

# **TAKU RIVER TLINGIT FIRST NATION CLAN DIRECTORS CODE OF CONDUCT**

## **VISION AND VALUES**

### **WHEREAS:**

The Constitution establishes that Clan Directors Council includes the Spokesperson and the four Clan Representatives; two Clan Representatives from each Clan, collectively defined as five “Clan Directors”.

The trust, support and participation of the Citizens of each respective Taku River Tlingit First Nation (“TRTFN”, and “FN” means First Nation) Wolf and Crow Clans have been fundamental to the continuing existence of the TRTFN governance;

The Tlingit culture must be respected, maintained, protected and revitalized. A component of this responsibility emanates from the Clan Directors. Traditionally, Clan Directors were groomed with the understanding that a higher standard of conduct for the Clan Directors is necessary because of the decision-making authority that they hold in trust for all First Nation Citizens;

This Code of Conduct will guide the Clan Directors in the honorable conduct expected of them;

Those elected to the positions of the Clan Directors hold responsibility for governing to the Nation, including financial management, policy development, planning and control systems for the benefit of the Nation and generally to manage the affairs of the Nation for the benefit of all its Citizens;

The decisions of the elected the Clan Directors must be honored and respected by the Citizens of the Nation and the Citizens of the Nation must feel confident that the Clan Director’s conduct is appropriate if they are to carry out their duties;

In order to properly provide for the interests of the Nation as a whole, the Clan Directors must maintain high standards of conduct to reflect positively on the TRTFN. The Clan Directors must comply by this Code of Conduct and avoid any action that could jeopardize their fitness for duty, or impair their effectiveness in dealing with other Nation officials, employees, officials of other governments, or the public;

The Clan Directors conduct should reflect the collectively important Tlingit qualities of honesty, empathy, courtesy in listening to others, promptness in dealing with conflicts and matters arising before the Clan Directors and a standard of behavior which will not betray the trust placed in the Clan Directors by the Citizens of the TRTFN;

Violations of this Code will damage the TRTFN, and a poor reputation can have a bad effect on the relationship of the Nation with its Citizens, other governments, financial institutions, contractors for the supply of goods and services to the Nation and its own employees;

The Citizens of the Nation expect that its Clan Directors to uphold the highest respect and honor the privilege of serving in public office for the Nation; and

The purpose of this Code is to provide the Clan Directors with guidelines as to the standard of professional conduct that the Nation expects of them while they are in office.

It is all our responsibility as TRTFN Citizens to pass the next generation a vibrant & productive land so that the TRTFN remain healthy and survive forever. Therefore, we have a responsibility to pass Tlingit Laws, which shall protect our traditional territory and way of life.

**NOW THEREFORE BE IT RESOLVED** that the TRTFN, in accordance with its inherent right of self-government, does hereby enact this TRTFN Clan Directors Code of Conduct.

### **REVISIONS:**

This Code of Conduct is subject to an initial review at a JCM no later than one year and thereafter, as required at any JCM. Reviews of this Code of Conduct will be in concert with the review of the Election Regulations.

### **CHAPTER 1. INTEGRITY**

1. The Clan Directors must fulfill their official duties with integrity and display the values of sincerity, honesty, frankness, truth, sobriety, and fair dealings.
2. The Clan Directors must look upon themselves as role models and treat all TRTFN elected officials with respect. A unified government and citizenship is what we wish to convey to outside interests.
3. The Clan Directors must fulfill their duties without ill will toward any individual Citizen (regardless of Clan) or employee/contractor of the First Nation and refrain from any dishonorable conduct either in a public or private capacity that will reflect adversely on their elected office.
4. Clan Directors must comply with the TRTFN Constitution, TRTFN laws, regulations and TRTFN policies and procedures.

5. The Clan Directors must not seek or obtain special access to programs, funding, materials, or property Citizens of the Nation, but they shall be eligible on the same basis as others.

## **CHAPTER 2. CONFIDENTIALITY**

1. Confidential information includes information acquired by reason of the holding of an office that is not otherwise generally available to the public (the "Confidential Information").
2. Clan Directors shall not disclose any Confidential Information acquired during their term of office or thereafter, unless the Confidential Information has become generally available to the public through some other source, or unless compelled to disclose the Confidential Information by a Court Order.
3. Clan Directors must not use confidential information for their own direct benefits or advantages. This requires that information be kept confidential and used only in the best interests of the First Nation.
4. The minutes of the meetings of the Clan Directors Council are considered public information.
  - a. To the extent such minutes contain personal information, that personal information will be removed from the minutes before the public release of the minutes.
  - b. To the extent such minutes contain business information of the First Nations, the release of which could impact ongoing negotiations or other business activities of the First Nation, such business information will be removed from the minutes before the public release of the minutes.
5. Persons other than a Clan Director invited or permitted by the Clan Directors to attend a meeting of the Clan Directors Council, will sign an agreement to keep the records or proceedings confidential prior to being permitted to attend such meeting.

## **CHAPTER 3. IMPARTIALITY AND CONFLICT OF INTEREST**

1. "Conflict of Interest" means any situation in which a Clan Director has a private or personal interest sufficient to appear to influence the objective exercise of his or her official duties.

2. "Family Member" means a spouse, including a common law spouse, child, father, mother, brother, sister, father-in-law, mother-in-law, or any other relative permanently residing in the person's household.
3. Each Clan Director must avoid actual Conflicts of Interest and even the appearance of a Conflict of Interest.
4. Each Clan Director must be loyal to the interests of each TRTFN Citizen equally. This loyalty must supersede:
  - a. Any advocacy or special interest group; Family interests / position / views;
  - b. Membership on any other outside Board, Committee or volunteer organization;
  - c. Employment or contracts with any other outside interest; and
  - d. The personal interest of any Clan Director acting as a user of the Nation's programs and services.
5. No Clan Director shall use the elected office for personal gain or for the benefit of members of their family to the detriment of the interest of the TRTFN.
6. A Clan Director may avoid a Conflict of Interest by disclosing his or her private or personal interest prior to the Clan Directors Council entering into discussion or debate on the issue that could give rise to the appearance of the Conflict of Interest.
  - a. The Clan Director must immediately leave the Clan Directors Council meeting and may not return to the meeting until either discussions on the topic have concluded or a decision on the topic has been made.
  - b. The Clan Director must not enter into discussions with individual Clan Directors on the topic outside of the Clan Directors Council meeting, or undertake any activity that could give rise to a concern he or she was lobbying to influence the outcome.

#### **CHAPTER 4. OUTSIDE INTERESTS OF AFFILIATIONS**

1. Clan Directors Council acts as a decision making body (in respect of the issues set out in Articles 9.3 and 9.4 of the Constitution) for the Citizens of the Nation and must put the interests of the Nation ahead of their own interests.

2. There must be no self-dealing or any conduct of private business or personal services between any Clan Director or Family Member of that Clan Director and the First Nation unless the appearance of a Conflict of Interest is disclosed to the Clan Directors Council.
  - a. In approving the transaction, the Clan Directors Council must apply the process set out in Article 6 of Chapter 3 and must demonstrate the award process was open and competitive, with each Citizen having an equal opportunity to compete and equal access to all available information.
3. If any business, occupation or other outside interest creates the appearance of a Conflict of Interest with the Clan Director's elected duties, that Clan Directors must either resign their elected position or terminate the source of the Conflict of Interest.
4. For greater certainty, a Clan Director may continue any business, occupation or other interest outside their elected position, provided that the business, occupation or other interest does not present the appearance of a Conflict of Interest with their duties as a Clan Directors.
5. Each Clan Director has a duty to disclose to collective Clan Directors Council, for approval, any outside interest or affiliation that could create a real or apparent Conflict of Interest.

## **CHAPTER 5. THE OFFICE OF CLAN DIRECTOR**

1. Clan Directors should exemplify respect for their office by their conduct and communications with the public and should continuously strive to respect the image of the office they hold.
2. Clan Directors must sign the Oath of Office and Oath of Confidentiality attached as Appendices A and B to this Clan Directors Code of Conduct.
3. Clan Directors should do their best to ensure that they carry out their functions properly and effectively and that they do not fail to do so through acts of omission or improper actions. They must not make slanderous or libelous comments that will bring the Clan Directors Council or the First Nation into disrepute or jeopardize the role of leadership entrusted to them by the Nation.
4. Clan Directors must ensure the input of both Clans is presented to Clan Directors Council meetings. With full information available, Clan Directors must act in the best interest of all Clan Citizens and must do their best to represent equitably the interests and Citizens of both Clans.

5. The Clan Directors Council is accountable to the Citizens and must make decisions in an open and transparent manner.
6. The conduct of the Clan Directors towards outside governments, entities or individuals, Nation staff, Nation Citizens and each other shall be characterized by courtesy, honesty, respect, civility, and good faith. The conduct of the Clan Directors must not exhibit discrimination based on gender, race, religion, or any other factor.
7. The monthly meetings of the Clan Directors Council should be a place where discussion and debate are encouraged.
  - a. As Clan Directors must hold confidential, all Confidential Information, discussion or debate outside of a meeting of the Clan Directors Council, or involving individuals who are not Clan Directors, must not occur.
8. Clan Directors must:
  - a. Attend every meeting of Clan Directors Council, convened by the Spokesperson, arrive on time, and must remain in attendance for the whole of the meeting.
  - b. Attend every Joint Clan Meeting,
  - c. Attend all Clan Meetings of their Clan, and
  - d. If invited by the Elders, attend as an observer, meetings of the Elders Council.
9. Clan Directors and Clan Directors Council must seek opportunities to prepare Citizens to assume responsibilities in the operations and management of the First Nation. In this regard, Clan Directors should seek opportunities for Citizens to understudy Managers and for training and mentorship.
10. Clan Directors and Clan Directors Council must seek opportunities to prepare youth to assume responsibilities. In this regard, Clan Directors should:
  - a. encourage special projects and research that involves the youth.
  - b. provide youth with the opportunity to chair meetings and practice the process of information sharing and good decision making.
  - c. support youth in competing for representation on local, regional and national boards
  - d. demonstrate progress speaking our Language, the understanding proper conduct of appropriate potlatches

11. Fair and courteous conduct towards the other Clan Directors will contribute materially to effective decision-making. Neglect of this rule will impair the ability of the Clan Directors Council to perform its function properly.
  - a. The agenda of each Clan Directors Council meeting must be set in advance of the meeting, with appropriate notice to all Clan Directors.
    - i. The agenda is not open to debate at the meeting.
    - ii. New business may be added to the set agenda and may be addressed at the meeting, only after all set agenda items have been dealt with and signed off.
  
12. The Clan Directors Council is responsible for the approval of all policies (not impacting Part II of the Constitution) and procedures and for the approval of the fiscal management plans of the Nation.
  - i. In the absence of a specific delegation from the Clan Directors Council, an individual Clan Director has no authority to make any decision assigned to the Clan Directors Council by the Constitution.
  - ii. Individual Clan Directors must not interfere in the day-to-day management of the programs of the Nation by attempting to influence decision that are to be made by program managers or attempting to influence the actions of program employees .
  - iii. The authority to intervene in the day-to-day management of programs rests with the Spokesperson, where the issue is governed by an established policy or procedure, and with the Clan Directors Council in all other cases.
  - b. Except for the authority granted to the Spokesperson or as specifically delegated by the Clan Directors Council, individual Clan Directors must recognize that they have no authority to interact with the public, the media, and other external entities on the First Nation's behalf;
  - c. Clan Directors will make no judgment of any Nation staff member performance unless that performance is assessed under policies by the manager and in accordance with an official process; and
  - d. Clan Directors will respect both approved signing authorities and approval processes, for example, Clan Directives, contracts, purchases and payments.

## **CHAPTER 6. AVAILABILITY OF THE CLAN DIRECTORS**

1. Clan Directors must make themselves available to the Citizens in an efficient and convenient manner that will create confidence in the Clan Directors.
2. Each member of the Clan Directors Council should do their part to enhance the public image of their office by making themselves available to the Citizenship.
3. The Clan Directors Council may declare some functions as “official”, therefore, it is expected that all Clan Directors attend.
4. The Clan Directors Council must respond promptly and in writing to Citizen requests for political information or documents on the progress on Joint Clan Meeting mandates.
5. The Clan Directors must maintain and provide reasonable documentation to demonstrate the work performed on behalf of the FN:
  - a. Clan Directors must work from the Clan offices and in the community, where they can be available to meet with Citizens during normal business hours and can be seen working on behalf of the FN.
  - b. When no other option to communicate is available, and Clan Directors are required to travel on behalf of the FN, Clan Directors Council must preapprove the travel and the itinerary, based on a confirmation from the Manager as to the availability of program travel budget. On return, the Clan Director must present a brief written report to the next meeting of the Clan Directors Council, to communicate the result of the travel and the meetings attended.
  - c. Clan Directors must provide a detailed timesheet showing all office and community time work and activities completed. The written report to the Clan Directors Council (see 2. b.) must be attached to any timesheet that claims travel time, for the claim of travel time to be valid.

## **CHAPTER 7. ELIGIBILITY TO HOLD OFFICE OF CLAN DIRECTOR**

NOTE: Chapter 7 becomes effective on August 1<sup>st</sup>, 2012.

1. The office of Clan Director for the TRTFN carries responsibility and demands respect from the TRTFN Citizens. Therefore, TRTFN Citizens are not eligible to run for or hold office as a Clan Director, if they are in violation of this Code of Conduct (before or after election) unless the member can provide proof of pardon from the First Nation as represented by the Elders Council.



Violating acts, would include, but not limited to:

- a. showing lack of respect to Citizens, employees or contractors of the FN, or other Clan Directors;
  - b. showing lack of respect to our culture and traditions;
  - c. theft;
  - d. fraud;
  - e. breach of trust;
  - f. corrupt practices; and
  - g. accepting a bribe.
2. The office of Clan Director requires dedication to meet the political mandates, goals and objectives of the TRTFN. Therefore, a person may be declared ineligible to continue to hold office if they are absent from three consecutive meetings of the Clan Directors Council without prior notice to and authorization for absence from the Clan Directors Council. In this regard, an unexcused late arrival or leaving a meeting prior to its adjournment, is considered an unauthorized absence.
- a. Clan Directors are required to present in writing a complete resume showing in detail their work and social history to evidence their education and experience that qualifies them to serve, and to show compliance with Article 1 above.
3. **Prior to seeking election:** Persons seeking election to the office of Clan Directors, must make a declaration as part of their nomination, confirming they have read, and if elected, will continue adhere to this Clan Directors Code of Conduct during their term in office.

## **CHAPTER 8. DISCIPLINARY PROCEDURES**

1. The breaking of the Code of Conduct rules constitutes misconduct by the individual.

NOTE: Chapter 8 becomes effective on August 1<sup>st</sup>, 2012.

The procedure for investigating and resolving allegations of misconduct will be the following:

### **Enforcement Committee -**

**Step 1:** A Griever must file a complaint stating clearly which rules under this Clan Directors Code of Conduct have allegedly been broken;

Step 2: Within 14 days, the Clan Director accused of misconduct must file a response clearly stating his/her response to the allegations;

Step 3: Within 14 days of receiving the response, the Clan Directors Council as a whole will try to propose a resolution to the allegation of misconduct. The Clan Directors accused of misconduct may participate in discussions but must not vote on the proposed resolution;

- a. At this time the accused Clan Director can be suspended by the Clan Directors Council
- b. Accused Clan Director can put forth their resignation
- c. Accused Clan Director may be asked to put forth their resignation

Step 4: In the event that the Clan Directors Council is unable to propose a resolution to the allegation of misconduct within 14 days, or if the Griever is not satisfied with the proposed resolution, the Griever / Clan Directors Council may request a Meeting with the Elders Council to bring final resolution to the grievance. The Spokesperson must give notice and call the Elders Meeting within 30 days. Should the Spokesperson be the Clan Director with the alleged act of misconduct then an appointed person from the Clan Directors Council shall be the person to give notice and call the Elders Council Meeting within 30 days.