

BY-LAWS
OF
ONKWATA'KARITÁHTSHERA

Adopted: October 7, 2004

By-laws

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BY-LAWS

By-Law

ONKWATA'KARITÁHTSHERA

Section 1: Composition

The affairs of Onkwata'karitáhtshera shall be under the control and direction of fourteen (14) members representing the following:

Three (3) appointed by the Mohawk Council of Kahnawake and composed of three chiefs in Council;

One (1) selected from the Education Sector;

Eight (8) Community Health Managers preferably Kahnawa'kehró:non working within KSCS, KMHC and KFB;

Two (2) community elders selectively recruited by the membership of Onkwata'karitáhtshera.

Section 2: Terms of Office

Organizational Representatives' terms shall be at the discretion of the appointing organization.

Term for the Elder Representatives shall be for a three (3) year period.

Individuals and the length of their terms shall be maintained in a separate section of the official minutes of Onkwata'karitáhtshera.

Section 3: Powers & Duties

Onkwata'karitáhtshera is the body responsible for all global health and social service issues of Kahnawake whose duties include, and are not necessarily limited to: priority setting, financing, research and policy implementation.

Onkwata'karitáhtshera shall establish its strategies, objectives and determine the policy and procedures for their development consistent with its mission and goals.

All Onkwata'karitáhtshera members are obliged to participate in subcommittees of the study and investigation of special problems or issues.

These powers and duties are entrusted to Onkwata'karitáhtshera by the Mohawk Council of Kahnawake.

Section 4: Voting

Onkwata'karitáhtshera shall strive to reach all decisions by consensus. When consensus is not achieved, a vote will be taken. Decisions must be made with a minimum of 50% + 1 of the total membership (eight or more people must agree). In the event of a tie vote, the chairperson will bring the topic back for discussion once more. However if there is a stalemate, the chairperson will be required to break the tie. Only Onkwata'karitáhtshera members shall have the right to vote at any general or special meeting.

All votes must be conducted with a majority of Kahnawa'kehró:non committee members present to be valid.

Section 5: Remuneration

No member shall receive any remuneration for acting in such capacity, unless otherwise decided by Onkwata'karitáhtshera.

Section 6: Indemnification

Each Onkwata'karitáhtshera member, her/his heirs, executors, and administrators will not be held responsible for any costs, charges, and expenses that may arise from any legal proceedings in the course of execution of her/his duties as an Onkwata'karitáhtshera member, unless these are brought about through her/his willful neglect or default.

APPOINTMENT/ALTERNATES /RELINQUISHMENT OF SEAT

Section 1: Appointment

Service organizations associated with Onkwata'karitáhtshera shall appoint their representatives in accordance with the membership profile.

The Chairperson of Onkwata'karitáhtshera will request the respective service organization to appoint a replacement when there is a vacant seat.

Appointment to Onkwata'karitáhtshera must be confirmed in writing by a service organization prior to active involvement of the member.

Members may resign by submitting a letter of resignation addressed to the Chairperson of Onkwata'karitáhtshera.

Selective recruitment applies to Elders.

Section 2: Alternate

An organization that knows their representative will be missing more than six (6) consecutive meetings may appoint an alternate in writing.

Section 3: Relinquishment of Seat

A member must advise the chairperson prior to the monthly meeting if he/she cannot attend. Planned absenteeism of more than three (3) consecutive meetings must be confirmed in writing to the chairperson.

Should a member miss two (2) consecutive meetings without just cause, the chairperson will send a letter through their sponsoring organization that a third consecutive missed meeting will forfeit their seat.

A total of six (6) missed meetings per year will result in forfeiture of the seat.

ONKWATA'KARITÁHTSHERA SUPPORT

Section 1: Executive Committee

The Executive Committee for Onkwata'karitáhtshera shall be:

- A Chairperson
- A Vice Chairperson
- A Secretary

Section 2 Support to Onkwata'karitáhtshera

- A Technical Support Person
- Support Person(s)
- Coordinator

Section 3: Election of Chairperson, Vice Chairperson and Secretary

The annual election of the Chairperson, Vice Chairperson and Secretary of Onkwata'karitáhtshera shall take place at the January monthly meeting.

Section 4: Chairperson and Vice Chairperson

The Chairperson, and in her/his absence, Vice Chairperson or the Secretary, shall preside and exercise a general supervision at all meetings of Onkwata'karitáhtshera. These officers must be Kahnawa'kehrónon.

Section 5: Support Personnel

Onkwata'karitáhtshera may call in support person(s) as required.

SUBCOMMITTEE (S)

A subcommittee consisting of Onkwata'karitáhtshera members may be appointed with such powers, authority and accountability as designated by Onkwata'karitáhtshera.

There will be two types of subcommittees – Ad Hoc and Standing:

- 1) The Ad Hoc Committees will be struck for the study of special problems and will serve until the completion of its identified mandates.
- 2) The Standing Committees will be operational year round with an on-going mandate.

The subcommittee may seek help or assistance when required that consist of specialized resource people for the study of a particular issue. The subcommittee shall establish procedures for their work based on mandates as developed by Onkwata'karitáhtshera.

MEETINGS

Section 1: Onkwata'karitáhtshera Meetings

There will be at least ten (10) Onkwata'karitáhtshera monthly meetings per fiscal year. Procedures for meetings shall be set by Onkwata'karitáhtshera.

Section 2: Special Meetings

Special meetings can be held on the call of the Chairperson. Notice of said meeting shall specify the purpose of the meeting and shall be mailed to all Onkwata'karitáhtshera members five (5) days in advance of the meeting. In the case of emergency, all members must be contacted in person, by telephone, email or fax as soon as possible.

Section 3: Quorum

A Quorum shall consist of fifty percent plus one (50% + 1). There needs to be a majority of Kahnawa'kehró:non committee members to be valid.

Section 4: Agenda

The Agenda for any meeting shall be the responsibility of the Chairperson in collaboration with the Coordinator.

Section 5: Cancellation / Rescheduling

If less than a quorum is in attendance at the time for which any meeting of Onkwata'karitáhtshera has been called, after a lapse of fifteen (15) minutes from the appointed meeting time, the Chairperson, with the consent of members present, may cancel the meeting and reschedule a future date. This should normally be within a month of the original date. No further official written notice will be given. Members will be informed of the new date.

Section 6: Training / Workshops

Members will be expected to participate in training/workshops geared to the improved functioning of Onkwata'karitáhtshera.

SIGNATURE OF DOCUMENTS

All contracts, documents or any other instruments in writing, shall be signed by the Chairperson, Vice Chairperson or Secretary and the Technical Support Person, or any other person designated through a resolution by Onkwata'karitáhtshera.

ONKWATA'KARITÁHTSHERA CONFLICT OF INTEREST

Section 1 Statement

The best interests of Kahnawa'kehró:non, not those of the members or others, must be the only consideration. Therefore, the interests of any individual member cannot be permitted to play a part in any decision relating to the choice of, or terms of dealing with individuals or health concerns with which Onkwata'karitáhtshera may have a relationship.

Section 2. Application:

To avoid conflict of interest, each member who is in a position to influence or control decisions concerning the activities of Onkwata'karitáhtshera must do the following:

To maintain constant awareness of the importance of ethical conduct, the member should disqualify himself or herself from taking part in, or exerting any influence on, any transaction where personal interests may conflict with those of Onkwata'karitáhtshera.

Representative examples of activities that are considered to be detrimental to Onkwata'karitáhtshera are:

2.1

Performing outside work or activities for an organization or concern that promotes or involves activities that are not in keeping with the goals and objectives of Onkwata'karitáhtshera.

2.2

Performing outside work or services for a group, which helps that group gain preferential treatment over other groups.

2.3

Performing outside technical services or other services which are competitive with Onkwata'karitáhtshera activities.

2.4

Transmitting technical "know-how" or data to any outside interest without prior approval, which Onkwata'karitáhtshera has developed for its use.

2.5

Transmitting information on Onkwata'karitáhtshera business matters which have not been publicly disclosed to any outside individual or interest.

2.6

Transacting personal business with outsiders under circumstances, which might lead the outsider to believe that he or she is dealing with Onkwata'karitáhtshera.

2.7

Using Onkwata'karitáhtshera business relationships with outside individuals or concerns for personal profit or advantage.

2.8

Competing with the organization, directly or indirectly, in the development of a project opportunity.

2.9

Each Onkwata'karitáhtshera member must report any financial gain which he/she or member of his/her immediate family has in an individual or business concern with which Onkwata'karitáhtshera may have a business relationship.

2.10

Neither Onkwata'karitáhtshera member nor any member of his/her immediate family may not accept gifts intended to influence the affairs of Onkwata'karitáhtshera.

Section 3

Responsibility

3.1

It is the responsibility of each Onkwata'karitáhtshera member to disclose to the committee;

3.1.1

To avoid potential conflicts of interests;

3.1.2

To make such disclosures as Onkwata'karitáhtshera may require from time to time;

3.1.3

To review with his or her fellow Onkwata'karitáhtshera members any questionable activities that might be construed to be a conflict of interest;

3.2

It is the responsibility of each Onkwata'karitáhtshera member to review and evaluate potential conflict of interest situations brought to their attention. When necessary, refer such situations to the Chairperson, Vice Chairperson, Secretary or Coordinator as required to obtain decisions, which protect Onkwata'takaritáhshera interests.

Section 4

Reporting

4.1

To ensure adherence to the provision of this policy, all Onkwata'karitáhtshera members will be required to read its contents and sign a Conflict of Interest Statement.

4.2

This statement should include disclosures regarding any circumstances in which the Onkwata'karitáhtshera member will be or might become entitled to a fee, commission, retainer, royalty, bonus, payment, deferred payment, compensation, loan or any consideration whatsoever from organizations, which is now or which may become a party to a contract, obligation, agreement or arrangement with Onkwata'karitáhtshera.

Section 5

EMPLOYMENT OF ONKWATA'KARITÁHTSHERA MEMBERS

5.1

In the event a member becomes a permanent employee of Onkwata'karitáhtshera, he/she is required to relinquish his/her seat.

5.2

In the event a member becomes a contractor or part time employee of Onkwata'karitáhtshera, he/she would suspend all activity as a member for that period provided that the contract or employment is less than six (6) months.

5.3

In the event that the contract or employment is more than six (6) months, the member would be required to resign.

CODE OF ETHICS FOR ONKWATA'KARITÁHTSHERA MEMBERS

This Code of Ethics is a guide to Members as they strive to render effective and efficient governance.

MEMBERS SHOULD HONOR THE HIGH RESPONSIBILITY, WHICH HIS/HER COMMUNITY DEMANDS.

1. By thinking always in terms of “community first.”
2. By accepting the responsibility along with his/her fellow members of seeing that the maximum of facilities and resources is provided for the proper functioning of Onkwata'karitáhtshera.
3. By refusing to “play politics” in either the traditional partisan, or in any petty sense.
4. By maintaining objectivity, thoroughness and independence at all times and avoid placing himself/herself in conflict of interest situations.
5. By accepting the responsibility of becoming well informed concerning the duties of members and the proper functions at Onkwata'karitáhtshera.
6. By refusing to make statements or promises as to how he/she will vote on any matter, which should properly come before Onkwata'karitáhtshera as a whole.
7. By making decisions only after all facts bearing on a question have been presented and discussed.
8. By notifying the Chairman, Vice Chairperson, Secretary or Coordinator of Onkwata'karitáhtshera when they will be absent from a meeting.
9. By reporting to meetings on time with having reviewed all the required documents that have been sent to them prior to the meeting.
10. By following the agenda and concentrating on the business at hand to see that business is finished on time.
11. By accepting and supporting publicly the decisions reached by Onkwata'karitáhtshera even when in disagreement with the result of the decisions.
12. By demonstrating a spirit of cooperation and actively participating in the development and implementation of Onkwata'karitáhtshera's general policies with vision, courage and enthusiasm.
13. By listening to all sides of question and making decisions free from emotions and prejudices.
14. By appreciating the points of view of all members.
15. By having interest enough in community problems to become thoroughly informed concerning all health and social service issues.

16. By demonstrating loyalty and integrity towards other members and shall at no time betray their good faith, abuse their confidence or act unfairly in their regard.
17. By being free from undue pressure from any group.
18. By recognizing the importance of good public relations.
19. By being able to take criticism.
20. By respecting the confidentiality of debates, exchanges and discussions.
21. By demonstrating restraint and prudence when making public representation. To that end, Onkwata'karitáhtshera members shall accurately transmit the general policies avoiding any comments that may compromise the integrity of Onkwata'karitáhtshera.

CONTINUING DUTIES AND OBLIGATIONS UPON EXPIRY OF MANDATE AS AN ONKWATA'KARITÁHTSHERA MEMBER

Following expiry of their mandate, members shall keep confidential all information, debates, exchanges and discussions of any nature whatsoever to which they were privy in the exercise of their functions.

BREACH OF CODE OF ETHICS

1. Any person who has reason to believe that a member is in contravention of the Code of Ethics shall so advise the Chairperson of Onkwata'karitáhtshera. If the contravention relates to the latter, the Vice Chairperson or Secretary of Onkwata'karitáhtshera shall be advised.
2. The Chairperson or Vice Chairperson or Secretary may designate individuals to conduct inquiries into the situation or allegations or facts likely to constitute a breach of the Code of Ethics.
3. A member of Onkwata'karitáhtshera who is informed that he/she is the subject of an inquiry shall not communicate with the individual requesting such inquiry.
4. The designated individuals shall submit a report to the Chairperson, Vice Chairperson or Secretary of Onkwata'karitáhtshera.
5. In light of the information received and the inquiry report, if applicable, the Chairperson or Vice Chairperson or Secretary may form a committee composed of three members of Onkwata'karitáhtshera.
6. The committee shall notify the member contemplated of the breach for which he/she is being investigated and the relevant provisions contained in the Code of Ethics. Such notice shall also apprise the member contemplated of his/her right to submit comments in writing to the committee, and on request, to be heard by such committee regarding the breach.

7. Should it be concluded that the member of Onkwata'karitáhtshera has contravened the Code of Ethics, the committee shall recommend to the members of Onkwata'karitáhtshera to impose a penalty against the member.
8. The penalty may consist of a reprimand, suspension, and revocation of appointment not in any order, or any other penalty considered appropriate according to the seriousness and nature of the breach.
9. All penalties shall be communicated in writing to the member concerned.

DISPUTE RESOLUTION MECHANISM

Guiding Principles

In our Mohawk tradition, four major themes are central to the Great Law of Peace, which provides guiding principles for our interactions. These four themes are:

- i. Peace – you must be at peace with yourself and your surroundings.
- ii. Respect – you must respect yourself and others (who you are, how you act and what you do).
- iii. Being of a good mind – you must be positive and creative in your thoughts and actions.
- iv. Responsibility – you must act in a responsible manner and be accountable for your actions.

Procedure:

If a dispute arises that cannot be handled by the individuals in Onkwata'karitáhtshera, the following steps will be followed:

1. If a dispute arises, a written notice will be sent to the Chairperson within five working days prior to the next regularly scheduled meeting. This will be to ensure the issues to be resolved are clearly identified.
2. The dispute will be addressed at the next regularly scheduled meeting and a committee including the two Onkwata'karitáhtshera elders and a Mohawk Council representative will be mandated by Onkwata'karitáhtshera to review and resolve the outstanding dispute by the next regularly scheduled meeting.
3. A summary of the decision will be provided to Onkwata'karitáhtshera no later than at the next regularly scheduled meeting.
4. This dispute settling mechanism will be the final authoritative decision-maker for Onkwata'karitáhtshera.

CHAIRPERSON

Certified a true copy of the By-laws of Onkwata'karitáhtshera, accepted by the members at a meeting held at Kahnawake on _____.

A M E N D M E N T S

To the Constitution

Page 3 Section 1: Composition

Should read:

“The affairs of Onkwata’karitáhtshera shall be under the control and direction of fourteen (14) members representing the following:

Three seats of Onkwata’karitáhtshera appointed by the MCK, consisting of two Chiefs in Council and one administrative representative;

One (1) selected from the Education Sector;

Eight (8) Community Health Managers preferably Kahnawa’kehró:non working within KSCS, K MHC and KFB.”

Page 3 Section 3: Powers & Duties

Should read:

“Is the body responsible for all global health and social service issues of Kahnawake.”

Page 4 Section 4 : Voting (3rd sentence)

Should read:

“Decisions must be made with a minimum of 50% +1 of the total membership (eight or more people must agree).”

Page 5, Section 2: Alternate

Should read:

“An organization that knows their representative will be missing more than six (6) consecutive meetings may appoint an alternate in writing.”

Page 5, Section 1:

Should read :

“Executive Committee

It was agreed to add the word *secretary* throughout the document wherever reference is made to the Executive Committee.”

Page 5, Section 2:

Should read:

“Support to Onkwata’karitáhtshera”

- **Technical Support Person**
- **Support Person(s)**
- **Coordinator**

Page 6, Section 5: Support Personnel

Should read:

“Onkwata’karitáhtshera may call in support persons as required. ”

Page 6, Section 1: Meetings

Should read:

“There will be at least ten (10) Onkwata’karitáhtshera monthly meetings per fiscal year.”

Page 7, Section 3: Quorum

Should read:

“A quorum shall consist of fifty percent plus one (50% + 1). There needs to be a majority of Kahnawa’kehró:non committee members to be valid.”

Page 7, Section 4: Agenda

Should read:

“The Agenda for any meeting shall be the responsibility of the Chairperson in collaboration with the Coordinator.”

Page 9, Section 3: 3.1 Responsibility

Should read:

“It is the responsibility of each Onkwata’karitáhtshera member to disclose to the committee;”

Page 9, Section 3: 3.2

Should read:

“When necessary, refer such situation to the Chairperson, vice Chairperson, Secretary or Coordinator as required to obtain decision, which protect Onkwata’karitáhtshera interests.”

APPENDIX A

CODE OF ETHICS

PERSONAL UNDERTAKING

(Each member of Onkwata'karitáhtshera shall sign the following undertaking, the original of which shall be kept in the official records).

I have read the Code of Ethics governing Onkwata'karitáhtshera and undertake to comply with such Code.

Signature

Date

Witnessed by Chairperson of Onkwata'karitáhtshera

APPENDIX B

OATH OF CONFIDENTIALITY

Upon appointment, Onkwata'karitáhtshera members shall sign or recite the following oath of confidentiality.

I, _____, of Onkwata'karitáhtshera agree

To demonstrate respect, loyalty and integrity towards all members and shall at no time betray their good faith and confidence or act unfairly in that regard.

To respect the confidentiality of debates, exchanges and discussions.

To accept and support publicly the decisions reached by Onkwata'karitáhtshera even when in disagreement with the results of the discussion.

I also understand and accept Onkwata'karitáhtshera's Chairperson, in conjunction with the members at a monthly meeting, reserves the right to decide that a certain topic is of a confidential nature until a final decision is reached and released.

Member's Signature: _____

Date Signed: _____

Witnessed By: _____

Copies: Original - Onkwata'karitáhtshera File

APPENDIX C

ONKWATA'KARITÁHTSHERA MEMBER CONFLICT OF INTEREST STATEMENT

To: Chairperson of Onkwata'karitáhtshera

I, _____, have read the Onkwata'karitáhtshera Statement on Conflict of Interest and have retained a copy for my future guidance. It is my understanding that this Statement is only a guide to conflicts of interest, and that all potential conflicts and health and social service ethical problems are to be reported whether or not they are of the type discussed in the Statement.

I understand that I am to advise the Chairperson in writing immediately if any situation arises involving a possible conflict of interest or unethical action.

I currently have no personal interests, nor does any member of my immediate family have personal interests, other than those set forth below, which may conflict with the interests of the Onkwata'karitáhtshera.

Disclosures: _____

Signature _____ Date _____

Witnessed By _____ Date _____

Print Name
