



# **GABRIEL DUMONT INSTITUTE**

of Native Studies and Applied Research

## **Gabriel Dumont Institute of Native Studies and Applied Research Policies and Procedures**

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**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

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**2.0 GOVERNANCE PROCESS**

The Gabriel Dumont Institute (GDI)’s Board of Governors is responsible for the development of Institute policies and programs, for the development and approval of programs, and for the general administration of the Institute. As such, the GDI Board of Governors oversees the policies and operations of:

- ∞ GDI central operations: which include finance and administration, library services, curriculum development/publishing and research;
- ∞ Dumont Technical Institute: technical and vocational programs;
- ∞ Saskatchewan Native Teacher Education Program or SUNTEP: Saskatoon, Regina, and Prince Albert campuses;
- ∞ Gabriel Dumont College, Saskatoon and Prince Albert campuses; and
- ∞ Other university programming in association with the University of Regina and the University of Saskatchewan.

**GDI Bylaws**

PERSONNEL

- A) The Board shall employ a Chief Executive Officer known as the Executive Director of the Institute. He/ she shall serve as the Chief Executive of the Board. His/her responsibilities will include the preparation of Board agendas in consultation with the Chairperson, to see that an accurate record is kept of all Board decisions, and to ensure that Board decisions are implemented.
- B) GDI may employ such other staff as are necessary to conduct the Institute’s programs and services.
- C) The Board shall approve a personnel policy manual, which specifies working conditions, which provides job descriptions and qualifications, and which sets out salary scales. The Board will ensure that said policy manual is reviewed and updated annually.

MEETINGS

Membership meetings and Board and Institute committees shall be held as follows:

A) Board Meetings

- 1) The Board of Governors shall meet regularly every second month for as long as necessary to conduct the Institute’s business. There shall be a minimum of six (6) regular meetings annually. The Board,

in addition, may hold such special meetings as may be required.

- 2) Special meetings may be held at the call of the Chair, or the Chair shall call such meetings when requested by at least four (4) members of the Board. Such requests shall be in writing and shall state the meeting's purpose.

### **Types of meetings**

- ∞ Face-to-face meetings, which may include some members participating by telephone or other communications technology.
  - ∞ Telephone or other communications technology meetings.
- 3) The dates for the next regular Board of Governors meeting shall be set at the conclusion of each meeting. Special Board meetings shall require forty-eight (48) hours notice. Notice of such special meetings may be given in writing, by telephone, email, or by means of any other electronic/telecommunication/social media method. Notice requirements may be waived upon the Board's unanimous approval.
  - 4) Except where otherwise expressly provided for in these By-laws, all Board meetings shall be conducted in accordance with Métis principles of respect and wherever possible, consensus, and according to Robert's Rules of Order.

### **B) Committee Meetings**

- 1) Executive Committee Meetings may be called as frequently as required. Notice of such meetings shall be given at least four (4) days in advance of such meeting. Notice of such meetings may be given in by telephone, email, or by means of any other electronic/telecommunication/social media method. The notice requirements may be waived upon unanimous approval of the Committee. Executive Committee Meetings may be conducted by telephone or any other means of instantaneous telecommunication or electronic communication.
- 2) The Board shall implement rules governing the meetings of all other committees that have been established by the Board of Governors from time to time.
- 3) A draft agenda will be circulated to committee members in advance of the meeting. Formal acceptance of the finalized agenda will occur by motion from committee members.

### **C) Membership Meetings**

- 1) The annual general membership meeting may be held in conjunction with the annual general assembly of the Metis Nation—Saskatchewan or at any other time, the Board of Governors may determine date or place as.
- 2) Special membership meetings may be held at the call of the Board Chair. Such meetings shall be held if requested by a majority of the Board, or if requested by at least 100 voting members. Such requests shall be in writing and shall state the meeting's purpose. Written notice of fifteen (15) days is required for such meetings.



**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

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## 2.1 AFFILIATIONS AND SERVICE CONTRACTS

### POLICY

The Gabriel Dumont Institute of Native Studies and Applied Research (GDI) has worked with numerous service partners and important Aboriginal education advocates since forming in 1980. The continued success of these relationships and partnerships, that have produced innovative and effective programs, are vital to the Institute’s continued development as well as to Saskatchewan’s Métis citizens. GDI will take special care to work with all current and future program partners in a respectful, co-operative, and constructive manner that produces mutual benefit for all parties involved.



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### 2.1.1 MÉTIS NATION—SASKATCHEWAN

The Institute is officially recognized as the educational affiliate of the Métis Nation—Saskatchewan (MN—S). The Provincial Métis Council (PMC) member who is assigned to the Education portfolio shall automatically sit as the Chairperson of the Gabriel Dumont Institute (GDI) Board of Governors. This member will be responsible for providing the PMC with updates and reports on GDI activities on an as needed basis.

In order to serve as an Institute Board of Governor, an individual must be Métis. GDI’s Board of Governors shall have representation from the organization’s twelve (12) Regions, who shall be ratified by the MN—S’ PMC.

Despite the common goal of serving Saskatchewan’s Métis, GDI operates as a separate entity within the parent organization and shall maintain separate offices, administration, programs, and services. Furthermore, a member who is an employee/staff member/manager of an affiliated MN—S organization shall not be permitted to sit on the Institute’s Board of Governors.

GDI’s primary focus is always the effective program delivery to its membership.



**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

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**2.1.2 PROVINCE OF SASKATCHEWAN**

The Province of Saskatchewan is an important partner of the Gabriel Dumont Institute in the Institute’s goal to provide education and training opportunities to Saskatchewan’s Métis.



**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

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**2.1.3 UNIVERSITY OF SASKATCHEWAN AND THE UNIVERSITY OF REGINA**

**POLICY**





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## 2.1.4 SASKATCHEWAN POLYTECHNIC

The Dumont Technical Institute (DTI) is federated with Saskatchewan Polytechnic. As a post-secondary institution, DTI is legally and financially independent, but is academically integrated with Saskatchewan Polytechnic.

This means:

- 1) DTI employs its own administrative, academic and support staff, and identifies and provides for its own facility requirements.
- 2) Saskatchewan Polytechnic and DTI remain financially independent and each receives and administers funds appropriated by the Minister for core operations and targeted training programs.
- 3) DTI may offer courses and programs including extension services which are part of Saskatchewan Polytechnic's programs. DTI's students may take other classes needed for certificates, diplomas, or program completion from other institutes affiliated with Saskatchewan Polytechnic.
- 4) The academic standards of brokered programs are governed by Saskatchewan Polytechnic.
- 5) DTI's Principal appoints an academic member to serve on Saskatchewan Polytechnic's Program Council.
- 6) Minimum academic qualifications for instructional staff will be established by Saskatchewan Polytechnic. Saskatchewan Polytechnic will communicate to DTI the minimum academic qualifications prior to hiring instructional staff. In consultation with Saskatchewan Polytechnic, DTI will select and appoint instructional staff, provided they meet Saskatchewan Polytechnic's minimum academic qualifications. Conditions of hiring and employment will be in accordance with the policy of the institution hiring the instructor. Saskatchewan Polytechnic and DTI will share responsibility for supporting the instructor.
- 7) The Agreement signed by the Minister, the Métis Society (now the Métis Nation—Saskatchewan) and DTI on October 14, 1992 is known as the Master Agreement.

DTI shall be recognized as a federated institute of Saskatchewan Polytechnic under the following terms and conditions.

- 1) Certificates and diplomas will be granted by Saskatchewan Polytechnic to students who have satisfactorily completed the curriculum requirements for Saskatchewan Polytechnic certificate and diploma programs. DTI will be recognized on certificate and diplomas granted by Saskatchewan Polytechnic to DTI's students.
- 2) Where the general terms of federation provide for interaction and agreement on academic program matters between DTI and Saskatchewan Polytechnic, that interaction and agreement will occur between both institutions' senior program officers.

- 3) In matters of disagreement over programming and delivery of Saskatchewan Polytechnic-brokered programs by DTI, the following process is to be followed to resolve the issues:
  - i) DTI senior program officers (program coordinators) and the Saskatchewan Polytechnic Dean meet with the objective of resolving the issue. If satisfactory resolution is not reached, then the parties agree to move to the next step within the process.
  - ii) Unresolved issues regarding programming from step one will result in a meeting between the DTI Principal and Saskatchewan Polytechnic's Vice-President of Programs, with the object of resolving the issue. If satisfactory resolution is not reached, then the parties will agree on a process to resolve the issue.
- 4) While DTI will serve primarily Métis people, Saskatchewan Polytechnic services will continue to be available to Métis students through programs and services offered at Saskatchewan Polytechnic's four campuses.
- 5) DTI will be recognized as the training institution of choice for Métis communities where Saskatchewan Polytechnic has delivery or certification jurisdiction.
- 6) When a program is requested by a Métis community, regardless of whether Saskatchewan Polytechnic or DTI is contacted first, the following consultative process will apply:
  - i) DTI or Saskatchewan Polytechnic, in a timely and direct manner, notifies the other of its interest in having the program delivered.
  - ii) DTI confirms its intent to have the program offered.
  - iii) Saskatchewan Polytechnic agrees to provide the program.
- 7) On the basis of space availability, Saskatchewan Polytechnic may make provision for such facilities as required for DTI's senior administrative officers and counselling offices for DTI staff located at Saskatchewan Polytechnic. Facilities for on-campus programs offered by DTI may be provided subject to review by the Vice-President, Programs and by Saskatchewan Polytechnic's local campus directors. DTI will be responsible for the provision of facilities for the operation of its off-campus programs.
- 8) Where Saskatchewan Polytechnic collects tuition fees for programs offered by DTI, these tuition fees will be returned to DTI. Tuition fee schedules for DTI programs will be subject to mutual agreement by Saskatchewan Polytechnic and DTI.
- 9) Métis people may contact DTI and ask for support in applying for admission to any courses offered by Saskatchewan Polytechnic. In such cases, DTI will provide career counselling and support when appropriate.
- 10) Saskatchewan Polytechnic will, on a regular basis, monitor the operation of Saskatchewan Polytechnic-brokered certificate and diploma programs offered by DTI to ensure that they comply with mutually agreed upon standards.
- 11) DTI students will have access to the same range and quality of services available to Saskatchewan Polytechnic students registered in similar programs. Arrangements for the provision of student services will be reviewed annually.
- 12) Where DTI is involved in program delivery, its faculty will participate with Saskatchewan Polytechnic faculty in program meetings which consider academic planning, development, and the maintenance of academic standards.

- 13) DTI officers and faculty will be members of the following academic and other bodies of Saskatchewan Polytechnic:
  - i) Program Council—member appointed by Principal.
  - ii) Subject to mutual agreement, other academic bodies that may be constituted within Saskatchewan Polytechnic.
- 14) Arrangements for DTI students registered in Institute training programs who wish to register in a course or courses offered by Saskatchewan Polytechnic may be made on an individual basis. Required course fees may be remitted to Saskatchewan Polytechnic through DTI. Similarly, arrangements for Saskatchewan Polytechnic students who wish to register in DTI courses may be made on an individual basis. These students may remit to DTI, through Saskatchewan Polytechnic, such additional payment of fees as required by the Institute. All such requests are subject to training seat availability.
- 15) DTI and Saskatchewan Polytechnic will provide the other party with annual information on program offerings. The objective of sharing such information will be to eliminate competition for the same program contracts and duplication of effort, through mutually agreed processes.
- 16) DTI and Saskatchewan Polytechnic will jointly plan a schedule of programs and services on an annual basis. A joint mid-year review of the plan will be held in order to review and assess progress upon the request of senior program officers of either organization. Such a plan may be altered by mutual agreement.
- 17) This Agreement becomes effective on the day it is signed. It may be reviewed and amended at any time by mutual consent of DTI and Saskatchewan Polytechnic, and will remain in effect for a five-year period or until terminated by DTI or Saskatchewan Polytechnic upon six months written notice with reasons for termination stated in the notice of termination.
- 18) This Agreement shall be governed and construed in accordance with the laws, acts, policies and procedures, existing prior to its signing, that govern either party with the respect to the subject matter of this Agreement.



**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

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**2.1.5 REGIONAL COLLEGES**



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## 2.1.6 STATE, HUMAN RESOURCES AND SOCIAL DEVELOPMENT (CANADA) AND THE EMPLOYMENT INSURANCE COMMISSION

Under the terms of the Métis Human Resource Development Agreement between Her Majesty the Queen in Right of Canada as represented by the Minister of State, Human Resources and Social Development (the “Minister”) and the Employment Insurance Commission (the “Commission”) and Gabriel Dumont Institute of Native Studies and Applied Research (the “Organization”), the Institute will deliver:

### Programs

For the duration of this Agreement, the Organization agrees to design, deliver and manage programs and services outlined in Schedule B with the funds received pursuant to this Agreement that assist Aboriginal peoples described in Schedule C to prepare for, obtain and maintain employment.

A description of the programs that the Organization provides to the Aboriginal peoples described in Schedule C pursuant to this Agreement is set out in Schedule B.

It is understood by the parties that this agreement may be amended at any time through mutual consent to include additional programs that Canada commits to offer.

Without limiting the generality of section 4, the Organization will provide, as appropriate, the following labour market programs:

### Part I: Labour Market Programs

Section I: Programs similar to Human Resources and Social Development Canada (HRSDC)’s Employment Benefits, such as:

- a) Program, similar to the Targeted Wage Subsidy Employment Benefit established by the Commission under Part II of *The Employment Insurance Act* (EI Act), to provide wage subsidies to employers to encourage them to hire unemployed individuals.
- b) Program, similar to the Self-employment Employment Benefit established by the commission under Part II of the EI Act, to help unemployed individuals start their own businesses or become self-employed.
- c) Program, similar to the Job Creation Partnerships Employment Benefit established by the Commission under Part II of the EI Act, to provide unemployed individuals with employment opportunities through which they can gain work experience to improve their long-term employment prospects.
- d) Program, similar to the Skills Development Employment Benefit established by the Commission under

Part II of the EI Act, to help unemployed individuals obtain skills ranging from basic to advanced skills.

Section II: Programs similar to HRSDC's Support Measures, such as:

- a) Program, similar to the Employment Assistance Services Support Measures established by the Commission under Part II of the EI Act, to support organizations that provide employment assistance services to the unemployed.
- b) Program, similar to the Local Labour Market Partnerships Support Measures established by the Commission under Part II of the EI Act, to support employers, employee or employer associations, community groups, and communities in developing and implementing strategies for dealing with labour force adjustments and meeting human resource requirements.
- c) Program, similar to the Research and Innovation Support Measures established by the Commission under Part II of the EI Act, to support research and innovative projects to identify better ways of helping persons prepare for, return to or keep employment and productive participants in the labour force.

Section III: Other Labour Market Programs

These Consolidated Revenue Fund (CRF)-funded programs are dedicated to, or of assistance in, improving the employability of the client group. Programs may be of the type described in Section I and II, or may be other types developed by the Organization in consultation with Canada for members of the client group.

As part of Section III programs, support for eligible clients for post-secondary education is allowed. Post-secondary program costs, costs of apprenticeship training programs, and costs for the Organization's contribution to an endowment for a bursary program for post-secondary programs are eligible program assistance costs for the Organization, sub-agreement holders or project sponsors under the AHRD Program (CRF) Contribution portion of the Organization's budget provided that:

- a) Clients are eligible for the program and are not full-time students (excepting clients of bursary programs funded through endowments);
- b) The program and costs are described in the annual plans laid out in Schedule G;
- c) Client participation is limited to a course of instruction of a maximum 64-week period that demonstrates a labour market attachment;
- d) The course of instruction is limited to "undergraduate degree" or college programs demonstrating a labour market attachment; and
- e) The course of instruction is provided by a post-secondary learning institution accredited by the province or Canada.

## **Part II: Youth Programs**

Without limiting the generality of section 4, the Organization will provide, as appropriate, the following programs for unemployed youth between the ages of 15 and 30:

- a) Program similar to HRSDC's Skills Link, which is a client-centered program that responds to the individual needs of youth facing barriers to employment. The program offers a menu of activities that can be mixed and matched to provide individualized, integrated support. Client assessment is used to determine the right mix of interventions, services, and referrals. Those who develop and implement an employment action plan are case managed. Client-orientated activities eligible under the program include:
- i) Youth Employment Services comprised of outreach, client assessment, case management, group employment sessions and individual employment sessions.
  - ii) Group-based Employability Skills: groups of young people are assisted to develop life and/or employability skills.
  - iii) Employability Skills through Community Service: groups of young people are assisted to develop life and/or employability skills, and to apply those skills in the performance of a community service.
  - iv) Employability Skills through Work Experience: groups of young people or individual youth are assisted to develop life and/or employability skills, and to apply those skills in a workplace setting.
  - v) Employability Skills through Entrepreneurship: groups of young people are assisted to develop entrepreneurial skills, and to apply those skills in the planning, launching, and operation of their own businesses.
  - vi) Work Experience: groups of young people or individual youth are provided with opportunities to develop and enhance employability and occupational skills through practical, on-the-job experience. Employers are provided with a wage subsidy to encourage the hiring of these youth.
  - vii) Individual Skills Enhancement: individual youth are provided with financial assistance to undertake short-term courses that fill specific, identified gaps in their education and skill development. Financial assistance is provided directly to participants, not to the educational institutions.
- b) Program similar to HRSDC's Career Focus, which is a client-centered program that matches young post-secondary graduates with career-related work experience that will help these youth acquire the advanced skills and experience they need to achieve their career goals and become leaders in their fields.
- c) Program similar to HRSDC's Summer Work Experience-Summer Career Placement, which is an initiative that provides students with practical summer work experience to prepare them for the job market and to help them in financing and furthering their education.

### **Part III: Programs for Persons with Disabilities**

Without limiting the generality of section 4, the Organization may provide special programs to help persons who self-identify as having physical, mental, or learning impairments to prepare for, find, and keep employment.

#### **Urban Programs**

The Organization undertakes to utilize, as appropriate but not limited to, any Urban Programming funding it may receive to provide labour market programs to eligible clients in the urban communities specified in Schedule D.



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## **2.1.7 RELATIONSHIP AND PROTOCOL BETWEEN GABRIEL DUMONT INSTITUTE AND ADVANCED EDUCATION**

### **POLICY**

#### **Overview:**

The Gabriel Dumont Institute (GDI) is proud of the positive, mutually beneficial relationship that has been forged with Advanced Education and its previous iterations. As an important member of the Saskatchewan post-secondary system, GDI commits to working cooperatively and collaboratively with the Ministry to improve the Saskatchewan post-secondary system and outcomes for Métis residents. As with all Institute business dealings, GDI commits to having open, respectful, honest, and transparent communications with the Ministry.

#### **Communications:**

Communications coming from or destined to the Minister of Advanced Education will ideally come from the Board Chair. In certain situations, it will make sense for communications to be directed or to emanate from the Executive Director. In these cases, the GDI Board Chair will be copied or updated on all communications.

Communications between the Ministry at the Deputy Minister or Assistant Deputy Minister levels will occur at the GDI and Executive Director level. In certain circumstances, program Directors may be contacted directly by the Ministry. In these cases, copies or an update on these communications will be provided to the Executive Director.

Directors will communicate with comparable positions in the Ministry at the Director and Executive Director level. Program Coordinators will interact with Ministry staff at their similar operational level.

#### **Core Contract:**

The Institute operates under the authority of a core contract established with the Ministry of Advanced Education. The core contract details the programs and services funded by the Province. In addition, the contract outlines the protocols and details how the parties interact with one another in meeting our respective mandates. The contract will be the primary document that outlines the relationship between GDI and the Ministry.





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## 2.2 BOARD POLICIES

### POLICY

The Board of Governors shall oversee the Gabriel Dumont Institute (GDI) and shall be responsible for its operation and governance in all matters, including, but not so as to restrict the generality of the following:

- a) To adopt policies for GDI’s effective operation;
- b) To formulate a strategic plan and to oversee its implementation;
- c) To approve annual budgets, audits, and programs;
- d) To function as GDI ambassadors and to encourage students and potential students in their study and career plans;
- e) To represent GDI to all levels of government, Métis persons and to the public generally; and
- f) To appoint a Chief Executive Officer to be directly responsible for implementation of policy and GDI’s day-to-day management and operations.

### PROCEDURE

The Board will communicate policy and procedures direction via motions approved by the majority of the GDI Board of Governors present at a duly held meeting.



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## 2.2.1 BOARD COMPOSITION

### POLICY

#### The Board of Governors

- 1) The Gabriel Dumont Institute (GDI) Board of Governors shall have representation from the twelve (12) Regions of the Organization who shall be ratified by the Provincial Métis Council (PMC) of the Métis Nation—Saskatchewan (MN—S).
- 2) The PMC Member who is assigned the Education portfolio shall automatically sit as the Chairperson of the Board of Governors.
- 3) The Board members shall swear an oath, as set out in the policy for the Institute.
- 4) All persons selected to the Board of Governors will be there for a period of three (3) years. No member shall sit for more than two (2) terms total. Effective March 26, 2022, current board members shall continue to sit in their current term as if it were their first of their eligible two terms. Prior to the expiration of the terms of appointment, the Board shall solicit nominations from those entitled to nominate, and the names of the persons so appointed by the process outlined in the Institute’s bylaws shall be announced at the membership’s annual general meeting.
- 5) A member who is an employee/staff person/management of an affiliated MN—S organization shall not be permitted to serve as a GDI Board of Governor.
- 6) A member of the Board of Governors may be removed from office by the Institute or the Board for just cause or for conduct unbecoming a Board Member. Absence from three (3) consecutive meetings by a Board Member shall be deemed to be just cause for their removal from office, through the discretion of the Institute. Failure by the Institute to remove a Board member for missing three (3) consecutive meetings does not constitute a waiver of this provision by the Institute.
- 7) In the event of there being a vacancy in the Board of Governors created by the death or resignation of a member, or a member becoming mentally incompetent or being removed pursuant to sub-paragraph 6 section IV of the GDI Bylaws, the vacancy shall be filled in accordance with the procedure set out in the Bylaws.
- 8) When there is a vacancy on the Board, for any reason, then the regional appointment process shall proceed as set out in the Bylaws, However, if the vacancy has not been filled through the regional appointment or PMC approval process within 60 days, then the Institute and the Board will seek out nominations for candidates from the region where the vacancy exists, and the vacancy shall be filled by the Board and Institute, considering any factors that the Board and the Institute deem appropriate. The

region may seek an extension of time to fill a vacancy, which shall be considered by the Institute, in its discretion. No extension of time beyond an additional thirty (30) days will be granted.

- 9) The Board of Governors shall oversee GDI and shall be responsible for its operation and governance in all matters, including but not so as to restrict the generality of the following:
  - a) To adopt policies for GDI's effective operation;
  - b) To formulate a strategic plan and to oversee its implementation;
  - c) To approve annual budgets, audits, and programs;
  - d) To function as GDI ambassadors and to encourage students and potential students in their study and career plans;
  - e) To represent GDI to all levels of government, Métis persons and to the public generally; and
  - f) To appoint a Chief Executive Officer to be directly responsible for implementation of policy and GDI's day-to-day management and operations.
- 10) Final authority on all matters relating to GDI policies and programs shall rest with the membership and shall be exercised through an annual general assembly or through special membership meetings called for this purpose
- 11) The MN—S may offer recommendations to the Board, or to the Institute, with respect to the governance or operations of the Institute, provided that such recommendation do not require the Board of Governors or the Institute, to take actions which would be in violation of any legal contractual obligation undertaken by the Institute. The Institute and the Board shall consider all recommendations, and work cooperatively with the MN—S. However, the Institute itself is responsible for operations, and the Board is responsible for governance.
- 12) Board Members may be reimbursed for expenses incurred, or for travel and sustenance while attending Board meetings, annual meetings, general membership meetings, or GDI workshops or conferences.
- 13) Board Members, in addition to their expenses, shall be eligible for an honorarium for attendance at meetings or other approved Institute functions.
- 14) Board Members may not enter into contracts with GDI or benefit from any contracts awarded by the Institute. Board members shall be of good character, and must provide a criminal record vulnerable sector check to the Institute, upon nomination, and upon request of the Institute
- 15) Commencing April 1, 2006, all Board Members shall be appointed to a term of office with one-third of the Members to serve for one (1) year; one-third of the Members to serve for two (2) years, and the remaining one-third to serve for three (3) years. Thereafter, all Members shall be appointed for a term of three (3) years.
- 16) All appointments to the Board must be Métis with knowledge of the cultural, historical, and social circumstances of Saskatchewan's Métis.



# **GABRIEL DUMONT INSTITUTE**

of Native Studies and Applied Research

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## **2.2.1a METHOD OF APPOINTMENT**

### **POLICY**

When there is a vacancy on the Board, for any reason, then the regional appointment process shall proceed as set out in the Bylaws, However, if the vacancy has not been filled through the regional appointment or Provincial Métis Council (PMC) approval process within 60 days, then the Institute and the Board will seek out nominations for candidates from the region where the vacancy exists, and the vacancy shall be filled by the Board and Institute, considering any factors that the Board and the Institute deem appropriate. The region may seek an extension of time to fill a vacancy, which shall be considered by the Institute, in its discretion. No extension of time beyond an additional 30 days will be granted.

In the event of there being a vacancy in the Board of Governors, created by the death or resignation of a member, a member becoming mentally incompetent, or being removed pursuant to sub-paragraph 6, Section IV of the GDI Bylaws. the vacancy shall be filled in accordance with the procedure set out in these Bylaws.



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## 2.2.1b APPOINTMENT FORM

### POLICY

#### Appointment Form

The Gabriel Dumont Institute (GDI) Board is made up of members appointed in accordance with the procedures set out in the Corporation’s Bylaws and the Funding Agreement between the Government of Saskatchewan and the Institute.

An effective Board must operate as a single unit. Board Members need to be focused on GDI’s goals and objectives, have mutual respect for each other, and should be prepared to work together and make compromises that enable them to reach a consensus on most issues. To ensure that Board members are aware of this expectation, the following procedures will be followed:

- 1) The Metis Nation—Saskatchewan Minister of Education, or his/her designate, will notify a new Board Member in writing of the time and place of the next GDI Board meeting and will provide a copy of the code of conduct and Oath of Declaration of Office to the new Board Member;
- 2) GDI’s Executive Director or his/her designate will provide all new Board Members with a training package consisting of information that will assist them in their role as a Board Member; and
- 3) Before the Board Member takes his or her place on the Board, he/she will swear or affirm the following Oath or Declaration of Office:

Oath or Declaration of Office

I, \_\_\_\_\_, do solemnly and sincerely swear (or solemnly affirm):

That I have read the Code of Conduct including the Conflict of Interest Guidelines, and that I will faithfully, honestly, and to the best of my ability, ensure that my conduct, as a Board Member, is in accordance with Code of Conduct.

That I will not, without due authority, disclose or make known any matter of thing that comes to my knowledge by reason of my appointment to the Board, except to the extent that the nature of my appointment has implied reporting requirements.

That I understand that Board Members have a solemn trust for GDI's management and as a Board Member, I pledge to work with the other Board Members to conduct the Institute's affairs with the standard of care required by the Métis community. I agree to faithfully honour GDI's legal and contractual obligations and to obey the Institute's policies and procedures.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Board Member's Signature



Policy No: 2.2.1c
Approved by:
Effective:
Revised: Oct. 3, 2018

## 2.2.1c CRIMINAL RECORD VULNERABLE SECTOR CHECK

### POLICY

Gabriel Dumont Institute (GDI) has a duty to provide a safe working and learning environment for our staff, clients and visitors. To ensure the safety of our staff, students and stakeholders, the Institute requires that prospective Board Members, senior managers and those working directly with vulnerable clients in programs provide a criminal record check, police information check and/or vulnerable sector check prior to their commencement of employment or service provision for the Institute.

### Principles

- 1) The Institute is committed to respecting individuals while at the same time practicing due diligence and maintaining a safe learning and working environment.
- 2) The requirement of a criminal record check, police information check, or vulnerable sector check is meant to screen for violent, sexual or financial crimes that would jeopardize the Institute, our reputation or the community whom we serve.
- 3) Criminal record, police information, and vulnerable sector information is subject to the regulations governing confidentiality and the *Freedom of Information and Protection of Privacy Act (FOIP)*.

Vulnerable Sector Checks were created in 2000 to protect children and **vulnerable persons** and is governed by section 6.3(3) of the *Criminal Records Act*. Policies and procedures related to vulnerable sector checks can be found in the *Dissemination of Criminal Record Information policy* and the *Ministerial Directive Concerning the Release of Criminal Record Information by the Royal Canadian Mounted Police*.

### Definition

Vulnerable Persons—a person who, because of their age, disability or other circumstances, whether temporary or permanent, are:

- 1) in a position of dependence on others, or;
- 2) otherwise at a greater risk than the general population of being harmed by a person in a position of authority or trust relative to them, as defined by the *Criminal Records Act*.

### Procedures

- 1) Checks are applicable to Board Members, senior managers or program workers who oversee clients or students who would be classified as being a “vulnerable person.”
- 2) All persons applying for employment with or are applying to sit on the GDI Board are advised, in the job posting and when contacted for an interview, that their service or employment is conditional upon

receipt and evaluation of their check. A check is to be completed as a final step in the recruitment/volunteer process, prior to an offer being made to the preferred individual. An offer of employment may be made conditional upon receipt of a satisfactory check should the Institute need to proceed with an offer prior to receipt of the check. GDI reserves the right not to hire a candidate or appoint a Board Member based on the results of their check. If the preferred candidate/volunteer refuses to complete the check, the offer of employment is rescinded.

- 3) The police department which has jurisdiction where the individual resides normally obtains checks for the employment candidate/prospective Board Member.
- 4) After assessing the impact of the criminal charges/convictions on the scope of the position/role's responsibilities, the Executive Director and the board chair may authorize the hiring of the employment candidate/prospective Board Member, if appropriate.
- 5) The checks and all personal information revealed as a result of the checks shall remain confidential as per GDI policy # 3.10 and 4.1.23.
- 6) GDI's Human Resources Department returns the original check in a secure manner to the employment/board candidate. It does not form part of the individual's personnel file. Confirmation of receipt of the check will be entered into the Human Resources secure files, which allows Human Resources to track those employment candidates/prospective Board Members who provided checks, and who will need them again in five (5) years. Access to the information is limited to the Executive Director, board chair and the Director of Human Resources, where appropriate.





Policy No: 2.2.1d
Approved by:
Effective:
Revised:

## 2.2.1d CODE OF CONDUCT

### POLICY

#### Code of Conduct

The following Code of Conduct shall be provided to each new Gabriel Dumont Institute (GDI) Board Member prior to their signing of the Oath or Declaration of Office:

- 1) I accept that I am only one Board Member and I will state my opinions in regard to Board business in an objective and orderly manner;
- 2) I will respect the right of each of the Board Members to have equal time and opportunity to state their opinions on Board business;
- 3) I will respect the opinions of other Board Members and give objective thought to those opinions as I expect others to respect my opinions and to objectively assess them;
- 4) I will, at all Board meetings, strive to be constructive and to facilitate the business of the Board;
- 5) If I have a personal disagreement with another Board Member, I will first raise my concerns with that individual and attempt to resolve the differences;
- 6) If my efforts to resolve such differences fail, I agree to raise my concern at a duly constituted Board of Governors meeting if such disagreement relates to GDI’s business;
- 7) Once a Board decision has been made, it will be considered final and binding;
- 8) If I have irreconcilable differences with the Board or another member, I will resign stating the reasons for my resignation in writing;
- 9) I will not interfere with job-related activities of any GDI staff person, but I will raise it with the Chair of the Board in an effort to resolve the difference or concern;
- 10) If I am not satisfied with the Executive Director’s actions, I will raise the matter at a Board meeting. The decision of the Board of Governors on such matters will be final and binding;
- 11) If I am not able to attend a Board of Governors meeting, I will inform the Chairs or the Executive Director stating the reason for my absence;
- 12) If I miss three (3) consecutive Board of Governors meetings without having provided a reasonable explanation for my absence, I agree to resign my position as a GDI Board Member;
- 13) I agree to accept all Board of Governors’ policies and follow all operating procedures in the conduct of my duties as a Board Member;
- 14) As a Board Member, I accept that I have been placed in a position of trust by the members and by the

Métis Nation, and that as a member, I am obligated to participate in the conduct of business with the standard of care and attention required by the Métis community as set out in this Policies and Procedures Manual;

- 15) I will not use my position as a Board Member for personal gain or for the personal private gain of any immediate family member, close personal friend, or business associate; and
- 16) I agree that all matters, which come to the attention of Board Members concerning any GDI business, Board member or staff person, will be treated as confidential and will not be discussed outside of the Board meetings.

I agree to comply with the Conflict of Interest Guidelines appended to this document.



Policy No: 2.2.1e
Approved by:
Effective:
Revised:

## 2.2.1e CONFLICT OF INTEREST GUIDELINES

### POLICY

A member who is an employee/staff person/management of an affiliated organization of the Métis Nation—Saskatchewan shall not be permitted to sit on the Gabriel Dumont Institute (GDI) Board of Governors.

Board Members may not enter into contracts with GDI or benefit from any contracts awarded by the Institute.

### **Conflict of Interest Guidelines**

The following guidelines will be applied to all Board Members in the conduct of GDI's affairs:

- 1) When a Board Member is in conflict of interest, the Director so affected shall disclose their interest and declare a conflict;
- 2) In the event that a Board Member fails to disclose their interest and conflict, another Board Member, if aware of the conflict, may raise the issue and the Board shall, if the conflict is evident, by majority vote declare the Board Member to be in a conflict situation;
- 3) A Board Member who is found or declares to be in conflict of interest will not participate in discussions, shall not make a motion regarding such matters, or shall not vote on such matters;
- 4) A Board Member deemed to be in a conflict of interest might, by motion of the remaining Board Members, be asked to absent him/herself from the meeting until the item of business under consideration is decided; and
- 5) A Board Member shall be deemed to be in conflict of interest where there is a reasonable apprehension of biased appraisal and/or judgement of the issue to be determined including, but not limited to the following:
  - a) The situation involves any member of the Board member's immediate family, including spouse, child, parent, sibling, or spouse of any of these;
  - b) The situation involves any close business associate, employee, employer, partner, shareholder, or other related party who works with the Board Member;
  - c) The Director stands to gain materially or politically from a Board decision;
  - d) A friend of the Board Member stands to gain materially or politically from a decision of the Board;
  - e) A Business competitor of the Board Member could be affected materially or politically from a decision of the Board.



Policy No: 2.2.1f
Approved by:
Effective:
Revised: May 26, 2016

## 2.2.1f ORIENTATION AND TRAINING

### POLICY

Upon acceptance and proper ratification of their appointment, new Gabriel Dumont Institute (GDI) Board Members will be delivered an organizational introduction package and Board orientation materials. These materials will be delivered within fifteen (15) days of appointment or just prior to the next scheduled meeting of the GDI Board of Governors.

New Board Members will also receive a specific, in-person orientation and training session within their first six (6) months of service. At the in-person orientation the new Board Member will also receive an iPad with a GDI email address.

The Board of Governors recognizes the need for the further training and education of all Métis. Furthermore, the Board is committed to maintaining GDI's position as an innovative leader in Aboriginal education. The GDI Board of Governors commits to two (2) professional development sessions per year to ensure that the leadership at the Board level sets a strong example for students and gives the organization the best opportunity for further advancement.



**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

Policy No: 2.2.1g
Approved by: GDI Board of Governors
Effective:
Revised: July 21, 2022

**2.2.1g TERMS**

**POLICY**

Commencing April 1, 2006, all Board Members shall be appointed to a term of office with one-third of the members to serve for one year; one-third of the members to serve for two (2) years, and the remaining one-third to serve for three (3) years. Thereafter, all members shall be appointed for a term of three (3) years.

All persons selected to the Board of Governors will serve for a period of three (3) years. No member shall sit for more than two (2) consecutive terms. Effective March 26, 2022 current board members shall continue to sit their current term as if it were their first of their eligible two terms. Prior to the expiration of the terms of appointment, the Board shall solicit nominations from those entitled to nominate and the names of the persons so appointed by the process outlined in the Institute’s bylaws shall be announced at the annual general meeting of the membership.



Policy No: 2.2.1h
Approved by: GDI Board of Governors
Effective:
Revised: July 21, 2022

## 2.2.1h REMOVAL

### POLICY

A member of the Board of Governors may be removed from office by the Institute or the Board for just cause or for conduct unbecoming a Board Member.

Absence from three (3) consecutive meetings by a Board Member shall be deemed to be just cause for their removal from office, through the discretion of the Institute. Failure by the Institute to remove a Board member for missing three consecutive meetings does not constitute a waiver of this provisions by the Institute.

In the event that a Board Member consistently violates the Code of Conduct and refuses to rectify the behaviour, the remaining Board Members may choose to recommend the member’s removal to the Institute. This behaviour may include non-attendance, dishonesty or gross misconduct while representing GDI at a public event, or not acting in the Institute’s best interest.



Policy No: 2.2.1i
Approved by:
Effective:
Revised:

## 2.2.1i INDEMNIFICATION

### POLICY

The Gabriel Dumont Institute (GDI), in consideration of the Board of Governors undertaking the responsibilities of an Institute Board Member, will indemnify the Board Members and senior management against all claims and payments for which they may become legally liable and against all actions, suits, proceedings, claims, demands, costs and expenses, which may be taken or made against them or incurred or become payable by them by reason of and in the course of their appointment as a GDI Board member, if:

- 1) They have acted honestly and in the Institute's best interest;
- 2) In the case of a criminal charge, they are acquitted; and
- 3) They give notice to GDI of any civil, criminal, or administrative action proceeding against them as soon as they become aware of it.



Policy No: 2.2.1j
Approved by: GDI Board of Governors
Effective:
Revised: July 21, 2022

## 2.2.1j TRAVEL, EXPENSES, AND HONORARIA

### POLICY

#### Travel Expenses and Sustenance

- 1) Gabriel Dumont Institute (GDI) Board Members will be reimbursed for travel expenses for regular scheduled board meetings, established board committee meetings (e.g. Finance and Audit Committee, Union Negotiations Committee, or the Napoleon Lafontaine Scholarship Committee, etc.) at rates as described in the Institute’s travel and sustenance policy.
- 2) Furthermore, where Board Members are requested by the Executive Director to attend a special meeting specific to GDI/Dumont Technical Institute (DTI)/Gabriel Dumont College (GDC)/GDI Training and Employment (GDITE)’s polices and operations, their expenses (by receipt) will be reimbursed.
- 3) The GDI Board of Governors authorizes the Executive Director to approve excess charges for accommodation.

All Board Members should follow these guidelines for all travel and sustenance expenditures:

#### 1) Air Fare and Bus Fare

The Executive Assistant or designate will arrange air/bus/train travel for Board Members through the designated GDI travel agency at cost—when accompanied by a receipt. Travel must be economy class unless not available or for other exceptional reasons which have been approved by the Executive Director or his/her designate. Chartered flights must be approved in advance by the Executive Director or his/her designate.

#### 2) Vehicle Mileage

The rate for mileage is .50 cents per kilometre based on the market standard rate as determined by the Institute. Mileage north of the 54th parallel is .53 cents per kilometre.

#### 3) Hotel

The Executive Assistant or designate will book the hotel stays for all the GDI Board members at the GDI-approved hotels. Actual and reasonable reimbursement shall be supported by receipts. Board Members are encouraged to use businesses that have established competitive government rates or to request government rates for lodging wherever possible. The Institute is a not-for-profit charitable organization, which receives the majority of its funds from the government. Hotels have a variety of room rates and the corporate rate is not always the lowest.



4) Private Accommodation

While staying in the home of family or friends while on Institute business, a per diem of up to fifty dollars (\$50) per day may be claimed. No receipt is required.

5) Sundries

Other costs, such as in-town and long-distance telephone calls, laundry, or movies will be the personal responsibility of the board or staff member.

6) Incidentals

Incidental rates would include consideration for parking, gratuities, and other costs associated with travel. Board Members would be eligible to claim the full rate of fifteen dollars (\$15.00) if travel takes them away from home after 4:30 pm. If they arrive home before 4:30 pm, the half rate of seven dollars and fifty cents (\$7.50) would be applied. There will not be separate rates or extra consideration for out-of-province or out-of-country travel.

7) Meals

Meals will be reimbursed to a maximum of fifty-five dollars (\$55.00) per day. (Breakfast—\$15.00; Dinner—\$15.00; Supper—\$25.00).

8) Business Cost

Employees may be reimbursed for business costs which are approved in advance by the Executive Director or his/her designate and which are verified by receipt.

9) Child Care Expenses

The Institute will cover childcare expenses for staff or Board Members to a maximum of forty dollars (\$40.00) per day, if accompanied by a receipt, while on Institute business, outside of normal day-to-day operations. The claim requires a supporting receipt from someone other than a spouse, partner, or person ordinarily resident in the home, and a brief explanation of why the expenditure should be reimbursed.

## **PROCEDURE**

All GDI Board Member travel claims will be prepared by the Executive Assistant or designate prior to the scheduled travel and must be submitted to the Finance and Operations Department no later than seven (7) days prior to the scheduled meeting. Claims for travel recorded on a *GDI Expense Report* which occur around the date of the Institute's fiscal year-end (GDI/GDC/GDITE—March; DTI—June) are to be submitted as promptly as possible. No Board Member is allowed to approve his/her own travel claim.

## **POLICY**

### **Honoraria**

Board Members, in addition to their expenses, shall be eligible for an honorarium for attendance at meetings or other approved GDI functions. The GDI Board of Governors approves an honorarium rate at one-hundred and fifty-five dollars (\$155) per day for each Board Member and that the Chairperson shall receive an honorarium of two-hundred and thirty-five dollars (\$235 per day), plus travel time rate grid, effective March 25, 2022.

An honorarium of \$235.00 will be only given to the Board Chair when attending GDI board meetings. This policy will be reviewed at the of March of each year.

## **Board Travel**

GDI is governed by Métis people through the twelve Métis Nation—Saskatchewan regions. Meetings are predominantly in Saskatoon requiring extensive travel to and from meetings by Board Members. GDI compensates for this time through the travel grid below.

Travel distance of:

50-200km=\$50.00

201-600km=\$150.00

601-900km=\$225.00

901 + km=\$300.00



Policy No: 2.2.1k
Approved by:
Effective: May 26, 2016
Revised: January 10, 2018

## 2.2.1k BOARD CONFIDENTIALITY

### POLICY

#### **Purpose**

It is understood that Gabriel Dumont Institute (GDI) Board of Governors, through the course of their appointment, may become aware or in possession of confidential company information, proprietary material and sensitive information regarding Institute employees. This information and propriety material may have a significant impact on the competitive edge that the Institute maintains in the marketplace and with its relationship with its employees. GDI's Board of Governors agree that if our employees, business operations and propriety material are not effectively protected, the Institute's production and operations and the sanctity of confidential employee information may be threatened and result in significant and irreparable damages.

GDI's Board of Governors are required to keep all propriety information of the company, its clients and employees confidential both during and after their term on the Board. These practices have been adopted as they have been deemed essential to the protection of Institute business.

#### **Confidentiality Agreement**

The following is classed as confidential information.

#### Confidential Information:

- Institute client/student lists
- Client applications
- Personal information of staff, clients or Board members
- Tax information
- Project management material (as applicable)
- Program information
- Technical management materials (as appropriate)
- Product development
- Investment plans
- Database network

- Human resource planning
- Institute financial information, status and statements
- Object code and source code to company financial systems and premises
- Any information, or documentation labelled “Confidential” by the company, or listed as such by separate memorandum, or e-mail that informs of confidential status
- Any information pertaining to Institute employees, clients or students funding or payroll/benefits.

*Any information relating to the company that is freely in the public domain may not be considered “Confidential.” In the event that a Board Member can prove that information was possessed before it was received from GDI, or that information was gained from an unrelated third party, said information will not be classified as “Confidential.”*

#### Nondisclosure:

While working for GDI, Board Members shall not divulge, disclose, provide, or disseminate confidential information to any third party at any time, unless the Institute gives explicit written authorization. Furthermore, confidential information shall not be used for any purpose other than its reasonable use in the normal performance of Board member duties for the Institute.

#### Company Property:

Upon the end of a Board Member term with GDI, Board Members shall return (without duplicating or summarizing), any and all material pertaining to GDI business in their possession including, but not limited to: all client/student lists, physical property, documents, keys, electronic information storage media, manuals, letters, notes and reports.

### **Intellectual Property**

#### Works Made for Hire:

- Board Members agree that any work they have created, or assisted in the creation of, at the behest of the Institute, including but not limited to, software, sales materials, user manuals, training materials, and any written or visual work constitute works made for hire, and that the Institute therefore holds the copyright to said works.
- Board Members cannot reproduce or publish these copyrighted works, unless it is necessary to comply with normal GDI Board duties.

#### Injunctive Relief:

Should the Board Member breach this contract, they agree that GDI’s business would suffer irreparable harm, and that legal action may be inadequate in recouping the losses incurred. Board Members agree that in the event of a breach, or threatened breach of this agreement, GDI is entitled to injunctive relief or a ruling of specific

performance of this agreement, as well as any other solutions available under law, and without the necessity to prove irreparable harm or special damages.

Binding Effects:

- This agreement is binding upon the Board Member, their heirs, representatives, successors and assigns.
- This agreement shall remain in effect even in the event of GDI transferring or closure of its business.

Modification of this Agreement:

- Board Member agrees to the provisions of this agreement in its entirety, and agrees that they are both reasonable and fair. The Board Member's agreement shall supersede any prior written or oral understandings pertaining thereto. The Board Member's obligations under this agreement may not be changed either in whole or in part.
- In the event of a court of law striking down any provision of this agreement, all other provisions shall remain both valid and enforceable.

**Legal Compliance**

The provisions of this policy are subject to any federal, provincial or local laws that may prohibit or restrict their applicability.

## Confidentiality Agreement

### Agreement Statement:

The Gabriel Dumont Institute (GDI) acknowledges that a GDI Board of Governor will come into contact with confidential information in the course of carrying out their duties. Such confidential information may include, but is not limited to: personal information regarding employees, clients, Board members and other stakeholders, as well as financial and operational data. Board Members are required to use discretion and take all precautions to ensure that access to all confidential information be restricted only to authorized individuals.

Disseminating confidential information or to external organizations may expose the Institute to additional liability and must be treated with the highest level of discretion. Disclosure of information to an outside third party may only be performed by individuals with prior authorization. In the specific case of the media, only the Executive Director or a designated media spokesperson from the Board is authorized to communicate with media sources.

### Scope:

This agreement covers all Gabriel Dumont Institute (GDI) Board of Governors.

### Procedure:

All new Board Members shall be provided a copy of the GDI confidentiality Policy and will be required to sign a copy of the Confidentiality Agreement at the time of appointment.

For new Board Members, the crucial importance of confidentiality will be reviewed, and for further training, completing the Saskatchewan Privacy Course would be an asset.

Any misuse of confidential information will be treated as a breach of confidentiality. Any such breach by a Board Member will be viewed as a serious matter requiring disciplinary action, which could lead to suspension or termination.

I \_\_\_\_\_, have received a copy of the Gabriel Dumont Institute's confidentiality policy, have reviewed it and understand its terms and conditions. By signing this agreement, I agree to be bound by its content and understand the gravity of breaching this agreement.

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Signature

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Date



Policy No: 2.2.2
Approved by:
Effective:
Revised:

## 2.2.2 BOARD ROLES AND RESPONSIBILITIES

### POLICY

The Gabriel Dumont Institute (GDI) Board of Governors recognizes itself as a policy board, not a management board. As such:

- 1) The Board of Governors has one employee—the Chief Executive Officer known as the Executive Director of the Institute. All GDI employees fall under the supervision and authority of the Executive Director or designated supervisor. The Board instructs the Executive Director, through policies and resolutions, and delegates responsibility to the Executive Director for the interpretation and implementation of these policies and resolutions;
- 2) All other human resource management for the Institute shall be administered by the Executive Director, according to policy as established by the Board of Governors;
- 3) Only decisions by the Board of Governors, acting as a body, are binding upon the Executive Director. Decisions or instructions of individual Board of Governors, officers, or committees are not binding on the Executive Director except in rare instances when the Board of Governors have specifically authorized such an exercise of authority; and
- 4) The Executive Director is responsible for providing information and counsel to the Board of Governors.



Policy No: 2.2.2a
Approved by:
Effective:
Revised: May 26, 2016

## 2.2.2a OPERATING POLICIES

### POLICY

The Gabriel Dumont Institute (GDI)’s Board of Governors is responsible for the development of Institute policies. The GDI Board of Governors will strive to adopt policies and procedures that allow for the most efficient operation of the Institute’s programming and the prudent management of its resources.

The policy development process starts with GDI managers bringing forth issues and policy gaps. These are then vetted and further development then occurs at senior management meetings. The policies are then reviewed and vetted through the GDI Governance Committee. All developed policies are then brought to the GDI Board of Governors for further review and approval. A motion is made to approve.

In Summary, the development of GDI policies follows a four-step process;

- 1) Senior Managers provide drafts of issues and policy gaps within their departments;
- 2) The draft policies are reviewed at a Senior Managers meeting;
- 3) GDI Governance Committee review and send developed policies to the Board of Governors for approval;
- 4) All GDI policies are reviewed and approved by motion from the Board of Governors.

GDI updates and creates policy when gaps have been recognized. GDI reviews policy on a semi-annual basis.





**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

Policy No: 2.2.2b
Approved by:
Effective:
Revised:

**2.2.2b DECISION MAKING**

**POLICY**

All decisions at the Gabriel Dumont Institute general membership meetings, Board of Governors meetings, and committee meetings shall be made by a majority of those members present and voting.

Quorums for meetings of the Board of Governors shall be one-half of the members plus one.



Policy No: 2.2.2c
Approved by:
Effective:
Revised:

## 2.2.2c PERFORMANCE MEASUREMENT FRAMEWORK

### POLICY STATEMENT

The Gabriel Dumont Institute (GDI) is proud of its performance in delivering high quality education, cultural supports, and a wide array of programs to the Métis community. In keeping with the Institute’s emphasis on high quality programs, services, and products, it has implemented a Result-Based Accountability (RBA) framework. In keeping with the Board of Governors’ oversight role, the model will provide benchmarks and a means to gauge success in areas associated to the Institute’s mission, values, and strategic direction.

### **About RBA**

RBA is a disciplined way of thinking and is a way of taking action that is used by organizations to improve the performance of their programs and services.

The model starts with “ends,” which are defined as conditions of well-being for communities as a whole. These are the reason why many service organizations came into existence. Examples of desired end statements are, “children ready for school” or “number of Métis people with a university degree.”

RBA is a simple, common sense approach that allows the Board and others concerned with GDI’s performance to measure success. Some of the terms and their definitions that will be used within the model include:

- ∞ Result (end)—conditions of well-being for children, adults, families, or communities. These occur at the population level. Example—“children born healthy.”
- ∞ Indicator—a measure that helps quantify the achievement of a result. Example—“percent of children ready at kindergarten entry.”
- ∞ Strategy—a collection of actions focused on achieving the result. These occur at the organization level. Example— “GDI publishing creating curriculum to improve the Métis people’s graduation rate.”
- ∞ Performance Measure—is a measure of how well a program or strategy is working. These are focused at the organizational level. Example— “number of SUNTEP graduates.”

### PROCEDURE

Management will prepare and provide, on a semiannual basis, a RBA report to the GDI Board that is tailored to the organization’s mission, values, and strategic direction. It is noted that some of the performance measures may not change over the calendar year given that they are annual measures. The report framework will include key measurable data from each GDI division. Responsibility for the preparation and tabling of the reports will reside with the Executive Director’s office.



Policy No: 2.2.2d
Approved by: GDI Board of Governors
Effective:
Revised: May 26, 2016

## 2.2.2d FINANCE and AUDIT

### POLICIES

The Gabriel Dumont Institute (GDI) shall annually, by resolution of the Board of Governors, appoint a minimum of three (3) signing officers in accordance with the Institute’s administrative policies. Two (2) of these must be the Treasurer and Chairperson of the Board of Governors.

GDI shall, at each annual meeting, appoint professionally accredited auditors to conduct an audit of the Institute’s books and accounts.

### **Audit and Finance Committee**

#### Terms of Reference

The primary responsibility of the Institute’s management team is to establish and maintain accurate financial reporting systems. It is the duty of the Institute’s Board of Governors, with the assistance of its Audit and Finance Committee, to oversee the reporting functions. This process will enhance the Institute’s credibility to its stakeholders and to the Métis community at large.

#### The Audit Committee’s Mandate

- 1) The committee will be comprised of three (3) members holding the offices of Treasurer, Executive Director, and Financial Manager. The Treasurer will automatically become the Chair of all meetings;
- 2) The committee will meet quarterly prior to the regular scheduled GDI Board of Governors’ meetings. Special meetings may be authorized by the committee’s chairperson. The external auditors will have the right to attend all meetings at no cost to the Institute;
- 3) After each meeting, the Financial Manager will be responsible for providing committee minutes, signed by all members, to inform the Board of Governors of the committee’s activities;
- 4) The committee will review all interim and annual drafted financial statements and accompanied reports prior to seeking the Board of Governors’ approval;
- 5) The annual audit plans prepared by the external auditors must be reviewed by the committee members. The plans will enable members to detect their reliability to recognize weaknesses in internal controls, fraud, or other illegal acts. The members must review and act on any significant

- recommendations made by the external auditors for the strengthening of internal controls;
- 6) The committee will review major changes in the accounting practices of policies which may have a material impact on the accuracy of the financial statements. In particular, any accruals, litigations, provisions, or estimates, and sensitive matters that have a significant effect upon the financial statements must be reviewed;
  - 7) The committee will review the policies and procedures as outlined in the Personnel and Policies Manual to ensure compliancy with the financial reporting systems. It will be the responsibility of the Financial Manager to provide a detailed listing of all director's expenses along with a registry of all cheques issued by the Institute; and
  - 8) The external auditor's fees will be reviewed by the committee. A recommendation will be made by the committee to reappoint or reassign the external auditor. If a change in auditors is proposed, an assessment outlining the reasons for the change must be accompanied by the recommendation to the Board of Governors.

#### Generally Accepted Accounting Principles

Management inquiry is part of every financial audit. The auditors interview both the Director of Finance and the Executive Director regarding the internal financial controls in place. When the audited financial statements are presented to the GDI Audit and Finance committee, the auditor is present to address any questions about the adequacy of internal controls and processes. The results of the Audit and Finance committee meeting are reported back to the full Board of Governors who also have the opportunity to make queries about internal controls with the auditors present.

Reference: Ernst & Young. *A New Focus for the Audit Committee*, June 1990.

The Treasurer shall present a certified and audited financial statement to the membership on the past year's operation at each annual meeting.



Policy No: 2.2.2e
Approved by:
Effective:
Revised:

## 2.2.2e STRATEGIC PLANNING, BUDGETING AND REPORTING

### POLICY

The Gabriel Dumont Institute (GDI) is committed to long-term success in the delivery of education and training services to Saskatchewan’s Métis citizens. To affirm this, the GDI Board of Governors and management team commit to the following:

- 1) An intensive review of the Institute’s long-term strategic plan with the assistance of an outside professional service provider on a five (5)-year basis;
- 2) Annual review of strategic planning goals and outcomes at the board and management levels as identified in the strategic plan; and
- 3) Annual review and approval of the Institute’s program and operating budgets prior to the beginning of a new fiscal year.

Any changes or increase to budgets subsequent to initial approval must be approved by the Board of Governors. The Board of Governors will also be responsible for:

- 1) The approval of all programs to be delivered by the Institute;
- 2) The approval of the strategic plan;
- 3) The approval of the Institute’s annual audited financial statements;
- 4) Ensuring that the Treasurer of the Board (or designate) presents the Institute’s audited financial statements to the membership on an annual basis; and
- 5) Ensuring that all annual financial reporting requirements with contract partners are fulfilled.

### PROCEDURE

The Executive Director and the Director of Finance and Operations will be responsible for commencing the strategic planning and budgeting processes on an annual basis.



Policy No: 2.2.2f
Approved by:
Effective:
Revised:

## 2.2.2f RELATIONSHIP TO PROGRAM AND SERVICE STAFF

### POLICY

All Board of Governors are expected to aspire to the highest and most professional codes of conduct when on Gabriel Dumont Institute (GDI) business of any kind. This is particularly true when interacting with program management and staff.

All individuals associated with GDI share a goal of delivering the best possible education and training to the membership. This common goal should encourage the tolerant, respectful exchange of ideas toward a greater good for all Métis, even during difficult challenges.

Board Members will be respectful, constructive, and clear in all communications and exchanges with GDI management and staff. In a case where a Board of Governor has witnessed a clearly inappropriate act or a gross violation of Institute policy, they should document any concerns about the program or service staff involved and refer the matter to the Executive Director for resolution.

Board members will follow these guidelines when interacting with staff:

- 1) A Board Member may meet staff members as needed to share information and discuss issues pertinent to Institute business;
- 2) Board Members will not become directly involved in day-to-day affairs;
- 3) Board of Governors recognize that the Executive Director (or designate) is responsible for supervision of staff as part of their job responsibilities. Board Members will not interfere in the staff/supervisor relationship; and
- 4) In cases where a member of the Board of Governor's family is making application, the Board Member will not discuss the matter with service staff or provide unsolicited information in support of the application.



Policy No: 2.2.2g
Approved by:
Effective:
Revised:

## 2.2.2g PROTOCOL FOR HANDLING PUBLIC INQUIRIES OR COMPLAINTS

### POLICY

#### **Media Inquiries**

If a Board Member is contacted by the media requesting a statement on any issue relating to Gabriel Dumont Institute (GDI) business, they should:

- 1) Clearly ask the reporter what is being requested and ask why. Take notes (if possible) including the reporter's name and contact information;
- 2) Politely decline the request for a statement and advise the member of the media that all official positions of the Institute are issued through the Executive Director; and
- 3) Contact the head office and advise the Executive Director of the inquiry.

#### **Client Feedback**

It is important that GDI carefully listen to and address the legitimate feedback it receives from the membership regarding the delivery of programs and services. Often, the Board Member residing in the student's home community is asked to answer difficult questions about detailed, complex issues. The following is a protocol to handling such situations.

Board members should:

- 1) Listen carefully to the feedback or complaint. Take detailed notes if possible;
- 2) Request that the member put their concern in writing (along with appropriate documentation) to GDI's Executive Director; and
- 3) Ask that they follow up with you on the matter if they have not been contacted by a GDI staff member within fifteen (15) days.

## **PROCEDURE**

Within two (2) days of receiving an inquiry or complaint, forward all notes or relevant information to the attention of GDI's Executive Director.

Follow the issue up with the Executive Director if the complaint persists past fifteen (15) days.





Policy No: 2.2.2h
Approved by:
Effective:
Revised:

## 2.2.2h ATTENDANCE AND PARTICIPATION

### POLICY

A Board Member’s absence from three (3) consecutive meetings shall be deemed to be just cause for their removal from office.

While attending meetings, Board Members are encouraged to participate in discussion and offer carefully thought-out questions and opinions, particularly in their strongest areas of expertise.

Every Board Member will work co-operatively with other members as a team to make carefully considered decisions that are in the Gabriel Dumont Institute (GDI)’s best interests.

The GDI Board of Governors will ensure that:

- 1) They will operate as a team;
- 2) Decisions will always be made in the Institute’s and in the memberships’ best interests;
- 3) Board Members and employees are on the same team, and working towards the same objective. Each agrees to trust the others’ professionalism;
- 4) Healthy mutual exchange and discussion of divergent opinions are sometimes necessary to reach the best outcome and consensus. Professionalism, presentation of ideas, opinions, and empirical data will assist the board in solving contentious issues more quickly and effectively; and
- 5) Mutual respect will be displayed at all meetings.



Policy No: 2.2.2i
Approved by: GDI Board of Governors
Effective: Oct. 10, 2014
Revised:

## 2.2.2i CLOSED SESSIONS—IN-CAMERA MEETINGS

### POLICY

The Board of Governors may move in-camera or hold special meetings that are not open to the public where it determines that it is in the organization’s best interest to do so. A standing in-camera session will appear as an item on all Board agendas, but it will be at the Board’s discretion as to whether they are in-camera or not. The Chair may order that the meeting be moved in-camera or any director may request a matter be dealt with in-camera in which case a vote will be taken. If a majority of the Board agrees, the matter shall be dealt with in-camera.

In-camera sessions are an opportunity for the Board to discuss sensitive matters within their jurisdiction. For example, some of the topics may include:

- ∞ Matters involving litigation or legal action;
- ∞ Human resource issues;
- ∞ Executive performance;
- ∞ Sensitive subject matter concerning community, stakeholder, or director relations; and
- ∞ Any matter that the Board determines should be the subject of an in-camera session.

### **Participation**

During an in-camera session, all persons who are not directors shall be excluded from the meeting; however, Institute personnel or directors may be permitted to attend all or a portion of the in-camera session upon the invitation of the Chair or the invitation of the Executive Director with approval of the Chair.

The Directors shall meet without management from time to time, as determined by the Chair, for the purpose of evaluating the Board’s relationship with management, as well as completing its oversight of, and the quality of, information provided by management. In cases where the Executive Director is excused, the Chair will communicate any relevant matters raised during the session after the meeting.

### **Motions**

A formal motion is required to move in-camera and rise from out-of-camera. All matters brought before an in-camera session shall remain confidential. There are two methods for recording decisions made during the in-camera session. These are:

1. The Board may move items from the in-camera session to the open session of the meeting. Under this practice motions shall be recorded as per normal practice with other open session motions.
2. Motions made during an in-camera portion of the meeting shall include the names of the mover and the seconder and shall record of the vote. Minutes of motions made in-camera shall be recorded and shall be marked “confidential,” and shall be secured in a manner that respects the nature of the material. Minutes from an in-camera session shall be presented for approval at a subsequent in-camera session.



Policy No: 2.2.2j
Approved by:
Effective:
Revised:

## 2.2.2j ROLE OF THE CHAIR

### POLICY

#### Chairperson

The Chairperson of the Gabriel Dumont Institute Board of Governors is responsible for the conduct of all membership, board, and executive meetings, the preparation of agendas, and for carrying out other appropriate duties and responsibilities.

The appointed officers shall hold office for a term of two (2) years and shall be eligible for pre-appointment following the expiration of their original term of appointment. In the event that an officer is removed from the office due to illness, death or mental incompetency, the Board of Governors may appoint from among its own membership a person to fill such vacancy. Such person so appointed to fill a vacancy shall be appointed for the unexpired term of the office so vacated.



Policy No: 2.2.2k
Approved by:
Effective:
Revised:

## 2.2.2k ROLE OF THE VICE CHAIR

### POLICY

#### Vice-Chairperson

The Vice-Chairperson of the Gabriel Dumont Institute Board of Governors is to act as Chairperson in the absence of the Chairperson, or when the Chairperson fails to fulfill their duties as provided for in the corporate bylaws.

The appointed officers shall hold office for a term of two (2) years and shall be eligible for re-appointment following the expiration of their original term of appointment. In the event that an officer is removed from office due to illness, death or mental incompetency, the Board of Governors may appoint from among its own membership a person to fill such vacancy. Such person so appointed to fill the vacancy shall be appointed for the unexpired term of the office so vacated.



Policy No: 2.2.21
Approved by:
Effective:
Revised:

## 2.2.21 ROLE OF THE SECRETARY

### POLICY

#### Honorary Secretary

The Honorary Secretary of the Gabriel Dumont Institute Board of Governors is responsible for the general supervision of, and the preparation and distribution of minutes, and to present minutes as required at general membership meetings or at board and executive meetings.

The officers appointed shall hold office for a term of two (2) years and shall be eligible for re-appointment following the expiration of their original term of appointment. In the event that an officer is removed from office due to illness, death or mental incompetency, the Board of Governors may appoint from among its own membership a person to fill such vacancy. Such person so appointed to fill the vacancy shall be appointed for the unexpired term of the office so vacated.



Policy No: 2.2.2m
Approved by:
Effective:
Revised:

## 2.2.2m ROLE OF THE TREASURER

### POLICY

The Honorary Treasurer of the Gabriel Dumont Institute Board of Governors shall:

- 1) Be responsible for the general supervision of the Institute’s finances;
- 2) Ensure that adequate financial administrative procedures are followed;
- 3) Ensure that monthly financial statements and annual financial projections are prepared;
- 4) Maintain the Institute’s financial operations;
- 5) Arrange for the annual audit of the Institute’s financial operations; and
- 6) Present a certified and audited financial statement to the membership on the past year’s operation, at each meeting.

The officers appointed shall hold office for a term of two (2) years and shall be eligible for re-appointment following the expiration of their original term of appointment. In the event that an officer is removed from office due to illness, death or mental incompetency, the Board of Governors may appoint from among its own membership a person to fill such vacancy. Such person so appointed to fill the vacancy shall be appointed for the unexpired term of the office so vacated.



Policy No: 2.2.2n
Approved by:
Effective:
Revised:

## 2.2.2n OTHER DUTIES

### POLICY

The Gabriel Dumont Institute (GDI) Board of Governors are expected to:

- 1) Receive and review timely reports from the Executive Director regarding policy, management and operational issues at GDI;
- 2) Function as GDI ambassadors and to encourage students and potential students in their study and career plans; and
- 3) Positively represent GDI to all levels of government, Métis persons, and to the public generally.





Policy No: 2.2.2o
Approved by:
Effective: Sept. 12, 2016
Revised:

## 2.2.2o BOARD OF GOVERNORS PROFESSIONAL DEVELOPMENT

### Overview

The Gabriel Dumont Institute believes that students, employees and Governors benefit by participating in professional development opportunities. The skills, knowledge and expertise obtained through professional development help the Institute better serve its clients and meet its mandate.

Consistent with the Board of Governors leadership role, the Governors will lead by example when it comes to commitment to improving and enhancing their skills as Board members through professional development. Within this policy there will be two types of professional development activities undertaken by the Board. These are:

- 1) Collective Professional Development activities completed by the Board as a whole; and
- 2) Individual professional development activities undertaken by individual Governors to improve their knowledge and skills as Board members.

### Collective Professional Development

Collective professional development activities will be categorized as activities taken by the Board as a collective. These will include things like basic board training, legal responsibilities of directors, reading financial statements and other training opportunities aimed at improving the skills and capabilities of the Board. From time to time, management will bring in professionals to share information with the Board that enhance their governance skills. The Board will have the opportunity to direct management to schedule courses or training that they deem important to fulfilling their role as Governors. Where possible, these training sessions will coincide with regularly scheduled meetings to reduce travel and expenses.

### Individual Professional Development

In order to have a diverse, highly skilled Board of Governors, it is important that individuals have the freedom to plan and partake in training that they feel will benefit their role on the Board. By having a program that allows Governors an opportunity to take diverse training opportunities, it is hoped that multiple perspectives and varied skill sets make their way to Board members. Diverse skills and opinions will assist the Board in making decisions concerning the Institute. At the start of the calendar year, each Governor will have a budget of \$2,500.00 that shall be used towards professional development activities. This amount will include training, travel, and lodging associated with specialized development activities.

**Process:**

Board members will apply in writing to the Executive Director for professional development activities of their choice. These requests will be copied to the Board Chair to keep him/her connected to the process. The Chair will work with the Executive Director to ensure that requests are consistent and relate to the Institute's mission and mandate. The Institute will arrange payment, registration, and travel for Board members wishing to increase their skills. Maintenance of accreditation, training records and other business associated with individual professional development will reside with the individual Governor.



Policy No: 2.2.3
Approved by:
Effective:
Revised:

## 2.2.3 BOARD COMMITTEES

### POLICY

#### **Committees**

The Gabriel Dumont Institute Board of Governors shall establish the following permanent committees:

#### 1) Executive Committee

The Executive Committee shall be responsible for the conduct of the business between regular board meetings. All executive decisions shall be subject to the Board’s approval and ratification. It shall specifically be responsible to develop and recommend, for Board approval, the Institute’s appropriate administrative policies.

#### 2) Ad Hoc Committees

GDI’s Board of Governors may establish such other committees of the Board of Governors which they may deem advisable from time to time.

#### **Committee Meetings**

Meetings of the Executive Committee may be called as frequently as required. Notice of such meetings shall be given at least four (4) days in advance of such meeting. Notice of such meetings may be given in writing, by telephone, email, or by means of any other electronic/telecommunication/social media method. The notice requirements may be waived upon unanimous approval of the committee. Executive Committee meetings may be conducted by telephone or any other means of instantaneous telecommunication.

Rules governing the meetings of all other committees, as may be created by the Board of Governors, shall be established by the Board of Governors from time to time.



Policy No: 2.2.3a
Approved by:
Effective:
Revised:

### **2.2.3a EXECUTIVE COMMITTEES**

#### **POLICY**

The Gabriel Dumont Institute of Board of Governors Executive Committee shall be responsible for the conduct of business between regular board meetings. All executive decisions shall be subject to the Board’s approval and ratification. It shall specifically be responsible to develop and recommend, for Board approval, appropriate administrative policies for the Institute.

Executive Committee meetings may be called as frequently as required, and they may be conducted by telephone or any other means of instantaneous electronic or telecommunication.

Rules governing the meetings of all other committees, as may be established by the Board of Governors, shall be established by the Board of Governors from time to time.

#### **PROCEDURE**

Notice of such meetings shall be given at least four (4) days in advance of such meeting.

Notice of such meetings may be given in writing, by telephone, email, or by means of any other electronic/telecommunication/social media method.

The notice requirements may be waived upon unanimous approval of the committee.



Policy No: 2.2.3.b
Approved by:
Effective:
Revised:

## 2.2.3b AUDIT AND FINANCE COMMITTEE

### POLICY

#### AUDIT AND FINANCE COMMITTEE

##### Terms of Reference

The primary responsibility of the Gabriel Dumont Institute (GDI)’s management team is to establish and maintain accurate financial reporting systems. It is the duty of GDI’s Board of Governors, with the assistance of its Audit and Finance Committee, to oversee the reporting functions. The above process will enhance the Institute’s credibility to stakeholders and to the Métis community at large.

##### The Audit Committee’s Mandate

- 1) The committee will be comprised of three (3) members holding the offices of Treasurer, Executive Director, and Director of Finance and Operations. The Treasurer will automatically become the chairperson of all meetings;
- 2) The committee will meet quarterly prior to the regular scheduled GDI Board of Governors’ meetings. Special meetings may be authorized by the committee’s chairperson. The external auditors will have the right to attend all meetings at no cost to the Institute;
- 3) After each meeting, the Director of Finance and Operations will be responsible for providing committee minutes, signed by all members, to inform the Board of Governors of the committee’s activities;
- 4) The committee will review all interim and annual drafted financial statements and accompanied reports prior to seeking Board of Governors’ approval;
- 5) The annual audit plans prepared by the external auditors must be reviewed by committee members. The plans will enable members to detect the reliability of these plans to recognize the weaknesses in internal controls, fraud, or other illegal acts. The members must review and act on any significant recommendations made by the external auditors for the strengthening of internal controls.
- 6) The committee will review major changes in accounting practices of policies which may have a material impact on the accuracy of the financial statements. In particular, any accruals, litigations, provisions or estimates, and sensitive matters that have a significant effect upon the financial statements must be reviewed;
- 7) The committee will review the policies and procedures, as outlined in the *Personnel and Policies*

*Manual*, to ensure compliancy with the financial reporting systems. It is the Director of Finance and Operation's responsibility to provide a detailed listing of all directors' expenses along with a registry of all cheques issued by the Institute; and

- 8) The external auditor's fees will be reviewed by the committee. A recommendation will be made by the committee to reappoint or reassign the external auditor. If a change in auditors is proposed, an assessment outlining the reasons for change must accompany the recommendation to the Board of Governors.



**GABRIEL DUMONT INSTITUTE**  
of Native Studies and Applied Research

Policy No: 2.2.3c
Approved by:
Effective:
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**2.2.3c HIRING SELECTION COMMITTEE**

**POLICY**

**PROCEDURE**



Policy No: 2.2.3d
Approved by:
Effective:
Revised:

## 2.2.3d AD HOC COMMITTEES

### POLICY

The Gabriel Dumont Institute (GDI) Board of Governors may establish such other board committees as it may deem advisable from time to time.

The GDI Board of Governors will work on the governance model for the Institute as recommended by the strategic planning process and by the Saskatchewan Ministry of Advanced Education.

### PROCEDURE

Prior to the GDI Board of Governors' meeting, the Governance Committee will meet, in at least two (2) regularly scheduled meetings per year, to review important issues relating to the Institute's governance.





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Policy No: 2.2.4
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**2.2.4 GDI SCHOLARSHIP FOUNDATION TRUST AGREEMENT**



Policy No: 2.2.5
Approved by: GDI Board of Governors
Effective: July 21, 2022
Revised:

## **2.2.5 BOARD OF GOVERNORS PERSONNEL RECORDS AND PRIVACY**

### **POLICY**

Each Gabriel Dumont Institute Board member shall have a personnel file established which will be maintained in proper order during his/her term on the GDI Board.

### **PROCEDURE**

The Executive Assistant to the Board will establish a file on all transactions related to the term of the Board member.

The Executive Assistant will establish a personnel file which shall contain all relevant data and other documents signed by the Board member.

The Board member may request to periodically view the contents of his/her personnel file in the presence of the Executive Director.

At no time are documents to be removed from a Board member's personnel file without his/her knowledge.

All Board member files will be stored in a locked cabinet in the Executive Directors office.

At the end of the member's term, his/her personnel file will be deactivated and will be properly stored for a period of seven (7) years.