



# GENERAL CONSULTATION FOR THE ADOPTION OF PROPOSED AMENDMENTS TO THE WWFN FRAMEWORKS

September 10, 2022

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# Introduction

In August 2019, the WWFN membership passed a resolution calling on the Grand Council to develop adequate governance tools to ensure that the WWFN becomes a model of Indigenous governance. Therefore, as part of the passage of the *WWFN Financial Administration Act* in 2020 and the standards for good governance and financial transparency contained therein, the WWFN Grand Council directed the WWFN administrative team to review several of the frameworks that govern the WWFN.

This booklet presents the changes proposed by the Grand Council for five (5) frameworks:

- the *General By-law of the WWFN*;
- the *Remuneration Code for Elected Officials*;
- the *WWFN Voting Code*;
- the *Rules of Ethics and Professional Conduct for Elected Officials*;
- *Council of Elders Constitution and By-law* (proposals requested by the Council of Elders);

The Grand Council wishes to leave the adoption of these proposed amendments to the Wolastoqiyik. Therefore they will be voted on by the membership.

The majority of the proposed amendments are intended to update and standardize the language used (e.g., the term WWFN is used instead of MVFN and all other derivatives) and to harmonize the frameworks with each other. The other changes, which are not related to form, are presented to you in a more specific way in this booklet.

Unless otherwise indicated, the articles mentioned correspond to the numbering of the articles in the proposed version of the framework in question.

## Important information

You can order the full versions of the proposed framework changes by contacting us at **418-860-2393** or **1-888-399-2393**.

You can also consult the complete versions of the proposed amendments to the frameworks on the WWFN website:

- Go to <https://wolastoqiyikwahsipekuk.ca>
- From the menu in the upper right-hand corner of the screen, select **WWFN—Public Consultations and Referendums – General Consultation for the Adoption of Proposed Changes to the WWFN Frameworks**
- On this page, you will find this document, important information about the consultation, background information, and the full versions of the proposed framework changes.

For more information on proposed changes to the WWFN frameworks, please contact:

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# 1. WOLASTOQIYIK WAHSIPEKUK FIRST NATION GENERAL BY-LAW

## Description

The Wolastoqiyik Wahsipekuk First Nation General By-law (hereinafter referred to as the “By-law”) sets out the mandate of the Grand Council of the First Nation, its composition, operation, responsibilities and those of each of its members, as well as the provisions relating to membership meetings.

## Suggested changes

### 1. References to the Citizenship Code (ss. 2.1 and 2.2b) and 19)

The current version of the By-law refers, in matters pertaining to citizenship, to the *Maliseet of Viger First Nation’s Code of Belonging*. In order to ensure the continuity of the terms used and to facilitate reference to the citizenship rules in the future in the event of a change in the names of the frameworks, the proposed version of the By-law suggests instead referring to “the citizenship rules in force within the Wolastoqiyik Wahsipekuk First Nation”.

### 2. Removal of Certain Responsibilities of the General Assembly (former section 2.2[e])

In the current version of the By-law, the General Assembly is responsible for appointing the auditor of the financial statements and for auditing the auditor’s report (s. 2.2[2][e]). The provisions providing for these responsibilities have been removed in the proposed By-law. First, the *WWFN Financial Administration Act* requires that the appointment of the auditor be made annually and meet specific auditing standards. As a result, this responsibility is now vested in Grand Council (s. 52 FAA). The responsibility of members to review the auditor’s report remains in effect, but is now provided for in the *WWFN Financial Administration Act* (s. 56 FAA).

### 3. Addition of a provision on the manner of holding the General Assembly (s. 2.6)

In the current version of the By-law, there is no mention of the manner in which General Assembly of Members or Special General Assemblies are held. The proposed version specifies that the General Assembly of Members is held in person except in exceptional circumstances, and that a Special General Assembly may be held in person or virtually, at the discretion of the Grand Council.

### 4. Deletion of General Assemblies by geographic area (former ss. 3, 3.1 and 3.2)

The current version of the By-Law provides for the possibility of the Grand Council to call General Assemblies by geographic area. The proposed version of the By-Laws suggests the abolition of this process since it has not been used for several years and it is more in the interest of the members to meet in a single assembly.

### 5. Addition of the obligation of Elected Officials to respect the values, rules of conduct and ethics of the First Nation (s. 3.6 and former sections 14 to 18)

The current version of the By-law includes sections related to rules of conduct and ethics for elected officials. Due to the specific standards of the *WWFN Financial Administration Act*, the WWFN had to prepare a code of ethics specifically for Elected Officials. The rules of conduct and ethics for Elected Officials are now all contained in one document and as a result, the rules referred to in the By-Law have been removed (see Section 5 of this document to that effect) and a specific reference to the new framework has been made in section 3.6(c).

**6. Addition of the role of Vice Grand Chief (ss. 4.1, 5 and 8.1)**

The proposed version of the By-Law introduces the possibility for the Grand Chief to appoint a Vice Grand Chief from among the Chief Advisors to assist him in the exercise of his responsibilities and to replace him, when necessary, particularly in case of absence or inability to act.

**7. Clarification of the application of impeachment procedures (ss. 6.3 and 6.4)**

The current version of the By-law provides for two impeachment procedures. The proposed version therefore suggests clarifying when each procedure applies. For example, the proposed version clarifies that the process set out in section 6.4 applies in all other cases not covered by section 6.3.

**8. Removal of provisions for reimbursement of expenses (former section 12)**

The current version of the By-law includes a provision for the reimbursement of expenses incurred by elected officials in the practice of their duties that is also included in the *Code of Remuneration for Members of the Grand Council*. The provision in the By-Law has been deleted to avoid duplication.

**9. Removal of the WWFN GMB provision (former s.21)**

The current version of the By-law provides for and lists, in section 21, the composition and function of the First Nation's Chief Electoral Officer. The current version of the By-law suggests that these provisions be removed as they are already provided for in the *Wolastoqiyik Wahsipekuk First Nation Voting Code*.

**10. Harmonization of the internal management of the Grand Council with the *Wolastoqiyik Wahsipekuk First Nation Financial Administration Act* (section 22.1 and former sections 23.3 and 23.6 to 23.8)**

The current version of the By-Law includes a section entitled "Administration" to regulate the internal management of the Grand Council and to provide a framework for its personnel, hiring and salary policies. There are also provisions for the budget and the setting of fiscal year dates.

The proposed version suggests adapting these provisions to the *WWFN Financial Administration Act*. Instead, the amendments suggest:

- the adoption by the Grand Council of policies on human resources, governance and information management
- the removal of the budget provision because it is already provided for in the *WWFN Financial Administration Act*
- the removal of the ability of Grand Council to change the dates of the fiscal year as this is not possible under the *WWFN Financial Administration Act*
- the removal of former sections 23.6 to 23.8 regarding bank instruments, petty cash and contracts as this is already provided for in the *WWFN Financial Administration Act*.

## 2. CODE OF REMUNERATION FOR MEMBERS OF THE GRAND COUNCIL

### Description

The *Grand Council Remuneration Code* (hereinafter referred to as the “**Code of Remuneration**”) sets out the terms and conditions for the status and remuneration of the Grand Council of the WWFN in a transparent and fair manner, with the objective of having a Board composed of dedicated resources and operating in a manner consistent with good governance.

### Suggested changes

#### 1. Responsibility of Vice Grand Chief (s. 3.1)

The proposed version includes a statement that the appointment by the Grand Chief of a Vice Grand Chief is considered a political responsibility for remuneration purposes.

#### 2. Confirmation of the annual salary of the Elected Officials by a resolution (s. 3.2)

While the Code of Remuneration sets out the rules for remuneration of members of the Grand Council in an objective manner, section 3.2 has been amended to provide that the annual remuneration be confirmed by resolution due to the anticipated adjustment to the Consumer Price Index.

#### 3. Clarification of the effective date (s. 5.1)

The Code of Remuneration provides that it was scheduled to take effect on the first day following the Nation’s next general election. Considering that the Code of Remuneration was approved by the membership at the 2019 General Assembly, the Code of Remuneration became effective on June 14, 2020, which was the day following the next WWFN general election. This date is now specified in section 5.1.

#### 4. Modification of the procedure for amending the Code of Remuneration (ss. 5.2. and 5.3.)

The same amendment, repeal and modification procedure as for all other frameworks adopted by the members has been added.

The proposed addition provides that the Code of Remuneration may only be amended following a request from the Grand Council or 20% of the members. Any amendment, repeal or modification of the Code of Remuneration would have to be adopted by the membership.

## 3. WOLASTOQIYIK WAHSIPEKUK FIRST NATION VOTING CODE

### Description

The *Wolastoqiyik Wahsipekuk First Nation Voting Code* (hereinafter referred to as the “**Voting Code**”) provides a framework for voting processes within the First Nation. The Voting Code applies in two instances, namely, during WWFN elections and when a matter requiring a vote of the First Nation membership is submitted to the First Nation membership.

### General Changes

The election timelines prior to the vote were reduced to shorten the election period, which was a time-consuming burden for all poll officials and members running for office. A benchmarking study was conducted to ensure

that the proposed time frames were consistent with other First Nations and municipal election time frames. As a result, the timelines were modified without affecting the voting rights of the members.

Finally, the notion of “consultation of members” has been replaced for consistency and clarification purposes by the notion of “matters requiring a vote of members.” Thus, the text has been modified without affecting the content of the members’ right to vote.

## **Suggested Changes**

### **1. Deletion of the concept of “Voting by geographic areas” (former ss. 4.3, 7, 8, 20c), 20.2, 20.3, 24.1, 24.2 and 25 to 25.5)**

In the current version of the Voting Code, it is provided that votes can be taken by geographic area. However, it appears that this method has never been used before and simpler and more efficient voting processes are already provided for in the Code. For these reasons, in the proposed Voting Code, this concept has been removed in its entirety, resulting in the removal of the role of the Assistant Returning Officer, which was only used in the case of a geographically based vote.

### **2. Clarification of the term of office and qualifications of WWFN GMB staff (s. 5.3)**

The current version of the Voting Code provides that the term of office for the staff of the WWFN’s Chief Electoral Officer begins within three (3) days of the decision by Grand Council to hold an election and ends at the conclusion of the election with the delivery of a final report to the Grand Council. Changes have been made so that the mandate of the GMB now begins sixty (60) days prior to the vote and continues until the end of the vote and after a challenge to the vote, if any. This last clarification is necessary in order to provide stability in the event of a contested election.

### **3. Addition of mandatory nomination papers (ss. 9.3, 9.4 and 13.3)**

The proposed version of the Voting Code provides, under the recommendation of the Council of Elders, that a mandatory nomination paper must be completed by all candidates seeking election to the Grand Council and that it includes questions regarding, among other things, the candidate’s education and criminal record. Questions are also included regarding previous disciplinary actions by the WWFN, if the candidate has ever been an employee of the WWFN, or other types of sanctions if the candidate has ever been elected to the WWFN. The nomination paper will be sent to all voters for the purpose of learning more about the candidates running for elected office in the Grand Council.

Completion of such a nomination paper was not mandatory in the last election but was suggested to candidates.

### **4. Clarification of offences of misrepresentation, election fraud and fraudulent acts (ss. 9.7 and 32)**

The current Voting Code does not provide a clear sanction for candidate misrepresentation, voter fraud or fraudulent conduct. The proposed Voting Code provides that where such an act is committed by a candidate, a sanction may be applied, namely the withdrawal of the candidate’s candidacy for the current election as well as for the subsequent election.

### **5. Clarification of eligibility to vote (s. 14.2)**

It is clarified in the proposed version that qualification as an elector is required both in an election and in a vote on a matter requiring a vote of the members.

#### **6. Removal of the requirement that poll officials be members of the First Nation (s.18.1)**

In the current version of the Voting Code, there is a requirement that poll officials be selected from among the electors of the First Nation. However, in order to address labour shortages, this requirement has been removed from the proposed version.

#### **7. Clarification of voting by mail (ss. 20.2 and 24)**

The proposed Voting Code specifically provides that voting by mail may be used in a by-election. It is provided that it may also apply when the Grand Council submits a question requiring a vote of the members. In addition, the proposed Voting Code provides that voting by mail may also be applied, by decision of the Grand Council, in exceptional circumstances (e.g., the situation experienced in 2020 due to COVID-19).

#### **8. Addition of introductory videos and response videos for the presentation of candidates (s. 21.6)**

The current Voting Code provides that candidates may make a presentation at the time of the pre-election assembly. The proposed version of the Voting Code provides that the candidates' presentation must be recorded and made available to voters within a specified time period prior to the election. The same applies to a second video answering questions from members submitted to the candidates. In addition, it is anticipated that the video presentations will also be shown at the general assembly prior to the election.

#### **9. Modification of the amendment procedure of the Voting Code (s. 33)**

The current version of the Voting Code provides that amendments to the Code were to be made by resolution of the Grand Council and could be made upon a proposal from a voter or the Returning Officer.

Instead, the proposed version of the Voting Code provides that the Voting Code may only be amended by a request from the Grand Council or 20% of the members. Any amendment, repeal or modification of the Voting Code will need to be passed by the membership.

## **4. CODE OF ETHICS AND PROFESSIONAL CONDUCT FOR ELECTED OFFICIALS OF THE WOLASTOQIYIK WAHSIPEKUK FIRST NATION**

### **Description**

The Grand Council of the WWFN is currently governed by rules of ethics and conduct found in both the *WWFN By-law* and the *Code of Ethics and Conduct for Elected Officials, Employees and Committee Members of the WWFN*. The WWFN Financial Administration Act requires that Elected Officials abide by specific rules regarding ethics and conduct and therefore it is preferable to provide guidance that is specifically applicable to them. A new Code of Ethics and Professional Conduct for Elected Officials of the WWFN is therefore proposed.

### **General Presentation**

*The Code of Ethics and Professional Conduct for Elected Officials of the Wolastoqiyik Wahsipekuk First Nation* (hereinafter: "Code of Ethics") provides a framework for the practices and duties of the Elected Officials of the Grand Council. Thus, it takes up the values and ethical principles already existing within the previous frameworks and that the Elected Officials must respect. In addition, the Code of Ethics sets out strict rules of conduct and establishes a mechanism for supervising the rules set out therein.

Thus, in general terms, the Code of Ethics incorporates general provisions on ethics and conduct previously found in the *WWFN By-Law* and in the *Code of Ethics and Conduct for Elected Officials, Employees and Committee*

Members of the WWFN. It also adds the requirements related to these matters that are found in the WWFN Financial Administration Act.

## Specific presentation

### The Code of Ethics provides for:

- The values and ethical principles to be respected by elected officials and the Grand Council;
- The declaration and training that each member of the Grand Council must complete at the beginning of his or her term of office in relation to the respect of these values and ethical principles;
- Conflict of interest rules;
- The initial and annual disclosure of private interests that each Elected Official must complete;
- Restrictions on the acceptance of gifts and benefits as an Elected Official;
- Restrictions on the use of information collected in the course of elected office and the confidentiality of Grand Council meetings;
- Restrictions on the use of WWFN's name and resources;
- Respect for the image and reputation of the WWFN;
- The request for an advisory opinion from the Council of Elders by an Elected Official for an evaluation of his or her own situation with respect to the Code of Ethics and the applicable procedure;
- The Grand Council's request for an opinion from the Council of Elders on the situation of an Elected Official with respect to the Code of Ethics and the applicable procedure;
- Sanctions for breaches of the Code of Ethics by Elected Officials;
- The procedure for adoption, modification, repeal and amendment of the Code of Ethics by the members.

## 5. COUNCIL OF ELDERS CONSTITUTION AND BY-LAW

### Description

The *Council of Elders Constitution and By-law* (hereinafter referred to as the “**Constitution and By-law**”) establishes and guides the Council of Elders, whose function is to make recommendations to the Grand Council to ensure good governance within WWFN and to foster harmonious relationships among its members. The amendments to the *Constitution and By-law* were made at the request of the Council of Elders.

### General Changes

The title of the framework has been changed (*Council of Elders By-law* (hereinafter referred to as the “By-law”) rather than *Council of Elders Constitution and By-law*) to give it a less corporate connotation.

### Suggested Changes

#### 1. Added the requirement to complete a nomination paper signed by five (5) clan members and removed the ability to suggest a member for nomination by a third party (s. 4.1)

In the current version of the Constitution and By-Law, it is provided that the members of the Council of Elders shall be nominated by their respective clans, but no provision is made for the formalities of nomination. Therefore, the proposed version of the By-Law provides that members of the Council of Elders shall be nominated by five (5) members of their respective clan and that the nominee shall submit a completed nomination form.

**2. Clarification of conflict of interest issues and ineligibility to serve in such cases (s. 8.10)**

The current version of the *Constitution and By-Law* provides that when an Elder has a conflict of interest, the Elder shall refrain from voting on the matter. There is no provision for the withdrawal of the Elder from the discussion of the matter. The proposed version of the By-Law provides for such withdrawal.

**3. Addition of a confidentiality form (s. 10)**

The current version of the *Constitution and By-Law* provides that Elders undertake not to disclose confidential information learned in the course of their duties concerning the activities of the First Nation. The proposed version of the By-Law provides for the consolidation of this obligation through the signing of a confidentiality form

**4. Clarification on the removal of a member appointed by the Council of Elders itself (s. 11.2)**

The current version of the *Constitution and By-Law* provides that the members of the Council of Elders may appoint an eligible member to serve on the Council of Elders if a clan does not appoint a representative (s. 4.4). The proposed version clarifies that this person may be removed when the family clan in question appoints an eligible representative to fill the vacancy.

**5. Increase the allowance from \$50 to \$100 per day (s. 12.1)**

The current version of the *Constitution and By-Law* provides for an attendance allowance of \$50 for each Elder attending a meeting of the Council of Elders. In the proposed By-Law, the amount of this allowance has been increased to \$100 to better cover the needs of the Elders and to be consistent with the allowances offered to members of other WWFN committees.

**6. Addition of the reference to legal services with respect to the resources available to the Council of Elders (s. 12.3)**

The current version of the *Constitution and By-Law* provides a series of services and resources available to the Council of Elders to facilitate their mandate. The proposed By-Law add legal services to the list.

**7. Clarification regarding the coming into force of the Regulation (s. 13.1)**

In the current version, there is no provision for an effective date. The proposed version suggests that the By-law will come into force upon adoption by the members or at such other times as the members may decide.

**8. Addition of provisions regarding the modification, repeal and amendment of the By-law (s. 13.2)**

The current version of the *Constitution and By-Law* does not provide for a procedure to amend, modify or repeal the By-Law. Such a procedure is suggested in the proposed version of the By-Laws, which states that a request for amendment, modification or repeal may be made by the Grand Council or 20% of the members entitled to vote. Any amendment, repeal or modification of the By-law would have to be adopted by the membership.