



**Code of Conduct &
Conflict of Interest Policy
For Chief & Council**

LISTUGUJ MI'GMAQ GOVERNMENT

CODE OF CONDUCT
AND
CONFLICT OF INTEREST POLICY
FOR
CHIEF AND COUNCIL

DATED AS OF JULY 18, 2017

TABLE OF CONTENTS

ARTICLE 1 GUIDING PRINCIPLES.....	1
1.1 Core Purpose	1
1.2 Values	1
ARTICLE 2 GENERAL PROVISIONS.....	2
2.1 Applicability.....	2
2.2 Definitions.....	2
2.3 Amendments	2
ARTICLE 3 CODE OF CONDUCT	3
3.1 General Conduct of Council.....	3
3.2 Accountability	4
3.3 Conduct at Council and Committee Meetings	4
3.4 Authority	4
3.5 Influence.....	5
3.6 Communications.....	5
3.7 Reporting and Access to Information	5
3.8 Confidential Information.....	5
3.9 Enforcement	6
ARTICLE 4 CONFLICT OF INTEREST.....	6
4.1 Loyalty	6
4.2 Actual Conflict.....	6
4.3 Perceived Conflict.....	7
4.4 Uncertainty	7
4.5 Duty to Avoid Conflict.....	7
4.6 Duty to Report	8
4.7 Council Disclosure Upon Election	8
4.8 Procedure	8
4.9 Exception.....	9

ARTICLE 5 BREACH AND SANCTIONS9

5.1 Informal Resolution.....9

5.2 Complaint Procedure10

5.3 Penalties.....10

5.4 Appeals and Redress11

WHEREAS the Listuguj Mi'gmaq Government (hereafter the "LMG") wishes to establish a comprehensive regulation to ensure good governance in Listuguj;

THEREFORE the Council, at a duly convened meeting, do hereby adopt the following document as the *Listuguj Mi'gmaq Government Code of Ethics and Conflict of Interests Policy for Chief and Council* (hereafter the "**Policy**").

PURPOSE

The purpose of this Policy is to maintain a harmonious and mutually beneficial relationship between Chief and Council and the Listuguj's Members.

The Council's desire is to serve the Members fairly and efficiently. Accordingly, the Council is determined to establish an effective and respectful working relationship among each other and with the Membership.

The Chief and each Councillor are expected to conduct themselves in accordance with the values and rules of conduct set out in this Policy.

ARTICLE 1 GUIDING PRINCIPLES

1.1 Core Purpose

1.1.1 The core purpose of the Council is to respectfully represent, in a transparent and accountable manner, the Listuguj's Members in all areas that may come to impact the community's rights and integrity, and to collectively work in a positive manner towards strengthening the community for the present and future generations.

1.2 Values

1.2.1 The Council has a duty to serve, and be seen to serve, the public and their constituents.

1.2.2 The treatment of all people with respect, dignity and fairness is fundamental and contributes to a safe and healthy Council environment that promotes engagement, openness, good will and transparency.

1.2.3 Integrity is a cornerstone of good governance. By upholding the highest ethical standards, the Council conserves and enhances confidence in the LMG's governance with honesty, fairness and impartiality.

1.2.4 The Council is also committed to making informed decisions that are intended to positively impact the community.

ARTICLE 2 GENERAL PROVISIONS

2.1 Applicability

2.1.1 All the members of the Council of LMG are subject to all the provisions of this Policy, unless they receive an exemption granted by a majority of the Council on behalf of the Members of Listuguj approved by an Order in Council passed at a duly held Council meeting or confirmed by a majority of attendees at a duly called General Assembly. For example, a member of the Council involved in civil disobedience while defending or protecting the interests of LMG, its membership or territory shall be exempted from this policy.

2.2 Definitions

2.2.1 **“Council”** means the elected Chief and elected Councillors (collectively; individually, the **“Chief”** and a **“Councillor”**).

2.2.2 **“Financial Benefit”** or **“Financial Interest”** means a monetary, material or any other direct or indirect financial benefit received, or to be received, by an individual or to a related person beyond the benefits normally provided to the LMG or its membership as a whole. These include, but are not limited to, employment benefits, contract benefits, educational, medical or other social benefits, honoraria which are above those previously agreed upon, the payment of any money and the allotment, leasing or other grant of an interest in LMG lands or property.

2.2.3 **“Member”** is a person registered on the Listuguj’s Band list or entitled to be registered on the said list.

2.2.4 **“Membership”** or means the collective group made up of individuals identified as Members.

2.2.5 **“OIC”** means Order in Council;

2.2.6 **“Related Person”** means a spouse, common-law spouse, child of spouse, parent, parent-in-law, brother/sister-in-law, sibling, child, grandparent, grandchild, aunt, uncle, niece, nephew, first cousin, any person with whom that person currently resides, or a corporation, organization or other legal person in which any such person has an interest.

2.3 Amendments

2.3.1 The Council, from time to time, can recommend amendments to this Policy. Amendments must be approved by the Council through a duly adopted OIC and by the Members at the next General Assembly.

However, this policy cannot be abrogated or suspended under no circumstances.

- 2.3.2 The Council shall review and report to the Membership on the implementation and effectiveness of this Policy on a minimum annual basis.

ARTICLE 3 CODE OF CONDUCT

3.1 General Conduct of Council

- 3.1.1 The Chief and each Councillor are required to set an example of good conduct, citizenship and brotherhood within the community. Chief and each Councillor will:
- (a) Perform their duties conscientiously, competently, loyally, and honestly, remembering that the primary work task is to serve the Membership to the best of their ability; and
 - (b) As elected representatives, will protect the best interests of the LMG in the performance of their duties at all times.
- 3.1.2 Defamatory, inflammatory or otherwise false statements made by the Chief or any Councillor about LMG, its employees, its operations or its Membership will not be tolerated.
- 3.1.3 The Chief and each Councillor must carry out their duties in good faith with a reasonable degree of diligence, care, accountability, transparency and skill. In addition, the Chief and each Councillor must act in compliance with any of the LMG's laws, policies, administration manual, by-laws, rules or any regulations that purport to guide their conduct or behavior.
- 3.1.4 The Chief and Councillors will not do anything that they know may negatively affect LMG's public image or credibility.
- 3.1.5 The Chief and each Councillor does not engage in any act or activity that would bring LMG or any of its program or service into disrepute.
- 3.1.6 The Chief and each Councillor does not directly or indirectly interfere with program and service delivery processes and decisions in place at LMG.
- 3.1.7 The Chief and Councillors does not directly supervise, direct or discipline an employee, except through the Executive Director pursuant to the relevant policies in place at LMG.

- 3.1.8 The Chief and each Councillor avoids to take any action that would be considered as physical, psychological or sexual harassment towards an employee, a Member or any person doing business with LMG.
- 3.1.9 The Chief and each Councillor does not, for personal purposes, use any Council property, equipment, services or supplies unless use is generally permitted to community Members. Nevertheless, Chief and Councillors shall be permitted to use the equipment provided by LMG to fulfil their duties (such as computers, phones, printers, etc.) as long as the use have no additional costs for LMG.
- 3.1.10 The Chief and each Councillor must avoid being charged of a criminal offence pursuant to the *Criminal Code* and he/she shall resign his/her position if convicted.

3.2 Accountability

- 3.2.1 The Council is accountable to the Membership for the performance of its duties and obligations. The Chief and Councillors are accountable for their conduct in accordance with the principles set out in this Policy.

3.3 Conduct at Council and Committee Meetings

- 3.3.1 The Chief or a Councillor shall conduct himself/herself with a professional demeanor and interact with other persons in a tactful and respectful manner.
- 3.3.2 The Chief or a Councillor shall refrain from engaging in a dispute, altercation or quarrel with a Member who is addressing a matter that is before the Council or a committee of the Council. This shall not preclude the Chief or a Councillor from asking questions that will clarify the information provided by a Member to the Council.
- 3.3.3 The Chief or a Councillor is expected to participate fully in discussions and work toward achieving a consensus on issues brought before the Council. Such expected behavior includes, without limiting the generality of the foregoing, attendance to regularly scheduled meetings of the Council or any meeting where his/her presence may be required.

3.4 Authority

- 3.4.1 Except as explicitly set forth in this Policy and any other applicable LMG policy, the Chief or a Councillor shall not attempt to exercise individual authority over the Council, the employees, consultants and agents of LMG or the Membership.
- 3.4.2 The Council must speak with one voice. Only the Council as a whole has the authority to take action on behalf of the LMG.

3.4.3 The Chief or, in his absence, a designated Councillor may interact with the media or other entities on behalf of the Council regarding any issue that affect or may affect LMG as long as he/she does not contradict the views and positions previously taken by the Council regarding such issue.

3.5 Influence

3.5.1 Neither the Chief nor any Councillor may use his or her position to attempt to influence in any way a decision or action of the LMG to be made or taken by any person if the Chief or Councillor or a Related Person has a Financial Interest in the matter to which the decision or action relates.

3.6 Communications

The Council communications will be guided by the following principles:

3.6.1 Deal with all persons in a fair, responsible and ethical manner and with honest, respectful communication.

3.6.2 Maintain close communications with the Membership regarding LMG policies, programs and services.

3.6.3 Review, address and respond to all written correspondence received from membership in a timely manner.

3.7 Reporting and Access to Information

3.7.1 Subject to this Policy and to any obligations of confidentiality that may apply to the LMG, the Council shall permit the Membership access, at all reasonable times, to the non-confidential minutes of the Council meetings, LMG bylaws and resolutions, the LMG's annual budget, financial statements, audit report and the LMG's administrative policies.

3.8 Confidential Information

3.8.1 Personal information about Members and employees will not be disclosed to any person except in accordance with applicable privacy laws and the LMG's privacy policies and, in the absence thereof, generally accepted principles applicable to the management of private and personal information.

3.8.2 The Council will take all steps that are reasonably necessary to ensure that any such information is kept confidential.

3.8.3 The Chief or Councillors shall not use confidential information of the LMG to obtain any Financial Benefit, or to confer any Financial Benefit to a Related Person or to any person, corporation or organization.

3.8.4 The Chief and Councillors shall not disclose the content of a matter that has been discussed at, or the substance of deliberations of, an in-camera meeting, except for content that has been authorized by the Council.

3.8.5 The Chief and Councillors shall not access or attempt to gain access to confidential information in the possession of the Council unless it is necessary for the performance of their duties.

3.9 Enforcement

3.9.1 The Council has the authority to make and enforce its own rules and penalties against the Chief or any Councillor found negligent in carrying out (or failing to carry out) his or her duties or who otherwise act in contravention with this Policy.

ARTICLE 4 CONFLICT OF INTEREST

4.1 Loyalty

4.1.1 The Chief and Councillors must be loyal to the collective interests of the Membership. This loyalty supersedes:

- (a) Any advocacy or special interest group and membership on other boards; and
- (b) The personal interests of any Council member acting as an individual and other government's programs and services.

4.1.2 The Council must be directly accountable to the Membership. Upon election to the Council, a Member assumes a position of trust and is expected to act accordingly.

4.2 Actual Conflict

4.2.1 For the purposes of these rules, a "**Conflict of Interest**" will arise when:

- (a) The Chief or a Councillor exercises an official power or performs an official duty or function in the execution of his or her office, job or committee and at the same time knows or ought to know that in the performance of the duty or function, or in the exercise of a power there is opportunity to receive a Financial Benefit for themselves or to provide a Financial Benefit to a Related Person or to otherwise create an advantage for him or her or a Related Person over and above any other member of the public;
- (b) The Chief or a Councillor's personal interests are prioritized or compete with their dedication to the best interests of the LMG; or

- (c) The Chief or a Councillor or any Related Person has an interest in an enterprise, partnership, company, corporation or any other legal entity having or proposed to have a contract or dealings with the LMG.

4.2.2 A Conflict of Interest will not arise if a Financial Benefit is extended at the same time to the Membership or an identifiable class of persons within the Membership.

4.2.3 Council must avoid all circumstances that may result in actual or perceived Conflicts of Interest.

4.2.4 The Chief and Councillors will not, directly or indirectly, accept a fee, gift or Financial Benefit over a value of two hundred and fifty dollars (\$250) that is connected with the performance of their duties unless the gift or Financial Benefit is a result of protocol, in which case it will be disclosed at a duly convened Council meeting.

4.3 Perceived Conflict

4.3.1 For the purposes of the Policy, the Chief or a Councillor has a perceived Conflict of Interest if there is a reasonable perception, which is a perception that a reasonably informed person might have, that the Chief or Councillor's exercise of an official power or performance of an official duty or function, was motivated by or affect his or her private interest or the interest of a Related Person.

4.4 Uncertainty

4.4.1 Where the Chief or a Councillor is uncertain as to whether a Conflict of Interest may exist, the situation must be disclosed to the Council, and the Council will decide whether a Conflict of Interest exists.

4.4.2 Where a disagreement arises as to whether a person has a Financial Interest in a matter before the Council, the Council shall decide by vote whether the said person has such an interest. If this person is the Chief or a Councillor, the Chief or Councillor in question may not take part in the vote and shall leave the room for the vote.

4.5 Duty to Avoid Conflict

4.5.1 The Chief or a Councillor will arrange their private affairs and conduct themselves in a manner to avoid a Conflict of Interest under the rules set out in this Policy.

4.6 Duty to Report

4.6.1 For the governance of Conflict of Interest and unless otherwise provided for in this Policy:

- (a) The Chief or a Councillor will disclose in writing or verbally to the Council any interest, direct or indirect that he/she or a Related Person may have in any matter before the Council and entities, if such interest could, in any way, influence the decision making process.
- (b) Such interests must be disclosed to and entered into the minutes of the Council.

4.6.2 The Chief or a Councillor will disclose any personal fees, significant gifts, or other tangibles offered in reward by third parties for duties performed through their Council positions and will direct that these benefits be awarded to the community as a whole. The Council may, for a good reason, agree to assign the benefit to the community .

4.6.3 The Chief and Councillors will refuse acceptance of an additional office or position outside the LMG if the position would cause a Conflict of Interest for the Chief or Councillors or if the position is with an organization that competes with or conflicts with the goals or operations of the LMG.

4.7 Council Disclosure Upon Election

4.7.1 The Chief and each Councillor must disclose the following information upon election or appointment to office and whenever there is a change in the information disclosed under this section:

- (a) All employment currently held by him or her;
- (b) Any existing Conflict of Interest; and
- (c) The name of any company or organization in which the Chief or Councillor holds a financial interest.

4.8 Procedure

4.8.1 The Chief or Councillor with an actual or perceived Conflict of Interest will, without delay, declare the actual or perceived Conflict of Interest to the Council, and will:

- (a) Not participate in any discussion or decision of or vote on any question in respect of the matter;

- (b) Immediately leave the meeting or the part of the meeting during which the matter is under consideration;
- (c) Not sign a OIC, committee/advisory council letter or resolution in respect of the matter; and
- (d) Not attempt in any way, whether before, during or after the meeting, to influence the opinion or vote of the Council or committee/advisory council on any question in respect of the matter.

4.8.2 If the Chief or Councillor becomes financially interested in a proposed contract, the Chief or Councillor shall disclose his or her interest at the next meeting of the Council held after he or she becomes so interested.

4.9 Exception

4.9.1 Notwithstanding and without limiting the generality of the rules set out in this Policy, in circumstances where it is not possible for the Chief or Councillor to avoid the appearance of according preferential treatment to a Related Person, the Chief or Councillor will be guided by the LMG values of respect, fairness, accountability and professionalism in any decision.

ARTICLE 5 BREACH AND SANCTIONS

5.1 Informal Resolution

5.1.1 The Code of conduct for the Council set out in this Policy is not intended to respond to every possible ethical issue that might arise in the course of a Chief or Councillor's work.

5.1.2 When ethical issues arise, the Chief and Councillors are encouraged to discuss and resolve these matters and seek advice and support from other appropriate sources either within or outside of the LMG. The Chief and Councillors are expected to resolve issues in a fair and respectful manner and consider informal processes such as dialogue or mediation.

5.1.3 It is in the best interests of all parties where ethical or behavioral concerns are raised to seek resolution as early as possible. A person who feels he or she has a complaint under this Policy should, where possible, discuss the concerns with the person whose action gave rise to the complaint.

5.1.4 If the Chief, a Councillor or a Member have information that could indicate a serious breach of this Policy or any LMG policy, the Chief, Councillor or Member are expected to bring the matter, in confidence and without fear of reprisal, to the attention of the Council for resolution.

5.2 Complaint Procedure

- 5.2.1 A Member who wishes to complain about the conduct of the Chief or of a Councillor may do so in accordance with the following procedure.
- 5.2.2 Within thirty (30) days of the occurrence of the conduct, act or event that is the object of the complaint, the complainant must make a formal written complaint addressed to the attention of the Council.
- 5.2.3 The written complaint must include the facts and circumstances surrounding the conduct, act or event and will at a minimum include:
- (a) The name of the complainant(s);
 - (b) The name of the Chief or the Councillor whose conduct is alleged to be at fault;
 - (c) The name of all the witnesses to the event or occurrence;
 - (d) The date of the event or occurrence;
 - (e) A summary of the facts and circumstances surrounding the conduct, act, event, or occurrence; and
 - (f) The outcome sought by the complainant(s).
- 5.2.4 The Chief or Councillor whose conduct was the object of the complaint shall be given a chance to comment on the complaint. If it so requires, the Council can request clarifications on the circumstances of the decision or action which led to the complaint and/or hear the person(s) involved with the complaint, if applicable, to decide on whether to respond to the complaint and take any action as contemplated in this Policy.

5.3 Penalties

- 5.3.1 The Chief or Councillor who commits any violation of this Policy or persists in behaving in contradiction with the rules and values set out in this Policy may be subject to a penalty imposed by a decision of the Council. In such circumstances, the following guidelines will be followed:
- (a) The Council will raise the concerns with the Chief or Councillor in question;
 - (b) Continued offense will result in a formal motion of blame being brought by the Council; and
 - (c) If there is no change in the behavior of the Chief or Councillor in question or if there are serious circumstances, the Chief or

Councillor in question will be denied access to the Council for a period to be determined by the Council and the Chief or Councillor's remuneration or other benefits may also be suspended for such period.

- 5.3.2 Any decision of the Council under the present section must be reported to the Membership as soon as reasonably possible.
- 5.3.3 If the Chief or a Councillor feels that an imposed penalty is unjust, he or she may appeal to Council at the next regular scheduled meeting to trigger the appeal and redress procedure following the provisions of Section 1.2.

5.4 Appeals and Redress

- 5.4.1 A Chief or Councillor found to have committed a violation of this Policy and been imposed a sanction by the Council under the present Policy, but who disagrees with the finding, may appeal to a committee comprised of two elders and a Member at large and who are not related to the Chief or Councillor making the appeal (hereafter the "**Redress Committee**").
- 5.4.2 Upon receipt of an appeal request, the Council shall form a Redress Committee that shall act under the authority of the Council to respond to and rule on appeals of decisions and matters of redress.
- 5.4.3 All information regarding a complaint and an appeal request shall be kept confidential.
- 5.4.4 The Redress Committee may request clarifications on the circumstances of the decision or action which led to the complaint and an appeal request and any supporting documentation. They must also speak to the person(s) involved with the complaint, if applicable. The Redress Committee may also seek resolution of the matter at this time so long as this resolution is consistent with the policies and laws of the LMG.
- 5.4.5 If the appeal request cannot be resolved, the Redress Committee shall arrange a hearing within ten (10) business days to hear the appeal. Depending on the matter at hand, the Redress Committee may decide that this meeting may be open to the Members or that it be held in camera.
- 5.4.6 The Redress Committee hearing shall conduct the hearing process as follows:
 - (a) The person who filed a complaint about a Chief or Councillor shall be given a chance to explain his or her complaint in his or her own words;

- (b) The Chief or Councillor whose conduct was the object of the complaint shall be given a chance to comment on the complaint and explain why he or she disagrees with the findings and/or sanctions imposed by the Council;
- (c) A representative of the Council shall be given an opportunity to explain the Council's decision or action in respect of the Chief or Councillor whose conduct was the object of a complaint;
- (d) The Redress Committee may convene in camera to render a decision on the matter at the meeting, or adjourn the meeting to consider the matter; and
- (e) The Redress Committee's decision shall be announced to the Council and all persons involved as soon as possible after the hearing and no later than ten (10) business days after the hearing. The Redress Committee's decision is final.

5.4.7 The Council may provide redress as follows:

- (a) By overturning or modifying the decision or action that gave rise to the appeal request and ordering that other remedies be carried out;
- (b) if applicable, formally apologizing to the person who filed a complaint or to the Chief or Councillor whose conduct was the object of the complaint, as applicable, or directing that the person whose action or conduct gave rise to the complaint apologize to the person who filed a complaint;
- (c) Restoring the Chief or Councilor whose conduct was the object of a complaint to the position he or she would have been in if the Council's decision under question by the appeal request had not occurred;
- (d) Recommending counselling, training, or education; or
- (e) Where the decision involves a policy or by-law of the LMG, directing that the policy or by-law be reviewed and potentially amended as may be required and according to the procedures that apply to review and amendment.

5.4.8 If a resolution acceptable to all parties is achieved, a resolution report will be completed and signed by the complainant outlining the resolution achieved. Copies of the report will be given to the complainant and the LMG executive director to keep on file. The matter will proceed no further.