



Nunavut Tunngavik Inc.

CODE OF CONDUCT FOR BOARD OF DIRECTORS

*Approved by the Board of Directors in December 1993
Last Amended in February 2009*

I. OBJECT OF NUNAVUT TUNNGAVIK INC.

The overall object of Nunavut Tunngavik Inc. (NTI) is to constitute an open and accountable forum organized to represent all the regions and communities of Nunavut in a fair and democratic way, that will safeguard, administer, and advance the rights and benefits that belong to the Inuit of Nunavut as an aboriginal people, so as to promote their economic, social and cultural well being through succeeding generations. (NTI By-Laws s. 2.1)

II. PURSUIT OF OBJECT

Successful pursuit of NTI's object requires high standards of leadership. Those individuals who are entrusted by the Inuit of Nunavut with leadership roles in NTI must conduct themselves so as to justify and maintain the trust and confidence of Inuit.

III. STANDARDS OF CONDUCT

1. All members of the Board of Directors must conduct themselves in conformity with their responsibilities under the laws of Canada, the laws of Nunavut, and NTI's By-Laws, policies and binding resolutions. Without limiting such responsibilities, the Inuit of Nunavut are entitled to expect that all Directors shall, to the best of their abilities:
 - (a) act honestly and loyally towards NTI;
 - (b) honour any undertakings or commitments made to NTI;
 - (c) in their role as board members, place the best interests of NTI above their own;
 - (d) strive to contribute to well-informed discussions and decisions within NTI;
 - (e) contribute to public awareness of and support for the role and activities of NTI;
 - (f) make known to NTI's board the views of Inuit in their regions and communities, and encourage due consideration of minority views within the Inuit population;
 - (g) promote the rights and opportunities of the Inuit of Nunavut as a whole, and fair treatment of disadvantaged groups within the Inuit population, while respecting the dignity of every person and avoiding discrimination based on race, national or

ethnic origin, color, religion, sex, sexual orientation, age, or mental or physical disability;

- (h) conduct themselves, while carrying out work on behalf of NTI, in such a way as to reflect well on the reputation of NTI and the Inuit of Nunavut; and
 - (i) show respect for the land, people and culture of Nunavut, paying particular attention to the views of Inuit in the communities, including the wisdom of Inuit elders and the promise of Inuit youth.
2. Directors shall, at all times, carry out their responsibilities in good faith and in the best interest of NTI. More specifically, Directors shall:
- (a) reveal to other Directors at meetings of the Board, and if necessary, to the members at annual general meetings, any possible issues of conflict of interest; and
 - (b) respect the confidentiality of any matters dealt with by the board of directors on a confidential basis.
3. Directors shall carry out their duties with the degree of care, diligence, and skill that can reasonably be expected of a board of directors. More specifically, Directors shall:
- (a) familiarize themselves with the NTI By-Laws, rules, policies and resolutions, and in particular the rules and policies governing the Board;
 - (b) attend meetings regularly and be prepared for the business at hand by reviewing material provided in advance;
 - (c) review minutes, reports and proposals presented to the board;
 - (d) ensure that officers receive appropriate instructions and carry out their tasks; and
 - (e) when charged with specific executive, financial, or administrative responsibilities, accept and carry out those responsibilities with due attention and effort.

(Last Amended in February 2009)