

**KEE TAS KEE NOW TRIBAL COUNCIL**

**BY-LAWS**

## **Kee Tas Kee Now Tribal Council BY-LAWS**

### **Members**

1. The members of Kee Tas Kee Now Tribal Council (the "Society") shall be Whitefish Lake First Nation, Woodland Cree First Nation, Loon River Cree First Nation, Peerless Trout First Nation and Lubicon Lake Band (each, a "First Nation"). All members of the Society may attend meetings of the Society. All members of the Society must behave in accordance with the by-laws and objectives of the Society.

A member of the Society may withdraw from the Society upon giving thirty (30) days notice in writing to the Secretary. No member may be expelled from the Society.

The Society may admit a new member by way of special resolution of the members of the Society and Special Resolution of the Directors.

### **Executive**

2. The Executive of the Society shall be a Grand Chief (who will have all the duties and responsibilities of a President), and four (4) Vice-Grand Chiefs (who will each have all the duties and responsibilities of a Vice President), selected as follows: at each Annual General Meeting the Grand Chief shall be selected, by secret ballot, from among the Chiefs of the member First Nations; the remaining Chiefs shall be, without further process, installed as Vice-Grand Chiefs. The term of office, for all officers, of the Society shall be one year.
3. The Executive may at any stage of its proceedings where it has not been reasonable to achieve a consensus, refer any question or issue of law, of jurisdiction or of practice and procedure to a Panel for hearing and determination. This Panel shall consist of the five (5) Chiefs of the member First Nations, and the CEO of the Society.

### **Board of Directors**

4. Each member First Nation shall be represented by the Chief and four (4) other councillors (each, a "Director") for a total of twenty-five (25) Directors. These Directors shall constitute the Board of Directors (the "Board"). The Board shall, subject to the by-laws and directions given to it at an annual general meeting, have full control and management of the affairs of the Society. Meetings of the Board shall be held as often as may be required, but at least once every three (3) months and shall be called by the Grand Chief. A special meeting may be called on the instruction of any two (2) Directors thereof, provided they request the Grand Chief, in writing, to call such a meeting, and state the business to be brought before the meeting. Meetings of the Board shall be called at three (3) days notice. The Chief and two (2) representatives from each First Nation shall constitute a quorum and meetings may be held without notice if a quorum is present. The quorum must be present at the beginning of the meeting, and when any votes are passed. Vacancies in the Board shall be filled at the next meeting following an election or by-election. Directors of the Society may be removed by the council of the First Nation which they represent.

### **Secretary**

5. It shall be the duty of the Secretary to attend all meetings of the Society and the Board and to cause accurate minutes to be kept of same. The Secretary of the Society shall keep or cause to be kept all other books and records of the Society. He shall keep the Society's seal and shall authorize its use.

### **Treasurer**

6. The Treasurer shall receive all monies paid to the Society and shall be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He will properly account for the funds of the Society and keep such books as may be required. He shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the annual meeting, or as soon thereafter as possible, a statement duly audited as hereinafter set forth of the financial position of the Society and submit a copy of same to the Secretary for the records of the Society. The office of Treasurer and the Secretary may be filled by one person if any annual meeting shall so decide.

### **Auditing**

7. The books, accounts and records of the Society kept by the Secretary and the Treasurer shall be audited at least once each year by a duly qualified accountant or by two (2) Directors elected for that purpose at the annual meeting of the Society. The fiscal year of the Society shall be April 1<sup>st</sup> to March 31<sup>st</sup>. The books and records of the Society may be inspected by any member of the Society at the annual meeting provided for herein or at anytime upon giving reasonable notice and arranging a time satisfactory to the Officer or Officers having charge of same. Each member of the Board shall at all times have access to such books and records.

### **Meetings**

8. The Society shall hold an annual meeting on or before April 30<sup>th</sup> of each year, of which notice in writing shall be delivered in the mail twenty-one (21) days prior to the date of the meeting. The Officers and Board shall be elected at this meeting, as herein provided.
9. General meetings of the Society may be called by the Secretary upon the instructions of the Grand Chief or Board by notice in writing delivered in the mail at least eight (8) days prior to the date of such meeting. A special meeting shall be called by the Grand Chief upon receipt of a petition signed by one-third (1/3) of the Directors, setting forth the reasons for calling such a meeting, which shall be sent to each member, delivered in the mail eight (8) days prior to the meeting.
10. Fifteen (15) members of the Board shall constitute a quorum at any meeting, provided all five (5) Chiefs are included in the fifteen (15) and two (2) councillors from each First Nations.

### **Voting**

11. All votes of the Society shall be by show of hands except as herein provided. Such votes must be made in person and not by proxy or otherwise.

### Remuneration

12. Any meeting may authorize that an Officer or Director be remunerated for his services.

### Borrowing Powers

13. For the purpose of carrying out its objects the Society may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under authority of the Society, and, in no case shall debentures be issued without the sanction of a Special Resolution of the Society.
14. A Special Resolution will be found where the Directors are given twenty-one (21) days notice of the resolution to be passed, followed by a vote where seventy-five (75%) percent of the Board agree to adopt the proposed resolution.

### By-laws

15. The by-laws may be rescinded, altered or added to by a Special Resolution.

DATED this \_\_\_\_ day of \_\_\_\_\_, 2013.

### WOODLAND CREE FIRST NATION

Per: \_\_\_\_\_

Name: William Whitehead  
Title: Chief

Per: \_\_\_\_\_

Name: Ken Auger  
Title: Councillor

Per: \_\_\_\_\_

Name: Isaac Laboucan-Avirom  
Title: Councillor

Per: \_\_\_\_\_

Name: Kathleen Laboucan  
Title: Councillor

Per: \_\_\_\_\_

Name: Frank Whitehead  
Title: Councillor

### LOON RIVER FIRST NATION

Per: \_\_\_\_\_

Name: Arthur Noskey  
Title: Chief

Per: \_\_\_\_\_

Name: Albert Ward  
Title: Councillor

Per: \_\_\_\_\_

Name: Shayne Letendre  
McLaughlin  
Title: Councillor

Per: \_\_\_\_\_

Name: Mayble Noskiye  
Title: Councillor

Per: \_\_\_\_\_

Name: Ivan Sawan  
Title: Councillor

### WHITEFISH LAKE FIRST NATION

Per: \_\_\_\_\_

Name: Eddie Tallman

Title: Chief

Per: \_\_\_\_\_

Name: Ivan Auger

Title: Councillor

Per: \_\_\_\_\_

Name: Eddie Laboucan

Title: Councillor

Per: \_\_\_\_\_

Name: Richard A. Laboucan

Title: Councillor

Per: \_\_\_\_\_

Name: James Nahachick

Title: Councillor

### PEERLESS TROUT FIRST NATION

Per: \_\_\_\_\_

Name: James Alook

Title: Chief

Per: \_\_\_\_\_

Name: Norman Gladue

Title: Councillor

Per: \_\_\_\_\_

Name: William Houle

Title: Councillor

Per: \_\_\_\_\_

Name: Sharon Laboucan

Title: Councillor

Per: \_\_\_\_\_

Name: Gilbert Okemow

Title: Councillor

### LUBICON LAKE BAND

Per: \_\_\_\_\_

Name: Billy Joe Laboucan

Title: Chief

Per: \_\_\_\_\_

Name: Joe Auger

Title: Councillor

Per: \_\_\_\_\_

Name: Michael Ominayak

Title: Councillor

Per: \_\_\_\_\_

Name: Irene Laboucan

Title: Councillor

Per: \_\_\_\_\_

Name: Cheryl Laboucan

Title: Councillor

Per: \_\_\_\_\_

Name: Brian Laboucan

Title: Councillor