



Opaskwayak Cree Nation

# Board of Directors

Terms of Reference

6-15-2020

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## Preamble

WHEREAS the Onekanew mena Onushekewuk of the Opaskwayak Cree Nation (OCN) are the duly elected leadership of the OCN and, as such, hold positions of trust in relation to the assets of OCN and the membership, and have a mandate to act as a whole in the performance of their duties in the best interests of the membership;

AND WHEREAS, OCN has inherent jurisdiction to govern its internal affairs and to adopt policies concerning the roles and responsibilities of its leadership and management;

AND WHEREAS, a Council of Keteya is appointed to advise the Chief and Council and to provide guidance in all matters related to the Seven Sacred Teachings;

AND WHEREAS, the Onekanew mena Onushekewuk have delegated certain of their duties to certain OCN branches which include Boards;

AND WHEREAS, the following Opaskwayak Cree Nation Boards contributed to the completion of this Terms of Reference:

- Treasury Board
- Operations
- Infrastructure
- Government Services
- Lands and Natural Resources
- Business Enterprises (aka Paskwayak Business Dev.Corp)
- Health Services
- Education Services
- Child and Family Services

NOW THEREFORE the Onekanew mena Onushekewuk of OCN enact the Board of Directors Terms of Reference as follows:

# Opaskwayak Cree Nation Board of Directors Terms of Reference



## Section A Seven Sacred Teachings

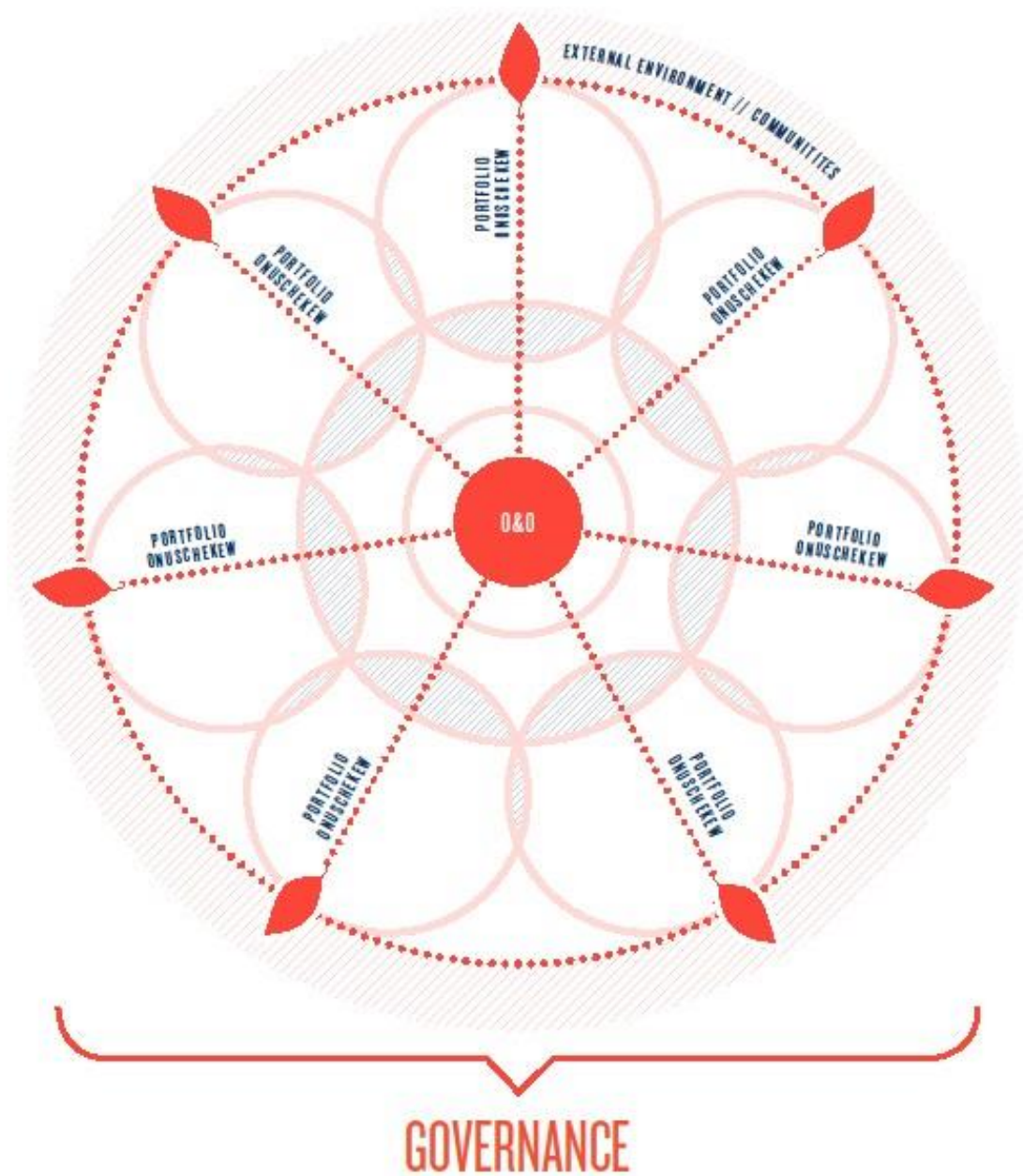
Opaskwayak Cree Nation Omamenaschekewak approved the Seven Sacred Teachings on January 21, 2020. The Seven Sacred Teachings were adopted by Onekanew & Onushekewuk (O&O) to encompass mino pimatisewin. They are not to be altered or tampered with.

These teachings are to be taught and to be respected by our Board Directors of every Branch:

- Humility:** To respect and to honor each other. No one is above one another; we are all equal to everyone. Being humble means, we are all equal to the Creator whether we are white, black, yellow or red.
- Truth:** To guide us, to follow the path of mino pimatesiwin.
- Honesty:** Honesty means accepting who you are. Honesty means telling the truth. Honesty means not cheating, lying or stealing. Honesty means keeping promises.
- Respect:** Is to recognize the sacredness in everything and everyone around us. Respecting the things Kiche Manito gives to all; life, language and land.
- Wisdom:** Everyone has been given a special gift from the Creator. Wisdom is realizing what your gift is and using it to build a better world.
- Courage:** It takes courage to be you. Courage is being able to not agree when something is wrong. Courage helps you to overcome difficult times or situations. Courage helps you stand up for what is right. It takes courage to walk the Seven Teachings of life.
- Love:** The eagle brings the teaching of love from Kiche Manito. Always remember Kiche Manito first, then ourselves, then our families, then our community. Love overcomes fear and evil and is powerful.

***Love: The eagle brings the teaching of love from Kiche Manito. Always remember Kiche Manito first, then ourselves, then our families, then our community. Love overcomes fear and evil and is powerful.***

OPASKWAYAK CREE NATION



### B1. Board Composition

On November 7, 2019<sup>1</sup>, Onekanew mena Onushekewuk approved the composition of each OCN Board shall be five voting members and three ex-officio members comprised of the following:

- One Portfolio Onushekew Chairperson (voting)
- Four on or off reserve OCN members (voting)
- Two Portfolio Keteya/Elder (non-voting – one male and one female)
- One Junior Portfolio Onekanew or Onushekew (non-voting)

### B2. Board Criteria

In keeping with the spirit and intent of the Election Code and the Frank J. Whitehead Report, on January 9, 2020<sup>2</sup>, Onekanew mena Onushekewuk approved the following qualifications for voting members of OCN Boards:

- i. Must be an OCN member at least 18 years of
- ii. Must pass clear criminal record and child abuse registry checks on an annual basis;
- iii. Must have minimum completion of Grade 12 or acceptable related life experience;
- iv. Must **not** hold a paid position/be an employee of any OCN branch;
- v. Must **not** have been dismissed for just cause by any OCN branch;
- vi. Must **not** have been found guilty by the Election Board of a corrupt practice;
- vii. Must **not** be an immediate family member of other Board Directors or Branch Director;
- viii. Must **not** be a member of more than one OCN board, committee or assembly.

### B3 Board Cree Knowledge

- i. Must demonstrate an understanding of the seven teachings and demonstrate respectful and positive honest communication;
- ii. Must have the courage to speak up and contribute their wisdom to discussions.

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<sup>1</sup> Motion#2019-1107-02

<sup>2</sup> Motion#2020-109-014

## Section C Board Responsibilities

***Respect: Is to recognize the sacredness in everything and everyone around us. Respecting the things Kiche Manito gives to all; life, language and land.***

*The key responsibilities of the board of directors are:*

1. To implement the OCN's mission, vision, direction and purpose as established by O & O.
2. To work together and honour the seven teachings, including respect for one another's perspective and honor each other. Everyone has an equal voice.
3. To establish goals and priorities in meeting the needs of OCN in the area of their Branch.
4. To align the Branch mission with the overall OCN mission to implement the mission of the Branch.
5. To ensure that the organization has a defined governance framework in place including policies and processes.
6. To implement and ensure compliance with laws, agreements, band council resolutions, bylaws and policies.
7. To support, guide, direct, and evaluate the Branch Director.
8. To maintain fiscal responsibility by monitoring the budget and expenditures monthly by protecting the assets of the Branch and by ensuring that the yearly financial statements are provided to the Treasury Board to be included in the annual audit of the financials.
9. To monitor OCN to ensure that programs and services are relevant and accessible to members of the community.
10. To maintain effective partnerships and communication with the community, the band members and its stakeholders.
11. To ensure transparency in all communication to members, stakeholders and the public.
12. To oversee the operations of the Board by determining its role, evaluating its operations, training and evaluating individual board members and ensuring continuous renewal of the Board.

## Section D Board Role Descriptions

### D1. Voting Board Director

***Truth: to guide us, to follow the path of mino pimatesiwin.***

*All OCN Board Directors shall:*

1. Implement the mission, vision, direction and purpose of the Branch.
2. Commit to the work of the Branch.
3. Keep informed about community issues relevant to the mission, vision and purpose of the Branch.
4. Establish goals, objectives and priorities for the Branch in meeting the needs of the community.
5. Help the board to monitor the performance of the Branch in relation to its mission, vision and purpose.
6. Participate in the review of the Branch's mission and in aligning the strategic plan for the Branch with the overall OCN mission.
7. Ensure that the Branch is in compliance with its legal obligations including laws, agreements, band council resolutions, by-laws and policies.
8. Understand and scrutinize all financial matters including participating in the approval the annual budget and monitoring the monthly financial performance in relation to it.
9. Attend and participate in Board meetings, committee meetings and the annual community meeting.
10. Thoroughly review all meetings materials and prepare for and participate in the discussions and deliberations of the Board.
11. Establish a strong working relationship with Board colleagues that contributes to sound decision-making by the Board.
12. Listen to others' views, advocate your own, identify common interests and alternatives, and be open to compromise.
13. Support decisions of the Board and speak as one voice.



14. Keep Board discussions confidential, maintain confidentiality of the Branch and sign the Oath of Confidentiality.
15. Be aware of and abstain from any conflict of interest.
16. Assist in the establishment, review and monitoring of Branch specific policies.
17. Monitor and evaluate the effectiveness of the Branch's programs and services.
18. Participate in annual Board self-evaluation and provide the evaluation results to O & O.
19. Work to enhance the public image of the Branch.
20. Foster a positive working relationship with the Branch Director and work with Board colleagues to support, guide, direct and evaluate the Branch Director.
21. Ensure proper reporting of information from the Branch Director to the Executive Office and from the Board to O & O.

D2. Portfolio Onushekew Chairperson

***Courage: It takes courage to be you. Courage is being able to not agree when something is wrong. Courage helps you to overcome difficult times or situations. Courage helps you stand up for what is right. It takes courage to walk the Seven Teachings of life.***

*In addition to the responsibilities outlined in the Board Director Role Description the Portfolio Onushekew Chairperson shall:*

1. Provide feedback to the Board regarding O & O initiatives and directives.
2. Report to O & O regarding the work of the Board and the Branch.
3. Guide and direct the governance process, focusing the work of the Board on the mission, vision and strategic direction.
4. Ensure that the mission, vision and strategic direction of the Branch is always aligned with the mission, vision and strategic direction of OCN.
5. Prepare the agenda for Board meetings in conjunction with the Branch Director.
6. Chair all meetings of the Board.
7. Arrange for Vice to Chair meetings in the absence of the Chair.
8. Facilitate the participation of all Board Directors on all matters on the Board agenda.
9. Lead the Board to reach decisions and to move forward on agenda items by turning decisions into motions.
10. Set a high standard for Board conduct by ensuring compliance with the law, with agreements, band council resolutions, with bylaws, and with policies including rules of procedure and the code of conduct.
11. Lead the development of the Board's knowledge and capabilities by playing a central role in orientation of new Board members, mentoring the Vice-Chair and providing continuing education for the entire Board.
12. Serve as the Board's central point of official communication with the Branch Director. Develop a positive, collaborative relationship with the Branch Director, including acting as a sounding board for the Branch Director on emerging issues and alternative courses of action.
13. Address the Annual Community Meeting.
14. Lead the Board to do regular strategic planning for the Branch.

15. Lead the processes of the Board to contribute to the Branch Director performance evaluation as initiated by the Chief Executive Officer (CEO).
16. Provide for an effective, objective board self-evaluation process, seek feedback on his or her own performance as Chair and support implementation of recommendations for improvement.
17. Work in collaboration with the Branch Director to ensure that there is an annual evaluation of the Branch in achieving its mission.
18. Act as a signing authority on behalf of the Board for financial and legal purposes.
19. Lead succession planning by identifying suitable candidates for future Board members.
20. Perform other duties assigned by the Board.

D3. Board Vice-Chair Role Description

***Honesty: Honesty means accepting who you are. Honesty means telling the truth. Honesty means not cheating, lying or stealing. Honesty means keeping promises.***

*In addition to the responsibilities outlined in the Director Job Description the Vice-Chair shall:*

1. Perform any responsibilities of the Chair in the absence of the Chair including chairing Board meetings.
2. Perform other duties assigned by the Board.

## Section E Non-Voting Board Director

### E.1 Portfolio Keteya

*Wisdom: Everyone has been given a special gift from the Creator. Wisdom is realizing what your gift is and using it to build a better world.*

*Our Elders are historians, teachers, knowledge keepers, spiritual caregivers, language experts, and advisors. The role of the Keteya will include to:*

1. Offer prayer to open and close meetings.
2. Lead and perform traditional ceremonies.
3. Enhance understanding of Cree world views, cultural beliefs, languages and values.
4. Empower leaders of their spiritual responsibility to the People, the Land, the Water, the Fire and the Wind.
5. Bring forth their knowledge and wisdom to ensure that Aboriginal traditions, values, spirituality are respected and considered.
6. Share historical knowledge.
7. Ensure decisions are culturally appropriate.
8. Provide cultural teachings.
9. Feel empowered to interrupt Board discussions to call out conduct that is not in accordance with traditional teachings.
10. Mediate issues within the Board using the Seven Sacred Teachings as a guide.

E.2 Junior Onushekewuk Member

***Humility: To respect and to honor each other. No one is above one another; we are all equal to everyone. Being humble means, we are all equal to the Creator whether we are white, black, yellow or red.***

*Our youth are our future. The role of the Junior Onushekewuk Member will include to:*

1. Serve as the voice of the youth.
2. Consult with other youth within the community and identify common issues and challenges facing youth.
3. Provide feedback to the Board from a youth perspective.
4. Inspire other youth to take on leadership roles within the community.



PASSED by motion# 2021-323-24 on this 23<sup>rd</sup> day of MARCH 2021 at the  
Opaskwayak Cree Nation.

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Onekanew

Clarence Constant

Onuschekew

Maurice Brown

Onuschekew

Paul R. Boyle

Onuschekew

Janice Hott

Onuschekew

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