



OPASKWAYAK CREE NATION

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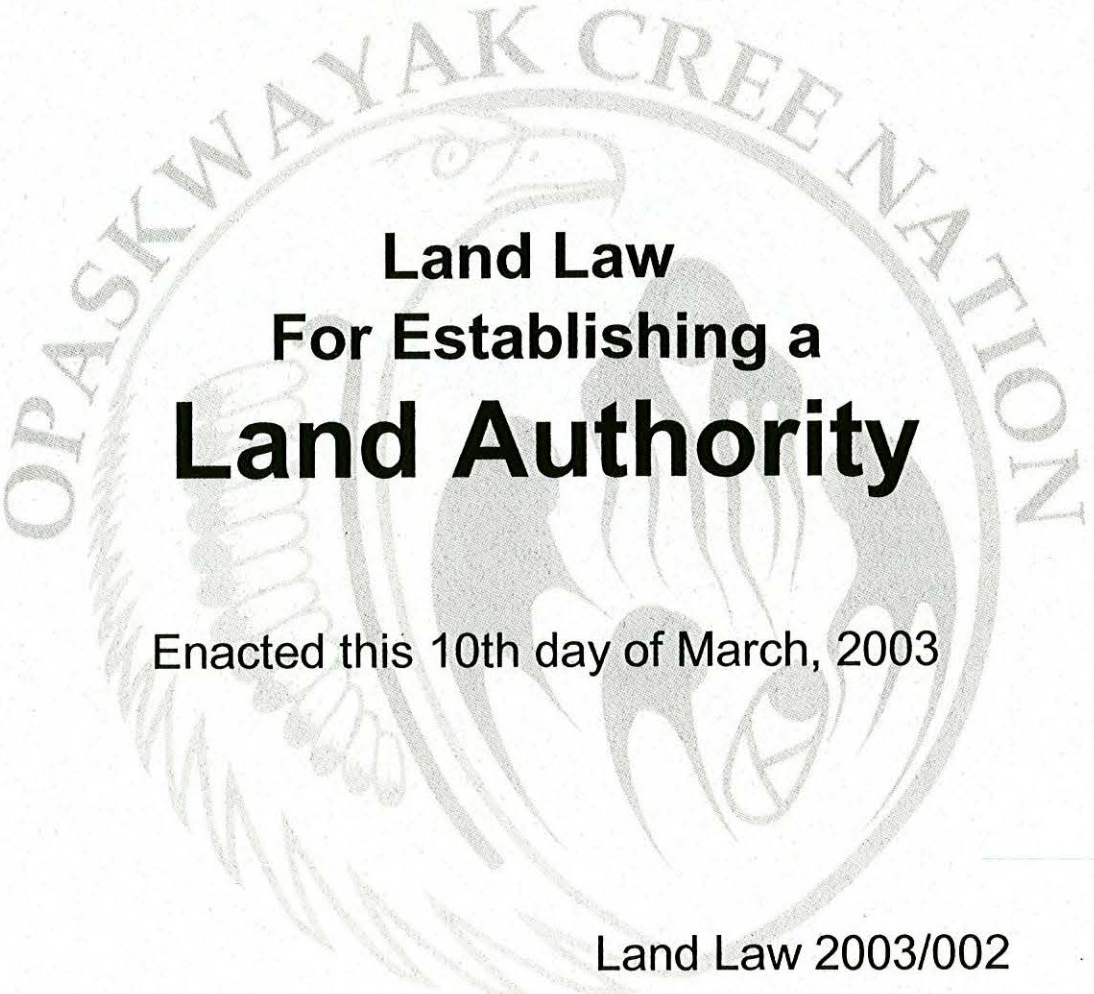
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Opaskwayak Cree Nation Land Law



Land Law For Establishing a **Land Authority**

Enacted this 10th day of March, 2003

Land Law 2003/002

NEKANOOTĀWINĒK - TIPĀNIMISOWIN

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LAND LAW

FOR ESTABLISHING A LAND AUTHORITY

PREAMBLE

WHEREAS the Opaskwayak Cree Nation (OCN) entered into solemn Treaty arrangements with Her Majesty's Government of the Dominion of Canada by adhesion to *Treaty #5*;

AND WHEREAS the Opaskwayak Cree Nation did not through said Treaty give up their authority to be a self governing people;

AND WHEREAS the Opaskwayak Cree Nation has entered into the *Framework Agreement on First Nation Land Management* with Canada on February 12, 1996, as amended and as ratified on behalf of the Government of Canada by the *First Nation Land Management Act*, S.C. 1999, C.24;

AND WHEREAS the Opaskwayak Cree Nation had the option of withdrawing its lands from the land provisions of the *Indian Act* in order to exercise control and management over its lands and resources for the use and benefit of its members, rather than having its lands managed on its behalf by Canada;

AND WHEREAS the Opaskwayak Cree Nation, through a vote of its membership held on June 17, 18, 19, and 2002, have enacted and ratified their own *Land Code*, for the purpose of setting out the principles, guidelines and processes by which Opaskwayak Cree Nation will exercise control and management over its lands and resources consistent with the *Framework Agreement on First Nation Land Management* and the *First Nation Land Management Act*;

AND WHEREAS the *Opaskwayak Cree Nation Land Code* took effect as of August 1, 2002 pursuant to the ratification of the membership of Opaskwayak Cree Nation;

AND WHEREAS the *Opaskwayak Cree Nation Land Code* authorizes the enactment of Land Laws, for the purpose of administration of lands and natural resources;

AND WHEREAS pursuant to Section 24 of the *Opaskwayak Cree Nation Land Code*, Chief and Council shall enact a Land Law to establish a Land Authority;

AND WHEREAS nothing in this Land Law shall alter, diminish, abrogate, derogate or breach the Treaty and/or Aboriginal rights of the Opaskwayak Cree Nation or its members;

THEREFORE IT IS HEREBY ENACTED that pursuant to Section 7.9 of the *Opaskwayak Cree Nation Land Code* by an absolute majority of Chief and Council at a duly convened meeting which was open to OCN Members, this "Land Law for Establishing a Land Authority" will constitute the Land Authority for Opaskwayak Cree Nation to administer, monitor, enforce, and assess levies, charges of rental or permit fees, and compliance issues against Interests and Licences located on Opaskwayak Cree Nation Lands as are required from time to time.

1. Name

Title of the Land Law

1.1 This enactment shall hereinafter be known as the "Land Law for Establishing a Land Authority," or "Land Authority," for short.

2. Interpretation

Definitions

2.1 "Appeal Panel" means a panel established by Chief and Council to hear complaints or contentious issues and make recommendation to Council regarding the validity and seriousness of a complaint or issue.

"BDA" or "Band Development Authority" means The Pas Band Development Authority Inc. or its successors, is a corporation of the Opaskwayak Cree Nation exercising various powers, functions and jurisdiction over land administration prior to the enactment of the *OCN Land Code*;

"Board" or "Board of Directors" means the Board of Directors for the Land Authority created by this Land Law;

"Chief and Council" or "Council" means the members of the Chief and Council of the Opaskwayak Cree Nation acting collectively for the benefit of its Members;

“Director” means a Director of the Land Authority, either appointed by Council or elected, to take to office as Directors of the Land Authority;

“Finance and Administration Committee” or its successors means the committee created and authorized by Council to give advice on matters of budgets, policies, finances, and administration;

“Interest” means any interest, rights or estate of any nature in or to that land, including lease, easement, right of way, permits, servitude, or profit à prendre, but does not include title to the land;

“Land Authority” means the executive body that will facilitate present and future land planning and administration, including development of programs, services, powers, and obligations under the *OCN Land Code* that set out the principles, guidelines, rules, procedures and processes by which Opaskwayak Cree Nation will exercise control and management over its lands and resources consistent with the *Framework Agreement on First Nation Land Management* and the *First Nation Land Management Act*;

“Lands Department” means the administration office for land issues;

“Land Law” means any Land Law enacted pursuant to *OCN Land Code*;

“License” means any right of use or occupation on OCN Lands other than an Interest;

“Member” means a person whose name appears on Opaskwayak Cree Nation membership list or who is entitled to have their name appear on that list;

“OCN” or “Opaskwayak Cree Nation” means the collective body of OCN Members governed by a Chief and Council exercising collective and individual rights as Opaskwayak Cree Nation, including inherent rights to self government, and as an entity, signatory to *Treaty #5* and recognized as an Indian Band by the Department of Indian and Northern Affairs pursuant to the provisions of the *Indian Act*.

“OCN Lands” means all those lands referred to in the *OCN Land Code*, including all the interests, rights and resources that belong to those lands;

“*OCN Land Code*” means the *Opaskwayak Cree Nation Land Code* enacted by the eligible registered voting Members of Opaskwayak Cree Nation;

“Resolution” or “Band Council Resolution” means a written resolution signed by Chief and Council giving consent and approval on an issue.

Paramountcy

2.2 For greater certainty, terms shall have the meaning or definitions attributed to them in the *Framework Agreement on First Nation Land Management* and/or the *First Nations Land Management Act*, and/or the *OCN Land Code* and/or the *Individual Transfer Agreement*, except where same conflict with a meaning set out herein.

Gender

2.3 Wherever words importing the singular include the plural and vice versa, words importing one gender include the other gender and words importing individuals include corporations and other like bodies and vice versa.

Headings

2.4 The headings used in this Land Law have been inserted for convenience only and shall not be used in the interpretation of any of the Section hereof.

3. Council Authorized

Council Authority

3.1 The Council is hereby authorized to enact and to enter into such agreements and declarations at its sole discretion it deems appropriate to maintain, operate and give effect to the actions, operations and decisions of the Land Authority, to serve the needs of the Members of OCN.

4. Structure

Governing Structure

4.1 The governing and administrative structure of the Land Authority consist of:

- (a) “Board of Directors” which is the executive body of the Land Authority and shall report to the Chief and Council and the Members. The Board is responsible for the implementation of the *OCN Land Code* through the development of Land Laws, Resolutions, and management regulations, policies, and procedures of the Land Authority;

- (b) "BDA Coordinator", or successor is the senior manager overseeing the Lands Department and is responsible for reporting to Chief and Council on any land issues as they arise;
- (c) "Lands Manager" is the middle manager responsible for the day to day operations, administration and management of lands and resources of Opaskwayak Cree Nation and is responsible for reporting to the Land Authority on a monthly basis.
- (d) "Support Staff" are additional staff required to ensure that operations of the Lands Department are maintained in an effective and efficient manner as directed by the Lands Manager.

Head Office

4.2 The head office of the Land Authority will be at Opaskwayak Cree Nation.

5. Chief and Council

Powers and Duties

5.1 The Chief and Council, pursuant to authority granted in the *OCN Land Code*, shall exercise the following powers and duties:

- (a) shall appoint by Resolution, two (2) members of Council and an elder/alternate elder to sit on the Land Authority;
- (b) may remove Directors of the Land Authority, in accordance Section 19.1 (f) of this Land Law, by Resolution, from time to time, and subject to the terms and provisions of this Land Law;
- (c) shall oversee the actions of the Board to ensure that the Board act prudently, reasonably, and at all times abide by the principles and provisions of this Land Law;
- (d) review quarterly reports submitted by the Land Authority;
- (e) may take over or supplant the Board, where the Board are unable to act by reason of conflict of interest, gross malfeasance, dereliction of duty, financial insolvency or failure to adhere to and follow this Land Law;

- (f) may from time to time, make recommendations to the Land Authority with respect to the operation and management of the Land Authority;
- (g) may from time to time instruct or delegate the Land Authority to prepare and recommend Land Laws that would require enactment;
- (h) will be responsible for enacting all Land Laws, pursuant to Section 6 of the *OCN Land Code* and Council shall participate in any community meeting approval process requiring their attendance;
- (i) upon recommendation from Finance and Administration Committee, Chief and Council will give final approval for the Land Authority and Lands Department budget, pursuant Section 19.10 of the *OCN Land Code*;
- (j) will make available to the Members an audit report and information regarding land activities, at Council's annual community meeting;
- (k) approve any amendments to this Land Law through a Resolution and such approval will be by an absolute majority of Council;

for purposes of this Land Law, it shall be understood that the rights and powers of the Chief and Council, shall be exercised through an absolute majority of Chief and Council, acting in and through a meeting, as set out and governed by the *Indian Band Council Procedure Regulations*, C.R.C. 1978, c.950, and not as individual members of Chief and Council.

6. Board of Directors

Operation

6.1 The operations of the Land Authority shall be managed by a Board of Directors.

Composition

6.2 The Board of Directors of the Land Authority will comprise of:

- (a) two (2) members of Council appointed in accordance Section with 5.1(a) of this Land Law;

- (b) four (4) Directors elected in accordance with the Land Authority Election Regulations;
- (c) an elder appointed in accordance with Section 5.1(a) of this Land Law and will sit on the Land Authority as an ex-officio member.

and pursuant to Section 25.2 of the *OCN Land Code* , the Land Authority Directors shall be determined by a Land Law for Establishing the Land Authority. The Directors must be a voting Member of OCN and the majority of the Land Authority Directors must reside on OCN Lands.

Term

6.3 The term of office of the Board of Directors shall be:

- (a) voting Directors appointed by Chief and Council, shall be for a term not exceeding the term of the office in which they are sitting as Council members; and
- (b) voting elected Directors shall be for a term of four (4) years;
- (c) the elder shall sit as an ex-officio member for a term of four (4) years.

Vacancy

6.4 When a position for Director becomes vacant, the position may be filled through the following method:

- (a) for the Councillor appointed to the position of Director, the position shall be filled by Council appointing another Councillor to the vacant position and shall hold that office for the unexpired portion of the term;
- (b) for elected Directors, where there is a vacancy of less than (2) Directors, a by-election shall be called, if there is less than ten (10) months remaining in the term and the newly elected Director will hold the office for the unexpired portion of the term;
- (c) for elected Directors, where there is a vacancy of more than (2) Directors and there is less than ten (10) months left in the term, Chief and Council shall determine whether a by-election will be called, and any newly elected Directors through a by-election will hold office for the unexpired portion of the term.

- (d) for the elder, the position for a new elder will be by appointment from Council for a term of four (4) years.

Honorarium

- 6.5** Honorarium may be awarded to Board of Directors, upon approval from Chief and Council and subject to the availability of funds within the annual operating budget and in accordance to OCN Financial Policy.

Travel

- 6.6** The Director who has been elected and living off OCN Lands; may be entitled to travel costs to attend Land Authority meetings provided that additional specific funding for off-reserve Director's travel expenses are funded by the Government of Canada.

Eligibility to sit

- 6.7** Pursuant to the *OCN Land Code*, to be eligible to sit as a Director of the Land Authority the members must:
 - (a) have no more than two (2) members from the same immediate family (parent, sister, brother, child, custom adopted or spouse);
 - (b) not be an employee of the Lands Department, Band Development Authority, Gaming or Membership Departments;
 - (c) not have been convicted of an offence that was prosecuted by way of indictment;
 - (d) have no claims filed for bankruptcy or be under the supervision of a trustee in bankruptcy;
 - (e) be bondable;
 - (f) not have been convicted of a corrupt or fraudulent practice in connection with an election, including accepting a bribe, dishonesty or wrongful conduct.

Stepping down as Director

- 6.8** In the event of a Chief and Council election, an elected Director, has been declared as Chief or Councillor, that Director pursuant to Section 19.1 (e) of this Land Law will have ceased their position as Director.

Declaration of
Acceptance

- 6.9** Upon being nominated as a candidate, each nominee shall sign a declaration of acceptance form in which they swear that they meet the requirements set out in Section 6.7 of this Land Law. If a declaration of acceptance is not signed by the candidate, their name will not be placed on the ballot for voting purposes during the election process.

7. Election of Land Authority

Regulations

- 7.1** The Chief and Council shall adopt regulations for procedures for holding an election or by-election for the Directors of the Board for the Land Authority and those regulations shall consist of:

- (a) appointment of electoral officer and deputies;
- (b) process prior to and during nomination meeting;
- (c) reports from the nomination meeting;
- (d) process for mail out ballots; and/or advance polling station;
- (e) process for election day and counting of votes;
- (f) declaration of elected Directors;
- (g) reports from the election;
- (h) appeal process;
- (i) by-election process; and
- (j) amendment process.

Eligible Members

- 7.2** To be eligible to participate in the election process for the Land Authority Directors, a Member must be of the full age of eighteen (18) and must be a registered Member of OCN, on or before the date in which either the nomination meeting and/or election are to be held.

Requirement for Candidates

- 7.3** To be eligible as a candidate during the election process, a nominee must comply with Section 6.7 of this Land Law.

First Term of Office

- 7.4** The first term of office for the Land Authority elected Directors shall commence on or about June 1, 2003.

Oath of Office

- 7.5** The eligible Member elected or appointed to the Board, shall, before assuming the duties of the office, make an affidavit of qualification and take the oath of office in a form to be prescribed by Chief and Council.

8. Duties of the Board of Directors

Duties

- 8.1** The Board, shall, through its Directors and employees, be responsible for the overall administration and maintenance of the Land Authority and without restricting the generality of the foregoing, shall be responsible specifically to:
- (a) administer and manage OCN Lands in accordance with the terms and conditions of the *OCN Land Code*;
 - (b) assist with the development and implementation of the land administration system;
 - (c) advise Chief and Council and its staff on matters respecting OCN Lands;
 - (d) develop and maintain a Lands Registry System to organize and record Interests and Licenses in OCN Lands and ensure that duplicate instruments are forwarded to the First Nation Lands Registry in Ottawa;
 - (e) develop, consult with Members and recommend Land Laws, as may be directed by Chief and Council, the Members, or as required by circumstances;

- (f) establish mandatory standards, criteria and forms for Interests and Licenses in OCN Lands and receive approval of those standards from Council;
- (g) approve and recommend to Council models of new leases, permits, licences, agreements, forms and precedents, and such other records and procedures as may be required;
- (h) maintain a register for all Land Laws, etc. with the assistance of the Lands Department staff;
- (i) develop operating procedures and policies for the Land Authority regarding the administration of lands;
- (j) ratify and adopt pre-existing administrative, personnel, financial and other policies and operating procedures;
- (k) develop, approve and recommend annual capital and operating budgets to the Finance and Administration Committee for review, to be forwarded to Chief and Council for final approval;
- (l) spend money, and acquire and dispose of, and manage all forms of personal or real property, as set out in budgets approved by the Land Authority;
- (m) borrow money upon the approval of Chief and Council and recommendation of the Finance and Administration Committee;
- (n) receive, review, approve and provide to Council and Members an annual report on the activities and finances of the Land Authority;
- (o) supervise and monitor properties, programs and policies, and if deemed necessary, enforce policies or regulations in accordance with the policies of the Opaskwayak Cree Nation;
- (p) approve, allocate, and administer permits, leases and licenses;
- (q) to execute permits, leases and licenses which Chief and Council has by Resolution, delegated to the Land Authority to execute on behalf of Chief and Council;

- (r) participate in the hiring of the Land Authority staff and other contract positions as it deems necessary and will be in accordance with the Land Authority's Personnel Policy;
- (s) may from time to time assist in the dispute mechanisms pursuant to *OCN Land Code* where required;
- (t) this Land Law and the normal operating procedures and policies of the Land Authority, the Board may consult and maintain communication with the Members of OCN, receive and respond to requests of Members of OCN with respect to the maintenance, operation, administration of the Land Authority;
- (u) oversee community approval processes of enacting a Land Law which requires community approval.

Delegation Signing Authority

8.2 Upon the enactment of the Land Law for Governing the Use and Occupancy of OCN Lands, Chief and Council may delegate the authority of executing certain land transactions to the Land Authority or the Land Manager who will be the representative acting on behalf of Opaskwayak Cree Nation Chief and Council. These land transactions may include leases, permits, licences and agreements for a specific length of time or specific terms and conditions.

Execution of Transactions

8.3 Upon approval of granting an Interest or License in OCN Lands, the Land Authority and its staff shall ensure that the land transaction is executed by the approved signing authorities.

9. Meetings

Initial Meeting

- 9.1** At the initial meeting after the election of the Land Authority, the Board of Directors shall:
- (a) select from its Directors , a Chairperson and a Vice-Chairperson; and
 - (b) designate signing authority for specified and general purposes, including financial, banking matters, issuance and execution of specific land transactions.

Regular Meetings

- 9.2** The Land Authority will meet once a month, a minimum of twelve (12) regular meetings in a one (1) year period.

Notice of Meetings

- 9.3** Prior to holding a regular meeting, at least twenty-five (24) hours notice shall be given to the Directors informing them of the place, time and date of the meeting. Notice may be given by mail, fax or phone whichever method is acceptable to the Board of Directors.

Special Meetings

- 9.4** If a special meeting of the Land Authority is called, the Directors shall receive notice, at least one (1) day prior to the meeting stating the time, date, place and purpose of the special meeting. At a special meeting, no other matter shall be dealt with, except that purpose specified.

Decision at a
Special meeting

- 9.5** A decision, motion, or resolution of a special meeting of the Board may be subject to confirmation or rejection at a regular Board meeting.

Annual Meeting

- 9.6** In addition to the regular and special meetings, the Land Authority shall hold an annual meeting for the purpose of reviewing and passing the annual report, and may do so in conjunction with OCN's annual meeting.

Quorum

- 9.7** The quorum to hold a meeting will be a minimum of three (3) Board of Directors in attendance.

Waiver

- 9.8** Notwithstanding any of the above, a quorum of the Land Authority, may by motion, waive any technical defect or invalidity of notice or procedure.

Conduct Meeting

- 9.9** The Land Authority will make rules for the procedure for holding Land Authority meetings. These procedures will be consistent with those established by Chief and Council.

10. Chairperson

Chairperson

- 10.1** The Land Authority Chairperson shall preside over the meeting and shall not vote unless there is a tie, then the Chairperson may cast a vote.

Vice-Chairperson

- 10.2** In the absence of the Chairperson at a Land Authority meeting the Vice-Chairperson shall act as Chair.

Alternate Chairman

- 10.3** If only three (3) Board of Directors are in attendance at a meeting, the Board may appoint a staff member as Chairperson. This would allow for a quorum to proceed with the Board meeting. The alternate Chairperson will not be able to cast a vote.

11. Portfolios

Assign Portfolios

- 11.1** In order to further the effective management of the Land Authority and to maximize the efficient use of time and resources, the Land Authority is authorized to assign portfolios to individual Land Authority Directors with respect to different aspects of the operations and mandate.

12. Committees

Create Committees

- 12.1** The Land Authority is authorized to create committees, to negotiate on behalf of the Land Authority to undertake specific tasks, or to provide assistance and advice upon specific aspects of the Land Authority, its services, programs and mandates.

Term of
Committee

12.2 Committees may be created by the Land Authority for such duration, including permanent or standing committees, and with such mandates or duties as the Land Authority sees fit.

Chair of
Committee

12.3 The Chairperson of the committee shall be one of the Directors of the Land Authority and will make reports to the Land Authority upon request.

Members of
Committee

12.4 Committee members shall be appointed by the Land Authority. The members of any committee shall be chosen from the OCN Members who are 18 years of age or older. The Land Authority shall determine the amount of members and constitution of committee.

Procedures

12.5 The Land Authority shall have the right to determine the operating procedures of the committee, including whether the committee operates by vote of committee members, or by decision of the committee Chairperson.

Honorarium

12.6 Committee members may from time to time be entitled to honorarium depending on the terms of reference for that committee and depending on availability of funds.

13. Annual Report

Annual Report

13.1 The Land Authority shall prepare an annual report pursuant to Sections 22.1 and 22.2 of the *OCN Land Code*, and the report will be made available to Chief and Council for presentation at a community meeting, upon request.

14. Auditors Report

Retain Auditor

- 14.1** The Chief and Council shall retain an auditor each year to prepare an audited financial statement of the Land Authority, a copy to be presented to Chief and Council and made available to OCN Members at a community meeting.

Auditors Report

- 14.2** Pursuant to Section 21.5 of the *OCN Land Code*, the auditor shall, within 120 days after the end of OCN's fiscal year, prepare and submit to Chief and Council, a report on OCN's Land Authority financial statement, stating whether, in the opinion of the auditor, the financial statement presents fairly the financial position of Opaskwayak Cree Nation.

Report to Members

- 14.3** Pursuant to Section 21.7 of the *OCN Land Code*, the Chief and Council along with the Chairperson of the Land Authority shall present or make available, the auditor's report to the Members.

Time frames

- 14.4** Upon Chief and Council approval of the audit the Land Authority shall make every effort to conform with the time frame set in accordance with Sections 14.2 and 14.3 of this Land Law.

15. Annual Budget

Prepare Budget

- 15.1** The Land Authority shall prepare and draft the annual Lands budget prior to February 15, of each fiscal year. The Land Authority shall submit the budget for approval and recommendation to the OCN Finance and Administration Committee.

Finance and Administration
Committee

15.2 The Finance and Administration Committee shall review and recommend the Lands annual budget to Chief and Council no later than February 28 for review and/or approval.

If no Budget

15.3 If Chief and Council has not adopted a Land budget for a fiscal year prior to the beginning of that fiscal year, the land budget and any supplementary land budget of the previous fiscal year will apply until a new Land budget is adopted.

Supplementary
Budget

15.4 If the Land Authority and Chief and Council deems it necessary, it may, in the course of the fiscal year, adopt supplementary budgets for that fiscal year.

16. Policies and Procedures

Policies and
Procedures

16.1 The Land Authority, subject to this Land Law, may from time to time approve and enact, adopt or incorporate, amend and revise written policies and procedures, or a policy manual or manuals, for the governance and administration of every aspect of the Land Authority, which shall be binding subject to further motion of the Board of Directors, and copies of which shall be kept separate by the Lands Manager and recorded in minute and motion records.

17. Conflict of Interest

Guidelines

17.1 The Land Authority may determine conflict of interest guidelines and requirements in accordance with the following principles:

- (a) Employees - Land Authority employees shall not be eligible to be a Director of the Board;
- (b) Disclosure of a Conflict of Interest - may include, but not limited to issues, arising directly or indirectly, actual or potential interest, obligations, assets, or business, either directly on their own behalf or indirectly through a spouse, business associate, or family member (including parents, children, grandparents, grandchildren and siblings) which may conflict with the Directors obligations and duties to the Land Authority, hereinafter known as an actual or potential "Conflict of Interest", at the time of their becoming aware of it.

Therefore all Directors shall disclose at the meeting, prior to addressing the issue, that he may have a conflict of interest and the disclosure will be noted in the minutes and the Director in conflict shall not participate or vote and shall abstain from any discussions where a disclosure was noted.

- (c) Failure to Disclose: - a Director who knowingly fails to disclose such a conflict of interest may be subject to penalties as the Land Authority may find to be appropriate, which may include the suspension of the Director, or the removal and termination from the Board in accordance with Section 18 of this Land Law;
- (d) Outside Disclosure - any other person or party may, in writing, notify the Land Authority of an actual or potential conflict of interest of any Director;
- (e) Board Review - on receiving notice in writing or verbal of an actual or potential conflict of interest, the Land Authority shall:
 - (i) review the matter and determine whether a conflict of interest exists;
 - (ii) advise the affected Director of such decision; and
 - (iii) with regard to a conflict of interest may take such measures as they deem necessary to safeguard the interests of the Land Authority;

- (f) Quorum - where by reason of an exclusion due to conflict of interest the number of Directors remaining would not constitute a quorum, then the matter under consideration shall be tabled until such time as sufficient number of Directors are present without conflict of interest to constitute a quorum or the issue can be presented to Chief and Council.
- (g) Appeal - Chief and Council shall establish and designate an Appeal Panel which may hear the issue if:
 - (i) the Board is unable to determine whether or not a conflict of interest exists,
 - (ii) there is no quorum of the Board able to render a decision; or
 - (iii) a Director is not satisfied with the determination of the Board;

Upon reviewing the issue, the Appeal Panel shall make their discussion and their decision shall be final and binding as to the conflict of interest. The Chief and Council, Land Authority Board and the Director will be informed of the Appeal Panel's ruling.

18. Discipline and Suspension of the Board

Procedures

- 18.1** The Chief and Council may discipline or suspend any of the Land Authority Board of Directors for cause in accordance with the following procedures:
- (a) a complaint may be made in writing to Council by any Director or any person, with respect to the conduct, actions or statement of a Director;
 - (b) Council may request that the Board or an Appeal Panel review the complaint and make recommendations to Council on the validity and seriousness of the complaint;
 - (c) where such complaint is made, a copy of the complaint and any background material shall be provided to each Director and/or Appeal Panel member;

- (d) the Board or an Appeal Panel shall review the complaint, and any supporting evidence or testimony, at a special meeting called for that purpose;
- (e) the Director who is the subject of the complaint may attend the meeting to reply to the complaint and any evidence or testimony in support of the complaint, and may put forward supporting evidence or testimony in his favour;
- (f) the Board or an Appeal Panel shall then determine whether to discipline or suspend the Director who is the subject of the complaint, and shall make recommendation to Chief and Council of the findings;
- (g) the Chief and Council shall review the recommendations and may further determine the type and length of discipline or suspension to be imposed in accordance with Section 18.2 of this Land Law;
- (h) the Director who is the subject of the complaint shall be notified in writing of the particulars of any discipline or suspension imposed;
- (i) the Director, if not in agreement with the disciplinary action, may request to appeal the decision within seven (7) days of receiving notice;
- (j) the Council may hear the Director's appeal and a hearing shall be called for the Director to present his case;
- (k) upon Council hearing an appeal from the Director, Council shall make a final decision on the issue; and
- (l) the Director will be notified of Council's decision in writing.

Discipline Measures

18.2 Discipline of a Director may include the following measures:

- (a) the disciplinarian shall provide a formal reprimand and/or warning to the Director which will be record in the minutes;
- (b) removal, permanently or temporarily, from the Board;

- (c) removal, permanently or temporarily, from an assigned portfolio of the Land Authority;
- (d) removal or suspension from a regular Board meeting or meetings for a specified period not to exceed six (6) months;
- (e) suspension of voting rights, on the Board, for a specified period not to exceed six (6) months;
- (f) a suspension or restriction, for a specified period, of specified rights and privileges normally accorded to a Director for a period not to exceed six (6) months;
- (g) a forfeiture, reduction or adjustment in honorarium normally payable.

Suspensions

18.3 Suspension shall mean complete suspension of all rights and privileges as a Director of the Board, including rights to attend meetings, rights to vote, rights to documents, records and information, and rights to payments or honorarium for the period under suspension for a maximum period of six (6) months, but shall have all rights of access to information or to attend meetings as an OCN Member.

Automatic Suspension

18.4 Notwithstanding any other provision in this Land Law, any Board of Director charged with an indictable criminal offence involving drugs, sexual abuse or fraud, shall be suspended automatically, until such time as the outstanding charges have been resolved.

19. Termination of Directors

Ceased to be Director

19.1 A Director shall be deemed to have ceased their position upon:

- (a) death;
- (b) failing to attend three (3) or more consecutive meetings without a valid reason;

- (c) becoming an employee of the Lands Department, Band Development Authority, Gaming or Membership;
- (d) resignation in writing;
- (e) a Director becoming an elected member of Chief or Council;
- (f) conviction of any indictable criminal offence; or
- (g) dismissal or termination of a Director for just cause including but not restricted to: "Dereliction of Duty", "Disclosure of Confidential Information", "Acting in a Conflict of Interest", or other activity and dismissal proceedings will be in accordance with the following procedure:
 - i) in the case of dismissal for "just cause", the Director shall receive a notice in writing, of the complaint and a hearing date;
 - ii) at the hearing date, the Council shall hold a hearing, in accordance with principles of fairness and natural justice, where it may receive and consider evidence, testimony, documents and materials with respect to the charges;
 - iii) at the hearing the Director shall be allowed to attend, respond to charges and evidence, and bring evidence or materials forward in his defense;
 - iv) after due consideration in the hearing, the Council shall vote by way of secret ballot on the question of the dismissal of the Director;
 - v) the result of the vote shall be entered into the minutes, and shall be provided to the Director by notice in writing and if the vote determines there is just cause, the Director shall be deemed to be dismissed and their position vacant;
 - vi) there shall be no appeal from a decision of Chief and Council with regards to the termination of a Director, the decision shall be binding.

Vacancy

19.2 Upon termination of a Director, Council shall declare a vacancy exists and Section 6.4 of this Land Law will apply.

20. Duties of the BDA Coordinator

Duties

20.1 The duties of the BDA Coordinator, is to act as one of the senior managers within OCN. The responsibilities under the Land Authority will:

- (a) work with the Land Authority and the Lands Manager to supervise and oversee that Land Laws are developed and recommended for enactment;
- (b) make recommendations to the Land Authority to ratify such policies and procedures which are currently in place that may affect the Land Authority or its staff;
- (c) monitor that Land Laws, Resolutions, policies and procedures which are ratified or enacted, are complied with by Land Staff;
- (d) act as a liaison to Chief and Council;
- (e) assist the Land Manager in negotiations between external agencies on outstanding issues, as outlined in the *Individual Transfer Agreement* annexes;
- (f) act as a liaison between other senior managers within OCN and forward information to the Land Manager as issues arise relating to lands;
- (g) monitor transfer payments from the Federal Government as per *Individual Transfer Agreement* and separate agreements made under negotiations;
- (h) assist with the development of the annual Land Authority and Land budgets;
- (i) assist with management decisions relating to staff; and

- (j) perform other duties assigned by the Land Authority or Chief and Council may, from time to time, direct.

21. Duties of the Land Manager

Duties

21.1 The duties of the Land Manager, shall be the day to day administration and operations of the Land Authority. The duties of the Land Manager shall:

- (a) work with the Land Authority to establish and achieve the Land Authority's goals, objectives and priorities;
- (b) ensure effective, smooth operation of the Land Authority that is in harmony with the vision, mission and philosophy of the *OCN Land Code*;
- (c) develop an annual operating plan and strategies which will include short and long range goals and objectives for all aspects of the Land Authority;
- (d) create and document office or administrative policies and procedures, and review administrative policies and procedures from time to time as required;
- (e) prioritize and delegate duties where necessary, so as to ensure effective operation and management of the Land Authority and the reasonable and timely implementation of all of the Land Manager's obligations;
- (f) attend Land Authority meetings in their entirety and if unable to attend delegate another staff member to attend;
- (g) report regularly to the Land Authority and provide information as requested to Council and OCN Members;
- (h) assist in the drafting and consultation process in Land Law development;
- (i) ensure compliance and implementation of any Land Law, Resolution, policy and/or operating procedures;

- (j) assist in developing and preparing the Land Authority's annual operating and capital budgets;
- (k) manage the Land Authority's approved annual operating budgets;
- (l) monitor and report to the Land Authority regarding the operations, activities, programs, services, projects, financial status, and financial activities of the Land Authority;
- (m) be responsible for signing "Application for Registration Form" to be sent to Registry;
- (n) upon appointment, by Resolution of Chief and Council, execute certain leases, permits, or licenses on behalf of OCN;
- (o) upon a traditional interest claim, the Land Manager may assist the OCN Member in the preparation and filing of a written claim;
- (p) attend meetings with entities and departments of OCN along with the BDA Coordinator to ensure the entities and departments are educated and are in compliance with *OCN Land Code* and Land Laws;
- (q) ensure compliance with agreements or arrangements between outside third parties and the Land Authority;
- (r) assist in hiring of Land Authority employees, in accordance with the OCN Land Authority Personnel Policy;
- (s) supervise and evaluate employees, and where appropriate, to undertake disciplinary actions with respect to all employees, in accordance with Land Authority and OCN personnel policies and in accordance with applicable labour legislation or regulations;
- (t) establish and maintain close liaison with external organizations related to the operation of the Land Authority as may be required or desirable from time to time;
- (u) promote community relations, including community meetings, regular contacts with Members, with radio and print media, via press releases, press kits, phone contacts, contributions or promotional activities to develop and maintain a high public profile and positive image for the Land Authority, in consultation with the Land Authority;

- (v) enter into negotiations and contracts with outside third parties, in accordance with terms of policies or budgets, or as approved by Council, or otherwise in accordance with the *OCN Land Code* to facilitate promotion, maintenance, operation or administration of the Land Authority;
- (w) attend meetings, as may be required from time to time, with the Land Advisory Board, the National Lands Association and the Manitoba Uske as a technical representative from OCN Lands; and
- (x) perform other related duties assigned by the Land Authority or Chief and Council, may from time to time, direct.

22. Other Employees

Positions

22.1 From time to time, the Land Authority may create other employment positions, as required. Where such additional employment positions are created, the Land Authority shall adopt terms of reference for the position, which shall include designating supervising positions, reporting requirements, and job descriptions, and shall be provided to the prospective employee.

Precedence

22.2 Where there is a conflict between duties or responsibilities provided for in this or any Land Law or Resolution and provided in a job description, this Land Law shall take precedence, save only that duties or responsibilities not found in this Land Law, but not otherwise in conflict, shall be considered additional obligations.

Existing Positions

22.3 For greater certainty, this Land Authority shall initially incorporate the existing positions, employees, job descriptions, terms of reference and remuneration, and reporting requirements as currently exist or as existed in the BDA Lands Department immediately prior to the enactment of this Land Law.

23. Protection of Director

Liability Protection

23.1 No Board of Director of the Land Authority shall be liable:

- (a) for the act, omissions or negligence of the Directors in the performance of their obligations and duties as Directors which occurred before they became a Director or which occurred after they ceased to be a Director or during service;
- (b) for joining in any receipt or act for conformity;
- (c) for any loss, damage or expense happening to the Land Authority through the insufficiency or deficiency of title to any property acquired, administered or registered with the Land Authority ;
- (d) for the insufficiency or deficiency of any security upon which any of the monies of the Land Authority are placed or invested;
- (e) for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person, firm or corporation, including any firm, person or corporation with which any monies, securities or effects shall be deposited or lodged;
- (f) for any loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with any monies, securities or other assets belonging to the Land Authority; and
- (g) for any other loss, damage or misfortune whatsoever; and

unless the above shall happen by their failure to exercise the powers and to discharge the duties of their office of trust honestly, in good faith and in the best interests of the Land Authority, and to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Indemnified

23.2 Subject to the provisions of this Land Law and within the limits of the coverage of insurance referred to herein, every Director, their heirs, executors, administrators, other legal personal representatives, and persons acting on the instruction of the Land Authority shall be indemnified by the Land Authority for:

- (a) any liabilities, costs, charges and expenses that they sustain or incur in respect of any action, suit or proceeding that is proposed or commenced against them in respect of the bona fide execution of the duties of their office; and
- (b) all other charges and expenses which they sustain or incur in respect of the affairs of the Land Authority, as approved by the Land Authority;

unless the above shall happen by their failure to exercise the powers and to discharge the duties of their office of trust honestly, in good faith and in the best interests of the Land Authority, and to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

24. Insurance

Purchase of
Insurance

24.1 The Land Authority may purchase insurance, which may include primary coverage for the Land Authority, its Board of Directors, Land Manager, employees, facilities and equipment:

- (a) the Land Authority shall purchase insurance for motor vehicles owned by the Land Authority, or shall require insurance for motor vehicles owned by third parties, from the Manitoba Public Insurance Corporation and said insurance shall provide for not less than One Million (\$1,000,000.00) Dollars coverage per incident for personal injuries, death and dismemberment; and
- (b) the Land Authority may require professionals and contractors to maintain adequate insurance coverage through their professional or other associations.

25. Application

Shall Govern

25.1 This Land Law shall govern and apply to the operation and administration of the Land Authority and its Board of Directors, Land Manager, officers, employees, programs, services, operations and properties.

26. Incorporation by Reference

Inconsistent

26.1 Insofar as they are not consistent with this Land Law; policies or procedures developed, implemented or enacted pursuant to this Land Law, or any other Land Laws, Resolutions, regulations or policies of the Opaskwayak Cree Nation, relating or applicable to the operation, maintenance, administration of, or delivery of programs and services by the Land Authority, are hereby incorporated as part of this Land Law and may be enforced as part of this Land Law.

27. Severability

Jurisdiction

27.1 In the event that a court of competent jurisdiction or other body with jurisdiction determines that any provision herein is unlawful or beyond the jurisdiction of the Council and/or the Government of Canada, said provision shall be severable from this Land Law and the remainder of the terms of this Land Law or any other Land Laws mentioned in the preamble and any regulations, policies and procedures thereunder or future Land Laws, shall remain in full force and effect.

28. Amendments and Enactments

Requirements


28.1 A recommendation from the Land Authority or Chief and Council, shall be required, before an amendment can be made to this Land Law. Chief and Council may upon consultation through public meetings with the Members, amend or enact further Land Laws within the jurisdiction of Council.

Resolution


28.2 If any section of this Land Law requires amendment, that amendment will be made through a Resolution which stipulates the section of this Land Law that is being amended. A notice shall be provided to the community through the local newsletter "Natotawin", or other means that Chief and Council deem appropriate.

Opaskwayak Cree Nation Land Law for Establishing a Land Authority

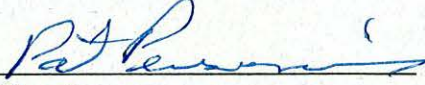
DONE AND PASSED by Board of Directors of the Interim Land Authority at a meeting 7th this day of March, A.D. 2003.



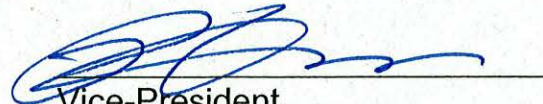
President



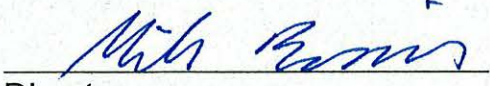
Secretary-Treasurer




Director



Vice-President

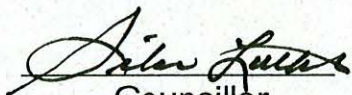


Director

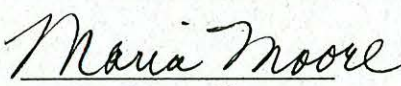


Witness


APPROVED AND ENACTED by Chief and Council of Opaskwayak Cree Nation assembled this 10th day of MARCH, A.D. 2003.




Councillor




Councillor



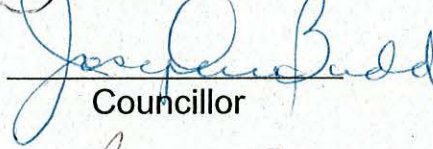
Councillor



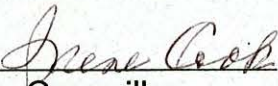
Councillor



Chief



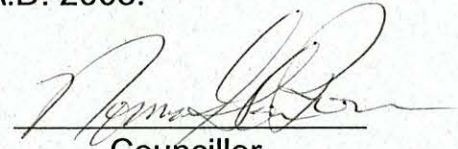
Councillor



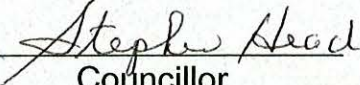
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Councillor



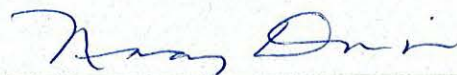
Councillor



Councillor



Councillor



Witness to Chief and Councillor Signatures

A MAJORITY OF COUNCIL FOR ENACTING OPASKWAYAK CREE NATION LAND LAW CONSISTS OF SEVEN(7) MEMBERS