

ECONOMIC DEVELOPMENT POLICY

**APPROVED BY CHIEF AND COUNCIL
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ECONOMIC DEVELOPMENT POLICY TABLE OF CONTENTS

1.0	GENERAL PROVISIONS _ _ _ _ _	32
1.1	AUTHORITY AND DECLARATION OF POLICY _ _ _ _ _	32
1.2	JURISDICTION _ _ _ _ _	32
1.3	LIBERAL CONSTRUCTION _ _ _ _ _	32
1.4	SEVERABILITY _ _ _ _ _	32
2.0	RELATIONSHIP OF COUNCIL TO THE ECONOMIC DEVELOPMENT CORPORATION _ _ _ _ _	32
2.1	OBJECTIVE _ _ _ _ _	32
2.2	DEFINITIONS _ _ _ _ _	32
3.0	POLICY STATEMENT _ _ _ _ _	33
3.1	ESTABLISHMENT _ _ _ _ _	33
4.0	ROLES AND RESPONSIBILITIES _ _ _ _ _	33
4.1	ROLE OF COUNCIL _ _ _ _ _	33
4.2	ROLE OF THE CORPORATION BOARD _ _ _ _ _	34
5.0	MEETINGS AND VOTING _ _ _ _ _	34
5.1	BOARD MEETINGS _ _ _ _ _	34
5.2	BOARD COMPENSATION AND REIMBURSEMENT.....	35
6.1	PROCESS FOR ADDRESSING COMPLAINTS _ _ _ _ _	35
6.2	PROCESS.....	35
7.1	COMMUNICATING THIS POLICY.....	36
7.2	LINES OF COMMUNICATION.....	36
8.1	REVIEW AND EVALUATION OF THIS POLICY.....	36
8.2	REVIEW AND EVALUATION.....	36
	9.1 OPERATIONS OF THE ECONOMIC ECONOMIC DEVELOPMENT CORPORATION.....	36
	9.2 CEO DUTIES.....	36
10.1	GENERAL POLICIES AND PROCEDURES.....	37
10.2	CORPORATION EXPENDITURES.....	37
10.3	RECORDS AND CONFIDENTIALITY _ _ _ _ _	37

1.1 GENERAL PROVISIONS

1.2 Authority and Declaration of Policy

Economic Development is vital to the cultural and economic existence of the Takla Lake First Nation. This Takla Lake Economic Development Policy is enacted pursuant to the inherent sovereign authority of the Takla Lake First Nation in accordance with the Laws of the Takla Lake First Nation and applicable federal law. By this Policy and the regulations adopted under it, the Takla Lake First Nation intends to ensure that economic development by the Takla Lake First Nation is done in an effective and comprehensive process to ensure long term viability of the enterprise(s) and develop skills of Band members for their occupational futures; appropriate to the unique needs of Band members; and relevant to the heritage of the Takla Lake First Nation.

1.3 Jurisdiction

The provisions of this Policy shall apply to the fullest extent of the sovereign jurisdiction of the Takla Lake First Nation authorized by the Laws of the Takla Lake First Nation and applicable federal law. The provisions of this Policy shall apply to and be in conformity with all agreements and other cooperative arrangements entered into by the Takla Lake First Nation designed to ensure economic self-sufficiency for the Takla Lake First Nation. The provisions of this Policy shall apply to all persons who are employed by the Takla Lake First Nation and appointed by the Takla Lake Band Council to serve on Corporations, task forces, or Band enterprises.

1.4 Liberal Construction

This Policy shall be liberally construed to give full effect to the objectives and purposes for which it was enacted.

1.5 Severability

If any provision of this Policy, or its application to any person, legal entity or circumstance, is held invalid, the remainder of the Policy, or the application of the provision to other persons, legal entities, or circumstance, shall not be affected.

2.1 RELATIONSHIP OF COUNCIL TO THE ECONOMIC DEVELOPMENT CORPORATION

2.2 Objective

The objective of this policy is to ensure that the relationship of Council to the First Nations Economic Development Corporation is as clear as possible so as to promote good governance in the conduct of the First Nation's affairs.

2.3 Definitions

“**Council**” refers to the Chief and Councillors of the First Nation

“**Staff**” refers to the staff of the First Nation

“**Administrator**” refers to the Band Administrator of the First Nation

“**Citizens**” refers to all citizens including Councillors, Board members and staff, who are members of the First Nation

“**Corporation**” refers to the Economic Development Corporation

“**Board**” refers to the Board members of the Economic Development Corporation

3.1 POLICY STATEMENT

3.2 Establishment

The First Nation has established the Corporation as a sustainable, profit-making business in keeping with the overall strategic direction of the First Nation. The Corporation will:

- a) benefit the citizens of the First Nation by remaining profitable over the long term, thus allowing for the distribution of a portion of these profits to be used by Council for enhancing the well-being of the First Nation.
- b) For greater clarity, the Corporation will not be able to provide sustainable benefits to the First Nation, should it become primarily an employment vehicle for the First Nation citizens.
- c) The Corporation operates at arms-length on a day-to-day basis. That said, it must remain accountable to the Council and ultimately to the citizens of the First Nation. Further, it must operate in a manner consistent with the longer term direction established by the First Nation.
- d) Notwithstanding Section 3.1 b), the Board will give preference to hiring First Nation citizens first and other members of First Nations second, so long as these citizens and members meet all the qualifications of the job.
- e) The Board will include members who are not citizens of the First Nation when it is important to enhance expertise not available in the First Nation.
- f) Except as otherwise provided in this Policy, a decision of the Economic Development Board shall be final only upon Band Council approval.
- g) The Economic Development Board shall make written quarterly reports to the Band Council of its recommendations, actions and decisions. The Board shall meet with the Band Council each quarter to review progress and problems, and to plan the priorities for each quarter and each year.

4.1 ROLES & RESPONSIBILITIES

4.2 Role of Council

Council's responsibilities include:

- a) Advising the Chief as the Corporations shareholder in trust for the First Nation on appointments to the Board of the Corporation, based on recommendations from the Board as follows:
 - i. The Council may appoint citizens and other First Nations community members as advisory members to the Board, reserving one seat for the CEO, or his or her designee, who shall be non-voting members of the Board.
 - ii. The Council may appoint members of the local business community who will be selected as voting members, regardless of his or her affiliation.
 - iii. The Board shall select by consensus the following member officers:
 - Chairperson; and
 - Vice-Chairperson; and
 - Recording Secretary (may be delegated to the CEO).
 - iv. The selection of officers shall be held at the first meeting of the Board following the beginning of each fiscal year (April 1).
 - v. The Council may declare a position on the Board to be vacant if a member is unwilling or unable to fulfill their duties. The Council will appoint a member,

based on the recommendation of the board, to fill the vacant position and to serve the remainder of the unexpired term.

- vi. Notice of any proposed removal pursuant to sub-section (viii) must be in writing, stating the reason for the proposed removal and be delivered at least 14 days prior to the review by the Board.
 - vii. The Board shall submit to the Council a "Notice of Proposed Removal and Declaration of Vacancy" for review pursuant to subsection (v) above to request that a member of the Board may be removed for failure to attend two consecutive meetings without prior notice to the Board stating the reason for their absence; and for cause by a unanimous vote of the remaining members (e.g. breach of confidence).
 - viii. A member of the Board may resign the position. Such resignation must be in writing and submitted to the Board and the Council.
- b) Approving changes to the legal structure of the Corporation.
 - c) Reviewing the annual and strategic plans of the Board and recommending their approval to the citizens at the Annual General Meeting.
 - d) Approving any major acquisitions or capital expenditures of the Corporation, subject to the recommendations of the Board.
 - e) Ensuring that the Corporation remains accountable to the Citizens of the First Nation.

4.3 Role of the Corporation Board

The Board's responsibilities include:

- a) Assisting the Council in meeting its responsibilities as laid out in 4.1 above.
- b) Ensuring that the Corporation is managed on a sustainable, profit-making basis.
- c) Appointing and evaluating the Chief Executive Officer (CEO) of the Corporation.
- d) Appointing all other staff of the Corporation (this may be delegated to the CEO).
- e) Developing a yearly plan and strategic plan for the Corporation.
- f) Developing and approving appropriate policies for managing the Corporation.
- g) Deciding on any yearly dividend, subject to whether it is feasible to issue a dividend, and if so the amount, on a yearly basis.

5.1 MEETINGS AND VOTING

5.2 Board Meetings

- a) The Board shall schedule no less than six meetings per year.
- b) Special meetings may be called by the Chairperson, or by a majority of the members of the Board upon two days written notice to each member, stating the place, day and hour of the meeting and the specific purpose(s) for which the special meeting was called.
- c) For the purpose of conducting business, a quorum of fifty percent plus one (50% + 1) members shall be required for any regular or special meeting. Each member of the Board shall have one vote on matters requiring a vote by the members. Board decisions shall be by simple majority vote of the members present.

5.3 Board Compensation and Reimbursement

Board members shall receive no compensation for their services; however, pursuant to Band reimbursement policies, reimbursement for travel, meals, etc. may be paid to Board members from Economic Development funds, but only with prior approval from the CEO and as funding allows.

6.1 PROCESS FOR ADDRESSING COMPLAINTS

6.2 Process

The process for addressing complaints is as follows:

- a) Any citizen who believes that Council or the Corporation are not following this policy can direct his or her concerns to the CEO in writing recorded at the Corporation's Administration office for response within 30 days.
 - i. The Notice of Complaint shall be in writing, dated and signed by the aggrieved party;
 - ii. The Notice of Complaint shall include a concise statement of relief requested.
- b) If the member is not satisfied following the response, he or she may direct his or her concerns in writing to the Chairperson of Corporation Board. Within five (5) working days of receipt of the Notice of Complaint, the Chairperson shall set a date for hearing before the Corporation Board:
 - i. A closed hearing shall be held within 30 days of receipt of the Notice of Complaint;
 - ii. At the closed hearing, the aggrieved party shall be given the opportunity to present any testimony, documents or other evidence to support the complaint; and
 - iii. At the end of the closed hearing, the Board shall adjourn the hearing and shall meet in closed session to render a final determination;
 - iv. The Board shall inform the aggrieved party of its final determination in writing within five (5) working days of the hearing.
- c) Any person who is aggrieved by a final determination of the Board pursuant to Section 6.1 b) may appeal the decision to the Council.
 - i. The aggrieved party shall file a written Notice of Appeal with the Council and shall be added to the agenda of the next regular Council meeting;
 - ii. The aggrieved party shall attach to the written Notice of Appeal, copies of the original Notice of Complaint and supporting documentation presented at the hearing;
 - iii. Upon the filing of the Notice of Appeal, Board Chairperson shall provide any record of the hearing to the Council;
 - iv. The Board Chairperson, or his designee, shall attend the Council meeting at which the appeal is to be heard;
 - v. The appeal shall be heard in a closed session of the Council meeting;
 - vi. The Council shall reverse a final determination of the Board **only** upon a finding that the final determination of the Board was arbitrary, capricious, or an abuse of discretion (*e.g.* unreasonable, outside their authority, *etc.*).

7.1 COMMUNICATING THIS POLICY

7.2 Lines of Communication

The line of communication between the Council and the Economic Development Corporation shall be through the CEO of the Economic Development Corporation.

8.1 REVIEW AND EVALUATION OF THIS POLICY

8.2 Review and Evaluation

Chief and Council will review this policy within 5 years of its adoption and decide whether further evaluative work is necessary. A record of the review will be recorded in writing and attached to the policy.

9.1 OPERATIONS OF THE ECONOMIC DEVELOPMENT CORPORATION

9.2 CEO Duties

The CEO is responsible for the overall administration, management, and accountability in executing the mission, goals, objectives and tactics in leading the Economic Development Corporation. The CEO is held responsible and accountable for delivering results on program and budgetary goals as determined by the Board. In addition the CEO is responsible for the following:

- a) Develop (and lead) the execution of the Economic Development Plan in partnership with appropriate government and private sector partners, stakeholders and influencers.
- b) Create and deliver outcomes for projects developed and implemented related to enhancing competitiveness and success in the recruitment, retention, expansion, and start up of new business ventures in the region.
- c) Work with the Board to develop appropriate policy recommendations to further the economic development goals of the region.
- d) Have accountability and oversight for financial management of the Economic Development Corporation including but not limited to securing public and private sector contributions, grants, and donations. Integrate with other regional partners in efforts to maximize cost savings whenever appropriate.
- e) Manage and staff operational and administrative functions of the Economic Development Corporation.
- f) Represent the Economic Development Corporation as the key contact for interaction with members of the Board.
- g) Advocate on behalf of the Board the approved policies and procedures of the Economic Development Corporation to appropriate partners, stakeholders, and community members.

10.1 GENERAL POLICIES AND PROCEDURES

10.2 Corporation Expenditures

- a) No member of the Board shall be authorized to expend funds, commit any funds, or take action with respect to any other matter, whether or not formally brought to the Corporation for resolution, without prior authorization of the CEO.
- b) No member of the Board shall be held liable for any action taken by the Corporation. The Economic Development Corporation shall be considered an agency of the Takla Lake First Nation.
- c) Except as already provided for within this Policy, the Economic Development Corporation may establish additional Economic Development Corporation Policies and Procedures to fulfill its duties for review and approval by the Board.

10.3 Records and Confidentiality

A complete file of original documents and related information shall be established and maintained within the administrative offices of the Economic Development Corporation regarding any action or decision.

