



Mayala Inninalang Aboriginal Corporation RNTBC (ICN 9067)

Notice of 2023 Annual General Meeting

Date: Tuesday 28 – Wednesday 29 November 2023

Time: 9:00AM – 4:30PM (registration from 8:00AM)

Location: Broome Convention Centre Chinatown - 12 Frederick St, Broome WA
6725

Who: Members of Mayala Inninalang Aboriginal Corporation RNTBC (**Mayala PBC**)

AGM Agenda

1. Register and check details on register of members
2. Introduction, quorum, chairperson, apologies, proxies, code of conduct
3. Confirm minutes of 2022 AGM
4. Young Person's Network Meeting
5. Governance and Cultural Mapping project briefing
6. Committees and roles briefing
7. Brue Reef Film
8. Directors' and general reports including strategic plan update
9. Candidates for directorship
10. Update from directors
11. Appointment of directors
12. Resolution: remuneration for directors (sitting fees)
13. Mayala Country Marine Park update
14. Healthy Country Advisory Committee update
15. Negotiation committee for Kimberley Barramundi Expansion Project
16. Cockatoo Island Mining update on Irvine Island
17. Other projects update
18. Members questions and other business.

A short directors' meeting will be held on the 29 November immediately after the AGM for all directors to sign director consent forms and to appoint office bearers and to set dates for 2023 directors' meetings.

Deadline for travel assistance requests is 20th November 2023

Travel assistance is only for **current** Mayala Inninalang Aboriginal Corporation RNTBC **Members**. For **travel assistance within the Kimberley region for Members**, please contact Rusel Thomson at the KLC on 0457 215 682 or rusel.thomson@klc.org.au
Members who would like to attend the meeting online can request a MS Teams meeting link from Rusel Thomson by emailing rusel.thomson@klc.org.au

A copy of the Rule Book of Mayala Inninalang Aboriginal Corporation RNTBC can be accessed at www.oric.gov.au or by request to the Kimberley Land Council. Physical copies of the Rule Book will be provided at the Mayala PBC AGM.

MEMBERS' RESOLUTION

In accordance with Rule 7.34 of the Rule Book of the Mayala Inninalang Aboriginal Corporation RNTBC (ICN 9067) (Mayala PBC), members of Mayala PBC resolve to approve Mayala PBC providing reasonable remuneration to Directors of Mayala PBC for their work as Directors, during Mayala PBC Directors Meetings. Reasonable remuneration is \$500 - \$750 per day (plus GST, if applicable) for all directors and \$750 - \$1,000 per day (plus GST, if applicable) for the Chairperson for meetings. Remuneration for directors will only be allocated if funds are available in the annual budget allocation at the beginning of each financial year.

A resolution at a members' meeting (general meeting or AGM) should, if possible, be decided by consensus of members present at the meeting, with each member having 1 vote (Rule 6.27). If consensus cannot be reached after reasonable effort has been made, the resolution will be decided by majority vote, with each Apical Ancestor Group casting 1 vote, such that a total of 5 votes only are cast (Rule 6.28).

DIRECTOR APPOINTMENTS

The Rule Book of Mayala Inninalang Aboriginal Corporation RNTBC (**Mayala PBC**) has the following rules for appointing directors.

Mayala PBC is to have 10 Directors. Two Directors will be appointed from each Apical Ancestor Group (Rule 7.1).

A Director must be a member of Mayala PBC (Rule 7.2)

A person is not eligible to become a director if the person has been disqualified from managing a Corporation under the CATSI Act (Rule 7.3)

The appointment of directors occurs at an AGM in the following way (Rule 7.6):

1. Members of each Apical Ancestor Group nominate a director from their own Apical Ancestor Group.
2. Members of Mayala PBC appoint directors by resolution.

Directors must give their consent in writing to act as a director, using the form at **Schedule 6** of the Rule Book, before their appointment takes effect (Rule 7.7). Mayala PBC must send ORIC the directors' personal details within 28 days after they are appointed, using the *notification of a change to corporation officers' details* form (Rule 7.8).

Directors will be appointed on rotation for a 2-year term (Rule 7.9). At the 2023 AGM, 5 directors' positions are available for appointment. The members of each Apical Ancestor Group will nominate 1 Director each to fill the 5 Director positions.

In the Mayala PBC Rule Book, "Apical Ancestor" means one of the following apical ancestors from which a Native Title Holder is a descendant:

1. Kudumili;
2. Galawa;
3. Ngalgarrgard;
4. Jabadayim, including his adopted son, Jacob Sesar; or
5. Ulgirr/Oolgir.

Should you wish to be considered for appointment as a director of Mayala PBC, you must attend the 2023 AGM to give your consent in writing for the appointment to take effect.

Before being appointed, a director will need to have a **Director Identification Number**. Please apply online, by phone (see information sheet attached) or contact the KLC if you need any information about how to apply for a Director Identification Number.

PROXIES

Proxies at members' meetings (general meetings and AGMs)

Members can appoint another member as their proxy to go to the AGM and vote for them (Rule 6.32). The proxy must be from the same Apical ancestor group as the member.

A proxy appointment must be in writing (rule 6.35) using the 'Appointment of proxy form' at Schedule 5 of the Rule Book and **attached** to this meeting notice.

A proxy appointment form must be given to Mayala Inninalang Aboriginal Corporation RNTBC at least 48 hours before the AGM (rule 6.34).

A person can't be a proxy for more than 1 member of Mayala PBC (rule 6.35).

Schedule 5 - Appointment of proxy form

Mayala Inninalang Aboriginal Corporation RNTBC (ICN 9067)

Appointment of proxy

I, _____ (full name of member)

of _____ (address of member)

am a member of the Corporation.

I appoint _____ (full name of proxy)

of _____ (address of proxy)

as my proxy to vote for me on my behalf at the general meeting of the Corporation (annual general meeting or other general meeting, as the case may be) to be held on / / and at any adjournment of that meeting.

Signature of member appointing proxy _____

Date _____

NOTE: A proxy vote may be given under rules 6.34 to 6.37 (for more about proxies see section 201-90 of the CATSI Act)

Please return your completed form to the Corporation **at least 48 hours before the meeting.**



FACT SHEET

Director Identification Numbers

What is a Director Identification Number?

A director identification number (or 'director ID') is a 15-digit number given to a director of a corporation (this includes PBC directors). A director has to confirm their identity with the Australian Business Registry Services (ABRS) to get this number. Directors only need to apply for a director ID once. When a director gets a director ID they will keep this number forever.

Do PBC directors have to have a director ID?

Yes, a PBC director has to have a director ID. It is an offence for a director to not have a director ID.¹ Alternate directors must also have a director ID.² A person who is planning to become a director can apply for a director ID.²

When do PBC directors need to apply?

You can apply now if you want to. Applications opened in November 2021. But you must apply by the following dates if you are already a director or if you plan to become a director:

Date when you become a director	Date you must apply
Before 31 October 2022	Before 30 November 2023
From 1 November 2022	Before becoming a director (appointment)

¹ Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth) (CATSI Act) s 308-20(1). ² CATSI Act s 308-15.

² CATSI Act s 308-10(3).

The Registrar may give certain groups of people more time to apply for a director ID.³

FACT SHEET

DIRECTOR IDENTIFICATION NUMBERS

How do directors apply?


Directors can apply using the myGovID app. This is different from the myGov website. To apply on the myGovID app, directors will need the following documents:

- Tax file number (TFN)
- Residential address as recorded by the Australian Taxation Office (ATO)
- Information from two documents to confirm the director's identity

Examples of documents that a director can use to confirm their identity include:

- Bank account details
- An ATO notice of assessment
- Superannuation account details
- Centrelink payment summary
- Dividend statements
- PAYG payment summary (this is different to an income statement).

³ CATSI Act s 308-30(2).



Directors can also apply on the ABRS website. If a director (or future director) lives outside of Australia, they can apply using the paper forms on the ABRS website.⁴

What do I do with a director ID?

Once you have a director ID, you need to tell the record-holder of your PBC. This might be your contact person or another director. If you become a director of a different PBC or another Aboriginal Corporation, you need to tell the record-holder of the other corporation.

Will directors get in trouble for not having a director ID?

Yes. It is an offence for a director to not have a director ID.⁶ If a director does not get a director ID in time, they might have to pay a fine.⁵ If a director applies for multiple numbers or pretends to be someone else, they could go to prison for 1 year.⁸ These punishments do not apply if the director (or future director) made an application before the day that they were appointed as a director.

What's next?

If you want further information on director IDs, please contact the KLC on 9194 0100 or email legalsecretary@klc.org.au.

⁴ Apply for your director ID | Australian Business Registry Services (ABRS) 6 CATSI Act s 308-20(1).

⁵ CATSI Act s 308-25. The current fines are \$13,320.00, however this may change over time. ⁸ CATSI Act ss 308-40 and 308-45.