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STELLAT'EN FIRST NATION

GOVERNANCE MANUAL



Adopted by Chief & Council on November 24, 2015

Amended on November 30, 2017

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*sections in yellow amended December 21, 2017

DEFINITIONS

Band Council Resolution (BCR): A resolution of Chief and Council passed at a duly convened meeting by a majority of Chief and Council members.

Band Manager: Also referred to as a “Band Administrator” or “Chief Operating Officer” this position is the senior management position at Stellat’en First Nation who is responsible for overseeing the administration of the Band. This position reports to and is accountable to Council.

Chain-of-command: is an official hierarchy of authority that dictates who is in charge of whom and of whom permission must be asked. An example of chain of command is when an employee reports to a Band Administrator who reports to Chief and Council.

Chief: The person who is elected to serve as the spokesperson for the First Nation who will work under the direction and with the assistance of the elected Council members.

Citizen: All individuals registered with Stellat’en First Nation.

Community: The community is Stellat’en First Nation, sometime abbreviated as “SFN”.

Complainant: The person filing the complaint.

Conflict of Interest: A conflict of interest is any situation that might cause an impartial observer to reasonably question whether a member of Council’s actions are influenced by considerations of private interest. “Private interest” can include financial interests, interests related a Council member’s personal relationships, or interests related to the Council member’s other outside activities.

Council: Collectively, the duly elected Chief and Council of Stellat’en First Nation.

Councillor: Individually, the duly elected person of Stellat’en First Nation.

Elder: For the purpose of this manual a member who is fifty-five (55) years of age or older.

Finance Officer: A person who provides bookkeeping and accounting services for Stellat’en First Nation

Immediate Family: brother, sister, mother, father, son or daughter, husband or wife, stepchild, grandparent, grandchildren, cousin, aunt, uncle, in-laws, common-law cohabitant, or any other family member who resides with the person.

Member: A person whose name appears or is entitled to appear on the Membership List of Stellat’en First Nation in accordance with its membership code, and “Membership” and “Band Member” have corresponding meanings.

Office: The position to which a Member of Chief and Council has been elected to, that begins and ends within a specific time period defined by the Election Code.

Referendum: A general vote by the SFN members on a single political question that has been referred to them for a direct decision.

Stellat’en First Nation: The Stellat’en First Nation, also commonly referred to as, Stellat’en Reserve, or Stellat’en Indian Band or Stella.

Quorum: Fifty percent plus one (50% + 1) of the duly elected Council.

Youth: A member who is between the ages of eighteen (18) and twenty-four (24) years of age.

I. INTRODUCTION

The Stelat'en First Nation (SFN) Chief and Council have embarked on a path toward establishing a leadership governance process to ensure the highest level of integrity for the leadership while conducting business on behalf of the community, and for the community to receive the highest level of integrity from the Chief and Council elected to represent them.

Upon careful design, and consultation with the SFN community membership to gather their perspectives, this Governance Manual clearly outlines the roles of Leadership, how they will govern, what they will govern and more specifically how they will maintain the integrity of their leadership position(s) as a Council.

This document is also intended as a blue print for future elected Councils of the SFN Community to utilize as a terms of reference in undertaking the important tasks ensuring a positive future for the community and its membership. Some of the tasks include; the protection of the community's heritage, its culture, the education of our children, housing, economic development, environmental stewardship in SFN traditional territories, among many other tasks of Council. As leaders; Chief and Council believe that their Leadership extends equally to all members of the community, in that, equitable treatment will be a prime consideration in determining community and organizational policies, by-laws and protection of the innocent and vulnerable.

By way of Council adoption, the Leadership pledge to uphold the utmost values of the community and conduct ourselves as role models for the membership. The leadership will also work towards ensuring politics is separate from administration and that they are allowed, to the greatest extent possible, to exercise good judgment and innovation in their daily task of providing quality programs and services to the membership.

We will review this document on an annual basis to guarantee its relevance in the changing times ahead.

The purpose of the policies and procedures contained in this Governance Manual is to maintain a harmonious and mutually beneficial relationship between Chief and Council and the members of the Stelat'en First Nation. The policies and procedure describe Chief and Council's political, functional and legal roles and responsibilities, and define the administrative operational procedures to ensure and promote good governance.

Chief and Council of the Stelat'en First Nation desire to serve the people fairly and efficiently; accordingly. Council is determined to establish an effective working relationship among itself and with the Membership.

By the policies contained herein, the Council hereby affirms the separation of politics and administration while acknowledging they will overlap from time to time. The Council is responsible for the strategic planning and visionary leadership of the First Nation. The day-to-day activity of staff is the job of the Band Administrator.

Specifically, Chief and Council will be responsible for the following governance function: Leadership, Membership, Planning and Risk Management, Community Involvement, Law-Making, Financial Management, Human Resource Management, Information Management and Information Technology, External Relations, and Basic Administration.

The responsibility of the Council in relation to the First Nation owned corporations, Trusts and other entities, while briefly mentioned in this document, will be set out more fully in other law, policies and corporate constitutional documents.

1. GOVERNANCE MANUAL COMING INTO FORCE & ACKNOWLEDGEMENT

1.1. POLICY

- a. This Stelat'en First Nation Governance Manual comes into force upon the completion of a community ratification vote, whereby a majority of the community, of eligible voting age, approves this Governance Manual.
- b. All Council will sign the Council Acknowledgement form indicating they have read and understood the policies and procedures in this Governance Manual and any approved revisions made to it. Members of Chief and Council who refuse, or fail, to govern in a manner that is consistent with the policies and procedures contained in this governance manual may be subject to progressive disciplinary action.

1.2. PROCEDURE

- a. Upon successful community ratification of this Governance Manual, Stelat'en First Nation Chief and Council shall pass a Band Council Resolution proclaiming this Governance Manual be approved and accepted, upon which time this Governance Manual shall come into effect and force.
- b. The procedures for the amendment and ratification of this Governance Manual is further described under SECTION 10 – AMENDMENTS AND REVIEW LOG on page 42 in this Governance Manual.
- c. Newly elected Council members are required to review the manual within two (2) weeks of being elected to Council. At the Council's inaugural (first) meeting or ceremony after the election, the newly elected Council members will be required to sign the Council Acknowledgement form that they have read and understand the rules, policies and procedures contained in this manual.
- d. Should any Council member require clarification on a policy or procedure he or she should contact another Council member or bring a request for clarification forward at the next regularly scheduled Council meeting.
- e. Scheduled release of information to inform the community new members of Council are signing this Governance Manual, including;
 - i) The taking of the Oath of Office and signing the document;
 - ii) Signing the Code of Conduct document;
 - iii) Signing the Conflict of Interest document;
 - iv) Signing the Residency Declaration;
 - v) Signing the Oath of Confidentiality.
- f. The Chief and Council Administrative Assistant will file the signed forms in a secure cabinet.

2. VISION AND MISSION STATEMENT

2.1. POLICY

Stellat'en First Nation exists to provide programs and services in an equitable and respectful manner to its members. We work as a team to bring opportunities to our people. We protect and promote our heritage and culture. We strive to build a safe and healthy community. We accomplish this by honoring Stellat'en values in our everyday actions to meet the needs and improve quality of life for our members.

2.2. SCOPE

- a. Stellat'en First Nation (SFN) Chief and Council have embarked on a path toward establishing a leadership governance process to ensure the highest level of integrity for the leadership while conducting business on behalf of the community, and for the community to receive the highest level of integrity from the Chief and Council elected to represent them.
- b. Upon careful design, and consultation with the SFN community membership to gather their perspectives, this governance manual clearly outlines the roles of leadership, how they will govern, what they will govern and more specifically how they will maintain the integrity of their leadership position(s) as a council.
- c. This document is also intended as a blue print for future elected councils of the SFN community to utilize as a Terms of Reference in undertaking the important tasks ensuring a positive future for the community and its membership. Some of the tasks include; the protection of the community's heritage, its culture, the education of our children, housing, economic development, environmental stewardship in SFN traditional territories, among many other tasks of council. As leaders; chief and council believe that their leadership extends equally to all members of the community, in that, equitable treatment will be a prime consideration in determining community and organizational policies, by-laws and protection of the innocent and vulnerable.
- d. By way of council adoption, the leadership pledge to uphold the utmost values of the community and conduct ourselves as role models for the membership. The leadership will also work towards ensuring politics is separate from administration and that they are allowed, to the greatest extent possible, to exercise good judgment and innovation in their daily task of providing quality programs and services to the membership.
- e. We will review this document on an annual basis to guarantee its relevance in the changing times ahead.

2.3. PURPOSE

- a. The purpose of the policies and procedures contained in this governance manual is to maintain a harmonious and mutually beneficial relationship between Chief and Council and the members of Stellat'en First Nation. The policies and procedure describe Chief and Council's political, functional and legal roles and responsibilities, and define the administrative operational procedures to ensure and promote good governance.
- b. Chief and council of Stellat'en First Nation desire to serve the people fairly and efficiently; accordingly. Council is determined to establish an effective working relationship among itself and with the membership.
- c. By the policies contained herein, the council hereby affirms the separation of politics and administration while acknowledging they will overlap from time to time. The council is responsible for the strategic planning and visionary leadership of Stellat'en First Nation. The day-to-day activity of staff is the job of the Band Manager.
- d. Specifically, chief and council will be responsible for the following governance function: leadership, membership, planning and risk management, community involvement, law-making, financial management, human resource management, information management and information technology, external relations, and basic administration.

- e. The responsibility of the council in relation to Stelat'en First Nation owned corporations, trusts and other entities, while briefly mentioned in this document, will be set out more fully in other law, policies and corporate constitutional documents.

3. NEW CHIEF AND COUNCIL ORIENTATION

3.1. POLICY

Newly elected Council members will be provided with an opportunity to self-evaluate themselves using a list of common knowledge, skills, and abilities that past leaders and the community membership determined useful for a member of council to have in order to undertake their roles and responsibilities of Council. The results of the self-evaluation will be used to arrange ongoing leadership development and training to the new Council members, supported by the SFN organization. Furthermore, a well-defined and structure Orientation Program will be developed and administered to all newly elected members of Council during the first two weeks after election day. An honoraria of a pre-determined amount will be provided for newly elected Chief and Council members participating in the orientation program.

3.2. PROCEDURE

- a. A list of knowledge, skills and abilities recommended for members of Council to have in the performance of their Official duties shall be drawn up. This list can include, but not be limited to:
 - i) Read and understand budgets and financial statements;
 - ii) Conflict Resolution Skills;
 - iii) Negotiation Skills;
 - iv) Basic Labour Law;
 - v) Leadership Skills;
 - vi) Other.
- b. The results of the new Council Member(s) self-evaluation may be used to create a custom leadership development and training program customized for each member's needs.
- c. It shall be the responsibility of the Band Manager – Administrator to ensure these customized leadership development and training programs are arranged and delivered to the new members of Council. This shall be considered a part of the new Council Member's ongoing orientation program.
- d. It shall be a joint Chief and Council and Band Manager responsibility to develop and administer a well-defined and structured Orientation Program for new members of Council.

4. REVIEW OF GOVERNANCE MANUAL

4.1. POLICY

The Governance Manual will be revised as required in content and format.

4.2. PURPOSES

- a. Council understands the changing environment, legislative changes, and the changing needs of the Community members, therefore this manual shall be reviewed for any one or more of the following reasons and revised as necessary:
 - i) To reflect a change in governing bodies;
 - ii) To reflect changes in Stelat'en First Nation policies, mandates, programs and services;
 - iii) To ensure uniformity of content in relation to other MFN documents and reduce conflict;
 - iv) To improve user friendliness;
 - v) To update procedures and standard of practise;
 - vi) To reduce redundancies;
 - vii) To identify and incorporate required new policies not currently identified;
 - viii) To ensure consistency with all Stelat'en First Nation policies and procedures.

4.3. RESPONSIBILITY

It will be the responsibility of the Band Manager to ensure that the review of the Governance Manual is part of the orientation process, for each newly elected Council, to take place within two (2) weeks after an election.

4.4. PROCEDURES

- a. The Band Manager will provide a copy of this Governance Manual to the newly elected Chief and Council within five (5) working days following an election.
- b. The Band Manager, in cooperation with Chief and Council, shall be responsible for presenting to full Council any recommended operational revisions to this Governance Manual for approval.
- c. Upon approval through Band Council Resolution (BCR) the Band Manager will be provided with a copy of the revised policies and procedures to insert into the manual binder and will be directed to discard the previous page(s).
- d. The Chief and Council Administrative Assistant shall be responsible for the distribution of the revised policies and procedures to affected persons and Council within two (2) weeks of approval.
- e. The Chief and Council Administrative Assistant shall maintain a binder of the most recent manual and a copy of the previous manual for accuracy and accountability.
- f. Any major recommended changes to this Governance Manual, or recommended changes to specifically listed parts of it, must be approved through community consultation and ratification.

II. GOOD GOVERNANCE

1. ELECTION CODE**1.1. POLICY**

As a positive step towards self-determination Stelat'en First Nation developed and approved the Community's own Custom Election Code, this Election Code was amended and ratified March of 2015.

1.2. PROCEDURE

- a. Chief and Council are to review the document *Stelat'en First Nation Custom Election Code* to ensure they understand and are adhering to the content and direction of the membership;
- b. Any procedures which arise relating to the call of an election during the term of Chief and Council which requires further instruction should be referred to the SFN Custom Election Code document.
- c. From time to time Chief and Council will make use of referendums as part of the election process to receive guidance from the community on important political issues.

1.3. REFERENCES AND RELATED AUTHORITIES

- a. *Stelat'en First Nation Custom Election Code*

2. CODE OF CONDUCT

2.1. POLICY

Through the *Custom Election Code*, and as an elected member of Chief and Council, it is vital to maintain stability and continuity in the Governance of Stelat'en First Nation while performing the duties of office.

2.2. RESPONSIBILITY OF CHIEF & COUNCIL

Stelat'en First Nation Chief and Council are expected to apply to themselves the following code of conduct:

- a. I will carry out the duties of my position as a member of Chief and Council conscientiously, loyally and honestly, fulfill the expectations of my role as a sitting member of Chief and Council, remembering that my primary function is to serve the SFN Band Membership as Elected under the *Custom Election Code* as ratified in March of 2015 and that my role is to serve Stelat'en First Nation Band Membership.
- b. In my actions and words, I will promote and uphold the integrity and dignity of Stelat'en First Nation and its programs as well as the governing Chief and Council.
- c. I will use my initiative to find ways of serving the best interests of the Community. I will continually work towards self-improvement and professional development through available training, workshops and materials.
- d. I will conduct myself in a manner that will bring credit to myself, Chief and Council and the members of the community.
- e. I will attend all meetings, workshops and conferences etc., assigned to me as an official delegate of Stelat'en First Nation and will formally report back to Chief and council on the proceedings of these meetings by a briefing note.
- f. Any fees, honorariums or other gratuity offered to me as a payment for serving on Boards, Committees, of other Organizations while holding office shall be reported to Chief and Council as a whole with a report on the activities of such Boards, Committees, or other Organizations. Any such fees, honorariums or other gratuity shall be made available for community scrutiny if so requested.
- g. I will be courteous and polite towards other members of Council, especially when there is a difference of opinion. I will be polite and courteous to all community members and the public at large as an Ambassador of Stelat'en First Nation and member of Chief and Council.
- h. I will not publicly criticize employees, policies and programs of Stelat'en First Nation. If I believe changes are needed, I will present recommendations in a constructive manner through proper channels.
- i. I will be open to hearing other points of view and respect the differences of opinion that will arise from time to time.
- j. I will adhere to the structure of passing motions and honouring the outcomes of chief and Council decisions which we will arrive at even if I am not in agreement. My views and positions will be duly recorded by motion record and I accept that I will be expected to sign Band Council Resolutions that reflect the motion of record even if I am not in favor of a motion as passed.
- k. I will respect the boundaries between Chief and Council and Administration I will follow the chain of command structure, and will not interfere with workplace issues. In the event that something is brought to my attention as a member of Council in reference to a problem within the workplace, it will be channelled through the Band Manager. Only in exceptional situations

- and with confidentiality boundaries through “In-Camera” sessions will any human resource issue be discussed with those directly affected.
- l. As a member of Chief and Council, I will not obstruct, occupy or prevent the administration offices operations unless there is an emergency that threatens the well-being or safety of employees or community members. Any direct action would be initiated through a Band Council Resolution or as is outlined in the Custom Election Code.
 - m. I will respect the opinion of all SFN Band Members in meetings and I will insure that I am respectful of their input and their role in conjunction with my role on Chief and Council.
 - n. I will undertake to participate in an orientation with previous Chief and Council which includes familiarizing myself with the Custom Election Code, the Governance Manual, and all policies and procedures that will impact my role as elected Chief or Council.
 - o. I accept that I will be subject to remedial actions up to and including being removed from Council through our Custom Election Code for participating in any of the following:
 - i) Missing three Chief and Council meetings without good reason;
 - ii) Disloyalty, Conflict of Interest, Breach of Confidentiality and/or Conduct;
 - iii) Theft of SFN Assets / Documents, Vandalism and Dishonesty;
 - iv) Inability to Perform Official Duties, i.e. incurring a mental or physical disability;
 - v) Abusive Behavior including; verbal, physical and sexual abuse;
 - vi) Repeat instances of Alcohol and Drug Offenses;
 - vii) Other Criminal Offenses that affect community confidence and trust.
 - p. I will demonstrate to the SFN Community, my commitment to abide by this Code of Conduct by signing it at the inaugural (first) meeting / ceremony of the SFN Council following my election to office.

2.3. REFERENCES AND RELATED AUTHORITIES

- a. *Stellat'en First Nation Custom Election Code*
- b. *Stellat'en First Nation Governance Manual*
- c. *Stellat'en First Nation Finance Policy Manual*
- d. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

3. CONFLICT OF INTEREST

3.1. POLICY

Chief and Council act at all times in the best interest of the Community as a whole rather than individual interests. 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.

3.2. PURPOSE

This policy is intended to provide Chief and Council with the necessary tools to avoid a conflict of interest. For the purpose of this policy, a conflict of interest is any situation that might cause an impartial observer to reasonably question whether a Council member's actions are influenced by considerations of private interest. "Private interest" can include financial interests, interests related a Council member's personal relationships, or interests related to the Council member's other outside activities.

3.3. SCOPE

This policy applies to Chief and Council of Stellat'en First Nation and should be used by SFN employees and managers as a guide to proper conduct.

3.4. RESPONSIBILITIES

- a. Members of Council must arrange their private and business affairs, so as to avoid any Conflict of Interest with the business brought before Council.
- b. Members of Council or any member of their immediate families shall not be allowed to benefit from contracts, agreements or other under takings that are associated with the SFN, unless such awards are through open and fair competitions.
- c. Members of Council shall not involve themselves with any hiring initiative or, attempt to influence any hiring related decisions, where a job applicant / candidate is an immediate family member to the Council member.
- d. Members of Council shall not directly or indirectly use, or allow the use, of Band equipment, vehicles, or property for anything other than official SFN business, or as authorized by approved Band Policy.
- e. Members of Council shall not be a part of a discussion, or participate on a committee, where decisions may benefit him or her, or any member of their immediate family.
- f. Members of Council must not accept from an individual, corporation, or organization, directly or indirectly, personal gifts or benefits as a result of that individual, corporation, or organization conducting business with SFN Council.
- g. If at any time in the course of carrying out their duties a member of Council believes there may be a potential or real conflict of interest, the member of Council must declare his/her conflict and this shall be reflected in the meeting minutes.
- h. If at any time in the course of carrying out their duties, if a fellow member of Council believes there may be a potential or real conflict of interest, then the Councillor must declare they are in a conflict and this shall be reflected in the meeting minutes.
- i. A member of Council who declares a conflict of interest, in any business matter before Chief and Council, shall remove him/herself from Council chambers and shall not be involved in decisions of Council on the business matter in which he/she has a conflict.
- j. Should an alleged Conflict of Interest occur, and the Councillor does not consider their interest to be in a perceived or real conflict of interest, then a vote shall be called for of the whole

Council and the affected Councillor shall abide by the decision of the majority. This shall be reflected in the meeting minutes.

3.5. PROCEDURES

- a. While engaged in the affairs of the Community, all members of Chief and Council have an obligation to conduct themselves in such a manner that prevents actual or potential conflicts of interest.
- b. Chief and Council must declare all conflicts of interest and potential conflicts of interest and voluntarily withdraw from all levels of decision making where they have a perceived, real, or potential conflict of interest.
- c. Any conduct by any member of Chief and Council that is, or could be perceived as, a conflict with the interests of the Community is prohibited.

3.6. REFERENCES AND RELATED AUTHORITIES

- a. *Stellat'en First Nation Custom Election Code*
- b. *Stellat'en First Nation Governance Manual*
- c. *Stellat'en First Nation Finance Policy Manual*
- d. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

3.7. ATTACHMENTS

- a. Appendix C – Conflict of Interest Disclosure

4. CRIMINAL RECORDS CHECK

4.1. POLICY

According to Stelat'en First Nation Election Code: 7.2 Candidate Criminal Records Check: all potential members of Chief and Council must provide a Police Records Check. The Police Records Check form indicating application to conduct a search must be provided to the Electoral Officer upon submission of their intent of running for office.

4.2. PROCEDURES

- a. A Police Records Check form will be included in the package to potential candidates nominated for Chief or Council.
- b. Candidates shall sign the Police Records Check form and submit to the appointed person who shall document receipt of the fee and other confirmation papers.
- c. Criminal Records Check results for candidates must be completed no less than 10 days prior to the election date, which shall be printed and date stamped upon receipt by the Electoral Officer.
- d. The cost of securing a Criminal Records Check shall be paid by Stelat'en First Nation.
- e. Any unpardoned indictable offence appearing on a candidate's Criminal Records Check shall be conveyed to Legal Counsel immediately by the Electoral Officer.
- f. According to the Election Code, and upon the advice of legal counsel, candidates who have an indictable offence, for which a pardon has not been granted, are not allowed to be a candidate in the election.

5. RESIDENCY DECLARATION**5.1. POLICY**

According to *Stellat'en First Nation Election Code*: 7.1 Candidate Acceptance or Rejection of Nomination(s) (B) iii) all potential members of Chief and Council must provide evidence of residency within Stellat'en First Nation Traditional Territory, or willingness to move to within the Territory of Stellat'en First Nation within 3 months, should they be elected.

6. OATH OF OFFICE

6.1. POLICY

Stellat'en First Nation Chief and Council respect and recognize the privilege of being elected to hold office by the membership and have committed to serving in the best interest of Stellat'en First Nation.

6.2. PROCEDURE

- a. At the first inaugural meeting / ceremony of a newly elected Chief and Council, and/or holding of a by-election, the following Oath of Office shall be verbalized by each successful candidate:

I, _____ (name), elected _____ (Chief or Councillor) of Stellat'en First Nation (SFN), do declare as follows:

I am a member of the SFN and as such am ready and willing to serve on the Council as _____ (Chief or Councillor) for the SFN.

To the best of my knowledge I am qualified to serve as a _____ (Chief or Councillor) of the SFN pursuant to Stellat'en Custom Election Code.

I will faithfully perform the duties of my office as determined in the SFN Governance Manual and will not allow my private interest to influence my conduct in public matters.

I will protect the laws of our First Nation, in order to preserve our culture and heritage; to faithfully discharge my duties in a fair and equitable manner and to involve all willing SFN members to participate in a common effort to improve our lives.

I will co-operate with every First Nation throughout British Columbia and Canada for the following goals and objectives: assertion of our Aboriginal Rights and Title, to overcome racism and discrimination against all people, to achieve for our people our right to self-determination and self-reliance and a level of economic opportunity, education, health and housing equal to that of other members of Canadian society; I will extend the hand of friendship and co-operation to all like-minded Canadians in pursuit of these goals.

I have not, directly or indirectly, committed any bribery, corruption or intimidation during my election campaign.

- b. A copy of this Oath of Office shall be signed by the newly elected Chief and Council and kept on file with the Chief and Council Administrative Assistant.

7. OATH OF CONFIDENTIALITY**7.1. POLICY**

Stellat'en First Nation Chief and Council respect and understand the need for confidentiality in identified materials, matters, and personnel during and after their term of office and are committed to fulfilling their duty in their service to the Community.

7.2. PROCEDURE

At the first inaugural meeting / ceremony of a newly elected Chief and Council, and/or holding of a by-election, the following Oath of Confidentiality shall be verbalized by each successful candidate:

This is to certify that I, _____, as a member of Stellat'en First Nation Council, understand that any personal information (written, verbal or other form) obtained during the performance of my duties of office, must remain confidential. This includes all confidential information about members, clients, families, employees and other associate organizations, as well as any other information otherwise marked or known to be confidential.

I understand that any unauthorized release or carelessness in the handling of this confidential information is considered a breach of my duty to maintain confidentiality.

I further understand that any breach of the duty to maintain confidentiality could be grounds for my removal from office, and/or possible liability in any legal action arising from such breach.

A copy of the signed Oath of Confidentiality shall be kept on file with the Chief and Council Administrative Assistant.

8. HUMAN RESOURCE POLICIES AND PROCEDURES

8.1. POLICY

Stellat'en First Nation Chief and Council values their human resources, the people, the employees who deliver important programs and services that meet the community's needs. Therefore, Council will ensure effective up-to-date human resource policies and procedures are in place and are followed at all times.

8.2. PROCEDURE

- a. Members of Chief and Council shall ensure they have a good understanding of the *SFN Manager Handbook* and the *SFN Employee Handbook* through review of document upon taking office. Any member of Chief and Council who believes they need additional training on Employment Law and/or Human Resource Management shall have that training made available to them as part of the orientation process.
- b. Chief and Council will commit to upholding the principles and content of the *SFN Manager Handbook* and the *SFN Employee Handbook* during their time in Office.
- c. Chief and Council's obligations under Personnel Policies and Procedures are:
 - i) Approve the *SFN Manager Handbook* and the *SFN Employee Handbook*, and any or all recommended changes to them;
 - ii) Approve job postings for any "new" employment positions;
 - iii) Establish and undertake a process to fill a vacancy in the Band Manager position;
 - iv) Be advised by the Band Manager should a vacant employment position require a broader distribution if a 2nd posting does not produce sufficiently qualified, or number of, applicants;
 - v) Following evaluations, approve end of probationary period and continuation of Band Manager employment beyond probation period staffing event;
 - vi) Is informed by the Band Manager of more severe employee disciplinary actions, which includes; suspension without pay, employment dismissal, both of which could open Council to a legal challenge, and potential liability, under Canada's Labour Laws.
 - vii) Approves employment terminations based on the Band Manager's recommendation;
 - viii) As per annual budget allowances, approves rates of pay, or salary increases, for all employees after a personnel review;
 - ix) Authorizes any Band Manager out of province travel;
 - x) Authorizes those to speak to the general public or media on behalf of the SFN.

8.3. REFERENCES AND RELATED AUTHORITIES

- a. *Stellat'en First Nation Governance Manual*
- b. *Stellat'en First Nation Finance Policy Manual*
- c. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

9. ANTI-HARASSMENT/ABUSE OF POWER POLICY

9.1. POLICY

Stellat'en First Nation is committed to fostering a harassment and abuse-free workplace where all employees are treated with respect and dignity. The *Canadian Human Rights Act* protects employees from harassment and abuse based on race, national or ethnic origin, colour, religion, age, sex, sexual orientation, marital status, family status, disability or pardoned conviction. Harassment/Abuse of Power at Stellat'en First Nation is not tolerated. Employees who are found to have harassed, or used their position of power to abuse, another individual may be subject to disciplinary action. This includes any employee who: interferes with the resolution of a harassment/abuse of power complaint; retaliates against an individual for filing a harassment complaint; or files an unfounded harassment/abuse of power complaint intended to cause harm.

9.2. SCOPE

This policy applies to all current employees, managers and members of Chief and Council, including full and part-time, casual, contract, permanent and temporary employees. This policy also applies to job applicants. This policy applies to all behaviour that is in some way connected to work, including during off-site meetings, training and on business trips.

9.3. HARASSMENT/ABUSE OF POWER DEFINITION

- a. Offending or humiliating someone physically or verbally;
- b. Threatening or intimidating someone; or
- c. Making unwelcome jokes or comments about race, national or ethnic origin, colour, religion, age, sex, sexual orientation, marital status, family status, disability or pardoned conviction.
- d. Use of employment, or elected, position authority/power to abuse or take advantage of another individual.

9.4. SEXUAL HARASSMENT DEFINITION

- a. Offensive or humiliating behaviour that is related to a person's sex;
- b. Behaviour of a sexual nature that creates an intimidating, unwelcome, hostile or offensive work environment; or
- c. Behaviour of a sexual nature that could reasonably be thought to put sexual conditions on a person's job or employment opportunities.

9.5. SFN CHIEF AND COUNCIL RESPONSIBILITIES AND EXPECTATIONS

- a. Chief and Council shall ensure all employees enjoy a harassment/abuse of power-free workplace at SFN. Chief and Council will appoint the Band Manager as the key position to enact the following:
 - i) ensuring that this policy is applied in a timely, consistent and confidential manner;
 - ii) determining whether or not allegations of harassment/abuse of power are substantiated;
 - iii) recommending to Chief and Council what corrective action is appropriate where a harassment/abuse of power complaint has been substantiated.
 - iv) the administration of this policy;
 - v) having Chief and Council review this policy annually, or as required; and
 - vi) recommending necessary adjustments to ensure that this policy meets the needs of the SFN organization.
 - vii) fostering a harassment/abuse of power-free work environment and setting an example about appropriate workplace behaviour;
 - viii) communicating the process for investigating and resolving harassment/abuse of power complaints made by employees;

- ix) dealing with harassment/abuse of power situations immediately upon becoming aware of them, whether or not a harassment complaint has been made;
 - x) taking appropriate action during a harassment/abuse of power investigation, including separating the parties to the harassment complaint, when appropriate; and
 - xi) ensuring harassment/abuse of power situations are dealt with in a sensitive and confidential manner.
- b. Should a member of Chief and Council be the subject of an alleged act of harassment/abuse of power, the procedures and activities outlined in E.1 a-k will be the responsibility of a member of Chief and Council.

9.6. SFN EMPLOYEE RESPONSIBILITIES AND EXPECTATIONS

a. Responsibilities

- i) treating others with respect in the workplace;
- ii) reporting harassment/abuse of power to the Band Manager;
- iii) co-operating with a harassment/abuse of power investigation and respecting the confidentiality related to the investigation process;

b. Expectations

- i) to be treated with respect in the workplace;
- ii) that reported harassment/abuse of power will be dealt with in a timely, confidential and effective manner;
- iii) to have their rights to a fair process and to confidentiality respected during a harassment/abuse of power investigation; and
- iv) to be protected against retaliation for reporting harassment/abuse of power or cooperating with a harassment/abuse of power investigation.

10. ANTI-HARASSMENT/ABUSE OF POWER PROCEDURES

10.1. FILING A COMPLAINT

- a. An employee may file a harassment/abuse of power complaint by contacting Band Manager and/or member of Council. The complaint may be verbal or in writing. If the complaint is made verbally, the Band Manager and/or member of Council will record the details provided by the complainant.
- b. The employee should be prepared to provide details such as what happened; when it happened; where it happened; how often and who else was present (if applicable).
- c. Complaints should be made as soon as possible but no later than within one year of the last incident of perceived harassment/abuse of power, unless there are circumstances that prevented the employee from doing so.
- d. The Band Manager will tell the person that the harassment/abuse of power complaint has been made against, in writing, that a harassment/abuse of power complaint has been filed. The letter will also provide details of the allegations that have been made against him or her.
- e. Every effort will be made to resolve harassment/abuse of power complaints within 30 days. The Band Manager will advise both parties of the reasons why, if this is not possible.
- f. If either party to a harassment/abuse of power complaint believes that the complaint is not being handled in accordance with this policy, he or she should contact a member of Chief and Council.

10.2. MEDIATION

- a. Wherever appropriate and possible, the parties to the harassment/abuse of power complaint will be offered mediation prior to proceeding with a harassment/abuse of power investigation.
- b. Mediation is voluntary and confidential. It is intended to assist the parties to arrive at a mutually acceptable resolution to the harassment/abuse of power complaint.
- c. The mediator will be a neutral person, agreed upon by both parties. The mediator will not be involved in investigating the complaint.
- d. Each party to the complaint has the right to be accompanied and assisted during mediation sessions by a person of their choosing.

10.3. INVESTIGATION

- a. If mediation is inappropriate or does not resolve the issue, a harassment/abuse of power investigation will be conducted. All investigations will be handled by an individual who has the necessary training and experience. In some cases, an external consultant may be engaged for this purpose.
- b. The investigator will interview the person who made the complaint, the person the complaint was made against and any witnesses that have been identified. All people who are interviewed will have the right to review their statement, as recorded by the investigator, to ensure its accuracy.
- c. The investigator will prepare a report that will include:
 - i) a description of the allegations;
 - ii) the response of the person the complaint was made against;
 - iii) a summary of information learned from witnesses (if applicable); and
 - iv) a decision about whether, on a balance of probabilities, harassment/abuse of power did occur;
 - v) This report will be submitted to the Band Manager, or member of Chief and Council, as is appropriate. Both parties to the complaint will be given a copy.

10.4. SUBSTANTIATED COMPLAINT

- a. If a harassment/abuse of power complaint is substantiated, the Band Manager will recommend to Chief and Council what action is appropriate.
- b. Remedies for the employee who was harassed/abused by power may include: an oral or written apology; compensation for lost wages; compensation for any lost employment benefits such as sick leave; and compensation for hurt feelings.
- c. Corrective action for the employee/employer found to have engaged in harassment may include: a reprimand; a suspension; a transfer; a demotion; and/or dismissal. Both parties to the complaint will be advised, in writing, of the decision.

10.5. OTHER REDRESS

An employee who is not satisfied with the outcome of the harassment/abuse of power complaint process may file a discrimination complaint with the Canadian Human Rights Commission.

10.6. PRIVACY AND CONFIDENTIALITY

- a. All parties to a harassment/abuse of power complaint are expected to respect the privacy and confidentiality of all other parties involved and to limit the discussion of a harassment/abuse of power complaint to those that need to know.
- b. The SFN and all individuals involved in the harassment/abuse of power complaint process, will comply with all requirements to protect personal information.

10.7. REVIEW

SFN Chief and Council will review this Anti-Harassment/Abuse of Power policy and procedures on an annual basis, or as required, and will make necessary adjustments to ensure that it meets the needs of all employees. Enquiries about this policy shall be directed to the Band Manager.

III. RESPONSIBILITIES

1. RESPONSIBILITIES OF CHIEF & COUNCIL

1.1. POLICY

Chief and Council oversee and govern all Stellat'en First Nation operations. These operations are divided into jurisdictional areas for clarity and for designating responsibility. The jurisdictional areas listed in this policy do not necessarily include all the areas for which Stellat'en First Nation Chief and Council take responsibility.

1.2. PURPOSE

The operations of Stellat'en First Nation are critical to the health, safety and well-being of the membership. This policy identifies specific areas of jurisdiction, allowing Chief and Council to work with members, administration, and program staff to ensure that all areas of jurisdiction are addressed to the full satisfaction of membership.

1.3. SCOPE

This policy applies to the elected Chief and Council of Stellat'en First Nation and to the Band Manager and administrative staff of Stellat'en First Nation where Chief and Council chose to delegate responsibility.

1.4. RESPONSIBILITIES

Chief and Council are responsible for the following jurisdictional areas, and have specific responsibilities for each:

a. **Membership:**

- i) Chief and Council must establish and maintain a Custom Membership Code that identifies who is eligible to be a member of Stellat'en First Nation. The Code must be reviewed and approved by a majority of the presently recognized membership.
- ii) Chief and Council represent members' interests as advocates and must have an open, personal, and professional working relationship with all members.

b. **Child and Family Services:**

- i) Chief and Council annually review, negotiate, and approve or dis-approve Contribution Agreements with Carrier Sekani Family Services (CSFS) who provide child and family services.

c. **Mental, Physical and Traditional Health Services:**

- i) Chief and Council review and approve CSFS Community Health Plans for SFN.
- ii) Chief and Council appoint an SFN representative to sit on the CSFS Board of Directors.

d. **Education, Employment and Training:**

- i) Chief and Council ensure there is a signed and approved Local Education Agreement between SFN and the School District.
- ii) Chief and Council ensure there are community approved policies and procedures for the Post-Secondary Student Support Program.
- iii) Chief and Council review and approve annual funding agreement for the SFN Head Start.
- iv) Chief and Council review and approve funding agreements with the Prince George Nechako Aboriginal Employment and Training Association (PGNAETA) for employment and training services.

e. Natural Resource Management:

- i) Chief and Council establish traditional use studies and land use plans for SFN Traditional Territory are in place and ensure that they are used and respected by industry.
- ii) Chief and Council ensure that fish, fisheries, and fish habitats are managed appropriately in SFN Traditional Territory.
- iii) Chief and Council ensure that forests are appropriately managed and restored in SFN Traditional Territory.
- iv) Chief and Council ensure wildlife management plans are in place and are implemented for the SFN Traditional Territory.
- v) On behalf of the SFN membership, Chief and Council negotiate with non-members for the right to access and use traditional resources within SFN Traditional Territory.

f. Community Economic Development:

- i) Chief and Council are responsible for setting the strategic direction of Stelat'en Businesses.
- ii) Chief and Council reviews financial and operating reports of existing businesses on a quarterly basis.
- iii) Chief and Council ensure that the Boards of Directors of Stelat'en Businesses are acting in the best interests of the businesses.
- iv) Chief and Council ensure that Stelat'en Businesses are managed independent of political interference in accordance with applicable laws.
- v) Chief and Council appoint the Community Economic Development Planning Group that is responsible for
 - A) creating an economic development plan,
 - B) providing direction for researching and developing new business opportunities to be owned or operated by an existing or new Stelat'en Business, and
 - C) preparing concept studies and business plans for those new business opportunities.

g. Housing:

- i) Chief and Council ensure that Housing Program Policies and Procedures are in place, and approved by the SFN Community.
- ii) Chief and Council ensure that Residential Rehabilitation Assistant Program Policies and Procedures are in place, and approved by the SFN Community.
- iii) Chief and Council ensures the Housing Department and its Programs remain financially sound.
- iv) Chief and Council approve the building of all new housing stock on the reserve.

h. Community Capital Projects:

- i) Chief and Council review and approve via BCR the SFN First Nation Infrastructure Investment Plan, which is a five-year capital investment plan.
- ii) Chief and Council review and approve the annual SFN Asset Condition Reporting System Report.
- iii) Chief and Council make note of significant Infrastructure replacement needs and inform the SFN Community.
- iv) Chief and Council review and approve the SFN Village Maintenance Plan, which specifies the proper routine and seasonal maintenance of all community utility systems and structures (water, sewer, fire protection, community buildings, public lands, roads and drainage, backup systems, etc.).

i. Energy Projects and Agreements:

- i) Chief and Council keep the community informed about the state of negotiations with Energy Companies regarding development and other activities in Stelat'en First Nation's traditional territory.
- ii) Chief and Council must seek the community's majority approval before ratifying those agreements.
- iii) Energy Projects and Agreements include; Hydro Independent Power Producers, BC Hydro right of way, Natural Gas Pipeline and Drilling projects, Solar Power projects, Wind Power projects, Geo-thermal Power projects, etc. that are taking place or being planned within Stelat'en First Nation's traditional territory.

j. Transportation Projects and Agreements:

- i) Under a specific claims process, Chief and Council may enter negotiations for compensation for the CN Rail right-of-way on reserve lands.
- ii) Chief and Council may enter into negotiations and agreements with the BC Ministry of Highways on new roadways within Stelat'en First Nation's traditional territory.

k. Mineral (Mining) Projects and Agreements:

Chief and Council is responsible for negotiating and entering into agreements with mining companies that operate in SFN Traditional Territory.

l. Making and Enforcement of Laws and By-laws:

Chief and Council is responsible for the making and enforcement of laws and by-laws. Some examples of laws and by-laws are: Matrimonial Property Law, Disorderly Conduct and Nuisances Law, Council Salary and Expense Law, and other laws.

m. Emergency Preparedness, Management and Response:

- i) Chief and Council ensure that SFN has an approved and up-to-date Emergency Preparedness and Response Plan.
- ii) Chief and Council ensure that the community is prepared to respond to an emergency and has the necessary resources in place to do so.

n. Taxation:

- i) Chief and Council are responsible for ensuring that a tax administrator is appointed to administer the Stelat'en First Nation Property Tax Law.
- ii) Chief and Council are responsible for familiarizing themselves with the taxation powers set out under the Stelat'en First Nation Property Tax Law.

o. Revenue Sharing:

- i) Chief and Council are responsible for negotiating and entering into agreements with the Provincial government to share in a portion of royalties or resource extraction revenues on companies operating on SFN Traditional Territory.
- ii) Chief and Council may explore the potential to negotiate directly with companies for a share of the revenues from resources they extract, or land they impact within the SFN traditional territory.

p. Protect and Promotion of Heritage and Culture:

- i) Chief and Council are expected to ensure that Stelat'en language and culture is promoted and protected among the membership and within the community.
- ii) Chief and Council support the Headstart Daycare in the SFN Community,

- iii) Chief and Council continually seek new ways of promoting and protecting language and culture.

1.5. PROCEDURE

The Band Manager and administrative staff of SFN will provide the Chief and Council with all necessary materials available to acquaint Chief and Council with their roles and responsibilities.

1.6. REFERENCES AND RELATED AUTHORITIES

- a. *Stellat'en First Nation Custom Election Code*
- b. *Stellat'en First Nation Governance Manual*
- c. *Stellat'en First Nation Finance Policy Manual*
- d. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

2. ROLES AND RESPONSIBILITIES OF THE CHIEF

2.1. POLICY

The Chief is the elected leader of Stelat'en First Nation. The roles and responsibilities of the Chief's position are critical for the community and the political and business organizations with which Stelat'en First Nation is affiliated.

2.2. PURPOSE

This policy describes the general roles and responsibilities of the Chief of Stelat'en First Nation. It provides guidance and avoid conflict or confusion among Council Members or Community Members.

2.3. SCOPE

This policy applies to the Chief of Stelat'en First Nation.

2.4. RESPONSIBILITIES

- a. As a member of Council, the Chief's responsibilities include the following:
 - i) To act as the official spokesperson or representative of the SFN at ceremonies or other special functions, and to delegate this responsibility when the Chief is not available;
 - ii) To speak and expresses the opinions of Stelat'en First Nation when dealing with general matters concerning Stelat'en First Nation in public, or with affiliated organizations;
 - iii) To ensure that Council conducts itself in a manner consistent with its own rules;
 - iv) To Establish the agenda for Council meetings;
 - v) To act as the Chair at Council meetings and to help Council work as an effective team;
 - vi) To call emergency meetings of the Council to discuss important business that cannot wait until the next duly convened meeting and to call an emergency meeting at the request of a majority of Council;
 - vii) To make decisions in accordance with Council policies on the governance process;
 - viii) To ensure a mechanism is in place to determine Council's opinion on significant matters and the means of communicating Council's position externally;
 - ix) To ensure that Council members attend to the work of Council;
 - x) To ensure that the long term needs and goals of the community are at the forefront of the decision-making process;
- b. The Chief is the primary person within SFN Band Operations who is responsible for overseeing the work of the Band Manager.
- c. The Chief fosters an atmosphere of mutual respect in the working relationship with the Band Manager.
- d. The Chief ensures that Council is kept aware of outside political mandates and processes by:
 - i) Ensuring that Council has access to accurate reports of meetings attended by the Chief;
 - ii) Providing verbal updates at duly convened Council meetings.
- e. The Chief ensures the community is aware of the decisions of Council in a timely manner by:
 - i) Ensuring Community Meetings are conducted according with this Governance Manual;
 - ii) Providing verbal and written reports of the work of Council.
- f. The Chief must ensure notification is sent to the Chief and Council Administrative Assistant of unavailability for duly convened Council meetings or portfolio committee meetings.

3. ROLES AND RESPONSIBILITIES OF COUNCIL

3.1. POLICY

Council is responsible for high level and strategic decisions affecting Stelat'en First Nation operations.

3.2. PURPOSE

The elected Council of Stelat'en First Nation has been placed in a position of leadership by the Community Membership. This policy describes the roles and responsibilities of Stelat'en First Nation Council and provides guidance to avoid confusion and conflict.

3.3. SCOPE

This policy applies to the duly elected Council of Stelat'en First Nation.

3.4. RESPONSIBILITY

a. Council as a whole is responsible for:

- i) hiring the Band Manager, Finance Officer and Tax Administrator;
- ii) making decisions concerning termination and severance affecting the Band Manager;
- iii) making decisions concerning salary adjustments affecting the Band Manager, Finance Officer and Tax Administrator;
- iv) authorizing purchases greater than \$25,000;
- v) reviewing and accepting the report of the External Auditor;
- vi) reviewing all new business opportunities, business ventures, partnerships presented by the Community Economic Development Advisory Group and the Finance and Audit Committee;
- vii) reviewing and approving recommendations made by the Finance and Audit Committee for divestitures greater than \$25,000;
- viii) reviewing and authorizing capital assets greater than \$25,000;
- ix) reviewing and authorizing all debt transactions greater than \$25,000;

b. Individual Councillors are responsible for:

- i) making themselves aware of the political business of Stelat'en First Nation and provide sound advice at Council meetings;
- ii) ensuring their mail, Council packages and other relevant information are picked up and reviewed prior to meetings;
- iii) ensuring adherence to this Governance Manual;
- iv) separating work related issues from Council business;
- v) ensuring ongoing awareness of conflict of interest policies and declaring any conflict prior to any discussion on a matter;
- vi) maintaining an atmosphere of mutual respect with each other and the Band Manager;
- vii) ensuring notification is sent to the Chief and Council Administrative Assistant of unavailability for duly convened Council meetings or portfolio committee meetings.

3.5. PROCEDURE

Councillors for Stelat'en First Nation are expected to:

- a. act in the best interest of the community as whole;
- b. be diligent in their position as Councillor;
- c. report regularly and fully on Stelat'en First Nation finances, projects, programs and services;
- d. attend to the duties of Portfolio Holder for specific departments and groups within Stelat'en First Nation;
- e. ensure written and verbal reports are made available to full Chief and Council on committee meetings, workshops, conferences attended on behalf of Council business.

3.6. REFERENCES AND RELATED AUTHORITIES

- a. *Stelat'en First Nation Custom Election Code*
- b. *Stelat'en First Nation Governance Manual*
- c. *Stelat'en First Nation Finance Policy Manual*
- d. *Stelat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

IV. DELEGATION OF RESPONSIBILITIES

1. DELEGATED & ASSIGNED RESPONSIBILITIES

1.1. POLICY

While the overall responsibility for financial management of Stelat'en First Nation remains with the Council, it is Council's policy to give specific financial administration authority to identified departments, Committees and individuals for the purpose of performing duties, making commitments, and authorizing the collection and disbursement of funds on behalf of Stelat'en First Nation.

1.2. PURPOSE

The purpose of this policy is to document and specify the use of delegation and assignment authority to transfer the responsibility for making a decision or performing a duty to another functional area, Officer, employee, or agent and to provide accountability with respect to financial authorization and authority to bind Stelat'en First Nation to legal obligations.

1.3. SCOPE

- a. This policy and procedure applies to the Council, Committees of Council, Officers, employees of Stelat'en First Nation and any other persons with authority to conduct activities in connection with the Financial Administration of Stelat'en First Nation.
- b. In addition to the authorities and responsibilities identified within this policy and procedure document, the following transactions or decisions will comply with their related policies and procedures:
 - i) Expenditures
 - ii) Procurement
 - iii) Debt
 - iv) Investments
 - v) Capital assets
 - vi) Loans, Guarantees and Indemnities
 - vii) Local Revenue
 - viii) Insurance
 - ix) Human Resources
 - x) Records Management
 - xi) Financial Reporting
 - xii) Annual Planning and Budgeting

1.4. RESPONSIBILITIES

- a. Council may authorize the Band Manager to delegate any Council duties or functions related to Stelat'en First Nation's financial administrative system to an Officer, employee, Committee, contractor or agent except:
 - i) the approval of policies and procedures or the giving of directions respecting any financial administration matter which are the responsibility of the Council under a Financial Administration Law;
 - ii) the appointment and removal of the Finance and Audit Committee members, including the Chairperson and Vice-Chairperson;
 - iii) the approval of budgets, budget amendments, borrowings and financial statements;
 - iv) the approval of the Authorization and Delegation Table; and
 - v) any matter relating to the employment or authorities of the Band Manager, the Finance Officer or the Tax Administrator.

- b. The Band Manager can assign any or all of his or her financial management activities or functions.
- c. Regardless of the delegation of any financial administration authority by the Council, the Council remains responsible for the financial management of Stelat'en First Nation.

1.5. PROCEDURES

a. **Procedures for delegation**

- i) The Band Manager is responsible for preparing and updating the Authorization and Delegation Table in accordance with this policy for Stelat'en First Nation.
- ii) The Band Manager will ensure an appropriate level of documentation including a signed delegation of authority statement or agreement accompanies and is maintained with the Authorization and Delegation Table.
- iii) The Band Manager will submit the Authorization and Delegation Table to Council for approval and Council approve the Authorization and Delegation Table.
- iv) The Band Manager will ensure that the delegation of authorities is communicated to each department head and other persons as appropriate to ensure the delegated responsibilities can be carried out effectively.
- v) The Band Manager will ensure that the delegation of authorities is communicated to each department head and other persons as appropriate to ensure the delegated responsibilities can be carried out effectively.
- vi) Council, Committees, Band Manager, Officers, employees, contractors, or agents delegate authority only when there is assurance that the control objectives of authorization of the decision or transaction will be effectively served.

b. **Procedures for the Authorization and Delegation Table**

- i) The Authorization and Delegation Table will include components of the financial management system that require decisional and approval authority to carry out activities, make commitments, collect and disburse funds on behalf of Stelat'en First Nation.
- ii) Any delegation of authority granted will be aligned with the hierarchical organizational chart structure.
- iii) Updates made to the Authorization and Delegation Table by the Band Manager will be approved by Council.

c. **Temporary delegation of responsibility**

- i) Short-term – Each functional area or department with authority under the Table will establish a protocol for delegation of responsibility to deal with absences due to illness, vacations, and other forms of temporary leave.
- ii) Long-term – Any delegation of responsibility of a long-term nature will be approved by the Band Manager.

d. **Procedures for monitoring and evaluation**

- i) The Band Manager will monitor and evaluate the performance of the delegated duties and functions and if necessary make recommendations to Council for amendments to the Authorization and Delegation Table.

1.6. REFERENCES AND RELATED AUTHORITIES

- a. *Stellat'en First Nation Custom Election Code*
- b. *Stellat'en First Nation Governance Manual*
- c. *Stellat'en First Nation Finance Policy Manual*
- d. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook
- e. FMB's Financial Management System Standards
 - i) Standard 8.1 - DELEGATED/ASSIGNED RESPONSIBILITIES – Council delegation procedures
- f. FMB's Financial Administration Law Standards
 - i) Standard 8.1 - FIRST NATION COUNCIL – Responsibility
 - ii) Standard 8.2 - FIRST NATION COUNCIL – Delegation
 - iii) Standard 11.1.6 - BAND MANAGER – Permitted assignment
 - iv) Standard 11.2.5 - FINANCE OFFICER – Permitted assignment

1.7. ATTACHMENTS

- a. Appendix A – Authorization and Delegation Table

2. ORGANIZATION CHART

2.1. POLICY

Council recognizes the importance of maintaining an organizational structure which is responsive to the needs, serves the best interest, of the community.

2.2. PROCEDURE

- a. Review of the Chief and Council approved SFN organization chart shall be completed during the orientation session of the newly elected Council.
- b. Any recommended changes to the organization chart will be done by the Band Manager, after consultation with Chief and Council, Program Administrators and Employees of Stelat'en First Nation. Changes to SFN organization structure are normally done through the implementation of a planning process.
- c. Recommendations to change the Organization Chart will be presented by the Band Manager at a duly convened meeting of Chief and Council.
- d. Any Chief and Council approved changes to the SFN Organization Chart must be made through a Band Council Resolution (BCR).
- e. It will be the responsibility of the Band Manager to distribute and communicate the approved Organization Chart, and any approved Chief and Council changes, to SFN management and staff.

2.3. ATTACHMENTS

- a. Appendix B – SFN Organization Chart

3. STELLAT'EN FIRST NATION ADVISORY GROUPS

3.1. POLICY

Chief and Council recognizes and acknowledges the valuable input and direction SFN community members can provide when they are given a voice. To this end, Chief and Council establishes a Family/Clan Advisory Group that will provide valuable community input and direction to Chief and Council on select important issues.

3.2. PROCEDURE

A notice to all Families to appoint an interested family member who will represent their families and communicate with them on important select matters initiated by Chief and Council.

3.3. THE FAMILY/CLAN ADVISORY GROUP HAS THREE FUNCTIONS

- a. To ensure there is good communication between Chief and Council and the Community via the family representatives.
- b. To ensure the community is involved with the business of their nation by soliciting family/clan input in matters and business before council via their family representatives.
- c. To increase the quality of select matters and business before Chief and Council, making that work more relevant and reflective of community needs.

3.4. THE FAMILY/CLAN ADVISORY GROUP SHALL ADHERE TO THE FOLLOWING GUIDELINES

- a. There shall be one representative for each family who will speak for, and on behalf of, their family.
- b. It is up to each family to select and appoint their representative to the Family/Clan Advisory Group. Families may change their representatives on an annual basis if they so wish.
- c. All family representatives shall have the opportunity to provide input and recommendations at meetings and workshops.
- d. Family representatives shall provide recommendations but not make decisions. Decision making is responsibility of Chief and Council.
- e. Family representatives may request full disclosure about certain issues/matters in order to give Chief and Council informed direction/advice.
- f. Each family representative agrees to keep themselves informed of the business or matters at hand and before the Family/Clan Advisory Group.
- g. The Family/Clan Advisory group will be used to ensure that Stelat'en have band membership involvement therefore all band members are welcome to attend Family/Clan Advisory Group meetings.

4. APPOINTMENT OF FIRST NATIONS OFFICERS

4.1. POLICY

It is Council's policy to make the appointment or removal of the Band Manager. Council is responsible for the appointment of the Finance Officer and Tax Administrator.

4.2. PURPOSE

The purpose of this policy is to provide guidance on the appointment process and responsibilities of the Band Manager, Finance Officer, and the Tax Administrator.

4.3. SCOPE

This policy and procedure applies to Council, the Band Manager, the Finance Officer, and the Tax Administrator of Stelat'en First Nation.

4.4. RESPONSIBILITIES

- a. Council is responsible for appointing the Band Manager, Finance Officer, Tax Administrator and any other Officer connected with the financial administration of Stelat'en First Nation.
- b. **The Band Manager is responsible for:**
 - i) developing and recommending to the Council for approval, human resources policies and procedures for the hiring, management and dismissal of Officers and employees of Stelat'en First Nation;
 - ii) preparing and recommending to the Council for approval, descriptions of the powers, duties and functions of all employees of Stelat'en First Nation;
 - iii) hiring the employees of Stelat'en First Nation, as the Band Manager considers necessary, and to set the terms and conditions of their employment;
 - iv) overseeing, supervising and directing the activities of all Officers and employees of Stelat'en First Nation;
 - v) overseeing and administering the contracts of Stelat'en First Nation;
 - vi) identifying, assessing, monitoring and reporting on financial risks and fraud risks;
 - vii) monitoring and reporting on the effectiveness of mitigating controls for the financial and fraud risks;
 - viii) other duties as required by council that are not contrary to Stelat'en First Nations Fiscal Management Act ("the FNFMA") or inconsistent with the Band Manager's duties under Stelat'en First Nation's Financial Administration Law;
 - ix) reporting directly to Council.
- c. **The Finance Officer is responsible for:**
 - i) the day to day management of Stelat'en First Nation's financial administration system;
 - ii) other duties as required by the Band Manager that are not contrary to the FNFMA or inconsistent with the Finance Officer's duties under Stelat'en First Nation's Financial Administration Law;
 - iii) reporting directly to the Band Manager; and
 - iv) any other duties as set out in section [19.2] of the Financial Administration Law.
- d. **The Tax Administrator is responsible for:**
 - i) the day to day management of Stelat'en First Nation's local revenues system;
 - ii) other duties as required by the Band Manager that are not contrary to the FNFMA or Stelat'en First Nation's local revenue laws or inconsistent with the tax administrator's duties under Stelat'en First Nation's Financial Administration Law;
 - iii) reporting directly to the Band Manager.

4.5. PROCEDURES

a. **Appointment**

- i) Council will approve, prior to posting a job, the specific qualifications required for each position.
- ii) Council will determine the selection process for all Officer positions identified by this Policy. At minimum the Council will create an Officer selection committee consisting of at least [●] competent persons, one of whom must be a Councillor. The Officer selection committee will develop criteria for a selection process that will evaluate the qualifications, experience, and any other interview standards deemed appropriate for each candidate.
- iii) Initial screening will occur to assess each applicant's ability to meet the minimum stated standards. Applications of qualified candidates received for a posting will be forwarded to the selection committee to further screen the applications to select individuals to be interviewed for the position. The interview process will be consistent for all applicants.
- iv) The Officer selection committee will then evaluate each candidate against the established criteria and recommend a candidate for the position to Council.

4.6. REFERENCES AND RELATED AUTHORITIES

a. FMB's Financial Management System Standards

- i) Standard 12.1 – Senior Manager
- ii) Standard 12.2 – Senior Financial Officer
- iii) Standard 12.3 – Tax Administrator
- iv) Standard 12.4 – Functions Documented

b. FMB's Financial Administration Law Standards

- i) Standard 11.1 – Senior Manager
- ii) Standard 11.2 – Senior Finance Officer
- iii) Standard 11.3 – Tax Administrator
- iv) Standard 11.4 – Employees

5. COMMITTEE ESTABLISHMENT & DISSOLUTION

5.1. POLICY

It is Council's policy to establish any Standing Committees and any Special Committees it deems necessary to fulfill its mandate or to assist in meeting statutory obligations.

5.2. PURPOSE

The purpose of this policy and procedure is to establish an effective governance system that ensures that Committees are consistently and purposefully structured to carry out its specified functions assigned by Council or in First Nation laws.

5.3. SCOPE

This policy and procedure applies to Council, its Committees and the Band Manager.

5.4. RESPONSIBILITIES

a. **Subject to First Nation laws, Council is responsible for:**

- i) the establishment of any Council Committee and its mandate;
- ii) approval of the Terms of Reference for each Committee;
- iii) determining the minimum qualifications and eligibility requirements of Committee members and chairpersons;
- iv) the appointment of a Chairperson or the filling of a Chairperson vacancy on any Council Committee;
- v) evaluating the effectiveness of each Committee.

b. **The Band Manager is responsible for:**

- i) maintaining detailed descriptions and current membership lists for each Committee;
- ii) assisting Committee Chair's in preparing Committee agendas; and
- iii) ensuring that the agendas and minutes of all Committee meetings are retained for a period of at least seven years [or period specified as per Information Management Policy of Stelat'en First Nation].

c. **The Chairperson is responsible for:**

- i) chairing Committee meetings and ensure they are conducted in an efficient and effective manner;
- ii) scheduling Committee meetings as necessary and planning Committee activities to ensure that the Committee is successful in fulfilling its mandate and addressing its functions, duties and responsibilities, including working within its approved budgetary resources;
- iii) approving Committee agendas;
- iv) ensuring that minutes are prepared and that they accurately reflect meeting outcomes;
- v) identifying the necessary qualifications and eligibility criteria for Committee members, subject to First Nation laws;
- vi) recruiting qualified Committee member candidates and recommending them to Council;
- vii) evaluating Committee members and their contributions;
- viii) recommending member appointments and removals to Council; and
- ix) reporting to Council on behalf of the Committee.

d. **The Committee members are responsible for:**

- i) preparing for meetings for those Committees of which he or she is a member by reading reports and background materials prepared for each meeting and acquiring adequate information necessary for decision making;

- ii) becoming knowledgeable of the Committee functions;
- iii) participating fully and frankly in the discussions of the Committee;
- iv) attending all Committee meetings;
- v) avoiding conflicts of interests and complying with conflicts of interest policies and procedures established by Council or under First Nation laws.

5.5. PROCEDURES

a. **Establishing / Dissolving of a Committee**

- i) Subject to First Nation laws, Council may establish or dissolve a Committee, other than the Finance and Audit Committee, by passing a Band Council Resolution. Council will also establish Terms of Reference regarding the Committee's mandate, objectives and expected outcomes.
 - A) Subject to First Nation laws, for each new Committee, the Band Manager and the Chairperson will develop and recommend to Council for approval the Terms of Reference which will include, at a minimum, the following:
 - B) composition of members, including minimum number of councillors and any requirements for specific experience, skills, knowledge or expertise;
 - C) quorum;
 - D) term of the Committee members;
 - E) detailed role and functions;
 - F) voting rules; and
 - G) meeting and reporting obligations

b. **Appointment of Committee Member**

- i) Subject to First Nation laws, Council will appoint a Committee chairperson.
- ii) Subject to First Nation laws, the Band Manager and the respective Committee Chairperson will develop and recommend to Council for approval membership qualification and eligibility criteria for each Committee, including potential conflicts of interest avoidance.
- iii) The Band Manager or a designate will develop and implement a recruitment strategy to fill Committee vacancies.
- iv) The Band Manager will meet with and assess the qualifications eligibility and interest of each member candidate and provide the chairperson with a list of qualifying and eligible candidates.
- v) The Chairperson, based on consultations with the Committee, will recommend to Council the appointment of new individuals to the Committee.

c. **Monitoring and evaluating Committee performance**

- i) Annually, the Chairperson will evaluate the Committee's progress against its Terms of Reference, objectives, and stated outcomes. The results of the analysis will be presented to council and used as the basis for the following year plan for the Committee.
- ii) The Chairperson will continually monitor the performance of Committee members against their terms of appointment.

d. **Removal of Committee Members**

- i) Subject to First Nation laws, Committee member may be removed on the recommendation of the Committee chairperson if the Committee member has committed a breach of the Code of Conduct, breach of confidentiality, or otherwise had breached a First Nation policy, fails to perform expected duties of a Committee member, or is no longer qualified or eligible to be a Committee member.

5.6. REFERENCES AND RELATED AUTHORITIES

- a. FMB's Financial Management System Standards
- b. Standard 11.1 – First Nation Committees – First Nation Committees generally

6. FINANCE & AUDIT COMMITTEE

6.1. POLICY

It is Council's policy and a requirement of Stelat'en First Nation's Financial Administration Law to establish and maintain a Finance and Audit Committee ("the Committee") to assist Council in carrying its oversight responsibilities for financial reporting, Internal Control, and risk management processes.

6.2. PURPOSE

The purpose of this Policy is to set out the composition, responsibilities, and procedures in establishing and maintaining a Finance and Audit Committee.

6.3. SCOPE

This policy applies to Council, the Finance and Audit Committee, the Band Manager and the Finance Officer.

6.4. RESPONSIBILITIES

a. **Subject to Stelat'en First Nation's Financial Administration Law, the Council is responsible for:**

- i) assigning to the Committee any responsibilities or functions in addition to those set out in the Law;
- ii) approval of the Terms of Reference for the Committee;
- iii) determining the Eligibility Criteria of the Committee members, chairpersons and vice-chairpersons;
- iv) confirming, before appointment, that each potential member of the Committee is eligible to be a member and is independent;
- v) ensuring that each member of the Committee signs a statement annually, confirming that they continue to meet the Eligibility Criteria and remain independent;
- vi) determining the requirements of Financial Competency to be met by the majority of the Committee members;
- vii) the appointment of the Chairperson and the Vice-Chairperson of the Committee and the filling of any vacancies in those offices;
- viii) evaluating the effectiveness of the Committee;
- ix) providing the Committee with the resources it might need to carry out its functions;
- x) requiring the Council to consider any recommendations or advice provided by the Committee; and
- xi) [If the chairperson is not a councillor] sending notices and agendas of all council meetings to the chairperson.

b. **The Finance and Audit Committee Chairperson is responsible for:**

- i) facilitating the Committee's interaction with Senior Management;
- ii) chairing the Committee meetings and ensuring they are conducted in an efficient and effective manner;
- iii) planning the Committee's activities to ensure that the Committee is successful in fulfilling its mandate and addressing its functions, duties and responsibilities;
- iv) preparing the Committee's agendas;
- v) ensuring that minutes are recorded at each duly called meeting;
- vi) recruiting qualified Committee member candidates and recommending them to Council;
- vii) evaluating committee members and their contributions;
- viii) reporting to Council on behalf of the Committee.

c. Committee Members are responsible for:

- i) preparing for meetings by reading reports and background materials prepared for each meeting and acquiring adequate information necessary for decision making;
- ii) actively participating in the Committee's deliberations;
- iii) attending all scheduled Committee meetings subject to reasonable exceptions acceptable to the Chairperson;
- iv) becoming knowledgeable of the Committee functions and statutory responsibilities under Stelat'en First Nation's Financial Administration Law;
- v) maintaining direct, open and frank communications with management, the Committee, the Auditor and other advisors as appropriate;
- vi) ensuring that they have the minimum level of Financial Competency necessary to fulfill their responsibilities;
- vii) ensuring that they maintain their Independence as required in Stelat'en First Nation's Financial Administration Law;
- viii) avoiding conflicts of interests and complying with conflict of interest policies and procedures established by Council and described in the Financial Administration Law;
- ix) reviewing and making recommendations to the Council on the Terms of Reference of the Committee.

d. The Band Manager is responsible for:

- i) maintaining the current Committee member list;
- ii) tracking the Financial Competency of each Committee member;
- iii) keeping the Chair of the Committee current in a timely fashion on major developments and provide the Committee with sufficient information on a timely basis to enable the Committee to discuss potential issues, make decisions, and fulfill its mandate;
- iv) assisting the chair of the Committee in planning and making necessary arrangements for setting agendas, giving required meeting notices and holding meetings;
- v) attending each Committee meeting, unless excused by the chair for a reasonable reason or excluded from attendance by vote of the Committee as provided in Stelat'en First Nation's Financial Administration Law.

e. The Finance Officer is responsible for:

- i) attending each Committee meeting, unless excused by the chair for a reasonable reason or excluded from attendance by vote of the Committee as provided in Stelat'en First Nation's Financial Administration Law;
- ii) providing technical and professional support to the Committee as requested or as required in Stelat'en First Nation's Financial Administration Law.

6.5. PROCEDURES

a. Appointment and Removal of Members

- i) Subject to Stelat'en First Nation's Financial Administration Law, the Council will appoint the Chairperson and Vice-Chairperson of the Finance and Audit Committee by a majority vote.
- ii) The Council must establish its finance and audit committee consisting of the number of members specified in the FAL.
- iii) The Council, upon recommendation of the Chairperson, will appoint the members of the Committee, a majority of whom must have Financial Competency and all of whom must have Independence and meet Eligibility Criteria established by Council.
- iv) A Committee member may be removed from office by majority vote of Council in the circumstances permitted in Stelat'en First Nation's Financial Administration Law.

b. Term Requirements

- i) Subject to Stelat'en First Nation's Financial Administration Law, when making appointments to the Committee, Council will endeavor to ensure that no more than half of the members' terms will expire in any one fiscal year.
- ii) The Band Manager will maintain a register of Finance and Audit Committee members which will, for each member, include the date of appointment or re-appointment, the term of the membership, and the term end date and which will track Independence and Financial Competency issues for each member.
- iii) Upon any changes in the Committee membership, the Band Manager will report to Council on the term end dates for each member of the Committee.
- iv) The term of a Committee member will be as established in Stelat'en First Nation's Financial Administration Law.
- v) The terms of office of members of the Finance and Audit Committee are staggered to ensure the continuing effectiveness of the committee and to provide for succession planning.
- vi) If a Finance and Audit Committee member is removed from office, dies, or resigns before their term expires, the Council must as soon as practicable appoint a new Finance and Audit Committee member to hold office for the remainder of the term.

c. Eligibility Criteria

- i) The Council will establish Eligibility Criteria of a Finance and Audit Committee member by specifying that an individual must not have a role in the financial management of Stelat'en First Nation involving the planning organizing, directing, or controlling of its financial activities, including budgeting, financial accounting, financial reporting, procurement and utilization of funds.
- ii) The Council will document the criteria for Independence of a Finance and Audit Committee member by specifying that the individual does not have a direct or indirect financial relationship with Stelat'en First Nation government that could, in the opinion of council, reasonably interfere with the individual's exercise of independent judgment as a member of the Finance and Audit Committee.
- iii) The Council will establish the criteria for Financial Competency of a Finance and Audit Committee member that, in the opinion of council, reasonably fulfill the role and responsibilities of the Committee member and the effectiveness of the Committee.

d. Committee Administration and Reporting

- i) Subject to Stelat'en First Nation's Financial Administration Law, the quorum necessary for the transaction of business at Committee meetings will be a majority of the members of the Committee.
- ii) Subject to Stelat'en First Nation's Financial Administration Law, the Finance and Audit Committee will meet at least quarterly and otherwise as necessary but in any event as soon as practical following receipt of the audited annual financial statements and report of the auditor.
- iii) Any member of the Committee may call meetings of the Committee.
- iv) All Councillors of the Nation may attend meetings of the Committee provided, however, that no Councillor is entitled to vote at such meeting and is not counted as part of quorum for the Committee if he or she is not a member of the Committee.
- v) The external auditor may attend and be heard at meetings of the Committee.
- vi) The Committee will maintain written records of attendance at its meetings of Committee members and of any ex-officio member such as the Band Manager, and the Finance Officer.

- vii) The Committee will provide minutes of its meetings to the Council and the Chairperson will provide reports to Council as appropriate on the substance of meetings at the next Council meeting following a Committee meeting.
- 6.6. REFERENCES AND RELATED AUTHORITIES
- a. *Stellat'en First Nation Governance Manual*
 - b. *Stellat'en First Nation Finance Policy Manual*
 - c. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook
 - d. FMB's Financial Management System Standards
 - i) Standard 11.2 – First Nation Committees – Finance and Audit Committee
 - e. FMB's Financial Administration Law Standards
 - i) Standard 10.1 – Finance and Audit Committee – Constitution
 - ii) Standard 10.2 – Finance and Audit Committee – Terms of Office
 - iii) Standard 10.3 – Finance and Audit Committee – Committee Officers
 - iv) Standard 10.4 – Finance and Audit Committee – Committee Procedures
 - v) Standard 10.5 – Finance and Audit Committee – Committee Functions
 - vi) Standard 19.2.5 - Auditor Authority
- 6.7. ATTACHMENTS
- a. Appendix F – Sample Finance and Audit Committee Terms of Reference
 - b. Appendix G – Finance Competency Guidelines

7. ECONOMIC DEVELOPMENT ADMINISTRATION

7.1. POLICY

Council has established the Community Economic Development Planning Group as a standing committee of Council. Primary oversight responsibility for economic development is vested in the Community Economic Development Planning Group.

7.2. PURPOSE

The mandate of the community economic development planning group includes providing information to assist Council in fulfilling its responsibilities for Stellat'en First Nation's economic development and reporting to Council on the economic development activities of Stellat'en First Nation.

7.3. PROCEDURES

- a. The Community Economic Development Planning Group is composed of:
 - i) The Chief,
 - ii) one Councillor
 - iii) one elder of Stellat'en First Nation,
 - iv) one non-elder member of Stellat'en First Nation, and
 - v) one other individual of the age of majority at the time of their appointment.
- b. For certainty, the community economic development planning group must include a majority of individuals who are not senior members of Stellat'en government.
- c. The term of office for an individual appointed to the Community Economic Development Planning Group is two years from the date of his or her appointment.
- d. An individual appointed to the Community Economic Development Planning Group may be reappointed for one or more consecutive terms after Council has considered that individual's annual performance evaluation for his or her role as a director of the Board of Directors of Stellat'en Holdings Inc. (the Holdings Board).
- e. For certainty, an individual appointed to the Community Economic Development Planning Group under paragraphs may resign.
- f. If an individual appointed to the Community Economic Development Planning Group resigns from the Holdings Board or otherwise ceases to be a Holdings Board member, he or she is deemed to have resigned or has otherwise ceased to be a member of the Community Economic Development Planning Group as of the date he or she ceased to be a Holdings Board member.
- g. If there is a vacancy on Community Economic Development Planning Group because of an individual's resignation, death or otherwise, Council must appoint a replacement for the balance of that individual's term then remaining as soon as practicable.
- h. Council will only remove an individual appointed to the Community Economic Development Planning Group in one or more of the following circumstances:
 - i) the individual is persistently absent from meetings of the Community Economic Development Planning Group or the Holdings Board;
 - ii) the individual engages in conduct which amounts to impropriety, dishonesty or serious illegal activity;
 - iii) the individual exerts undue influence over other individuals on the Community Economic Development Planning Group or the Holdings Board;
 - iv) the individual breaches any conflict of interest rules applicable to him or her in his or her role as a member of the Community Economic Development Planning Group or as a Holdings Board member;
 - v) the individual is grossly incompetent; or

- vi) the individual is not acting in accordance with applicable laws, the economic development plan or this Agreement.
- i. A dispute regarding the removal of an individual from the community economic development planning group under subsection (a) will be dealt with in accordance with section 16 of Schedule 8 of the *Stellat'en Businesses Governance and Fiscal Agreement*.
- j. Council must not fill a vacancy on the Community Economic Development Planning Group created by the removal of an individual from the Community Economic Development Planning Group until 30 days after his or her removal or until a disagreement regarding that removal is resolved, whichever is later.
- k. An individual appointed to the Community Economic Development Planning Group because of his or her office will cease to be a member of Community Economic Development Planning Group on the date they cease to hold that office.
- l. For certainty, if an individual ceases to be a member of the Community Economic Development Planning Group in accordance with subsection (a), Council must only appoint the individual that subsequently holds the applicable office to fill that vacancy on the community economic development planning group.
- m. The quorum of the Community Economic Development Planning Group is four committee members.
- n. If the Chief is not present at a meeting of the Community Economic Development Planning Group, the member of Council serving on the Holdings Board and the Community Economic Development Planning Group may act in the Chief's place at that meeting, including voting on any matter before the committee, and must be counted for the determination of quorum.
- o. A matter to be decided by the Community Economic Development Planning Group should, to the greatest extent possible, be decided by consensus.
- p. The chair of Community Economic Development Planning Group may cast a vote on any matter to be decided by the community economic development planning group.
- q. If a vote on a matter to be decided by the Community Economic Development Planning Group results in a tied vote, the chair of the community economic development planning group may cast a second vote to break that tie.
- r. The Community Economic Development Planning Group must meet at least four times each year.
- s. The Community Economic Development Planning Group may develop rules of order and procedure to govern its meetings.
- t. Subject to the availability of adequate resources, Council must provide the Community Economic Development Planning Group with the administrative support and the resources for engaging consultants, technical experts and other persons the community economic development planning group reasonably requires to fulfill its responsibilities under this Agreement.

7.4. RESPONSIBILITIES

The Community Economic Development Planning Group is responsible for:

- a. developing and recommending to Council a proposed economic development plan;
- b. annually updating the Economic Development Plan;
- c. providing direction to staff for:
 - i) researching and developing new business opportunities to be owned or operated by an existing or new Stellat'en Business, and
 - ii) preparing concept studies and business plans for those new business opportunities;

- d. reviewing and, if acceptable, recommending for approval by Council concept studies prepared for new business opportunities to be included in the Economic Development Plan;
- e. reviewing and, if acceptable, approving business plans prepared for new business opportunities to be implemented and owned or operated by an existing or new Stelat'en Business on behalf of Stelat'en First Nation;
- f. advising Council on negotiations for agreements that may be necessary or advisable for Stelat'en First Nation to enter into to further Stelat'en First Nation's economic development;
- g. communicating with and providing appropriate information to Stelat'en members concerning Stelat'en First Nation's economic development, the e Economic Development Plan and Stelat'en Businesses;
- h. reviewing and providing comments to Council on the annual financial statements of Stelat'en Businesses;
- i. directing employees of Stelat'en First Nation assigned, and any consultants, technical experts or other persons engaged, to assist the Community Economic Development Planning Group to perform its duties; and
- j. performing any additional duties or exercising any additional powers assigned to the Community Economic Development Planning Group by Council.

7.5. REFERENCES AND RELATED AUTHORITIES

- i) *Stelat'en Businesses Governance and Fiscal Agreement.*

8. STELLAT'EN FIRST NATION COMMUNITY APPROVED OUTSIDE ORGANIZATIONS

8.1. POLICY

Stellat'en First Nation Chief and Council strives to be aware and participatory in the affairs regarding First Nation business being conducted by outside organizations and will appoint political and/or administrative representation at various tables to represent the interests of Stellat'en First Nation.

8.2. PROCEDURE

- a. Review of this list of outside organizations and their purpose will commence within fifteen (15) days of taking office of the newly elected Chief and Council as part of the orientation period.
- b. SFN appointments to the various organizations will be conveyed to the appropriate parties of the organization.
- c. The following is the list of outside organizations Stellat'en First Nation is affiliated with:
 - i) Carrier Sekani Tribal Council: Suite 200 - 1460 6th Avenue, Prince George, BC, V2L 3N2 Phone 250.562.6279; Fax 250.562.8206; Website: <http://www.carriersekani.ca/>
 - ii) Carrier Sekani Family Services: Website: <http://www.csfs.org/>; no other main office location contact information or executive contact information is available.
 - iii) Carrier Sekani Technical Services Unit: www.carriersekani.ca/programs-projects/tsu/; no other contact information is available for this unit.
 - iv) Stella Holdings Limited Partnership: a separate business entity initiated by Stellat'en First Nation, the Band Manager will provide additional details
 - v) Stellat'en Duches Forestry Limited Partnership and Slenyah Store Limited Partnership.
 - vi) Prince George Nechako Aboriginal Employment and Training Association: 198 Kingston Street, Prince George, British Columbia V2L 1C3; Tel: 250-561-1199; Fax: 250-561-1149 Toll Free: 1-800-510-0515
 - vii) First Nations Health Authority: 501-100 Park Royal South, West Vancouver, BC V7T 1A2; Phone: 604.693.6500; Toll free: 1.866.913.0033; Fax: 604.913.2081; Website: <http://www.fnha.ca/>
 - viii) First Nations Education Steering Committee: Suite #113-100 Park Royal South West Vancouver, British Columbia V7T 1A2; Toll-free in BC: 1-877-422-3672; P: 604-925-6087; F: 604-925-6097; <http://www.fnesc.ca/>
- d. The following is a list of Provincial and National organizations Stellat'en is affiliated with:
 - i) BC Assembly of First Nations: Suite 507 - 100 Park Royal South West Vancouver, BC V7T 1A2; Telephone: 604-922-7733; Facsimile: 604-922-7433; <http://www.bcafn.ca/>
 - ii) Assembly of First Nations: 55 Metcalfe Street, Suite 1600, Ottawa, ON K1P 6L5; Telephone: 613-241-6789; Toll-Free: 1-866-869-6789; Fax: 613-241-5808; Website: www.afn.ca
 - iii) Union of BC Indian Chiefs: Vancouver Office: 500 - 342 Water Street, Vancouver, BC, V6B-1B6; Ph: 604.684.0231 * Fx: 604.684.5726; Kamloops Office: 209 - 345 Chief Alex Thomas Way Kamloops, BC, V2H-1H1; Ph: 250.828.9746 * Fx: 250.828.0319; Email: ubcic@ubcic.bc.ca; <http://www.ubcic.bc.ca/>
 - iv) First Nations Summit: Suite 1200 - 100 Park Royal South West Vancouver, BC V7T 1A2; Tel: 604.926.9903; Fax: 604.926-9923; Toll Free: 866-990-9939; <http://www.fns.bc.ca/>

All four of the above, including Carrier Sekani Tribal Council, have the elected Chief as the representative with proxy forms available if the Chief is unable to attend their meetings thereby appointing another Councillor and/or staff member.

- v) Aboriginal Affairs and Northern Development Canada (AANDC) is a core and program funding agency and authority that newly elected Chief and Council should meet through its Funding Services Officer as soon as possible within their term of office.

V. MEETINGS AND PLANNING

1. MEETING ATTENDANCE**1.1. POLICY:**

- a. There is a community expectation that members of Chief and Council will commit themselves to the responsibilities and duties of their office, this includes regular attendance and Chief and Council meetings and Committee meetings. Every attempt will be made set meeting dates and times to accommodate all members of Chief and Council.
- b. Members of Chief and Council shall be remunerated in accordance with established rates as approved through Band Council Resolutions from time to time.

1.2. PROCEDURE:

- a. Chief and Council are responsible for notifying Chief and Council Administration Assistant via telephone or email of their absence at a duly convened meeting of Chief and Council at least one full day prior to the meeting, stating their reasons for absence.
- b. Unexcused absences at a duly convened meeting are subject to the following penalties:
 - i) Following one unexcused absence a warning shall be issued by the Chief or his/her designate;
 - ii) Following two unexcused absences the Chief and/or Council member will forfeit 50% of their honorarium in the following month;
 - iii) Following three unexcused absences, Chief and Council shall removal that Councillor from office, and payment of honorarium will cease to be provided to that Councillor.

2. IN-CAMERA MEETINGS

2.1. POLICY

Stellat'en First Nation Chief and Council recognize that an active and informed community is a fundamental element of good governance. In order to achieve this Stellat'en First Nation Chief and Council believes that the community members must have clearly defined access to the decision making process, except where provided by this policy, all Chief and Council meetings shall be open to the citizens.

2.2. PROCEDURE

- a. In-Camera Meetings shall be closed to the public.
- b. The discussions of In-Camera Meetings are confidential.
- c. No one, including Chief and Council members or administrative staff, may discuss or reveal the content of an In-Camera meeting unless specifically directed by a motion.
- d. Chief and Council, and/or persons subject to the business in a meeting, shall determine which staff members or members of the public, if any, are permitted to attend a specific In-Camera Meeting. If a member of Chief and Council disagrees with the Chairperson's decision, they may make a motion to overturn the decision, upon which a roundtable discussion shall take place and a final vote shall commence on the issue. The result of the vote will be final.
- e. The following confidential issues may be addressed at an In-Camera meeting:
 - i) Personal matters, where it is reasonable to assume that an individual or individuals may be identified, including but not limited to Stellat'en First Nation employees; or
 - ii) A potential or imminent purchase or sale of any goods or services where the public release of the information could negatively affect Chief and Council's interest in the transaction; or
 - iii) Any matters related to the security of Stellat'en First Nation territory, the people of Stellat'en First Nation, or Stellat'en First Nation Chief and Council; or
 - iv) Personnel relations, staffing issues, or other Human Resource Management issues; or
 - v) Intergovernmental relations, including lobbying and negotiation strategies; or
 - vi) Litigation or potential litigation; or
 - vii) Any advice or communications that are subject to solicitor-client privilege; or
 - viii) Any issue covered by another policy, by-law, or applicable legislation that requires Chief and Council to meet privately;
 - ix) Any item may be deferred, to request more information.
- f. Any issue not covered by Section 6: In-Camera Meetings Procedure 5, must be discussed at an Open Meeting.
- g. By motion, Council may declare a portion of the Open Meeting to be In-Camera in order to address any issue under Section 6: In-Camera Meetings Procedure 5.
- h. By motion, Council may declare a portion of the In-Camera Meeting to be open in order to address any issue not covered by Section 6: In-Camera Meeting Procedure 5.

3. REGULAR CHIEF AND COUNCIL MEETINGS

3.1. POLICY:

The business of Stelat'en First Nation Chief and Council varies in complexity for each of its designated roles and responsibilities within all areas of SFN operations. There are many, time sensitive, operating issues that require frequent, near bi-weekly, meetings of SFN Chief and Council. To ensure the dispatch of time sensitive business SFN Chief and Council will conduct bi-weekly Chief and Council meetings, and/or meet on an as needed basis.

3.2. PROCEDURE:

- a. Any regular meeting of Chief and Council shall be considered a valid meeting should there be a quorum of 50% plus one (1) members of elected Chief and Councillors in attendance.
- b. All regular meetings of SFN Chief and Council must have an agenda approved by Chief and Council.
- c. All regular meetings of SFN Chief and Council must have minutes recorded by the Administrative Assistant which accurately captures the discussions, deliberations, decisions, and actions of SFN Chief and Council with respect to each business item on the meeting agenda. This information must be sent to all members of Chief and Council in writing.
- d. The process for the conduct of regular scheduled Chief and Council meeting shall follow this format:
 - i) Agenda Approval;
 - ii) Review and Approval of Previous Meeting Minutes;
 - iii) Business Arising from Previous Meeting Minutes;
 - iv) A list of business items to be addressed on the meeting agenda;
 - v) Scheduling of the Next Chief and Council Meeting;
 - vi) Meeting Adjournment.
- e. Not all business conducted in a regular Chief and Council meeting requires the passing of Band Council Resolutions (BCRs), however BCRs are normally required to reflect the commitment of larger amounts of financial resources, or major decisions in any areas of SFN operations. It is these major decisions that are to be reported out at Chief and Council General Meetings with the SFN membership.
- f. Chief and Council will be guided by Robert's Rules of Order in conducting meetings.

4. GENERAL MEETINGS WITH MEMBERSHIP

4.1. POLICY:

Stellat'en First Nation Chief and Council recognize that an active and informed community is a fundamental element of good governance. In order to achieve this Stellat'en First Nation Chief and Council believes that the community members must have clearly defined access to information and access to the Chief and Council and receive updates on the activities and goals of the Council.

4.2. PROCEDURE:

- a. At the beginning of each year Chief and Council shall identify dates set for Chief and Council community meetings with the membership.
- b. All members of Chief and Council are required to attend these meetings with the membership and non-attendance shall be considered a missed duly convened meeting.
- c. All members of Chief and Council are expected to attend community functions as part of their duty to encourage participation and cooperation within the community.
- d. Chief and Council will be guided by Robert's Rules of Order in conducting meetings.
- e. The process for the Community Meeting with membership shall follow this format:
 - i) Opening Prayer;
 - ii) Presentation of Agenda;
 - iii) Chief and Council reports on SFN business;
 - iv) Presentation by programs as required;
 - v) Allows Membership to ask Question and be provided Answers;
 - A) To be moderated for appropriateness;
 - B) Any unruly individuals shall be requested to leave the meeting;
 - C) If meeting becomes disruptive the meeting shall be concluded.
 - vi) Motions and BCRs which reflect important decisions or actions of Chief and Council;
 - vii) Closing Prayer.

5. COMPREHENSIVE COMMUNITY PLANNING

5.1. POLICY:

It is important to the well-being of the whole community for a government to work towards common goals and purpose. Comprehensive Community Planning is a method of determining the needs and directions of on-going programs and services and to plan accordingly. The Comprehensive Community Planning is a critical component of good management and governance. SFN Comprehensive Community Plan will help assure that Stelat'en First Nation remains relevant and responsive to the needs of its community, and contributes to organizational stability and growth across changes in Chief and Council. It provides a basis for monitoring progress, and for assessing results and impact. It facilitates new program development. It enables an organization to look into the future in an orderly and systematic way. From a governance perspective, it enables Chief and Council to set policies and goals to guide the organization, and provides a clear focus to the Band Manager - Administrator and staff for program implementation and management.

5.2. PROCEDURE:

- a. SFN Chief and Council has agreed to use the Comprehensive Community Planning (CCP) process which:
 - i) reviews all existing strategic planning documents available for community development as well as for programs and services delivery.
 - ii) ensures documentation is done when a community internal and external environmental scan is completed.
 - iii) identifies key critical issues, questions, and choices to be addressed as part of the planning process.
 - iv) defines or reviews Stelat'en First Nation's values, community vision and mission.
 - v) develops a shared vision among all members of Stelat'en First Nation Organization and Community.
 - vi) develops a series of goals or organizational statements which describe the community and organization in a specified number of years.
 - vii) lists agreed upon key strategies and action items to reach goals and address key critical issues identified by the environmental scans.
 - viii) develops an implementation plan that addresses goals and specific objectives and work plans / action items on an annual basis.
 - ix) finalizes a written strategic plan that summarizes the results and direction of the strategic planning process.
 - x) has built in procedures for monitoring, and/or modifying strategies based on changes in the external or internal environment.
- b. It is vital to the long term direction and success of the SFN community that Chief and Council reviews SFN's Comprehensive Community Plan on an annual basis to ensuring it is being implemented.

VI. ACCOUNTABILITY & TRANSPARENCY

1. REPORTING OUT

1.1. POLICY

Stellat'en First Nation Chief and Council acknowledge their responsibility to operate in a transparent and accountable manner. Chief and Council will provide good governance by committing to the principles of transparency, accountability and openness. These principles are served by an open process for adopting policies and establishing processes which demonstrate the principles that guide Chief and Council and Stellat'en First Nation personnel. SFN Chief and Council will:

- a. Conduct its business openly, honestly, and with integrity;
- b. ensure decision-making is open, clear, transparent and accountable;
- c. make information accessible so that it is consistent with requirements under the *Freedom of Information and Protection of Privacy Act*, the *Personal Information Protection and Electronic Documents Act* and other applicable legislation;
- d. use transparency and accountability mechanisms, including public engagement that help to ensure that Chief and Council's decisions reflect citizen needs and priorities;
- e. encourage and enable a culture of proactive disclosure throughout the organization;
- f. make use of best practices and routinely release Chief and Council records and non-confidential information to the membership, while protecting privacy;
- g. manage financial resources and all Stellat'en First Nation assets in an efficient, effective, and accountable manner.

1.2. RESPONSIBILITIES

a. **Transparency and Accountability Mechanisms and Practices**

- i) Transparency is the foundation of accountability. Stellat'en First Nation ensures transparency and accountability by way of various policies, procedures and practices that have been divided into the following areas:

- A) Financial Accountability, Oversight and Reporting;
- B) Reporting of Chief and Council Expenses;
- C) Performance Measurement and Reporting;
- D) Chief and Council meetings with the membership;
- E) Open Government;
- F) Access to Chief and Council records and decisions;
- G) Public Engagement;

b. **Financial Management**

- i) Financial reporting is essential for the organization to be fully accountable to members and other parties with an interest in the organizations finances. Stellat'en First Nation Chief and Council will ensure sound financial oversight, governance of financial assets, and demonstrate effective stewardship of public funds through the following practices:

- A) Comprehensive annual financial statements;
- B) Implementing, reviewing and maintaining Policies and Procedures that ensure sound financial governance and accountability;
- C) Annual reports to Chief and Council and Community Members on department business plans and budgets;

c. **Reporting of Chief and Council Expenses**

- i) Chief and Council is committed to transparency and accountability by reporting expenses related to communications, business expenses, travel, courses and seminars:

- A) In accordance with Chief and Council direction, the Band Manager posts updated Expense Reports on a quarterly basis on Stelat'en First Nation website;
- B) Publishing the Chief and Council's expenses on a quarterly basis in Stelat'en First Nation newsletter.

d. Performance Measurement and Reporting

- i) Stelat'en First Nation Chief and Council is accountable to citizens and enhances transparency throughout the organization by implementing various results-orientated tools to measure progress on the achievement of performance measures, service standards, goals and Chief and Council's priorities. Stelat'en First Nation is dedicated to producing performance information that measures how the organization is doing in all areas over which it has responsibility, from financial reporting to service delivery, including:
 - A) Annual reports to Chief and Council and citizens on department business plans and budgets;
 - B) Use of benchmarking, performance measures and best practices information to improve service effectiveness and efficiency and communicate to membership the cost and value of services they receive;
 - C) Develop strategies and processes to measure and report on the organization's response to service requests from membership through the development of a Membership Service Request (CSR) system.

e. Open Government

- i) Chief and Council Meetings Stelat'en First Nation is accountable and transparent by providing governance in an open manner. The following are policies, procedures and practices that reflect Stelat'en First Nation's ongoing effort to improve the ease-of-access and transparency of the legislative process to ensure citizens are aware of how decisions are made and carried out:
 - A) The conduct of Chief and Council and Committee meetings shall be governed by this Governance Manual;
 - B) All meetings are open to the membership except where it is appropriate and permitted to consider a matter in a closed meeting;
 - C) Chief and Council and Committees may close all or part of their meetings to the public if a matter to be discussed is within one of the exceptions to disclosure in the Federal Privacy Act <http://laws-lois.justice.gc.ca/eng/acts/p-21/page-3.html#h-6>
 - D) Membership shall be provided with a range of opportunities to participate in Committee meetings and Chief and Council meetings.

f. Access to Chief and Council Records and Decisions

- i) One of Chief and Council's priorities is to make it easier for citizens to get the information they need. The following policies and practices will enhance membership's access to Chief and Council records and decisions, therefore:
 - A) All Chief and Council agendas shall be available to Band Members through the Band Office, in person or by mail.
 - B) All reports and other documents considered by Chief and Council and Committee shall be made available to the public at the meeting at which they are being considered, except where a report or document is held confidential under the *Personal Information Protection and Electronic Documents Act*.
 - C) All reports and other documents not falling into the confidential category under the PIPEDA Act shall be released to the public.

- D) All Chief and Council minutes shall be made available to the membership once confirmed by Chief and Council, except any specific portions that are held confidential under the PIPEDA.
- E) Agenda cover pages for in-camera meetings shall be made available to membership containing as much information as possible on the items for discussion without revealing confidential or personal information.
- F) All Policies adopted by Chief and Council shall be posted on Stelat'en First Nation's website and be made available to the public.

g. Public Engagement

- i) Stelat'en First Nation recognizes the value that citizens contribute to planning, delivering and evaluating Community programs and services. Stelat'en First Nation Chief and Council will engage the public throughout its decision-making process. This process will be open, visible and transparent, while balancing the need for the decision-making process to be efficient and effective. Wherever possible, Stelat'en First Nation Chief and Council shall engage membership and provide opportunities for the membership to participate in and provide feedback on programs and services and clarify their priorities about how monies dollars should be spent, examples of public engagement are:
 - A) Engaging the community in the Comprehensive Community Planning process;
 - B) Inviting members of the community on committees;
 - C) Inviting members input on major policy or by-law revisions.

1.3. PROCEDURES

- a. Chief, Council, and the Administration of Stelat'en First Nation contribute to transparent management by:
 - i) building public trust and adhering to the parameters of this policy;
 - ii) ensuring accountability for their actions and the transparency of SFN operations;
 - iii) promoting and maintaining a culture of transparency and accountability.

1.4. REFERENCES AND RELATED AUTHORITIES

- a. *Stelat'en First Nation Custom Election Code*
- b. *Stelat'en First Nation Governance Manual*
- c. *Stelat'en First Nation Finance Policy Manual*
- d. *Stelat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

2. REPORTING OF COMPENSATION, BENEFITS AND CONTRACTS

2.1. POLICY

It is Council's policy and a requirement of the *Stellat'en First Nation Financial Administration Law* to annually disclose for each Councillor the remuneration paid and expenses reimbursed by Stellat'en First Nation, and by any entity that is consolidated by Stellat'en First Nation, whether such amounts are paid to the Councillor while acting as Councillor or in any other capacity.

2.2. PURPOSE

The purpose of this policy is to establish accountability, transparency and full disclosure for each Councillor's remuneration and expenses paid by Stellat'en First Nation and by its consolidated entities. It is intended that this policy meets the disclosure and reporting requirements under both the *Stellat'en First Nation Financial Administration Law* and the *First Nations Financial Transparency Act*. It is expected that a single Special Purpose Report be prepared on an annual basis that meets the requirements under both laws.

2.3. SCOPE

This policy and procedure applies to each member of Council.

This policy and procedure does not apply to remuneration or expenses received:

- a. in common by all Band members;
- b. under a program or service universally accessible to Band members on published terms and conditions; or
- c. from a trust agreement, according to the terms of the trust.

2.4. RESPONSIBILITIES

- a. Council is responsible for:
 - i) ensuring that each Councillor annually report to the Finance Officer all remuneration paid and all expenses reimbursed by Stellat'en First Nation and by any entity.
- b. The Finance Officer is responsible for:
 - i) preparing an annual report separately listing the remuneration paid and expenses reimbursed by Stellat'en First Nation, and by any entity, to each councillor whether such amounts are paid to them while acting as councillor, or in any other capacity;
 - ii) including the annual report as a Special Purpose Report in Stellat'en First Nation's annual report; and
 - iii) making the Special Purpose Report available on Stellat'en First Nation website or other repository for official documents to which membership has access.

2.5. PROCEDURES

- a. The Finance Officer will engage Stelat'en First Nation's independent auditor to review the Special Purpose Report and to issue a report in accordance with the terms of the engagement.
- b. The Finance Officer will submit the Special Purpose Report along with the draft unsigned report from Stelat'en First Nation's auditor to the Finance and Audit Committee for review and recommendation for approval to Council.
- c. Once the Special Purpose Report is approved by Council the Finance Officer will obtain the auditor's signed report and arrange for it to be attached to the final Special Purpose Report. The Special Purpose Report will be formatted in a manner suitable for electronic publication.
- d. The Finance Officer or a designate will publish on Stelat'en First Nation's website the Special Purpose Report together with the signed report from Stelat'en First Nation's auditor.

2.6. REFERENCES AND RELATED AUTHORITIES

- a. *Stelat'en First Nation Finance Policy Manual*
- b. *Stelat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook
- c. FMB's Financial Management System Standards
 - i) Standard 10.0 – Reporting of remuneration and expenses

2.7. FMB'S FINANCIAL ADMINISTRATION LAW STANDARDS

- a. Standard 9.0 – Reporting of remuneration and expenses
- b. Standard 18.6 – Special Purpose Reports

2.8. ATTACHMENTS

- a. Appendix H – Disclosure Statement Template
- b. Appendix I – Special Purpose Report Template – Reporting of Remuneration and Expenses

3. FINANCE POLICIES

3.1. POLICY

Members of Chief and Council will ensure they have a good understanding of the SFN Financial Policies and Policies Manual through review of that manual upon taking office. Any member of Chief and Council who thinks they need additional instruction in financial management, or the reading an interpretation of Financial Statements will have that training and/or instruction provided to them as part of an orientation process. Stelat'en First Nation finance policies are incorporated in the Stelat'en First Nation Financial Management Policies and Procedures Manual and the Stelat'en First Nation Financial Administration Law.

3.2. PURPOSE

Chief and Council is committed to providing sound financial management of Stelat'en First Nation. This policy ensures that Chief and Council adhere to Stelat'en the First Nations Financial Administration Law and Generally Accepted Accounting Principles (GAAP) in Canada.

3.3. SCOPE

This policy applies to Chief and Council.

3.4. RESPONSIBILITIES

Members of Chief and Council are responsible for the following activities under the following general headings:

a. Annual Planning & Budgeting

- i) Reviewing and approving the annual budget and ensuring that it was prepared in accordance with SFN's Financial Administration Law and other applicable First Nation laws, is based on plausible assumptions and provides for required program and services;
- ii) Reviewing and approving any circumstances that are expected to create a budget deficit including consideration of any recommendations from the finance and audit committee and/or the Band Administrator on plans to eliminate the budget deficit in a future period;
- iii) Reviewing and approving other Planning Documents including but not limited to the comprehensive community plan, capital budget, and a multi-year financial plan;
- iv) Reviewing and approving any changes or amendments to the annual budget or other Planning Documents;
- v) Ensuring that a process is in place to address membership priorities in the Strategic Plan and other Planning Documents as appropriate;
- vi) Ensuring that the membership of SFN is informed about or involved in the preparation of the annual budget, multi-year financial plan, forecast budget deficits or forecast extraordinary expenditures as set out in SFN's Financial Administration Law;
- vii) Establishing general budget policies or guidelines such as requirements for balanced budget and use of cash reserves.

b. Emergencies

- i) Approving the emergency response plan.

c. Expenditures

- i) Before approving an expenditure, ensuring that it is permitted under the current SFN annual budget and as required in the Financial Administration Law;
- ii) Reviewing reimbursable expenditure claims to ensure that the requirements of this policy have been met before approving for payment; and
- iii) Approving expenditures per the Delegated and Assigned Responsibilities Policy.

- iv) Ensuring that all reimbursable expenditures claimed are in accordance with this policy;
 - v) Preparing a reimbursable expenditure claim that includes all required documentation; and
 - vi) Seeking approval from the Band Administrator or designate for items that are not addressed in this policy before proceeding.
- d. External Audit**
- i) Appointing (re-appointing) an auditor meeting eligibility requirements and documenting the appointment with a council resolution;
 - ii) Ensuring the Engagement Letter requires the auditor to confirm that the financial statements and the audit comply with the SFNs Financial Management Board's standards, any relevant funding agreement requirements and all applicable laws;
 - iii) Approving and reviewing periodically the policies and procedures related to the external auditor's authority to receive the information and documents required to perform the audit function;
 - iv) Reviewing and approving the audited annual financial statement within 120 days after fiscal year end, and ensuring they are signed by those required in the Financial Administration Law – Band Administrator, Chief or Council Chairperson, and Chair of the Finance and Audit Committee;
 - v) Acting on recommendations from the Finance and Audit Committee related to the audit; and
 - vi) Ensuring SFN members' access to the audited financial statements and Special Purpose Reports after they have been approved and signed as required in the Financial Administration Law.
- e. Financial and Operational Reporting**
- i) Reviewing the financial statements and reports and any corresponding recommendations;
 - ii) Deciding whether to approve the Financial Reports List, the financial statements and reports; and
 - iii) Documenting procedures for identification of risks.
- f. Financial Institution Account & Cash Management**
- i) Approving the addition or the removal of authorized signatories for each financial institution account used by SFN;
 - ii) Designating the Financial Institutions that SFN may conduct banking activities with;
 - iii) Approving the establishment of an operating line of credit or overdraft account.
 - iv) The Finance and Audit Committee is responsible for ensuring significant irregularities or unusual reconciling items are investigated.
- g. Insurance**
- i) Procuring and maintaining in force all insurance coverage that is appropriate and commensurate with the risks under the care or control of SFN based on the recommendation of the Finance and Audit Committee;
 - ii) If Council chooses, procuring and maintaining insurance for the benefit of a councillor or a First Nation officer or their personal representatives against any liability arising from that person being or having been a councillor or an officer.
- h. Investments**
- i) Determining SFN's short and long term investment objectives;
 - ii) Determining allowable uses of available funds;

- iii) Approving preliminary risk assessment of funds;
 - iv) Selecting / de-selecting investment manager(s) and custodian(s);
 - v) Approving the creation of an investment account;
 - vi) Approving funds to be invested; and
 - vii) Approving the redemption of invested funds.
- i. Loans Receivable, Guarantees, & Indemnities**
- i) Approving and signing:
 - ii) loan receivable agreements
 - iii) loan guarantee agreements
 - iv) indemnity agreements
 - v) Approving debt forgiveness;
 - vi) Approving the standard template, clauses, and interest rates (if applicable) to be applied to all First Nation members, any entity in which a member of SFN has an interest or any other party with respect to loans receivable, loan guarantees and indemnities;
 - vii) Reviewing the report of the Band Administrator and/or the Finance and Audit Committee for a lending program to members where such program is authorized in the FAL and, where appropriate, approving such program.
- j. Long-Term Debt**
- i) Reviewing and approving any proposed long-term debt financing, including the terms and conditions, recommended by the Finance and Audit Committee and/or Band Administrator.
- k. Procurement**
- i) Ensuring effective control of procurement of goods, services and assets through documented policies and procedures.
- l. Reporting of Breaches Of Financial Irregularities**
- i) Ensuring that this policy is communicated to all affected and interested persons;
 - ii) Ensuring that the identity of the person who makes a report of misconduct in good faith is kept confidential to the extent practical in all circumstances and not subject to reprisals for making the report;
 - iii) Approving policies and procedures required in the Financial Administration Law in respect of such matters; and
 - iv) Supporting and fostering an ethical environment.
- m. Risk Management**
- i) Providing input to the annual risk assessment, including consideration of fraud risks;
 - ii) Reviewing and approving the annual First Nation Risk Management Plan (Appendix A) and Fraud Risk Assessment (Appendix B);
 - iii) Subject to the FAL, approving:
 - iv) For-profit business activities, consolidated entities and ventures;
 - v) The investment strategy and investment risk assessment;
 - vi) Loans, guarantees or indemnities;
 - vii) Insurance coverages; and
 - viii) Emergency plan
- n. Tangible Capital Assets**
- i) Approving capital project plans and tangible capital asset reserve fund transactions;
 - ii) Establishing a tangible capital asset reserve fund;

- iii) Establishing asset recognition criteria;
 - iv) Approving the tangible capital assets register;
 - v) Approving policies and procedures for capital projects to address the issues identified in the FAL for the proper management of capital projects;
 - vi) Approving procedures for the safeguarding of tangible capital assets;
 - vii) Ensuring capital project budgeting requirements are implemented.
- 3.5. PROCEDURE:
- a. Members of Chief and Council will commit to upholding the principles and content of the *SFN Financial Policies Manual* during the course of their term.
 - b. Members of Chief and Council, will consider any changes or amendments to the *SFN Financial Policies Manual* recommended by the Finance Officer, Band Manager, or External Auditor.
- 3.6. REFERENCES AND RELATED AUTHORITIES
- a. *Stellat'en First Nation Governance Manual*
 - b. *Stellat'en First Nation Finance Policy Manual*
 - c. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

4. EXTERNAL AUDIT

4.1. POLICY

A qualified and licensed external auditor will be appointed to render an audit opinion on the annual financial statements (and Special Purpose Reports, as applicable) of Stelat'en First Nation in accordance with Public Sector Accounting Standards as established by the Canadian Public Sector Accounting Board. Stelat'en First Nation will appropriately prepare for the audit and ensure that the external auditor has the necessary access and authorities to complete their work.

4.2. PURPOSE

The purpose of this policy is to provide guidance on the appointment of an external auditor and the management of the annual audit process within Stelat'en First Nation.

4.3. SCOPE

This policy applies to Council, the Finance and Audit Committee, the Band Manager and the Finance Officer and those personnel providing service within the financial administrative system.

4.4. RESPONSIBILITIES

a. Council is responsible for:

- i) Appointing (re-appointing) an auditor meeting eligibility requirements and documenting the appointment with a council resolution;
- ii) Ensuring the Engagement Letter requires the auditor to confirm that the financial statements and the audit comply with Stelat'en First Nations Financial Management Board's standards, any relevant funding agreement requirements and all applicable laws;
- iii) Approving and reviewing periodically the policies and procedures related to the external auditor's authority to receive the information and documents required to perform the audit function;
- iv) Reviewing and approving the audited annual financial statement within 120 days after fiscal year end, and ensuring they are signed by those required in the Financial Administration Law – Finance Officer, Chief or Council Chairperson, and Chair of the Finance and Audit Committee;
- v) Acting on recommendations from the Finance and Audit Committee related to the audit; and
- vi) Ensuring First Nation members' access to the audited financial statements and Special Purpose Reports after they have been approved and signed as required in the Financial Administration Law.

b. The Finance and Audit Committee is responsible for:

- i) Providing oversight on the external audit and advising the council as required;
- ii) Making recommendations to Council on the selection, engagement and performance of an auditor;
- iii) Receiving assurances on the Independence of a proposed or appointed auditor;
- iv) Ensuring that the appropriate action is taken with respect to any communication from the external auditors;
- v) Approving the terms and conditions of the appointment of the auditor as set out in the Engagement Letter and ensuring that it includes the auditor's obligation to confirm that the annual financial statements and the audit of them comply with the Financial Administration Law, Stelat'en First Nations Fiscal Management Act and Stelat'en First Nations Financial Management Board's Standards and any relevant funding agreements;

- vi) Reviewing the draft annual financial statement from the Finance Officer and presenting the statements to council within [sixty days] following the end of the fiscal year for which they were prepared;
 - vii) Reviewing and making recommendations to council on the planning, conduct and results of audit activities; and
 - viii) Reviewing and making recommendations to the Council on the audited annual financial statements, including [the audited local revenue account financial statements and] any Special Purpose Reports.
- c. **The Band Manager is responsible for:**
- i) directing and facilitating any notices regarding meetings concerning the annual audit or audited financial statements; and
 - ii) preparing the auditor's performance evaluation report with the input of the Finance Officer.
- d. **The Finance Officer is responsible for:**
- i) Overseeing, supervising, directing and facilitating requests for any information required by the auditor to carry out its audit responsibilities;
 - ii) Preparing and providing to the Finance and Audit Committee within [forty-five] days of the fiscal year end the annual financial statements and Special Purpose Reports for the fiscal year in accordance with PSAS and any funding agreements;
 - iii) Facilitating the flow of account and other information and acting on auditor's requests during the audit;
 - iv) Ensuring the accounts are properly updated to reflect audit adjustments, the account balances are reconciled to the audit statements and schedules, and a proper year end closing of the accounts is completed; and
 - v) Providing feedback on the auditor's performance to the Band Manager.

4.5. PROCEDURES

- a. Auditor selection, engagement and performance
- i) The Band Manager and the Finance Officer will establish evaluation criteria to be included in a Request for Proposal ("RFP") for the external audit which will be approved by the Finance and Audit Committee and include, at a minimum:
 - A) Independence from Stelat'en First Nation, its related bodies, Councillors and officers and members;
 - B) In good standing with regulatory bodies (Chartered Professional Accountants of Canada, Canadian Institute of Chartered Accountants, Certified General Accountants Association of Canada, or the Society of Management Accountants of Canada) and/or their respective counterparts in the province or territory in which the firm or accountant is practising;
 - C) License to practice public accounting;
 - D) Depth of experience serving First Nations and other public sector entities;
 - E) Other considerations as appropriate (i.e. funding agreement requirements).
 - ii) The Finance and Audit Committee will review and approve the RFP before it is made public.
 - iii) The Finance and Audit Committee will review Management's evaluation of the proposals and their recommendation. The Finance and Audit Committee may approve the recommendation or may ask for additional information, including an in-camera (i.e. without management) interview with the recommended auditor.

- iv) Upon approval, the Finance and Audit Committee will recommend the engagement of the selected auditor and the Engagement Letter to Council.
 - v) Council will review the Engagement Letter with the auditor selected to ensure it contains the content required by the Financial Administration Law and any other applicable requirements, and will proceed to sign the Engagement Letter in accordance with Stelat'en First Nation's approved signing authorities and ensure that it is delivered to the auditor.
 - vi) Annually at the conclusion of the audit, the Band Manager and Finance Officer will prepare a performance evaluation report of the auditor's activities, along with any management recommendations, and present the report to the Finance and Audit Committee.
 - vii) The Finance and Audit Committee will review the auditor's performance evaluation and recommendations and take necessary steps as appropriate.
 - viii) On a periodic basis, the Finance and Audit Committee and Council will review the engagement of the external auditor and determine whether an RFP should be initiated for the appointment of a new auditor.
- b. Auditor Independence
- i) The Finance and Audit Committee will ensure that Stelat'en First Nation has received a letter from the auditor, before the audit is finalized, in which the auditor confirms their continued Independence.
- c. Audit planning
- i) The Finance and Audit Committee will meet with the auditor before commencement of the annual audit to review the proposed audit plan, to make any requests or to provide any feedback that the auditor should consider when finalizing the plan and conducting the audit.
 - ii) The Finance and Audit Committee will submit the finalized audit plan along with any recommendations, to Council for approval.
- d. Preparations for the audit
- i) The Finance Officer will keep the auditor apprised and discuss in advance of the audit of any significant accounting issues, developments or changes for Stelat'en First Nation that could have an impact on the audit and the audit report.
 - ii) Prior to fiscal year end, the Finance Officer will issue instructions to the finance and accounting staff concerning fiscal year end procedures to help ensure the accuracy and completeness of Stelat'en First Nation's financial statements and disclosures.
 - iii) Additionally, finance staff, under the direction of the Finance Officer, will commence preparation before fiscal year end of necessary schedules and working papers for audit according to the audit work plan. This will also include preparation of third party accounts receivable or accounts payable confirmation letters, financial institution account confirmations, and account balance reconciliations.
 - iv) Issues arising or communicated in a mid-year review (if applicable) by the auditor will be discussed with the Finance and Audit Committee for recommended resolution. The instructions for preparation of Stelat'en First Nation's financial statements will take into account any such resolutions.
 - v) The Finance and Audit Committee will be informed of any issues that could affect the audit (e.g. where the auditor believes a change in the terms of the engagement may be warranted).

- e. Audited annual financial statements
 - i) The Finance and Audit Committee will receive and review the draft audited annual financial statements, including any Special Purpose Reports [and the Local Revenue Account financial statements].
 - ii) The Committee will satisfy itself that:
 - A) The audit has been completed according to the plan;
 - B) The financial statements are fairly presented according to PSAS;
 - C) The auditors have provided an opinion on the financial statements and an opinion over any Special Purpose Reports as required by Stelat'en First Nation's Financial Administration Law; and
 - D) There are no significant unresolved issues.
 - iii) The Committee will meet with the Auditor to review the draft audited financial statements. To ensure sound governance, the committee will meet with the auditor 'in camera' (without Stelat'en First Nation's management team) for a part of the meeting.
 - iv) When satisfied with its review of the draft audited financial statements and the resolution of any audit issues, the Finance and Audit Committee will recommend the draft audited financial statements to Council for approval.
 - v) Before publishing the audited financial statements, the following approvals are required:
 - A) Approval of council through a council resolution;
 - B) Approval by signature from all of the following:
 - I) *The Chief or the Chairperson of the Council of Stelat'en First Nation;*
 - II) *The Chairperson of the Finance and Audit Committee;*
 - III) *The Finance Officer.*

4.6. REFERENCES AND RELATED AUTHORITIES REFERENCES AND RELATED AUTHORITIES

- a. *Stelat'en First Nation Governance Manual*
- b. *Stelat'en First Nation Finance Policy Manual*
- c. *Stelat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook
- d. FMB's Financial Management System Standards
 - i) Standard 21.0 Audits
- e. FMB's Financial Administration Law Standards
 - i) Standard 10.5.2 Audit Functions
 - ii) Standard 19.0 Audits

VII. RISK MANAGEMENT

1. ASSESSING RISK

1.1. POLICY:

Effective risk management ensures the continuity of Band operations, and the maintenance of services to, and protection of the interests of, the community of Stelat'en First Nation and its members. Because all manner of risks are present throughout Band Operations, successful delivery of program and service is contingent upon effective and cohesive management of those risks. The importance of risk management has been growing steadily during the last several years. There is increasing awareness and expectation in Canada and abroad of the need to manage risks, rather than leaving them solely to insurance. Risk management can be extremely cost-effective when the Band Operations departments assess their risks properly and determine the most economical way to avoid them entirely, or reduce them to a minimum and limit potential expenditures arising from accidents or emergencies. Risk management is a logical step-by-step process to protect, and consequently minimize risks to, the Band's property, interests, employees and members. Risk includes; health risks, information security risks, community infrastructure risks, environmental impact risks, and the risk of incurring second- or third-party liability.

1.2. PROCEDURE:

- a. Each department within the Band Operations must prepare a risk assessment yearly utilizing the following criteria.
 - i) Before an incident:
 - A) Phase 1 - identify risks and the entities/individuals exposed to those risks, and what / who controls the risks; and
 - B) Phase 2 – Minimize the risks and their cost/impacts;
 - ii) During an incident:
 - A) Phase 3 – who and how to contain (minimize) the effects of any damaging or harmful incident;
 - iii) After an incident:
 - A) Phase 4 - compensate or restore and recovery in the event of such incidents, and provide an investigation into the incident as a basis for improving the management system to avoid a repeat of the incident.
- b. Submission and review of Incident Investigation Reports will be discussed and approved by Chief and Council at a duly convened meeting.

1.3. REFERENCES AND RELATED AUTHORITIES

- a. *Stelat'en First Nation Finance Policy Manual*
- b. *Stelat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

2. CHIEF AND COUNCIL LIABILITY/INSURANCE REVIEW**2.1. POLICY**

Stellat'en First Nation Band Operations ensure the continued liability and insurance coverage for Chief and Council is relevant and current to protect the leadership and the Band assets.

2.2. PROCEDURE:

- a. Annually, prior to year-end of each March conduct a review of the policy documents which are in renewal phase.
- b. Each member of Council must have a complete understanding of the liability and insurance coverage for Chief and Council members.
- c. Each member of Council must understand the liability and insurance component for the Band Operations and Band Property.
- d. Chief and Council will approve the renewal of Liability and Insurance for Stellat'en First Nation yearly.

3. ACCESS TO LEGAL COUNSEL

3.1. POLICY:

Stellat'en First Nation is committed to providing legal services to Chief and Council as they oversee and govern; business dealings with outside organizations, and the Band Operations day-to-day business. Chief and Council authorized individuals of Stellat'en First Nation may, from time to time, engage outside legal counsel to act for the organization, and through it, for the best interests of the SFN with respect to any responsibilities discharged in the name of Stellat'en First Nation. Legal counsel is expensive and should only be used when absolutely necessary. This policy sets out the authority, criteria, and process for the retention of external legal counsel.

3.2. AUTHORITY:

- a. The following individuals have full authority to access legal counsel:
 - i) The Chief and Council of Stellat'en First Nation;
 - ii) The Band Manager – Administrator, with approval from Chief and Council.

3.3. PROCEDURE:

- a. Legal counsel shall be appointed through a Band Council Resolution.
- b. Once external counsel has been retained at fees agreed upon in advance, communication to counsel concerning legal issues should include as much pertinent information as possible, all relevant supporting documentation, a precise statement of the issue on which a legal opinion is required (if applicable), and an indication of the date when a response is required.
- c. When a legal opinion is being sought on documents such as letters, agreements, contracts and responses to external bodies, such documents shall be prepared internally and submitted to legal counsel for review. Unless the matter is legally complex, counsel should not be requested to undertake initial drafting of such documents.
- d. All invoices for services rendered shall be submitted by legal counsel directly to the Finance Department with a copy to the initiator of the respective service. The Finance Department shall be responsible for verifying and processing invoices for payment.
- e. Reports to Chief and Council shall be provided in a timely manner on the legal counsel engagement and work completed.
- f. A periodic review shall be conducted of all procedures respecting the use of legal counsel, including monitoring the status of matters in progress, the selection and performance of counsel, the level of fees and budgetary provisions, which will advise the Chief regarding continuance the specific matter, the final decision will be made by Chief and Council.

4. CONFLICT RESOLUTION

4.1. POLICY:

- a. This Conflict Resolution Policy has the following objectives:
 - i) To establish an effective, equitable and voluntary process for the resolution of disputes that involve conflicts among management and staff in the organization;
 - ii) To ensure any disputes are resolved as quickly as possible, so the high level of service to the community is not disrupted, and a positive work environment within the SFN organization is promoted;
 - iii) To define procedures that enable disputing parties to identify and resolve issues of contention on a mutually acceptable basis;
 - iv) To ensure consistency and fairness in the manner in which Chief and Council deals with and resolves internal disputes;
 - v) To ensure a positive work environment is promoted;
 - vi) To minimize the cost of litigation, and/or contracting Consultants, in the resolution of disputes.

4.2. PROCEDURES:

- a. Conflict avoidance

Open consultation between affected persons or stakeholders can help prevent the initiation of disputes.
- b. Early Initiation

Dispute resolution procedures should be initiated as early as possible. This will help avoid parties becoming locked into inflexible positions of conflict.
- c. Face-to-face contact

Parties should be able to meet each other on a face-to-face basis. Meetings should allow parties to explain details, express points of view, confine issues and resolve differences in an atmosphere conducive to reconciliation.
- d. Self-resolution of differences

The parties should be encouraged to resolve differences by direct negotiation amongst themselves.
- e. Hiring of Mediator(s)

Chief and Council may, from time to time, make agreements with suitable persons or bodies for the provision of mediation services. Such persons or bodies must be capable of providing mediation services that meet recognized standards of mediation services.
- f. Outcome of mediation

Any agreement arising from mediation should be documented in a Mediation Agreement signed by all of the parties. A Mediation Agreement is not legally binding, but is made in good faith.

VIII. INFORMATION MANAGEMENT

1. INFORMATION TECHNOLOGY

1.1. POLICY

The information systems of Stelat'en First Nation will support its operational requirements and have appropriate safeguards and monitoring processes in place to adequately protect SFN's information.

1.2. PURPOSE

- a. The purpose of this policy is to ensure that information system integrity, specifically as it relates to the financial administration system, is maintained and supports the strategic and operational requirements of SFN.
- b. For policy on employee use of technology and resources and the procedure for addressing inappropriate use of technology and business equipment, please refer to Stelat'en Manager and Employee Handbooks.

1.3. SCOPE

This policy applies to all staff involved in the selection, implementation, operations, or ongoing maintenance of SFN's information systems. This includes the Band Manager, information technology staff and outsourced contractors.

1.4. RESPONSIBILITIES

- a. Council is responsible for:
 - i) Establishing and implementing documented procedures for information technology used by SFN in its operations.
- b. The Band Manager is responsible for:
 - i) Ensuring that controls are in place over information technology, whether performed by an internal staff member or outsourced to an external organization;
 - ii) Monitoring the performance of internal and/or external information technology professionals.
- c. The information technology professional or outsourced contractor is responsible for:
 - i) Maintaining the integrity of information systems within SFN.

1.5. PROCEDURES

- a. Planning and evaluation
 - i) The Council, with the assistance of the Band Manager and input from information technology staff, will ensure that information systems are developed that support SFN's strategic plan and operations.
 - ii) When there are no individuals internally with the requisite technical skills to identify information technology requirements or evaluate options, the Band Manager will seek advice from a qualified external individual or organization.
- b. Outsourcing
 - i) Subject to the Procurement Policy, the Band Manager is responsible for the selection of contractors providing information technology services, the definition of services in their contracts, establishing service level agreements and the administration of the contracts.
 - ii) Specific items which should be included in the procurement of information technology services and final contract with the chosen provider include:

- A) A requirement that the service provider submits regular reports of all work performed on SFN's information systems;
 - B) A requirement that outsourced parties are responsible to comply with legal and regulatory requirements, including the protection of confidential and private information;
 - C) Access by outsourced parties to First Nation information is provided on a 'need to know basis' only.
- c. Data management
- i) Subject to the Records and Information Policy, data retention allows access to appropriate data to specified personnel where required, depending on the type of data retained.
 - ii) All sensitive, valuable, or critical information/data residing on SFN's information technology systems must be periodically backed-up. Backups of the electronic data processing and accounting system will be completed each night.
 - iii) Backup drives must be stored in a secure location with access limited to the Band Manager and other staff as appropriate. Backup drives will be securely stored at an offsite location that is easily accessible to individuals with authorized access.
 - iv) Year-end copies of the backup drives will be retained for a period of three (3) years before being overwritten or deleted.
- d. Access management
- i) All individuals requiring access to SFN information systems will have unique user identification. Shared user IDs or passwords will not be permitted.
 - ii) Requests for access to SFN's network, accounting system, or other access restricted information systems must include a description of an employee's role and rationale for the level of access required, type of access needed and account limitations. Signed approval must be obtained from the Band Manager.
 - iii) User ID and password are required for access to the network and other critical programs/areas such as the accounting system. Automatic authentication using scripts or macros inserting user IDs and/or passwords are prohibited.
 - iv) Individuals will be given access privileges to the extent necessary to fulfill their individual job function and no more. Systems and applications should not be configured with unrestricted access to all data.
 - v) Upon employment separation, the Band Manager will immediately notify and revoke the employee's access to the systems. This notification will include the employee's name, type of access, and account limitations.
 - vi) Support personnel must notify the user when attempting to take control of a workstation. All instances where specific software is loaded to remotely control a workstation must be removed when the support function is completed. The use of the remote-control software must be in accordance to applicable agreements.
- e. Information system security
- i) Security tools and techniques will be implemented to enable restrictions on access to programs and data.
 - ii) Security tools and techniques will be administered to restrict access to programs and data.
 - iii) Each computer resource must have an approved antivirus program installed. The following standards must be met:
 - iv) The antivirus program must not be disabled and must be configured to scan all programs and files upon execution and must have real time protection enabled. If encrypted and password protected files cannot be virus checked, it is the responsibility of the user to ensure that virus checking takes place whenever this protection is removed;

- v) Antivirus files must be updated on the network every two weeks or whenever a new threat is identified.
 - vi) Network firewalls must be configured to support a 'least-privilege' approach to security, allowing only specific systems, services and protocols to communicate through the network perimeter. Logical and physical access to these systems must be limited strictly to those personnel with specific training and authorization to manage the device. Additionally, the following Firewall standards must be addressed:
 - A) Firewall and proxy servers must be securely installed;
 - B) Detailed firewall logs must be maintained;
 - C) Alerts must be raised if important services or processes crash.
- f. Maintenance and change management
- i) To ensure desired levels of efficiency and effectiveness, the system(s) will be regularly reviewed for system modifications. All modifications and available upgrades will be thoroughly researched to determine if they will positively impact system operation.
 - ii) Any system modification and maintenance will be approved by the Band Manager or designate to ensure avoidance of conflicts with existing requirements or needs and that the modification and maintenance are properly prioritized.
 - iii) All modifications and upgrades will be tested in demo mode to ensure the existing system remains free of erroneous data.
 - iv) All computers, hardware, software and communication systems used for a production environment must employ a documented change control process. The change management process should include the following activities:
 - A) The data structure is consistent with the needs of SFN;
 - B) Description and rationale for the new network, hardware, communication and systems software change and how it is consistent the needs of SFN;
 - C) An assessment of any risks involved with the change;
 - D) Roll-back considerations;
 - E) Implementation considerations;
 - F) A description of the testing required;
 - G) Approval from the Band Manager;
 - H) Communication of changes to First Nation staff as appropriate.
 - v) The following criteria must be met by all systems:
 - A) The system design will be consistent with current and/or planned accounting and functional requirements.
 - B) The system will accurately and efficiently interact with existing systems and subsidiary programs.
 - C) Data conversion from existing programs and the verification of 100% conversion is required.
 - D) All documentation regarding set-up, installation, and use will be maintained.
 - E) Parallel tests to existing systems are required prior to complete implementation.
- g. Monitoring
- i) Only approved and authorized programs will be implemented onto First Nation information management systems. Periodic reviews of the workstations and the system will take place to monitor compliance with this requirement.
 - ii) Network system performance is monitored on a regular basis.
 - iii) The firewalls must be monitored daily and their functionality audited semi-annually.

- 1.6. REFERENCES AND RELATED AUTHORITES
 - a. FMB's Financial Management System Standards
 - i) Standard 19.8 - Information Technology Controls
 - b. FMB's Financial Administration Law Standards
 - i) Standard 17.6.2 - Information Technology Controls

2. RECORD INFORMATION MANAGEMENT

2.1. POLICY

- a. Records are a special form of information that is created, received, and maintained by Stelat'en First Nation (SFN) for business purposes or legal obligations, which enable and document decision-making, and support SFN reporting, performance and accountability requirements. Records must be created and collected, organized, retained, and safeguarded in a manner that enables their long-term availability, understandability and usability.
- b. All records that are produced by or on behalf of SFN or kept, used or received by any person on behalf of SFN are the property of SFN.

2.2. PURPOSE

The purpose of the policy is to provide guidance on effective recordkeeping practices that enable SFN to create and acquire; manage; and, protect the integrity of its records that support its decision-making, and support SFN reporting, performance and accountability requirements.

2.3. SCOPE

This policy applies to all Council members, members of the Finance and Audit Committee, Officers and employees of SFN and any contractors or volunteers performing services on behalf of the Council. The direction provided in this policy applies to all records created and acquired by SFN regardless of format (i.e., both electronic and hardcopy paper records).

2.4. RESPONSIBILITIES

- a. Council is responsible for:
 - i) Establishing and implementing documented procedures for records management within SFN.
- b. The Band Manager is responsible for:
 - i) Implementing appropriate recordkeeping practices,
 - ii) Ensure appropriate safeguards of SFN's records;
 - iii) Ensuring compliance with the established records retention and disposition schedule and overseeing the disposition process;
 - iv) Ensuring that employees and any contractors or volunteers performing services on behalf of the Council are fully knowledgeable of their responsibilities as they relate to Recordkeeping practices.
- c. Employees, contractors and volunteers are responsible for:
 - i) Complying with the established records management policy.
 - ii) Immediately reporting to their supervisor any potential breach related to compliance with the record keeping policy, including the incidents in which the safeguarding of records may have been compromised.

2.5. PROCEDURES

- a. Accountability
 - i) Each record shall have a designated steward that ensures the Recordkeeping framework outlined in this policy is applied to the record. All employees, contractors, or volunteer that are in custody of a record must ensure it is managed in accordance with this policy.
 - ii) Permanent records such as operations manuals, policies, and procedures will be reviewed and updated by the steward periodically, but at least every two years, or more frequently as required.

- iii) Records under the stewardship of an employee or any contractor or volunteers that is departing must be formally transferred to another employee through a knowledge transfer process. This process should include information on the types of records to be transferred, how the records are organized, in which Repository the records are kept, and required safeguards.
- b. Creation and Collection
- i) All important activities and decision making processes of SFN should be identified, including the records required to support those processes, to ensure accountability, preserve an audit trail, and protect SFN from liability.
 - ii) All information at its time of creation or collection should be assessed to determine if it supports Council's business purposes or legal obligations, and enables decision-making. If determined to be a record its management should comply with the procedures outlined within this policy.
 - iii) SFN's records shall be created using the most appropriate application to ensure that they adequately support the objectives for which they are created and can easily be used by those who need them to perform their duties – i.e., using MS Excel instead of MS Word to develop spreadsheets with financial figures, etc.
 - iv) SFN's records shall contain all the information which is necessary to achieve the objectives for which each of them is created; yet their contents shall be limited to only what is necessary to achieve those objectives. This should include limiting the information collected through forms to only that which is required.
 - v) SFN's records shall be legible, written in plain language and adapted to their specific audience.
 - vi) Only one copy of each record should be created or collected. When creating or collecting a record, individuals should first check to see if the record is already in existence. In instances of multiple copies of the same record, copies should be securely disposed in accordance with the requirements of this policy.
- c. Organization and Classification
- i) A classification plan structure shall be implemented based on SFN's functions and activities, with records stored in accordance with the activity and/or function that it supports. This Classification plan should be used to support the filing system for both electronic records and hardcopy paper-based records.
 - ii) Records should be subject to a consistent naming convention, with the name of the record including the title, version (v. XX) and date (DD/MM/YYYY).
 - iii) The title of the document should be short but meaningful.
 - iv) The title may contain multiple words, and should be ordered from most specific to less specific related to the business activity or function.
 - v) Common words such as 'draft' or 'letter' should not be at the start of the title.
 - vi) An official repository shall be identified and designated for each record, in which the record must be stored. The number of record repositories should be limited and be consistent to support the format and type of record.
 - vii) Records should be made accessible, shared and re-used to the greatest extent possible, subject to technological, legal policy and security restrictions.
- d. Maintenance, Protection and Preservation
- i) Records must be protected and stored in the appropriate repositories in a way that preserves their long-term availability, understandability and usability.
 - ii) Backups should be taken of all electronic records on a regular basis and stored in a physical location separate from the location of the original records.

- iii) Any records that are only in hardcopy paper-based format should be assessed to determine if they need to be scanned or if other physical security measures need to be taken (e.g. use of fire/water proof cabinets) to ensure their long-term availability.
- iv) Records that contain Personal Information or information of a confidential nature related to the Council, or a third party, such as the confidential financial information related to a business, should be labelled as CONFIDENTIAL.
- v) Confidential records should be protected with appropriate safeguards to ensure only those with a need to know will have access to the records:
 - A) For electronic records, confidential records should be protected with controls on the document itself (such as password protection) and other administrative controls, such as restricting access to the electronic repositories in which the record is stored. Confidential records should not be emailed 'in the clear' without appropriate protection.
 - B) For hardcopy paper-based records, confidential records should be stored in secure filing cabinets at all times unless being used, and transported in a secure manner if required to be offsite.
- e. Retention and Disposition
 - i) SFN's records may not be destroyed, or disposed of except as permitted by, and in accordance with, the policies, procedures and directions of this policy.
 - ii) SFN records shall be retained for the period specified in the records and information retention and disposition schedule, as outlined in Appendix A. They shall be disposed of in a manner that prevents their reconstruction (for paper based records) or recovery (for electronic records).

2.6. REFERENCES AND RELATED AUTHORITIES

- a. The FMB's Financial Management System Standards
 - i) Standard 19.0 - Risk Management
 - ii) Standard 23.0 - Records and Information
- b. The FMB's Financial Administration Law Standards
 - i) Standard 21.0 - Records and Information

2.7. ATTACHMENTS

2.8. APPENDIX A – DOCUMENT RETENTION PERIODS

3. INFORMATION PRIVACY

3.1. POLICY

Ensuring the privacy of Personal Information provided to Stelat' en First Nation (SFN) by individuals is essential to not only ensure compliance with legislative requirements such as those outlined in the Personal Information Protection and Electronic Documents Act or substantially similar provincial legislation, but also to ensure continued stakeholder confidence in SFN and that accountability is maintained.

3.2. PURPOSE

The purpose of this policy is to provide guidance on the implementation and maintenance of appropriate information privacy practices within SFN related to the collection, use, disclosure, retention, and safeguarding of Personal Information.

3.3. SCOPE

This policy applies to all Council members, members of the Finance and Audit Committee, Officers and employees of SFN and any contractors or volunteers performing services on behalf of the Council. The direction provided in this policy applies to all Personal Information created and acquired by SFN regardless of format (i.e., both electronic and hardcopy paper records).

3.4. RESPOINSIBILITIES

- a. Council is responsible for:
 - i) Establishing and implementing documented procedures for privacy and the management of Personal Information within SFN.
- b. The Band Manager is responsible for:
 - i) Ensuring compliance with the established information privacy policy;
 - ii) Developing and maintaining standards, policies and procedures that support the objectives of SFN's privacy program;
 - iii) Ensuring that all the activities of SFN are conducted in compliance with the established privacy standards, policies and procedures and in accordance with the generally accepted privacy principles. For this, the Band Manager or designate will:
 - A) Provide training and awareness on Privacy Protection.
 - B) Ensure that community members are aware of their rights as they relate to privacy, including their right of access to, and the right to request the correction of, all the Personal Information which is kept about them by SFN.
 - C) Act as an expert resource on privacy matters within SFN.
 - D) Conduct periodic reviews of SFN's activities that involve the collection, use, disclosure, retention, and safeguarding of Personal Information.
 - iv) Investigating all complaints regarding the collection/creation, accuracy, use, sharing/disclosure, protection, retention and destruction of Personal Information and reporting the results to the appropriate managers and, where warranted, to Council;
 - v) Recommending changes to policies, procedures and practices in response to the issues raised in the complaints; and
 - vi) Responding in writing to the requests for access to, and correction of Personal Information submitted by employees and community members within thirty calendar days from the date of the receipt.
- c. Employees, contractors and volunteers are responsible for:
 - i) Complying with the established information privacy policy; and

- ii) Immediately reporting to their supervisor privacy breaches of which they become aware.

3.5. PROCEDURES

a. Accountability

- i) The Band Manager or designate must ensure the principles outlined in this policy are appropriately implemented.
- ii) SFN is responsible for Personal Information in its possession or custody, including information that has been transferred to a third party for processing. The organization should use contractual or other means to provide a comparable level of protection while the information is being processed by a third party.

b. Identifying Purpose

- i) The purposes for the collection of Personal Information should be communicated to individuals at or before the time of collection. Depending upon the way in which the information is collected, this can be done orally or in writing. An application form, for example, may give notice of the purposes.
- ii) Personal information should be collected directly from the individual whenever possible.
- iii) Persons collecting personal information must be able to explain to individuals the purposes for which the information is being collected.

c. Consent

- i) With limited exceptions, SFN must obtain consent from an individual before collecting their personal information. Consent requires that the individual is advised of the purposes for which the information is being collected and how it will be subsequently used and disclosed.
- ii) Consent must be stated in such a manner that the individual can reasonably understand how the information will be used or disclosed. Consent must not be obtained through deception.
- iii) Personal information can be collected, used, or disclosed without the knowledge and consent of the individual in only limited circumstances. For example, legal or security reasons may make it impossible or impractical to seek consent. When information is being collected for the detection and prevention of fraud or for law enforcement, seeking the consent of the individual might defeat the purpose of collecting the information. Consent may be sought from an individual's authorized representative in certain cases, for example, when an individual is seriously ill, mentally incapacitated, a minor, or has died.
- iv) If personal information is intended to be used or disclosed for a new purpose not identified during the original collection, and not related to the original purpose of the collection, the consent of the individual must be obtained.
- v) Individuals can give consent in many ways. For example:
 - A) a form may be used to seek consent, collect information, and inform the individual of the use that will be made of the information. By completing and signing the form, the individual is giving consent to the collection and the specified uses;
 - B) consent may be given orally; or,
 - C) consent may be given through electronic means.
- vi) An individual may withdraw consent at any time, subject to legal or contractual restrictions and reasonable notice. SFN must stop using the individual's personal information within a reasonable time period and inform the individual of this time period and the implications of such withdrawal.

- d. Limiting Collection
 - i) SFN cannot collect personal information indiscriminately. Both the amount and the type of information collected must be limited to that which is necessary to fulfill the purposes identified.
- e. Limiting Use, Disclosure and Retention
 - i) SFN may only use or disclose personal information for the purpose for which it was collected, unless:
 - A) The use or disclosure of the personal information is consistent with the original collection of the personal information;
 - B) The consent of the individual is obtained; or,
 - C) It is for the purpose of complying with a subpoena or warrant issued or order made by a court, person or body with jurisdiction to compel the production of information or for the purpose of complying with rules of court relating to the production of information.
 - ii) Personal information that has been used to make a decision about an individual must be retained long enough to allow the individual access to the information after the decision has been made.
 - iii) Identifiable personal information must only be used and disclosed if required. For instance, consider if reports, research, or audits/assessments can be done through de-identified or anonymous data.
 - iv) Personal information that is no longer required to fulfill the identified purposes will be destroyed, erased, or made anonymous in accordance with SFN's retention and disposition schedule.
- f. Accuracy
 - i) SFN shall take all reasonable steps to ensure that personal information that is used to make a decision on an individual is as accurate, up-to-date and complete as possible to minimize the possibility that inappropriate information may be used to make a decision about the individual.
- g. Safeguards
 - i) Personal information should be protected with appropriate safeguards to ensure only those with a need to know will have access to the records:
 - A) For electronic records containing personal information, the records should be protected with controls on the document itself (such as password protection) and other administrative controls, such as restricting access to the electronic repositories in which the record is stored. Personal information should not be emailed 'in the clear' without appropriate protection.
 - B) For hardcopy paper-based records, containing personal information, the records should be stored in secure filing cabinets at all times unless being used, and transported in a secure manner if required to be taken offsite.
 - ii) SFN must make its employees, contractors, and volunteers aware of the importance of maintaining the confidentiality of personal information.
 - iii) Care must be used in the disposal or destruction of personal information, to prevent unauthorized parties from gaining access to the information.

- h. Openness
 - i) SFN must be open about its policies and practices with respect to the management of personal information. Individuals will be able to acquire information about its policies and practices without unreasonable effort. This information must be made available in a form that is generally understandable.
 - ii) The information made available should include:
 - A) the name or title, and the address, of the Privacy Officer, who is accountable for SFN's policies and practices, and to whom complaints or inquiries can be forwarded;
 - B) the means of gaining access to personal information held by SFN; and,
 - C) a description of the type of personal information held by First Nation, including a general account of its use.
- i. Individual Access
 - i) When requested, an individual must be informed if SFN holds personal information about the individual and provide an account of the use that has been made or is being made of this information and an account of the third parties to which it has been disclosed.
 - ii) The identity of an individual must be authenticated before discussing their personal information with them.
 - iii) When requested, SFN must provide an individual with access to their personal information within a reasonable time and at minimal or no cost to the individual. The requested information will be provided or made available in a form that is generally understandable.
 - iv) Individuals who are given access to their personal information may:
 - A) request correction of the personal information where the individual believes there is an error or omission therein;
 - B) require that a notation be attached to the information reflecting any correction requested but not made; and,
 - C) require that any person or body to whom that information has been disclosed for use for a decision-making process within two years prior to the time a correction is requested or a notation be notified of the correction or notation.
 - v) In certain situations, SFN may not be able to provide access to all the personal information it holds about an individual. Exceptions to the access requirement will be limited and specific. The reasons for denying access will be provided to the individual upon request. Exceptions may include information that:
 - A) is prohibitively costly to provide;
 - B) contains references to other individuals;
 - C) cannot be disclosed for legal, security, or commercial proprietary reasons; or,
 - D) is subject to solicitor-client or litigation privilege.
- j. Challenging Compliance
 - i) SFN must ensure that a process exists to receive and respond to complaints or inquiries about its policies and practices relating to the handling of personal information. The complaint procedures will be easily accessible and simple to use.
 - ii) SFN must investigate all complaints. If a complaint is found to be justified, SFN will take appropriate measures, including, if necessary, amending its policies and practices.

- 3.6. REFERENCES AND RELATED AUTHORITES
- a. FMB's Financial Management System Standards
 - i) Standard 12.6 - Human Resource records
 - ii) Standard 19.0 - Risk Management
 - iii) Standard 23.0 - Records and Information
 - b. FMB's Financial Administration Law Standards
 - i) Standard 21.0 - Records and Information

4. MEMBERSHIP USE OF INFORMATION TECHNOLOGY**4.1. POLICY:**

Information Technology (IT) is advancing rapidly in this day and age, it will be vital that the SFN Government keep up to these IT advances and use them in a manner that can more effectively draw-in and communicate with its membership, particularly those who live off-reserve. Chief and Council will explore and identify IT that can enable more involvement of membership directly and “remotely” in meetings at the committee and Chief and Council level. Chief and Council will also actively explore and identify methods of improving information exchange between the SFN organization and its members through secure IT.

4.2. PROCEDURES:

- a. Chief and Council will ensure membership use of IT becomes part of the SFN Information Management and Technology Plan.
- b. It will be the responsibility of Band Manager and a Council member to ensure IT is adopted and used to increase membership connection, involvement, and participation, in the affairs of SFN.

IX. POLICY DEVELOPMENT

1. POLICIES PROCEDURES AND PRACTICES

1.1. POLICY

It is Council's policy to create, revise, and issue policies and procedures that reflect Stelat'en First Nation's accepted practices and meet legal and regulatory requirements that affect Stelat'en First Nation's financial administration processes.

1.2. PURPOSE

The purpose of this policy is to ensure that there is a standardized method of preparation, review, issuance, maintenance and revision of all policies and procedures in relation to Stelat'en First Nation's financial management system.

1.3. SCOPE

This policy and procedure applies to the Council, Committees of Council and all employees and any other persons with authority to conduct activities in connection with the financial administration of Stelat'en First Nation.

1.4. RESPONSIBILITIES

- a. All persons affected by this policy are required to understand and comply with the policies and procedures appropriate to their responsibility and interaction.
- b. Any employee or department (document initiator) can recommend a policy and procedure.
- c. Council is responsible for the final approval of new, revised or rescinded policies and procedures.
- d. Finance and Audit Committee is responsible for:
 - i) making recommendations to Council for the issuance, revision or rescission of any policy and procedure document;
 - ii) ensuring policy and procedure documents being reviewed are neither contradictory to Stelat'en First Nation's Financial Administration Law nor inconsistent with PSAS;
 - iii) conducting an assessment for each significant function or activity of the Nation's financial administration to determine if a policy and procedure document is required (e.g. policies and procedures that ensure the control and safeguarding of all the assets of the Nation);
 - iv) conducting an assessment of Stelat'en First Nation's Financial Administration Law to determine the policies or procedures required by the Law.
- e. The Band Manager is responsible for:
 - i) reviewing all policy and procedure document requests and submitted the document to the Finance and Audit Committee for review and a recommendation to Council for approval where the Senior Manager supports the request;
 - ii) determining if the policy and procedure document request needs to be referred to a subject matter expert for additional review;
 - iii) determining if the policy and procedure document needs cross functional review from other departments within the Nation;
 - iv) ensuring that the current list of policy and procedures are made available to all affected persons.
- f. The Finance Officer is responsible for:
 - i) maintaining a comprehensive list and repository of all existing policies and procedure documents;
 - ii) ensuring proposed or revised policy and procedure documents are in the standardized format;

- iii) ensuring proposed or revised policy and procedure documents incorporate the requirements of the Nation's laws and regulatory requirements;
 - iv) monitoring the policy and procedure document through the draft, approval, and issuance process;
 - v) serving as the policy and procedure document sponsor and providing the initial approval to the document initiator to proceed with creating a proposed document, revising an existing document or rescinding an existing policy; and
 - vi) ensuring that existing policy and procedures are kept current by reviewing periodically.
- g. The document initiator is responsible for:
- i) preparing a draft policy and procedure document (for new policies) in accordance with the standardized format established by this policy;
 - ii) revising an issued policy and procedure document in accordance with the standardized format;
 - iii) preparing a written request to rescind an outdated or inaccurate policy and procedure document;
 - iv) submitting all policy and procedure document requests to the Finance Officer or delegated authority for review and recommendation of approval.

1.5. PROCEDURES

a. Policy Creation

- i) The document initiator creating the policy and procedure should be the process owner or a subject area expert.
- ii) Any employee or department may recommend a policy but in the first instance, the Finance Officer will create a list of all policies and procedures required by the Nation's financial administration law or required to adequately and effectively manage and control the financial management system and to safeguard the Nation's assets. The Senior Finance Officer will then assign the responsibility of document initiator to a process owner or subject area expert for policies and procedures that do not exist or require revision.
- iii) The Finance Officer and the document initiator will agree on appropriate content (iterative reviews if necessary) keeping within the following format for the policy;
 - A) Policy – clear statement that indicates the protocol or rule affecting the specific area
 - B) Purpose – The reason or rationale underlying the policy and procedure
 - C) Scope – The areas, functions, individuals, or departments affected by the policy
 - D) Definitions – Any specialized terms that are not otherwise defined
 - E) Responsibilities – Describes who, using generic titles or positions, is responsible for implementing or maintaining the policy and procedure
 - F) Procedures – Describes the steps, details, or methods to be used to implement and maintain the policy and procedures
 - G) References (optional) – List of applicable documents, policies, laws and regulations
 - H) Attachments (optional) - forms, reports, or records that are generated from the policy
- iv) The Finance Officer will submit final draft policy and procedure documents to the Senior Manager for review and recommendation for submission to the Finance and Audit Committee.
- v) The Finance and Audit Committee will review the draft policy and procedure documents and may recommend them, with or without amendments, to Council the final approval.

- vi) Each policy and procedure document presented to Council for approval will include a list of the persons affected by the policy and a documented record of the Finance and Audit Committee's review and recommendation.
- b. Policy Revision
 - i) The document initiator may recommend the revision of an issued policy and procedure following steps under "Policy Creation".
 - ii) Periodically, but at least every two years the Finance Officer will review issued policies and procedures or will request process owners to validate existing policy and procedures for accuracy.
- c. Policy Rescission
 - i) A process owner may request the rescission of an issued policy and procedure, if the policy is outdated or inaccurate and approval is obtained from the Senior Manager and Senior Finance Officer.
 - ii) The request to formally rescind an issued policy should be documented and provide the details of why the policy should be rescinded.
- d. Policy Approval
 - i) Once approved by Council, a new or revised policy must be communicated and accessible to the all affected departments and persons.
- e. Policy Maintenance
 - i) At least every two years, all issued policy and procedures documents will be reviewed for completeness, accuracy, and relevancy and revised or rescinded accordingly.

1.6. REFERENCES AND RELATED AUTHORITIES

- a. *Stellat'en First Nation Governance Manual*
- b. *Stellat'en First Nation Finance Policy Manual*
- c. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook
- d. FMB's Financial Management System Standards
 - i) Standard 9.0 - Policies, procedures and directions
- e. FMB's Financial Administration Law Standards
 - i) Standard 8.3 - Policies, procedures and directions

2. POLICY AMMENDMENTS AND REVIEW

2.1. POLICY

Over time, government acts and regulations may be amended or replaced, the expectations of Stelat'en First Nation membership on leadership and governance might also change. It is for these reasons, among others, that this Governance Manual be viewed as a living document, where, upon approval of Chief and Council, amendments and changes can be made to it on an as needed basis.

2.2. PROCEDURES

- a. Chief and Council, Management, or 25% of Membership petition, may identify and confirm the need for new policy, or the amendment of existing policy in this and other documents. It shall be a joint Chief and Council and Band Manager responsibility to review existing policy on an annual, or as needed basis.
- b. The Band Manager will ensure there is sufficient consultation between Chief and Council and affected policy stakeholders, during the drafting of any new policy or changes to existing policy and procedures.
- c. The process for development and passage of a new policy or major amendments to existing policy may be initiated by:
 - i) a petition presented to Council, signed by at least 25% of all eligible voters and setting out the specific area in this Code proposed for amendment; or
 - ii) a Band Council Resolution.
- d. Upon receipt of an amendment proposal in accordance with Section 2.2c, Council shall prepare a notice that sets out:
 - i) a summary of the proposed new policy or major amendments to existing policy;
 - ii) a statement that the full copy of the proposed policy or major amendments to existing policy can be obtained at the Band administration office; and
 - iii) a description of the amendment process.
- e. The notice provided in Section IX.2.2.d shall be:
 - i) published in the Stelat'en First Nation newsletter that is delivered or mailed to Band voters, or by separate notice delivered or mailed to all Band voters; and
 - ii) posted in as least one conspicuous place in a public area of the Band Administration building, and in other conspicuous places on Stelat'en Reserve Lands including the First Nation web site.
- f. Voters may, within 14 days of publication of the notice required under Section 2.2d, provide comments concerning the proposed amendments in writing to Council.
- g. Following receipt of comments concerning the proposed new policy or major amendments to existing policy, pursuant to Section 2.2f, the Council shall review the comments and make such changes to the proposed amendments as they deem necessary in order to arrive at a final proposal or a final amendment proposal.
- h. The Council shall submit the final proposal or final amendment proposal at the next community meeting following notice of that meeting.
- i. Should the majority of the votes cast at a community meeting be in favour of the proposed policy or policy amendments, Council shall amend the Code accordingly.
- j. Upon SFN community endorsement / ratification of new policy, or major amendments to existing policy, Chief and Council will approve new and amended policy.

2.3. REFERENCES AND RELATED AUTHORITIES

- a. *Stellat'en First Nation Custom Election Code*
- b. *Stellat'en First Nation Governance Manual*
- c. *Stellat'en First Nation Finance Policy Manual*
- d. *Stellat'en First Nation Human Resources Policy*
 - i) SFN Manager's Handbook
 - ii) SFN Employee Handbook

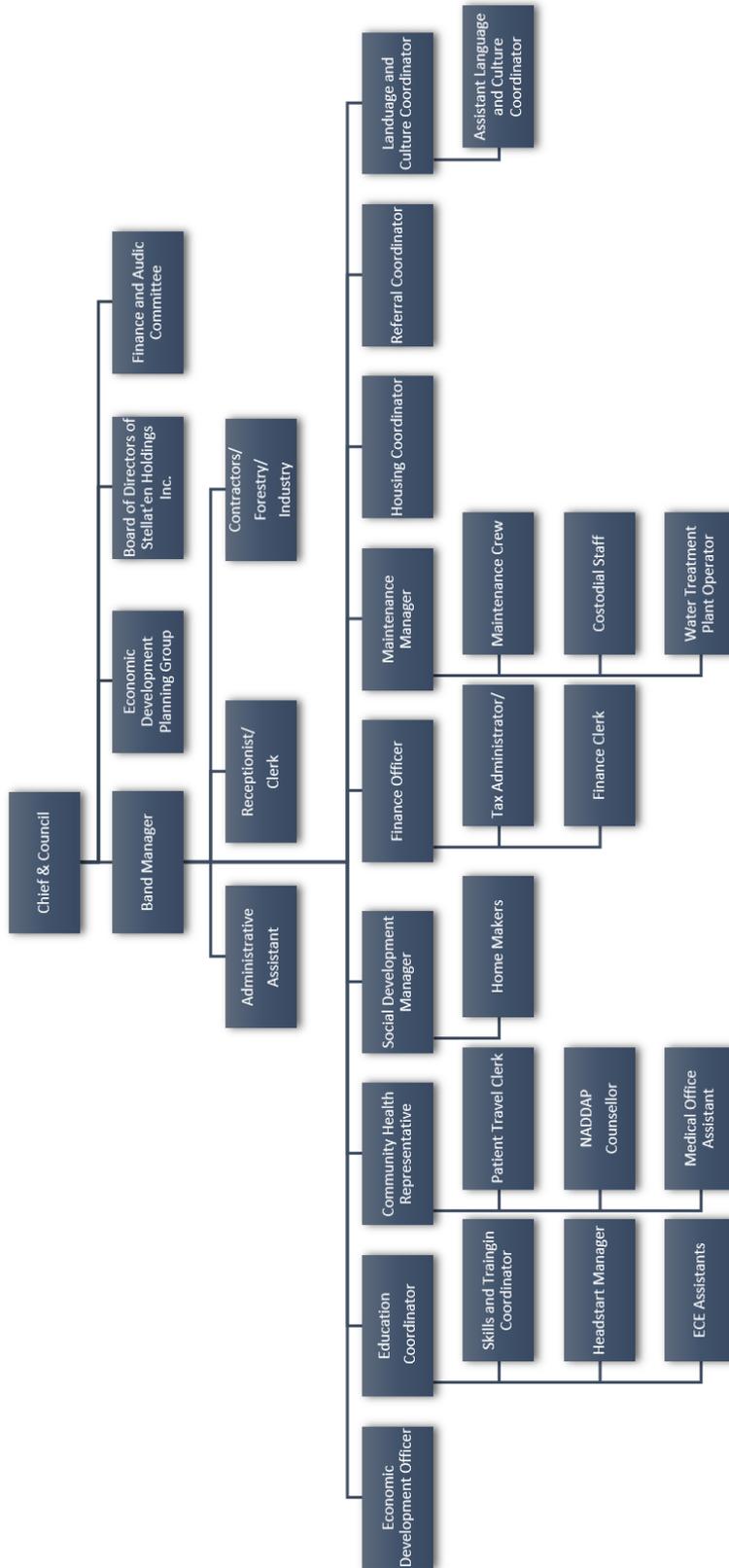
X. APPENDICES

APPENDIX A – DELEGATION TABLE

Financial Administration Activity / Function	Who is Responsible	Authorization level	Authority Limit	Authority Standard
Annual Budget	Council / Finance & Audit Committee	Finance & Audit Committee make recommendation to Council	All	Annual Planning & Budgeting Policy
Financial Statements	Council / Finance & Audit Committee	Finance & Audit Committee make recommendation to Council	All	Financial & Operating Reporting Policy
Policies & Procedures	Council	Council	No delegation	Policies, Procedures Policy
Hiring of Officers	Council	Council responsible for hiring Band Manager	No delegation	HR Policy
	Band Manager	Band Manager hires employees other than Officers	No delegation	HR Policy
Termination & Severance - Officers	Council	Council makes decisions affecting Band Manager	No delegation	HR Policy
	Band Manager	Band Manager makes decisions affecting employees, Finance Officer and Tax Administrator	No delegation	HR Policy
Salary Adjustments- Officers	Council	Council makes decisions affecting Senior Manager, Senior Finance Officer and Tax Administrator	No delegation	HR Policy
	Band Manager	Senior Manager makes decisions affecting employees other than Officers	No delegation	HR Policy
Expenditures	Council	Must authorize purchases greater than \$25,000	No delegation	Expenditures Policy
	Band Manager	Must authorize purchases greater than \$5,000 and less than \$25,000	No delegation	Expenditures Policy
	Department Managers	Responsible for all purchases up to \$5,000	Can assign to Finance Officer	Expenditures Policy
Professional Service Contracts	Band Manager	Must authorize contracts greater than \$25,000	No delegation	Procurement Policy
	Finance Officer	Responsible for contracts up to \$25,000	Can assign to Officer	Procurement Policy
External Auditor	Council / Finance & Audit Committee	Finance & Audit Committee make recommendation to Council	No delegation	External Audit Policy
Insurance	Band Manager	Must approve all insurance coverage and premiums.	Can assign to Finance Officer	Insurance Policy
SFN Business Enterprises	Council	All new business opportunities, business ventures, partnerships etc. Finance & Audit committee make recommendation to Council.	All	Risk Management / Annual Planning & Budgeting Policy
Divestitures	Council	Must approve divestitures greater than \$5,000. Finance & Audit Committee make recommendation to Council	All	Tangible Capital Assets/ Annual Planning & Budgeting Policy

Financial Administration Activity / Function	Who is Responsible	Authorization level	Authority Limit	Authority Standard
	Band Manager	Must approve divestitures up to \$25,000	Can Delegate to Finance Officer	Tangible Capital Assets/ Annual Planning & Budgeting Policy
Capital Assets	Council	Must authorize capital assets greater than \$ 25,000	No delegation	Tangible Capital Assets Policy and Budget
	Band Manager	Must authorize capital assets greater than \$5,000 and less than \$25,000	No delegation	Tangible Capital Assets Policy and Budget
	Finance Officer	Must authorize capital assets up to \$5,000	Can assign to subordinate	Tangible Capital Assets Policy and Budget
Capital/Operating Leases	Finance Officer	Must authorize all lease commitments	Can assign to subordinate	Tangible Capital Assets Policy and Budget
Cash Management – disbursements & transfers	Band Manager	Must authorize amounts greater than \$5,000	No delegation	Expenditure Policy
	Finance Officer	Must authorize amounts up to \$1,000	No delegation	Expenditure Policy
Bank accounts – opening/closing	Finance Officer	Must approve all new or closed accounts	No Delegation	
Financing transactions – debt issuance and debt retirement and Guarantees	Council / Finance & Audit	Must approve all debt transactions	Can assign to Band Manager	Long-Term Debt Policy
Regulatory/Contractual filings and Reports	Finance Officer	Must approve all external Reporting	No delegation	Financial & Operating Reporting Policy
Payroll	Finance Officer	Must approve periodic payroll	Can assign to subordinate	Expenditure Policy
Expense Reports	Finance & Audit Committee Chairperson	Approve councillors expense report	No delegation	Expenditure Policy
	A member of Council	Approve Senior Manager, senior Finance Officer expense report	No delegation	Expenditure Policy
	Senior Manager	Approve Finance Officer reports	No delegation	Expenditure Policy
	Finance Officer	Approve Officers	No delegation	Expenditure Policy
Journal Entries	Band Manager	Must approve entries not in ordinary course of business greater than \$[xx]	No delegation	
	Finance Officer	Must approve all entries other than not in ordinary course of business greater than \$[xx]	No delegation	

APPENDIX B - ORGNAIZATION CHART



APPENDIX C – CONFLICT OF INTEREST DISCLOSURE FORM

CONFLICT OF INTEREST DISCLOSURE FORM
<p>An employee has a “conflict of interest” when the employee exercises a power or performs a duty or function and at the same time knows or ought reasonably to have known that in the exercise of the power or performance of the duty or function there is an opportunity to benefit the employee’s private interests.</p> <p>Private interests are defined in the FAL Schedule – Avoiding and Mitigating Conflicts of Interests and include the interests of closely associated persons or entities.</p> <p>An employee has an apparent conflict of interest if a reasonably well-informed person would perceive that the employee’s ability to exercise a power or perform a duty or function of their office or position must be affected by the employee’s private interests.</p> <p>All employees are required to declare any actual, potential or apparent conflicts of interest to the First Nation. Conflicts of interest could arise from “personal interests” which include:</p> <p><i>The individuals spouse</i></p> <p><i>A person under the age of eighteen (18) years in respect of whom the individual or the individual’s spouse is a parent or acting in a parental capacity;</i></p> <p><i>A person in respect of whom the individual or the individual’s spouse is acting as guardian;</i></p> <p><i>A person, other than an employee, who is financially dependent upon the individual or the individual’s spouse or on whom the individual is financially dependent; and</i></p> <p><i>An entity in which the individual or the individual in combination with any other person described in this section has a controlling interest.</i></p> <p><i>Close family or personal relationships with employees in a position to influence the affairs of the First Nation, or otherwise engaged in the affairs of the First Nation</i></p> <p><i>Close relationships with individuals having an interest in information, competitive, intellectual or other interests of the First Nation</i></p>
<p>Declaration: I disclose the following actual, potential or apparent conflicts of interest:</p>
<p>Employee name (print):</p>
<p>Employee signature:</p>
<p>Title:</p>
<p>Date:</p>

