalty to one another and to the Tahltan people, upholding and supporting each other's roles and mandates, fostering and maintaining a united front, and fulfilling the Party's respective commitments.
  - d) **Vision:** The Parties have a shared vision and commitment to working together for the betterment of the Tahltan Nation and all Tahltan people.

### **Purpose**

2. The purpose of this Protocol is:
  - a) to set out an interim approach, including principles and a framework, to support progressive and effective governance of the Tahltan, including establishing and maintaining an effective and collaborative relationship among the Parties;



- b) to clarify decision-making processes;
- c) to set out principles for establishing effective and accountable communication processes among the Parties; and
- d) to enable a process for the resolution of differences of opinion, while upholding Tahltan values of respect, fairness, equality and unity.

#### **Tahltan Leadership Forum**

- 3. The Parties hereby establish the Tahltan Leadership Forum, comprised of:
  - a) the duly elected directors of the TCC; and
  - b) the duly elected council of the Tahltan Band Council; and
  - c) the duly elected council of the Iskut Band Council.
- 4. The purpose of the Tahltan Leadership Forum is to contribute to an effective and collaborative governance approach for the Tahltan and provide a forum for:
  - a) communicating and discussing issues and priorities in respect of effective governance and the Tahltan;
  - b) developing a strategic vision, including a mission, goals and values based on strategic vision;
  - c) discussing mandates and sharing information;
  - d) providing updates and opportunities for input and strategic direction on negotiations or other initiatives; and
  - e) working together on common issues and resolving outstanding issues between the Parties.



5. The Tahltan Leadership Forum will meet as needed, and at least twice per year.
6. Each Party will bear its own cost to participate in the Tahltan Leadership Forum. The Parties will endeavor to secure resources to support and assist with the costs of the Tahltan Leadership Forum.

#### **Tahltan Leadership Council**

7. The Parties establish the Tahltan Leadership Council, comprised of:
  - a) the President and/or the Vice-President of the TCC;
  - b) two elected councilors of the Tahltan Band Council, which will include the Chief where possible; and
  - c) two elected councilors of the Iskut Band Council, which will include the Chief where possible.
8. The Tahltan Leadership Council will establish an annual meeting schedule, including at least one meeting per quarter, to:
  - a) provide updates and communicate on current issues and initiatives;
  - b) review and discuss progress on the implementation of this Protocol;
  - c) make recommendations to ensure successful implementation of this Protocol; and
  - d) where needed, resolve issues relating to the implementation of this Protocol.
9. Subject to the TCC being able to find and secure resources, travel expenses for participation in Tahltan Leadership Council meetings will be paid by TCC in accordance with TCC policies. Otherwise, each Party will bear its own costs to participate on the Tahltan Leadership Council.
10. The Tahltan Band Council and the Iskut Band Council will work collaboratively to support and implement the collective goals and purpose of this Protocol and, where feasible, will contribute resources to support the Tahltan Leadership Council governance development.

#### **Meeting Notice**



11. In convening meetings of the Tahltan Leadership Forum or the Tahltan Leadership Council, the TCC will endeavor to provide ample notice, and to accommodate participation by teleconference or videoconference, where appropriate.

#### **Tahltan Negotiating Team**

12. The Tahltan Negotiating Team may include the following members:
  - a) the President and Vice-President of the TCC;
  - b) the Chief of the Tahltan Band Council, or the Chief's delegate, who is an elected councilor of the Tahltan Band Council;
  - c) the Chief of the Iskut Band Council, or the Chiefs' delegate, who is an elected councilor of the Iskut Band Council; and
13. The Tahltan Negotiating Team members will each be responsible for reviewing information, providing input and recommendations, and raising any issues or concerns in a timely manner to support a successful negotiation process.
14. The President of the TCC will be responsible for communicating information back to the TCC Board about any consultations, negotiation or other initiatives involving the Tahltan Negotiating Team.
15. The councilors representing the Tahltan Band Council and Iskut Band Council on the Tahltan Negotiating Team will be responsible for communicating information back to their respective Councils about any consultations, negotiation or other initiatives involving the Tahltan Negotiating Team.

#### **Decision-making**

16. The President of the TCC is the spokesperson for the Tahltan Nation with regard to issues of Aboriginal title and rights, and works collaboratively with the Tahltan Band Council and Iskut Band Council in carrying out this role.
17. The TCC, working with the Tahltan Band Council and Iskut Band Council, will implement the decision-making framework set out in Appendix A.

#### **Other arrangements**



18. Where appropriate, the Parties, or any two of them, may enter into further arrangements with respect to developing and maintaining a cooperative working relationship among the Parties.
19. Where any of the Parties may enter into further arrangements, they will do so consistent with the principles set out in this Protocol.

#### **Communications and Information Sharing**

20. The Parties agree to open and transparent communications with each other on matters of mutual interest and concern.
21. Each Party agrees to provide timely notice on matters that could significantly impact the other Party, and to provide information to facilitate the opportunity for meaningful discussion and cooperation between the Parties.
22. To facilitate the commitments in paragraph 22, each Party will ensure that updates from the other two Parties are a standing agenda item on their respective meeting agenda, and each Party will make best efforts to participate in the other Parties' respective meetings in order to provide these updates.
23. The Parties agree to keep the affairs, business and information of the Tahltan confidential, and will not disclose confidential information, except as reasonably required to provide information to membership or supporting organizations.
24. TCC will be responsible for community engagement and disseminating information to Tahltan people regarding any consultation, negotiation or other initiative involving the Tahltan Negotiating Team.
25. The Tahltan Band Council and the Iskut Band Council will facilitate information sharing with their respective band members regarding activities under this Protocol by providing information for inclusion in the newsletter, providing presentations at membership meetings, and holding workshops.

#### **Dispute Resolution**

26. Where a dispute arises between the Parties regarding the interpretation or implementation of this Protocol, the Parties agree that the dispute will be referred to the Tahltan Leadership Council for resolution and that the Parties





- will endeavour to resolve any Disputes in a co-operative, effective and timely manner.
27. If a matter remains unresolved after being considered by the Tahltan Leadership Council, the dispute may be referred to the broader Tahltan Leadership Forum for resolution.
  28. If a matter remains unresolved after being considered by the Tahltan Leadership Forum, the Parties may refer the matter to a facilitated or mediated process to assist the Parties to resolve the matter in dispute within 60 days, or such period as agreed to by Parties.
  29. Each Party will bear its own costs to participate in any dispute resolution process under this Protocol.

#### **Review**

30. The Parties, primarily through the Tahltan Leadership Forum, will review this Protocol six (6) months from its effective date, and annually thereafter, with a view to continually improving it to advance their shared commitments to strengthening their relationship, building Tahltan unity, evolving Tahltan governance, and working in the best interests of all Tahltan people.

#### **Term**

31. In the interests of working in the best interests of all Tahltan members, the Parties agree that this Protocol should continue until such time as it may be replaced by a new agreement of the Parties aimed at promoting the principles and purpose of this Protocol, or by a Nation Constitution.
32. Notwithstanding paragraph 31, any Party may terminate this Protocol with [45] days' written notice to the other Parties.
33. Where a Party seeks to terminate this Protocol pursuant to paragraph 32 as a result of a dispute in the interpretation or implementation of this Protocol, that Party will first invoke the dispute resolution process set out in paragraphs 26 – 29 to allow opportunity for the Parties to attempt to resolve the dispute and avoid termination of this Protocol.

#### **Amendment**



34. The Parties may amend this Protocol, including the appendices, by written agreement.

**SIGNED** on \_\_\_\_\_, 2015

**ON BEHALF OF THE TAHLTAN CENTRAL COUNCIL**

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Chad Day, President

Box 69

Dease Lake, BC V0C 1L0

**ON BEHALF OF THE TAHLTAN BAND COUNCIL**

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Terri Brown, Chief

P.O. Box 46

Telegraph Creek, BC V0J 2W0

**ON BEHALF OF THE ISKUT BAND COUNCIL**

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Marie Quock, Chief

P.O. Box 30

Iskut, BC V0J 2K0



## APPENDIX K: Election Readiness and Post-Election Timelines

Activity	Timeline
<b>Election Readiness</b>	
<b>Band provides voters list of on-reserve voters to electoral officer</b>	At least 79 days before an election
<b>Band provides electoral officer with the last known addresses of electors who do not reside on reserve</b>	At least 79 days before an election
<b>Elector officer:</b> <ul style="list-style-type: none"> <li>- posts a notice of the nomination meeting and eligible voters list in a prominent location on reserve</li> <li>- mails notice of the nomination meeting and voter declaration form to voters off-reserve</li> </ul>	At least 30 days before the nomination meeting
<b>Nomination meeting</b>	At least 42 days before an election
<b>Electoral officer mails off-reserve voting package</b>	At least 35 days prior to an election
<b>Band Manager sends or causes to be sent:</b> <ul style="list-style-type: none"> <li>- Tahltan Band Council Code of Ethics,</li> <li>- Tahltan Band Council Conflict of Interest Policy, and</li> <li>- Tahltan Band Council Confidentiality Policy to all Chief and Council nominees</li> </ul>	At least 30 days before an election
<b>Post Election</b>	
<b>Chief and Council transition period</b>	Two weeks following an election
<b>Band Manager advertises Youth Councillor positions</b>	One week after Council elections
<b>Council Orientation, with orientation binder</b>	Day before, day of or day after the first Council Meeting



<b>First Council Meeting</b>	No later than thirty (30) days
<b>Incoming Chief and Council Sign Tahltan Band Council Code of Conduct, Tahltan Band Council Conflict of Interest Disclosure Form and Tahltan Band Council Confidentiality Policy</b>	First Council Meeting post-election
<b>Council reviews Youth Councillor Applications</b>	First Council Meeting post-election
<b>Chief calls regular Council Meeting</b>	Three (3) weeks in advance of Meeting
<b>Regular Council Meetings</b>	At least four (4) times per year
<b>Notification of Extra Ordinary Council Meetings by Band Manager</b>	As soon as possible before the meeting
<b>Band Manager distributes Meeting Agenda to Council</b>	Five business days prior to a regular Council Meeting
<b>Meeting with Tahltan members</b>	At least once annually



## TAHLTAN BAND COUNCIL CONFLICT OF INTEREST POLICY

### 1. Purpose

- 1.1. The purpose of policy is to detail the rules and operating procedures of the elected Tahltan Band Council regarding conflicts of interest.

### 2. Scope

- 2.1. This policy applies to the elected Council of the Tahltan Band.

### 3. Definitions

- 3.1. The following definitions apply in this policy:

“Band Manager” – refers the person appointed by the Council in the position of Band Manager;

“Chief” or “Chief Councillor” – refers to the elected Chief Councillor of the Tahltan Band Council;

“Committee Member” – refers to the appointed Council Members that sits on a Committee”;

“Conflict of Interest Disclosure Form” – refers to the Form all Council Members sign at the beginning of their term to declare known conflicts of interest.

“Council” – refers to all elected members of the Tahltan Band Council, including the Chief Councillor.

“Councillor” – refers to the elected Councillors of the Tahltan Band Council, excluding the Chief Councillor;



“Council Member” – refers to any member of Council, including elected Councillors and the elected Chief.

“Council Resolution” – refers to a decision of the Council that is recorded in a Band Council Resolution.

“Financial Interest” – includes, but is not limited to:

- a. employment benefits;
- a. contract benefits;
- b. educational, medical or other social benefits;
- c. honorariums which are above those previously agreed upon;
- d. the payment of any money; or
- e. the allotment, leasing or other grant of an interest in Band lands.

“Immediate Family” – refers to father, mother, foster parent, brother, sister, spouse (including common-law spouse), child, stepchild, ward, father-in-law, mother-in-law, grandparents, grandparents-in-law, grandchild, brother-in-law, sister-in-law, any relative or individual permanently residing in the household;

“In Camera” – refers to a Council meeting or portion of a Tahltan Council meeting that is confidential;

“Member” – refers to an individual whose name appears on the Tahltan Band membership list;

“Tahltan Band” or “Band” – refers to the collective membership that comprises the Tahltan Band Council;

“Tahltan Band Member” or “Member” – refers to an individual whose name appears on the Tahltan Band membership list; and

“Tahltan Nation” - refers to the collective membership that comprises all Tahltan Nation Members, including Iskut Band Council members, associate Tahltans and other individuals with Tahltan ancestry that appear on the Tahltan membership database as administered by the Tahltan Central Government.



#### **4. Conflicts of Interest**

- 4.1. A conflict of interest is any situation in which a Council Member's ability to carry out their duties in an official capacity may be compromised by a competing private or outside interest.
- 4.2. Conflicts of interest include those which are real, potential and perceived where:
  - a. a real conflict of interest, in which a Council Member's private Financial Interests are in conflict with a discussion or decision that is under consideration by the Council;
  - b. a potential conflict interest, in which a Council Member has a private or Financial Interest that is foreseeable that a conflict may arise in the future and steps should be taken to mitigate the conflict; and
  - c. a perceived conflict of interest, in which a Member or third party could form the view that the Council Member's private or Financial Interests could improperly influence their decision or actions as Council Member, now or in the future.
- 4.3. Conflict of Interest includes, but is not limited to, situations where:
  - a. a Council Member personally benefits from any transaction involving the Tahltan Band except for those benefits, including financial benefits, available to all Members;
  - b. a Council Member's private affairs or Financial Interests are in conflict with their duties, responsibilities and obligations, or could result in a public perception that a conflict exists;
  - c. a Council Member's position may be used to gain or grant an advantage to oneself, or a friend, Immediate Family member, business associate or partner, or other business relationship in which the Council Member has an interest;
  - d. a Council Member uses information, resources, monies, property or an opportunity acquired through the Tahltan Band for personal benefit, including profit, political or personal gain; and



- e. a Council Member uses their position of authority with an outside company or organization and through their authority, assists in making decisions that benefit the company or organization at the expense of the Tahltan Band.

## **5. Duties and Responsibilities**

- 5.1. Council Members must, at all times, work in the best interest of the Tahltan Band and Tahltan Nation as a whole.
- 5.2. Council Members will avoid putting themselves in a position in which their private, financial or family interest and those of the Tahltan Band might be perceived to be in conflict.
- 5.3. Council Members will avoid situations in which there is a real or apparent conflict of interest that could interfere, or could be perceived to interfere, with their judgement or ability to act in the best interest of the Tahltan Band and Tahltan Nation as a whole.
- 5.4. Council Members will disclose any real or perceived conflicts of interest before taking part in any discussion or decision in relation to a personal or Financial Interest, an Immediate Family member or a business or organization in which they or a member of their Immediate Family has an interest in.
- 5.5. Councillors must avoid any conflict of interest with respect to their fiduciary responsibility.
- 5.6. There must be no self-dealing or any conduct of private business or personal services between any Council Member(s) and Tahltan Band unless controlled by procedures to ensure openness, competitive opportunity and equal access to otherwise “inside” information.
- 5.7. Councillors may also be employees of the Tahltan Band, however, if a Councillor is to be considered for employment by the Tahltan Band, they must temporarily withdraw from:
  - a. Council deliberations about their hiring; and
  - b. voting on the hiring decision, and access to Council information about the position not accessible to all candidates.





- 5.8. Failure of a Council Member to disclose a real, potential or perceived conflict of interest will be understood as a breach of this policy and may be subject to disciplinary action.

## **6. Disclosing a Conflict of Interest**

- 6.1. At the beginning of each term of office, Council Members must each submit a Conflict of Interest Disclosure Form (Appendix A) setting out the following:
  - a. a list of any outside activities for which the Council Member is receiving remuneration;
  - b. the names of all corporations in which they have an interest as shareholder, Director, or Officer; and
  - c. the names of each proprietorship, partnership, or other business entity in which that have an interest.
- 6.2. The Conflict of Interest Disclosure Form must be submitted by new Members of Council at the beginning of each term office to the Band Manager.
- 6.3. Where Council Members are unsure of whether they are in a conflict of interest, the Councillor will raise the perceived conflict of interest with the Council, and the Council will decide whether a conflict of interest exists with the Tahltan Band.
- 6.4. A Council Member that declares to be, or is found by the Council to be, in conflict of interest will not exercise their powers as a Councillor and will:
  - a. refrain from taking part in the vote on any question or decision in respect of the matter;
  - b. immediately leave the Council Meeting or the part of the Council Meeting during which the matter is being decided;
  - c. refrain from signing any Council Resolution or letter in respect of the matter;
  - d. not attempt in any way, whether before, during or after the Council Meeting to influence the opinion or vote of the Council on any question in respect of the matter; and



- e. not attempt in any way to influence employee's or Committee Members in carrying out their duties after the issue is decided.

## **7. Reporting a Conflict of Interest**

- 7.1. If at any point throughout their term of office a Council Member becomes aware of a change in their affairs which would change the information provided in the Conflict of Interest Disclosure Form, a new form will be submitted and appended to the original form.
- 7.2. Where a Council Member finds themselves in a conflict of interest situation with respect to an item identified on a Council Meeting agenda, that Council Member must disclose the conflict at the Council Meeting prior to the discussion of the item.
- 7.3. Council Members who have knowledge of a conflict of interest will disclose the circumstances of the conflict to the Chief who will bring the matter to the attention of the Council.
- 7.4. In the case that it is the Chief who may be in a real, potential or perceived conflict, the matter will be disclosed to the Band Manager who will bring the matter to the attention of the Council.

## **8. Review of Conflict of Interest**

- 8.1. All disclosures and reports of real, potential or perceived conflicts of interest will be reviewed immediately and with due diligence by the Chief so as to determine the appropriate response or course of action.
- 8.2. The Council will immediately consider any conflict of interest situation, which is declared or reported to the Chief or Band Manager in accordance with the Tahltan Band Council Conflict of Interest Policy, and act on the appropriate response to the situation. This response may include:
  - a. dismissing the conflict in writing;
  - b. requiring an action on the part of the Council Member; or
  - c. such other measures, including disciplinary action, as the Council considers appropriate.



- 8.3. A Council Member will not be found to have breached this policy if they disclose the information relating to conflict of interest and recuses themselves from any discussion nor decision-making process in relation to the matter.
- 8.4. A Council Member may be found to not be in a conflict of interest if, after having disclosed the real or perceived conflict of interest, the remaining Council Members pass a motion to confirm that no conflict of interest exists.
- 8.5. The Band Manager must maintain a permanent record of the Conflict of Interest.

## **9. Policy Breach**

- 9.1. Any breach of confidentiality will be dealt with in accordance with the Tahltan Band Council Governance Policy.



**APPENDIX A: Tahltan Band Council Conflict of Interest Disclosure Form**

I, [PRINT NAME IN FULL], hereby declare and affirm that

1. I have read and understand the Tahltan Band Council Conflict of Interest Policy and agree to disclose any real, potential or perceived conflicts of interest in accordance with the policies and procedures.
2. I have listed on the attached page(s) details of:
  - a. Any corporation or other legal entity of which I own, either in whole or in part, or I indirectly own and have more than 10% of the voting rights;
  - b. Any trust or estate in which I have a substantial beneficial interest or for which I serve as a trustee; and
  - c. Any real property I own within the traditional territory of the Tahltan Nation or that may be impacted by any decision by the Tahltan Band or Tahltan Central Government and Tahltan Members.
3. I hold the following offices, directorships, and employment position(s) in addition to my role as an elected official of the Tahltan Band Council.

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4. An actual, potential or perceived conflict of interest with my role as an elected official of the Tahltan Band Council may arise because:

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5. Other than as disclosed above, I do not have any relationship or interest that could compromise, or be perceived to compromise, my ability to exercise judgment with a view to the best interest of the Tahltan Band.
6. I agree to provide an updated as may be required by changed circumstances.



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Signature

Witness Signature

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



## **TAHLTAN BAND COUNCIL CONFIDENTIALITY POLICY**

### **1. Purpose**

- 1.1. The purpose of policy is to detail the rules and operating procedures of the elected Tahltan Band Council with respect to confidentiality.

### **2. Scope**

- 2.1. This policy applies to the elected Council of the Tahltan Band.

### **3. Definitions**

- 3.1. The following definitions apply in this policy:

“Confidential Information” – means any information disclosed, in writing, electronically or orally in any form or media to Council Members.

“Council” – refers to all elected members of the Tahltan Band Council, including the Chief Councillor.

“Council Member” – refers to any member of Council, including elected Councillors and the elected Chief.

“In Camera” – refers to a Council meeting or portion of a Tahltan Council meeting that is confidential;

‘Minutes’ – refers to the official record of the proceedings of a sitting quorum of Council;

“Regular Council Meeting” or “Council Meeting” – refers to a duly convened meeting called by the Chief or the Chief’s designate;



“Tahltan Band” or “Band” – refers to the collective membership that comprises the Tahltan Band Council;

#### **4. Confidential Information**

- 4.1. Confidential Information includes, but is not limited to:
  - a. Email correspondence regarding Band Council proceedings and discussions;
  - b. Council Meeting Minutes with the exception of approved and signed Meeting Minutes;
  - c. Council documents; and
  - d. The Minutes, records or proceedings and discussions from any In Camera Council Meeting discussion.

#### **5. Duties and Responsibilities**

- 5.1. Council Members may not use Council information for their own direct benefit or advantage. This requires that Confidential Information be kept confidential whenever required in the best interests of the organization.
- 5.2. Council Members will not directly or indirectly communicate or reveal information or questions under consideration by the Council or made known to Council Members.
- 5.3. Council Members may not, at any time, including after their term of Office on Council, use, publish, release or disclose or permit to be used, published, released or disclosed any Confidential information without the permission of Council;
- 5.4. Council Members may use Confidential Information solely to undertake their duties as Council Members and not, either directly or indirectly, for any other purpose.
- 5.5. In their capacity as elected officials, Council Members are free to discuss Confidential Information only with other Members of Council.
- 5.6. All Confidential Information will be securely stored so that no other person has access to it.



- 5.7. Council Members may not make copies of any Confidential Information, except for the purpose of sharing the Confidential Information at a Council Meeting.
- 5.8. Council Members will sign an Oath of Confidentiality Form (Appendix A) at the beginning of each term of office.
- 5.9. Council Members must return all Confidential Information to the Band Manager after their term on Council has ended.

## **6. Policy Breach**

- 6.1. Any breach of confidentiality will be dealt with in accordance the Tahltan Band Council Governance Policy.





**APPENDIX A: Tahltan Band Council Oath of Confidentiality**

I, \_\_[PRINT FULL NAME]\_\_\_\_\_, hereby declare and affirm that:

- 1. I have read and understand the Tahltan Band Council Confidentiality Policy and agree that I will not disclose:
  - a. any Confidential Information which may be known to me by reason of my association with the Tahltan Band, except such matters as I am authorized to communicate or unless required by law; and
  - b. Any Confidential Information I obtain in the course of my duties as an elected official of the Tahltan Band, except such matters as I am authorized to communicate or unless required by law.

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Signature	Witness Signature
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Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_



## **FINANCE POLICY**



## **PERSONNEL POLICY**



## **COMMUNICATIONS POLICY**