***Council Resolution Authorizing the Development of Financial Administration Law, a Request for Compliance Approval of Law and a Request for a Financial Performance Certificate from the First Nations Financial Management Board***

|  |  |
| --- | --- |
| **SUBJECT:** | *Authorization for officials of [Official Name] to recommend to Council for enactment a financial administration law under section 9 of the First Nations Fiscal Management Act and to request the First Nations Financial Management Board to approve the law and to issue the [Official Name] a Financial Performance Certificate* |

**WHEREAS:**

**A.**  [Official Name] is named in the Schedule to the *First Nations Fiscal Management Act* (“the Act”);

**B.** Council of [Official Name] wishes to enact a financial administration law under section 9(1) of the Act and to request the First Nations Financial Management Board (“the FMB”) to review and issue a compliance approval of the enacted law under section 9 of the Act; and

**C.** Council of [Official Name] wishes to request the FMB to review the [Official Name]’s financial performance and issue the [Official Name] a Financial Performance Certificate under section 50(3) of the Act.

**NOW THEREFORE BE IT RESOLVED** that Council, for and on behalf of the [Official Name], hereby:

1. authorizes and directs [*name and contact information of First Nation/Indian Band official*], on behalf of the [Official Name] to do the following:
   1. to send a copy of this Council resolution to the FMB; and
   2. to seek the informal assistance of FMB as available and appropriate in order to recommend to Council for enactment a financial administration law that complies with the requirements of the FMB’s *Financial Administration Law Standards* established under the Act; and
2. authorizes [*name and contact information of legal counsel*], on behalf of the [Official Name], to communicate with the FMB respecting the enactment of a financial administration law by the Council;
3. after enactment of a financial administration law by Council under section 9 of the Act (“the Law”), authorizes and directs [*name of First Nation/Indian Band official OR name of legal counsel]*, on behalf of the [Official Name], to do the following:
   1. to request the FMB to conduct a formal review and issue a compliance approval of the Law under section 9 of the Act; and
   2. to deliver to the FMB all documents required by the FMB to conduct a formal review of the Law including any required original and electronic copies of the Law with evidence of enactment of the Law in a form satisfactory to the FMB;
4. after the FMB issues a compliance approval of the Law, authorizes the FMB to deliver an original copy of the Law enacted by Council to the registry referred to in section 31(4) of the Act;
5. directs and authorizes *[name and contact information of First Nation/Indian Band official]*, on behalf of the [Official Name] to do the following:
   1. to seek the informal assistance of the FMB as available and appropriate in order to receive a Financial Performance Certificate from the FMB;
   2. to request the FMB to conduct a formal review of the [Official Name]’s financial performance to determine if the [Official Name] is, at the time of the review, in compliance with the FMB’s *Financial Performance Standards* and to issue a Financial Performance Certificate to the [Official Name] under section 50(3) of the Act;
   3. to communicate with and provide all requested documents and information to the person authorized by the FMB to conduct the review of the [Official Name]’s financial performance on behalf of the FMB (“the reviewer”) as required under the FMB’s *Financial Performance Certification Procedures*;
   4. to disclose to the reviewer any events subsequent to the date of the last audited annual financial statements of the [Official Name] that would materially impact any information provided by or on behalf of the [Official Name] for purposes of the review of the [Official Name]’s financial performance or to confirm to the reviewer that there are no subsequent events, as the case may be; and
   5. to verify and confirm that any normalization adjustment described in Standard 8.0 of the *Financial Performance Standards* that the FMB has advised is being proposed for consideration by the FMB in the financial performance review is based upon information provided by or on behalf of the [Official Name] that is correct, is not misleading and does not omit any material information;
6. directs and authorizes all councillors, officers and employees of the [Official Name] to cooperate, as required in the FMB’s *Financial Performance Certification Procedures,* with the reviewer when conducting the review of the [Official Name]’s financial performance;
7. authorizes [*name and contact information of auditor*]to communicate with the FMB and to cooperate, as required in the FMB’s *Financial Performance Certification Procedures,* with the reviewer when conducting the review of the [Official Name]’s financial performance;
8. authorizes all contractors, agents or advisors of the [Official Name] to provide information to the reviewer respecting the [Official Name]’s dealings with them as they relate to matters arising in the review of the [Official Name]’s financial performance;
9. *[Required statement if the First Nation/Indian Band has local revenue laws under the Act]* authorizes the officers and employees of the First Nations Tax Commission to provide to the reviewer any relevant information the Commission has with respect to [Official Name];
10. confirms that the Council of the [Official Name] commits
11. to take all necessary actions to implement the [Official Name]’s financial management system in accordance with the requirements of the [Official Name]’s financial administration law that has been approved by the FMB under section 9 of the Act and the FMB’s *Financial Management System Standards,* and
12. to request and obtain a Financial Management System Certificate from the FMB before the [Official Name] passes a borrowing law for a second loan from the First Nations Finance Authority and, in any event, not later than 36 months after the [Official Name] receives proceeds for the first time from a debenture or equivalent financial instrument issued by the First Nations Finance Authority under the terms of a Borrowing Law and a Security Issuing Council Resolution;
13. confirms and agrees that the [Official Name] will indemnify, defend and hold harmless the FMB, its directors, officers and employees and every person acting on behalf of or under the direction of the FMB, its directors, officers or employees from any damages, costs, claims or causes of action arising from the conduct of a review of financial performance under the *Financial Performance Certification Procedures*, from the reporting and consideration of the results of the review, from the giving of an opinion respecting the review and from the issuance or revocation of a *Financial Performance Certificate* unless these damages, costs, claims or causes of action result from gross negligence or bad faith; and
14. confirms that this resolution was approved at a duly called and conducted Council meeting of the [Official Name] at which the required quorum of councillors was present throughout and that the required number of councillors approved the resolution at the meeting.

*[Chiefs and Councillors signature page follows]*

|  |  |
| --- | --- |
| **SUBJECTS:** | *Authorization for officials of [Official Name] to recommend to Council for enactment a financial administration law under section 9 of the First Nations Fiscal Management Act and to request the First Nations Financial Management Board to approve the law and to issue the [Official Name] a Financial Performance Certificate* |

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| ***A QUORUM OF [OFFICIAL NAME] COUNCIL***  ***CONSISTS OF***  ***COUNCILLORS*** | **[OFFICIAL NAME] COUNCIL**  **MEETING HELD AT:** | | *[Insert Address]*  *[Insert Address]* | | | | | | |
| **DATED:** | |  |  | DAY OF | |  |  |  |
| **MOVED BY:** |  | **SECONDED BY** | | |  | | | |
|  |  | | | |

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  | | |  |  | | |  |
|  | Chief | | |  | Chief | | |  |
|  | |  |  | | |  |  | |
| Councillor | |  | Councillor | | |  | Councillor | |
|  | |  |  | | |  |  | |
| Councillor | |  | Councillor | | |  | Councillor | |
|  | |  |  | | |  |  | |
| Councillor | |  | Councillor | | |  | Councillor | |
|  | |  |  | | |  |  | |
| Councillor | |  | Councillor | | |  | Councillor | |
|  |  | | |  |  | | |  |
|  | Councillor | | |  | Councillor | | |  |