



## By-Laws JAN/17

# Ontario Coalition of Indigenous People

## By-Laws

### Name

Ontario Coalition  
of Indigenous People

1. Ontario Coalition of Indigenous People is the only corporation that is a recognized Provincial Affiliate of the Indigenous Peoples Assembly of Canada (IPAC) in Ontario. The Ontario Coalition of Indigenous People is a political voice of Indigenous Peoples who live in Ontario; who have chosen to be represented by OCIP; who are recognized under Section 35 of the *Constitution Act 1982* and Section 91(24) of the *Constitution Act 1867*; and who are not status Indians living on reserve.
  
- 1.2 The Ontario Coalition of Indigenous People shall be known by the acronym OCIP.

### Head Office

2. The location of the OCIP head office and registry will be determined by the Board from time to time.

### OCIP Goals

3. The primary goal of OCIP is to be a political voice for status and non-status Indians off reserve and Métis residing in Ontario; and

to carry out its role as an affiliate member of the Congress of Aboriginal People (CAP), the national organization which is the political advocate for Indigenous peoples living off reserve; and to ensure a special relationship exists between the government of Canada and the OCIP constituency respecting section 91(24) of the *Constitution Act 1867* and seek collaboration and coordination with the Government of Ontario.

- 3.1 The secondary goal of OCIP is to implement many of the programs denied its people in Ontario in the areas such as health care, employment training and post secondary education, affordable housing, legal services relating to criminal justice, poverty issues, Indigenous rights and interests and mental health services. OCIP will emphasize the creation of a trained competent Indigenous workforce to provide service delivery for Indigenous peoples.
- 3.2 A further goal is to inform its diverse communities across Ontario concerning accessing programs and services available from the federal and provincial governments.
- 3.3 OCIP will determine priorities on which to focus its attention from time to time.

## Definitions

4. "Act" means the Ontario *Corporations Information Act*
- 4.1 "OCIP" means the Ontario Coalition of Indigenous People
- 4.2 "Board" means the OCIP Board of Governors
- 4.3 "AGA" means the Annual General Assembly
- 4.4 "Special Assembly" means a General Assembly called for a specific purpose by the Board of Governors
- 4.5 "Community" shall include any Indigenous community recognized by the OCIP Board of Governors

- 4.6 “OCIP Protocol Agreement” means a legal contract between the OCIP and a community that gives a mandate to the OCIP. It describes the relationship, voting rights and representation rights for a community
- 4.7 “Immediate Family” means father, mother, children, siblings, aunts, uncles, nieces, nephews, grandparents, cousins and spouse
- 4.8 “Chief” means the President of the OCIP Board of Governors
- 4.9 “Vice Chief” means the Vice President of the OCIP Board of Governors
- 4.10 “Board Member” means a Governor on the Board of Governors of OCIP
- 4.11 “Executive Committee” means Chief, Vice Chief, Treasurer and Secretary

## Membership

## Objective

- 5.1 The objective of this Code is to ensure that the membership and registry system of the Ontario Coalition of Indigenous People (OCIP) is on a sound footing. Such a system is essential for Indigenous peoples to assert and benefit from their Indigenous rights and to realize their goal of self-determination.
- 5.2 Information that OCIP will collect as part of this Code will be used for the following purposes:
- Determining eligibility for membership & possible harvester certification
  - Compiling & issuing voters’ lists
  - Determining eligibility to run for office
  - Communicating with members
  - Providing information to regional or local communities

- Verifying eligibility for various Indigenous-specific programs
- Conducting research
- Generating non-personal statistical data
- Conducting intergovernmental relations
- Conducting the day-to-day administration of the registry
- Developing a genealogical database.

#### DEFINITIONS

##### 5.3 For the purposes of this Code

“OCIP” means the Ontario Coalition of Indigenous People, a not for profit corporation incorporated under the laws of the Government of Ontario

“AGA” means the OCIP Annual General Assembly as set out in Section 15 of the OCIP By-laws

“Board” means the OCIP Board of Governors as set out in the OCIP By-laws

“Registrar” means the individual appointed by the Board of Governors to manage the Membership Registry

“Immediate Family” means father, mother, children, siblings, aunts, uncles, nieces, nephews, grandparents, cousins and spouse

“Indigenous Ancestry” means being a direct descendant of at least one ancestor who was Indian (status or non-status), Métis or Inuk.

#### INDIVIDUAL MEMBERS

5.4 OCIP will have two classes of individual members:

- Full member, who must be of Indigenous descent, 18 years of age or older and who must not be a Status Indian residing on an Indian Reserve established by the Indian Act or other federal legislation
- Youth member, who must be
  - o under 18 years of age and
  - o a child of a full member or
  - o of Indigenous ancestry

5.5 Only Full members can vote in OCIP elections and be eligible to run for elected office

5.6 The Board may suspend individual members for actions that are highly detrimental to the interests of OCIP and that bring the reputation of OCIP into disrepute. Suspended individuals who are Full members are not eligible to run for a position on the Board or continue to sit on the Board.

5.7 The AGA may terminate the membership of an individual who has been suspended by the Board. An individual whose membership has been terminated may not re-apply for membership for a period of 10 years.

5.8 The AGA or the Board may terminate the suspension of a member.

#### COMMUNITY MEMBERS

5.9 On the recommendation of the Board, the AGA may approve community memberships. To be eligible to vote or run for office in OCIP elections, individual members of these bodies must

become full members of OCIP through the normal application and registry review process as set out in this Code.

## ROLES AND RESPONSIBILITIES

5.10 The AGA is responsible for approving this Code and any amendments to it, with the exception of specific amendments referred to in other parts of this Code for which the Board has responsibility.

5.11 The Board is responsible for

- Appointing the Registrar;
- Monitoring the performance of the membership and Registry system to ensure that it is effective and efficient, that it is run in a politically neutral fashion and that it is in conformance with this Code;
- Taking any corrective action necessary;
- Making any amendments to the Privacy Procedures appended to this Code;
- Ensuring that the Membership and Registry system has adequate resources to meet its objectives;
- Setting fees for applications for membership and membership renewals. Such fees will not exceed \$100 per transaction;
- Establishing an appeals procedure as set out in this Code; and

5.12 The Registrar is responsible for

- Approving any application that meets the criteria for individual memberships.
- Managing the membership and registry system in a manner that is effective, efficient, and politically neutral and in conformance with this Code;
- Providing where possible assistance to individuals seeking to provide proof of Indigenous ancestry;

- Ensuring that the privacy procedures attached to this code are respected and implemented; and
- Reporting regularly to the Board of OCIP and senior managers, if any, on the performance of the membership and registry system.

5.13 Individual members are responsible for

- Ensuring that changes to their personal information are reported to the Registrar in a timely fashion.

5.14 To ensure a politically neutral process for establishing OCIP membership, the Registrar must not be a member of the Board or be part of the immediate family of any member of the Board.

5.15 Section 5.14 will apply only if and when OCIP has adequate resources to hire a Registrar.

#### APPLICATIONS

5.16 An applicant to become a Full member of OCIP must provide the following:

- Full name, current address, phone number and e-mail address;
- Birth certificate;
- Proof of Indigenous ancestry;
- The name and description of his or her traditional territory;
- A passport quality photo;
- The following signed declaration that he or she:
  - self-identifies as an Indigenous person;
  - will be loyal to the goals and objectives of OCIP and will at all OCIP functions be courteous and respectful of others;
  - understands and agrees with OCIP's privacy procedures appended to this Code; and



- if a Status Indian, does not ordinarily reside on an Indian reserve.

5.17 Proof of Indigenous ancestry will entail at least the following:

- for status Indian, proof that the individual is registered under the Indian Act;
- for non-status Indian, genealogical proof through a family tree that the applicant is a direct descendant of an Indian person ;
- for Métis, genealogical proof through a family tree that the applicant is a direct descendant of a Métis person (many historic documents identify mixed-race Indigenous individuals using terms other than Métis including but not limited to chicot, bois-brule, half-breed, French breed, other breed, etc.);
- for Inuk,
- proof that he or she is a beneficiary of a comprehensive claim or is a direct descendant of such a beneficiary or
- genealogical proof through a family tree that the applicant is a direct descendant of an Inuk .

5.18 It is up to the Registrar to determine whether the of Indigenous ancestry as presented by the applicant is credible.

5.19 An individual adopted as a child by parents, at least one of whom was of Indigenous ancestry, can become a Full member of OCIP, even if neither of his or her biological parents were of Indigenous ancestry.

5.20 The Registrar will provide a membership card with a distinct number to all applicants meeting the requirements to become Full members.

5.21 An applicant to become a Youth member must provide:

- full name, current address, phone number;

- birth certificate;
- the name and OCIP membership number of at least one parent who is a Full member; or
- if the youth does not have a parent who is a Full member of OCIP, he or she must provide proof of Indigenous ancestry.

5.22 The Registrar will only consider those applications meeting all of the requirements for membership. The Registrar noting any missing evidence will request further documentation required to complete the application.

5.23 The Board may modify the list of documents required for applicants for individual members without recourse to the AGA for approval.

5.24 The Board may enter into agreements with other affiliates of the Congress of Aboriginal People with the aim of simplifying application procedures for members moving from one region to another.

#### Protection of Privacy

5.25 The Board and Registrar will ensure that the protection of privacy procedures attached as an Annex to this Code are adhered to.

5.26 The Board has the authority to modify these privacy procedures where appropriate so long as these modifications are consistent with applicable laws.

## Appeals

- 5.27 When resources permit, the Board will establish an appeals mechanism open to any individual whose application for Full membership has been denied by the Registrar. The Board will also establish a fee for making an appeal, such fee not to exceed \$300.
- 5.28 When communicating a denial of Full membership to an applicant, the Registrar will inform the applicant of the appeal mechanism and how to make use of it, once established.
- 5.29 An applicant may not appeal if the Registrar judges his or her application to be incomplete.

## Community Membership

6. Community membership shall be limited to entities that have membership criteria that coincide with those of a Full Member of OCIP. To participate in OCIP voting and holding OCIP positions, individuals belonging to these entities must have an OCIP membership (dual membership). The rights of the Indigenous Community entities in OCIP including voting, will be negotiated with each individual Indigenous community and formalized in an OCIP Protocol Agreement. This Agreement will be negotiated by the OCIP Executive and ratified by the OCIP Board.

## Fees

7. Fees or dues upon obtaining Indigenous membership or Indigenous Community status shall be at the direction of the OCIP Board.

Rights may be limited

8. The rights of participation in the affairs of the OCIP may be limited by the OCIP Board pursuant to these by-laws

#### Annual General Assembly

9. The OCIP AGA shall take place annually and shall be held at any place in Ontario that the OCIP Board may determine, and on such days the business of the OCIP shall be conducted. The AGA is the forum where OCIP members set the goals, priorities and any policies relating to its relationship with external bodies or its stand on public and Indigenous issues. The AGA also approves any Codes, such as Registry Code, Election Code or Code of Conduct. The resolutions of the OCIP AGA give direction to the OCIP Board and must be spoken to at the next OCIP AGA. The AGA is the forum that has the authority to create and amend by-laws of the OCIP, and gives a mandate to the OCIP Executive Committee and OCIP Board. The AGA is the last appeal for all issues regarding OCIP.

- 9.1 The OCIP Board may also call Special Assemblies from time to time to deal with specific issues. Special Assemblies have the same authorities of an AGA but confined to only those specific issues on its agenda.

- 9.2 The by-laws of the OCIP may be repealed or amended by a two-step process. First, the Board must adopt a resolution to amend or repeal the by-laws either by a majority of the OCIP Board at a meeting of the Board or by resolution in writing pursuant to paragraph 24 of these by-laws. Second, this resolution must be confirmed by an affirmative vote of at least a majority of the eligible voters registered at an AGA or Special Assembly.

#### Roles of the Board

10. The property and business of the OCIP shall be managed by the Board. The Board shall take its direction from and shall report to the AGA.

10.1 Specific responsibilities of the Board include the following:  
directing any staff through an Executive Director; establishing administrative policies and procedures such as personnel and financial management policies and the protection of personal information; establishing program policies and governance policies relating to its own operation; recommending to the AGA the adoption of resolutions and policies related to OCIP's relationships with external bodies and its stand on public and Indigenous policy issues.

10.2 The Board shall have the power to enter into contracts which the OCIP may lawfully enter into and may exercise all such other powers and do all such other acts and things as otherwise by law it is authorized to exercise and do. The Board is authorized to open a bank account and issue cheques and enter into loans and lines of credit, and use credit cards.

10.3 The Board may from time to time

- a. Borrow money on the credit of the Corporation; or
- b. Issue, sell or pledge securities of the Corporation; or
- c. Charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation in order to secure any securities or any money borrowed, or other debt or any other obligation or liability of the Corporation.

10.4 The Board may authorize any director or employee of the Corporation or any other person to make arrangements with reference to the monies borrowed or to be borrowed including

- a. the terms and conditions of the loan,
- b. the securities to be given thereof,
- c. the power to vary or modify such arrangements, and
- d. the authority to generally manage, transact and settle the borrowing of money by the Corporation.

10.5 All members of the OCIP Board shall follow the policies and by-laws of OCIP. The OCIP Board shall ensure that OCIP practices fiscally sound management and balances the budgets of the OCIP. The OCIP Board shall have unlimited and timely access to all documents requested, except personal information of employees and members prohibited by law. These documents and their access shall be governed by the *Personal Information Protection and Electronic Documents Act*.

#### Composition of the Board

11. The OCIP Board shall be made up of up to 15 individuals consisting of Chief, Vice Chief, Secretary, Treasurer, Elder, Youth Advisor, and nine District Governors. Any member of the Board must be a Full Member. The term of office will be 4 years except for the Elder, whose term will be 5 years.
  - 11.1 The Full Members residing in each District shall elect one (1) Governor at a District General Assembly or by whatever other means as determined by the District Council. In order to stand for election, a candidate must be a permanent resident of the District he or she intends to represent and must be a Full Member of OCIP. If there is no Council in the District, the Board will invite nominations from the District to sit on the Board and will choose a Governor from these nominations to represent that District.
  - 11.2 The Chief and Vice Chief will be elected through a process to be determined by the Board at least six months prior to the election. Members of the Board who seek to run for either of these offices will recuse themselves from this decision. Alternatively, the AGA may adopt an Election Code to guide the process of this election and the election of District Governors. Regardless of the process chosen, all Full Members of OCIP will be eligible to vote in the election for Chief and Vice Chief.
  - 11.3 Once the Chief, Vice Chief and the 9 District Governors are in place, the Board will choose a Youth Advisor, Secretary and Treasurer through a process to determined by the Board or by

an OCIP Election Code. Each of these individuals will be full voting members of the Board. The Youth Advisor must be between 18 to 25 years of age at the time of his or her appointment.

11.4 The Elder will be appointed at an AGA for a term of 5 years. The Elder will not be a voting member of the Board.

11.5 The Board will choose from among its members, a Women's Representative, who shall be responsible for ensuring that a female perspective is given to all issues before the Board. The Women's Representative will also represent the Board on any external bodies or committees that focus on women's issues.

11.6 Vacancies on the Board during the four-year term of office will be filled by the Board through a process to be determined by the Board.

#### Removal of Board Members

12. A Board Member, including the Chief or Vice Chief, shall cease to be a Member of the Board upon any of the following events:

- a. the Member dies or is permanently incapacitated;
- b. the Member resigns in writing from his or her position;
- c. the Member with the exception of the Chief or Vice Chief holds any salaried position with OCIP;
- d. the Member no longer resides in the District that he or she represents; or
- e. the Member is absent from three (3) or more consecutive Board meetings without valid reason acceptable to the Board.

12.1 A Board Member may be suspended by way of resolution approved by seventy-five percent (75%) of the Board Members in circumstances that include, but are not limited to the following: if he or she is

- a. jeopardizing OCIP, including actions which are detrimental to the funding of the organization;

- b. bringing the reputation of OCIP into disrepute;
- c. performing actions or making statements contrary to the by-laws, codes or policies of OCIP; or
- d. participating in or concerned with the profits of any contract with OCIP without disclosing his or her interest in the contract to the Board prior to the discussion or vote at a Board meeting regarding the contract.

12.2 In the event a Board Member is to be considered for suspension pursuant to 12.1, the Board Member shall be notified by the Chief or Vice Chief of the proposed action, which notice shall be accompanied by a brief statement of the reasons for the proposed suspension. The Board Member shall be given the opportunity to be heard at a meeting of the Board to state why he or she should not be suspended. The Board can reverse the suspension of a Board Member at any time by way of a resolution approved by seventy-five percent (75%) of the Board Members.

12.3 A Board Member may be permanently removed from the Board pursuant to a Special Resolution at an AGA or Special Assembly. Prior to the meeting, the Board Member shall be provided a copy of the Special Resolution by a member of the Executive Committee and shall be given an opportunity to be heard at the AGA or Special Assembly to state why he or she should not be removed.

12.4 A Board Member suspended from the Board cannot attend Board meetings and will not have a vote on matters before the Board.

#### OCIP Officers

13. Officers of OCIP shall be the Chief, Vice Chief, Secretary and Treasurer and they will make up the Executive Committee.

13.1 OCIP Executive Committee shall have the day-to-day responsibility for the management and administration of the



OCIP. The Executive Committee shall report to, advise and take direction from the OCIP Board.

- 13.2 Board Members shall be the delegates to the AGA of the Indigenous Peoples Assembly of Canada. The Executive Committee will decide on the final make-up of the OCIP delegation if the OCIP allowed delegation either exceeds or is less than the number of OCIP Board Members willing to attend. All OCIP delegates must be Full Members of OCIP.

#### Duties of the OCIP Chief

14. The Chief shall be the principal spokesperson for OCIP, shall represent OCIP on the Board of the Indigenous Peoples Assembly of Canada and shall chair meetings of the AGA, Special Assemblies, Board and Executive Committee. Once OCIP has staff, he or she shall be the principal link between the Board and the Executive Director. The Chief can delegate to the Vice Chief or other members of the Board any of his or her duties including the chairing of meetings. The individual chairing any OCIP meeting, whether the Chief or his or her delegate, cannot vote on any motion or issue but can vote in case of a tie.
  - 14.1 The OCIP Chief shall have the authority to sign and enter into contracts on behalf of the OCIP up to \$5000. For amounts exceeding \$5000 he or she must have a second Executive Committee member sign the contract.
  - 14.2 The OCIP Chief shall perform such other duties as may be prescribed by the Board, the Executive Committee or AGA.

#### Duties of the Vice Chief

15. The OCIP Vice Chief may take on the duties of the OCIP Chief when the Chief is not able, and will become the OCIP Chief if the OCIP Chief dies, is suspended or removed from the Board pursuant to Section 12 or is permanently incapacitated. This

appointment will be in effect until the next duly scheduled election date. The Vice Chief is a member of the Executive Committee and is responsible for assisting the Chief in the organizing and chairing of all OCIP meetings including such matters as the preparation of agendas.

- 15.1 The Vice Chief shall perform such other duties as may be prescribed by the Board, the Executive Committee or the AGA.

#### Duties of the Secretary

16. The Secretary shall be the custodian of the OCIP seal, minutes and all incorporation documents. When necessary, the Secretary shall report changes to the composition of the OCIP Board to the appropriate provincial government bodies.
- 16.1 The Secretary shall be responsible for establishing a Board mailing list and shall forward mail and information to all Board members as soon as possible. The Secretary may use email or a secure website for this purpose.
- 16.2 The Secretary shall be responsible to give or cause to be given notice of all meetings of the OCIP and shall attend all meetings and ensure that all votes and minutes of the entire proceeding are responsibly kept in the books of the OCIP. The Secretary shall perform such other duties as may be prescribed by the Board or the Executive Committee.

#### Duties of the Treasurer

17. The Treasurer shall have responsibility to ensure the prudent custody of the funds and securities of the OCIP and to ensure that full and accurate accounts are kept of all assets, liabilities, receipts and disbursements of the OCIP in the books belonging to the OCIP.

- 17.1 The Treasurer shall present financial statements at every Board meeting for review and discussion.
- 17.2 The Treasurer shall present audited financial statements at every AGA.
- 17.3 The OCIP Treasurer shall present a budget at the beginning of each fiscal year for review by the OCIP Board. The Treasurer shall have the responsibility to ensure the proper deposit of the monies, securities and other valuable effects in the name and to the credit of the OCIP. He or she will do so using the services of such chartered banks or trust companies, or in the case of securities, such registered dealers in securities as may be designated by the Executive Committee. He or she is authorized to manage the funds of the OCIP following established OCIP financial policies.
- 17.4 The OCIP Treasurer shall carry out the affairs of the OCIP under the supervision of the OCIP Executive Committee. In choosing the individual to fill the role of Treasurer, the Board should be mindful of the need for the Treasurer to have experience in accounting, bookkeeping and financial management.
- 17.5 All OCIP cheques require the signatures of the Treasurer and one other member of the Executive Committee.
- 17.6 The OCIP Treasurer shall perform such other duties as may be prescribed by the OCIP Board or the Executive Committee.

#### Duties of the Elder

18. The Elder is appointed at an OCIP AGA for a term of 5 years. This appointment is in recognition of his or her knowledge, wisdom, leadership, and exemplary contributions to the well being of the OCIP community.

- 18.1 The Elder is a member of the Board but does not have a vote. The Elder can make motions, second motions and resolutions, and speak during debates.
- 18.2 The Elder may speak to the long-term goals of OCIP and encourage others to keep these goals in mind when decisions are being made.
- 18.3 It is also the duty of the Elder to speak to matters of respect, justice and honour, drawing on his or her years of experience, human understanding and wisdom. The Elder is also responsible for ceremonial functions.
- 18.4 The Elder, when part of the OCIP delegation to a IPAC AGA, will have the right to vote at that AGA.

#### Youth Advisor

19. The OCIP Youth Advisor is a voting member of the Board and speaks to youth issues. The Youth Advisor should examine all OCIP discussions and decisions from the perspective of how these decisions might impact OCIP youth. The OCIP Youth Advisor shall also sit on the Congress of Aboriginal Peoples Youth body.

#### Duties of the Executive Director

20. When funding permits, the Board may appoint an Executive Director to assist it in the conduct of OCIP business. The Executive Director will be responsible for the hiring and supervision of all staff and volunteers, subject to policies decided by the Board. He or she shall report directly to the Board and will attend Board meetings but not have the right to vote. The Executive Director will be responsible for the administration of the affairs of the OCIP including the implementation of the plans, policies, programs and activities

of the OCIP, subject to the overall direction of the Board and the Executive Committee. In addition, the Executive Director will assist the Chief and other members of the board in the execution of their responsibilities.

- 20.1 Without an Executive Director, the Board will decide how his or her duties will be performed among its members.

#### Meetings of the OCIP

- 21. The OCIP Chief may call a meeting of OCIP Board at any time and any place he or she chooses by email notice if sent 3 full days in advance. Notice is not required if two thirds of all OCIP Board consent to waiving notice. Notice by mail shall be sent at least 15 days prior to the meeting. In emergencies, only 24 hours written notice is required.
- 21.1 No error or omission in giving notice of any meeting of the OCIP Board shall invalidate such meeting or make void any proceedings taken thereat. Any OCIP Board member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings of such meetings.
- 21.2 A meeting by teleconference call or by some other electronic media shall be a duly called meeting and participating in such a meeting by such means is deemed to be present at the meeting.
- 21.3 Each voting OCIP Board Member participating in the meeting is authorized to cast one vote.
- 21.4 The OCIP Board must hold four (4) meetings annually, preferably in person, but some meetings may be held by telephone conference call or by some other electronic media if in-person meetings are not feasible.

- 21.5 A majority of the Board members can request that the Chief convene a Special Meeting of the Board within five working days. Such a request can be delivered in writing or by other means such as by emails or telephone calls. This request cannot be waived and must be accommodated.
- 21.6 The voice recording of meetings must be announced and is only allowed if at least half of the participants agree to the voice recording. All in-camera sessions are not to be voice recorded or videoed.

#### AGA meetings

22. The OCIP Board must hold a yearly meeting in person and this shall be deemed to be the OCIP AGA. This meeting may be expanded to include Community delegates or called a Special Assembly, but would satisfy the by-laws as an OCIP AGA. In organizing an AGA, the Board must ensure that the financial health of the organization is not jeopardized.

#### Quorum OCIP

#### Board

23. Eight Members or a majority of existing Members of the Board, whichever number is smaller, shall constitute a quorum of the OCIP Board. In the event there is no quorum at a Board meeting, the Board Members who are present shall be entitled to deliver a resolution in writing to the absent Members who shall be entitled to respond in writing with a yes or no vote. In the event a Member does not respond to the resolution within seven days or such other time period as may be determined by the Board, the vote shall be recorded as an abstention.

#### Resolution in writing

24. The OCIP Board may pass a resolution in writing and such resolution is as valid as if it had been passed at a meeting of the OCIP Board. The Chief or his delegate must draft such a resolution and a poll made of each member of the OCIP Board. In order to pass, the resolution must have the approval of the requisite number of OCIP Board Members whose approval would be required to pass that resolution at a meeting of the OCIP Board. This poll may be by email, website secure access, phone or mail or by some other electronic media.

#### Compensation for

#### OCIP Board Members

25. An OCIP Board Member may be remunerated and paid expenses incurred by him or her in the performance of his or her duties as funding allows. The administration of such remuneration and expenses shall be pursuant to the OCIP financial policy.
- 25.1 Any OCIP Board Member, including members of the Executive Committee, may provide services to OCIP under a term contract for services.

#### Employee of the OCIP

26. With the exception of the Chief and Vice Chief, an OCIP Board Member must step down if he or she becomes an employee of the Corporation. Employment by the Board does not include payment for services rendered under a contract or receiving a per-diem payment for duties as a Member of the OCIP Board as neither of these arrangements constitutes an employee-employer relationship.

#### Financial Year

#### and Accountability

27. The fiscal year end of the OCIP shall be March 31<sup>st</sup>.

#### Finance Committee

28. The OCIP Finance Committee is composed of the Treasurer, who is the Chair of the Finance Committee, a member in good standing with a background in accounting, and the Chief and Vice Chief. The Finance Committee will develop financial policies and present these to the OCIP Board as needed. The Finance Committee will review the books from time to time to ensure that proper financial accountability and proper management practices are occurring. The OCIP shall operate on a balanced budget basis. The Finance Committee shall provide quarterly financial statements and quarterly budget projections to ensure that this goal is realized.

#### Auditors

29. The OCIP Board shall appoint an auditor to audit the accounts of the OCIP, the results of which will be presented at the AGA. The OCIP Board shall negotiate the remuneration of the auditor.

#### Gender plural

30. In these by-laws and in all other by-laws of the Corporation hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

#### Seal of OCIP

31. The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the OCIP Corporation.

#### Code of Conduct



32. All Board Members will endeavour to conduct themselves in an honest and forthright manner that recognizes the cultural diversity of the members of OCIP and other members of the Board. In particular they will:
- a. provide honest and trusting leadership on all the pressing issues facing the members of OCIP;
  - b. work towards consensus building in the development and strengthening of the organization;
  - c. treat fellow Board Members, staff and members with honesty, integrity, courtesy and respect; and
  - d. respect the privacy of others when in a position of trust.
- 32.1 All Board Members must declare a conflict of interest when issues before them could result in financial gain for themselves or their immediate families or provide some other benefit to themselves or their immediate families not available to other Full Members.
- 32.2 When a conflict of interest is declared the Board Member must remove himself or herself from the room, conversation or discussion. The Board may direct questions to the Board Member to clarify if indeed a conflict exists.

#### Resolution of Conflicts

33. Disputes or controversies among members, Board Members, Executive, committee members or volunteers of OCIP are as much as possible to be resolved in accordance with mediation. With the agreement of the parties involved in the dispute or controversy, the Board may appoint an Elder or some other appropriate individual to mediate among the parties so as to reach a mutual agreement on resolving the dispute or controversy.

Passed by the OCIP AGA and sealed with the corporate seal this day of

(Corporate Seal)

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OCIP Chief

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OCIP Vice Chief

## OCIP Procedures for Implementing PIPEDA

### Preamble

OCIP is committed to use, maintain and protect personal information including genealogies of its members in a manner that is responsible and in accordance with the highest privacy principles and standards as enshrined in the Personal Information Protection and Electronic Documents Act (PIPEDA). For OCIP's Registry meeting its commitments to protect personal information is central to its mission and is accordingly an important aspect of the operation of the Registry.

### Procedures

Accountability –OCIP will assign responsibilities for ensuring privacy protection and will account for the exercise of this responsibility

The Registrar will have responsibility for ensuring the protection of all personal information involving the Registry.

The Registrar will undertake a privacy review annually to assess the personal information used, collected and disclosed by OCIP to ensure these privacy procedures continue to address all privacy concerns.

The Registrar in his or her reports to the OCIP Board will address privacy issues when appropriate.

Employee Agreements involving any Registry staff will include a clause on privacy issues.

OCIP will, to the best of its ability, ensure that any third party suppliers such as internet service provider and the file storage facility responsibly manage the personal information shared with them.

Identifying purposes - OCIP will tell people why it collects their personal information

OCIP will communicate the following reasons for collecting personal information to applicants:

- Processing applications, tracing ancestry and determining eligibility for citizenship and harvester certification
- Maintaining the membership and harvester registries
- Compiling and issuing voter lists for OCIP elections
- Communicating with our citizens
- Determining a person's eligibility to be a candidate for elected or appointed office
- Providing information to regional communities as necessary for them to fulfill their obligations
- Verifying status and eligibility for Indigenous-specific programs, services and job placements (with the express consent of the individual when the request comes from affiliates or other third parties)
- Determining if an applicant is on any other Indigenous Registry
- Conducting research into cultural practices and traditional lore
- Conducting Indigenous-specific research on such topics as health, housing, demographics, education, training, and employment (such research does not involve or result in the identification of individuals)
- Generating non-personal statistical data and reports
- Conducting day-to-day business of the Registry
- Creating a genealogical data base

Consent – OCIP will obtain people's consent to collect and use their personal information

The application forms for citizenship and harvester certification will ask applicants to sign two consent forms. The first will outline the generic or implied uses noted above for the conduct of registry business and related research. The second form will ask for express consent for releasing

- i) the applicant's genealogical information to relatives or a specified list of relatives
- ii) applicant information to genealogical organizations or individuals for the express purpose of confirming ancestry concerning application for membership with OCIP

Limiting collection – OCIP will collect only the personal information it needs

If the express or implied consent purposes change, the Registry shall review the information collected to see if the information is still required. If not all information is required the Registry will stop collecting it and establish a process for removal of the unnecessary information from current citizen and harvester files.

Limiting use, disclosure, and retention – OCIP will use, disclose and retain personal information only when necessary

The use, disclosure and retention of personal information will be reassessed and the procedures revised, if necessary, during every privacy review.

Whenever practical and possible, no duplicate or redundant copies of personal information will be retained.

Any requests from legal authorities should be directed to the Registrar. The Registrar will request identification, subpoena or search warrant, prior to revealing any personal information.

Accuracy- OCIP will take reasonable care to keep personal information accurate

All data entry into the membership database shall include at least one check to verify the accuracy of the data entered.

Each member file or record shall include a log to list the date and nature of all updates made to the personal information in the file or record

Requests by citizens to update their personal information must be in writing and signed. The request must be kept on the member's file

OCIP will encourage members through various means such as the web site to submit changes in personal information to the Registrar, who will ensure records are adjusted accordingly.

Safeguards – OCIP will protect all personal information from theft, unintended destruction and manipulation

OCIP will ensure that any off-site storage of paper and electronic records meets the highest standards of protection from theft or unintended destruction.

At OCIP headquarters, all documents with personal information will be secured in a locked cabinet when the Registrar leaves his or her office or work space. Further, all documents with personal information except those the employee is working on will be out of sight, preferably in a locked cabinet.

Any Registry employees will close and lock their office door anytime they are not in their office.

The Registry fax machine will be kept in an area with limited access and checked regularly for incoming documents.

Mail to the Registry will be collected and opened immediately or stored in a locked cabinet.

Only Registry employees will have access to the membership data bases and their access will be pass word protected.

Any Registry employees will receive regular training on ensuring the protection of personal information.

Openness- OCIP will communicate its commitment, principles and policies to its applicants and members

The OCIP application form, which will be publicly available on the OCIP web site, will communicate the OCIP's commitment and principles to the protection of personal information held by the Registry.

This set of privacy procedures will be given to applicants or members upon request.

All Registry staff will receive regular training on OCIP's principles and procedures relating to the protection of personal information.

Individual access – OCIP will allow people to access their personal information

The consent form in the application package will contain a specific section regarding an applicant or member's rights regarding their personal information held by OCIP. This section among other things will make the following points:

- An individual has the right to withdraw his or her consent at any time to any of the uses or disclosures listed in the form. Depending on the nature of the use or disclosure, such a request may have consequences affecting membership
- An individual has a right at any time to be given access to his or her file in order to ensure accuracy and completeness. OCIP will respond within 30 days to such a request.
- An applicant or member has the right to be informed about OCIP procedures and practices with regard to personal information. OCIP will be pleased to respond to all inquiries.

The Registry may charge a fee equal to the cost of copying the member's personal information but must advise the person of these costs before proceeding with the request.

Any Registry employees will receive training to ensure that they are aware of these rights that an applicant or member has.

Challenging compliance- OCIP will consider all reasonable complaints and provide redress where appropriate

An individual can direct questions or address a challenge concerning our compliance with the above principles to the OCIP Registrar. Contact information will be on the application form and consequently on the web site.

OCIP will investigate all complaints. If OCIP concludes that a complaint is justified, it will take appropriate measures, including, if necessary, amending its procedures and practices. OCIP will document all personal information requests and challenges and will reply to the complainant in writing within 30 days of receiving the complaint.

