

ANNUAL GENERAL MEETING

Thursday
15 February 2024
From 9.00am

MEEKATHARRA

Meekatharra Shire Hall
75 Main Street
Meekatharra WA 6642

PERTH

INGOT Hotel
285 Great Eastern Highway
Belmont WA 6104

ONLINE

*Call or email the YN PBC to
register for MS Teams*

RSVP by 5 February 2024

Phone (08) 6146 2503

Email: admin@ynpbc.com.au

Can't attend?

Nominate a Proxy to vote on your behalf. Please return the Proxy form by 9.00am Tuesday 13 February 2024



Dear YN PBC Member,

You are invited to attend the Annual General Meeting for the financial year 1 July 2022 to 30 June 2023. The meeting agenda includes:

1. Directors Election and appointment of 4 Directors for a two-year term
2. Approve Minutes of 23 November 2022 Annual General Meeting
3. Approve Minutes of 27 July 2023 General Meeting
4. Auditor presentation of FY23 Financial Statements
5. Trustee presentation
6. Operations Update
7. General Business

This AGM Notice pack contains important information and forms. Please read carefully and bring the pack with you to the meeting.

YN PBC encourages Members to attend the meeting venue closest to them. This can include attending online. Quorum for the AGM is 40 Members across all venues.

YN PBC will provide a small fuel allowance for Members who need to travel more than 50km to attend their nearest meeting venue. Strict rules and maximum limits apply to the fuel allowance – please refer to the Frequently Asked Questions (FAQs).

Please contact the YN PBC office during business hours if you have any questions about the AGM.

Light refreshments will be provided.
Lucky door prizes to be won.

YN PBC will be taking photographs and recordings throughout the meeting.

YNPBC will enforce the Code of Conduct. Unacceptable behaviour will not be tolerated.

ALCOHOL, SMOKE & DRUG FREE EVENT



BREATHALYZER WILL BE USED

Everyone who wants to attend the AGM in person must complete a breathalyser test and record 0.00 BAC before they are permitted to enter the meeting venue.

CODE OF CONDUCT

Everyone involved in YN PBC activities (including attending meetings) has the right to respect, appreciation, courtesy and professionalism.

UNACCEPTABLE BEHAVIOUR WILL NOT BE TOLERATED

Unacceptable behaviour makes people feel physically unsafe, emotionally unsafe or disrespected (professionally or personally).

REMEMBER

RESPECT each other always
ONE SPEAKER AT A TIME via the Chairperson
USE POLITE WORDS
WRITE down your feedback

Our ref: 20240215 AGM Notice Pack cover letter

Dear Member

Re: Information for the 15 February 2024 Annual General Meeting

You are invited and encouraged to the Annual General Meeting (AGM) of the corporation. The AGM covers the period 1 July 2022 to 30 June 2023. This pack contains important information that will help you make decisions during the meeting. Please read the information carefully and bring the pack with you to the meeting.

WHY THE 2023 AGM IS BEING HELD IN FEBRUARY 2024

On 4 October 2023, YN PBC received approval in writing from the Office of the Registrar of Indigenous Corporations to hold the 2023 AGM before 29 February 2024. Several operational factors prevented YN PBC from being able to prepare for and achieve the minimum notice period for calling an AGM by 30 November 2023.

RSVP YOUR ATTENDANCE

Please contact the YN PBC Office before 5 February 2024 to:

- Confirm your in-person attendance and the meeting venue you will attend; and
- Register to receive fuel allowance (if you meet the criteria); or
- Confirm your online attendance and obtain a meeting link; and
- Ask a question that you would like to have answered at the AGM.

Call (08) 6146 2503 or email admin@ynpbc.com.au

YN PBC ACTIVITIES AGREEMENT (CODE OF CONDUCT), PAGE 5-8

YN PBC Directors have introduced a code of conduct for all activities. Since January 2023, ALL corporations and businesses in Western Australia are legally required to ensure a safe and respectful working and meeting environment for everyone. All Members were notified of this important policy. It is presented to Members again in this AGM Notice Pack.

Please read the code of conduct carefully. YN PBC will be strictly enforcing the code of conduct during the AGM. Unacceptable behavior will not be tolerated in any circumstance. Consequences for unacceptable behavior will be enforced.

PROXY FORM, PAGE 9-10

Fill in this form if you can't attend the meeting at all. The form allows you to appoint another Member who is attending the meeting to vote on your behalf.

FREQUENTLY ASKED QUESTIONS, PAGE 11-15

This factsheet provides answers to the common questions about the AGM (e.g. rules for fuel allowance, what is quorum, appointing a proxy, how to vote during the meeting etc). Please read this factsheet first, as it may save you the need to contact the YN PBC office.

DRAFT AGM AGENDA, PAGE 16

This is a list of all the decisions to be made and topics presented during the AGM.

DIRECTORS ELECTIONS, PAGE 17-18

This document explains why four (4) Directors need to be elected. Directors will be elected by majority show of hands at the meeting and the proposed resolution is:

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to appoint the following Members as Directors with their term ending at the AGM for the financial year ending 30 June 2025:

- <name to be confirmed at meeting> (Wilba)
- <name to be confirmed at meeting> (Ward)
- <name to be confirmed at meeting> (Wilburro/Wheelbarrow)
- <name to be confirmed at meeting> (Dorizzi)

MINUTES OF 23 NOVEMBER 2022 ANNUAL GENERAL MEETING, PAGE 19-57

The draft Minutes of 23 November 2022 Annual General Meeting will be presented and Members asked to accept the notes as true and correct. The proposed resolution is:

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 23 November 2022 Annual General Meeting as true and correct.

MINUTES OF 27 JULY 2023 GENERAL MEETING, PAGE 58-92

The draft Minutes of 27 July 2023 General Meeting will be presented and Members asked to accept the notes as true and correct. The proposed resolution is:

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 27 July 2023 General Meeting as true and correct.

AUDITED FY23 FINANCIAL STATEMENTS, PAGE 93-116

Members appointed the YN PBC Auditor (Dry Kirkness) at the 23 November 2022 AGM. YN PBC achieved a clean audit of the FY23 financial reports and governance processes. A copy of the Audited Financial Statements can be found in the Annual Report on the YN PBC website and on the ORIC website (www.ynpbc.com.au and www.oric.gov.au).

TRUSTEE UPDATE, PAGE 117-118

Mr Phillip Williams, Trustee of the Yugunga-Nya People's Trust will attend the AGM and be available to answer relevant questions from Members.

YN PBC OPERATIONS UPDATE, PAGE 119-120

A summary of the key achievements and outcomes for the financial year 1 July 2022 to 30 June 2023 is presented in the Annual Report. The Annual Report can be downloaded from the YN PBC website, on the News and Media page. www.ynpbc.com.au. Highlights will be presented at the AGM.

GENERAL BUSINESS

At the end of formal proceedings, Members have an opportunity for general discussion. If you have any questions you would like to raise during the AGM, please email YN PBC (admin@ynpbc.com.au) by 5 February 2024. This will give the Directors and staff time to research (as needed) and provide informed responses.

SEE YOU THERE!

The Directors and Staff of the Corporation look forward to seeing you at the AGM.

YN PBC ACTIVITIES AGREEMENT (CODE OF CONDUCT)

This agreement is about looking after country and looking after each other. It's about making a safe working environment for everyone – this is required by law.

1. All Activities

1.1. This Agreement is between you and YN PBC. It covers all Activities you participate in whether you are paid, unpaid, on country, in town, on telephone or email.

1.2. Activities include

- | | |
|---|---|
| (a) Surveys | (f) Cultural heritage and other projects |
| (b) Site Visits | (g) Consultation (formal and informal meetings) |
| (c) Environment Protection Act social surrounds | (h) Mobilisation (all the phone calls, texts, emails and meetings with YN PBC Staff to organise participants, accommodation, payroll, timesheets, travel, food etc) |
| (d) Cultural heritage management plans | |
| (e) Monitoring | |

2. Everyone involved in Activities (YN Participants, YN PBC, YN PBC Staff, Consultants & Proponents)

- 2.1. YN Participant is you – a Yugunga-Nya Common Law Holder.
- 2.2. YN PBC is the Board of Directors – elected by all the Yugunga-Nya Common Law Holders who are also members.
- 2.3. YN PBC Staff are employed by YN PBC – this includes the staff in Perth who organise the mobilisation and the staff on YN country.
- 2.4. Consultants include anthropologists, archaeologists, facilitators, environmentalists, botanists and their staff.
- 2.5. Proponents include mining companies, developers, government and their staff.

3. No Unacceptable Behaviour by anyone

- 3.1. Everyone involved in Activities has the right to respect, appreciation, courtesy and professionalism.
- 3.2. You agree that you will not engage in Unacceptable Behaviour towards YN PBC Staff, Consultants, Proponents or other YN participants.
- 3.3. Everyone else involved in Activities has an agreement or code that deals with Unacceptable Behaviour.

3.4. **Unacceptable Behaviour makes someone feel physically unsafe, emotionally unsafe or disrespected (professionally or personally).**

Examples are:

- | | |
|---|---------------------------------|
| (a) Swearing aggressively or rudely | (i) Personal insults |
| (b) Yelling | (j) Professional insults |
| (c) Sexual or Physical Harassment or Intimidation | (k) Unfair accusations |
| (d) Standing too close in an aggressive way | (l) Pointing fingers |
| (e) Verbal threats | (m) Being late |
| (f) Physical threats | (n) Leaving early |
| (g) Written threats | (o) Being on drugs or alcohol |
| (h) Cultural threats | (p) Not participating |
| | (q) Being on the phone too much |

4. Pay

- 4.1. YN PBC can only pay for the number of YN Participants that the Proponent pays for.
- 4.2. Excess YN Participants are welcome to participate in the Activity, but they cannot be paid.
- 4.3. Paid YN Participants will receive pay for the first day of the Activity. Then they will receive pay every Friday in arrears until the end of the Activity.
- 4.4. Paid YN Participants who join sometime during the Activity will receive pay every Friday in arrears until the end of the Activity.

5. Delaying, shortening or cancelling an Activity for Unacceptable Behaviour

- 5.1. YN PBC Staff are required by the Board to delay, shorten or cancel an Activity if a YN Participant does Unacceptable Behaviour.
- 5.2. Paid YN Participants will not receive pay for the period that an Activity is delayed.
- 5.3. Paid YN Participants will not receive any 'lost pay' if an Activity is shortened or cancelled.

6. Ban during an Activity

- 6.1. YN PBC Staff are required by the Board to ban a YN Participant for Unacceptable Behaviour during an Activity.
- 6.2. If they are a Paid YN Participant, they will receive pay up until the ban. They will not receive any 'lost pay' after they have been banned.

7. Ban for future Activities

- 7.1. If a YN Participant does Unacceptable Behaviour, the Board may decide to ban them from future Activities for a specific time period.
- 7.2. The time period for the ban will depend on the seriousness of the Unacceptable Behaviour.
- 7.3. The Board will advise the YN Participant in writing of
 - (a) the Unacceptable Behaviour
 - (b) the time period for the ban
 - (c) whether there are any Activities that the YN Participant can do
 - (d) any conditions they must follow in future.

8. Policies for how this Agreement is enforced

- 8.1. YN PBC staff will consult with YN Participants to make policies for how this Agreement is enforced. For example:
 - (a) How an Activity is delayed, shortened or cancelled for Unacceptable Behaviour in clause 5.1
 - (b) How a YN Participant is banned during an Activity for Unacceptable Behaviour in clause 6.1
 - (c) How a YN Participant is banned for future Activities for Unacceptable Behaviour in clause 7.1.

SIGNED BY YN PARTICIPANT

YN Participant Signature _____ Date _____

Name _____

Date of Birth _____ Family Group _____

SIGNED BY YN PBC

The Yugunga-Nya Native Title Aboriginal Corporation (ICN 9509) in accordance with its rules and section 99.5(1) of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (Cth):

Signature of Director

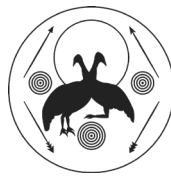
Signature of Director

Full name of Director

Full name of Director

Date

Date



15 February 2024 Annual General Meeting
Appointment of proxy [Refer to Rule Book 7.12]

Please complete both pages of this form.

MEMBER Details

I, _____ (full name of member)

of _____ (address of member)

am a member of Yugunga-Nya Native Title Aboriginal Corporation RNTBC ICN 9509.

My contact phone number is: _____

My contact email is: _____

PROXY Details

I appoint _____ (full name of proxy)

of _____ (address of proxy)

Proxy contact phone number is: _____

Proxy contact email is: _____

being a member of Yugunga-Nya Native Title Aboriginal Corporation RNTBC ICN 9509, as my proxy to vote for me on my behalf at the general meeting of the corporation to be held on 15 February 2024 (and at any adjournment of that meeting).

MEMBER Instructions to the Proxy

I do not instruct my proxy to vote in a specified way (Proxy may make their own decisions at the AGM)

OR

I instruct my appointed proxy to vote in the following specified way:

RESOLUTIONS

Resolution to appoint Directors

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to appoint the following Members as Directors for a two-year term:

- <-----*> (Wilba)
- <-----*> (Ward)
- <-----*> (Wilburro/Wheelbarrow)
- <-----*> (Dorizzi)

YES or NO

*Note: only people who have completed the Director’s compliance requirements will be presented for consideration



15 February 2024 Annual General Meeting
Appointment of proxy [Refer to Rule Book 7.12]

Resolution to approve Minutes of Previous Meetings

Minutes of 23 November 2022 Annual General Meeting

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 23 November 2022 Annual General Meeting as true and correct.

YES or NO

Minutes of 27 July 2023 General Meeting

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 27 July 2023 General Meeting as true and correct.

YES or NO

Signature of Member appointing proxy _____

Date _____

Signature of Proxy _____

Date _____

Please return your signed and completed form to Yugunga-Nya Native Title Aboriginal Corporation RNTBC ICN 9509 by email: admin@ynpbc.com.au or post to 53 Burswood Road, Burswood WA 6100.

Proxy forms must be received before 9.00am Tuesday 13 February 2024.
Late forms cannot be accepted - See YN PBC Rule Book 7.12.

NOTE: A proxy must be a Member. A proxy can vote on behalf of up to 3 Members - see YN PBC Rule Book 7.12.

Frequently Asked Questions (FAQs) ANNUAL GENERAL MEETING



WHEN?

Thursday, 15 February 2024
From 9.00 am WA time

WHERE?

The AGM will occur in 3 locations at the same time:

- Perth - Ingot Hotel
- Meekatharra - Community Hall and
- Online vis MS Teams



Further details for attendance will be sent to each Member's postal and email address as it appears on the YN PBC Members Register.

Please ensure your details are up to date.

WHAT IS THE AGM ABOUT?

An agenda will be finalised and sent out in advance. Some of the agenda items are:

- Directors' elections
- Confirmation of Minutes of Previous Meeting(s)
- Auditors Report
- Trustee Update
- Operations Update (Elders Council, Ranger Program, Heritage, Agreement Negotiations, Future Act Matters).

IS ATTENDANCE COMPULSORY?

No. But is a part of the responsibilities of being a Member and is highly encouraged.



WHO WILL BE THERE/ WHO CAN ATTEND THE AGM?

AGMs are open to Members, Directors, Trustee, Auditor and staff.

HOW MANY PEOPLE ARE NEEDED AT THE AGM?

Quorum is the minimum number of members required to hold an AGM and make decision (decisions are also called resolutions). The quorum for any YN PBC Members meeting is 40 members in total.

40



CAN I VOTE IF I AM ATTENDING ONLINE?

Yes, voting is by a show of hands, and this can be done online.

Frequently Asked Questions (FAQs) PROXIES



WHAT IF I CAN'T GET TO A MEETING VENUE TO ATTEND THE AGM?

There will be the option to attend the AGM online via MS Teams.



You will need a computer or smartphone with internet and a built-in camera, and an email address to receive the AGM link.

WHAT IF I CAN'T ATTEND THE AGM AT ALL?

You can appoint a proxy.

A Proxy is Member who will vote on your behalf.

Fill out the Proxy form in the AGM Notice pack.

You can decide how the proxy should vote or you can let the Proxy decide how to vote.



WHO CAN BE A PROXY?

The proxy must be a YN PBC Member.

It should be someone you trust.

WHAT IS THE DEADLINE FOR SUBMITTING A PROXY?

The AGM Notice pack will contain a Proxy form.

The Proxy form must be **received** 48 hours before the meeting – i.e. by 9am Tuesday 13 February 2024 via:

- Email: admin@ynpbc.com.au; or
- Post: Level 1, 53 Burswood Road, Burswood WA 6100.



REMEMBER

Late Proxy forms cannot be accepted.

A Proxy must be a YN PBC Member.

A Proxy can vote on behalf of up to 3 Members (see YN PBC Rule Book 7.12).

Frequently Asked Questions (FAQs)

FUEL ALLOWANCE

WILL I GET FUEL ALLOWANCE TO ATTEND THE AGM?



YN PBC will give **fuel** allowance to support Members (including Directors) to attend the nearest AGM venue to their home address (as it appears on the Members Register). This is the only allowance that will be given.

WHAT IS THE DEADLINE TO RSVP FOR THE AGM TO GET THE FUEL ALLOWANCE?



The RSVP deadline for travel allowance is **5 February 2024**.

Any requests for travel allowance after this date cannot be processed.

You must provide your bank details when you rsvp.

HOW MUCH FUEL ALLOWANCE WILL I BE PAID?

The fuel allowance is calculated using the ATO rate (\$0.85/km), based on the distance from your home address (as it appears on the YN PBC Members Register) and the nearest meeting location. The distance must be more than 50km to receive the fuel allowance. The fuel allowance is capped at \$800. If the calculation is higher than \$800, you will be paid \$800 maximum only. If the calculation is less than \$800, you will be paid the lesser amount.

THAT'S NOT ENOUGH, HOW DO I GET MORE?

No more fuel allowance will be paid.

Members can also attend online or appoint a Proxy.



WHO IS PAID FUEL ALLOWANCE?

Only the driver of the vehicle will be paid fuel allowance. Passengers cannot be paid the fuel allowance.

WHEN WILL I GET MY FUEL ALLOWANCE ?

The fuel allowance is paid within 5 business days after the meeting. You need to provide your bank details when you rsvp. Confirmation of the Member's attendance via the sign in sheet will be required for the allowance to be paid.

If fuel allowance is paid to a Member who did not attend the AGM in person, this payment will be deducted from the next fuel allowance payment.

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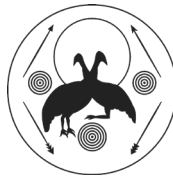
QUESTIONS?

If you have questions about the AGM, please contact the YN PBC Office using the details below.

- Phone: (08) 6146 2503
- Email: admin@ynpbc.com.au

Our office hours are 8.30am to 4.30pm, Monday to Friday.
The office is closed on weekends and public holidays.

Information for Members is also available on our website:
www.ynpbc.com.au



15 February 2024
ANNUAL GENERAL MEETING AGENDA

GUESTS

- Barry Rothman, Auditor, Dry Kirkness
- Phillip Williams, Trustee of the Yugunga-Nya People's Trust, Fiduciary Administration Services

AGENDA

Thursday 15 February 2024				
No.	Time	Item	Speaker	Action
1.	9.00am	Welcome Apologies Housekeeping	<Elder tbc> Chair Chair	
2.	9.15am	Code of Conduct	Chair	
3.	9.30am	Directors Election *Note: only people who have completed the Director's compliance requirements will be presented for consideration		Proposed Resolution The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to appoint the following Members as Directors with their term ending at the AGM for the financial year ending 30 June 2025: <ul style="list-style-type: none">• <name to be confirmed at meeting*> (Wilba)• <name to be confirmed at meeting*> (Ward)• <name to be confirmed at meeting*> (Wilburro/Wheelbarrow)• <name to be confirmed at meeting*> (Dorizzi)
4.	10.30am	Morning tea break		
5.	11.00am	Minutes of 23 November 2022 Annual General Meeting	Chair	Proposed Resolution The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 23 November 2022 Annual General Meeting as true and correct.
6.	11.30am	Minutes of 27 July 2023 General Meeting	Chair	Proposed Resolution The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 27 July 2023 General Meeting as true and correct.
7.	12.00pm	LUNCH		
8.	12.30pm	Audited FY23 Financial Statements	Barry Rothman	
9.	1.00pm	Trustee Presentation	Phil Williams	
10.	1.30pm	YN PBC Operations Update	Chair	
11.	2.30pm	General Business	Chair	
12.	3.00pm	Meeting Close	Chair	



Directors Election

Background

Rule Book conditions for appointing Directors

The YN PBC Rule Book sets specific rules about appointing Directors of the Corporation (Rule 8.) and functions, powers and duties of Directors (Rule 10).

Directors have 2 year terms with a rotation system applied for the first set of Directors

The Rule Book states a Director's appointment is no more than 2 years (they can be re-elected).

To avoid a completely new Board of Directors being elected every 2 years, during the first year after the 2022 Annual General Meeting (AGM) election:

- 4 Directors were elected to have 2 year terms
- 4 Directors were elected to have 1 year terms

This rotation system means that 4 Directors will be elected at every AGM.

First set of Directors with 2 year terms

Following the 2022 AGM, the Directors who were appointed for a 2 year term were:

1. Clinton Shay (Wilba)
2. Elaine King (Ward)
3. Hardy Derschow (Wilburro/Wheelbarrow)
4. Bianca Berg (Dorizzi)

The people listed above will continue their position as a Director for another year (until November 2024).

Directors Election

Directors whose term will end at 15 February 2024 AGM

Following the 2022 AGM, the Directors who were appointed for a 1 year term were:

1. Helen Peterson (Wilba)
2. Annette Newman (Ward)
3. Matthew Abrahamson (Wilburro/Wheelbarrow)
4. Nikkeeta Dorizzi (Dorizzi)

The people listed above will cease being Directors at the 15 February 2024 AGM.

Four (4) Directors, will need to be re-elected at the AGM. Members must ensure that Directors continue to represent the 4 YN Family Groups if there are suitable candidates - see Rule 8.4.2(c).

The people who cease to be a Director can nominate for re-election. They must address the compliance requirements that are stated in the Rule Book (and as stated on the Director nomination form) and return a nomination form before the due date (30 days before the AGM).



BRIEFING NOTE
Annual General Meeting
15 February 2024
Meekatharra, Perth, Online

Nominees must address the compliance requirements to be presented at the AGM

Only Nominees who have addressed the compliance requirements to become a Director will be presented to the Members at the AGM. This means they have:

- Returned a Directors nomination form by the due date (30 days before the AGM)
- Provided a recent National Police Clearance
- Returned a negative drug and alcohol screen (not more than 3 months old)
- Supplied a Directors Identification Number
- Meet the criteria and/or agree to ongoing training to develop their capability as a Director

Election voting by majority show of hands

If only one eligible Nominee is available for a YN Family Group, then voting is not required. The person can be elected unopposed.

If more than one eligible Nominee is available for a YN Family Group, then YN PBC Members will need to vote for their preferred person to be a Director.

YN PBC Members will elect Directors by voting by majority show of hands. This means Members at the meeting (in person and online) must raise their hand to show their support of each Nominee that is presented at the meeting. Members must keep their hands raised while counting of hands is taking place. YN PBC will add the proxy votes (for people who cannot attend the AGM at all) to the count of hands in the meeting. The Nominee with the most votes will be declared as elected.

Proposed Resolution

On completion of the Directors election, YN PBC Members will need to pass a resolution to appoint the Directors. The proposed resolution is::

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to appoint the following Members as Directors with their term ending at the AGM for the financial year ending 30 June 2025:

- *<name to be confirmed at meeting> (Wilba)*
- *<name to be confirmed at meeting> (Ward)*
- *<name to be confirmed at meeting> (Wilburro/Wheelbarrow)*
- *<name to be confirmed at meeting> (Dorizzi)*



BRIEFING NOTE
Annual General Meeting
15 February 2024
Meekatharra, Perth, Online

Minutes of Previous Meeting 23 November 2022 Annual General Meeting

Proposed Resolution

Enclosed are the Draft Minutes of 23 November 2022 Annual General Meeting.
At the 15 February 2024 AGM, YN PBC Members will be asked to accept the minutes as true and correct. The proposed resolution is:

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 23 November 2022 Annual General Meeting as true and correct.



Yugunga-Nya Native Title
Aboriginal Corporation RNTBC
ICN 9509 ABN 87 686 710 813
23 November 2022 Annual General Meeting Minutes

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

Annual General Meeting
23 November 2022

Meekatharra Community Hall, 75 Main Street, Meekatharra WA
Perth, Optus Stadium, 333 Victoria Drive Burswood, WA
Online via MS Teams

Minutes of Meeting

Attendance

Yugunga-Nya PBC

CEO Ailan Tran (AT)
Anne Dwyer (AD)
Ashley (Calvin) Truscott

Chief Executive Officer (Meekatharra), AGM Chair
Executive Support Officer (Meekatharra)
In-House Legal Counsel (Meekatharra)

Guests

Garry Hawkes
James O'Neill
Peter Madden
Phil Williams
Sue Bradnock
Phil Richards
Zubin Ardeshir
Bodie Foster
Vanessa Chapman
Barry Kerton
Mili Lilic

Western Australia Electoral Commission (Meekatharra)
Western Australia Electoral Commission (Meekatharra)
Volunteer (Meekatharra)
Trustee, Yugunga-Nya People's Trust (Meekatharra)
Total Audit (Online via MS Teams)
Western Australia Electoral Commission (Perth)
Western Australia Electoral Commission (Perth)
Volunteer (Perth)
Volunteer (Perth)
Volunteer (Perth)
Administration Support (Perth)

Non-Member (Observer)

Aimee Radcliffe
Helen Peterson
Leonie Gentle (Jnr)
Lionel Kelly
Savannah Shay-Tipple
Shannon Kelly
Terry Calvin
Viviene Shar

Venue

Online via MS Teams
Online via MS Teams
Meekatharra
Online via MS Teams
Meekatharra
Online via MS Teams
Online via MS Teams
Meekatharra



Count for Quorum	Members Name	Venue
1	Alex Barnard	Perth, Optus Stadium
2	Alicia King	Perth, Optus Stadium
3	Amanda Shar	Meekatharra
4	Andrew Laylan (Gentle)	Meekatharra
5	Anna Kelly	Perth, Optus Stadium
6	Annette Newman	Perth, Optus Stadium
7	Antoinette Liddell	Online via MS Teams
8	Ashley (Calvin) Truscott	Meekatharra
9	Audrey Shar	Meekatharra
10	Bert Dorizzi	Online via MS Teams
11	Bianca Berg	Online via MS Teams
12	Brenton Thorne	Perth, Optus Stadium
13	Cellia Martin	Perth, Optus Stadium
14	Chiquita Liddell	Online via MS Teams
15	Christine Martin	Perth, Optus Stadium
16	Clarissa Bann	Online via MS Teams
17	Diane Gipey	Online via MS Teams
18	Duane Dorrizzi	Meekatharra
19	Dudley Dorizzie	Online via MS Teams
20	Elaine King	Meekatharra
21	Francis Dorizzi (Snr)	Perth, Optus Stadium
22	Francis Dorizzi (Jnr)	Perth, Optus Stadium
23	Gillian Kelly	Perth, Optus Stadium
24	Gweneth Martin	Online via MS Teams
25	Hardy Derschow	Meekatharra
26	Jayda Couzens	Perth, Optus Stadium
27	Jaylin Sambo	Online via MS Teams
28	Jennafie (Jenna) Kelly	Perth, Optus Stadium
29	Jolene Elliot	Online via MS Teams
30	Julie-Anne Berg	Online via MS Teams
31	Kadisen King	Meekatharra
32	Karon Anderson	Online via MS Teams
33	Krisharne Kelly	Perth, Optus Stadium
34	Lainie Zepeda	Perth, Optus Stadium
35	Leandra Kelly	Online via MS Teams
36	Leona Fatt-Clifton	Online via MS Teams
37	Leslie (Jnr) Anderson	Online via MS Teams
38	Luke Abrahamson	Perth, Optus Stadium
39	Malcolm (Snr) Kelly	Online via MS Teams
40	Matthew Abrahamson	Online via MS Teams
41	Melissa Kelly	Meekatharra
42	Michelle Christensen	Perth, Optus Stadium



Count for Quorum	Members Name	Venue
43	Narelle Thorne	Online via MS Teams
44	Nicole King	Perth, Optus Stadium
45	Nikkeeta Dorizzi	Perth, Optus Stadium
46	Patricia Dorizzi	Perth, Optus Stadium
47	Poonam Singh	Perth, Optus Stadium
48	Rebecca Kelly	Online via MS Teams
49	Rhonda Pickett	Online via MS Teams
50	Robert Kelly	Online via MS Teams
51	Robyn Kelly	Perth, Optus Stadium
52	Ronald Dorizzie	Online via MS Teams
53	Ronan Fatt-Clifton	Perth, Optus Stadium
54	Selena Rock (nee Thorne)	Online via MS Teams
55	Shenaya Barnard	Perth, Optus Stadium
56	Shirley Thorne	Online via MS Teams
57	Shykinea Lalara	Online via MS Teams
58	Sonia Dorizzi	Perth, Optus Stadium
59	Stuart Lane	Meekatharra
60	Tara Lockyer	Perth, Optus Stadium
61	William (Bill) Shay	Meekatharra



Agenda

23 November 2022				
No.	Time	Item	Speaker	Action
1.	9.30am	<ul style="list-style-type: none"> • Welcome <ul style="list-style-type: none"> ○ Housekeeping ○ Code of conduct • Confirmation of quorum • Agenda for the day • Introductions <ul style="list-style-type: none"> ○ Directors and Staff ○ WAEC ○ Trustee ○ Auditor 	AT	Confirmation of quorum
2.	10.00am	Directors Elections commence Open from 10am to 12pm	WAEC	
3.	10.00am	Auditors Report	SB	
4.	10.30am	Morning Tea		
5.	11.00am	Appoint an Auditor	AT	<p>Proposed Resolution</p> <p>The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to appoint Dry Kirkness as the PBC auditor for a period of up to 3 years.</p>
6.	11.30am	Directors Pay	AT	<p>Proposed Resolution</p> <p>The members of Yugunga-Nya Native Title Aboriginal Corporation resolve to approve the Director's annual salary at \$8,000 per year plus superannuation, and the Chairperson annual salary at \$10,000 per year plus superannuation. Directors and Chairperson salaries are taxable and is paid fortnightly as part of the regular pay cycle.</p>
7.	12.00pm	Directors Election close	WAEC	WAEC to tally votes
8.	12.00pm	Lunch		WAEC to tally votes
9.	12.30pm	FY22 Annual Report FY 23 Annual Plan 5 Year Strategic Plan	AT	
10.	1.30pm	Directors Election Results	WAEC	WAEC Declaration of the results of the Directors election



23 November 2022				
No.	Time	Item	Speaker	Action
11.	2.00pm	Establish Elders Council	AT	Proposed Resolution The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to establish an Elders Council. The function and composition of the Elders Council will be determined by the Board of Directors from time to time. (Refer to Rule Book 15.)
12.	2.30pm	Trustee Update	PW	
13.	3.00pm	General Business	AT	
14.	3.30pm	Meeting close	AT	

Item 1. Welcome and Introductions

- Attendees started signing into the meeting from 9.00am
- Chief Executive Officer (CEO), Ailan Tran, sought confirmation of quorum across all Meekatharra, Perth and online venues.
- Quorum confirmed achieved at 10.00am.**
- Refer to PowerPoint presentation
- CEO advised that she would be chairing and facilitating the meeting. She welcomed attendees then thanked the Western Australia Electoral Commission (WAEC), staff, security, and volunteer team at Optus Stadium for their assistance in ensuring the meeting runs smoothly.
- CEO advised that the Auditor would join the meeting to present Auditor's Report and then the Trustee would attend towards end of the day.
- CEO explained that quorum must be present throughout the day.
- CEO presented the meeting Code of Conduct, that two verbal warnings would be given for any non-compliance and then the person would be asked to leave. The AGM is being recorded and photos will be taken.
- CEO advised where the emergency exits were in Meekatharra, and asked Bodie Foster at the Optus Stadium venue to advise attendees there of emergency exits.
- CEO asked attendees to please keep the meeting venues tidy and use rubbish bins provided.
- CEO advised that there would be door prizes, but winners would need to be in the room to collect their prizes.



- CEO advised that the AGM is for YN PBC business only. The day is not to make decisions or discuss the work of the Trust. The AGM is part of YN PBC business to “conduct activities in compliance with the YN PBC Rule Book and legislation known as the *Corporations (Aboriginal and Torres Strait Islander) Act (CATSI)*”.
- CEO advised the agenda for the day – refer to PowerPoint presentation – Directors elections, appoint an auditor, approve Directors pay, approve the establishment of an Elders Council. These matters require resolutions. Then Members would receive an update on the operations of the corporation.
- Towards the end of the day, the Trustee of the Yugunga-Nya People’s Trust will attend and have a general discussion.
- Members attending in Meekatharra asked whether quorum had been achieved.
 - CEO explained that quorum was achieved through people attending in Meekatharra, Perth and online.
- Members attending in Meekatharra asked about other families from outside Meekatharra being involved.
 - CEO advised that this is a matter related to the native title determination and could be discussed at a separate meeting.
- Members attending in Meekatharra asked what happens if we don’t get through the agenda.
 - CEO advised that the AGM would need to be re-run the following day, or within 21 days – which would take the timing into Christmas. Otherwise, matters would need to be moved to the next general meeting.

Item 2: Directors Elections Commence

- CEO opened the meeting to Directors Elections. The voting period would end at 12pm. The attendees will be advised when voting is due to finish, then WAEC will declare the results of the election.
- CEO advised that there would be no more than two Directors from each family. Four Directors will have two year terms, four Directors will have one year terms. This means that every year at the AGM, four Directors positions are up for election.
- CEO explained that WAEC managed the process of calling for nominations and checking eligibility requirements.
- CEO advised that voting is not required for Wilba, Ward and Wheelbarrow families. There is by secret ballot the Dorizzi family nominees, Narrelle Thorne, Bianca Berg, Celia Martin, and Nikeeta Dorizzi.
- Voting for Directors commenced at 10:09am.
- Online attendees asked how voting would be done for online attendees. CEO explained that voting online is not possible.



- Online attendee asked why they had not been notified of the Directors election. CEO explained that all meeting notices and call for nominations had been issued by email and in hard copy via Australia Post. This included the need for proxies if Members could not attend the AGM in person.
- There was a 15-minute break to allow members attending in Meekatharra and Optus Stadium to cast their ballot.

Item 3: Confirmation of Minutes of Previous Meeting

- CEO explained that the CATSI ACT requires YN PBC to hold a general meeting within three months of registration. YN PBC Directors at the time held a four minute meeting on 14 December 2021. YN PBC had just started then, so there was not much business to discuss. The record of the meeting was presented on the screen.
- CEO explained that only those in attendance of the meeting 14 December 2021, that is, Matthew Abrahamson, Robyn Kelly, Clinton Shay, Troy Little and Jeff Barnard could confirm the minutes.

AGM Resolution 1 of 2022:

The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of 14 December 2021 AGM as true and correct.

Moved by Matthew Abrahamson

Seconded by Robyn Kelly

Passed by consensus

Item 4. Auditors Report

- CEO introduced the Auditor for the FY2022, Sue Bradnock from Total Audit.
- Sue Bradnock joined the meeting via MS Teams, at about 10.30am.
- Sue Bradnock explained that she was from Total Audit Services, she is an Accountant and specialises in Audit and not-for-profit work. Sue has audited a number of Aboriginal Corporations.
- Sue Bradnock explained that she is independent from the corporation, and conducted a review of YN PBC financial statements and operations for the financial period ended 30 June 2022 (i.e. 1 July 2021 to 30 June 2022).
- Sue Bradnock explained that the role of an Auditor is to review the financial statements, operations of the organisation against the Rule Book, check expenditure etc. what money was spent on, to confirm that the statements give a true and fair view of the operations of the corporation. Her role is to check that there are no issues related matters to corporate governance; and to ensure YN PBC is a going concern (i.e. is solvent – can pay its bills when they are due).



- Sue Bradnock confirmed that no serious issues were raised in the audit.
- CEO invited comments and questions from the Members.
- A Member who was attending online asked about the financial statements themselves and was not sure if Sue or CEO could answer the operational questions.
 - Sue Bradnock advised that the financial statements belonged to the Board. Questions about how money has been spent needs to be directed to the Board.
- Member then asked where the audited information was located on the website.
 - Sue Bradnock advised that the financial statement reports have to be lodged with ORIC.
 - CEO explained that compliance with ORIC is important, YN PBC must report to ORIC because it is the government agency that administers the *CATS/ Act*.
- With no other questions, Sue Bradnock thanked the attendees and left the meeting.
- A decision was made by meeting attendees across Meekatharra, Optus Stadium and online to skip the break and press on with the AGM agenda.

Item 5. Appoint an Auditor

- CEO explained that the Auditor is appointed by Members, as stated in the Rule Book. The Auditor's Report is made available to Members and the Trust. The AGM notice that was posted to Members presented three quotes from three different Auditors for the Members to consider. The quotes were from: Australian Audit, Dry Kirkness, and Total Audit Services.
- CEO explained that YN PBC recommends appointing Dry Kirkness, because they are WA based and working in the same time zone, the fees were reasonable, and the Auditor has worked with many not for profit Aboriginal Corporations.
- CEO explained that the decision to appoint an auditor was made by Members, regardless of the PBC's recommendation.
- General discussion was had at the various locations about the proposals from each Auditor.
- Members asked how votes would be recorded online.
 - CEO explained that the people online would show their hands and the online monitor would count.
 - Bodie Foster explained that there is a function on the MS Teams software to show raising hands.



- Member asked about the process and whether YN PBC was satisfied with the job of Total Audit Services.
 - CEO explained that Sue Bradnock had done a good job and was very thorough. The issue is that Sue is based in Brisbane, which made it difficult at times for communication and coordinating review of documents.
- Member attending online asked whether the term for the Auditor could be shortened from three years, or could the appointment be reviewed in 12 months. So, if the performance is unsatisfactory, can YN PBC change the Auditor in 12 months?
 - CEO explained that after the first audit, in 12 months, YN PBC would know how the Auditor is performing and can advise Members whether they did a good job.
 - Robyn Kelly, former Chairperson attending the meeting at Optus Stadium, advised that Dry Kirkness was the YN PBC recommendation from the Directors. But Members can choose and decide which Auditor they want.
- CEO asked for a vote by show of hands in each location, for each Auditor. WAEC counted the votes at each location.
- Members took at meeting break at about 11.10am while the counting of show of hands took place to allow WAEC to confer between Meekatharra and Perth (Optus Stadium)/online.
- Door prize draw for fuel cards:
 - Meekatharra prize winners: Amanda Shar, Audrey Shar, Kadisen King
 - Perth prize winners: Sandez Barnard, Michelle Christensen, Annette Newman
- Meeting resumed at about 11.18am
- WAEC record of votes for each Auditor:
 - Dry Kirkness: 50 votes
 - Total Audit Services: 7 votes
 - Australian Audit: 2 votes

AGM Resolution 2 of 2022:

The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to appoint Dry Kirkness as the PBC auditor for a period of up to 3 years.

Moved by Elaine King

Seconded by Michelle Christensen

Passed by consensus



- Members attending at Optus Stadium asked that a performance review be included in the Auditor's service agreement at 1 year and 2 years. If the Auditor's performance is unsatisfactory, YN PBC can terminate the agreement with no financial penalty to the corporation.

Item 6. Directors Pay

- CEO explained that Directors do a lot of work, and make decisions on behalf of all families. Directors spend about 12 days per year in meetings, travel to meetings, attend a one-hour video catch-up each fortnight to stay informed of the work of the PBC. There is a lot of contact with Directors. The Chairperson has a special role in working more directly with PBC staff and Directors.
- Examples of pay for Directors were taken from other PBCs in Pilbara and Goldfields region. YN PBC is in start-up mode, and does not have its own revenue, and has a limited operating budget. YN PBC considered what it could afford. We recommend to the Members that Directors be paid \$8,000 per year plus superannuation. And as Chairperson does more work, they should get paid \$10,000 per year plus superannuation. This is a taxable income, paid fortnightly with the staff payroll.
- Member-Director, Elaine King in Meekatharra suggested that Directors should be paid more.
- Member in Meekatharra asked whether the PBC can afford to pay Directors.
 - CEO informed that YN PBC can afford to pay Directors, and that it was important that Directors are recognised by the community for the extra effort put in to YN PBC business.
- Member in Meekatharra stated that the Applicants put in 25 years of native title and didn't get paid.
- Member in Perth asked whether YN PBC is planning on paying the Directors the amounts presented.
 - CEO confirmed that this was for the financial year, \$8,000 for each Director, and \$10,000 for the Chairperson.
- Member in Perth referred to the Audited Financial Report and asked whether the amounts were the same as those presented.
 - CEO explained that the Audited Financial Report does not report on a full financial year. YN PBC was only set up in August 2021, and only started operating in February 2022.
- Members discussed the reporting of the Directors pays in the Audited Financial Report for FY22.
 - Robyn Kelly, former Chairperson, advised that the report is not for a full financial year of operations because there wasn't a CEO and Directors in the early months of the year when YN PBC was starting.



- Member in Perth stated that people should be paid for their attendance, if they do not turn up to meetings, then they shouldn't be getting paid.
 - CEO advised that an attendance register is taken at every meeting to ensure Directors following the requirements of their role including meeting attendance.
 - Member-Director Matthew Abrahamson commented that if people have concerns with Directors attending meetings, then please refer to page 17 of the Rule Book which is about attendance. If Directors are not attending meetings then they should not be re-elected. Members must also consider the Directors spend time preparing for meetings such as pre-reading the materials.

AGM Resolution 3 of 2022:

The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Director's annual salary at \$8,000 per year plus superannuation, and the Chairperson annual salary at \$10,000 per year plus superannuation. Directors and Chairperson salaries are taxable and is paid fortnightly as part of the regular pay cycle.

Moved by Kadisen King

Seconded by Luke Abrahamson

Passed by consensus

- The next agenda item is the announcement of the Directors election results.
- Members agreed to keep moving through the agenda because the Directors election time had not concluded.

Item 11. Establish Elders Council

- CEO explained that Directors need help on some important decisions. An Elders Council is a separate committee of people that can help the Directors by providing cultural advice, have historical knowledge, understanding of families for membership decisions.
- CEO explained that Members can approve YN PBC to set up an Elders Council, but the Directors decide on the membership and function.
- Member asked whether they had to choose the Elders Council today.
 - CEO advised that today's resolution is only to say we want to set up an Elders Council. The nomination of people happens later.
- Member-Director, Elaine King in Meekatharra asked how YN PBC would define an Elder.
 - CEO advised that an Elder is usually someone with knowledge. However, YN PBC would ask the Members to decide who they think would be appropriate to be on the Elders Council.
- Member asked whether Elders would be paid.



- CEO advised that the Elders Council will be paid.
- Member asked how often the meetings for the Elders Council would be held.
 - CEO referred to the draft Terms of Reference for the Elders Council, and advised that it is four times a year or otherwise agreed, as required.
- Member asked whether the Elders Council meeting is different to the Board meetings.
 - CEO advised that there may be one meeting where the Elders and the Directors meet together.
- Member stated that the Elders Council would meet less frequently than the Directors.
 - CEO explained that the expectation is that the Elders Council meets less frequently than the Board.
 - CEO explained that the Elders would support Directors in specific matters such as review of membership applications, to resolve conflicts between Members, advising on cultural heritage matters etc.
- Members asked about the age group for the Elders Council
 - CEO advised that it is up to the families to decide who is the most appropriate person to represent them.
- Members discussed that the Elder must be knowledgeable, not necessarily aged based, be connected to the Determination, to make trips on-Country and decision on sites, the corporation is to rely on members to be on site.
 - CEO advised that it was up to the Members to nominate their Elder representative – who is the best person to give advice to Directors on membership applications, resolve disputes using the process in the Rule Book, decide who would go on-Country for specific cultural projects.
- Former Chairperson, Robyn Kelly in Optus Stadium advised that the technology link for video conferencing is dropping out. She recommended that the meeting takes a break to resolve the technical issues and return to pass the resolution.
- Meeting lunch break at about 11.45am
- CEO announced that there was 15 minutes remaining before the close of Directors Elections and reminded Members to vote if they haven't already.
- Phillip Richards, from Western Australia Electoral Commission, attending in Optus Stadium, declared at 12.00pm the Directors election closed. Now the WAEC staff would tally the votes.
- CEO asked everyone to return to the meeting and asked for a confirmation of quorum from Optus Stadium, Online and Meekatharra. This was confirmed.
- Meeting resumed at about 12.15pm
- Door prize draw for Christmas Hamper and Meat Pack
 - Meekatharra Christmas Hamper prize winner: Elaine King
 - Meekatharra Meat Pack prize winner: Leonie Gentle Jnr
 - Perth Christmas Hamper prize winner: Sonia Dorizzi
 - Perth Meat Pack prize winner: Francis Dorizzi Jnr
- CEO recapped the resolution required for setting up the Elders Council.



AGM Resolution 4 of 2022:

The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to establish an Elders Council. The function and composition of the Elders Council will be determined by the Board of Directors from time to time. (Refer to Rule Book 15.)

Moved by Helen Peterson

Seconded by Sandez Barnard

Passed by consensus

Item 7. Directors Election Results

Gary Hawkes, from WAEC, attending in Meekatharra, declared results of the Directors election.

The following Directors elected for the Dorizzi family:

- Bianca Berg* for 2 year term
- Nikeeta Dorizzi for 1 year term

The following Directors elected unopposed:

- Wilba
 - Clinton Shay for 2 years
 - Troy Little* for 1 year
- Ward
 - Elaine King for 2 years
 - Annette Newman for 1 year
- Wheelbarrow
 - Hardy Derschow for 2 years
 - Matthew Abrahamson for 1 year

*Directors appointments are subject to achieving all compliance requirements.



Item 9. YN PBC Operations Update

- CEO launched the inaugural website. She explained the website pages and explained that the website is compatible with mobile phones and tablet devices.
- CEO summarised the Annual Report; advising that all information was correct at 30 June 2022. The Annual Report has information about Membership and where Members live, Director bios and the meetings they attended during the financial year, an explanation about the work that was managed by YN Heritage but now transitioned to YN PBC, a summary of the consultants that have delivered services to YN PBC and a summary of the plans for the next financial year for slowly putting in processes and procedures that are the foundations of the corporation operations.
- CEO also explained that a copy of the Audited Financial Report, as presented by Sue Bradnock earlier in the meeting, is included in the Annual report.
- CEO presented the FY2023 annual plan, and explained that this is to align with the five year strategic plan. The priorities for the next year are to establish YN PBC (set up the business), to protect native title rights and interests and continue to progress other strategic goals.
- CEO explained that YN PBC is a complex business. During the start-up phase, it is important to ensure Directors understand their roles and responsibilities, ensure YN PBC can pay its bills, record keeping of financial activities will pass audit, record of all the decisions that we need to make, then from an operational perspective – have a structured managed approach to achieving outcomes.
- CEO explained that there is a lot of work required to achieve the goal of protecting native title rights and interests. This includes heritage surveys, making objections to tenement applications, negotiating agreements.
- Member asked the spelling regarding Lore or Law.
 - CEO advised that “law” refers to the systems, rules and protocols that guide society. The term ‘lore’ refers to fairy-tales and stories. These words are used in different ways by different native title groups. YN PBC will apply the words the way Members prefer to use them.
- CEO described the actions for achieving the “protect native title” goal; including establish an agreements and tenements register – this helps YN PBC to identify whether a proponent has an agreement and if they are applying for new tenements YN PBC can reach out to them and inform them that they need heritage surveys. There are a lot of meetings involved in this work.
- CEO explained that YN PBC has prepared documents and templates to support objections to tenement applications, providing witness statements, and YN PBC is in the negotiating about several mining agreements.



- CEO advised that YN PBC will progress other goals as well, such as seeking funding for a ranger program, finding contracting opportunities for Member businesses, seeking partnerships with other not-for-profit companies goals that are aligned to YN PBC.
- CEO presented the proposed budget structure and how funds are allocated into different categories – for example protecting native title rights and interests requires funding for legal fees, court fees, consultant fees. Funds are needed to achieve compliance with ORIC etc.
- CEO presented the operating costs July and October 2022; \$266,581. YN PBC will obtain funding for its operations from: Federal government grant for \$500k (applied) and ranger program (tbc), mining companies will pay for some of the activities, and businesses sponsor some community meeting expenses and prizes. YN PBC has been approved by the Yugunga-Nya People’s Trust for \$1.2M funds. However, this is subject to showing the Trust our financial records and quarterly application for funds if YN PBC needs funds to keep it going. YN PBC aims to minimise its reliance on the Trust.
- Members asked about the “consultancy fees” and “right to use” items presented on page 19 and 20 of the Audited Financial Report.
- CEO advised that this question would need to be taken on notice – as the financial report was for activities before CEO was employed. Members can email the office and CEO can find the answers.
- Phil Williams, Trustee of Yugunga-Nya People’s Trust, joined the meeting at about 12.50pm and advised that “consultant fees” were for service providers to support the Board before YN PBC had staff, and potentially some fees for the YN Heritage business. The “right to use” is the rent for the lease of the office in West Perth.

Item 12. Trustee Update

- CEO introduced Phil Williams, from Fiduciary Administration Services, Trustee of Yugunga-Nya People’s Trust to provide an update.
- Refer to Trustee Presentation.
- Trustee stated that YN PBC is there to protect and hold native title rights and interests. The Trust Deed allows the Trust to fund the operations of YN PBC. The Trust Deed includes an obligation to inspect YN PBC financials. That acts as a safeguard to make sure the corporation is running well.
- When the Trust gives funds to the YN PBC, the corporation actually uses that money to deliver outcomes to the Yugunga-Nya People (as shown in the pie graph earlier). YN PBC can’t do all the work needed unless there is some funding.
- A benchmark for typical prescribed body corporate expenditure across Australia is about \$1.2 million.



- Prior to YN PBC being registered, a lot the work was done by YN Heritage, 100% owned by the Charitable Trust. Franklin Gaffney also provided support and there are fees for him engaging in that activity. FAS also has their staff support YN PBC with the help of consultants from various sources.
- The Yugunga-Nya Corporate Structure Governance and Compliance shows that the YN PBC plays an important role in the overall YN corporate structure. YN PBC role is to protect interests, including to negotiate outcomes with mining companies. The Charitable Trust is a vehicle for investing finances from these negotiated outcomes.
- The Discretionary Trust, payments made direct to Members, is for purposes such as education and health.
- The Future Fund is investment in shares, to have savings for the future.
- Trustee reminded Members of the Trust Community Meeting to be held tomorrow (Thursday 24 November) at the Meekatharra sport complex. It will be a good chance for FAS and the Trustee to catch up with families.
- Phil Williams left the meeting at 12.59pm.

Item 13. General Business

- CEO thanked Phil Williams for attending the meeting and for the update.
- CEO advised that it is now time for General Business. CEO asked whether there were any questions from the Members.
- No questions from Meekatharra.
- Members attending at Optus Stadium asked for an update on the overlapping claim.
 - Robyn Kelly, former Chairperson, explained that this year, Yugunga-Nya applicants and witnesses have been out on-Country with the lawyers to give their side of the stories. Yugunga-Nya applicants were meant to be in court earlier this month (November), but the process has been delayed and we will now go to court next early next year (2023). The overlap claim has affected the royalties from Sandfire going into the Trust.
 - CEO clarified that the scope of work for YN PBC is the country that is within the Part A Determination. So, YN PBC has not been involved in the overlap claim matters. Once the court has made its decision about native title in the area, it would be up to the native title holders to decide who they want to manage the area. This could be YN PBC or it could be another prescribed body corporate.
- Members asked about the projects and programs going forward.
 - CEO advised that one of the high priority programs is the ranger program, getting back onto country. YN PBC is actively seeking funding for the ranger program.



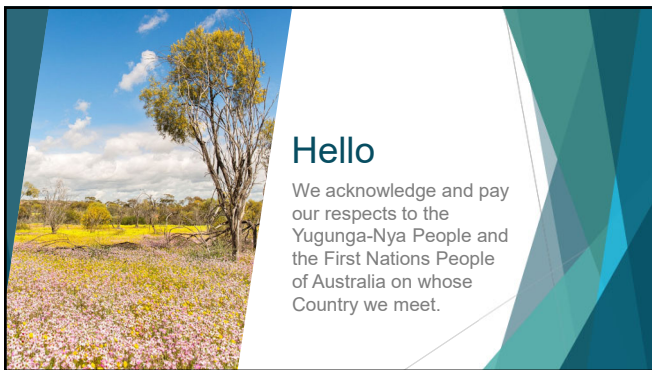
- YN PBC is also encouraging Members who have businesses to get on the Endorsed Member Business register – so that YN PBC can send the list out to companies working on country and if they need a service or product they must go first to the Member Business register.
- YN PBC is also negotiating mining agreements.
- YN PBC has been advocating to the government agencies about having early Yugunga-Nya input into the legal and approvals process for projects – to ensure heritage and cultural protection is front of mind.
- YN PBC is also looking to employ additional staff to help manage heritage surveys and set up the corporation to be ready for when the new Aboriginal Cultural Heritage Act 2021 comes into force. YN PBC could register as a Local Aboriginal Cultural Heritage Service (LACH) and be funded by the State government to do this work. Hopefully this gives you an idea of how busy we are.
- There were no further questions raised.

Item 14. Meeting Close

- CEO thanked everyone for attending the meeting and called the meeting to close.
- Meeting closed at 1:10pm.
- Major prize draw for Optus Stadium double pass:
 - Meekatharra Optus Stadium tickets: Stuart Lane
 - Perth, Optus Stadium tickets: Lainie Zepeda



1



2




3

Quorum – 40 Members

- Rule Book Clause 7.7.1
- 40 Members needed throughout the meeting to maintain quorum
- Quorum needed for decisions to be valid

4



MEETING CODE OF CONDUCT

Smoke, alcohol and drug free meeting

- Respect each other, always
- One speaker at a time
- No shouting, swearing, bullying or intimidation
- Write down your feedback

Two verbal warnings given
Those who do not comply will be asked to leave the meeting

Photographs, video and sound recordings will be taken during the meeting

5

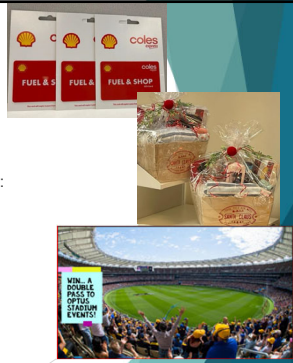
Housekeeping

- Emergency Exits
- Toilets
- Short breaks – morning tea and lunch
- Come back on time
- Use rubbish bins
- Please help tidy up at the end of the meeting

6

Door Prizes

- Prizes drawn throughout the day
- Must be in the room to collect the prizes
- In Meekatharra and Perth; the prizes are:
 - 3 x \$100 fuel vouchers
 - 1 x Christmas Hamper
 - 1 x Meat Pack
 - 1 x Double Pass to Optus Stadium (grand prize)



7



Different roles and responsibilities

8

Role of the PBC

- **Conduct activities in compliance with Rule Book and legislation**
 - Corporations (Aboriginal and Torres Strait Islander) Act (CATSI)
- Protect Yugunga-Nya Native Title Rights and Interests
 - Support activities that maintain connection to Country
 - Promote Yugunga-Nya culture, customs, language
 - Protect significant sites
 - Negotiate agreements with government and companies that want to work on Country
- Identify long-term, sustainable income stream for the PBC
- Form partnerships with organisations to deliver benefits to Members

9

Agenda

1. Directors Election – start
2. Minutes of Previous Meeting
3. Auditor's Report
4. Appoint an Auditor
5. Approve Directors Pay
6. Directors Election announcement
7. Establish Elders Council
8. Operations Update
9. Trustee Presentation
10. General Business

10

We are NOT here to TODAY to make decisions about:

- Member Benefits (role of the Trust)
- Native Title Determination (role of the Legal Team)
- Current or future native title claims (role of the Legal Team)

We can have a discussion at the end of the meeting.

If we run out of time; use the feedback form.
Or send an email to admin@ynpbc.com.au

11

Agenda

1. **Directors Election – start**
2. Minutes of Previous Meeting
3. Auditor's Report
4. Appoint an Auditor
5. Approve Directors Pay
6. Directors Election announcement
7. Establish Elders Council
8. Operations Update
9. Trustee Presentation
10. General Business

12

1. Directors Election

- Western Australia Electoral Commission (WAEC) managing the process in Meekatharra and Perth
- 2 hours to cast your ballot (vote)
- AGM Agenda continues throughout voting time
- Will announce when voting is closed
- WAEC will declare the results

13

1. Directors Election

- Rule Book Eligibility Criteria (clause 8.2):
 - Must be a YN PBC Member
 - Must provide a National Police Clearance
 - Must provide a negative Alcohol and Drug Test result
 - Must meet Director criteria (page 57-59 in Rule Book)
- Also must supply a Directors Identification Number
- Nomination forms were posted and emailed to all Members
- Deadline for nominations 17 October 2022
- Deadline for supporting documents 16 November 2022

14

1. Directors Election

- At least 1, but no more than 2, Directors from each family
- Directors must give written consent to be a Director
- Directors have 2 year terms
- To avoid a replacement of all Directors every 2 years:
 - 4 Directors will have 2 year terms
 - 4 Directors will have 1 year terms
- Then Members will elect 4 Directors every year at the AGM

15

1. Directors Election

Voting not required for:

- Wilba
- Clinton Shay
- Troy Little

Ward

- Elaine King
- Annette Newman

Wheelbarrow

- Hardy Derschow
- Matthew Abrahamson

Vote by secret ballot required for:

Dorizzi

- Narelle Thorne
- Bianca Berg
- Cellia Martin
- Nikkeeta Dorizzi

16

Agenda

1. ~~Directors Election – start~~
2. **Minutes of Previous Meeting**
3. Auditor's Report
4. Appoint an Auditor
5. Approve Directors Pay
6. Directors Election announcement
7. Elders Council
8. Operations Update
9. Trustee Presentation
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17

2. Minutes of Previous Meeting

- YN PBC registered 11 August 2021
- CATSI Act Subdivision 201-145
 - Corporation must hold first general meeting within 3 months of registration
- Directors of YN PBC held an AGM on 14 December 2021
 - 4 minute meeting
 - Only Directors attended
 - no members at the time
 - Minutes (record of meeting) taken

Annual General Meeting
Yupungka-Nya Native Title Aboriginal Corporation (RNTBC) (CN 9509)
Tuesday, 14 December at 4.15pm
Location: Canning Room, Adina Apartments, 33 Monarto Bay Road, Perth

MINUTES

1. Welcome & Introduction (RK)
Robyn Kelly opened the meeting at 4.25pm

2. Apologies (RK)
Elaine King is an apology

3. Conflict of interest (RK)
No conflict of interests declared

4. Minutes of previous meeting & business arising (FG)
No minutes from previous meeting because this is the first AGM

5. Reports

(i) Chairperson – RK spoke about the Past & Present Determination hearing and clarifications. Deeds with the funding, introduction to the roof and other crucial and complicated details were addressed.

(ii) Finance – FG – No finance report because there is no bank account

(iii) Membership – FG – as at the 13 December 2021, the only members were the directors and SA Shay.

6. Other Business
Meetings closed at 4.29pm

18

Agenda

1. Directors Election start
2. Minutes of Previous Meeting
3. Auditor's Report
4. **Appoint an Auditor**
5. Approve Directors Pay
6. Directors Election announcement
7. Elders Council
8. Operations Update
9. Trustee Presentation
10. General Business

22

4. Appoint an Auditor

- An independent accountant
- Review of YN PBC to confirm:
 - Activities are compliant with the legislation and Rule Book
 - Decisions are compliant with the legislation and Rule Book
 - Proper record keeping of money and how it is spent is correct
- Auditor's Report is available to Members and the Trust
- Reported to ORIC

23

4. Appoint an Auditor

- Refer to AGM Information Pack
- YN PBC gave Members 3 proposals:
 - Australian Audit
 - Dry Kirkness
 - Total Audit
- Members decide who they want to appoint as Auditor for up to 3 years.
- YN PBC recommends **Dry Kirkness**

DRY / KIRKNESS
CHARTERED ACCOUNTANTS

24

BREAK
▶ Door prize draw
Fuel cards

25

4. Appoint an Auditor

Proposed Resolution

The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to appoint **Dry Kirkness** as the PBC auditor for a period of up to 3 years.

26

Agenda

1. ~~Directors Election — start~~
2. ~~Minutes of Previous Meeting~~
3. ~~Auditor's Report~~
4. ~~Appoint an Auditor~~
5. **Approve Directors Pay**
6. Directors Election announcement
7. Elders Council
8. Operations Update
9. Trustee Presentation
10. General Business

27

5. Directors Pay

- Directors do a lot of work for the PBC:
 - Responsibility and accountability for the Corporation
 - Review documents, make decisions for all families, follow the Rule Book
 - Board meetings (12 days/year)
 - Travel to meetings in Perth, Geraldton, Meekatharra, Cue
 - Fortnightly video/phone catch up with CEO (32 hours/year)
 - Regularly contacted by PBC staff
 - Chairperson does more work to support CEO and PBC staff

28

5. Directors Pay

- Reviewed examples of Directors pay from other groups
- Reviewed the operating budget
- YN PBC recommends Members approve Directors pay:
 - Director: \$8,000 per year (~\$500 per day) plus super
 - Chairperson: \$10,000 per year (~\$625 per day) plus super
 - Taxable income (i.e. daily rate is less due to tax)
 - Paid fortnightly with staff payroll

29

5. Directors Pay

Resolution

The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Director's annual salary at \$8,000 per year plus superannuation, and the Chairperson annual salary at \$10,000 per year plus superannuation.

Directors and Chairperson salaries are taxable and is paid fortnightly as part of the regular pay cycle.

30

Agenda

1. ~~Directors Election — start~~
2. ~~Minutes of Previous Meeting~~
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4. ~~Appoint an Auditor~~
5. ~~Approve Directors Pay~~
6. **Directors Election announcement**
7. Elders Council
8. Operations Update
9. Trustee Presentation
10. General Business

31

Agenda

1. ~~Directors Election — start~~
2. ~~Minutes of Previous Meeting~~
3. ~~Auditor's Report~~
4. ~~Appoint an Auditor~~
5. ~~Approve Directors Pay~~
6. ~~Directors Election announcement~~
7. **Elders Council**
8. Operations Update
9. Trustee Presentation
10. General Business

32

7. Establish an Elders Council

- Directors need help with some important decisions:
 - Membership applications
 - Cultural advice and story
 - Community historic knowledge
- An Elders Council can provide this support
- Members can make a resolution to set up an Elders Council (Rule Book clause 15a)
- Directors decide the membership and function of the Elders Council (Rule Book clause 15b)

33

7. Establish an Elders Council

- Refer to draft Terms of Reference in AGM information pack
- YN PBC has a small operating budget
- Currently, can only support 1 Elder from each family (i.e. 4 people on the Council)
- The Elder is chosen by their family

34

BREAK

- Door prize Hamper and Meat Pack

35


7. Establish an Elders Council

Resolution

The members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to establish an Elders Council.

The function and composition of the Elders Council will be determined by the Board of Directors from time to time.

(Refer to Rule Book 15.)



36

6. Directors Election Announcement

WAEC declaration of Directors

Wilba	Wheelbarrow
• Clinton Shay (2 yr)	• Hardy Derschow (2 yr)
• Troy Little* (1 yr)	• Matthew Abrahamson (1 yr)
Ward	Dorizzi
• Elaine King (2 yr)	• Bianca Berg* (2 yr)
• Annette Newman (1 yr)	• Nikkeeta Dorizzi (1 yr)

* Subject to supply of supporting documents

37

Agenda

1. ~~Directors Election – start~~
2. ~~Minutes of Previous Meeting~~
3. ~~Auditor's Report~~
4. ~~Appoint an Auditor~~
5. ~~Approve Directors Pay~~
6. ~~Directors Election announcement~~
7. ~~Elders Council~~
8. **Operations Update**
9. Trustee Presentation
10. General Business

38

8. Operations Update

- a) Website launch
- b) FY22 Annual Report
- c) FY23 Annual Plan

39


8a) Website Launch

www.ynpbc.com.au

40

8b) FY22 Annual Report

- 1 July 2021 to 30 June 2022
- ORIC sets out reporting requirements
- Download from the PBC or ORIC website



Contents	Pages	Tables and Figures	Pages
1 Introduction	4	Table 1: Strategic Plan FY22	20
2 Mission, Vision and Objectives	8	Table 2: FY22 Strategic Priorities of FY22	25
3 Risk Book	8	Table 3: FY22 Strategic Priorities of FY22	25
4 Our Values and Culture	10	Figure 1: Yungga-Nya People standing outside the Federal Court Building in Brisbane	5
5 Our History	11	Figure 2: Yungga-Nya People standing outside the Federal Court Building in Brisbane	5
6 Membership	12	Figure 3: Map of Yungga-Nya Part A Determination	6
7 Meetings	14	Figure 4: Yungga-Nya Part A Determination	6
8 Board	15	Figure 5: Yungga-Nya Part A Determination	6
9 Governance	16	Figure 6: Yungga-Nya Part A Determination	6
10 Strategic Plan	17	Figure 7: Yungga-Nya Part A Determination	6
11 Financial Report	18	Figure 8: Yungga-Nya Part A Determination	6
12 Risk Book	19	Figure 9: Yungga-Nya Part A Determination	6
13 Our Values and Culture	20	Figure 10: Yungga-Nya Part A Determination	6
14 Our History	21	Figure 11: Yungga-Nya Part A Determination	6
15 Membership	22	Figure 12: Yungga-Nya Part A Determination	6
16 Board	23	Figure 13: Yungga-Nya Part A Determination	6
17 Governance	24	Figure 14: Yungga-Nya Part A Determination	6
18 Strategic Plan	25	Figure 15: Yungga-Nya Part A Determination	6
19 Financial Report	26	Figure 16: Yungga-Nya Part A Determination	6
20 Risk Book	27	Figure 17: Yungga-Nya Part A Determination	6
21 Our Values and Culture	28	Figure 18: Yungga-Nya Part A Determination	6
22 Our History	29	Figure 19: Yungga-Nya Part A Determination	6
23 Membership	30	Figure 20: Yungga-Nya Part A Determination	6
24 Board	31	Figure 21: Yungga-Nya Part A Determination	6
25 Governance	32	Figure 22: Yungga-Nya Part A Determination	6
26 Strategic Plan	33	Figure 23: Yungga-Nya Part A Determination	6
27 Financial Report	34	Figure 24: Yungga-Nya Part A Determination	6
28 Risk Book	35	Figure 25: Yungga-Nya Part A Determination	6
29 Our Values and Culture	36	Figure 26: Yungga-Nya Part A Determination	6
30 Our History	37	Figure 27: Yungga-Nya Part A Determination	6
31 Membership	38	Figure 28: Yungga-Nya Part A Determination	6
32 Board	39	Figure 29: Yungga-Nya Part A Determination	6
33 Governance	40	Figure 30: Yungga-Nya Part A Determination	6
34 Strategic Plan	41	Figure 31: Yungga-Nya Part A Determination	6
35 Financial Report	42	Figure 32: Yungga-Nya Part A Determination	6
36 Risk Book	43	Figure 33: Yungga-Nya Part A Determination	6
37 Our Values and Culture	44	Figure 34: Yungga-Nya Part A Determination	6
38 Our History	45	Figure 35: Yungga-Nya Part A Determination	6
39 Membership	46	Figure 36: Yungga-Nya Part A Determination	6
40 Board	47	Figure 37: Yungga-Nya Part A Determination	6
41 Governance	48	Figure 38: Yungga-Nya Part A Determination	6
42 Strategic Plan	49	Figure 39: Yungga-Nya Part A Determination	6
43 Financial Report	50	Figure 40: Yungga-Nya Part A Determination	6
44 Risk Book	51	Figure 41: Yungga-Nya Part A Determination	6
45 Our Values and Culture	52	Figure 42: Yungga-Nya Part A Determination	6
46 Our History	53	Figure 43: Yungga-Nya Part A Determination	6
47 Membership	54	Figure 44: Yungga-Nya Part A Determination	6
48 Board	55	Figure 45: Yungga-Nya Part A Determination	6
49 Governance	56	Figure 46: Yungga-Nya Part A Determination	6
50 Strategic Plan	57	Figure 47: Yungga-Nya Part A Determination	6
51 Financial Report	58	Figure 48: Yungga-Nya Part A Determination	6
52 Risk Book	59	Figure 49: Yungga-Nya Part A Determination	6
53 Our Values and Culture	60	Figure 50: Yungga-Nya Part A Determination	6
54 Our History	61	Figure 51: Yungga-Nya Part A Determination	6
55 Membership	62	Figure 52: Yungga-Nya Part A Determination	6
56 Board	63	Figure 53: Yungga-Nya Part A Determination	6
57 Governance	64	Figure 54: Yungga-Nya Part A Determination	6
58 Strategic Plan	65	Figure 55: Yungga-Nya Part A Determination	6
59 Financial Report	66	Figure 56: Yungga-Nya Part A Determination	6
60 Risk Book	67	Figure 57: Yungga-Nya Part A Determination	6
61 Our Values and Culture	68	Figure 58: Yungga-Nya Part A Determination	6
62 Our History	69	Figure 59: Yungga-Nya Part A Determination	6
63 Membership	70	Figure 60: Yungga-Nya Part A Determination	6
64 Board	71	Figure 61: Yungga-Nya Part A Determination	6
65 Governance	72	Figure 62: Yungga-Nya Part A Determination	6
66 Strategic Plan	73	Figure 63: Yungga-Nya Part A Determination	6
67 Financial Report	74	Figure 64: Yungga-Nya Part A Determination	6
68 Risk Book	75	Figure 65: Yungga-Nya Part A Determination	6
69 Our Values and Culture	76	Figure 66: Yungga-Nya Part A Determination	6
70 Our History	77	Figure 67: Yungga-Nya Part A Determination	6
71 Membership	78	Figure 68: Yungga-Nya Part A Determination	6
72 Board	79	Figure 69: Yungga-Nya Part A Determination	6
73 Governance	80	Figure 70: Yungga-Nya Part A Determination	6
74 Strategic Plan	81	Figure 71: Yungga-Nya Part A Determination	6
75 Financial Report	82	Figure 72: Yungga-Nya Part A Determination	6
76 Risk Book	83	Figure 73: Yungga-Nya Part A Determination	6
77 Our Values and Culture	84	Figure 74: Yungga-Nya Part A Determination	6
78 Our History	85	Figure 75: Yungga-Nya Part A Determination	6
79 Membership	86	Figure 76: Yungga-Nya Part A Determination	6
80 Board	87	Figure 77: Yungga-Nya Part A Determination	6
81 Governance	88	Figure 78: Yungga-Nya Part A Determination	6
82 Strategic Plan	89	Figure 79: Yungga-Nya Part A Determination	6
83 Financial Report	90	Figure 80: Yungga-Nya Part A Determination	6
84 Risk Book	91	Figure 81: Yungga-Nya Part A Determination	6
85 Our Values and Culture	92	Figure 82: Yungga-Nya Part A Determination	6
86 Our History	93	Figure 83: Yungga-Nya Part A Determination	6
87 Membership	94	Figure 84: Yungga-Nya Part A Determination	6
88 Board	95	Figure 85: Yungga-Nya Part A Determination	6
89 Governance	96	Figure 86: Yungga-Nya Part A Determination	6
90 Strategic Plan	97	Figure 87: Yungga-Nya Part A Determination	6
91 Financial Report	98	Figure 88: Yungga-Nya Part A Determination	6
92 Risk Book	99	Figure 89: Yungga-Nya Part A Determination	6
93 Our Values and Culture	100	Figure 90: Yungga-Nya Part A Determination	6
94 Our History	101	Figure 91: Yungga-Nya Part A Determination	6
95 Membership	102	Figure 92: Yungga-Nya Part A Determination	6
96 Board	103	Figure 93: Yungga-Nya Part A Determination	6
97 Governance	104	Figure 94: Yungga-Nya Part A Determination	6
98 Strategic Plan	105	Figure 95: Yungga-Nya Part A Determination	6
99 Financial Report	106	Figure 96: Yungga-Nya Part A Determination	6
100 Risk Book	107	Figure 97: Yungga-Nya Part A Determination	6
101 Our Values and Culture	108	Figure 98: Yungga-Nya Part A Determination	6
102 Our History	109	Figure 99: Yungga-Nya Part A Determination	6
103 Membership	110	Figure 100: Yungga-Nya Part A Determination	6
104 Board	111	Figure 101: Yungga-Nya Part A Determination	6
105 Governance	112	Figure 102: Yungga-Nya Part A Determination	6
106 Strategic Plan	113	Figure 103: Yungga-Nya Part A Determination	6
107 Financial Report	114	Figure 104: Yungga-Nya Part A Determination	6
108 Risk Book	115	Figure 105: Yungga-Nya Part A Determination	6
109 Our Values and Culture	116	Figure 106: Yungga-Nya Part A Determination	6
110 Our History	117	Figure 107: Yungga-Nya Part A Determination	6
111 Membership	118	Figure 108: Yungga-Nya Part A Determination	6
112 Board	119	Figure 109: Yungga-Nya Part A Determination	6
113 Governance	120	Figure 110: Yungga-Nya Part A Determination	6
114 Strategic Plan	121	Figure 111: Yungga-Nya Part A Determination	6
115 Financial Report	122	Figure 112: Yungga-Nya Part A Determination	6
116 Risk Book	123	Figure 113: Yungga-Nya Part A Determination	6
117 Our Values and Culture	124	Figure 114: Yungga-Nya Part A Determination	6
118 Our History	125	Figure 115: Yungga-Nya Part A Determination	6
119 Membership	126	Figure 116: Yungga-Nya Part A Determination	6
120 Board	127	Figure 117: Yungga-Nya Part A Determination	6
121 Governance	128	Figure 118: Yungga-Nya Part A Determination	6
122 Strategic Plan	129	Figure 119: Yungga-Nya Part A Determination	6
123 Financial Report	130	Figure 120: Yungga-Nya Part A Determination	6
124 Risk Book	131	Figure 121: Yungga-Nya Part A Determination	6
125 Our Values and Culture	132	Figure 122: Yungga-Nya Part A Determination	6
126 Our History	133	Figure 123: Yungga-Nya Part A Determination	6
127 Membership	134	Figure 124: Yungga-Nya Part A Determination	6
128 Board	135	Figure 125: Yungga-Nya Part A Determination	6
129 Governance	136	Figure 126: Yungga-Nya Part A Determination	6
130 Strategic Plan	137	Figure 127: Yungga-Nya Part A Determination	6
131 Financial Report	138	Figure 128: Yungga-Nya Part A Determination	6
132 Risk Book	139	Figure 129: Yungga-Nya Part A Determination	6
133 Our Values and Culture	140	Figure 130: Yungga-Nya Part A Determination	6
134 Our History	141	Figure 131: Yungga-Nya Part A Determination	6
135 Membership	142	Figure 132: Yungga-Nya Part A Determination	6
136 Board	143	Figure 133: Yungga-Nya Part A Determination	6
137 Governance	144	Figure 134: Yungga-Nya Part A Determination	6
138 Strategic Plan	145	Figure 135: Yungga-Nya Part A Determination	6
139 Financial Report	146	Figure 136: Yungga-Nya Part A Determination	6
140 Risk Book	147	Figure 137: Yungga-Nya Part A Determination	6
141 Our Values and Culture	148	Figure 138: Yungga-Nya Part A Determination	6
142 Our History	149	Figure 139: Yungga-Nya Part A Determination	6
143 Membership	150	Figure 140: Yungga-Nya Part A Determination	6
144 Board	151	Figure 141: Yungga-Nya Part A Determination	6
145 Governance	152	Figure 142: Yungga-Nya Part A Determination	6
146 Strategic Plan	153	Figure 143: Yungga-Nya Part A Determination	6
147 Financial Report	154	Figure 144: Yungga-Nya Part A Determination	6
148 Risk Book	155	Figure 145: Yungga-Nya Part A Determination	6
149 Our Values and Culture	156	Figure 146: Yungga-Nya Part A Determination	6
150 Our History	157	Figure 147: Yungga-Nya Part A Determination	6
151 Membership	158	Figure 148: Yungga-Nya Part A Determination	6
152 Board	159	Figure 149: Yungga-Nya Part A Determination	6
153 Governance	160	Figure 150: Yungga-Nya Part A Determination	6
154 Strategic Plan	161	Figure 151: Yungga-Nya Part A Determination	6
155 Financial Report	162	Figure 152: Yungga-Nya Part A Determination	6
156 Risk Book	163	Figure 153: Yungga-Nya Part A Determination	6
157 Our Values and Culture	164	Figure 154: Yungga-Nya Part A Determination	6
158 Our History	165	Figure 155: Yungga-Nya Part A Determination	6
159 Membership	166	Figure 156: Yungga-Nya Part A Determination	6
160 Board	167	Figure 157: Yungga-Nya Part A Determination	6
161 Governance	168	Figure 158: Yungga-Nya Part A Determination	6
162 Strategic Plan	169	Figure 159: Yungga-Nya Part A Determination	6
163 Financial Report	170	Figure 160: Yungga-Nya Part A Determination	6
164 Risk Book	171	Figure 161: Yungga-Nya Part A Determination	6
165 Our Values and Culture	172	Figure 162: Yungga-Nya Part A Determination	6
166 Our History	173	Figure 163: Yungga-Nya Part A Determination	6
167 Membership	174	Figure 164: Yungga-Nya Part A Determination	6
168 Board	175	Figure 165: Yungga-Nya Part A Determination	6
169 Governance	176	Figure 166: Yungga-Nya Part A Determination	6
170 Strategic Plan	177	Figure 167: Yungga-Nya Part A Determination	6
171 Financial Report	178	Figure 168: Yungga-Nya Part A Determination	6
172 Risk Book	179	Figure 169: Yungga-Nya Part A Determination	6
173 Our Values and Culture	180	Figure 170: Yungga-Nya Part A Determination	6
174 Our History	181	Figure 171: Yungga-Nya Part A Determination	6
175 Membership	182	Figure 172: Yungga-Nya Part A Determination	6
176 Board	183	Figure 173: Yungga-Nya Part A Determination	6
177 Governance	184	Figure 174: Yungga-Nya Part A Determination	6
178 Strategic Plan	185	Figure 175: Yungga-Nya Part A Determination	6
179 Financial Report	186	Figure 176: Yungga-Nya Part A Determination	6
180 Risk Book	187	Figure 177: Yungga-Nya Part A Determination	6
181 Our Values and Culture	188	Figure 178: Yungga-Nya Part A Determination	6
182 Our History	189	Figure 179: Yungga-Nya Part A Determination	6
183 Membership	190	Figure 180: Yungga-Nya Part A Determination	6
184 Board	191	Figure 181: Yungga-Nya Part A Determination	6
185 Governance	192	Figure 182: Yungga-Nya Part A Determination	6
186 Strategic Plan	193	Figure 183: Yungga-Nya Part A Determination	6
187 Financial Report	194	Figure 184: Yungga-Nya Part A Determination	6
188 Risk Book	195	Figure 185: Yungga-Nya Part A Determination	6
189 Our Values and Culture	196	Figure 186: Yungga-Nya Part A Determination	6
190 Our History	197	Figure 187: Yungga-Nya Part A Determination	6
191 Membership	198	Figure 188: Yungga-Nya Part A Determination	6
192 Board	199	Figure 189: Yungga-Nya Part A Determination	6
193 Governance	200	Figure 190: Yungga-Nya Part A Determination	6
194 Strategic Plan	201	Figure 191: Yungga-Nya Part A Determination	6
195 Financial Report	202	Figure 192: Yungga-Nya Part A Determination	6
196 Risk Book	203	Figure 193: Yungga-Nya Part A Determination	6
197 Our Values and Culture	204	Figure 194: Yungga-Nya Part A Determination	6
198 Our History	205	Figure 195: Yungga-Nya Part A Determination	6
199 Membership	206	Figure 196: Yungga-Nya Part A Determination	6
200 Board	207	Figure 197: Yungga-Nya Part A Determination	6
201 Governance	208	Figure 198: Yungga-Nya Part A Determination	6
202 Strategic Plan	209	Figure 199: Yungga-Nya Part A Determination	6
203 Financial Report	210	Figure 200: Yungga-Nya Part A Determination	6
204 Risk Book	211	Figure 201: Yungga-Nya Part A Determination	6
205 Our Values and Culture	212	Figure 202: Yungga-Nya Part A Determination	6
206 Our History	213	Figure 203: Yungga-Nya Part A Determination	6
207 Membership	214	Figure 204: Yungga-Nya Part A Determination	6
208 Board	215	Figure 205: Yungga-Nya Part A Determination	6
209 Governance	216	Figure 206: Yungga-Nya Part A Determination	6
210 Strategic Plan	217	Figure 207: Yungga-Nya Part A Determination	6
211 Financial Report	218	Figure 208: Yungga-Nya Part A Determination	6
212 Risk Book	219	Figure 209: Yungga-Nya Part A Determination	6
213 Our Values and Culture	220	Figure 210: Yungga-Nya Part A Determination	6
214 Our History	221	Figure 211: Yungga-Nya Part A Determination	6
215 Membership	222	Figure 212: Yungga-Nya Part A Determination	6
216 Board	223	Figure 213: Yungga-Nya Part A Determination	6
217 Governance	224	Figure 214: Yungga-Nya Part A Determination	6
218 Strategic Plan	225	Figure 215: Yungga-Nya Part A Determination	6
219 Financial Report	226	Figure 216: Yungga-Nya Part A Determination	6
220 Risk Book	227	Figure 217: Yungga-Nya Part A Determination	6
221 Our Values and Culture	228	Figure 218: Yungga-Nya Part A Determination	6
222 Our History	229	Figure 219: Yungga-Nya Part A Determination	6
223 Membership	230	Figure 220: Yungga-Nya Part A Determination	6
224 Board	231	Figure 221: Yungga-Nya Part A Determination	6
225 Governance	232		

8c) FY23 Annual Plan

Establish PBC (set up the business)

- Governance – making good, fair and lawful decisions
- Financial Management – invoices, bills, payments, reporting
- Record keeping – taking notes of decisions, storing files
- Operations – staffing, systems, policies
- Communication – newsletter, website, notices, face to face meetings



46

8c) Establish PBC – Rule Book Actions

- | | |
|--|---|
| <ul style="list-style-type: none">• Directors' eligibility check & compliance• Consent to become a Director• Directors Identification Numbers• Directors Governance Training• Independent Audit• ORIC reporting – Financial Report, Audit Report, General Report• Strategic Plan• Annual Plan• Annual Report• Membership eligibility check• Membership Register• Conflicts of Interest Register• Directors' Resolutions Register• Directors' Actions Register | <ul style="list-style-type: none">• Directors' Meeting Attendance Register• Records of Directors' Meetings• Notice of Annual General Meeting (AGM)• Notice of General Meeting (GM)• GM Attendance and Resolutions Register• AGM Attendance and Resolutions Register• Quorum at meetings• Record of GM and AGM• Related Party Benefits Approvals and Exemptions (where required) |
|--|---|

47

8c) Establish PBC – Operations Actions

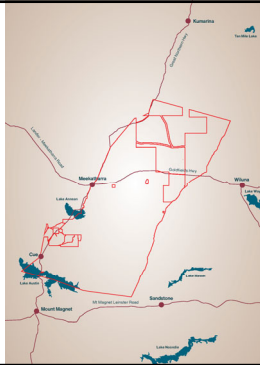
- | | |
|---|--|
| <ul style="list-style-type: none">• Insurance• Office set up• Accounting system• IT and Phone systems• Staffing• PBI (charity) status• Delegation Policy• Travel Policy• Procurement Policy• Corporate Card Policy• Meeting Code of Conduct• Membership Policy• Conflict of Interest Policy• Fees Policy• Recruitment Policy• Workplace Health and Safety Policy | <ul style="list-style-type: none">• Drug and Alcohol Policy• Bank payments approval procedure• Risk Register• Asset Register• Document templates• Member Communications• Community consultation meetings• Heritage Function• Member CRM database• The Keeping Place database• Website• NIAA PBC Grant Application• Ranger Program Grant Application• Business development opportunities |
|---|--|

48

8c) FY23 Annual Plan

Protect Native Title

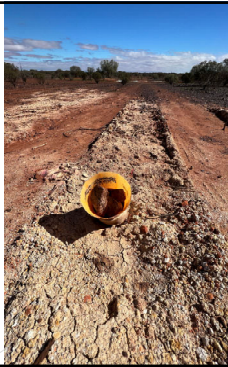
- Responding to tenement applications
- Negotiating Agreements
- Managing heritage surveys
- Ensuring companies pay to be on Country



49

8c) Protect Native Title – Actions

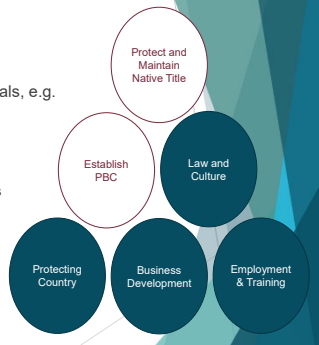
- Establish an Agreements and Tenements Register
- Agreement compliance monitoring and reporting
 - Complete an audit of tenements
 - Engage with companies operating without an agreement
 - Alert DMIRS of any non-compliance
- Implement a future acts process
 - Standard Exploration and Prospecting Agreement
 - Standard Negotiation Protocol
 - Object to all tenement applications
 - Collect witness evidence to support objections
- Manage heritage surveys
- Stakeholder meetings
 - Government agencies to involve YN PBC in project processes
- Negotiate Mining Agreements
 - Technology Metals Australia (Ian Prentice)
 - Australian Vanadium (Vincent Algar)
 - Others tbc



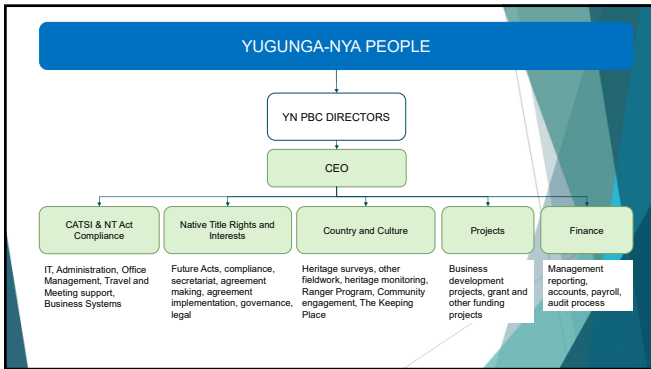
50

8c) Progress Other Goals

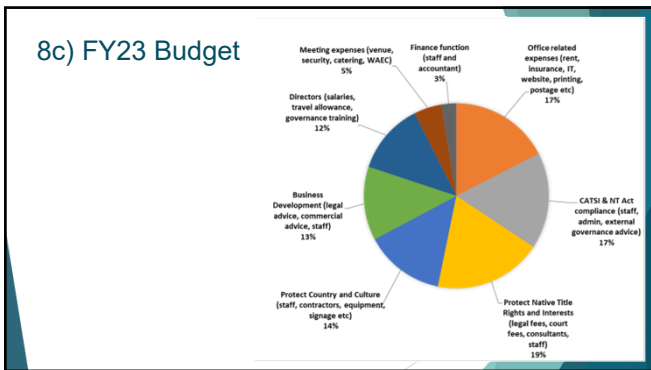
- Will continue to take action on other goals, e.g.
 - Seek funding for Ranger Program
 - Seek funding for on-Country camps
 - Create contracting opportunities
 - Investigate fee-for-service opportunities
 - Form partnerships with other NFP



51



52



53

8c) FY23 Budget

Funding from:


- NIAA
 - PBC capacity building grant application \$500k
 - Ranger Program grant application \$tbc
- Mining companies pay for some activities
 - Surveys \$45,930
 - Meetings \$79,203
 - Admin \$11,043
- Business sponsorships of community meetings
 - Door prizes \$1,200
- YN People's Trust (quarterly as needed, allocation \$1.2M total)
- Other grant programs (e.g. State govt, Lotterywest)

July-October Year to Date
Expenses \$266,581

54

Agenda

1. Directors Election start
2. Minutes of Previous Meeting
3. Auditor's Report
4. Appoint an Auditor
5. Approve Directors Pay
6. Directors Election announcement
7. Elders Council
8. Operations Update
9. **Trustee Presentation**
10. General Business



55


**Yugunga-Nya Peoples Trust
&
Yugunga-Nya Native Title Aboriginal
Corporation RNTBC**



56

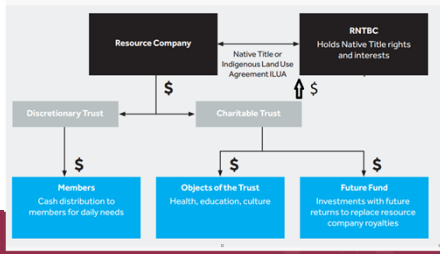
Trust (YNPT) & YN PBC

- The YNPT is able to support one YN Aboriginal Corporation
- Clause 16.7 Review of Aboriginal Corporation
- Activities and Expenditure
- Considered by the Trust Advisory Committee to formulate the Annual Project Plan
- 2022 Activities of YN Heritage transferred to YNPBC
- Budget \$1.2 million for each year 2023 and 2024



57

Yugunga-Nya Corporate Structure Governance & Compliance



FAS Fiduciary Administration Services

58

More information about FAS is available via our web page:

fasperth.com.au

Phillip Williams, Managing Director
M: 0433 398 611
E: phil@fasperth.com.au

FAS Fiduciary Administration Services

Level 13, 37 St Georges Terrace, Perth WA 6000
 P: 08 9198 1805 / phil@fasperth.com.au
fasperth.com.au

59


Agenda

1. Directors Election – start
2. Minutes of Previous Meeting
3. Auditor's Report
4. Appoint an Auditor
5. Approve Directors Pay
6. Directors Election announcement
7. Elders Council
8. Operations Update
9. Trustee Presentation
10. **General Business**

60

10. General Business

- Question and Answer session




61

Major door prize draw
▶ Optus Stadium Tickets
Please help us pack up

62

Yugunga-Nya Native Title
Aboriginal Corporation
RNTBC ICN 9509

Level 1, 53 Burswood Road
Burswood WA 6100
P: 08 6146 2503
E: admin@ynpbc.com.au



63



BRIEFING NOTE
Annual General Meeting
15 February 2024
Meekatharra, Perth, Online

Minutes of Previous Meeting 27 July 2023 General Meeting

Proposed resolution

The Draft Minutes of 27 July 2023 General Meeting will be presented to Members at the 15 February 2024 AGM.

Members will be asked to accept the minutes as true and correct. The proposed resolution is:

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) resolve to approve the Minutes of the 27 July 2023 General Meeting as true and correct.



Members General Meeting 27 July 2023 Meekatharra and Online

Member Attendees

COUNT	FULL NAME	FAMILY GROUP	VENUE
1	Aaron Thorne	Dorizzi	Meekatharra
2	Adrian Shay	Wilba	Meekatharra
3	Akeem Shay	Wilba	Meekatharra
4	Alex Barnard	Wheelbarrow (Wilburro)	Online MS Teams
5	Alison Gentle Snr	Wilba	Meekatharra
6	Andrew Gentle Snr	Wilba	Meekatharra
7	Andrew Laylan (Gentle)	Wilba	Meekatharra
8	Annette Newman	Ward	Online MS Teams
9	Antoinette Liddle	Dorizzi	Online MS Teams
10	Ashley Truscott	Wilba	Online MS Teams
11	Audrey Shar	Wilba	Meekatharra
12	Bert Dorizzi Snr	Dorizzi	Meekatharra
13	Blair Newland	Wheelbarrow (Wilburro)	Meekatharra
14	Bianca Berg	Dorizzi	Meekatharra
15	Breehannah Gentle	Wilba	Meekatharra
16	Cellia Martin	Dorizzi	Meekatharra
17	Charmaine Garlett	Dorizzi	Meekatharra
18	Cheryl Shay	Wilba	Meekatharra
19	Chiquita Liddell	Dorizzi	Online MS Teams
20	Cheryl Riley	Wilba	Meekatharra
21	Darren Wingo	Wilba	Meekatharra
22	Davina Lane	Wilba	Meekatharra
23	Deborah Shay	Wilba	Meekatharra
24	Denver Wingo	Wilba	Meekatharra
25	Duane Dorizzi	Dorizzi	Meekatharra
26	Dylan Gentle	Wilba	Meekatharra
27	Elaine King	Ward	Meekatharra
28	Erica Schmidt	Wilba	Meekatharra
29	Glen Gentle	Wilba	Meekatharra
30	Gweneth Martin	Dorizzi	Meekatharra
31	Hardy Derschow	Wheelbarrow (Wilburro)	Meekatharra



COUNT	FULL NAME	FAMILY GROUP	VENUE
32	Helen Peterson	Wilba	Online MS Teams
33	Jason Dorizzi	Dorizzi	Meekatharra
34	Joslyn Mongoo	Dorizzi	Online MS Teams
35	Julie-Anne Berg	Dorizzi	Meekatharra
36	Justin Gentle	Wilba	Meekatharra
37	Kadisen King	Ward	Meekatharra
38	Karalee Henry	Dorizzi	Online MS Teams
39	Karon Anderson	Wilba	Online MS Teams
40	Kevin Dorizzi Snr	Dorizzi	Meekatharra
41	Kiira Kelly	Ward	Meekatharra
42	Krisharne Kelly	Ward	Meekatharra
43	Leon Hansen	Wilba	Meekatharra
44	Leonard (Jeff) Barnard	Wheelbarrow (Wilburro)	Meekatharra
45	Leonie Gentle Snr	Wilba	Meekatharra
46	Leonie Gentle Jnr	Wilba	Meekatharra
47	Leroy Shay	Wilba	Meekatharra
48	Liam Berg	Dorizzi	Meekatharra
49	Lyneen Kelly	Ward	Meekatharra
50	Marianne Handley		Meekatharra
51	Marianne Shay	Wilba	Meekatharra
52	Matthew Abrahamson	Wheelbarrow (Wilburro)	Online MS Teams
53	Michelle Christensen	Ward	Online MS Teams
54	Narelle Thorne	Dorizzi	Online MS Teams
55	Patricia Dorizzi	Dorizzi	Meekatharra
56	Patricia Robinson	Wilba	Meekatharra
57	Phillip Robinson Jnr	Wilba	Meekatharra
58	Rebecca McNeil/Peterson	Wilba	Meekatharra
59	Rhonda Gilla	Wilba	Meekatharra
60	Rhonda Pickett	Dorizzi	Meekatharra
61	Ronan Fatt-Clifton	Dorizzi	Meekatharra
62	Sandez Barnard	Wheelbarrow (Wilburro)	Meekatharra
63	Savannah Shay-Tipple	Wilba	Meekatharra
64	Shannon Finlay	Dorizzi	Meekatharra
65	Shirley Thorne (Dorizzi)	Dorizzi	Meekatharra
66	Sonia Dorizzi	Dorizzi	Online MS Teams
67	Stuart Lane	Wilba	Meekatharra
68	Tahnje Dorizzi	Dorizzi	Meekatharra
69	Tanikha Bynder	Dorizzi	Meekatharra
70	Tara Lockyer	Ward	Online MS Teams
71	Tarmillar Kelly	Ward	Online MS Teams
73	Terrence Riley	Wilba	Meekatharra
74	Tina Garlett	Dorizzi	Online MS Teams
75	Travis Fraser	Dorizzi	Meekatharra
76	Valerina (Valerie) Dorizzi	Dorizzi	Meekatharra
77	Vincent Dorizzi Snr	Dorizzi	Meekatharra
78	Vivian Shar	Wilba	Meekatharra
79	Wade Gentle	Wilba	Meekatharra



COUNT	FULL NAME	FAMILY GROUP	VENUE
80	Wardurn Hayes-Gentle	Wilba	Meekatharra
81.	William (Bill) Shay	Wilba	Meekatharra

Other Attendees

Yugunga-Nya PBC

Ailan Tran (AT)	Chief Executive Officer
Angie Underwood (AU)	Future Acts, Agreements, Compliance
Anne Dwyer (AD)	Executive Support
Ostiane Massiani (OM)	Heritage and Culture

Guests

Darryl Pearce	Independent Facilitator
Bodie Foster	Online Attendees Manager

Apologies

Clinton Shay (CS)	Member Director
Nikkeeta Dorizzi	Member Director

Minutes by Ailan Tran

YN PBC Members General Meeting Agenda

27 July 2023 YN PBC General Meeting								
No.	Time	Item	Speaker	Action				
1.	2.00pm	YN PBC Members General Meeting Commence	Hardy Derschow	Welcome and Introductions				
2.	2.15pm	Rule Book Changes	Angie Underwood Darryl Pearce	Proposed Special Resolutions <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th>Change</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td> 5.2.2 Eligibility for membership (Who can apply to become a Member) (a) A person is eligible to apply for membership of the Corporation if the person: (i) is 18 years of age or over; and (ii) is a member of the YN People (see Schedule 1 for definition). </td> </tr> </tbody> </table>		Change	1	5.2.2 Eligibility for membership (Who can apply to become a Member) (a) A person is eligible to apply for membership of the Corporation if the person: (i) is 18 years of age or over; and (ii) is a member of the YN People (see Schedule 1 for definition).
	Change							
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27 July 2023 YN PBC General Meeting				
No.	Time	Item	Speaker	Action
				<p>2 r 5.2.3 Deciding Membership applications (e) The directors must, by resolution at a directors' meeting, accept a membership application if the applicant: (i) applies for membership in the required manner, and (ii) meets the eligibility for membership requirements under rule 5.2.2.</p>
				<p>3 5.6.2 Cancelling Membership if Member cannot be contacted (a) The membership of a Member may be cancelled by Special Resolution in a General Meeting if the Corporation: (i) has not been able to contact that Member at their address entered on the Register of Members for a continuous period of 2 years before the meeting; and (ii) has made two or more reasonable attempts to otherwise contact the Member during that 2 year period but has not been able to; (b) If the Corporation cancels the membership, the Directors must send that person a copy of the Resolution at their last known address, as soon as possible after the Resolution has been passed.</p>
				<p>4 7.3.1 Directors may call meetings The Board of Directors may call a General Meeting of the Corporation by resolution.</p>
				<p>5 Schedule 1 Definitions YN Family Group means one of the following four (4) family groups of YN People: (a) Wilba – being the descendants of Annie Wilba; (b) Ward – being the descendants of Dolly Ward; (c) Wilburro – being the descendants of Jimmy Wheelbarrow; or (d) Dorrizi – being the following siblings set (where living) and their descendants: Bert Dorrizi, Olive Fraser (nee Dorrizi), Frank Dorrizi, Kevin Dorrizi, Quilla Dorrizi, Shirley Thorn (nee Dorrizi), Celia Martin (nee Dorrizi), Valerie Dorrizi, Ernest Dorrizi, Patricia Dorrizi and Richard Dorrizi.</p>
				<p>6 r 8.1 Number of Directors (a) The Corporation must have no more than ten (10) Directors in total, including Independent Directors. (b) At no time can there be: (i) less than six (6) Directors including one (1) Independent Director (if any); and (ii) more than two (2) Independent Directors. (c) In the event that there are no suitable candidate representatives from one (1) or more of the four (4) YN Family Groups as required by rule 8.4.2(c), a maximum of four (4) candidates can be appointed as Member Directors from each individual YN Family Group (see schedule 1 definition)</p>



27 July 2023 YN PBC General Meeting				
No.	Time	Item	Speaker	Action
				<p>7 r 8.4.2 Appointment of Directors at a General Meeting or AGM</p> <p>(c) In appointing a Director the Members must have regard to the current composition of the Directors and must ensure, if suitable candidates are available, that at least 1 (but no more than 2) directors are and continue to be representative of the 4 YN Family Groups that comprise the YN People (see schedule 1 for definitions).</p>
				<p>8 10.2 Functions of Directors</p> <p>The functions of the Directors shall include, but are not limited to:</p> <p>(a) managing the Corporation for the benefit of the YN People and in accordance with any relevant legislation and the Rule Book; and</p> <p>(b) overseeing and taking responsibility for the administration and staffing of the Corporation.</p>
				<p>9 10.4 Remuneration</p> <p>(c) The Corporation may pay Directors a sitting fee for attending any committee meetings where the other YN Committee members who are not Directors are paid a sitting fee.</p>
				<p>10 11.6.2 Circulating resolutions of Directors</p> <p>(a) The Directors may pass a Resolution without a Directors' meeting being held if all the Directors entitled to vote on the Resolution are notified of the Resolution and the majority sign a statement that they are in favour of the Resolution set out in the document.</p> <p>(b) Separate copies of a document under this rule may be used for signing by Directors if the wording of the Resolution and statement is identical in each copy.</p> <p>(c) A Resolution under this rule is passed when the majority of Directors sign.</p>
				<p>11 16.2 Reviewing the Annual Plan</p> <p>(vi) an evaluation of how successfully the Corporation fulfilled the goals established in the Annual Plan.</p>
				<p>12 22. Winding Up</p> <p>(c) In the event of the Corporation being dissolved or wound up, the amount that remains after such dissolution or winding up and the satisfaction of all debts and liabilities shall be transferred to a YN organisation with similar charitable purposes and which has rules prohibiting the distribution of assets and income to its members, or in the absence of such a YN organisation, to another charity for charitable purposes only and which has rules prohibiting the distribution of its assets and income to its members.</p>



27 July 2023 YN PBC General Meeting																
No.	Time	Item	Speaker	Action												
				<p>13 22. Winding Up</p> <p>(d) If the endorsement of the Corporation as a deductible gift recipient is revoked, the following shall be transferred to another charity for charitable purposes only and to which income tax deductible gifts can be made – any surplus of;</p> <p>(i) Gifts of money or property for the principal purpose of the Corporation;</p> <p>(ii) Contributions made in relation to an eligible fundraising event held for the principal purposes of the Corporation; and</p> <p>(iii) Money received by the Corporation because of such gifts and contributions.</p>												
3.	3.15pm	Related Party Benefits		<p>Proposed Resolution</p> <p>The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) approve the following related party benefits:</p> <table border="1"> <thead> <tr> <th>Name of Director</th> <th>Name of Related Party and Relationship</th> <th>Benefit Given</th> </tr> </thead> <tbody> <tr> <td>Clinton Shay, Director</td> <td>Bill Shay, Father of Clinton Shay, YN PBC Director</td> <td>Bill Shay is an Elder attending heritage surveys, paid per survey.</td> </tr> <tr> <td>Matthew Abrahamson, Director</td> <td>Workplace Warehouse Pty Ltd, Matthew Abrahamson controls this registered company <u>and</u> is a YN PBC Director</td> <td>Endorsed Member Business, YN PBC seeks to order its office supplies from Workplace Warehouse. Also a competitive advantage for Workplace Warehouse in tendering for business with Stakeholders working on YN Country.</td> </tr> <tr> <td>Helen Peterson, Director</td> <td>Boots on Country, Helen Peterson controls this registered business <u>and</u> is a YN PBC Director</td> <td>Endorsed Member Business. Competitive advantage for Boots on Country in tendering for business with Stakeholders working on YN Country.</td> </tr> </tbody> </table>	Name of Director	Name of Related Party and Relationship	Benefit Given	Clinton Shay, Director	Bill Shay, Father of Clinton Shay, YN PBC Director	Bill Shay is an Elder attending heritage surveys, paid per survey.	Matthew Abrahamson, Director	Workplace Warehouse Pty Ltd, Matthew Abrahamson controls this registered company <u>and</u> is a YN PBC Director	Endorsed Member Business, YN PBC seeks to order its office supplies from Workplace Warehouse. Also a competitive advantage for Workplace Warehouse in tendering for business with Stakeholders working on YN Country.	Helen Peterson, Director	Boots on Country, Helen Peterson controls this registered business <u>and</u> is a YN PBC Director	Endorsed Member Business. Competitive advantage for Boots on Country in tendering for business with Stakeholders working on YN Country.
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Clinton Shay, Director	Bill Shay, Father of Clinton Shay, YN PBC Director	Bill Shay is an Elder attending heritage surveys, paid per survey.														
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Helen Peterson, Director	Boots on Country, Helen Peterson controls this registered business <u>and</u> is a YN PBC Director	Endorsed Member Business. Competitive advantage for Boots on Country in tendering for business with Stakeholders working on YN Country.														



27 July 2023 YN PBC General Meeting				
No.	Time	Item	Speaker	Action
4.	4.00pm	Confirmation of second Wilba Director		Proposed Resolution The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) approve the appointment of Helen Peterson as the second Wilba Member Director. Her term will conclude at the YN PBC November 2023 Annual General Meeting.
5.	4.10pm	Meeting Close		

1. Meeting Commencement - Welcome and Introductions

- Meeting commenced at 2.00pm
- Quorum confirmed with a head count of 40 Members in Meekatharra and 16 Online.
- Hardy Derschow, Chairman, opened the meeting. Welcome all the Members and their family groups; passed microphone to Angie to present the resolutions for the General Meeting.
- Angie Underwood presented the resolutions for the General Meeting (see PowerPoint presentation at Attachment A).

NOTE REGARDING THE VOTE COUNTS: During the course of the meeting, there were Members who, at times, did not raise their hands for some of the resolutions – ie some Members did not indicate whether they were in favour of, against or abstained on the resolutions.

NOTE REGARDING THE QUORUM COUNTS: During the course of the meeting, there were Members who, at times, temporarily left and rejoined the meeting.

2. Rule Book Changes

- Angie explained that YN PBC needs to make 13 changes to the Rule Book (see PowerPoint presentation slides 8-14). These are divided into 5 groups:-
 - a) 4 spelling mistakes/clarifications (change no. 1, 8, 9 & 11).
 - b) 2 specific changes suggested by the Office of the Registrar of Indigenous Corporations (ORIC). These two changes will likely be enforced by ORIC whether or not the Members agree to the changes (change no. 2 & 3).
 - c) 2 changes to ensure charity status with the Australian Tax Office and the Australian Charities and Not for Profits Commission (change no. 12 & 13).
 - d) 2 changes to ensure consistent decision making by the Board of Directors (change no. 4 & 10):
 - The Board of Directors must call a general meeting by resolution (majority vote). The current rule allows 1 Director to call a general meeting,



- Resolutions made outside a Board Meeting (by circular resolution) to be made the same way as inside a Board Meeting (majority vote). The current rule requires all Directors to vote in favour of a circular resolution.
- e) 3 changes to formalise the current practices of the YN PBC, in line with how the Members voted in the first Member Directors at the first Annual General Meeting in November 2022: that there are 4 Yugunga-Nya Family Groups and that all 4 family groups should be equally represented on the Board where possible (change no. 5, 6 & 7).
- Darryl reviewed and read out each rule book change and referred to the table of changes in the meeting notice pack (pages 53-59).
- Online attendees asked about the role of an Independent Director (change no. 6, r 8.1):-
 - Darryl explained that an Independent Director cannot be a Member or Common Law Holder or be related to either. An Independent Director can bring skills, experience or networks that the Member-Directors may not have – for example commercial business experience; economic project development; Board governance experience etc.
 - Members vote for Independent Directors at an Annual General Meeting, the same as for any other Director.
- Darryl asked the Members present at the meeting how they wanted to vote on the Rule Book changes:-
 - Members can vote on each individual Rule Book change (i.e. move, second and vote on 13 resolutions individually); or
 - Members can vote on all 13 changes in one block (i.e. move, second and vote on 1 resolution).
- 2.14pm Confirmation of Quorum check - 40 in Meekatharra, 18 online.

VOTE ON ALL 13 RULE BOOK CHANGES IN ONE BLOCK

Vote by show of hands to vote on all 13 Rule Book changes in one block.

Vote on all 13 Rule Book changes in one block.	FOR	AGAINST	ABSTAINED
MEEKATHARRA	17	23	0
ONLINE	8	5	0
TOTAL	25	28	0

Not passed

- Darryl proceeded to present each proposed Rule Book change and seek votes by show of hands.
- A Member asked about the YN PBC Annual Plan (r 16.2).



- Ailan Tran explained that this was presented to the community at the 4 May 2023 community briefing.

a) Resolutions on Rule Book Changes 1, 8, 9 & 11 (changes for spelling/clarification)

Resolution on Rule Book Change 1

5.2.2 Eligibility for membership (Who can apply to become a Member)

- (a) A person is eligible to apply for membership of the Corporation if the person:
- (i) is 18 years of age or over; and
 - (ii) is a member of the YN People (see Schedule 1 for definition).

Moved by Hardy Derschow (Wheelbarrow/Wilburro, Meekatharra)

Seconded by Bianca Berg (Dorizzi, Meekatharra)

Rule Book Change 1	FOR	AGAINST	ABSTAINED
MEEKATHARRA	33	0	0
ONLINE	13	0	0
PROXIES	5	0	0
TOTAL	51	0	0

Resolution passed

Resolution on Rule Book Change 8

10.2 Functions of Directors

The functions of the Directors shall include, but are not limited to:

- (a) managing the Corporation for the benefit of the YN People and in accordance with any relevant legislation and the Rule Book; and
- (b) overseeing and taking responsibility for the administration and staffing of the Corporation.

Moved by Gweneth Martin (Dorizzi, Meekatharra)

Seconded by Elaine King (Ward, Meekatharra)

Rule Book Change 8	FOR	AGAINST	ABSTAINED
MEEKATHARRA	33	0	0
ONLINE	13	0	0
PROXIES	5	0	0
TOTAL	51	0	0

Resolution passed



Resolution on Rule Book Change 9

10.4 Remuneration

(c) The Corporation may pay Directors a sitting fee for attending any committee meetings where the other YN Committee members who are not Directors are paid a sitting fee.

Moved by Hardy Derschow (Wheelbarrow/Wilburro, Meekatharra)

Seconded by Kadisen King (Ward, Meekatharra)

Rule Book Change 9	FOR	AGAINST	ABSTAINED
MEEKATHARRA	29	0	0
ONLINE	14	0	0
PROXIES	5	0	0
TOTAL	48	0	0

Resolution passed

Resolution on Rule Book Change 11

16.2 Reviewing the Annual Plan

(vi) an evaluation of how successfully the Corporation fulfilled the goals established in the Annual Plan.

Moved by Elaine King (Ward, Meekatharra)

Seconded by Hardy Derschow (Wheelbarrow/Wilburro, Meekatharra)

Rule Book Change 11	FOR	AGAINST	ABSTAINED
MEEKATHARRA	36	0	0
ONLINE	12	0	0
PROXIES	5	0	0
TOTAL	53	0	0

Resolution passed



b) Resolutions on Rule Book Changes 2 & 3 (suggested by ORIC)

Resolution on Rule Book Change 2

r 5.2.3 Deciding Membership applications

(e) The directors must, by resolution at a directors' meeting, accept a membership application if the applicant:

- (i) applies for membership in the required manner, and
- (ii) meets the eligibility for membership requirements under rule 5.2.2.

Moved by Travis Fraser (Dorizzi, Meekatharra)

Seconded by Kevin Dorizzi Snr (Dorizzi, Meekatharra)

Rule Book Change 2	FOR	AGAINST	ABSTAINED
MEEKATHARRA	45	0	0
ONLINE	8	8	0
PROXIES	2	2	0
TOTAL	55	10	0

Resolution passed

Resolution on Rule Book Change 3

5.6.2 Cancelling Membership if Member cannot be contacted

(a) The membership of a Member may be cancelled by Special Resolution in a General Meeting if the Corporation:

- (i) has not been able to contact that Member at their address entered on the Register of Members for a continuous period of 2 years before the meeting; and
 - (ii) has made two or more reasonable attempts to otherwise contact the Member during that 2 year period but has not been able to;
- (b) If the Corporation cancels the membership, the Directors must send that person a copy of the Resolution at their last known address, as soon as possible after the Resolution has been passed.

Moved by Bianca Berg (Dorizzi, Meekatharra)

Seconded by Hardy Derschow (Wheelbarrow/Wilburro, Meekatharra)

Rule Book Change 3	FOR	AGAINST	ABSTAINED
MEEKATHARRA	44	0	0
ONLINE	10	3	0
PROXIES	2	3	0
TOTAL	56	6	0

Resolution passed



c) Resolutions on Rule Book Changes 12 & 13 (for charity status)

Resolution on Rule Book Change 12

22. Winding Up

(c) In the event of the Corporation being dissolved or wound up, the amount that remains after such dissolution or winding up and the satisfaction of all debts and liabilities shall be transferred to a YN organisation with similar charitable purposes and which has rules prohibiting the distribution of assets and income to its members, or in the absence of such a YN organisation, to another charity for charitable purposes only and which has rules prohibiting the distribution of its assets and income to its members.

Moved by Elaine King (Ward, Meekatharra)

Seconded by Bianca Berg (Dorizzi, Meekatharra)

Rule Book Change 12	FOR	AGAINST	ABSTAINED
MEEKATHARRA	45	0	0
ONLINE	13	0	0
PROXIES	5	0	0
TOTAL	63	0	0

Resolution passed

Resolution on Rule Book Change 13

22. Winding Up

(d) If the endorsement of the Corporation as a deductible gift recipient is revoked, the following shall be transferred to another charity for charitable purposes only and to which income tax deductible gifts can be made – any surplus of;

- (i) Gifts of money or property for the principal purpose of the Corporation;
- (ii) Contributions made in relation to an eligible fundraising event held for the principal purposes of the Corporation; and
- (iii) Money received by the Corporation because of such gifts and contributions.

Moved by Hardy Derschow (Wheelbarrow/Wilburro, Meekatharra)

Seconded by Elaine King (Ward, Meekatharra)

Rule Book Change 13	FOR	AGAINST	ABSTAINED
MEEKATHARRA	45	0	0
ONLINE	13	0	0
PROXIES	5	0	0
TOTAL	63	0	0

Resolution passed



d) Resolutions on Rule Book Changes 4 & 10 (consistent decision making by Board)

Resolution on Rule Book Change 4

7.3.1 Directors may call meetings

The Board of Directors may call a General Meeting of the Corporation by resolution.

Moved by Travis Fraser (Dorizzi, Meekatharra)

Seconded by Shannon Finlay (Dorizzi, Meekatharra)

Rule Book Chage 4	FOR	AGAINST	ABSTAINED
MEEKATHARRA	53	0	0
ONLINE	8	0	0
PROXIES	5	0	0
TOTAL	66	0	0

Resolution passed

Resolution Rule Book Change 10

11.6.2 Circulating resolutions of Directors

(a) The Directors may pass a Resolution without a Directors' meeting being held if all the Directors entitled to vote on the Resolution are notified of the Resolution and the majority sign a statement that they are in favour of the Resolution set out in the document.

(b) Separate copies of a document under this rule may be used for signing by Directors if the wording of the Resolution and statement is identical in each copy.

(c) A Resolution under this rule is passed when the majority of Directors sign.

Moved by Elaine King (Ward, Meekatharra)

Seconded by Allison Gentle Snr (Wilba, Meekatharra)

Rule Book Item 10, consistent decision making	FOR	AGAINST	ABSTAINED
MEEKATHARRA	48	0	0
ONLINE	10	4	0
PROXIES	2	3	0
TOTAL	60	7	0

Resolution passed



e) Resolutions on Rule Book Changes 5, 6 & 7 (reflect current practices)

Resolution on Rule Book Change 5

Schedule 1 Definitions

YN Family Group

means one of the following four (4) family groups of YN People:

- (a) Wilba – being the descendants of Annie Wilba;
- (b) Ward – being the descendants of Dolly Ward;
- (c) Wilburro – being the descendants of Jimmy Wheelbarrow; or
- (d) Dorrizi – being the following siblings set (where living) and their descendants: Bert Dorrizi, Olive Fraser (nee Dorizzi), Frank Dorizzi, Kevin Dorizzi, Quilla Dorizzi, Shirley Thorn (nee Dorizzi), Celia Martin (nee Dorizzi), Valerie Dorizzi, Ernest Dorrizi, Patricia Dorizzi and Richard Dorizzi.

Moved by Shannon Finlay (Dorizzi, Meekatharra)

Seconded by Elaine King (Ward, Meekatharra)

Rule Book Change 5	FOR	AGAINST	ABSTAINED
MEEKATHARRA	31	0	1
ONLINE	12	1	0
PROXIES	5	0	0
TOTAL	48	1	1

Resolution passed

Resolution on Rule Book Change 6

r 8.1 Number of Directors

- (a) The Corporation must have no more than ten (10) Directors in total, including Independent Directors.
- (b) At no time can there be:
 - (i) less than six (6) Directors including one (1) Independent Director (if any); and
 - (ii) more than two (2) Independent Directors.
- (c) In the event that there are no suitable candidate representatives from one (1) or more of the four (4) YN Family Groups as required by rule 8.4.2(c), a maximum of four (4) candidates can be appointed as Member Directors from each individual YN Family Group (see schedule 1 definition).

Moved by Travis Fraser (Dorizzi, Meekatharra)

Seconded by Gweneth Martin (Dorizzi, Meekatharra)

Rule Book Change 6	FOR	AGAINST	ABSTAINED
MEEKATHARRA	29	0	0
ONLINE	8	1	0
PROXIES	2	3	0
TOTAL	39	4	0

Resolution passed



Resolution on Rule Book Change 7

r 8.4.2 Appointment of Directors at a General Meeting or AGM

(c) In appointing a Director the Members must have regard to the current composition of the Directors and must ensure, if suitable candidates are available, that at least 1 (but no more than 2) directors are and continue to be representative of the 4 YN Family Groups that comprise the YN People (see schedule 1 for definitions).

Moved by Hardy Derschow (Wheelbarrow/Wilburro, Meekatharra)

Seconded by Elaine King (Ward, Meekatharra)

Rule Book Change 7	FOR	AGAINST	ABSTAINED
MEEKATHARRA	29	0	0
ONLINE	10	0	1
PROXIES	2	3	0
TOTAL	41	3	1

Resolution passed

- Members in Meekatharra asked for the names of the people attending online.
- Bodie Foster read out the names of the people on MS Teams.

3. Related Party Benefits

- Angie presented (see PowerPoint presentation slides 16-28).
- It is a requirement for all Corporations to declare if there are related party benefits (not just Aboriginal corporations).
- What is a related party?
 - A Director, their spouse, children or parents, or a company that the Director controls, or that their spouse, children or parents control.
- What is a related party benefit?
 - Giving goods or financial benefits to the related party (ie money, a car, food, airfares, house with no rent, lending money if not available to other members, giving a job contract)
- To ensure transparency and accountability from the Directors when they make decisions, they need to get approval from the Members. ORIC scrutinise these related party benefits to ensure no corruption.
- Table of YN PBC related party benefits was presented (see PowerPoint presentation slide 20).
- Directors recommended that Members pass the resolution because it is consistent with the strategic goals and vision of the Corporation:



- Vision: To build the Yugunga-Nya community, our people, country, culture and economy, now and for the future.
- Strategic Goals: Law and Culture, Protecting Country & Business Development
- ORIC provided comments. They require YN PBC to provide information so Members can decide if it's in the YN PBC's 'best interests' and include the 'true potential costs':
 - Bill Shay – Bill Shay is acting in his capacity as a Wilba Elder on surveys (not as the father of Clinton Shay). He receives the same fee as other elders. The true potential cost cannot be calculated because it depends on external stakeholders and not the YN PBC (ie the mining companies who decide when to conduct exploration or mining).
 - Workplace Warehouse – endorsing this business is aligned to the YN PBC strategic goal of business development. The true potential cost cannot be calculated as it depends on the needs/wants of external stakeholders and not the YN PBC. However, YN PBC would like to order stationary from Workplace Warehouse to support a member business rather than Officeworks. The value per year is about \$5,000.
 - Boots on Country – endorsing this business is aligned to YN PBC strategic goal of business development. The true potential cost cannot be calculated as it depends on the needs/wants of external stakeholders and not the YN PBC.
- Confirmation of quorum at 3.52pm: 16 Members attending Online, 40 Members present in Meekatharra (56 Members total)
- Darryl asked Members to move and vote on the resolution to approve related party benefits.



Resolution to approve related party benefits

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) approve the following related party benefits:

Name of Director	Name of Related Party and Relationship	Benefit Given
Clinton Shay, Director	Bill Shay, Father of Clinton Shay, YN PBC Director	Bill Shay is an Elder attending heritage surveys, paid per survey.
Matthew Abrahamson, Director	Workplace Warehouse Pty Ltd, Matthew Abrahamson controls this registered company <u>and</u> is a YN PBC Director	Endorsed Member Business, YN PBC seeks to order its office supplies from Workplace Warehouse. Also a potential competitive advantage for Workplace Warehouse in tendering for business with Stakeholders working on YN Country.
Helen Peterson, Director	Boots on Country, Helen Peterson controls this registered business <u>and</u> is a YN PBC Director	Endorsed Member Business. Competitive advantage for Boots on Country in tendering for business with Stakeholders working on YN Country.

Moved by Rhonda Gilla (Wilba, Meekatharra)

Seconded by Shirley Thorne (Dorizzi, Meekatharra)

Related party benefits	FOR	AGAINST	ABSTAINED
MEEKATHARRA	38	0	0
ONLINE	11	0	0
PROXIES	5	0	0
TOTAL	54	0	0

Resolution passed

4. Helen Peterson Directorship

- Angie presented the background to the appointment of Helen Peterson (see PowerPoint presentation slides 29-33).
 - At the November 2022 Annual General Meeting, 8 Directors were elected, 2 from each Yugunga-Nya family group.
 - 1 elected person from the Wilba family was not able to supply all the compliance documents by the deadline for appointment.
 - YN PBC confirmed with ORIC that an interim Director could be appointed using an expression of interest process (but until the next Annual General Meeting)

- YN PBC sent notices to all Wilba family Members on the Membership Register asking for expressions of interest (4 week application period).
- 5 expressions of interest were received, but only Helen Peterson supplied the required compliance documents by the closing date.
- The resolution seeks to confirm Helen Peterson as a Director until the November 2023 Annual General Meeting:
 - If approved, Helen remains a Director until the Annual General Meeting.
 - If not approved, Helen immediately ceases to be a Director today.
- Question from Meekatharra Member – how many PBCs can a Directors sit on? Angie asked that this question be taken on notice.
- Ashley Truscott (Wilba, Online MS Teams) made a statement in support of Helen Peterson.
- Darryl asked Members to move and vote on the resolution to confirm Helen Peterson as a Director.

Resolution to approve Helen Peterson as Director

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) approve the appointment of Helen Peterson as the second Wilba Member Director. Her term will conclude at the YN PBC November 2023 Annual General Meeting.

Moved by Rebecca Peterson, Allison Gentle Snr (Wilba, Meekatharra)

Seconded by Ashley Truscott (Wilba, Online MS Teams)

Approve Helen Peterson	FOR	AGAINST	ABSTAINED
MEEKATHARRA	31	0	0
ONLINE	8	0	0
PROXIES	5	0	0
TOTAL	44	0	0

Resolution passed

5. Meeting Close

- Darryl confirmed that all business had been completed.
- Raffle draw at 4.07pm
- Meeting concluded at 4.10pm



20230727 GM
 Powerpoint Present.

Attachment A: PowerPoint Presentation



Yugunga-Nya Member General Meeting



27 July 2023



1



Wayiiba Wayunpa Hello

We acknowledge and pay our respects to the Yugunga-Nya People and the First Nations People of Australia in whose Country we meet.



2



General Meeting



YN PBC Directors

Hardy Derschow (Wilburro & Chairperson)

Clinton Shay (Wilba)

Annette Newman (Ward)

Bianca Berg (Dorizzi)

Helen Peterson (Wilba)

Nikkeeta Dorizzi (Dorizzi)

Elaine King (Ward)

Matthew Abrahamson (Wilburro)

YN PBC Staff

Ailan Tran

Chief Executive

Angie Underwood

Future Acts, Agreements & Compliance

Anne Dwyer

Executive Support

Ostiane Massiani

Heritage and Culture



3

Housekeeping



- Emergency Exits
- Toilets
- Short breaks – morning tea and lunch
- Come back on time
- Please help tidy up at the end of the meeting.



4

Different Roles & Responsibilities

YUGUNGA-NYA
NATIVE TITLE ABORIGINAL CORPORATION
Holding and Protecting
Native Title Rights and Interests

Yugunga-Nya
PEOPLE'S TRUST
Distribution of Benefits
Managing Money



5

Darryl Pearce Meeting Chair

Introduction



6



YUGUNGA-NYA
Native Title Aboriginal Corporation
NTTBC ICN 9509

MEETING CODE OF CONDUCT

Smoke, alcohol and drug free meeting

Respect each other, always
One speaker at a time
Use calm voices & positive words
Write down your feedback

Two verbal warnings given

Those who do not comply will be
asked to leave the meeting

Photographs, video and sound recordings
will be taken during the meeting



Meeting
Code of Conduct

7

Rule Book Changes

Related Party benefits

Appointment of Helen
Peterson

01 Rule Book Changes



02 Related Party benefits

03 Appointment of Helen Peterson as second Wilba Member Director

8

13 Rule Book Changes: Overview

#	Proposed Change	Nature of Change	Reason for Change
1.	Eligibility for membership Who can apply to become a Member)	Fixed spelling errors	Shows where definition of 'YN People' is in the Rule Book.
8.	Functions of Directors	Fixed spelling errors	Removes "the Participation Agreement"
9.	Remuneration	Fixed spelling errors	Removes "KMAC"
11.	Reviewing the Annual Plan	Fixed spelling errors	Changes "Plant" to "Plan"
2.	Deciding Membership applications	Suggested by ORIC	The current rule tries to override the Corporations (Aboriginal and Torres Strait Islanders) Act 2006.
3.	Cancelling Membership if Member cannot be contacted	Suggested by ORIC	Inserts 'otherwise' so the rule is fully compliant with the Corporations (Aboriginal and Torres Strait Islanders) Act 2006.
12.	Winding Up	Tax and charity status shifts	Ensures YN PBC meets the requirements from the Australian Tax Office and the Australian Charities and Not for Profit Commission.
13.	Winding Up	Tax and charity status shifts	As above. Correct spelling of 'principal' added.
4.	Director may call meetings	Decision-making consistency	This change prevents one Director from calling a General Meeting. It requires a majority vote by directors.
10.	Circulating resolutions of Directors	Decision-making consistency	This change makes a Board circulating resolution the same as a Board resolution at a meeting
5.	No definition in Schedule 1	Reflects current practices	This change is in line with how most YN people identify themselves and uses the correct spelling 'Wilburro'.
6.	Number of Directors	Reflects current practices	This change simply reflects the current practice that all 4 families should be equally represented in the Board – currently there are 8 Member Directors (being 2 from each YN family group).
7.	Appointment of Directors at a General Meeting or AGM	Reflects current practices	As above

8 Procedural

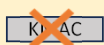
2 Decision Making

3 Current Practices

Rule Book Changes: Fix Spelling Errors

#	Proposed Change	Details	Reason for Change
1.	r.5.2.2 Eligibility for membership	A person is eligible to apply for membership <ul style="list-style-type: none"> • is 18 years of age or over; and • is a member of the YN People (see schedule 1 for definition) 	Shows where the definition of 'YN People' is in the Rule Book.
8.	r 10.2 Functions of Directors	The functions of the Directors shall include <ul style="list-style-type: none"> • managing the Corporation for the benefit of the YN People and in accordance with any relevant legislation, the Participation Agreement and the Rule Book • overseeing and taking responsibility for the administration and staffing of the Corporation. 	Removes "the Participation Agreement" as it is an error.
9.	r 10.4 Remuneration	The Corporation may pay Directors a sitting fee for attending any committee meetings where the other YN Committee members who are not KMAC Directors are paid a sitting fee.	Removes "KMAC"
11.	r 16.2 Reviewing the Annual Plan	An evaluation of how successfully the Corporation fulfilled the goals established in the Annual Plan.	Corrects the typing error from "Plant" to "Plan"

Procedural



Rule Book Changes: Suggested by ORIC

Procedural

#	Proposed Change	Details	Reason for Change
2.	r 5.2.3 Deciding Membership applications	<u>The directors must accept a membership application if the applicant:</u> <ul style="list-style-type: none"> • <u>applies for membership in the required manner, and</u> • <u>meets the eligibility for membership requirements under rule 5.2.2.</u> 	The current rule tries to override the Corporations (Aboriginal and Torres Strait Islanders) Act 2006.
#	Proposed Change	Details	Reason for Change
3.	r 5.6.2 Cancelling Membership if Member cannot be contacted	<ul style="list-style-type: none"> • The membership of a Member may be cancelled by Special Resolution in a General Meeting if the Corporation: <ul style="list-style-type: none"> • has not been able to contact that Member at their address entered on the Register of Members for a continuous period of 2 years before the meeting; and • has made two or more reasonable attempts to <u>otherwise</u> contact the Member during that 2-year period but has not been able to; • If the Corporation cancels the membership, the Directors must send that person a copy of the Resolution at their last known address 	Inserts 'otherwise' to make it fully compliant with the Corporations (Aboriginal and Torres Strait Islanders) Act 2006.



11

Rule Book Changes: Tax & Charity Status

Procedural

#	Proposed Change	Details	Reason for Change
12.	r 22 Winding Up	(c) In the event of the Corporation being dissolved or wound up, the amount that remains after such dissolution or winding up and the satisfaction of all debts and liabilities shall be transferred to a YN organisation with similar <u>charitable</u> purposes and which has rules prohibiting the distribution of assets and income to its members, or in the absence of such a YN organisation, to another <u>charity for charitable purposes only</u> and which has rules prohibiting the distribution of its assets and income to its members.	Ensures YN PBC meets the requirements from the Australian Tax Office and the Australian Charities and Not for Profit Commission.
#	Proposed Change	Details	Reason for Change
13.	r 22 Winding Up	(d) If the endorsement of the Corporation as a deductible gift recipient is revoked, the following shall be transferred to another <u>charity for charitable purposes only</u> and to which income tax deductible gifts can be made – any surplus of; <ul style="list-style-type: none"> • Gifts of money or property for the principal purpose of the corporation; • Contributions made in relation to an eligible fundraising event held for the <u>principle principal</u> purposes of the corporation; and • Money received by the corporation because of such gifts and contributions. 	As above. Correct spelling of 'principal' added.



12

Rule Book Changes: Consistency

#	Proposed Change	Details	Reason for Change
4.	Directors may call meetings	<u>The Board of Directors</u> may call a General Meeting of the Corporation <u>by resolution</u> .	This change stops one Director from calling a General Meeting. It requires a majority vote by Directors.

#	Proposed Change	Details	Reason for Change
10.	Circulating resolutions of Directors	<ul style="list-style-type: none"> The Directors may pass a Resolution without a Directors' meeting being held if all the Directors entitled to vote on the <u>Resolution are notified of the Resolution and the majority</u> sign a statement that they are in favour of the Resolution set out in the document. Separate copies of a document under this rule may be used for signing by Directors if the wording of the Resolution and statement is identical in each copy. A Resolution under this rule is passed <u>when the majority of Directors sign</u>. 	This change makes a circulating resolution same as a resolution at a meeting – by majority vote.

13

Rule Book Changes: Reflect current practices

#	Proposed Change	Details	Reason for Change
5.	New definition in Schedule 1 "YN Family Group"	YN Family Group means one of the following four family groups <ul style="list-style-type: none"> Wilba – being the descendants of Annie Wilba; Ward – being the descendants of Dolly Ward; Wilburro – being the descendants of Jimmy Wheelbarrow; or Dorizzi – being the following siblings set (where living) and their descendants: Bert Dorizzi, Olive Fraser (nee Dorizzi), Frank Dorizzi, Kevin Dorizzi, Quilla Dorizzi, Shirley Thorn (nee Dorizzi), Celia Martin (nee Dorizzi), Valerie Dorizzi, Ernest Dorizzi, Patricia Dorizzi and Richard Dorizzi. 	This change is in line with how most YN people identify themselves. It uses the correct spelling 'Wilburro'.

#	Proposed Change	Details	Reason for Change
6.	r 8.1 Number of Directors	<ul style="list-style-type: none"> The Corporation must have no more than ten 10 Directors in total, including Independent Directors. At no time can there be: <ul style="list-style-type: none"> less than 6 Directors including one 1 Independent Director more than 2 Independent Directors. If there are no suitable candidate representatives from 1 or more of the 4 YN Family Groups, a maximum of 4 candidates can be appointed as Member Directors from each <u>YN Family Group</u> 	Reflects the current practice that all 4 families should be equally represented in the Board – currently there are 8 Member Directors (being 2 from each YN family group).

#	Proposed Change	Details	Reason for Change
7.	r 8.4.2 Appointment of Directors at a General Meeting or AGM	In appointing a Director the Members must have regard to the current composition of the Directors and must ensure, if suitable candidates are available, that at least 1 (but no more than 2) directors are and continue to be representative of the 4 YN Family Groups that comprise the <u>YN People</u> (see schedule 1 for definitions).	As above

14

Questions?



15

Rule Book Changes

Related Party benefits

Appointment of Helen Peterson

01 Rule Book Changes

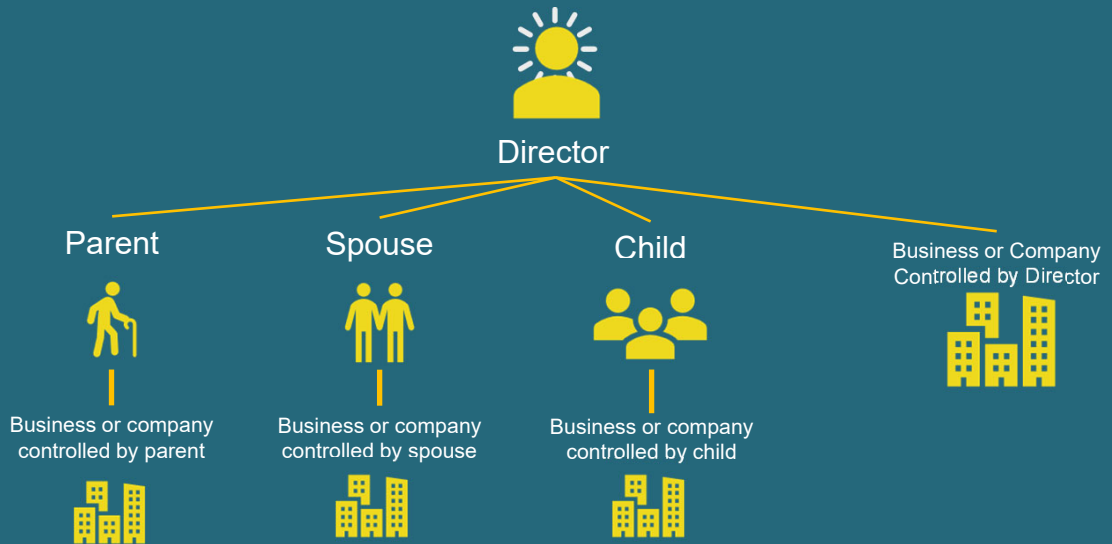


02 Related Party benefits

03 Appointment of Helen Peterson as second Wilba Member Director

16

Related Party benefits: Family Tree



17



Related Party benefits

Giving goods

- Money
- Car & Fuel
- Food
- Airfares

Giving a house or free rent

- House
- Rent

18



Related Party benefits

Loaning money if not available to other members



Money

Giving a contract



Job Contract



Goods or Services Contract

Related Party benefits: Resolution

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) approve:



Name of Director	Name of Related Party and Relationship	Benefit Given
Clinton Shay, Director	Bill Shay, Father of Clinton Shay, YN PBC Director	Bill Shay is an Elder attending heritage Surveys, paid per survey.
Matthew Abrahamson, Director	Workplace Warehouse Pty Ltd, Matthew Abrahamson controls this registered company and is a YN PBC Director	1) YN PBC wants to order office supplies from Workplace Warehouse. 2) As Endorsed Member Business, there is a competitive advantage for tenders with Stakeholders.
Helen Peterson, Director	Boots on Country, Helen Peterson controls this registered business and is a YN PBC Director	As Endorsed Member Business, there is a competitive advantage for tenders with Stakeholders.

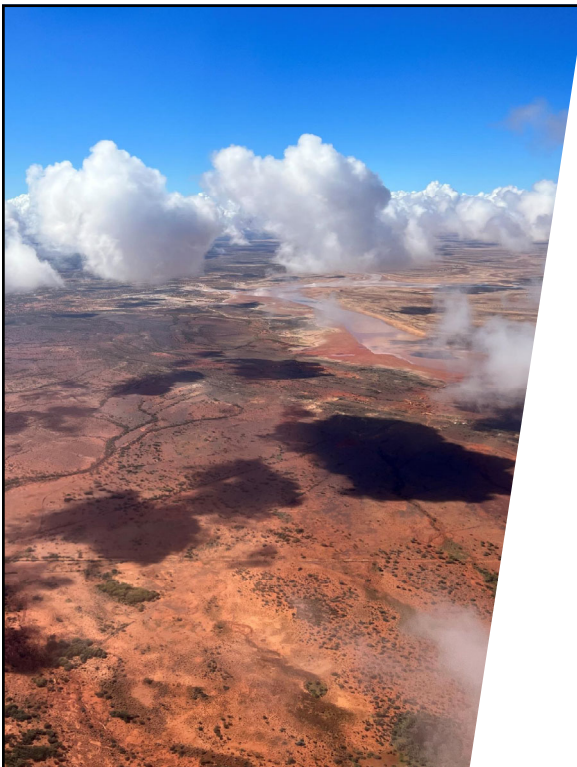


Related Party benefits: Directors' recommendation



The YN PBC Directors have all recommended* that Members pass the resolution because it is consistent with the strategic goals and vision of the Corporation.

*Except for Elaine King (who was not available to make comment at the time)

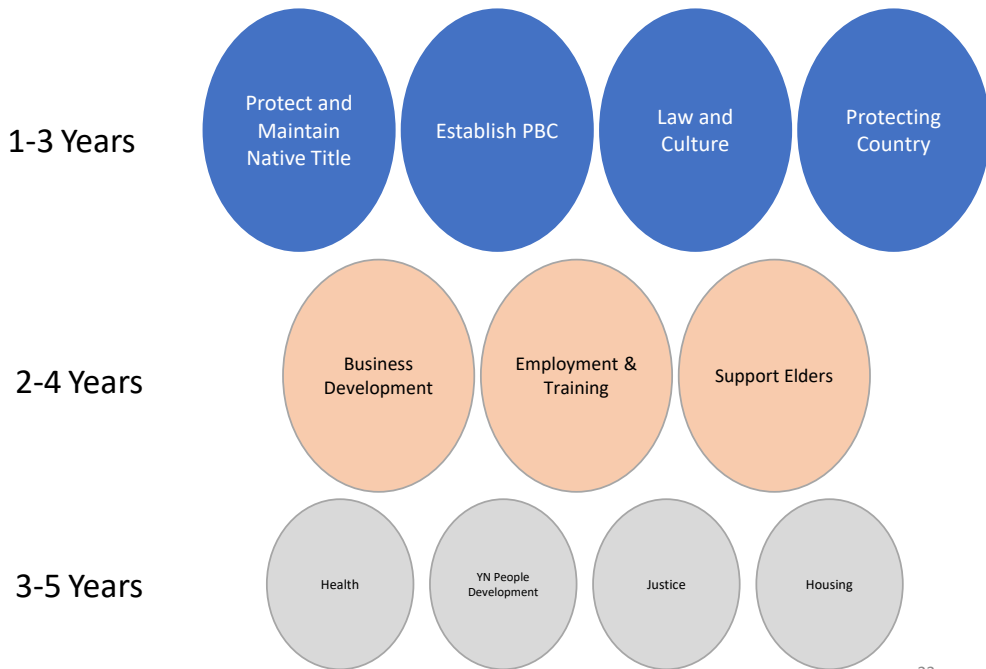


YN PBC Strategic Plan 2023-28

Our Vision

To build the Yugunga-Nya community, our people, country, culture and economy, now and for the future.

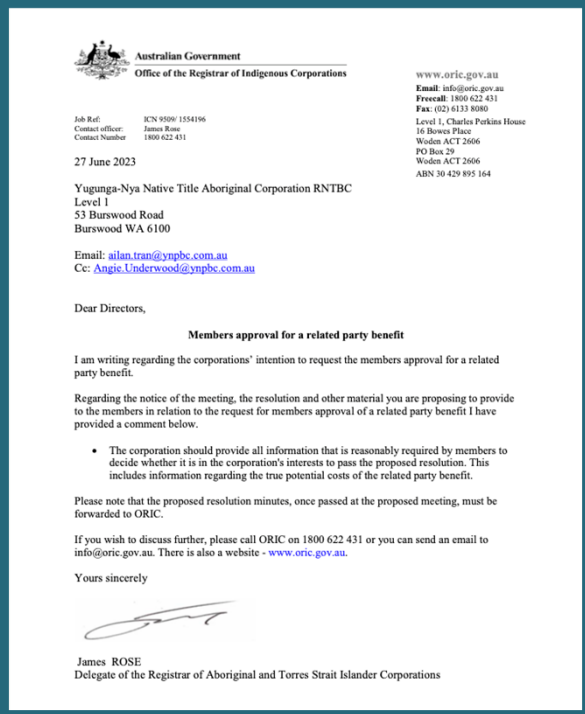
YN PBC Strategic Plan 2023-2028



Related Party benefits:

ORIC's Comments:

- 1) Provide information so Members can decide if it's in the YNPBC's 'best interests'.
- 2) Include 'true potential costs' (\$\$).



Related Party benefits: Information ORIC wants

Q: Bill Shay – is this in best interests of YN PBC?

A: Is a Wilba elder & receives the same money as other elders.

Q: What are the true potential costs \$\$?

A: Depends on number of survey requests
Depends on Stakeholders' needs/wants



25

Related Party benefits: Information ORIC wants

Q: Workplace Warehouse – is this in best interests of YN PBC?

Q: \$\$ as an endorsed business?

A: Depends on Stakeholders' needs/wants

Q: \$\$ as supplier of YN PBC office supplies?

A: about \$5,000



26

Related Party benefits: Information ORIC wants

Q: Boots on Country – is this in best interests of YN PBC?

Q: \$\$ as an endorsed business?

A: Depends on Stakeholders' needs/wants



Questions?



01 Rule Book Changes



02 Related Party benefits

03 Appointment of Helen Peterson as second Wilba Member Director

29

Background



- 23 November 2022 - Annual General Meeting
- 8 Directors elected
- 2 Directors for each of the 4 families – Wilba, Ward, Wilburro, Dorizzi
- 1 Wilba representative did not supply the compliance documents.
- So, they could not be appointed as a Director of YN PBC.



Expression of interest for second Wilba Director position



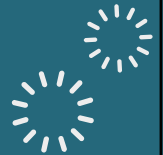
- YN PBC asked ORIC – can the Board appoint a Wilba Director via an expression of interest??
- ORIC said yes – but only until next AGM
- YN PBC asked Wilba family group for expressions of interest
- 5 expressions of interest received
- 4 week application period
- Only Helen Peterson supplied the compliance documents before the closing date.

30

Approval required by members

Confirm Helen Peterson's role as a Director until the November 2023 Annual General Meeting:

- If approved, Helen remains a Director until the November 2023 Annual General Meeting.
- If not approved, Helen immediately ceases to be a Director today.



31

The Members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC (ICN 9509) approve the appointment of Helen Peterson as the second Wilba Member Director.

Her term will conclude at the YN PBC November 2023 Annual General Meeting.



32

Yugunga-Nya Native Title Aboriginal Corporation RNTBC
ABN 87 686 710 813
ICN 9509
Financial Statements
For the Year Ended 30 June 2023

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Contents

For the Year Ended 30 June 2023

	Page
Financial Statements	
Directors' Report	1 - 3
Auditor's Independence Declaration under Section 339-50 of the Corporations (Aboriginal and Torres Strait Islander) Act 2006	4
Statement of Profit or Loss and Other Comprehensive Income	5
Statement of Financial Position	6
Statement of Changes in Equity	7
Statement of Cash Flows	8
Notes to the Financial Statements	9 - 18
Responsible Persons' Declaration	19
Independent Auditor's Report	20 - 22

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Directors' Report

For the Year Ended 30 June 2023

The directors present their report on Yugunga-Nya Native Title Aboriginal Corporation RNTBC for the financial year ended 30 June 2023.

Directors

The names of the directors in office at any time during, or since the end of, the year are:

Names	Position	Appointed/Resigned
Annette Newman		Appointed 23/11/2022
Bianca Berg		Appointed 23/11/2022
Clinton Shay		
Elaine King		
Hardy Derschow	Chairperson	Appointed 23/11/2022
Helen Peterson		Appointed 04/03/2023
Matthew Abrahamson		
Nikkeeta Dorizzi		Appointed 23/11/2022
Robyn Kelly		Resigned 23/11/2022
Troy Little		Resigned 23/11/2022

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated.

Principal activities and significant changes in nature of activities

Yugunga-Nya Native Title Aboriginal Corporation RNTBC ICN 9509 (YN PBC) holds on trust the native title rights and interests of the Yugunga-Nya People. The corporation is responsible for delivering core governance and operational activities, fulfills obligations under mining agreements and Indigenous Land Use Agreements, implements programs to benefit Yugunga-Nya People, protects and preserves Yugunga-Nya land and heritage, and creates pathways for economic empowerment through employment, training, and business opportunities.

YN PBC is registered with the Office of the Registrar of Indigenous Corporations (ORIC) and is currently based in Perth.

YN PBC is a Registered Native Title Body Corporate and is responsible for performing the functions defined for such bodies under the Native Title Act 1993 and related Regulations.

YN PBC is registered with the Australian Charities and Not-for-profits Commission (ACNC) since 1 July 2022.

YN PBC is a public benevolent institution and is therefore exempt from income tax under the Income Tax Assessment Act 1997.

There were no significant changes in the nature of Yugunga-Nya Native Title Aboriginal Corporation RNTBC's principal activities during the financial year.

Operating result

The surplus of the Corporation for the financial year amounted to \$ 218,727 (2022: \$ 124,913).

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Directors' Report

For the Year Ended 30 June 2023

Meetings of directors

During the financial year, 8 meetings of directors (including AGM) were held. Attendances by each director during the year were as follows:

	Directors' Meetings	
	Number eligible to attend	Number attended
Annette Newman	4	4
Bianca Berg	4	4
Clinton Shay	8	3
Elaine King	8	6
Hardy Derschow	7	7
Helen Peterson	2	2
Matthew Abrahamson	8	7
Nikkeeta Dorizzi	4	4
Robyn Kelly	4	3
Troy Little	4	4

Indemnification and insurance of officers and auditors

No indemnities have been given or insurance premiums paid, during or since the end of the financial year, for any person who is or has been an officer or auditor of Yugunga-Nya Native Title Aboriginal Corporation RNTBC.

Environmental issues

The Corporation's operations are not regulated by any significant environmental regulations under a law of the Commonwealth or of a state or territory of Australia.

Future developments and results

Likely developments in the operations of the Corporation and the expected results of those operations in future financial years have not been included in this report as the inclusion of such information is likely to result in unreasonable prejudice to the Corporation.

Events after the reporting date

No matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Corporation, the results of those operations or the state of affairs of the Corporation in future financial years.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Directors' Report

For the Year Ended 30 June 2023

Auditors independence declaration

The lead auditors independence declaration for the year ended 30 June 2023 has been received and can be found on page 4 of the financial report.

Signed in accordance with a resolution of the Board of Directors:



Director:
Hardy Derschow



Director:
Matthew Abrahamson

Dated this18..... day ofOCTOBER..... 2023

**AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 339-50 OF THE
CORPORATIONS (ABORIGINAL AND TORRES STRAIT ISLANDER) ACT 2006
TO THE DIRECTORS OF YUGUNGA-NYA NATIVE TITLE ABORIGINAL CORPORATION RNTBC**

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2023 there have been:

- (i) no contraventions of the auditor independence requirements as set out in the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* in relation to the audit, and
- (ii) no contraventions of any applicable code of professional conduct in relation to the audit.

DRY KIRKNESS (AUDIT) PTY LTD



B ROTHMAN
Director

Dated: 10th October 2023
West Perth
Western Australia

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Statement of Profit or Loss and Other Comprehensive Income

For the Year Ended 30 June 2023

		2023	2022
	Note	\$	\$
Revenue	4	1,819,849	367,403
Employee benefits expense		(605,277)	(80,646)
Depreciation and amortisation expense		(52,332)	(715)
Heritage program		(350,368)	-
Negotiation program		(153,725)	-
Ranger program		(79,336)	-
Consulting and legal expenses		(124,382)	(121,817)
Other expenses		(230,545)	(39,312)
Finance expenses		(5,157)	-
Surplus before income tax		218,727	124,913
Income tax expense	3(b)	-	-
Surplus for the year		218,727	124,913
Other comprehensive income			
Other comprehensive income for the year		-	-
Total comprehensive income for the year		218,727	124,913

The accompanying notes form part of these financial statements.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Statement of Financial Position

As At 30 June 2023

	Note	2023 \$	2022 \$
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	5	344,807	113,796
Trade and other receivables	6	113,678	5,900
Other assets	8	4,350	27,675
TOTAL CURRENT ASSETS		<u>462,835</u>	<u>147,371</u>
NON-CURRENT ASSETS			
Property, plant and equipment	7	23,451	4,856
Right-of-use assets	9	90,852	122,548
TOTAL NON-CURRENT ASSETS		<u>114,303</u>	<u>127,404</u>
TOTAL ASSETS		<u>577,138</u>	<u>274,775</u>
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	10	131,723	27,314
Lease liabilities	9	46,586	37,834
Employee benefits	11	6,540	-
TOTAL CURRENT LIABILITIES		<u>184,849</u>	<u>65,148</u>
NON-CURRENT LIABILITIES			
Lease liabilities	9	48,649	84,714
TOTAL NON-CURRENT LIABILITIES		<u>48,649</u>	<u>84,714</u>
TOTAL LIABILITIES		<u>233,498</u>	<u>149,862</u>
NET ASSETS		<u>343,640</u>	<u>124,913</u>
EQUITY			
Retained surplus		<u>343,640</u>	<u>124,913</u>
TOTAL EQUITY		<u>343,640</u>	<u>124,913</u>

The accompanying notes form part of these financial statements.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Statement of Changes in Equity

For the Year Ended 30 June 2023

2023

	Retained Surplus	Total
	\$	\$
Balance at 1 July 2022	124,913	124,913
Surplus attributable to members of the corporation	218,727	218,727
Balance at 30 June 2023	343,640	343,640

2022

	Retained Surplus	Total
	\$	\$
Balance at 1 July 2021	-	-
Surplus attributable to members of the corporation	124,913	124,913
Balance at 30 June 2022	124,913	124,913

The accompanying notes form part of these financial statements.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Statement of Cash Flows For the Year Ended 30 June 2023

	2023	2022
Note	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES:		
Receipts from customers	1,804,056	367,403
Payments to suppliers and employees	(1,501,344)	(248,036)
Interest expense on lease liabilities	(5,157)	-
Net cash provided by operating activities	17 <u>297,555</u>	<u>119,367</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property, plant and equipment	(25,502)	(5,571)
Net cash used in investing activities	<u>(25,502)</u>	<u>(5,571)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Repayment of lease liabilities	(41,042)	-
Net cash used in financing activities	<u>(41,042)</u>	<u>-</u>
Net increase in cash and cash equivalents held	231,011	113,796
Cash and cash equivalents at beginning of year	<u>113,796</u>	<u>-</u>
Cash and cash equivalents at end of financial year	5 <u><u>344,807</u></u>	<u><u>113,796</u></u>

The accompanying notes form part of these financial statements.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

The financial report covers Yugunga-Nya Native Title Aboriginal Corporation RNTBC as an individual entity. Yugunga-Nya Native Title Aboriginal Corporation RNTBC is a Corporation, incorporated and domiciled in Australia.

The functional and presentation currency of Yugunga-Nya Native Title Aboriginal Corporation RNTBC is Australian dollars.

The financial report was authorised for issue by the Directors on 10 October 2023.

Comparatives are consistent with prior years, unless otherwise stated.

1 Basis of Preparation

The financial statements are general purpose financial statements that have been prepared in accordance with the Australian Accounting Standards - Simplified Disclosures, *Australian Charities and Not-for-profits Commission Act 2012* and the *Corporations (Aboriginal and Torres Strait Islander) Act 2006*. They comply with the recognition and measurement requirements of Australian Accounting Standards, their presentation requirements as modified by AASB 1060 *General Purpose Financial Statements - Simplified Disclosures for For-Profit and Not-for-Profit Tier 2 Entities*, and the disclosure requirements of AASB 1060.

The financial statements have been prepared on an accruals basis and are based on historical costs modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

Significant accounting policies adopted in the preparation of these financial statements are presented below and are consistent with prior reporting periods unless otherwise stated.

2 Change in Accounting Policy

The Corporation has adopted:

- AASB 1060 *General Purpose Financial Statements - Simplified Disclosures for For-Profit and Not-for-Profit Tier 2 Entities*;
- Revised Conceptual Framework for Financial Reporting

for the first time in these financial statements. These standards update the mandatory presentation and disclosures to be made in a general purpose financial report for Tier 2 reporting entities.

Apart from the change in presentation and disclosure requirements, the adoption of AASB 1060 has had no material impact on the Corporation and there is no change to the recognition and measurement applied in the statements of financial position, profit or loss and other comprehensive income and cash flows of the Corporation because the previous financial statements complied with Australian Accounting Standards.

The Corporation has adopted all of the other new, revised or amended accounting standards and interpretations issued by the Australian Accounting Standards Board that are mandatory for the current reporting period.

The adoption of these Accounting Standards and Interpretations did not have any material impact on the financial performance or position of the Corporation in either the current or prior financial reporting periods.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

3 Summary of Significant Accounting Policies

(a) Revenue and other income

Revenue from contracts with customers

The Corporation has applied AASB 15 *Revenue from Contracts with Customers* ("AASB 15") and AASB 1058 *Income of Not-for-Profit Entities* ("AASB 1058").

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the corporation expects to be entitled in exchange for those goods or services. Revenue is recognised by applying a five-step model as follows:

1. Identify the contract with the customer
2. Identify the performance obligations
3. Determine the transaction price
4. Allocate the transaction price to the performance obligations
5. Recognise revenue as and when control of the performance obligations is transferred

The revenue recognition policies for the principal revenue streams of the Corporation are:

Native title income

Native title income is recognised over time when the given performance obligation in the respective agreement is met.

Operating grants

When the corporation receives operating grant revenue from funding providers, it assesses whether the contract is enforceable and has sufficiently specific performance obligations in accordance to AASB 15.

When both these conditions are satisfied, the corporation:

- identifies each performance obligation relating to the grant;
- recognises a contract liability for its obligations under the agreement; and
- recognises revenue as it satisfies its performance obligations.

If a contract liability is recognised as a related amount above, the corporation recognises income in profit or loss when or as it satisfies its obligations under the contract.

Rendering of services

Revenue in relation to rendering of services is recognised at a point in time when the given performance obligation is met, that is, when clients receive and consume the benefits of the services as the Corporation provides them, the revenue recognition model is based on the time elapsed output method.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

3 Summary of Significant Accounting Policies (Continued)

(a) Revenue and other income (Continued)

A receivable in relation to these services is recognised when a bill has been issued, as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

Donations

Donations collected, including cash and goods for resale, are recognised as revenue when the Corporation gains control of the asset.

Other income

Other income is recognised on an accruals basis when the Corporation is entitled to it.

(b) Income tax

The Corporation is exempt from income tax under Division 50 of the *Income Tax Assessment Act 1997*.

(c) Goods and services tax (GST)

Revenue, expenses and assets are recognised net of the amount of goods and services tax (GST), except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).

Receivables and payable are stated inclusive of GST.

Cash flows in the statement of cash flows are included on a gross basis and the GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified as operating cash flows.

(d) Property, plant and equipment

Each class of property, plant and equipment is carried at cost or fair value less, where applicable, any accumulated depreciation and impairment.

Plant and equipment

Plant and equipment are measured using the cost model.

Depreciation

Property, plant and equipment is depreciated on a straight-line basis over the asset's useful life to the Corporation, commencing when the asset is ready for use.

The depreciation rates used for each class of depreciable asset are shown below:

Fixed asset class	Depreciation rate
Plant and Equipment	12.5% - 25%

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

3 Summary of Significant Accounting Policies (Continued)

(d) Property, plant and equipment (Continued)

At the end of each annual reporting period, the depreciation method, useful life and residual value of each asset is reviewed. Any revisions are accounted for prospectively as a change in estimate.

(e) Financial instruments

Financial instruments are recognised initially on the date that the Corporation becomes party to the contractual provisions of the instrument.

On initial recognition, all financial instruments are measured at fair value plus transaction costs (except for instruments measured at fair value through profit or loss where transaction costs are expensed as incurred).

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification

On initial recognition, the Corporation classifies its financial assets into the following categories, those measured at:

- amortised cost
- fair value through profit or loss - FVTPL
- fair value through other comprehensive income - equity instrument (FVOCI - equity)
- fair value through other comprehensive income - debt investments (FVOCI - debt)

Financial assets are not reclassified subsequent to their initial recognition unless the Corporation changes its business model for managing financial assets.

Amortised cost

The Corporation's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the statement of financial position.

Subsequent to initial recognition, these assets are carried at amortised cost using the effective interest rate method less provision for impairment.

Financial liabilities

The Corporation measures all financial liabilities initially at fair value less transaction costs, subsequently financial liabilities are measured at amortised cost using the effective interest rate method.

The financial liabilities of the Corporation comprise trade payables, bank and other loans and lease liabilities.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

3 Summary of Significant Accounting Policies (Continued)

(f) Cash and cash equivalents

Cash and cash equivalents comprises cash on hand, demand deposits and short-term investments which are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

(g) Leases

At inception of a contract, the Corporation assesses whether a lease exists.

Lessee accounting

The non-lease components included in the lease agreement have been separated and are recognised as an expense as incurred.

At the lease commencement, the Corporation recognises a right-of-use asset and associated lease liability for the lease term. The lease term includes extension periods where the Corporation believes it is reasonably certain that the option will be exercised.

The right-of-use asset is measured using the cost model where cost on initial recognition comprises of the lease liability, initial direct costs, prepaid lease payments, estimated cost of removal and restoration less any lease incentives received.

The right-of-use asset is depreciated over the lease term on a straight line basis and assessed for impairment in accordance with the impairment of assets accounting policy.

The lease liability is initially measured at the present value of the remaining lease payments at the commencement of the lease. The discount rate is the rate implicit in the lease, however where this cannot be readily determined then the Corporation's incremental borrowing rate is used.

Subsequent to initial recognition, the lease liability is measured at amortised cost using the effective interest rate method. The lease liability is remeasured whether there is a lease modification, change in estimate of the lease term or index upon which the lease payments are based (e.g. CPI) or a change in the Corporation's assessment of lease term.

Where the lease liability is remeasured, the right-of-use asset is adjusted to reflect the remeasurement or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Exceptions to lease accounting

The Corporation has elected to apply the exceptions to lease accounting for both short-term leases (i.e. leases with a term of less than or equal to 12 months) and leases of low-value assets. The Corporation recognises the payments associated with these leases as an expense on a straight-line basis over the lease term.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

3 Summary of Significant Accounting Policies (Continued)

(h) Employee benefits

Provision is made for the Corporation's liability for employee benefits, those benefits that are expected to be wholly settled within one year have been measured at the amounts expected to be paid when the liability is settled.

Defined contribution schemes

Obligations for contributions to defined contribution superannuation plans are recognised as an employee benefit expense in profit or loss in the periods in which services are provided by employees.

(i) Economic dependence

Yugunga-Nya Native Title Aboriginal Corporation RNTBC is dependent on the Yugunga-Nya People's Trust for the majority of its revenue used to operate the business. At the date of this report the directors have no reason to believe the Yugunga-Nya People's Trust will not continue to support Yugunga-Nya Native Title Aboriginal Corporation RNTBC.

4 Other Revenue and Income

Revenue from continuing operations

	2023	2022
Note	\$	\$
- Contributions - Yugunga-Nya People's Trust	900,000	367,403
- Ranger program grant	92,527	-
- Heritage survey income	433,649	-
- Mining agreement minor fees	11,043	-
- Negotiation and meeting recoveries	382,630	-
	<u>1,819,849</u>	<u>367,403</u>

5 Cash and Cash Equivalents

Cash at bank and in hand	344,807	113,796
	<u>344,807</u>	<u>113,796</u>

6 Trade and Other Receivables

CURRENT		
Trade receivables	107,778	-
Deposits	5,900	5,900
	<u>113,678</u>	<u>5,900</u>

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

7 Property, Plant and Equipment

	2023	2022
	\$	\$
PLANT AND EQUIPMENT		
At cost	31,073	5,571
Accumulated depreciation	(7,622)	(715)
Total property, plant and equipment	23,451	4,856

(a) Movements in carrying amounts

Movement in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year:

	Plant and Equipment	Total
	\$	\$
Year ended 30 June 2023		
Balance at the beginning of year	4,856	4,856
Additions	25,502	25,502
Depreciation expense	(6,907)	(6,907)
Balance at the end of the year	23,451	23,451

8 Other Assets

	2023	2022
	\$	\$
CURRENT		
Prepayments	4,350	27,675
	4,350	27,675

9 Leases

Corporation as a lessee

The Corporation has leases over a range of assets including office and car bays.

Right-of-use assets

	Buildings	Total
	\$	\$
Year ended 30 June 2023		
Balance at beginning of year	122,548	122,548
Depreciation charge	(45,425)	(45,425)
Increment in right-of-use assets due to changes in lease liability	13,729	13,729
Balance at end of year	90,852	90,852

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

9 Leases (Continued)

Lease liabilities

The maturity analysis of lease liabilities based on contractual undiscounted cash flows is shown in the table below:

	< 1 year	1 - 5 years	> 5 years	Total undiscounted lease liabilities	Lease liabilities included in this Statement Of Financial Position
	\$	\$	\$	\$	\$
2023					
Lease liabilities	49,800	49,800	-	99,600	95,235

Statement of Profit or Loss and Other Comprehensive Income

The amounts recognised in the statement of profit or loss and other comprehensive income relating to interest expense on lease liabilities and short-term leases or leases of low value assets are shown below:

	Note	2023 \$	2022 \$
Interest expense on lease liabilities		5,157	-
Depreciation - buildings		45,426	-
		<u>50,583</u>	<u>-</u>

10 Trade and Other Payables

CURRENT

Trade payables	12	7,945	19,503
BAS payable		14,044	(1,570)
Employee benefits	12	22,319	4,988
Sundry payables and accrued expenses	12	87,415	4,393
		<u>131,723</u>	<u>27,314</u>

Trade and other payables are unsecured, non-interest bearing and are normally settled within 30 days. The carrying value of trade and other payables is considered a reasonable approximation of fair value due to the short-term nature of the balances.

11 Employee Benefits

CURRENT

Annual leave		6,540	-
		<u>6,540</u>	<u>-</u>

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

12 Financial Risk Management

	Note	2023 \$	2022 \$
Financial assets			
Held at amortised cost			
Cash and cash equivalents	5	344,807	113,796
Trade and other receivables	6	113,678	5,900
Total financial assets		458,485	119,696
Financial liabilities			
Financial liabilities at amortised cost			
Trade and other payables	10	117,679	28,884
Lease liabilities	9	95,235	122,548
Total financial liabilities		212,914	151,432

13 Key Management Personnel Disclosures

The remuneration paid to key management personnel of the Corporation is \$ 519,987 (2022: \$ 27,186). This includes all money paid to Directors such as annual salary, superannuation, negotiation meeting sitting fees, recruitment interviews, training days, travel allowances and corporation expense reimbursements. This also includes the CEO annual salary, superannuation, travel allowances and corporation expense reimbursements.

14 Auditors' Remuneration

	2023 \$	2022 \$
Remuneration of the auditor, Dry Kirkness (last year: Total Audit Services), for:		
- auditing or reviewing the financial statements	5,000	1,800
Total	5,000	1,800

15 Contingencies

In the opinion of the Directors, the Corporation did not have any contingencies at 30 June 2023 (30 June 2022:None).

16 Related Parties

(a) The Corporation's main related parties are as follows:

Key management personnel - refer to Note 13.

Other related parties include close family members of key management personnel and entities that are controlled or significantly influenced by those key management personnel or their close family members.

(b) Transactions with related parties

Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Notes to the Financial Statements

For the Year Ended 30 June 2023

17 Cash Flow Information

(a) Reconciliation of result for the year to cash flows from operating activities

Reconciliation of net surplus to net cash provided by operating activities:

	2023	2022
	\$	\$
Surplus for the year	218,727	124,913
Cash flows excluded from surplus attributable to operating activities		
Non-cash flows in surplus:		
Depreciation and amortisation expense	52,332	715
Changes in assets and liabilities:		
- (increase)/decrease in trade and other receivables	(68,839)	(33,575)
- increase/(decrease) in trade and other payables	88,795	27,314
- increase/(decrease) in employee benefits	6,540	-
Cash flows from operations	<u>297,555</u>	<u>119,367</u>

18 Events Occurring After the Reporting Date

The financial report was authorised for issue on 10 October 2023 by the board of directors.

No matters or circumstances have arisen since the end of the financial year which significantly affected or may significantly affect the operations of the Corporation, the results of those operations, or the state of affairs of the Corporation in future financial years.

19 Statutory Information

The registered office and principal place of business of the corporation is:

Yugunga-Nya Native Title Aboriginal Corporation RNTBC
Level 1
53 Burswood Road
BURSWOOD WA 6100

Yugunga-Nya Native Title Aboriginal Corporation RNTBC

ABN 87 686 710 813

Responsible Persons' Declaration

The directors of the Corporation declare that:

1. The financial statements and notes, as set out on pages 5 to 18, are in accordance with the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* and:
 - a. comply with Australian Accounting Standards - Simplified Disclosure Standard; and
 - b. give a true and fair view of the financial position as at 30 June 2023 and of the performance for the year ended on that date of the Corporation.
2. In the directors' opinion, there are reasonable grounds to believe that the Corporation will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

Director 

Director 

Dated this 10th day of OCTOBER 2023

INDEPENDENT AUDITOR'S REPORT

To the members of Yugunga-Nya Native Title Aboriginal Corporation RNTBC

Opinion

We have audited the financial report of Yugunga-Nya Native Title Aboriginal Corporation RNTBC ("the Corporation"), which comprises the statement of financial position as at 30 June 2023, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of Yugunga-Nya Native Title Aboriginal Corporation RNTBC, is in accordance with the *Corporations (Aboriginal and Torres Strait Islander) Act 2006*, including:

- (a) giving a true and fair view of the Corporation's financial position as at 30 June 2023 and of its financial performance and its cash flows for the year then ended; and
- (b) complying with Australian Accounting Standards – Simplified Disclosures and the *Corporations (Aboriginal and Torres Strait Islander) Regulations 2017*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Corporation in accordance with the auditor independence requirements of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Report and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the directors' report for the year ended 30 June 2023 but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent

with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Corporation are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards – Simplified Disclosures, the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Corporation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Corporation or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty

exists related to events or conditions that may cast significant doubt on the Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Corporation to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

DRY KIRKNESS (AUDIT) PTY LTD



B ROTHMAN
Director

Date: 10th October 2023
West Perth
Western Australia

Yugunga-Nya Peoples Trust



Agenda



- Trust (YNCT) AGM opened on 7th December 2023, continued on the 9th December in Meekatharra and 17th January 2024
- Compliance with the Yugunga-Nya Native Title Aboriginal Corporation RNTBC (YN-RNTBC) Rule Book
- Compliance with the Yugunga-Nya Peoples Charitable Trust (YN CT) Trust Deed
- Questions



YN-RNTBC Rule Book



- Consider Member Resolutions (7.6.2)
- Opportunity for the trustee to ask questions of the Corporations Management (7.13.2)
- Opportunity for the trustee to ask the Corporations Auditors Questions (7.13.3)
- Confirm the Corporations Annual Plan was made available to the Trustee (16.1 (d))
- Confirm the Auditors annual report has been made available (19.4)



YN-CT Trust Deed

- Compliance with Trust Distributions (\$900,000 in the 2023 financial year \$1,200,000 (budgeted) for 2024 financial year)

- (a) Corporation must provide the Trustee with an annual report
- (b) detail projects funded by the trust
- (c) confirm the funds have been utilised to advance the trusts objects
- (d) Statement confirming consistency in use of trust funds against the Corporations Budget
- (e) Provide the trustee with financial statements for the previous financial year

Questions

For further information please contact

Phillip Williams
Managing Director – FAS
Phil@fasperth.com.au
Mobile 04 3339 8611

YN PBC OPERATIONS UPDATE

Please refer to the 2023 Annual Report for more details

Board of Directors



YN PBC Logo



Website



Strategic Goals and Plan



Ranger Program Plan DBCA Grant \$92,527



Meetings

Between 1 July 2022 and 30 June 2023,
YN PBC held the following meetings:



YN PBC OPERATIONS UPDATE

Please refer to the 2023 Annual Report for more details

Member Communications

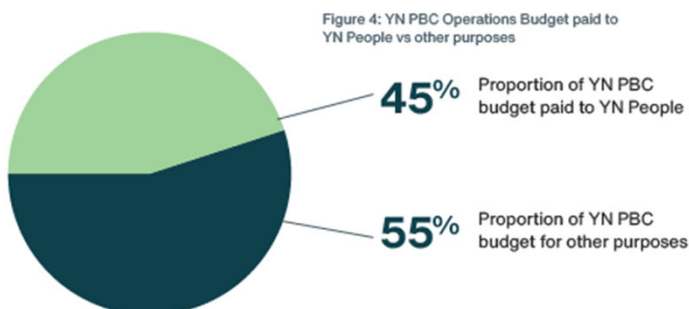
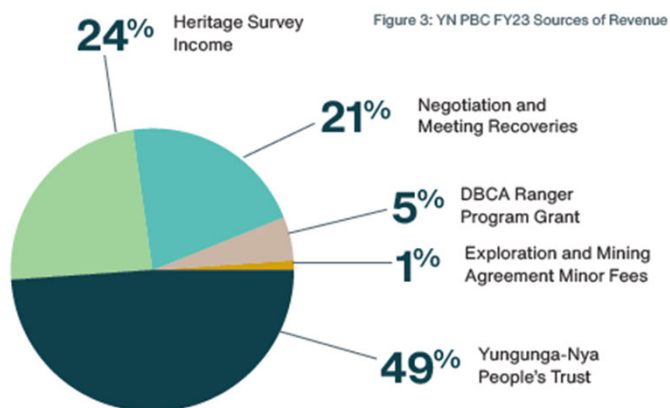


Heritage Surveys

Proponent	Area	Scope	Duration Month-Year
Main Roads WA	Great Northern Highway SLK 285 – 114km from Meeka	Combined: Archaeological & Ethnographic Survey Maintenance pits 0.9km ²	2 days August 2022
Westgold Big Bell Operations	Tuckabianna Solar Farm	Combined: Archaeological & Ethnographic Survey	1 day September 2022
Musgrave Minerals	MGV Area 1 to 5 - Cue	Combined: Archaeological & Ethnographic Survey Drilling exploration program	1 day November 2022
Northwest Minerals	Marymia E52/2394 I	Combined: Archaeological & Ethnographic Survey Drilling exploration program 3.6km x 20m wide	1 day December 2022
Technology Metals Australia	Gabarintha Borefield Corridor	Combined: Archaeological & Ethnographic Survey	2 days December 2022
Vocus	Meeka / Cue / Lake Nallan CEV's infrastructures x 5 areas	Combined: Archaeological & Ethnographic Survey Site evaluation / Impact assessment	3 days February 2023
Australian Vanadium Limited	Proposed Mine project area	Combined: Archaeological & Ethnographic Survey Drill tacks and pads	5 days March 2023
Technology Metals Australia	Murchison Gabarintha Vanadium Project	Community briefing, project overview and introduction to cultural heritage management plan and environmental impact social surrounds process	1 day March 2023
APA Group	Gabarintha Gas Pipeline	Community briefing and feedback meeting	1 day May 2023
Vocus	160km length of Great Northern Highway	Ethnographic assessment Revision of March 2022 survey Recommendations	2 days June 2023
Technology Metals Australia	Murchison Gabarintha Vanadium Project	Cultural Heritage Management Plan and Environmental Social Surrounds familiarisation trip	1 day June 2023

Clean Financial Audit

Summary of FY23 Financial information



The above chart shows that 45% of the operations budget was paid to Yungunga-Nya People through meetings, heritage surveys, travel allowances, salaries, delivery of services etc.

Future Act Matters

Activity	Live	Pending	Total
Mining	194	12	206
Exploration	266	86	352
Miscellaneous	72	14	86
Prospecting	254	53	307
Retention	1	0	1
General Purpose	9	3	12
TOTAL	796	168	964