

CERTIFICATE

I, Barrie Robb, do hereby certify as superintendent pursuant to section 86 of the Indian Act R.S.C., that the attached copy marked "CERTIFIED TRUE COPY" is a true copy of the Siksika Nation's Revenue Account By-law No. 2003-02 duly signed by the council of the Siksika Nation on the 24th day of November 2003.

Signed at Edmonton, Alberta

this 24 day of February, 2004.



Regional Director General

Indian and Northern Affairs Canada

Edmonton, Alberta

Minister of Indian Affairs
and Northern Development



Ministre des Affaires
indiennes et du Nord canadien

Ottawa, Canada K1A 0H4

I, the Minister of Indian Affairs and Northern Development, HEREBY APPROVE, pursuant to section 83 of the *Indian Act*, the following by-law made by the Siksika Nation, in the Province of Alberta, at a meeting held on the 24th day of November 2003.

- **Siksika Nation**
Revenue Account By-law No. 2003-02

A handwritten signature in black ink, appearing to read "Robert [unclear]".

Dated at Ottawa, Ontario this ^{10th} day of *December*, 2003.

Canada¹³¹³

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SIKSIKA NATION REVENUE ACCOUNT BY-LAW NO. 2003-02

THIS IS A BY-LAW FOR THE EXPENDITURE OF NET ANNUAL INCOME DUE AND PAYABLE TO THE SIKSIKA
NATION FROM THE SIKSIKA TRUST

PREAMBLE

WHEREAS the Siksika Nation and Her Majesty the Queen in Right of Canada entered into the Siksika Acreage Discrepancy (Surface) Claim Settlement Agreement dated for reference the 10th day of December, 2002 (the "Settlement Agreement") whereby the Siksika Nation will receive Compensation of seventy-three million five hundred thousand dollars (\$73,500,000) and Interest of up to seven million four hundred twenty-five thousand dollars (\$7,425,000), for a total of up to eighty million nine hundred twenty-five thousand dollars (\$80,925,000);

AND WHEREAS, pursuant to the Settlement Agreement, the Siksika Nation and The Bank of Nova Scotia Trust Company entered into a Trust Agreement dated for reference the 10th day of December, 2002 (the "Trust Agreement") establishing the Siksika Trust to provide for the management, protection and investment of the Compensation and Interest and for the payment of Net Annual Income to the Siksika Nation;

AND WHEREAS the Siksika Nation Financial Administration Code was enacted by the Siksika Nation for the administration of Siksika Nation funds;

AND WHEREAS Section 83(1) of the *Indian Act*, R.S.C. 1985, c. I-5, provides that the council of a band may, subject to the approval of the Minister of Indian Affairs and Northern Development, make by-laws for the "appropriation and expenditure of moneys of the band to defray band expenses" and in relation to "any matter arising out of or ancillary to the exercise of powers under this section";

AND WHEREAS the Council wishes that expenditures of Net Annual Income due and

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payable to the Siksika Nation from the Siksika Trust be made in accordance with the Trust Agreement, this By-law and the Siksika Nation Financial Administration Code;

NOW THEREFORE the Council enacts this By-law to govern the investment, management and expenditure of Net Annual Income due and payable to the Siksika Nation from the Siksika Trust for the long term benefit of current and future Members of the Siksika Nation in accordance with the provisions of this By-law, the Trust Agreement, and the Siksika Nation Financial Administration Code.

SECTION 1 – PURPOSE OF BY-LAW

1.1 The purpose of this By-law is to govern the investment, management and expenditure of Net Annual Income paid to the Siksika Revenue Account from the Siksika Trust for the long term benefit of current and future Members of the Siksika Nation.

SECTION 2 – DEFINITIONS

2.1 This By-law may be cited for all purposes as the Siksika Revenue Account By-law (the “By-law”).

2.2 Unless otherwise stated, words in this By-law shall have the same meaning as words defined in the Trust Agreement and the Siksika Nation Financial Administration Code unless the context is inconsistent therewith. In the event of any inconsistency, the terms of this By-law shall prevail.

2.3 In this By-Law:

“Accounts Income” means Net Annual Income from the Siksika Trust minus Re-investment Income;

“Chief Financial Officer” means the Corporate Services Senior Manager of the Siksika Nation or such other person appointed by Chief and Council from time to time with responsibility to manage the financial affairs of the Siksika Nation;

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“Re-Investment Income” means thirty percent (30%) of Net Annual Income;

“Siksika entity” means a corporation, department, branch, agency, board, tribunal, commission, committee, society or other administrative division or unit of, or owned or controlled by, the Siksika Nation; and

“Treasury Board” means the “Board” as defined in the Siksika Nation Financial Administration Code or such other board of the Siksika Nation responsible from time to time for fulfilling the functions of the Treasury Board existing as of the date of this By-law.

SECTION 3 – ESTABLISHMENT AND PURPOSE OF ACCOUNTS

- 3.1 Pursuant to the Trust Agreement, the Council shall establish the Siksika Revenue Account in a Financial Institution situated on an Indian reserve, and such account shall be governed by the Council in accordance with this By-law and the Siksika Nation Financial Administration Code.
- 3.2 In addition to the Siksika Revenue Account, the Council shall cause to be established a Community Account, an Economic Development Account and a Claims Account (the “Accounts”), each to be situated in a Financial Institution on an Indian reserve and to be administered in accordance with this By-law and the Siksika Nation Financial Administration Code.
- 3.3 Any funds deposited to the Community Account may be invested or expended in accordance with this By-Law for the use and benefit of the Siksika Nation for public services, infrastructure, capital (including the acquisition of lands for the use and benefit of the Siksika Nation), and per capita distributions.
- 3.4 Any funds deposited to the Economic Development Account may be invested or expended in accordance with this By-Law to promote economic development and job creation for Siksika Members through investment in businesses, joint ventures, and other profitable enterprises, including the acquisition of land, by the Siksika

Nation or by Siksika Members, corporations or others approved by the Siksika Nation. Where investments are made and assets acquired are held by or for the benefit of the Siksika Nation, any income derived from such investments and assets shall be deposited to the Economic Development Account for re-investment by the Siksika Nation.

- 3.5 Any funds deposited to the Claims Account may be invested or expended in accordance with this By-law to conduct research, file claims and commence legal action if necessary, and enter into negotiations with the Government of Canada, the Government of Alberta and any other necessary parties to seek redress for past grievances and to advance and protect aboriginal and treaty rights of the Siksika Nation.

SECTION 4 – DEPOSIT AND TRANSFER OF TRUST INCOME

- 4.1 In accordance with the Trust Agreement, the Trustee shall, on behalf of the Siksika Nation:
- (a) pay all Authorized Expenses and Authorized Loan Payments from Annual Income directly from the Trust Account, and
 - (b) deposit the balance for each Fiscal Year into the Siksika Revenue Account on or before December 31 of each Fiscal Year or as soon as practicable thereafter.
- 4.2 On January 1 of each Fiscal Year or as soon as practicable thereafter, this By-law authorizes and directs the Chief Financial Officer, on behalf of the Siksika Nation, to:
- (a) transfer the Re-investment Income to the Trust Account in accordance with sections 5.4 and 5.5 of the Trust Agreement;
 - (b) transfer to the Community Account fifty percent (50%) of the Accounts

Income minus any Authorized Loan Payments made from the Trust Account on behalf of the Community Account;

- (c) transfer to the Economic Development Account thirty-five percent (35%) of the Accounts Income minus any Authorized Loan Payments made from the Trust Account on behalf of the Economic Development Account; and
- (d) transfer to the Claims Account fifteen percent (15%) of the Accounts Income minus any Authorized Loan Payments made from the Trust Account on behalf of the Claims Account.

SECTION 5 – APPROVAL OF ANNUAL BUDGETS AND LOANS

5.1 The Treasury Board in preparation for the annual budget process shall be responsible each year for:

- (a) obtaining Council's objectives and priorities, and reviewing all proposals submitted by Council, Siksika entities, Members, or other proponents regarding the proposed expenditure of funds from the Community Account, the Economic Development Account and the Claims Account for the upcoming Fiscal Year, or the securing of loans against those portions of the Accounts Income to be deposited in the Community Account, the Economic Development Account and the Claims Account respectively;
- (b) consulting with the departments within the Siksika Tribal Administration to prepare and present for approval by Council a draft budget setting forth the Treasury Board's recommendations on how funds from the Community Account, the Economic Development Account and the Claims Account should be spent in the upcoming Fiscal Year to meet Council's objectives and priorities;
- (c) upon obtaining Council's approval of the draft budget, consulting with the Members of the Siksika Nation regarding the draft budget; and

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(d) after consultations with the Members regarding the draft budget, identifying priorities and making final recommendations for decision by Council for the expenditure of those funds in the following Fiscal Year.

5.2 Upon the recommendation of Treasury Board, the Council may, by Council Resolution, approve an Authorized Loan and direct the deposit of loan funds to the Community Account, the Economic Development Account or the Claims Account, provided that no more than each Account's share of the Accounts Income may be:

- (a) used to secure loans authorized under each respective Account; or
- (b) applied to make Authorized Loan Payments in relation to loans authorized under each respective Account.

5.3 No moneys shall be expended from the Community Account, the Economic Development Account or the Claims Account, and no Authorized Loans shall be secured against those portions of the Accounts Income to be deposited in the Community Account, the Economic Development Account or the Claims Account respectively, without a prior recommendation from the Treasury Board and approval by Council.

5.4 If Council does not approve a recommendation of the Treasury Board made pursuant to Section 5.1, the recommendation shall be referred back to the Treasury Board with Council's directions for further consideration and recommendation, provided that, if a recommendation satisfactory to the Council with respect to the Community Account, the Economic Development Account or the Claims Account cannot be achieved, the funds that would otherwise have been deposited to that Account for the purpose initially recommended by the Treasury Board for that Fiscal Year may be set aside and invested in the Siksika Revenue Account until a recommendation satisfactory to Council has been achieved, provided that Council may choose at any time to re-invest the funds to the Siksika Trust as Trust Capital.

SECTION 6 – MANAGEMENT AND ADMINISTRATION OF ACCOUNTS

6.1 Upon the recommendation of Treasury Board, the Council may authorize the transfer or loan of funds from the Community Account, the Economic Development Account or the Claims Account to a Siksika entity, provided that the following have been adopted by the Siksika entity and approved by Council Resolution:

- (a) policies and procedures for the administration, expenditure, grant or loan of such funds in accordance with the purposes set forth in those policies and procedures;
- (b) conflict of interest guidelines;
- (c) accountability and reporting guidelines; and
- (d) the terms and conditions of any agreement entered into with Council respecting the payment of income or profits to the Siksika Nation or the repayment of any monies loaned or transferred to the Siksika entity;

all of which shall comply with the Siksika Nation Financial Administration Code.

6.2 Funds accruing to the Community Account, the Economic Development Account or the Claims Account may be directed to service Authorized Loan Payments on loans taken to achieve the purpose of the Account, as long as the Siksika entity that received the loan was in compliance with Section 6.1 at the time the loan was incurred and the loan was approved by Council Resolution.

6.3 Where an Authorized Loan is approved and deposited to the Community Account, the Economic Development Account or the Claims Account, the Council irrevocably directs the Trustee to make Authorized Loan Payments on behalf of the Siksika Nation directly from the Trust Account, and Authorized Loan Payments shall continue to be paid from the Trust Account until the entire debt obligation is met even if the Siksika entity that received the loan should fail to comply with Section 6.1

after the loan is disbursed by the lender.

- 6.4 If a Siksika entity fails to comply with Section 6.1, the funds that would otherwise have been distributed to that Siksika entity shall be set aside and invested in the Siksika Revenue Account for a maximum period of twelve months following the date on which the Council would have made the distribution, and should that Siksika entity continue to fail to comply with Section 6.1 at the end of the twelve month period, the Council may re-invest the funds to the Siksika Trust as Trust Capital.

SECTION 7 – PROTECTION, ACCOUNTABILITY AND ENFORCEMENT

- 7.1 The Council shall not:

- (a) lend, release, distribute or advance funds held in the Siksika Revenue Account except in accordance with this By-law; or
- (b) use funds held in the Siksika Revenue Account as security or collateral for any loan, mortgage, pledge or any other charge except for the purposes of securing Authorized Loan Payments in accordance with this By-law.

- 7.2 The Chief Financial Officer shall cause the Siksika entity responsible for the Siksika Revenue Account, the Community Account, the Economic Development Account and the Claims Account to provide, within ninety (90) days of the end of each Fiscal Year, audited financial statements and annual reports to the Council and the Trustee detailing the activities and expenditures of the Accounts.

- 7.3 The financial statements and annual reports required by Section 7.2 shall be prepared in accordance with the generally accepted accounting principles of the Canadian Institute of Chartered Accountants, and audited in accordance with generally accepted auditing standards by an independent auditor who is a member in good standing of an association of auditors incorporated under the laws of the Province of Alberta and who has been appointed by Council in accordance with the Siksika Nation Financial Administration Code. The audits shall include a general

review of the adequacy of the accounting procedures and systems of control employed to operate the Siksika Revenue Account, the Community Account, the Economic Development Account and the Claims Account.

- 7.4 The Chief Financial Officer shall cause to be posted in the administrative offices of the Council, in an area to which the Members have access, copies of the audited financial statements and annual reports within fifteen (15) days of Council approving the audited financial statements, and any Member shall be entitled to receive a copy of the audited financial statements and annual reports from the Council.
- 7.5 The Chief Financial Officer shall include, in his or her annual report pursuant to this By-law, a disclosure indicating whether the Chief Financial Officer received the audited financial statements and/or annual reports for the Accounts.
- 7.6 The Council shall conduct a minimum of two (2) community information meetings with the Members in each Fiscal Year, at which the Council, Trustee and the Chief Financial Officer shall present the audits and annual reports pertaining to the Siksika Trust, the Siksika Revenue Account, the Community Account, the Economic Development Account and the Claims Account to the Members.
- 7.7 The Council, on behalf of the Siksika Nation, shall have standing to bring action against any person for the use of moneys deposited to the Siksika Revenue Account, the Community Account, the Economic Development Account or the Claims Account in a manner that is inconsistent with the purpose of that Account.
- 7.8 Any Siksika Member shall have standing to commence an action with respect to any use of moneys deposited to the Siksika Revenue Account, the Community Account, the Economic Development Account or the Claims Account in a manner which is alleged to be inconsistent with the purpose of that Account.
- 7.9 No civil proceedings lie against a member of Council or an employee of the Siksika Nation for anything done, or omitted to be done,

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- (a) during the course of the exercise or performance in good faith of such person's duties or obligations in accordance with the Trust Agreement, this By-law, the *Indian Act*, the Siksika Nation Financial Administration Code, a Council Resolution or other Siksika Nation law, or
- (b) in accordance with the opinions or advice obtained from a trustee, solicitor, auditor, valuer, investment counsellor, appraiser or other expert who is reasonably considered to be a person or persons on whom reliance may be placed with respect to the matter in issue under the circumstances.

7.10 Council and any person who, at the request of Council, is serving or shall have served as an employee, advisor, consultant, agent or subcontractor of the Siksika Nation in respect of the Siksika Trust or this By-law shall be indemnified and saved harmless by the Siksika Nation against all losses, claims, damages, liabilities, obligations, and reasonable costs and expenses (including judgments, fines, penalties, amounts paid in settlement and counsel and accountants' fees) of whatsoever kind or nature incurred by, borne by or asserted against any of such indemnified parties in any way arising from any act or omission in relation to the exercise or performance in good faith of such person's duties or obligations, unless such losses, claims, damages, liabilities, obligations, costs and expenses (including judgments, fines, penalties, amounts paid in settlement, and counsel and accountants fees) arise from the fraud, willful default or negligence of such party.

7.11 The right of indemnification set forth in Section 7.9 shall not be exclusive of any rights to which the Council or any person referred to in this section may be entitled as a matter of law or equity or which may be lawfully granted to him by agreement or a court of law.

SECTION 8 – AMENDMENTS AND REPEAL

8.1 No amendment or repeal of this By-law is valid unless initiated by Council Resolution and approved by at least sixty percent (60%) of the Electors of the

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Siksika Nation who cast ballots in a referendum vote held pursuant to any referendum by-law or regulation enacted by the Siksika Nation from time to time, provided that, for the purposes of establishing quorum under this section only, at least fifty percent (50%) of the Electors plus one cast ballots in the said referendum.

- 8.2 Where the Siksika Nation has not enacted a referendum by-law or regulation for the purposes of considering proposed amendments to the Trust Agreement and this By-law, the *Indian Referendum Regulations* under the *Indian Act* shall apply, subject to any amendments that the Council considers necessary in its discretion to comply with the provisions of the Trust Agreement.

SECTION 9 – GENERAL

- 9.1 Headings form no part of this By-law, but shall be construed as being inserted for reference only.
- 9.2 A finding by a court of competent jurisdiction that a Section or provision of this By-law is void or invalid shall not affect or bear upon the validity or invalidity of any other Section or part of this By-law or this By-law as a whole.
- 9.3 In this By-law, words in the singular include the plural, and words in the plural include the singular.

SECTION 10 – COMING INTO FORCE

- 10.1 This By-law shall come into force immediately upon being approved by the Minister of Indian Affairs and Northern Development.

THIS BY-LAW is hereby passed by Council Resolution No. 03-71 at a duly convened meeting of the Council of the Siksika Nation this 24th day of November, 2003, a quorum existing.

[Signature]

[Signature]

[Signature]

Clifford Mungy

Ruth Scalplock

[Signature]

[Signature]

[Signature]

[Signature]

[Signature]

The quorum of Chief and Council is 7 Members.

I, Adrian Stinson, Chief of the Siksika Nation, do hereby certify that a true copy of the foregoing by-law was mailed to the Minister of Indian and Northern Affairs Canada at the Alberta Regional Office in Edmonton, Alberta pursuant to section 82 subsection (1) of the Indian Act, R.S.C. 1985, c. I-5, this 24 day of November, 2003.

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BCR # 03-71

BAND COUNCIL RESOLUTION / RÉSOLUTION DE CONSEIL DE BANDE

Note: The words "from our Band Funds" "capital" or "revenue", whichever is the case, must appear in all resolutions requesting expenditures from Band Funds

Form with fields for Council Name (SIKSIKA NATION), Date of meeting (24/11/03), Province (Alberta), and Financial accounts (Capital and Revenue).

DO HEREBY RESOLVE: / DECIDE, PAR LES PRÉSENTES:

The Council of the Siksika Nation DOES HEREBY RESOLVE:

WHEREAS the Siksika Nation and Canada have entered into a Settlement Agreement with regard to the Siksika Nation's Acreage Discrepancy (Surface) Claim (the "Settlement Agreement");

WHEREAS Canada has now advanced a portion of the Compensation to the Siksika Nation in accordance with the terms of the Settlement Agreement;

WHEREAS the Settlement Agreement provides under paragraph 10.1(g) that "Siksika shall use its best efforts to enact a Siksika Revenue Account By-law as contemplated by the Siksika Trust Agreement to govern the expenditure of income earned from the Siksika Trust in the best interests of Siksika and its Members, and no portion of the Compensation paid by Canada into the Siksika Trust Account in accordance with paragraph 9.3 of this Settlement Agreement, or income derived therefrom, shall be paid out by the Trustee until such by-law has been approved by Siksika and Canada and is of full force and effect";

NOW THEREFORE BE IT RESOLVED THAT:

The attached Revenue Account By-law be and is hereby approved by Chief and Council in accordance with the requirements of the Settlement Agreement.

Signatures of Council members and Chief, including names like Clifford Mary and others, with their respective titles.

FOR DEPARTMENTAL USE ONLY - RÉSERVE AU MINISTÈRE

Departmental use form with columns for Expenditure, Authority, and Source of Funds, and rows for Recommending and Approving Officers.