



Assembly of First Nations:

Code of Conduct and Ethics for the AFN Executive Committee

PREAMBLE

1. The Assembly of First Nation National Chief and the 10 Assembly of First Nation Regional Chiefs, elected in accordance with the Assembly of First Nation Charter (April 2003) constitute the Assembly of First Nation Executive Committee (the “Executive”).
2. The Executive are political representatives serving their regions, the Assembly of First Nations (“AFN”) nationally and internationally and will be held to a high standard of conduct.

GENERAL

3. **Application.** This Code of Conduct and Ethics (the “Code”) has been approved by the Executive. This Code is intended to govern the conduct of the Executive and sets out guidelines for avoiding and disclosing conflicts of interest.
4. **Principles.** First Nations governments who are members of the AFN (“AFN members”) are entitled to fair, ethical and accountable representation by the Executive.
5. **Interpretation.** Unless otherwise specified, the words and expressions in this Code shall have the same meanings as defined in the AFN Charter, policies and corporate bylaws. For the purpose of the Code the following definitions apply.

“**Discrimination**” includes, race, national or ethnic origin, colour, religion, age, sex, sexual orientation, gender identity or expression, marital status, family status, genetic characteristics, disability and conviction for an offence for which a pardon has been granted or in respect of which a record suspension has been ordered.

“**Emergency Meeting**” means a meeting called in accordance with this Code to resolve a complaint or dispute.

“**Harassment**” is a form of discrimination. It includes any unwanted physical or verbal behaviour that offends or makes unwelcome remarks or jokes about one’s race, religion, sex, age, disability or any other of the grounds of discrimination. Harassment occurs when someone:

- makes unwelcome remarks or jokes about one’s race, religion, sex, age, disability or any other of the grounds of discrimination;
- threatens or intimidates a person because of one’s race, religion, sex, age, disability or any other of the grounds of discrimination; or
- makes unwelcome physical contact with a person such as touching, patting, or pinching.

“**Sexual harassment**” is any conduct, comment, gesture or contact of a sexual nature that is likely to cause offence or humiliation to any person or that might, on reasonable grounds, be perceived by that person as placing a condition of a sexual nature on a person.

“**Violence**” is defined as any action, conduct, threat, gesture of a person towards another person that can reasonably be expected to cause or threaten harm, injury or illness to that person.

“**Public interest**” means the collective interests of the AFN members, their governments and citizens.



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DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE

6. **Responsibilities of the Executive.** The Executive are responsible to:
- a. be informed of documents and materials related to the business of the AFN including the AFN Charter, policies and corporate bylaws;
 - b. comply with both the letter and the spirit of the AFN Charter, policies and corporate by-laws governing the operations of the organization;
 - c. be prepared to make informed decisions in the interest of AFN members and the AFN organization;
 - d. contribute to the work of the AFN and be part of the Executive decision-making process;
 - e. be independent, impartial and fair in their decisions and actions and not be influenced by self-interest, outside pressure, expectation of reward or fear of criticism;
 - f. act with honesty and integrity and conduct oneself in a manner that promotes public confidence in the conduct and business of the AFN;
 - g. use their office and influence for the advancement of their region, the AFN members, and the AFN and not for personal gain;
 - h. communicate effectively with members of the Executive to carry out responsibilities in an effective manner and be available and respond promptly to communications from other members of the Executive so business relating to the AFN can be dealt with expeditiously;
 - i. voice clearly and explicitly at the time a decision is being taken, any opposition to a decision being considered by the Executive;
 - j. conduct deliberations and processes openly, in an atmosphere of respect and consideration;
 - k. maintain solidarity with other fellow Executive in support of a decision that has been made in good faith by the Executive who are in full possession of the facts;
 - l. request the Executive to review a decision that one has reasonable grounds to believe that the Executive may have not acted with full information or in a manner inconsistent with its obligations or responsibilities;
 - m. refrain from any form of conduct which involves violence, discrimination and harassment at the workplace (meetings at various locations), social functions, during work-related travel, on social media, over the telephone or via email and text messages; and
 - n. comply with all other codes and policies approved by the Executive from time to time.
7. **Conduct of Executive.** The Executive will at all times conduct themselves in a manner that:
- a. supports the work of the AFN;
 - b. subordinates their personal interests to the best interest of their region and AFN;
 - c. brings credibility and goodwill to the Executive;
 - d. respects the principle of due process;
 - e. demonstrates a respect for individuals, fellow Executive, staff and advisors to the Executive or AFN;
 - f. respects and gives fair consideration to diverse and opposing viewpoints;



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- g. demonstrates due diligence and dedication in preparation for and attendance at meetings, events and activities relating to the Executive or AFN;
- h. demonstrates good faith, prudent judgement, honesty, transparency and openness in their activities on behalf of the Executive;
- i. ensures the financial administration of the AFN is conducted in a responsible and transparent manner with due regard for their responsibilities;
- j. avoids real, potential or perceived conflicts of interest;
- k. state when one is expressing a personal opinion or position;
- l. refrains from any form of conduct which involves violence, discrimination and harassment at the workplace, meetings, social functions, during work-related travel, on social media, over the telephone or via email and text messages; and
- m. respects and serve the collective interests of First Nations as a primary concern.

The Executive shall work for the common good of all AFN members, while respecting the unique interests of each region.

CONFLICT OF INTEREST GUIDELINES

- 8. **Integrity.** These Conflict of Interest Guidelines are intended to ensure the highest standards and maintenance of the integrity of the Executive. The Executive are to carry out their responsibilities in the best interest of their region and the collective interest of AFN members and the AFN. This means placing the interests of one's region, AFN members and AFN before any personal interest or carrying out the private interests of a third party when carrying out one's responsibilities as a member of the Executive. It also means performing one's responsibilities in a manner that promotes public confidence in the leadership and administration of the AFN.
- 9. **No financial benefit.** No member of the Executive shall directly or indirectly receive any profit from their position as such. The Executive however are eligible to receive reasonable payment for their services and reimbursement for reasonable expenses incurred by them in the performances of their responsibilities in accordance with AFN policies. The financial interest of immediate family members (including the immediate family members of an Executive member) or close personal or business associate of a member of the Executive is considered to be a financial interest of the member.
- 10. **Gifts and Hospitality.** Members of the Executive shall not directly or indirectly offer or accept cash payments, gifts, gratuities, privileges or other personal rewards, which are intended to influence the activities or affairs of the Executive. The Executive may however give or receive modest gifts or hospitality as a matter of general or accepted business practice, provided that the foregoing does not include cash or other negotiable instruments provided that such expenses are made and disclosed to the Executive.
- 11. **Definition of Conflict of Interest.** Conflict of Interests include the following considerations:
 - a. A conflict of interest refers to situations in which personal, business or financial considerations may affect, or appear to affect a member of the Executive's objectivity, judgement or ability to act in the best interests of the Executive, AFN members or AFN.
 - b. A conflict of interest may be real, potential or perceived in nature.



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- c. A real conflict of interest arises where a member of the Executive has a private or personal interest for example a close family connection or financial interest.
- d. A potential conflict of interest may arise when a member of the Executive has a private or personal interest such as an identified future commitment.
- e. A perceived or apparent conflict of interest may exist when a reasonable, well informed person has a reasonable belief that a member of the Executive has a conflict of interest, even if there is no real conflict.
- f. Full disclosure, in itself, does not remove a conflict of interest.

12. Duties of the Executive. The Executive shall:

- a. perform their duties and arrange their private business affairs in a manner which promotes confidence and maintains a separation between their personal, business and professional interests;
- b. conduct themselves at all times, while serving on the Executive, with honesty, integrity, objectivity and impartiality;
- c. not influence or attempt to influence decisions or votes in which they have a personal, direct or indirect financial interest;
- d. not participate in discussions of, or vote on, any questions if this would result in a conflict of interest or the appearance of a conflict of interest;
- e. not undertake activities whereby their private interests would conflict with official duties;
- f. not take advantage of, or derive personal benefit from information that is obtained in the course of their official duties or responsibilities that would not be generally available to AFN members or the general public;
- g. not give preferential treatment, or seek preferential treatment on any AFN related matter, for family members or friends or organizations, companies or association in which their family member or friend has an interest;
- h. endeavor to uphold the highest ethical standards to maintain and enhance the confidence and trust of AFN members, their governments and citizens; and
- i. promote good governance of the Executive, AFN members and AFN.

13. Responding to and resolving Conflicts of Interest. Members of the Executive are responsible to:

- a. provide written disclosures, to the Executive as a whole, immediately upon becoming aware of a conflict of interest regarding a particular decision;
- b. if uncertain whether they are in a conflict raise the question to the National Chief (or an alternate Regional Chief if the matter involves the National Chief) for their advice and guidance;
- c. determine by a majority vote, in the absence of the member in question, to resolve whether the said member is in a conflict of interest;
- d. refrain from participating in a decision where they may have a conflict of interest unless permitted to participate by the Executive (based on a majority vote); and
- e. if required leave a discussion, abstain from participating in any discussion on the matter, not attempt to personally influence the outcome, refrain from voting on the matter and leave the meeting room for the duration of any such discussion or vote. Although the member in question must leave the room, they shall remain part of the quorum.



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14. **Upholding the Public Interest.** If for any reason, a conflict of interest does arise between the private interests of a member of the Executive and the official duties and responsibilities of the said member, the conflict shall be resolved in favour of the public interest.

CONFIDENTIALITY

15. The Executive shall respect and preserve the confidentiality of information provided to them concerning the confidential matters of the AFN. The Executive shall neither disclose confidential information without proper authorization nor use such information to advance their individual personal, financial or private interests.

COMPLAINTS AND DISPUTES

16. To maintain the public confidence of the AFN any complaints, disputes or substantiated media reports brought to the attention of the Executive, will be reviewed, investigated and resolved in a timely and fair manner.
17. A complaint or dispute may be delivered or received, either verbally or in writing by any person, to any member of the Executive.
18. The Executive is responsible to act when they receive a complaint or is made aware of substantiated media reports that allege an incident of violence, discrimination and/or harassment by a member of the Executive,
19. Upon the receipt of a complaint pursuant to section 18 the Executive will convene an Emergency Meeting within 14 days.
20. The National Chief or any two (2) members of the Executive may convene an Emergency Meeting to resolve a complaint.
21. An Emergency Meeting notice shall be delivered to every member of the Executive no less than 7 days prior to the date of the meeting.
22. Delivery for the purposes of section 21 may be issued in any one of the following methods:
- a. Delivered personally;
 - b. By telephone;
 - c. By email; or
 - d. By fax to the office of the Chief.
23. Notice of the Emergency Meeting shall not be necessary if all Executive are present waive notice. This includes those members of Executive who are absent who have also waived notice or signaled their consent to hold the meeting.
24. The purpose of the Emergency Meeting is to consider the complaint and to determine the best course of action to be taken by the Executive.
25. Any decisions of the Executive are designed to encourage public confidence in the integrity of the AFN and its operations.

DISCIPLINE PROCEDURES

26. Discipline of a member of the Executive, if warranted, will be governed in accordance with section 16 and 17 of the National Indian Brotherhood (the "Corporation") By-Law No 1 A by-



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law relating generally to the conduct of the affairs of the Corporation (“Bylaw 1”) which states:

16. “The board shall have authority to suspend or expel any member from the Corporation for any one or more of the following grounds:
 - a. Violating any provision of the articles, by-laws, or written policies of the Corporation;
 - b. carrying out any conduct which may be detrimental to the Corporation as determined by the board in its sole discretion;
 - c. for any reason that the board in its sole and absolute discretion considers to be reasonable, having regard to the purpose of the Corporation.”
17. “In the event that the board determines that a member should be expelled or suspended from membership in the Corporation, the president, or such other officer as may be designated by the board, shall provide twenty (20) day notice of suspension or expulsion to the member and shall provide reasons for the proposed suspension or expulsion. The member may make written submissions to the president, or such other officer as may be designated by the board, in response to the notice received within such twenty (20) day period. In the event that no written submissions are received by the president, the president, or such other officer as may be designated by the board, may proceed to notify the member that the member is suspended or expelled from membership of the Corporation. If written submissions are received in accordance with this section, the board will consider such submissions in arriving at a final decision and shall notify the member concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. The board’s decision shall be final and binding on the members, without any further right of appeal.”
27. If the Executive by way of a majority vote at a duly convened Emergency Meeting, finds that there has been a breach of the Code by one or more of the members, the Executive may take action in accordance with Bylaw 1, including disciplinary actions.
28. In all cases, a report of a breach and disciplinary actions must be provided to the Chiefs of the Regional organization which elected or appointed the member in question.
29. In cases where the National Chief is found to be in breach of the Code, a report of the breach and disciplinary actions must be provided to the First Nations-in-Assembly.
30. Allegations of illegal activity related to a member of the Executive shall be immediately referred to appropriate authorities for investigation. Any member against whom such allegations are made shall take a leave of absence as a member of the Executive pending completion of the investigation
31. When a member has been either suspended or expelled in accordance with Bylaw 1 or required to take a leave of absence in accordance with section 30 the Executive will inform the respective AFN Regional office of the Executive’s decision in writing. The affected AFN Regional Office shall follow its own process to select a new representative to participate on the Executive.
32. In circumstances where the Executive recommends that the National Chief be suspended or expelled as a member of the Executive, Article 22 of the AFN Charter shall apply, and a Special Assembly shall be called by the Executive where the First Nations-in-Assembly shall vote on the recommended decision of the Executive.



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DISPUTE RESOLUTION

33. Disputes or controversies amongst members of the Executive shall to the extent possible, be resolved by way of mediation or arbitration as provided in Section 54 and 55 of By-Law1.

DECLARATION

34. **Oath of Office.** Upon election to office, each member of the Executive is required to sign and agree to comply with the Oath of Office in the form attached here to as Schedule "A".



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Schedule "A"

Oath of Office

I, _____, a member of the Executive declare that I have read, understood and agree to comply with the AFN Code of Conduct and Ethics and other applicable rules and policies, and that in carrying out my duties as a member of the Executive, I will:

1. exercise the powers of my office and fulfil my duties and responsibilities honestly, in good faith and in the best interests of my region, the Executive, AFN members and the AFN;
2. exercise these responsibilities, at all times, with due diligence, care and skill in a reasonable and prudent manner;
3. respect and support the Executive's rules, policies, including this Code and decisions of the Executive;
4. keep confidential all information unless the Executive determine that such information is public and this shall include, but not be limited to, information about personnel, any personal information, and matters dealt with during *in camera* meetings of the Executive;
5. conduct myself in a spirit of collegiality and respect for the collective decisions of the Executive and subordinate my personal interests to the best interests of my region, the Executive, the AFN members and the AFN;
6. immediately declare any personal conflict of interest that may come to my attention; and
7. immediately comply with any decision that may result from a disciplinary process under the Code if concluded that I have breached this *Oath of Office*.

Signature: _____

Date: _____

Member of the Executive

Witness: _____

Date: _____