

**FINAL – JULY 2026**

**SAUGEEN FIRST NATION**

**CHIEF AND COUNCIL GOVERNANCE POLICY**



**Approved by way of Motion at a duly convened meeting of Chief and Council  
on July 06, 2026**

## **Acknowledgement**

The *Saugeen First Nation Governance Policy* is the result of many years of work and will serve as a critical tool in strengthening our core governance and ensuring transparency and accountability to the community. It is a living document that can be amended from time to time to ensure harmonization with other Saugeen First Nation laws and policies, and to make sure it is aligned with the Nation's strategic goals, priorities, and vision.

Chief and Council wishes to acknowledge everyone who took the time to participate in the community engagement sessions and to provide their feedback on the *Saugeen First Nation Governance Policy*. Your input has been important in helping to shape and strengthen the policy.

Finally, the Chief and Council wishes to acknowledge the hard work and effort of the Saugeen Enaaknigachig over the last three years in prioritizing and bringing the *Saugeen First Nation Governance Policy* forward. Your time and dedication to this important work cannot be understated. Members of the Saugeen Enaaknigachig include Valencia Root *Baa*, Gabriel Ritchie, Leona Roote, Stacey John, and Richelle Ritchie.

Chi Miigwetch!

FINAL - JULY 2026

SAUGEEN FIRST NATION

CHIEF AND COUNCIL GOVERNANCE POLICY

Table of Contents

|                                                                              |            |
|------------------------------------------------------------------------------|------------|
| <b>Purpose.....</b>                                                          | <b>3</b>   |
| <b>Definitions.....</b>                                                      | <b>3-4</b> |
| <b>Part 1 – Guiding Principles.....</b>                                      | <b>4-5</b> |
| <b>Part 2 – Governance: Roles and Responsibilities.....</b>                  | <b>5</b>   |
| Sections 4-7 – <i>General</i> .....                                          | 5          |
| Section 8 – <i>General Chief and Council Responsibilities</i> .....          | 6-7        |
| Section 9 – <i>Chief’s Role</i> .....                                        | 7-10       |
| Section 10 – <i>Role of a Councillor</i> .....                               | 10-12      |
| Section 11 – <i>Strategic Planning</i> .....                                 | 12-13      |
| Section 12 – <i>Finance</i> .....                                            | 13         |
| Section 13 – <i>Capital Projects</i> .....                                   | 13         |
| Section 14 – <i>Other Governments</i> .....                                  | 14         |
| Section 15 - <i>External Agency and Organization Representation</i> .....    | 14         |
| Section 16-21 – <i>Remuneration of Chief and Council</i> .....               | 15-16      |
| Section 22-29 - <i>Committees – General Provisions</i> .....                 | 16-17      |
| Section 30-35 - <i>Standing Committees</i> .....                             | 17-18      |
| Section 36-40 - <i>Ad hoc Committees</i> .....                               | 18         |
| <b>Part 3 – Code of Conduct.....</b>                                         | <b>19</b>  |
| Section 41 - <i>Standards of behaviour and expectations</i> .....            | 19-20      |
| Section 42-43 - <i>Confidentiality and Discretion</i> .....                  | 20         |
| Section 44-46 - <i>Abuse of Office</i> .....                                 | 20-21      |
| Section 47-48 - <i>Dealing with Finances and Property</i> .....              | 21         |
| Section 49 - <i>Conduct towards Employees and Contractors</i> .....          | 22         |
| Section 50 - <i>Unethical standards not addressed are not condoned</i> ..... | 22         |
| <b>Part 4 – Conflict of Interest.....</b>                                    | <b>22</b>  |
| Section 51-52 - <i>Conflict of Interest Prohibition</i> .....                | 22         |
| Section 53-54 – <i>Employment</i> .....                                      | 22         |
| Section 55-58 - <i>Acceptance of Gifts or Personal Benefits</i> .....        | 23         |
| Section 59 – <i>Exception</i> .....                                          | 24         |

|                                                                                                       |       |
|-------------------------------------------------------------------------------------------------------|-------|
| Section 60-62 - <i>Disclosure statement</i> .....                                                     | 24    |
| Section 63 - <i>Responsibility to Disclose when in Conflict of Interest</i> .....                     | 24    |
| Section 64-68 - <i>Conduct at Meetings</i> .....                                                      | 24-26 |
| Section 69-70 - <i>Quorum where Disclosure Occurs</i> .....                                           | 26    |
| Section 71 – <i>Contracts</i> .....                                                                   | 26    |
| Section 72 - <i>Unauthorized use of Restricted Information</i> .....                                  | 26-27 |
| Section 73 - <i>Implications for Agreements in which Restricted Information<br/>Used</i> .....        | 27    |
| <b>Part 5 – Compliance and Enforcement</b> .....                                                      | 27    |
| Section 74-77 – <i>General</i> .....                                                                  | 27    |
| Section 78-80 - <i>Investigation and Sanctions</i> .....                                              | 27-28 |
| <b>Part 6 – Council Procedures for the Conduct and Content of Meetings</b> .....                      | 28    |
| Section 81 – <i>General</i> .....                                                                     | 28    |
| Section 82-87 – <i>Orientation and Meetings of the Chief and Council</i> .....                        | 29    |
| Section 88-90 – <i>Quorum</i> .....                                                                   | 30    |
| Section 91-93 – <i>Chair</i> .....                                                                    | 30    |
| Section 94-98 - <i>Agenda/Order of Business</i> .....                                                 | 30-31 |
| Section 99-104 - <i>Council Decisions</i> .....                                                       | 31    |
| Section 105-109 – <i>Minutes</i> .....                                                                | 32    |
| Section 110-117 – <i>In-Camera Sessions</i> .....                                                     | 32-33 |
| Section 118-120 – <i>In-Camera Minutes</i> .....                                                      | 33-34 |
| Section 121-125 - <i>Members Attendance and Participation in Chief and<br/>Council Meetings</i> ..... | 34    |
| Section 126-128 – <i>Deputations</i> .....                                                            | 34    |
| <b>Part 7 – Manner and Form of Amending this Policy</b> .....                                         | 35    |
| Section 129 – <i>Review every three years</i> .....                                                   | 35    |
| Section 130-131– <i>Council may amend from time to time</i> .....                                     | 35    |
| Section 132 – <i>Amendments must be approved by Chief and Council</i> .....                           | 35    |
| Section 133 – <i>Coming into force</i> .....                                                          | 35    |
| <b>Schedule A – Committees/Terms of Reference</b> .....                                               | 36-39 |
| <b>Schedule B – Oath of Office</b> .....                                                              | 40    |
| <b>Schedule C – Council Meeting Report</b> .....                                                      | 41-42 |

# SAUGEEN FIRST NATION

## CHIEF AND COUNCIL GOVERNANCE POLICY

### Purpose

The purpose of the *Saugeen First Nation Chief and Council Governance Policy* is to ensure that Chief and Council, as the elected representatives of the Saugeen First Nation, are always guided by the Seven Grandfather Teachings and are fair, efficient and transparent in every aspect of their service of Saugeen First Nation Members. The *Saugeen First Nation Chief and Council Governance Policy* describes the political, functional, and legal roles and responsibilities of the Chief and Council and defines the operational procedures to promote and ensure good governance.

The responsibility of the Chief and Council in relation to the Saugeen First Nation owned corporations, Trusts and other entities will be set out in other laws, policies and corporate constitutional documents.

This is a living document and will be reviewed and amended from time to time in accordance with this Policy.

### Title

- 1 This Policy may be cited as the *Saugeen First Nation Chief and Council Governance Policy*.

### Definitions

- 2 In this Policy:

“**Administrator**” means the Band Administrator;

“**Ad hoc Committee**” means a committee of the Saugeen First Nation approved by Chief and Council that will serve a specific term within the current Chief and Council’s term;

“**Anishnaabekiing**” means the territory that the Saugeen First Nation and its people have traditionally used and occupied;

“**Chief**” means the Chief of the Saugeen First Nation;

“**Chief and Council**” means the Chief and Council of the Saugeen First Nation, which is the official government of the Saugeen First Nation;

“**Committee**” means a committee of the Saugeen First Nation approved by Chief and Council and includes associations, non-corporate boards, Standing Committees and Ad hoc Committees;

“**Conflict of Interest**”, for the purpose of Part 4, includes either a:

- a) Real Conflict of Interest: occurs when the Chief or a Councillor exercises an official power, makes an official decision or performs any official duty or function and at the same time knows or ought to have known that in the

performance of this duty or function or in the exercise of such power there is a furtherance of a private, personal or financial interest for themselves, their immediate family, or friends; or

b) Potential Conflict of Interest: arises where the Chief or a Councillor has private interests such that, while no conflict of interest has yet arisen, a conflict of interest would exist were the Chief or Councillor to become involved in discharging official responsibilities that could be influenced by their private interest; or

c) Perceived Conflict of Interest: exists where the Chief or a Councillor's private interests would appear to a reasonable person to conflict with their responsibilities even though there may not be in an actual conflict of interest;

**“Councillor”** means a person elected to the office of Councillor of the Saugeen First Nation Chief and Council, but does not include the Chief;

**“Elder”** means a Saugeen First Nation Member over the age of fifty-five years of age;

**“Saugeen First Nation”** means the collectivity that comprises all Saugeen First Nation individuals;

**“Saugeen First Nation Lands”** means the communal lands of the Saugeen First Nation that makes up what is commonly referred to as Saugeen First Nation No. 29;

**“Saugeen First Nation Member”** means an individual who is enrolled as a member of the Saugeen First Nation; and

**“Standing Committee”** means a committee of the Saugeen First Nation approved by Chief and Council.

## PART 1 – GUIDING PRINCIPLES

### Guiding Principles

3 Chief and Council, in the course of their duties, shall strive to:

a) honour the Seven Grandfather Teachings:

*Mnaadendmowin – Respect,*

*Gwekwadziwin – Honesty,*

*Akdehewin – Bravery,*

*Nbwaakaawin - Wisdom,*

*Dbaadendzin - Humility,*

*Zaagidwin – Love, and*

*Debwewin -Truth;*

b) advance, implement, protect and ensure the sustainability of the Saugeen First Nation's jurisdiction and sovereignty over Anishnaabekiing;

c) advance, implement, protect and ensure the sustainability of the Saugeen First Nation's Indigenous Rights and Treaty Rights;

- d) advance and protect the cultural identity of the Saugeen First Nation and Saugeen First Nation Members;
- e) establish and advance a collective vision and purpose for the Saugeen First Nation that includes a full expression of the Saugeen First Nation's autonomy from the Crown;
- f) work towards improving the education, economic development, health, social status and quality of life Saugeen First Nation Members;
- g) oversee and facilitate the responsible management and development of the Saugeen First Nation to meet the current and future needs of the Saugeen First Nation;
- h) ensure a clear separation between the roles of Chief and Council and Administration while acknowledging that these may overlap from time to time; and
- i) promote and ensure full accountability and transparency.

## **PART 2 – GOVERNANCE: ROLES AND RESPONSIBILITIES**

### **General**

- 4** Chief and Council's primary responsibility is to govern as one by working collectively and speaking with one unified voice. The Chief has limited additional roles including the Chair at all Chief and Council meetings and the spokesperson for Chief and Council and the Saugeen First Nation. Individual Councillors cannot make decisions on behalf of the Chief and Council or on the Saugeen First Nation's behalf unless otherwise stated in this Policy.
- 5** Employees and contractors are obligated to follow the direction of Chief and Council but never obligated to follow the direction of an individual Councillor acting alone.
- 6** Chief and Council are ultimately accountable to the Saugeen First Nation and Saugeen First Nation Members. As such, the Chief and Council shall ensure that all decisions that are made and implemented are done so in the best interests of the Saugeen First Nation and Saugeen First Nation Members, particularly regarding matters affecting Anishnaabekiiing, Indigenous Rights, Treaty Rights and Saugeen First Nation resources and finances.
- 7** In maintaining its accountability to the Saugeen First Nation and Saugeen First Nation Members, Chief and Council will abide by all legal obligations established from time to time in relation to the Chief and Council and the Saugeen First Nation.



## **General Chief and Council Responsibilities**

- 8** Chief and Council's authority and responsibilities shall include, but is not limited to:
- a) honouring the Seven Grandfather Teachings in their service of Saugeen First Nation Members;
  - b) the development, approval, and implementation of Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
  - c) the allocation and administration of Saugeen First Nation funds on behalf of and in the best interests of the Saugeen First Nation and Saugeen First Nation Members;
  - d) the designation and appointment of an interim Chief when there is a vacancy in the Chief's position;
  - e) calling and conducting community meetings at least quarterly, as needed, or as otherwise set out in this Policy;
  - f) calling and holding referendums;
  - g) approving and ensuring policies and objectives are fully implemented by the Band Administrator;
  - h) communicating with the Band Administrator in accordance with this Policy and other applicable Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
  - i) supporting the Band Administrator in decisions made in accordance with this Policy and other Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
  - j) approving new programs and services;
  - k) granting interests in Saugeen First Nation land(s);
  - l) advancing, protecting and ensuring the sustainability of the Indigenous Rights, Treaty Rights and way of life of the Saugeen First Nation and Saugeen First Nation Members;
  - m) advancing, protecting and ensuring the sustainability of the Nation's jurisdiction



and sovereignty over Anishnaabekiing;

- n) negotiating with the Crown or its designate concerning Indigenous Title, Indigenous Rights, Treaty Rights, Jurisdiction and Treaty implementation;
- o) negotiating with proponents, including municipalities, operating and seeking to operate within Anishnaabekiing;
- p) negotiating with government, agencies and other funders regarding the funding and implementation of programs and services;
- q) updating and amending this Policy as may be required from time to time;
- r) establishing Committees in accordance with this Policy;
- s) establishing complaints and appeals procedures;
- t) establishing an independent body to resolve disputes;
- u) establishing and maintaining relationships with local and regional municipalities on behalf of the Saugeen First Nation;
- v) appointing representation to external agencies and organizations; and
- w) appointing a proxy Councillor to attend political assemblies in the absence of the Chief.

### **Chief's Role**

- 9** The Chief is responsible for providing leadership to the Chief and Council and ensuring the integrity of Chief and Council's internal processes is preserved such that Chief and Council conducts itself consistent with this Policy and the applicable Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions.

Accordingly, the Chief:

- a) honours the Seven Grandfather Teachings when making decisions regarding the governance affairs of the Saugeen First Nation;
- b) serves as the elected leader of the Saugeen First Nation;
- c) represents and promotes the long-term best interests of the Saugeen First Nation, by listening to and understanding the needs of Saugeen First Nation Members, and reflecting those needs and interests in the plans and policies that will enhance the overall well-being of the Saugeen First Nation;

- d) works with the Chief and Council to establish and communicate the short term, intermediate and long-term vision, direction and goals of the Saugeen First Nation;
- e) works with the Chief and Council to empower staff, through the office of the Band Administrator, to establish programs and services to achieve the Saugeen First Nation's short term, intermediate and long-term vision, direction and goals;
- f) works with the Chief and Council through the office of the Band Administrator and the Saugeen First Nation Finance Department to establish the appropriate financial management and administrative structures and procedures for the efficient operation of all Saugeen First Nation programs and departments;
- g) works with the Chief and Council and the office of the Band Administrator annually to review and discuss community input and feedback through the various methods of program and service evaluations from all Saugeen First Nation programs and/or departments;
- h) works with the Chief and Council to oversee and maintain all the financial and administrative affairs of the Saugeen First Nation, through the office of the Band Administrator;
- i) works with the Chief and Council to approve and enforce all Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
- j) works with the Chief and Council to communicate with and inform Saugeen First Nation Members on all Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
- k) works with the Chief and Council to negotiate with funding agents for sufficient and effective funding levels;
- l) contributes to the best impartial decision-making processes to ensure that Saugeen First Nation funds are being utilized in the most effective and efficient manner possible to benefit all Saugeen First Nation Members;
- m) works with the Chief and Council to present an Annual Master Report, Annual Master Budget and Annual Audit to the community outlining each of the Saugeen First Nation programs and departments' accomplishments and future plans and objectives;
- n) attends, participates in and represents the community, as a whole, at all Chief and Council meetings;

- o) maintains respect and civility for colleagues, managers, directors, employees and Saugeen First Nation Members;
- p) promotes and upholds the integrity and dignity of the Saugeen First Nation, which includes its programs, departments, services, administrative structures, policies and employees;
- q) holds the authority of Chief and Council, acting in good faith, to make decisions regarding matters which require immediate attention, emergency situations, and special circumstances affecting the Saugeen First Nation, and, in such circumstances:
  - i) speaks on behalf of the Chief and Council and may delegate this authority to a Councillor(s), and
  - ii) will report to Chief and Council as soon as possible following their decision;
- r) represents the Saugeen First Nation at ceremonial and other special functions and may delegate this authority to a Councillor(s);
- s) is the lead on inter-governmental affairs issues and may delegate this role to a Councillor(s);
- t) chairs the Chief and Council meetings or delegates this authority to a Councillor and ensures that the meetings are conducted in an orderly and business-like manner and decides all questions of procedure;
- u) ensures all meetings and deliberations involving Chief and Council and Saugeen First Nation Members will be fair, open, thorough, and orderly and allocated the appropriate amount of time, keeping in mind the other matters before Chief and Council;
- v) shall ensure that meeting content will be limited to those issues that clearly fall exclusively within Chief and Council's jurisdiction and not the Band Administrator;
- w) only votes in the event of a tie;
- x) is an ex-officio member of all committees of Council;
- y) is a voting member of a committee when their attendance is required to make quorum for the committee; and
- z) will attend Chief's assemblies and other bodies where the Chief is the official representative of the Saugeen First Nation or delegates this authority, including the

authority to appoint a proxy, in the absence of a quorum of Chief and Council; and

- aa) takes full advantage of any training opportunities that may help in the performance of their roles and responsibilities as a member of the Chief and Council.

### **Role of a Councillor**

- 10** A Councillor serves as an elected representative of the Saugeen First Nation and shall ensure that they:
- a) honours the Seven Grandfather Teachings when making decisions regarding the governance affairs of the Saugeen First Nation;
  - b) represents and promotes the long-term best interests of the Saugeen First Nation, by listening to and understanding the needs of Saugeen First Nation Members, and reflecting those needs and interests in the plans and policies that will enhance the overall wellbeing of the Saugeen First Nation;
  - c) develops and maintains a sharing and exchanging network with other First Nations, First Nation organizations, and federal, provincial and municipal government agencies to enhance their leadership knowledge, skills and abilities as a Councillor;
  - d) works with the Chief and Council to establish and communicate the short term, intermediate and long-term vision, direction and goals of the Saugeen First Nation;
  - e) works with the Chief and Council to empower staff, through the office of the Band Administrator, to establish programs and services to achieve the Saugeen First Nation's short term, intermediate and long-term goals, objectives and plans;
  - f) works with the Chief and Council through the office of the Band Administrator and the Saugeen First Nation Finance Department to establish the appropriate financial management and administrative structures and procedures for the efficient operation of all Saugeen First Nation programs and departments;
  - g) works with the Chief and Council and the office of the Band Administrator annually to review and discuss community input and feedback through the various methods of program and service evaluations from all Saugeen First Nation programs and/or departments;
  - h) works with the whole Chief and Council to oversee and maintain all the financial and administrative affairs of the Saugeen First Nation, through the office of the Band Administrator;
  - i) works with the Chief and Council to approve and enforce all Saugeen First Nation

- laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
- j) works with the Chief and Council to communicate with and inform Saugeen First Nation Members on all Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
  - k) works with the Chief and Council to negotiate with funding agents for sufficient and effective funding levels;
  - l) contributes to the best impartial decision-making processes to ensure that Saugeen First Nation funds are being utilized in the most effective and efficient manner possible to benefit all Saugeen First Nation Members;
  - m) works with the Chief and Council to present an Annual Master Report, Annual Master Budget and Annual Audit to the community outlining each of the Saugeen First Nation programs and departments' accomplishments and future plans and objectives;
  - n) attends, participates in and represents the community, as a whole, at all Chief and Council meetings;
  - o) contributes to establishing and abiding by the Chief and Council meeting rules, and being respectful of their peers and those they represent, by attending all meetings, providing their input in making decisions and supporting the decisions made by the Chief and Council;
  - p) does not utilize their absence(s) to re-open discussion on decisions that were already made by at least a quorum of the Chief and Council;
  - q) contributes to the establishment of and abide by the agenda for Council meetings, with topics that are relevant to the roles and responsibilities of the Chief and Council;
  - r) passes or rejects Band Council Resolutions (BCRs) and/or motions, based on factual, impartial and rational information of a reliable and professional source;
  - s) maintains respect and civility for colleagues, managers, directors, employees and all Saugeen First Nation Members;
  - t) demonstrates that the primary duty as a Saugeen First Nation Councillor is to serve the Saugeen First Nation and all Saugeen First Nation Members;
  - u) promotes and upholds the integrity and dignity of the Saugeen First Nation, which

- includes its programs, departments, services, administrative structures, policies and employees;
- v) discharges the duties and responsibilities of a Councillor in a manner becoming of the position of a Saugeen First Nation Councillor;
  - w) provides prompt, courteous and temperate behavior in the performance of their duties as a Councillor; and
  - x) takes full advantage of any training opportunities that may help in the performance of their roles and responsibilities as a Saugeen First Nation Councillor.

### **Strategic Planning**

- 11** Chief and Council recognize the importance of strategic planning to the future of the Saugeen First Nation. Accordingly, Chief and Council shall undertake the following:
- a) establish and review the Saugeen First Nation's vision, comprehensive community plan, long and short-term goals, objectives, policies, laws, bylaws, regulations and procedures related to the Saugeen First Nation's administrative programs and services and ensure that they are followed and implemented;
  - b) define specific priorities in alignment with the comprehensive community plan for the Saugeen First Nation's programs and departments in cooperation with program supervisors and Committees, where applicable, and revise where appropriate;
  - c) ensure all programs and services within its jurisdiction are being effectively administered, and that related Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions are followed;
  - d) undertake a comprehensive, annual evaluation and review of Saugeen First Nation programs and staff roles and responsibilities;
  - e) regularly review, approve and, where necessary, revise the Saugeen First Nation's comprehensive community plan;
  - f) develop and implement an effective communication strategy to keep Saugeen First Nation Members involved in Chief and Council's progress and decisions;
  - g) meet with Saugeen First Nation Members at least once annually to discuss the comprehensive community plan and priorities within it; and
  - h) ensure that any external organizations that are carrying out a function on behalf of



the Saugeen First Nation are aligning their strategic planning with the Saugeen First Nation's strategic plan.

## **Finance**

- 12** Chief and Council's responsibilities for finances includes, but is not limited to, the following:
- a) approving the Saugeen First Nation's annual budget and budgets for all programs, departments and services;
  - b) authorizing certain banks for securing and handling the Saugeen First Nation's monies and investments
  - c) negotiating funding arrangements with Indigenous Services Canada or its successor, other government departments, and other sources of funding for matters that fall within the Saugeen First Nation's jurisdiction, and for which the Chief and Council have assumed responsibility;
  - d) being fully transparent and accountable to all Saugeen First Nation Members and to the Saugeen First Nation's funding agents;
  - e) establishing the necessary financial policies and procedures to ensure transparency and accountability; and
  - f) appointing an auditor on an annual basis to audit the finances of the Saugeen First Nation.

## **Capital Projects**

- 13** Chief and Council's responsibilities for all capital projects shall include, but is not limited to, the following:
- a) developing, approving, implementing and reviewing a capital plan for the Saugeen First Nation;
  - b) approving any new capital or infrastructure projects; and
  - c) negotiating and approving any service and taxation agreements with other governments.



## **Other Governments**

### **14 Chief and Council shall:**

- a) subject to this Policy, liaise with all levels of government, government agencies and departments on all matters affecting the Saugeen First Nation; and
- b) represent the Saugeen First Nation's interests at meetings and conferences and report back to Saugeen First Nation Members on key issues and concerns raised at these meetings and conferences; and
- c) be the sole voice of the Saugeen First Nation and is prohibited from delegating the Saugeen First Nation's authority to designated bodies at the regional, provincial and national level, to speak on behalf of the Saugeen First Nation on matters pertaining to the Saugeen First Nation's interests, with the exception of such bodies that have been established by the Saugeen First Nation by way of agreement.

## **External Agency and Organization Representation**

### **15 Chief and Council may appoint the Chief and or a Councillor(s) to represent the Saugeen First Nation's interests on external agencies, entities or organization's governance structures. In accordance with the provisions set out in this Policy, the Chief or Councillor appointed to an external representation position shall:**

- a) submit meeting reports to the Chief and Council of each meeting attended on behalf of the Saugeen First Nation in accordance with Schedule C;
- b) provide the Executive Assistant to Chief and Council with a copy of the organization's latest minutes for file as requested by Chief and Council;
- c) ensure Chief and Council, where appropriate, has access to the organization's founding and corporate documents;
- d) consider the Saugeen First Nation's best interests in all decision making;
- e) advocate for Saugeen First Nation's best interests;
- f) disclose any honourarium or gifts received from the organization to the Executive Assistant to Chief and Council; and
- g) ensure a positive relationship exists between the Saugeen First Nation and the organization.

## **Renumeration of Chief and Council**

**16** The Chief and Councillors are entitled to:

- i) receive compensation for performing their roles and responsibilities under this Policy and in accordance with any other relevant Saugeen First Nation laws and policies;
- ii) be reimbursed for travel and accommodation expenses while on Saugeen First Nation business and reimbursed for eligible Saugeen First Nation business related expenses; and
- iii) other eligible expenses in accordance with Saugeen First Nation's Financial Administration Law and other relevant laws, financial regulations, policies or procedures.

**17** The Chief and Councillors are entitled to 10 days (2 weeks) of paid vacation per the Saugeen First Nation's fiscal year, being April 1<sup>st</sup> to March 31<sup>st</sup> in the next calendar year, subject to the following conditions:

- i) requests for vacation leave must be made in writing and submitted for approval to Chief and Council a minimum of five (5) days prior to the proposed commencement date;
- ii) vacation days must be used within the fiscal year and cannot be carried over into the next fiscal year; and
- iii) vacation leave taken without proper authorization will not be paid unless directed by the Chief and Council.

**18** The Chief and Councillors must be present at and take part in all scheduled Council meetings, committee meetings, Joint Council meetings and Joint Council committee meetings to be fully compensated.

**19** For greater certainty, the Chief or Councillor will be compensated for their absence from Council meetings, committee meetings, Joint Council meetings and Joint Council committee meetings provided their absence was for the purpose of a scheduled vacation, scheduled appointment, for Council business, emergency or illness if they:

- i) notify the Executive Assistant to Chief and Council prior to the commencement of a scheduled Council meeting;
- ii) notify the Executive Assistant to Chief and Council as well as the Chair or Co-Chair prior to the commencement of a scheduled Committee meeting;
- iii) notify the Executive Assistant to Chief and Council prior to the commencement of a scheduled Joint Council meeting; and

- iv) notify the Executive Assistant to Chief and Council and the appropriate portfolio holder prior to the commencement of a scheduled Joint Council committee meeting.
- 20** The Executive Assistant to Chief and Council shall ensure the reasons for the Chief's or Councillor's absence in section 19 are properly noted in the applicable minutes of the scheduled Chief and Council, committee, Joint Council, or Joint Council committee meeting(s).
- 21** Compensation for the Chief and Councillors:
- a) will be determined by an independent third-party review to be carried out every five (5) years, commencing five (5) years from the date this Policy comes into effect;
  - b) may be adjusted for cost of living;
  - c) will be subject to budgetary constraints; and
  - d) will be paid bi-weekly.

#### **Committees – General Provisions**

- 22** Chief and Council shall create Committees for specific and time-limited purposes and appoint the appropriate number of members with terms of reference established in accordance with Schedule A.
- 23** All Committee members must be familiar with and always conduct themselves in accordance with all Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions.
- 24** Committees are a key component to the governance of the Saugeen First Nation and vital to the successful implementation of the necessary goals, strategic direction and mandates of the Chief and Council. As such, it is critical that Committees function appropriately. Accordingly, the Chief and Council shall review all Committees annually and, where necessary, dissolve and or appoint a new Committee(s).
- 25** Committees do not have any authority to act independently of Chief and Council. As such, any recommendations made by Committees are not deemed to be decisions until adopted by the Chief and Council by way of motion(s).
- 26** Committees do not have the authority to direct the Band Administrator or staff and shall not engage in or entertain any matters that fall under Administration and the authority of the Band Administrator.
- 27** The role of staff on Committees must be clearly outlined in the Committee's

terms of reference, and the Band Administrator must authorize their involvement.

- 28** Chief and Council shall appoint at least two members of Council to each Committee to serve as the Chair and Co-Chair. Councillors appointed to Committees shall sit as non-voting members except when the Co-Chair is required for the purpose of establishing a quorum, in which case the Co-Chair shall be entitled to vote on any recommendations made by the Committee. The Chair shall at no time be entitled to vote on any recommendations made by the Committee.
- 29** The Chief shall be an ex-officio member of all Committees established by Chief and Council.

### **Standing Committees**

- 30** Chief and Council shall appoint all Standing Committees within 60 days after an election to include, but not limited to, the following:
- a) Health and Wellness;
  - b) Community and Social Services;
  - c) Operations and Infrastructure;
  - d) Education and Early Years;
  - e) Policing and Emergency Services;
  - f) Economic Development;
  - g) Finance and Audit;
  - h) Governance;
  - i) Beach Advisory;
  - j) Elders; and
  - k) Youth.
- 31** All Standing Committees shall be appointed to serve, at a minimum, a term concurrent with the Chief and Council.
- 32** Applications for all Standing Committees must be received within 30 days after an election.

- 33** Chief and Council shall screen applications for all Standing Committees based on the applicants' skills and experience for each specific Standing Committee and appoint all successful applicants by way of motion.
- 34** Chief and Council shall assign a minimum of two Councillors, as portfolio holders, to each Standing Committee to serve as the Chair and Co-Chair and will:
- a) attend meetings, conferences, functions and assemblies specific to their portfolio(s);
  - b) provide written reports of regional, provincial, national and international policy issues affecting the Saugeen First Nation;
  - c) liaise and network with individuals and organizations within their portfolio(s) as requested by Council and Council;
  - d) propose within their respective portfolio(s), where needed, amendments to existing Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions; and
  - e) advocate for the Saugeen First Nation, with the support of the respective Standing Committee(s) and as requested by Chief and Council, on issues within their portfolio(s).
- 35** Each Standing Committee shall have terms of reference consistent with Schedule A.

#### **Ad hoc Committees**

- 36** Chief and Council may establish from time to time an Ad hoc Committee(s) to address specific issues or matters of importance to the Chief and Council, Saugeen First Nation or Saugeen First Nation Members.
- 37** An Ad hoc Committee(s) shall be appointed for a specific period and will cease to function as soon as the Ad hoc Committee's specific purpose has been met.
- 38** An Ad hoc Committee(s) shall be established by way of motion.
- 39** Chief and Council will determine the composition of an Ad hoc Committee(s) and, if applicable, shall screen applications for the Ad hoc Committee(s) based on the applicants' skills and experience for the Ad hoc Committee(s) and appoint all successful applicants by way of motion.
- 40** An Ad hoc Committee(s) shall have terms of reference consistent with Schedule A.

## **PART 3 – CODE OF CONDUCT**

### **Standards of behaviour and expectations**

- 41** The proper operation of Chief and Council requires that Council members be independent, impartial, and duly responsible to Saugeen First Nation members. Council members are expected to conduct themselves in an ethical, legal and professional manner. To this end, the Chief and Councillors shall:
- a) be accountable to the Saugeen First Nation Members in the performance of their duties and obligations;
  - b) conduct themselves in a professional and reasonable manner (adhering to the Seven Grandfather Teachings);
  - c) be prompt in the performance of their duties;
  - d) focus primarily on strategic planning and governance rather than day-to-day administrative matters, while acknowledging that these may overlap from time to time;
  - e) refer complaints and personnel matters to the proper administrative staff and refrain from advising, instructing, consulting, directing, or disciplining staff, except through the Band Administrator;
  - f) attend Chief and Council meetings unless there is a valid reason for absence or lateness;
  - g) respect resolutions that have been passed by Chief and Council at any meetings that have been convened by a quorum of Chief and Council;
  - h) recognize that the strength of Chief and Council is as a collective, not as individuals, and ensure that Chief and Council strive to speak as “One Voice”;
  - i) respect and comply with all Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
  - j) uphold formal commitments made by the Saugeen First Nation;
  - k) uphold formal contracts approved by the Saugeen First Nation;
  - l) ensure prudence and probity in allocating or spending Saugeen First Nation funds;
  - m) respect the role of the Council as set out in Part 2;
  - n) respect the role of the Chief and each Councillor as set out in Part 2;



- o) not knowingly engage in unlawful activity;
- p) maintain the highest ideals of honour and integrity in public, and personal relationships and discharge faithfully the duties of office;
- q) maintain confidentiality of privileged information;
- r) avoid conflicts of interest;
- s) not maliciously or falsely injure the professional or ethical reputation, the prospects, or practice of staff;
- t) not use or attempt to use, their authority or influence for the purpose of intimidating, threatening, coercing, commanding, or influencing any staff member with the intent of interfering in staff's duties; and
- u) enforce self-policing when the Chief or a Councillor(s) stray from good governance and the provisions of this Policy in accordance with Part 5.

#### **Confidentiality and Discretion**

- 42** If in the course of their official duties, the Chief or Councillor(s) acquires information about a person that is considered confidential information, either by the Chief and Council or under this or any other Saugeen First Nation law, they must not use or disclose that information except in accordance with Chief and Council or any Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions and:
- (a) with the consent of that person; or
  - (b) in so far as is necessary to carry out their official duties.
- 43** If during a meeting, the Chief and Council hold an in-camera discussion of a matter, a person present at that discussion ***must not*** reveal the details of that discussion, except
- (a) in so far as is reasonably necessary to carry out a decision arising from that discussion in accordance with a resolution of the Chief and Council; or
  - (b) as specifically authorized by a resolution of that or a later meeting.

#### **Abuse of Office**

- 44** The Chief or Councillor(s) must not directly or indirectly accept, demand, or request any personal economic favour, advantage or benefit for any person in exchange for:

- (a) voting or deciding a matter in a particular way;
  - (b) influencing or attempting to influence a vote or decision of any branch of the Saugeen First Nation; or
  - (c) causing or attempting to cause a denial, interruption, or delay of any service provided by the Saugeen First Nation.
- 45** The Chief or Councillor(s) must not directly or indirectly cause, attempt to cause, or threaten to cause an improper denial, interruption, or delay of any service provided by the Saugeen First Nation.
- 46** The Chief or Councillor(s) must not engage in any conduct towards another elected or appointed person, or an employee or contractor of the Saugeen First Nation that contravenes Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions, the laws of Canada or Ontario.

#### **Dealing with Finances and Property**

- 47** The Chief or Councillor(s):
- (a) must not knowingly claim any payment or financial benefit to which the person is not entitled; and
  - (b) must promptly pay to the Saugeen First Nation any money that the person owes to the Saugeen First Nation.
- 48** The Chief or Councillor(s) who has in their possession or custody any property of the Saugeen First Nation must:
- (a) handle and safeguard that property with the same degree of care as would a prudent owner;
  - (b) use that property only for purposes associated with the person's official duties, or for any personal and occasional purpose;
  - (c) not allow any other person to use that property other than for purposes associated with the person's official duties, or for any personal and occasional purpose; and
  - (d) return that property to the designated person, on demand.

## **Conduct towards Employees and Contractors**

- 49** The Chief or Councillor(s), when acting in their official capacity:
- (a) must treat each employee or contractor of the Saugeen First Nation in a respectful manner; and
  - (b) must respect the responsibility of managers and administrators to direct and instruct employees and contractors.

## **Unethical standards not addressed are not condoned**

- 50** For greater certainty, the Chief and Council, under this Part, shall not assume that any unethical activities not covered by or specifically prohibited by these ethical standards of conduct are therefore condoned.

## **PART 4 – CONFLICT OF INTEREST**

### **Conflict of Interest Prohibition**

- 51** The Chief and Council shall always act in the best interests of the Saugeen First Nation. They will perform their duties in such a manner that promotes the Community's confidence and trust in the integrity, objectivity and impartiality of their decisions. While engaged in the affairs of the Saugeen First Nation, all members of Chief and Council shall avoid conflicts of interest. The Chief or a Councillor(s) has conflict of interest if they exercise an official power or perform an official function knowing that in doing so there is an opportunity to further their private interest, and their private interests supersede or compete with their dedication to the best interests of the Saugeen First Nation.
- 52** The Chief or a Councillor(s) must not exercise an official power or perform an official duty or function if they have a conflict interest.

### **Employment**

- 53** A person who holds an elected office within the Saugeen First Nation shall not:
- a) be an employee of the Saugeen First Nation;
  - b) be an employee of any Saugeen First Nation owned business;
  - c) be an employee of any corporate entity established by or for the Saugeen First Nation, including, but not limited to, the Red Road Café & Grill Inc., Saugeen Driftwood Inc., and Zaag'idiwin Ngodooodegizwin Dibendaagziwin Naakningewin;

- d) be an employee of the Saugeen Ojibway Nation Environment Office; and
- e) directly supervise an employee of the Saugeen First Nation if that employee is a member of the representative's immediate family.

- 54** Each person who holds an elected or appointed office in any branch of the Saugeen First Nation may maintain other employment, business, trade or professional activities but must endeavour to arrange these in a manner that does not conflict with the person's official duties.

#### **Acceptance of Gifts or Personal Benefits**

- 55** The Chief or a Councillor(s) is in a conflict of interest if they accept a gift or personal benefit that might reasonably be seen to have been given to influence them in the exercise of their powers or the performance of their duties or functions.
- 56** Despite section 55, the Chief or a Councillor(s) may accept a gift or benefit if the gift or benefit
- (a) would be considered within
    - (i) normal protocol exchanges or social obligations associated with the person's office or duties,
    - (ii) normal exchanges common to ordinary business relationships, or
    - (iii) normal exchanges common at public cultural events of the Saugeen First Nation or other First Nations,
  - (b) is of nominal value,
  - (c) is given by a friend or a relative solely as an element of that relationship, or
  - (d) is of a type that is permitted under the policies or directions issued by Chief and Council.
- 57** The Chief or a Councillor(s) is not in a conflict of interest if engaged in the conduct of business with another party, if the party, by agreement, assumes costs which otherwise would be costs to the Saugeen First Nation or a Saugeen First Nation Corporation because of the business relationship.
- 58** If a gift or benefit with a value greater than \$500 is given to the Chief or a Councillor(s), they are not in a conflict of interest provided they make a written disclosure of the gift or benefit to the Chief and Council.

## **Exception**

- 59** The Chief or a Councillor(s) must not be found to be in a conflict of interest if the matter with respect to which they have an interest is the payment of an account or the creation or alteration of a benefit generally available to Saugeen First Nation Members, about which they as a Saugeen First Nation Member or as a property owner, has a right to be heard.

## **Disclosure statement**

- 60** The Chief and each Councillor must each file with the Band Administrator, within thirty (30) days of taking office, an affidavit in the prescribed form, setting out the following:
- (a) the names of all corporations in which they have an interest as shareholder, director or officer;
  - (b) the names of each proprietorship, partnership or other business entity in which they have an interest and the names of each of the other persons who have a substantial financial interest in that proprietorship, partnership or other business entity.
- 61** The Chief and or Councillor(s), to whom section 60 applies, must
- (a) make a supplemental affidavit in the form set out by the Band Administrator and file it with them as soon as is reasonably possible if any of the matters set out in the affidavit provided under section 60 are not or are no longer true, accurate and complete, and
  - (b) provide any additional information about such matters that the Band Administrator may require.
- 62** The Band Administrator must maintain a permanent record of affidavits and supplemental affidavits required and made under this Part.

## **Responsibility to Disclose when in Conflict of Interest**

- 63** The Chief or a Councillor(s) must not be found to be in a conflict of interest if they, at the first available opportunity:
- (a) disclose the particulars of a conflict of interest, and
  - (b) abstain from being involved in any discussion regarding the matter and from voting on any question relating to it.

## **Conduct at Meetings**

- 64** If the Chief or a Councillor(s) considers that they have a conflict of interest in

respect of a matter to be discussed or voted on at a meeting, they:

- (a) must declare the conflict of interest and its general nature at the meeting;
- (b) must immediately leave the meeting or that part of the meeting during which the matter is to be *discussed or voted* on;
- (c) must not take part in the *discussion or vote* on the matter or attempt to influence the *discussion or vote* on the matter before, during or after the meeting; and
- (d) must not execute any document in relation to the matter unless specifically directed to do so by the body concerned.

- 65** A person responsible for recording the proceedings of a meeting referred to in section 64 must record the Chief or a Councillor(s) declaration of a conflict of interest and the time when the member was absent from the meeting.
- 66** On request of a Councillor(s) at a meeting, the Chair may invite any Councillor to consider whether they have a conflict of interest in respect of a matter to be discussed or voted on at the meeting.
- 67** For purposes of sections 64, 65 and 66, the Chief or a Councillor(s):
- (a) has a conflict of interest in respect of a matter if their direct or indirect private interest would be, or could reasonably be expected to be, affected by a decision on that matter, and if the Chief or a Councillor(s) is able to use their office to make, participate in the making of, influence or attempt to influence that decision; but
  - (b) does not have a conflict of interest in respect of a matter if the Chief or Councillor(s) direct or indirect private interest in the matter:
    - (i) is the same interest as a broad class of Saugeen First Nation Members;
    - (ii) relates to the Chief or Councillor(s) compensation or payment of expenses while acting in their official capacity;
    - (iii) is so remote or insignificant that it cannot be reasonably be regarded as likely to influence the Chief or a Councillor(s) in relation to the matter; or
    - (iv) arises out of a gift given or received by the Chief or a Councillor(s) during a customary celebration or similar public occasion.
- 68** The Chief or a Councillor(s) indirect private interest includes the private interest of:
- (a) their spouse;



(b) a minor in respect of whom they are a parent, acts in a parental capacity or is a guardian;

(c) an individual, other than their employee, who is financially dependent upon them or upon whom they are financially dependent; and

(d) an entity in which they or in combination with a person described in paragraph (a), (b) or (c) has a controlling interest.

### **Quorum where Disclosure Occurs**

**69** The absence of the Chief or a Councillor(s) from a meeting because of the requirements of section 64 must not be considered in determining whether a quorum is present for that meeting and for this purpose the Chief or a Councillor(s) must be counted as being present, even though they are absent from part or all of the meeting.

**70** If, because of the operation of section 64 there are fewer than five (5) members of the Chief and Council able to be involved in any discussion on a particular matter or to vote on any question relating to that matter, the matter *must* be deferred or tabled until such time as a quorum of Chief and Council can be established.

### **Contracts**

**71** The Chief or a Councillor(s) may not directly or indirectly enter a contract with the Saugeen First Nation or a Saugeen First Nation Corporation while they are acting in an official capacity or for six (6) months following the date on which that person ceases to act in that capacity, unless

(a) the contract is awarded in accordance with the procurement policies of the Saugeen First Nation or a Saugeen First Nation Corporation,

(b) the interest is disclosed, and

(c) the work to be performed under the contract is reasonably necessary to the Saugeen First Nation or a Saugeen First Nation Corporation and the fees payable for performing the work stipulated in the contract are fair and reasonable in relation to the fees that would be paid to an independent person for the same work.

### **Unauthorized use of Restricted Information**

**72** The Chief or a Councillor(s) may not use information that is

a) supplied in confidence to Chief and Council,

b) not generally available to all Saugeen First Nation Members, and

- c) obtained while that person serves in an official position or at any time they cease to serve in that position, if the information at issue could result in, or could appear to have resulted in, a financial benefit to them.

### **Implications for Agreements in which Restricted Information Used**

- 73 Any financial benefit received in contravention of section 72 may be recovered by the Chief and Council from the person who received the financial benefit, unless it involved doing something required to be done because of the existence of an emergency, if it could be reasonably concluded that compliance with the requirements of section 72 would have been impracticable.

## **PART 5 – COMPLIANCE AND ENFORCEMENT**

### **General**

- 74 The Chief and Councillors are required by their oath of office to uphold and comply with this Policy. The Chief or any Councillor(s) who breaches this Policy or otherwise fails to uphold their oath of office may be subject to sanctions under this Policy.
- 75 The Chief and Council will uphold this Policy and are responsible for applying and enforcing this Policy, including addressing any potential breaches of the code of conduct and or conflicts of interest that are brought to the attention of the of Chief and Council by any Saugeen First Nation members, the Chief or Councillor(s), or an employee.
- 76 The Chief and or Councillor(s) subject to an alleged contravention of the code of conduct and or a conflict of interest shall cooperate in every way possible to facilitate the compliance with, application of, and enforcement of this Policy.
- 77 The Chief and or Councillor(s) shall not:
- a) undertake or threaten any act of reprisal against any person for providing relevant information to Chief and Council or the Band Administrator; or
  - b) obstruct Chief and Council, or any other person, in carrying out the objectives or requirements of this Policy.

### **Investigation and Sanctions**

- 78 If Chief and Council have reason to believe that the Chief or a Councillor(s) has breached the code of conduct and or has a conflict of interest, the Chief and Council may:
- a) investigate the potential breach; and

- b) following the investigation, determine whether the Chief and or Councillor has breached the code of conduct or has a conflict of interest.

**79** Chief and Council will conduct all investigations and make all determinations regarding potential contraventions of the code of conduct and or conflicts of interest in good faith and in accordance with the principles of procedural fairness.

**80** Chief and Council may take any one or more of the following actions to sanction the Chief and or Councillor(s) upon a determining that the Chief and or Councillor has breached the code of conduct and or has a conflict of interest and has failed to take the necessary steps set out by Chief and Council to address the conflict of interest:

- a) publishing a letter of reprimand addressed to the Chief and or Councillor(s);
- b) formally censuring the Chief and or Councillor(s) in official minutes of a Chief and Council meeting or by motion;
- c) requesting the Chief and or Councillor(s) issue a letter of apology;
- d) publishing the request for apology and the Chief and or Councillor's response to that request;
- e) suspending or removing the Chief and or Councillor(s) from some or all Committees or other bodies to which the Chief and or Councillor(s) was appointed by Chief and Council;
- f) seeking financial restitution from the Chief and or Councillor(s) personally for any damages, losses, claims, fees, or costs incurred by the Saugeen First Nation, because of the Chief's and or Councillor's contravention of the code of conduct and or conflict of interest, by agreement or through the courts; and
- g) any other sanction Chief and Council deem reasonable and appropriate in the circumstances, provided that the sanction does not prevent the Chief and or Councillor(s) from fulfilling the duties of the Chief or Councillor and the sanction is not contrary to any applicable law.

## **PART 6 – COUNCIL PROCEDURES FOR THE CONDUCT AND CONTENT OF MEETINGS**

### **General**

**81** The primary accountability of the Chief and Council is the well-being of the Saugeen First Nation. The Chief and Council will conduct meetings in a manner that ensures transparency to Saugeen First Nation Members for their decisions.

## **Orientation and Meetings of the Chief and Council**

- 82** Chief and Council shall hold its first meeting within 14 days immediately following an election to establish an agenda for an orientation session, to include an overview of:
- (a) Chief and Council's roles and responsibilities;
  - (b) administration and key priorities across all programs;
  - (c) governance and committee structures, including strategic priorities;
  - (d) review of Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions;
  - (e) strategic plans, Saugeen First Nation businesses and partnerships, on-going and planned projects;
  - (f) legal matters, including on-going and planned litigation; and
  - (g) all Joint Council matters, the structure and operations of the Environment Office, existing and potential partnerships with proponents in operating in Anishnaabekiing, and on-going and planned engagement with the community.
- 83** The Chief and Council shall meet on a regular basis and no less than once a month and will receive adequate notice in writing of the date, time and location of all council meetings and other meetings that Council is expected to attend, except for regularly scheduled meetings.
- 84** The Chief, individually or at the request of a Councillor(s), may call an emergency meeting of the Council to discuss important matters concerning public safety or matters that require immediate attention that cannot wait until the next regularly scheduled meeting.
- 85** The Chief and each Councillor shall attend all community meetings that are called by the Chief and Council and follow all approved meeting procedures.
- 86** The Chief or a Councillor shall not be absent for three consecutive meetings of the Chief and Council without being authorized to do so or without reasonable excuse.
- 87** In the event of a passing of a Saugeen First Nation Member(s), the Chief and Council shall not hold meetings or conduct any business on the day of the funeral.

## **Quorum**

- 88** Quorum for all Chief and Council meetings shall be a majority of Council, which, for greater certainty, are the Chief or appointed Chairperson and five (5) Councillors.
- 89** If quorum is not present within 30 minutes of the time appointed for the meeting, the names of the member(s) present will be recorded, and the Chief and Council shall adjourn all matters until the next meeting.
- 90** If the Chief has not taken the chair 15 minutes after the meeting was due to begin, the Council shall appoint another Chair from among the Councillors present to act temporarily until such time as the Chief is present.

## **Chair**

- 91** The Chief shall serve as the Chair for all meetings of Chief and Council. In the absence of the Chief, a Chair shall only be appointed from among the elected Councillors present at a duly called meeting.
- 92** The Chair does not have a vote, except in the instance where a motion is tied, in which case they are permitted to cast a vote. The Chair's ruling on any point shall be final, except under certain procedural motions.
- 93** The Chair is responsible for ensuring that all Chief and Council meetings are conducted in an orderly fashion and, as such, shall ensure that the meeting is in order, that remarks are relevant to the question under debate, that Councillors do not intimidate speakers and that Councillors do not make defamatory remarks concerning another.

## **Agenda/Order of Business**

- 94** The Executive Assistant to Chief and Council, in consultation with the Chief and Council, shall prepare and provide a copy of the agenda for each regularly scheduled Chief and Council meeting a minimum of three business days prior to the regularly scheduled Chief and Council meeting.
- 95** The Agenda shall set out the order of business as follows:
- a) Call to Order & Opening Prayer;
  - b) Adoption of Agenda;
  - c) Reading & Adoption of the Minutes;
  - d) Unfinished business from the previous Chief and Council meeting;
  - e) Travel Acknowledgements;

- f) Bills to Pay Report;
- g) Committee Minutes;
- h) Band Administrator's Report;
- i) Director/Department Report(s);
- j) Deputations or Presentations from Guests
- k) New Business
- l) Closed/In-Camera (if required); and
- m) Adjournment and date of next meeting.

- 96** Prior to the adoption of the Agenda the Chair shall ask only those Councillors present whether they have any additions to the Agenda. Councillors must voice their addition to the Agenda at that time.
- 97** The adoption of the Agenda shall be done by way of motion and is final once it has been adopted.
- 98** The Chief and or Councillor(s) may only raise additional items for discussion during the meeting with the concurrence of a majority of the Councillors under extraordinary circumstances.

### **Council Decisions**

- 99** Decisions of Chief and Council shall be effective upon a duly passed motion that has been executed by a quorum of the Chief Council.
- 100** Chief and Council may make decisions by motion, which are effective immediately.
- 101** Chief and Council shall strive to reach decisions by way of consensus, but all decisions must be made by a majority of the Councillors present and voting.
- 102** All Councillors shall vote either "For/In Favour" or "Against/Opposed" on all motions unless they are excluded due to a conflict of interest.
- 103** A Councillor(s) may "Abstain" on a vote only if they have a conflict of interest or feel that there is insufficient information to render a decision. For greater certainty, the Chair shall include an "Abstention(s)" on a motion in determining quorum but shall not count the "Abstention(s)" for the purposes of determining a vote.
- 104** On every vote taken, each Councillor shall announce their vote individually and openly.



## **Minutes**

- 105** Chief and Council shall retain minutes of all Chief and Council meetings.
- 106** The Chief and Council shall appoint the Executive Assistant to Chief and Council or their designate to record and maintain the minutes of all Chief and Council meetings.
- 107** The minutes of all Chief and Council meetings, once adopted, shall be posted, in abbreviated form, each month in the Saugeen First Nation News.
- 108** Chief and Council shall make minutes available to a Member(s) for review as soon as reasonably possible after a request to the Executive Assistant has been submitted in writing by a Member(s).
- 109** Personal information about an individual Member(s) recorded in the minutes shall not be disclosed to the public unless the individual Member(s) has given express written consent to do so or Chief and Council is authorized to do so in accordance with a Saugeen First Nation Law(s), Federal Privacy Law(s) or Provincial Privacy Law(s) of general application.

## **In-Camera Sessions**

- 110** Chief and Council meetings shall be open to Members of the Saugeen First Nation, but from time to time may be required to conduct a portion of a meeting(s) In-Camera.
- 111** Chief and Council shall limit In-Camera sessions to issues falling under the following categories:
- a) Confidential information protected by the law;
  - b) Personnel and Human Resources information;
  - c) Commercially sensitive information;
  - d) Land transfers;
  - e) Information obtained from other governments or corporations that could violate confidentiality agreements;
  - f) Intergovernmental relations;
  - g) Legal opinions, privileged information, or advice provided by a solicitor;
  - h) Litigation or potential litigation affecting the Saugeen First Nation;
  - i) Access to, or security of, buildings, structures or systems, including computer or communication systems;
  - j) Information gathered by police or other investigative agencies;
  - k) Labour and employment matters; and
  - l) Matters protected by applicable privacy legislation.

- 112** In-Camera sessions shall be listed on the agenda for the meeting in which they are held. The agenda should, when possible, contain a “Confidential” heading and provide a brief description of the topic.
- 113** Only members of Chief and Council or anyone required to do so by the Chair shall be permitted to be in attendance during an In-Camera session of Chief and Council. Members of the Saugeen First Nation may return to the open meeting of Chief and Council following an In-Camera session.
- 114** A motion is required to move into an In-Camera session of Chief and Council and is required to come out of the In-Camera session. The minutes should reflect that a motion was made to move into an In-Camera session of Chief and Council and to return to an open meeting.
- 115** A motion to move into an In-Camera session of Chief and Council is not debatable, provided the Councillor moving the motion does not interrupt another member of Chief and Council who already has the floor, and requires a simple majority to pass.
- 116** Matters considered during an In-Camera session of Chief and Council shall be for information, questions and discussion and are confidential and are subject to the conflict of interest provisions set out in this Policy.
- 117** Chief and Council may make decisions by way of motion in an In-Camera session provided such decisions are related to the matters set out in section 111 and or the subject matter is strictly confidential or privileged, otherwise, decisions should be made, without revealing confidential or privileged information, after Chief and Council has returned to an open meeting.

### **In-Camera Minutes**

- 118** Chief and Council shall file the minutes of all In-Camera discussions in a secure and fireproof cabinet and, where applicable, in accordance with the applicable Saugeen First Nation Law(s), Federal Privacy Law(s) or Provincial Privacy Law(s) of general application.
- 119** All In-Camera portions of Chief and Council meetings shall be separate from and will not be inserted into the regular Chief and Council minutes or made available to the public unless Chief and Council is authorized to do so in accordance with this Law or any other Saugeen First Nation Law(s), Federal Privacy Law(s) or Provincial Privacy Law(s) of general application.
- 120** Descriptions or details of In-Camera sessions will not be published or otherwise publicly shared. However, Chief and Council may report out on motions made in an In-Camera session, without revealing confidential or privileged information, by including a basic description of the motion to be included in the minutes in

accordance with sections 105 to 109.

### **Members Attendance and Participation in Chief and Council Meetings**

- 121** Chief and Council shall notify and provide a schedule of all regularly scheduled Chief and Council meetings to the Members of the Saugeen First Nation within 60 days of taking office.
- 122** Chief and Council shall provide at least one week's notice of any changes to the schedule for regularly scheduled Chief and Council meetings and for, only where possible to do so, special meetings of Chief and Council.
- 123** All Chief and Council and Committee meetings are open to the Membership of the Saugeen First Nation, with the exception of Chief and Council meetings or portions thereof that are held In-Camera or Chief and Council or Committee discussions that deal with personal information of an individual(s), employee(s) or Member(s) or that the Chief and Council or Committee considers confidential or is otherwise protected by a Saugeen First Nation Law(s), Federal Privacy Law(s) or Provincial Privacy Law(s) of general application.
- 124** No Member will be excluded or removed from either Chief and Council or Committee meetings except for conduct deemed disruptive by the Chief and Council or Committee or in accordance with section 123.
- 125** Unless otherwise authorized or invited by Chief and Council, only a Member(s) who is directly affected by an item on the agenda may participate in either the Chief and Council discussion during a Chief and Council meeting or Committee meetings.

### **Deputations**

- 126** The Chief and Council shall set aside time on the agenda once a month for deputations.
- 127** The Chief and Council shall, in accordance with section 121, provide notice to Saugeen First Nation Members of the dates and times of regularly scheduled meetings for deputations.
- 128** Individuals wishing to make a deputation must submit their request, reasons for their deputation, and any supporting documentation to the Executive Assistant to Chief and Council no later than five days prior to the regularly scheduled meeting for deputations.

## **PART 7 – MANNER AND FORM OF AMENDING THIS POLICY**

### **Review every three years**

- 129** Chief and Council shall conduct a review of this Policy every three years and make the necessary amendments to reflect changes in applicable law, other Saugeen First Nation policies, and to ensure compliance with the primary purpose and objectives of this Policy.

### **Council may amend from time to time**

- 130** Council may amend this Policy from time to time to reflect changes in applicable law, other Saugeen First Nation policies, or any relevant circumstance.
- 131** Proposed amendments must be posted for a minimum of sixty (60) days for comment by Saugeen First Nation Members.

### **Amendments must be approved by Chief and Council**

- 132** Chief and Council shall approve all amendments to this Policy by way of motion.

### **Coming into force**

- 133** This Policy comes into force and in effect on the date it is ratified by Chief and Council by way of motion at a duly convened meeting by Chief and Council.

## **SCHEDULE A**

### **Committees**

#### **General Principles for Establishing Committees**

- 1** Chief and Council shall create Committees for specific and time-limited purposes and appoint the appropriate number of members with terms of reference established in accordance with this Schedule.
- 2** All Committee members must be familiar with and always conduct themselves in accordance with all Saugeen First Nation laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions.
- 3** Committees are a key component to the governance of the Saugeen First Nation and vital to the successful implementation of the necessary goals, strategic direction and mandates of the Chief and Council. As such, it is critical that Committees function appropriately. Accordingly, the Chief and Council shall review all Committees annually and, where necessary, dissolve and or appoint a new Committee(s).
- 4** Committees do not have any authority to act independently of Chief and Council. As such, any recommendations made by Committees are not deemed to be decisions until adopted by the Chief and Council by way of resolution(s).
- 5** Committees do not have the authority to direct the Band Administrator or staff and shall not engage in or entertain any matters that fall under Administration and the authority of the Band Administrator.
- 6** The role of staff on Committees must be clearly outlined in the Committee's terms of reference, and the Band Administrator must authorize their involvement.
- 7** Chief and Council shall appoint at least two members of Council to each Committee to serve as the Chair and Co-Chair. Councilors appointed to Committees shall sit as non-voting members except when the Co-Chair is required for the purpose of establishing a quorum, in which case the Co-Chair shall be entitled to vote on any recommendations made by the Committee. The Chair shall at no time be entitled to vote on any recommendations made by the Committee.
- 8** The Chief shall be an ex-officio member of all Committees established by Chief and Council.

## **Template: Terms of Reference for Establishing Committees**

### **Definitions:**

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

### **Name and Type:**

- Clearly outline the name and type of Committee.
- Provide a clear and concise overview of how and why the Committee was established.

### **General Purpose and Mandate:**

- Outline the authority given to the Committee by Chief and Council.
- Set out a statement that the Committee is to be provided with copies of the Saugeen First Nation’s laws, by-laws, regulations, codes, policies, rules, procedures, directives, guidelines, authorizations, standards, declarations, notices, requirements and directions. This will ensure the Committee is oriented to the same goals as the Chief and Council.
- Clearly outline what the Committee is expected to achieve on behalf of the Chief and Council.
- Clearly outline the parameters of the Committee, for example, how much freedom does the Committee have?
- What is the term of the Committee?

### **Duties and Responsibilities:**

- Clearly set out the Committee’s objectives.
- Define and limit the Committee’s authority.
- Clearly set out the specific tasks of the Committee and how it is to work towards fulfilling these tasks.
- Define the Committee’s role in relation to Chief and Council.

### **Appointments and Composition:**

- Clearly set out how members are appointed and removed, including whether there will be alternates and how they are identified.
- Identify the Chair and Co-Chair.
- Clearly set out the term of service for each member.
- Define what is expected from members in terms of experience, ability, knowledge, etc.



**Meetings:**

- Clearly set out when and where meetings will be held.
- Define how and who is responsible for scheduling meetings and preparing agendas (it is ideal to have agenda prepared and provided to Committee members and Chief and Council prior to Committee meetings).
- Clearly outline the logistics, including who is responsible for notifying Committee members of meetings, who is responsible for taking minutes, who can attend the Committee meetings and communications (especially to community members).

**Quorum:**

- Clearly set out what constitutes quorum.

**Resources:****Financial**

- Clearly outline the funds that are available to the Committee and the purpose of these funds.
- Identify any and all restrictions on expenditures as well as any approvals that may be required for expenditures.
- Outline any timing considerations.

**Staff**

- Clearly set out the staff required to work with the Committee and their role.
- Outline how much staff time is allocated to the work of the Committee and what restrictions may apply.
- Define the process or means by which the Committee can utilize additional staff time if required.

**Specific Annual Objectives/Targets:**

- Clearly set out the specific annual objectives/targets that the Committee needs to accomplish.

**Reports and Targets Dates:**

- Clearly set out whom the Committee must report to and how often the Committee must report.
- Outline any key requirements in terms of what must be contained in each report(s).
- Identify who is responsible for reporting.
- Define any limitations on the authority of the Committee in terms of reporting, for example, is approval required before any action(s) is taken by the Committee or

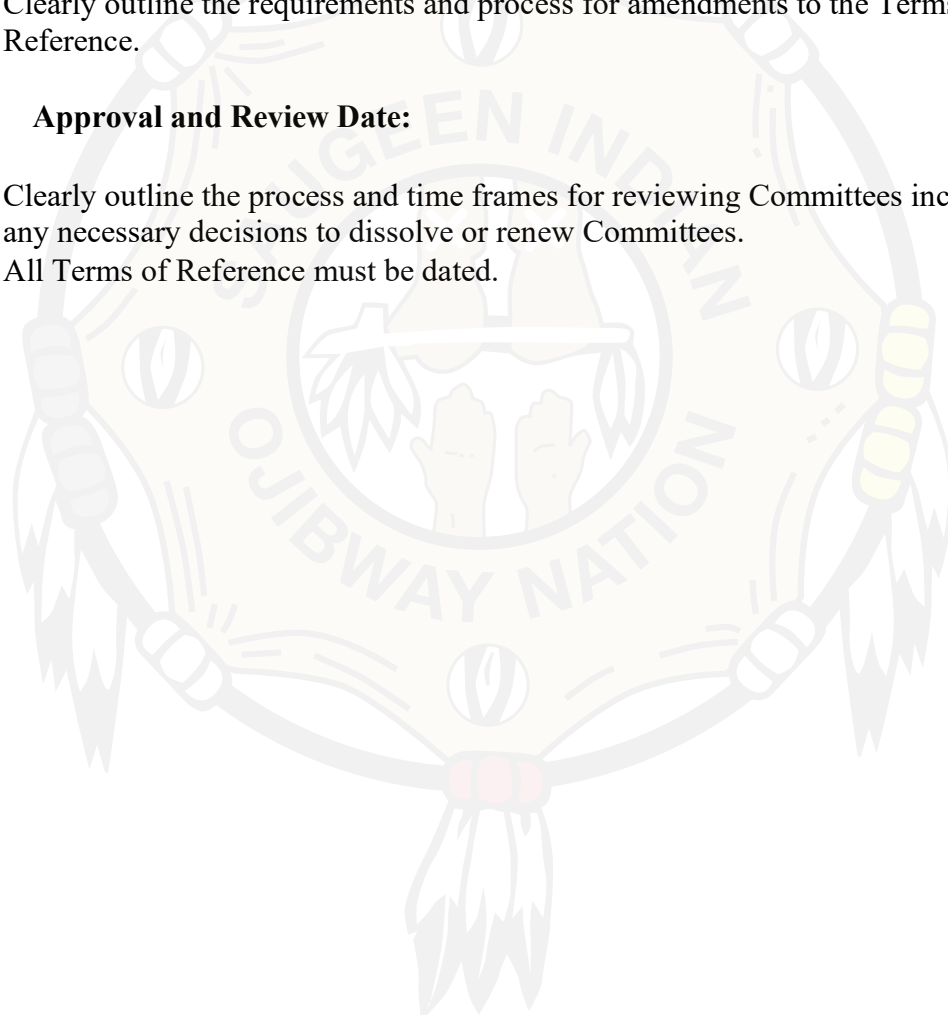
does the Committee report after the fact?

**Review and Evaluation process:**

- Clearly set out who the Committee will be evaluated and who will be responsible for initiating and conducting the evaluation process.
- Define the necessary or applicable benchmarks for measuring success.
- Are any amendments to the Terms of Reference required?
- Clearly outline the requirements and process for amendments to the Terms of Reference.

**Approval and Review Date:**

- Clearly outline the process and time frames for reviewing Committees including any necessary decisions to dissolve or renew Committees.
- All Terms of Reference must be dated.



## **SCHEDULE B**

### **CHIEF AND COUNCIL OATH OF OFFICE**

The following Oath is sworn before the Elders, Youth and Members of the Saugeen First Nation, this \_\_\_\_\_, day of \_\_\_\_\_, \_\_\_\_\_.

- ❖ I will abide by the standards and expectations of the people of the Saugeen First Nation.
- ❖ I will abide by all Saugeen First Nation laws and policies as well as Federal and applicable Provincial laws.
- ❖ I will act in accordance with the special public trust placed upon me.
- ❖ I will act in the best interests of the community.
- ❖ I will uphold the goals and aspirations of the community and ensure that I am guided by the public interest of the people of Saugeen.
- ❖ I have a duty to act honestly. I will declare any private interests which may conflict with my role as a community leader and take steps to ensure the public's interest is always protected.
- ❖ I will strive to ensure that the Government of Saugeen is honest, transparent and accountable to the people of Saugeen.

\_\_\_\_\_  
Signature of Councilor/Chief

\_\_\_\_\_  
Print Name of Councilor/Chief

\_\_\_\_\_  
Signature of Witness

\_\_\_\_\_  
Print Name of Witness

**SCHEDULE C**  
**COUNCIL MEETING REPORT**

**Template Meeting Report**

|                                                                                                |  |
|------------------------------------------------------------------------------------------------|--|
| <b>Report completed by:</b>                                                                    |  |
| <b>Period covering:</b>                                                                        |  |
| <b>Committee members:<br/>(this section to be<br/>completed for committee<br/>report only)</b> |  |

**Description of meeting(s):**

|                                                                                                    |
|----------------------------------------------------------------------------------------------------|
| Number of meetings held and the specific topics/issues discussed:                                  |
| Provide a brief summary of the key take aways from the meeting(s):                                 |
| Identify key decision points and actions from the meeting(s):                                      |
| Identify any outstanding matters to be addressed by Chief and Council arising from the meeting(s): |

|                                                                               |  |
|-------------------------------------------------------------------------------|--|
| <b>Report completed and submitted<br/>by:</b><br><b>(Print and sign name)</b> |  |
| <b>Date:</b>                                                                  |  |

