

# Rules and Procedures of the Nunavik Board of Governors

ADOPTED October 30, 1993

Summary of the  
Rules and Procedures

Provisions of the Rules and Procedures for the Nunavik  
Board of Governors

## The Board of Governors

Establishment of the Nunavik Board of  
Governors.

1. The Board created by Makivik Resolution Number 1993-13 shall be styled the "Nunavik Board of Governors" and its members shall be styled the "Nunavik Governors".

Respected Inuit to be appointed to the  
Board of Governors.

2. The members of the Board of Governors shall be appointed according to the terms of the resolution referred to in section 1. In all cases members of the Board of Governors shall be respected Inuit recognized as having made a special contribution in advancing the interest of Nunavik or the Inuit of Nunavik.

Board to consist of 4 to 7 Governors.

3. The Board of Governors shall consist of not less than four (4) and not more than seven (7) Governors.

## Rules of the Board of Governors

Rules and Procedures for the Board set out  
in this document.

4. All actions, customs, usages, forms, proceedings, or any other practises of the Board of Governors shall comply with and be governed by the Rules and Procedures set out in this document, as amended from time to time.

Rules and Procedures to comply with  
resolution creating the Board.

5. In all cases, these Rules and Procedures, as well as the role and actions of the Board of Governors, shall comply with the resolution referred to in section 1 and any subsequent resolution modifying the terms of this resolution.

Method for amending the  
Rules and Procedures.

6. Subject to section 4, the Board of Governors may add to, delete, or otherwise modify Rules and Procedures set out in this document as it sees fit. However, before any additions, deletions or other modifications to the Rules and Procedures set out in this document come into effect, they must first be presented to and approved by the Makivik Board of Directors.

The Board may immediately adopt rules for  
its internal organization.

7. Except for what is otherwise provided in this document or the resolution referred to in section 1, the Board of Governors may adopt and immediately proceed with any rules, procedures and practices for its internal organization.

Governors must be at least 50 years old.

8. Any person appointed to the Board of Governors must be at least fifty (50) years of age.

## Term of Office for Governors

Governors to remain in office until their 75th birthday.

9. Nunavik Governors shall have a term of office from the date of their appointment until the day they reach their seventy-fifth birthday.

Governors may resign by giving notice.

10. Governors may resign from the Board of Governors by informing the Chairperson of the Board of Governors in the prescribed manner.

10.1 If, in the opinion of the Board of Governors, one of their members persistently fails to carry out the duties expected of a Governor, or conducts himself or herself in a manner unbecoming a Governor, the Board of Governors may request that Governor to resign from the Board. If the Governor in question refuses to resign, the Board of Governors may then proceed to request that the Makivik Board of Directors remove that Governor from office.

## Mandate of the Board of Governors

The mandate of the Governors includes promoting objectives of the JBNQA, advising Makivik and other Nunavik organizations, carrying out special tasks, and mediating conflicts among Nunavik organizations.

11. The Board of Governors shall have the following mandate:

- (a) to promote and protect the underlying objectives of those sections of the James Bay and Northern Québec Agreement designed to benefit the Inuit of Nunavik;
- (b) to act as a special Advisory Board to the Board of Directors of Makivik Corporation;
- (c) to carry out such duties and assignments as are from time to time assigned to it by the Board of Directors of Makivik Corporation;
- (d) where requested, to act as a special Advisory to other Nunavik organizations;
- (e) to mediate conflicts between or among Nunavik organizations, with the consent of such organizations.

## Activities and Functions of the Board of Governors

Governors to review all proposals to amend the JBNQA and other proposals for the political, social and economic development of Nunavik

12. In carrying out the mandate described in paragraph 11(a), the Board of Governors shall:

- (a) where requested, examine and consider all proposed amendments to any section or part of the James Bay and Northern Québec Agreement affecting Inuit or Nunavik and, where appropriate, make the necessary recommendations concerning such amendments to Makivik and other relevant Nunavik organizations;
- (b) make every effort to become acquainted with all other proposals for the political, social, administrative and economic development of Nunavik and, where appropriate, make the necessary recommendations concerning such proposals to Makivik and other relevant Nunavik organizations.

Governors to attend Board Meetings and Assemblies of Makivik, review Makivik resolutions, carry out special tasks, review Makivik policies, and give advice when requested.

13. In carrying out the mandate described in paragraphs 11(b) and (c), members of the Board of Governors shall, when requested:

- (a) attend all Board of Directors Meetings and General Assemblies of Makivik Corporation and be prepared to present their views and recommendations on the various issues under consideration;
- (b) review all resolutions of the Board of Directors and General Assemblies of Makivik Corporation and, where necessary in the opinion of the Board of Governors, offer comments or recommendations concerning the resolutions at the next appropriate Board Meeting or Assembly;
- (c) review policies, proposals, and other initiatives of Makivik Corporation and, where necessary in the opinion of the Board of Governors, make the appropriate comments or recommendations;
- (d) carry out specific tasks assigned from time to time to the Board of Governors, or to the individual members of the Board of Governors, by the Board of Directors or the President of Makivik Corporation.

Governors may act as special advisors to other Nunavik organizations according to terms set out in a MOU.

14. Before acting as a special Advisory Board to other Nunavik organizations on an ongoing basis according to the mandate described in paragraph 11(d), the Board of Governors shall first conclude a Memorandum of Understanding (MOU) with the organization in question addressing the following matters:

- (a) the relationship between the Board of Governors and the organization in question;
- (b) the specific functions and activities to be carried out by the Board of Governors in relation to the organization in question;
- (c) the funding of additional expenses that the Board of Governors will incur as a result of carrying out its functions in relation to the organization in question.

The MOU to be approved by the Governors and the Nunavik organization in question.

15. The Memorandum of Understanding referred to in section 14 shall be approved by the Board of Governors, the Board of the Nunavik organization in question, and it shall become an addendum to this document and shall form an integral part of the Rules and Procedures of the Nunavik Board of Governors.

Governors to mediate conflicts at the request of Nunavik organizations, in accordance with proposals submitted by the organizations.

16. The Board of Governors shall not carry out its mandate to mediate conflicts as described in paragraph 11(e) unless the following conditions have been met:

- (a) all the Nunavik organizations involved in the conflict request the mediation services of the Board of Governors;
- (b) all the organizations in question submit to the Board of Governors, jointly or individually, a written description (with the necessary supporting documentation) of the issues giving rise to the conflict;
- (c) all the organizations in question agree to and jointly submit a written proposal outlining the process by which the Board of Governors will mediate the conflict;
- (d) that the proposal address the funding of additional expenses that the Board of Governors will incur as a result of mediation efforts;
- (e) that the Board of Governors agrees to accept the material and proposal submitted by the organizations in question, and that it believes it has a reasonable chance of resolving the conflict.

Governors may accept supplemental remuneration when carrying out additional tasks.

17. Nothing in these Rules and Procedures prevents the Governors from accepting supplemental remuneration when carrying out tasks in relation to matters described in sections 14 and 16.

## Petitions from Beneficiaries

Governors may receive petitions from Inuit beneficiaries.

18. The Board of Governors may receive petitions from individuals or group(s) of Inuit beneficiaries of the James Bay and Northern Quebec Agreement on matters coming within its mandate.

Governors may investigate the subject-matter of petitions.

19. Upon receipt of a petition referred to in section 18, the Board of Governors may choose, to the extent allowed by its resources and mandate, to examine and consider the issue of the petition and make the appropriate recommendations to the relevant Nunavik organization.

## Meetings of the Board of Governors

Meetings of the Governors may be in person or by tele-conference.

20. All decisions of the Board of Governors shall only be made during meetings of the Board of Governors. Such meetings may take place in person or by tele-conference call.

Chairperson or 2 Governors may call meetings of the Governors.

21. Meetings of the Board of Governors shall be convened by the Chairperson or two (2) or more members of the Board of Governors. Any person or persons convening such a meeting shall make reasonable efforts to give reasonable notice of the meeting to the other members of the Board of Governors.

Quorum is any number more than 50% of the Governors.

22. The quorum of the Board of Governors shall be any number greater than 50% of its members.

Decisions shall be by majority vote.

23. Decisions of the Board of Governors shall be, whenever possible, arrived at by consensus, but where this is impossible, decisions shall be by majority vote.

## Official Language

Inuktitut to be the official language of the Board of Governors.

24. The official language of the Board of Governors shall be Inuktitut. All material submitted to the Board of Governors by Nunavik organizations, shall be, in addition to any of the other working languages of the organizations, in Inuktitut.

## Records of the Board of Governors

Decisions of the Governors to be made known to Nunavik organizations and a record to be kept of such decisions.

25. The Board of Governors shall transmit a record of its decisions or recommendations to the Nunavik organization to which the decision or recommendation relates. Moreover, the Board of Governors shall take steps to ensure that the necessary secretarial support services exist to maintain a record of its decisions, recommendations, and work in a central location.

Basic secretarial support service to be provided by Makivik.

26. At the discretion of Makivik Corporation, basic secretarial support services for the Board of Governors shall be provided through the office of the Secretary of Makivik Corporation.

Finances of the Board of Governors to be administered by Makivik.

27. At the discretion of Makivik Corporation, the budget and finances of the Board of Governors shall be administered through the office of the Secretary of Makivik Corporation.

Individual Governors may be mandated to take action on behalf of the Board.

28. The Board of Governors may mandate one of its members to represent the Board on a particular matter or to carry out a specific function on behalf of the Board of Governors.

#### **Chairperson of the Board of Governors**

Governors to appoint a Chairperson from among themselves.

29. The Board of Governors shall appoint from among themselves a Chairperson of the Board. The term of office of the Chairperson shall be decided by the Board of Governors.

Position of Chairperson not to be left vacant.

30. If the position of Chairperson should become vacant for any reason, the Board of Governors shall appoint another Chairperson at its next meeting.

The Chairperson may resign by giving notice.

31. A Governor may resign from the position of Chairperson by giving notice to the other members of the Board of Governors.

Duties of the Chairperson include chairing meetings of the Governors, dealing with requests and correspondence on behalf of the Governors, keeping the Governors informed about the activities and functions of the Board of Governors, coordinating administrative services and setting the agenda for meetings of the Governors.

32 The duties of the Chairperson shall include:

- (a) to chair meetings of the Board of Governors and to generally oversee the operations of the Board;
- (b) receiving requests from Nunavik organizations for action by the Board of Governors and ensuring that such requests are communicated to the other Governors;
- (c) receiving correspondence, communications and petitions on behalf of the Board of Governors and ensuring that, where necessary, such matters are brought to the attention of the other Governors;
- (d) in consultation with the other Governors, set the agenda for meetings of the Board of Governors;
- (e) ensuring that the Governors are kept informed about the meetings they are to attend and about the functions the Board of Governors are expected to carry out;
- (f) seeking a consensus among the Governors on any decisions taken by the Board of Governors;
- (g) coordinating administrative and financial matters between the Board of Governors and the Secretary's office of Makivik Corporation.

Governors may appoint a temporary replacement when the Chairperson is unavailable.

33. If the Chairperson is unable to attend a meeting or fulfill his or her duties for a period of time, the Board of Governors may appoint another of its members to temporarily carry out the duties of the Chairperson.

#### **Interpretation**

Definition of beneficiaries.

34. In this document, the word "beneficiaries" refers to Inuit who are entitled to exercise their rights or receive benefits under the Act Respecting Crees and Inuit Native Persons (1978, L.Q., Chap.34).