Australian Government

Office of the Registrar of Indigenous Corporations

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Woden ACT 2606

PO Box 2029
Woden ACT 2606

ABN 36 342 015 855

ORIC ref: ICN 4207
Contact officer: [redacted]
Contact phone: (02) 6219 7705

6 April 2010

The Directors
Western Desert Lands Aboriginal
Corporation (Jamukurnu-Yapalikunu) RNTBC
PO Box 331
WEST PERTH WA 6872

Dear Directors

Subject: Compliance notice under Section 439-20 of the *Corporations (Aboriginal and Torres Strait Islanders) Act 2006*

As you are aware, an examination of the affairs of Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC (the corporation), under section 453-1 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (the Act), was recently undertaken by duly authorised officers (Mr Eamonn Thackaberry and Ms Catherine Albert) from the Queensland based firm of Chalgrove Projects Pty Ltd (the examiners).

Redacted

The main findings are that:

- the register of members and register of former members is not maintained in accordance with the requirements of the Act and the rules of the corporation;
- the directors have not acted with full care and diligence in managing and controlling the affairs of the corporation;
- the corporation has failed to maintain comprehensive financial records of the full range of activities under its control; and
- the corporation has failed to maintain proper control over expenditure, revenue and assets of the corporation.

Given these findings, I have decided to issue the corporation under section 439-20 of the Act. The notice is attached, the first part of the notice sets outs the instances of non-compliance and the second part sets out the action that the directors are required to take and the timeframes to complete the action.

Redacted

Directors' remuneration

Redacted

Rule 12.3(a) of the corporation's current rules provides that directors are not to be paid remuneration. Section 252-1 of the Act indicates that:

a) remuneration can only be paid if the corporation's constitution has rules which allow payment of remuneration; and
b) if it is permitted, the remuneration is to be determined by resolution in general meeting.

In order to pay directors remuneration the corporation rules must be changed, approved in a general meeting and provided to ORIC for approval. The remuneration should then be determined by the corporation by resolution in general meeting.

Redacted

Directors Minutes

Redacted

Clearly documented minutes are an essential tool for good governance. They allow transparency of decision making and can legally protect a corporation. The corporation should ensure the minutes clearly record who has voted on proposals.

Employee Contracts

Redacted

Record keeping is a key element of good governance. It ensures that there is a clear record of decisions made and avoids potential complaints or issues raised, in this case, by employees. This documentation should be maintained on an employee's file.

2008-09 Audit Management Letter

The examiner reported that the auditor's management letter for the 2008-09 financial year lists a significant number of observations in relation to the financial control of the corporation. A number of concerns have been addressed by the corporation however the significant risks appear not to have been addressed. These risks are lack of management reporting, online banking access and budgeting.

Redacted

2008-09 Asset Write-Off

The 2008-09 audited financial statements report a motor vehicle asset write-off of $629,730. Note one to the financial statements indicates that the assets were written off due to being unlicensed and the location of the vehicles unknown.

Redacted

Redacted

Indigenous Energy Pty Ltd

Redacted

I look forward to your response, in due course and within the specified time limits, in relation to the various matters raised in this notice.

Should you wish to discuss the notice or the content of this letter, or you are unsure how to respond, please contact either myself or Ms Caterina Mangeruca on 1800 622 431.

Yours sincerely

[redacted]

Delegate of the Registrar

Australian Government

Office of the Registrar of Aboriginal and Torres Strait Islander Corporations

ICN: 4207

NOTICE UNDER SECTION 439-20 OF THE CORPORATIONS (ABORIGINAL AND TORRES STRAIT ISLANDER) ACT 2006

The Directors
Western Desert Lands Aboriginal
Corporation (Jamukurnu-Yapalikunu) RNTBC
PO Box 331
WEST PERTH WA 6872

TAKE NOTICE that I, Peter Armstrong, Delegate of the Registrar of Aboriginal and Torres Strait Islander Corporations, suspect on reasonable grounds that Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC (the corporation) (ICN: 4207) has not complied with provisions of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (the Act), and/or the former Rules dated 17 April 2003 and the current Rules dated 18 June 2009 of the corporation, namely:

A. Contrary to sections 180-1(1), 180-5(1)(b), 180-10(1) and 180-15(1)(b) and (c) of the Act, former Rule 31 and current Rules 7.2 and 7.3 the corporation does not properly maintain a register of members or a register of former members.

- the register of members and register of former members do not record addresses for some members and other members addresses are incomplete.
- the register of former members does not include the date on which the individual stopped being a member.

B. Contrary to section 144-5 of the Act and current Rule 6.2.3 the corporation has approved applications for membership without obtaining a written application form.

- a written application for one member admitted on 29 July 2009 was not in the corporations records.

C. Contrary to section 144-10(8) of the Act and current Rule 6.2.5(b), new members were admitted after the notice was provided for the annual general meeting (AGM) for the year ended 30 June 2009.

- Sharma George, Richard Owen Laurel, Desmond Laurel, Kelton Surprise and Barbara Gardiner were recorded as members on the register of members on 8 September 2009.

  Note: the AGM for the year ended 30 June 2009 was held on 22-23 September 2009.

  Note: current Rule 8.4.1 requires 21 days notice is provided to members.

D. Contrary to section 201-1 of the Act and former Rule 32.5 of the corporation, the place, date and hour of every general meeting was not determined by the directors at a directors' meeting.

- The examiner reported there was no evidence in the minutes of directors' meetings provided to the examiner to verify that the directors determined the place, date and hour of the AGMs for the years ended 30 June 2007 and 30 June 2008.

E. Contrary to 201-160 of the Act and current Rule 8.1.3(d) the business of the AGM held on 22-23 September 2009 was not conducted in accordance with the Rules.

- the minutes do not record the appointment and remuneration of an auditor.

F. Contrary to section 246-1(3) of the Act, current Rule 10.3.1(a)(i) and former Rule 13 ineligible directors were appointed.

- the examiner reported that Paul Thomas and Emily Jadai were appointed as directors at the AGM held on 22-23 September 2009 however they are not listed as members of the register of members.

- the examiner also reported that Heather Charles was appointed as director at the AGM held on 23-25 October 2007. Heather Charles is not listed as a member on the register of members or as a former member on the register of former members.

G. Contrary to current Rule 12.3(a) the directors are paid remuneration.

- the examiner reported that the chairperson and deputy chairperson are paid remuneration.

Note: the remuneration agreement specifically states that it does not create an employer/employee relationship.

H. Contrary to section 246-10(1) of the Act and current Rule 10.3.2 written consent to act as director was not obtained from all directors elected at the AGM held on 22-23 September 2009.

- the examiner reported that written consent to act as director has not been obtained from Vincent Thomas, Debra Thomas, Anthony Gibbs, Nyamaru Bidu, Emily Jadai and Billy Landy.
- the examiner noted that one consent form was marked 'X'.

I. Contrary to sections 268-1(4) and 268-10(2) of the Act and former rule 18, directors have failed to disclose material personal interests at directors meetings.

- the minutes for the directors' meeting held on 19 March 2009 record a resolution that the chairperson, deputy chairperson and Teddy Biljabu were to be provided with a vehicle each. The chair, deputy chair and Mr Biljabu were present at this meeting, however the minutes do not record any declaration of interest and they do not record that the relevant directors left the meeting during the discussion.

J. Contrary to section 284-1 of the Act and current Rule 12.6, the members of the corporation did not approve financial benefits made to directors.

- the directors minutes for the meeting held on 19 March 2009 record a resolution that the chairperson, deputy chairperson and Teddy Biljabu are to be provided with a vehicle.
- there is no record that these benefits were approved by members at a general meeting

K. Contrary to former Rule 19.1 the directors' have not met at for business at least once every three months.

- the directors did not meet between 23 October 2007 and 12 March 2008.
- the directors did not meet between 23 May 2008 and 27 October 2008.

- the directors did not meet between 28 October 2008 and 17 March 2009

L. Contrary to section 265-1 of the Act, former Rule 17(a) and current Rule 11.1(a)(i), the directors have not acted with full care and diligence in managing and controlling the affairs of the corporation.

The examiner reported:

- the directors do not receive financial reports at directors' meetings, and do not appear to be actively monitoring the financial affairs and management of the corporation.

- the corporation does not have any formal written accounting policies and procedures.

- the 2008-09 auditor's management letter indicated that the corporation has no regular management reporting and issues identified during the audit would have been identified and corrected with regular management reporting.

- the directors do not ensure that proper processes and controls are implemented to minimise risks to the assets of the corporation.

- the 2008-09 auditor's management letter revealed that the corporation has no budgeting procedure or approved budget for the 2009-10 financial year.

M. Contrary to section 322-10(1) of the Act, former Rules 43.1, 43.2 and current Rule 18.4.1 the corporation has failed to maintain adequate financial records.

The examiner reported:

- financial records of transactions of the corporations trading operation Western Desert Lands Aboriginal Corporation – Kanyirinin Jukurrpa (WDLAC – KJ) since 1 July 2009 were not up to date.

- accounting functions (i.e. BAS, journal entries, asset register etc) is not performed on a regular basis.

- some files are disorganised and records missing.

Note: The **examiner** was informed that the ongoing operations of WDLAC – KJ had transferred to a new incorporated entity Kalyuku Ninti-Puntuku Ngurra Ltd trading as Kanyirninpa Jukurrpa however at the date of the examination transactions were processed through WDLAC-KJ as financial control had not been transferred from the corporation.

N. Contrary to section 322-10(1) of the Act, former Rule 41.2 and current Rule 20(b), the corporation has failed to maintain proper control over the payment of monies.

- cheques, withdrawals and electronic funds transfers (EFT) are not signed by the required number of directors and delegation was not in line with the corporation rules.

- purchase orders are used for some purchases however they contained no formal approval or signatures. The examiner was informed they are either approved verbally or by email.

- the examiner noted that supporting documentation for a number of EFT transactions was not sufficient to support payments made.

- the 2008-09 auditor's management letter notes that key documents such as invoices, external statements and funds transfers were either non-existent or misplaced.

- the 2008-09 auditor's management letter reported that there was a lack of segregation of duties for the internet banking facility. The auditor indicated that the internet banking facility was operated only by Chief Executive Officer. Further, this letter also indentified instances of double payments of creditors.

O. Contrary to section 322-10(1) of the Act, former Rule 41.4 and current Rule 20(d), the corporation has failed to maintain proper control over the receipt of monies.

- Official receipts are not issued for all money received by the corporation.

P. Contrary to section 322-10(1) and current Rule 18.4.1(a) the corporation has failed to maintain proper control over the assets of the corporation.

- the examiner reported that financial records which adequately identify the assets of the corporation are not maintained. The asset register for the year ended 30 June 2009 does not include all major asset acquisitions or disposals since 1 July 2008.

- the examiner was informed that two bank accounts used for WDLAC – KJ have not been reconciled since 30 June 2009.

- The examiner also reported that one vehicle (2006 Nissan Patrol) on the asset register was uninsured.

Q. Contrary to section 257-15(1) the secretary did not provide the corporation with a written consent.

R. Contrary to section 304-5(1) the corporation did not notify the Registrar of the personal details of the secretary within 28 days after the appointment.

Under Section 439-20 of the Act and for the purpose of complying with the Act and the Rules of the corporation and rectifying the irregularities in the financial affairs of the corporation, **I require** the directors to take the following action:

1. To comply with Sections 180-1(1), 180-5(1)(b), 180-10(1) and 180-15(1)(b) and (c) of the Act the directors must maintain:

(i) A register of members which contains:

- the members' given and family name;
- the member's address; and
- the date on which the entry of the member's name in the register was made.

(ii) A register of former members if the individual stopped being a member within the last 7 years which contains:

- the members' given and family name;
- the member's address; and
- the date on which the individual stopped being a member.

Note: Under Section 180-22 of the Act, the corporation may maintain its register of members and register of former members in the one document.

2. Within 30 days of the date of this notice convene a meeting of directors to:

(i) Consider the revised register(s) of members prepared in accordance with action item 1 above and pass a resolution to the effect that the said register(s) reflects the total current and former membership of the corporation at the date of the directors meeting.

(ii) At the same meeting of directors pass the following resolutions:

"The directors have read the notice and acknowledge it contents. The directors undertake to do all things necessary to ensure that in future the corporation is governed strictly in accordance with the Act and the Rules of the corporation."

3. Ensure that resolutions of the directors passed in response to the action required by the matters set out under item 2 are recorded in the minutes of such directors meeting and that a copy of those minutes, together with a copy of the revised register(s) of current and former members, are forwarded to the Registrar within 14 days of the date of that meeting.

4. Confirm that Vincent Thomas, Debra Thomas, Anthony Gibbs, Nyamaru Bidu, Emily Jadai and Billy Landy have given written consent to act as a director by the close of business 30 April 2010.

5. Take steps to ensure the financial benefits made to directors are approved by members consistent with part 6.6 of the Act and the next general meeting. The notice and minutes for this meeting should be forwarded to the Registrar within 14 days from the date of this meeting.

6. Take steps to ensure management reporting, including variance reporting are prepared on a regular basis and are presented and approved by directors at directors meetings by the close of business 30 April 2010.

7. Take steps to develop a process for budgeting by the close of business 30 April 2010, this should include developing a procedure for the budgeting process, establishing the budget,

obtaining board approval, using the budget for variance reporting to the board and continuously reviewing the budget and amending if necessary.

8. Put policies and procedures in place by the close of business 30 May 2010 that ensure appropriate and adequate controls are in place for expenditure, revenue, assets, liabilities and core accounting and financial management functions such as BAS preparation and updating the asset register etc.

9. Develop and implement a record keeping policy and procedure by close of business 30 April 2010.

10. Take steps to ensure financial records for WDLAC – KJ, prior to financial control being transferred are up to date by close of business 30 April 2010.

11. Confirm that the secretary has given written consent to act as a secretary by close of business 30 April 2010.

12. Forward to the Registrar copies of all typed minutes of directors meetings and general meetings held by the corporation within the period of six months from the date of this notice, together with copies of any notices sent to members of such meetings. This documentation is to be forwarded to the Registrar within 14 days of the date of the meeting to which the minutes/notices relate.

The requirement to take the above action is for the purpose of complying with the Act and the Regulations made there under and/or the Rules of the corporation, and rectifying irregularities in the financial affairs of the corporation.

Dated the 6th day of April 2010

Peter Armstrong

Delegate of the Registrar of Aboriginal and
Torres Strait Islander Corporations

Note: The decision to issue this notice is a reviewable decision under the *Corporations (Aboriginal and Torres Strait Islander) Act 2006 (Cth)* and you have the right to have the decision reviewed under Part 15-4 of that legislation. Should you wish to avail yourself of that right, you will need to comply with the requirements of section 620-5 of that legislation.

FOI documents - folio 0013

Western Desert Lands
Aboriginal Corporation (ICN 4207)
Jamukurnu-Yapalikunu)

[redacted]
Delegate of the Registrar
Office of the Registrar of Indigenous Corporations
32 Corinna Street
WODEN ACT 2606

RECEIVED
- 5 MAY 2010
REGISTRAR OF
INDIGENOUS CORPORATIONS

5 May 2010

Dear [redacted]

COMPLIANCE NOTICE UNDER SECTION 439-20 OF THE *CORPORATIONS (ABORIGINAL AND TORRES STRAIT ISLANDER) ACT 2006*

We refer to your letter dated the 6th of April 2010 and the Compliance Notice of the same date.

The Board of the Western Desert Lands Corporation (Jamakurnu-Yapalinkunu) RNTBC ("WDLAC") requests an extension of time to address the matters raised in your letter and the Compliance Notice. WDLAC requests that it be granted an extension until 30 June 2010 to deal with all the matters raised in both documents.

Redacted

In addition, many of the matters requiring attention, such as the implementation of policies and procedures, requires time and resources to develop and be approved by the Board prior to their implementation.

Redacted

Should you wish to discuss this request further please do not hesitate to contact Mr Tony Wright on (08) 9486 9797.

Yours sincerely

Redacted

Redacted

[redacted]
Chairperson

Mail ID No 14692
Scanned 1/1
ICN No 4207
Job ID
Assigned to

Australian Government

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32 Corinna Street
Woden ACT 2606

PO Box 2029
Woden ACT 2606

ABN 36 342 015 855

ORIC ref: ICN: 4207
Contact officer: [redacted]
Contact phone: (02) 6219 7631

7 May 2010

[redacted]
Chairperson
Western Desert Lands Aboriginal
Corporation (Jamukurnu-Yapalikunu) RNTBC
PO Box 331
WEST PERTH WA 6872

Dear Mr Landy

Subject: Compliance Notice under Section 439-20 of the Act

Thank you for your letter dated 5 May 2010 regarding an extension of timeframe to respond to the Section 439-20 Notice dated 6 April 2010.

I have considered your request for an extension until 30 June 2010 however given the significant governance issues that have been raised in the Notice this request can not be granted. I ask that the directors address the matters within the specified time limits listed in the Notice.

I note that the current items are now overdue:

Notice

- Item 4: confirmation that the directors listed in this item have provided written consent to act as a director.
- Item 6: taking steps to ensure management reporting is in place.
- Item 7: taking steps to develop a process for budgeting.
- Item 9: develop and implement a record keeping policy and procedure.
- Item 10: taking steps to ensure financial records for WDLAC-KJ are up to date.
- Item 11: confirmation that the secretary has given written consent to act as a secretary.

Covering Letter

Redacted

Should you wish to discuss the Notice or the content of this letter, or you are unsure how to respond, please contact either myself or [redacted] on 1800 622 431.

Yours sincerely

[redacted]

Delegate of the Registrar

FOI documents - folio 0016

GON.

Western Desert Lands Aboriginal Corporation
(*Jamukurnu-Yapalinkunu*) RNTBC, ICN 4207
ABN: 37 846 306 459
11 Gordon Street West Perth WA 6005
Telephone (08) 9486 9797 | Facsimile (08) 9486 9798

FAX SHEET COVER

TO: [redacted]

62812739

FAX: (02) ~~6219 7631~~

FROM: WDLAC

DATE:

FAXED 20.05.10 2pm.

PAGES including cover sheet: 5

SUBJECT: Compliance Notice

Please find letter following.

Mail Reg 15033.

FOI documents - folio 0017

Western Desert Lands
Aboriginal Corporation ICN 7207
(Jamukurnu-Yapalikunu)

[redacted]
Delegate of the Registrar
Office of the Registrar of Indigenous Corporations
32 Corinna Street
WODEN ACT 2606

17 May 2010

Dear [redacted]

COMPLIANCE NOTICE UNDER SECTION 439-20 OF THE *CORPORATIONS (ABORIGINAL AND TORRES STRAIT ISLANDER) ACT 2006*

I refer to your letter dated the 7th of May 2010.

I am disappointed by your refusal to grant an extension of time to respond to the issues raised in the Compliance Notice.

In any event, the Western Desert Lands Aboriginal Corporation (Jamakurnu-Yapalinkunu) RNTBC ("WDLAC") is of the view that the Compliance Notice was prematurely issued by ORIC as the examination itself had not yet been completed.

At the time that the examination was being conducted, Mr [redacted] advised Mr [redacted] that he would return after the Christmas break in order to complete the examination. Mr [redacted] did not return.

Furthermore, it is standard audit practice for an "exit interview" to be conducted by the auditor in order to clarify any matters or ask any questions. This did not occur. Accordingly, there are a number of items listed in your Compliance Notice that WDLAC disputes. If the exmainers had infact returned and an exit interview conducted, WDLAC would have been able to demonstrate that these matters were non-issues.

Compliance Notice

In response to the Compliance Notice, WDLAC makes the following comments:

Item 4

Contrary to the information contained in the Compliance Notice, Redacted and Redacted have provided written consent to be a Director. These consents were provided on the 25th of November 2009.

We note that Item H of your Compliance Notice states that the "examiner noted that one consent form was marked 'X' ". This consent form was signed by Redacted . As a government department responsible for Indigenous organisations, ORIC should be aware of the fact that many Indigenous People do not read or write english and therefore it is common practice to sign documents with an "X". Raising this as an issue demonstrates that ORIC lacks cultural awareness and sensitivity.

Redacted and Redacted have now provided written consent.

FOI documents - folio 0018

Redacted provided verbal approval at the 2009 AGM to act as a Director. WDLAC has made every attempt to contact Redacted in order for him to provide written consent to act as a Director. WDLAC has been unable to contact Redacted

Item 6

WDLAC confirms that it is taking steps to ensure management reporting is in place..

Item 7

WDLAC confirms that it is taking steps to develop a process for budgeting and will be aplying those processes to its 2010/2011 financial year budgeting.

Item 9

WDLAC is developing a record keeping poilcy and procedure to be workshopped with the Board prior to implementation.

Item 10

WDLAC is taking steps to ensure financial records for WDLAC-KJ are up to date and the financial relationship will be finalised at the end of this financial year.

Item 11

WDLAC confirms that the secretary will be providing written consent to act as secretary.

Covering Letter

Disposal of Vehicles

Redacted

IEL

The members of WDLAC at a meeting held on 26-29 June 2007 agreed to enter into an agreement to engage the services of IEL.

Other matters

WDLAC also wish to make the following comments in relation to the Compliance Notice:

Item A

The Register of Former Members does not note the dates on which people cease to be members because all those people on the Register of Former Members are deceased.

It would be culturally inapprporiate for such information to be noted, published and publically available on your website. Publication of the names of deceased people is also culturally offensive to the Martu People but WDLAC are required by ORIC to do so. Furthermore, in order for WDLAC to note the dates which people become deceased, WDLAC would have to obtain this information from death certificates.

Redacted

Item F

ORIC incorrectly asserts that Redacted was not a member of WDLAC when she was appointed as a director.

Redacted has been a member of WDLAC since the Redacted and is listed under her maiden name of Redacted

ORIC incorrectly asserts that Redacted was not a member of WDLAC when she was appointed as a director.

Redacted has seen a member of WDLAC since the Redacted and is listed under her maiden name of Redacted

Item K

Redacted

On 3 May 2010 [redacted] commenced as the new WDLAC Chief Executive Officer. [redacted] will be in Canberra between 1-3 June 2010 and would appreciate meeting with you or [redacted] to discuss any remaining issues of concern that you may have. [redacted] will contact your office prior to him travelling to Canberra to arrange a meeting.

[redacted] has been appraised regarding this letter and is very keen to meet with you or

FOI documents - folio 0020

Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu)

In the interim, should you wish to discuss this request further please do not hesitate to contact [redacted]

Yours sincerely

Redacted

[redacted]

Chairperson

Australian Government

Office of the Registrar of Indigenous Corporations

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PO Box 2029
Woden ACT 2606

ABN 36 342 015 855

ORIC ref: ICN 4207
Contact officer: [redacted]
Contact phone: (02) 6219 7705

25 May 2010

The Directors
Western Desert Lands Aboriginal
Corporation (Jamukurnu-Yapalikunu) RNTBC
PO Box 331
WEST PERTH WA 6872

Dear Directors

SUBJECT: Section 439-20 Notice

Thank you for your correspondence and documentation dated 17 May 2010 in response to the Section 439-20 Notice dated 6 April 2010.

You have advised that [redacted] is the corporation's new chief executive officer and would like to meet with ORIC representatives in early June. We welcome this opportunity to discuss the issues raised in the Notice with [redacted]

I refer to your letter dated 17 May 2010 in response to the compliance Notice.

Item 1: Register of Members

Sections 180-10 and 180-15 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (the Act) indicate that a register of former members must be set-up and maintained. Rule 7.3.1 of the corporation requires that the register of members contains the name and address of former members and the date when former members stopped being a member.

ORIC is aware that some information it is requesting may be regarded as sensitive, however it is a requirement of the Act and your Rules that the register of members and register of former members is maintained as accurately as possible.

In your response you note that Redacted and Redacted were members of the corporation when they were appointed as directors, however they were members under their maiden names. Based on your advice I am satisfied that these persons are listed on the register of members.

Item 2 and 3: Resolutions

The corporation has not provided the Registrar with a copy of the directors minutes with the resolutions noted at item 2.

This matter is now outstanding, I request the directors to take immediate action to address this issue.

Item 4: Directors Consent

The directors have indicated that:

- on 25 November 2009 Redacted and Redacted provided written consent to act as directors.
- Redacted , Redacted and Redacted have now provided written consent.
- Redacted provided verbal approval prior to the AGM and attempts are being made to contact to provide written consent.

Can the directors please provide copies of these written consents to the Registrar by close of business 4 June 2010.

Item 6: Management Reporting

The directors have indicated that they are taking steps to ensure that management reporting is in place.

The directors should develop, finalise and implement the management reporting framework listed in item 6 by 30 June 2010. A copy of this process and the variance reporting to be provided at each directors meeting should be provided the Registrar by close of business 30 June 2010.

Item 7: Budgeting

The directors have advised that the corporation is taking steps to develop a process for budgeting and will be apply these processes to its 2010-2011 financial year.

This process including all points listed in the Notice should be finalised by 30 June 2010 and the documentation provided to the Registrar by close of business 30 June 2010.

Item 9: Record Keeping Procedure

The directors have indicated that a record keeping procedure is being developed. This procedure should be developed, implemented and provided to the Registrar by close of business 30 May 2010.

Item 10: Financial Records of WDLAC – KJ

The directors have advised that they are taking steps to ensure the financial records are up to date and the relationship is finalised at the end of the financial year. This item should be

actioned by the directors by 30 June 2010 and the documentation provided to the Registrar by close of business 30 June 2010.

Item 11: Secretary Consent

The directors have indicated that the secretary will be providing written consent to act as a secretary. Can the directors please provide a copy of the written consent to the Registrar by close of business 4 June 2010.

In addition, the directors have commented on matters listed in the covering letter.

Disposal of Vehicles

Redacted

Redacted

Indigenous Energy Pty Ltd

The corporation has indicated that the members of WDLAC at a meeting held on 26-29 June 2007 agreed to enter into an agreement to engage the services of IEL.

Redacted

Redacted

Redacted

I look forward to your response, in due course and within the specified time limits.

Should you wish to discuss the notice or the content of this letter, please contact myself or [redacted] on the toll free number 1800 622 431.

Yours sincerely

[redacted]

Director
Regulation Section

[redacted]

From: [redacted]
Sent: Monday, 28 June 2010 4:08 PM
To: [redacted]
Subject: RE: [SEC=UNCLASSIFIED]

Hi [redacted]
Thanks very much. I will ensure the Board is aware of all of these dates at the next Board Meeting on 15/16July. I will ensure we are on target to comply.
Regards,
[redacted]

From: [redacted]
Sent: Monday, 28 June 2010 2:10 PM
To: [redacted]
Subject: [SEC=UNCLASSIFIED]

Hi [redacted]

As requested attached is a copy of the timetable of items to be completed by the corporation and the due dates,

Regards

[redacted]

[redacted]

Office of the Registrar of Indigenous Corporations
PO Box 2029, Woden ACT 2606 || Freecall: 1800 622 431 || www.oric.gov.au || ABN: 36 342 015 855

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WDLAC Compliance Notice Timetable

Covering Letter		
Item/Number	**Action required**	**Due Date**
1	Redacted	
2		
3		
4		

NOTICE		
Item	**Action required**	**Due Date**
1	Register of Members and Former Members	OVERDUE
2 and 3	Resolutions required by item 2 recorded in directors meeting.	OVERDUE
4	Evidence that Redacted , Redacted , Redacted , Redacted , Redacted and Redacted have provided written consent to act as directors.	OVERDUE
5	Financial benefits currently being made to directors need to be approved by members consistent with part 6.6 of the Act.	2009-10 AGM or earlier if general meeting is to be held.
6	Implementation of management reporting, including variance reporting.	31 July 2010
7	Develop a budget process.	31 July 2010
8	Develop policies and procedures.	31 July 2010
9	Develop and implement record keeping procedure.	31 July 2010
10	Update financial records for WDLAC – KJ	31 July 2010
11	Provide evidence that secretary has given written consent to act as secretary.	OVERDUE
12	Minutes of AGMs, directors meetings and general meetings.	ONGOING

Australian Government

Office of the Registrar of Indigenous Corporations

www.oric.gov.au

Email: info@oric.gov.au
Tel: (02) 6219 7624
Freecall: 1800 622 431
Fax: (02) 6281 2739

32 Corinna Street
Woden ACT 2606

PO Box 2029
Woden ACT 2606

ABN 36 342 015 855

ORIC ref: ICN 4207
Contact officer: [redacted]
Contact phone: (02) 6219 7705

23 August 2010

The Directors
Western Desert Lands Aboriginal
Corporation (Jamukurnu-Yapalikunu) RNTBC
PO Box 331
WEST PERTH WA 6872

Dear Directors

SUBJECT: Failure to comply with section 439-20 Notice

I refer you to the notice dated 6 April 2010 that was issued under section 439-20 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (the Act) (the notice).

On 3 June 2010, [redacted] met with Mr [redacted] the chief executive officer of the corporation to discuss the contents of the notice. At this meeting a commitment was made and a timetable set for matters raised in the compliance notice and additional matters raised by the Registrar. I have attached this timetable for your reference.

Redacted

I request that the directors complete the actions required by the notice as a matter of priority.

Redacted

I refer you to section 487-5 of the Act which indicates that failure to respond to a notice that the Registrar has given directors under section 439-20 of the Act is grounds for the appointment of a special administrator.

Should you wish to discuss the notice or the content of this letter, please contact myself on the toll free number 1800 622 431 (not free on mobile phones).

Yours sincerely

[redacted]

Senior Examiner
Regulation Section

WDLAC Compliance Notice Timetable

Covering Letter		
Item/Number	**Action required**	**Due Date**
1		
2		
3		
4		

NOTICE		
Item	**Action required**	**Due Date**
1	Register of Members and Former Members	OVERDUE
2 and 3	Resolutions required by item 2 recorded in directors meeting.	OVERDUE
4	Evidence that , , , and have provided written consent to act as directors.	OVERDUE
5	Financial benefits currently being made to directors need to be approved by members consistent with part 6.6 of the Act.	2009-10 AGM or earlier if general meeting is to be held.
6	Implementation of management reporting, including variance reporting.	31 July 2010
7	Develop a budget process.	31 July 2010
8	Develop policies and procedures.	31 July 2010
9	Develop and implement record keeping procedure.	31 July 2010
10	Update financial records for WDLAC – KJ	31 July 2010
11	Provide evidence that secretary has given written consent to act as secretary.	OVERDUE
12	Minutes of AGMs, directors meetings and general meetings.	ONGOING

[redacted]

From: [redacted]
Sent: Tuesday, 24 August 2010 9:01 AM
To: [redacted]
Subject: RE: Fax of this morning- Letter to Directors
Attachments: Progress Letter.pdf

Hi Noel

Attached is the letter sent by fax yesterday.

Regards

[redacted]

From: [redacted]
Sent: Monday, 23 August 2010 1:45 PM
To: [redacted]
Subject: Fax of this morning- Letter to Directors

Hi [redacted]
Could you please email me the letter I received by fax this morning?
Thanks.
Regards,
[redacted]

Western Desert Lands
(Jamukurnu-Yapalikunu)

20 September 2010

RECEIVED
21 SEP 2010
REGISTRAR OF
INDIGENOUS CORPORATIONS

Mr Anthony Bevan
Registrar
Office of the Registrar of Indigenous Corporations
PO Box 2029
Woden, ACT 2606

By Facsimile: (02) 6281 2739

Dear Mr Bevan

Western Desert Lands Aboriginal Lands Corporation (WDLAC) Annual General Meeting (AGM) 12-15 October 2010

I refer to previous discussions regarding the attendance of your staff at the AGM to be held on country between 12-15 October 2010.

I hope that you remain committed to sending members of your staff to attend the AGM. Given the current governance issues that remain of concern,

Redacted

It would be appreciated if your staff could address the AGM forum on this and related matters.

I have attached the AGM Notice and other relevant information including the intended location of the meeting for your information. You will also note that one of the Agenda items includes proposed resolutions to amend the WDLAC Rules, with specific reference to the requirements for a quorum.

It would be appreciate if you could confirm your staff's attendance at the AGM. Once attendance is confirmed, I will ensure that your staff are provided with all the necessary information, including the location and travel arrangements. It will also be necessary for your staff to provide some information, including personal contact and related details which are necessary for all attendees at the AGM in case of any emergency that may arise. Any such personal information will be treated with the utmost confidence.

I will ensure that your staff are provided with every assistance in terms of their attendance at the AGM.

I look forward to hearing from you regarding your staff's attendance at the AGM.

Mail IDAGM 18119
Scanned 8/10/2010
ICN No 4207
Job ID
Assigned to

Yours sincerely,

Redacted

[redacted]
Chief Executive Officer

WDLAC AGM

12 – 15 October 2010

White Gums hand pump Karlamilyi
Start time: 9am on the 12th

NO FIREARMS / ALCOHOL / DRUGS PERMITTED

Special resolution to be considered

Changes to the WDLAC Constitution

Martu People need to consider changes to the Constitution to help WDLAC run better. Please see the information attached to this notice.

The following special resolution is to be considered by the meeting:

The members of WDLAC resolve that the Constitution be amended as follows:

(A) Remove clause 13.3 and replace it with a new 13.3 which is as follows:

13.3(a) The quorum for a Directors' Meeting to discuss non-native title matters is 9 Directors.

13.3(b) The quorum for a Directors Meeting to discuss native title related matters is 9 Directors including at least one representative from each Area Sub-Group.

13.3(c) A quorum must be present at all times during the meeting.

Remove sub-clause10.5.1(b)(i) and (ii) and insert a new clause 10.5.2 which is as follows:

10.5.2 Rotation of Directors

(a) Directors will be elected on rotation for a two-year term, so that the appointment of half of the directors expires each year.

(b) To implement the rotational system:

(i) the Directors of the Corporation at the time these rules are approved will only hold office until the next AGM and will be eligible for re-appointment

(ii) at the following AGM of the Corporation:

(A) one Director from each Area-Subgroup and up to three other persons elected pursuant to subclause 10.2(g) will be appointed for a term of two years; and

(B) one Director from each Area-Subgroup will be appointed for a term of one year and at subsequent AGMs of the corporation, the appointment of any directors at that AGM will be for two years.

(C) *Make any other amendments, such as grammar, spelling and insertion of relevant forms as necessary.*

- **Other business:**

  - **Minutes of previous meetings**
  - **Selection of Board Members**
  - **Annual Report**
  - **Updates on negotiations, Martu Part 2**
  - **ORIC attending to talk about governance**

Please note that KJ and the Trust will also have their AGMs.

You will need to provide your own camping gear for cooking and sleeping at Karlamilyi. Food will be provided so you prepare your own breakfast, lunch and dinner.

If you need medicine, make sure you collect your Webster pack from the Community Nurse.

Martu Media providing films at night time

For assistance in travelling to the meeting please contact Anna or Chrissy at WDLAC on 1800 449 459 or 9486 9797

CHANGING THE CONSTITUTION

What changes are being proposed?

1. Changes to the quorum for Directors meetings.

2. Changes to how long each Director stays on the Board.

Why?

1. Changes to the quorum

At the moment, a quorum for a Directors meeting is 9 Directors, but one Director from each sub-group has to be there before the meeting can start.

Some of your Directors have not been coming to meetings and there has been no quorum. **There has been no proper Directors meeting since February 2010!**

WDLAC is now in trouble with ORIC because the Directors have not met every three months and have not made important decisions.

The changes that are being suggested mean that

- for decisions about **native title** the **quorum will stay the same** – so that all groups have their say about native title.
- for decisions that are not native title, like budgets or administration – there will be a new quorum – any 9 Directors can make these decisions.

This will means that some business can progress at each meeting.

2. Term of Directors

At the moment, Directors only serve on the Board for one year.

The change will mean that each Director serves for two years, but every year some of the Directors change. There will be a rotating system.

This is good because:

- Each Director has more time to learn their job and be trained;
- Being on the Board longer means the Director can be involved long term and has the history and information about agenda items;
- Rotating Directors means that new or young people get the chance to learn from more experienced Directors.

ORIC

WDLAC is in trouble with ORIC because the Board has not met every 3 months.

ORIC will come to the AGM and tell Martu that they are not happy.

Some Directors turn up to every meeting. Some Directors never turn up. Sometimes people can't come to meetings – they have work, or sorry business and that is ok if we know.

Unless the right people come to make a quorum, the meeting can't go forward.

Because there has been no quorum and no meeting, the Board have not made important decisions about WDLAC. This means ORIC are unhappy and WDLAC can't move forward.

Choosing your Directors is very important.

Directors must be prepared to attend every meeting and together make important decisions for Martu about Martu lands.

Being a Director of WDLAC is an important role. WDLAC needs to be strong and work properly.

- **PLEASE TALK ABOUT THE CHANGES WITH YOUR FAMILIES AND COMMUNITY**

- **STAFF FROM THE OFFICE WOULD LIKE COME AND TALK TO PEOPLE ABOUT THE CHANGES BEFORE THE AGM**

- **IF YOU HAVE ANY QUESTIONS PLEASE CALL NYAPARU LAWYER OR NOEL (CEO) ON 1800 449 549**

See you all at the AGM!

FOI documents - folio 0036

Hedland
Punmu ↑

NEWMAN ←

White Gums
Hand Pump

Martu Determined
Native Title Area

Rudall River
National Park

Lake Dora

Lake Auld

Lake Blanche

Lake Disappointment

Lake Winifred

Lake George

Telfer
Mining Centre

Punmu

Parnngurr
(Cotton Creek)

Talawana (ruins)

Talawana Track
Len Beadell and the Gunbarrel Road Construction Party built this road in Aug 1965, Sept-Oct 1963 and Oct-Nov 1963

Savary Creek Crossing
This clear salt water creek flows into Lake Disappointment. The crossing can be very boggy and may be impassable after rain

Diebil Hills
Two magnificent gorges filled with huge boulders cut deep into the western escarpment of Diebil Hills.

Daylight hours
Ph (08) 9176 9006

Daylight hours, Mon-Sat
Ph (08) 9176 9009

Fuel: 8am-12pm & 2pm-4pm Mon-Fri
8am-11am Sat
Information Centre ph (08) 9175 7020
Tours, Aboriginal paintings & artefacts for sale

Fuel available April-October
and must be pre-arranged through
Capricorn Roadhouse (08) 9175 1535
6-8 weeks in advance

TROPIC OF CAPRICORN

TALAWANA TRACK

TALAWANA

GREAT NORTHERN HIGHWAY

CANNING STOCK ROUTE

GPS 22°21'55" S 122°08'23" E
GPS 22°06'23" S 123°45'19" E
GPS 22°33'17" S 123°52'44" E
GPS 22°47'41" S 123°38'39" E
GPS 22°38'35" S 123°45'26" E
GPS 22°58'58" S 123°23'48" E
GPS 23°04'45" S 123°13'14" E
GPS 23°05'11" S 123°21'12" E
GPS 22°54'58" S 123°30'21" E
GPS 23°06'34" S 123°20'37" E
GPS 23°07'14" S 123°02'32" E
GPS 23°10'40" S 122°48'34" E
GPS 23°15'14" S 122°35'48" E
GPS 23°25'37" S 122°29'19" E
GPS 23°33'48" S 122°31'43" E
GPS 23°35'48" S 121°36'14" E
GPS 22°50'25" S 121°10'11" E
GPS 23°33'11" S

Restored and operational

[redacted]

From: [redacted]
Sent: Wednesday, 5 January 2011 1:12 PM
To: [redacted]
Subject: RE: ORIC Order

Thanks [redacted]
Cheers,
[redacted]

From: [redacted]
Sent: Wednesday, 5 January 2011 10:11 AM
To: [redacted]
Subject: RE: ORIC Order

HI [redacted] I

Happy New Year

Please find attached the correspondence as requested.

Regards

[redacted]

From: [redacted]
Sent: Wednesday, 5 January 2011 1:04 PM
To: [redacted]
Subject: ORIC Order

Hi [redacted]

I hope you had a great Christmas and a very Happy New Year to you.
We are in the process of packing up to move office and some of the files have already been packed. This includes the ORIC file...with all the correspondence. I have located most of the documentation from the system, but to ensure I have got all of it I would appreciate if you could send me whatever correspondence you have from the original Order onwards.
I would appreciate that very much.
Thanks [redacted]
Kind regards,
[redacted]

[redacted]

Reda
cted

Redacted

From: [redacted]
Sent: Friday, 7 January 2011 5:26 AM
To: [redacted]
Subject: RE: Notice response.

Hi [redacted]

Thanks

[redacted]

From: [redacted]
Sent: Friday, 7 January 2011 7:42 AM
To: [redacted]
Subject: Notice response.

Hi [redacted],

Redacted

I should be free to finalise our response today as per my email before Christmas. If not you will have it early next week with attachments etc.
Regards,
[redacted]

[redacted]

From: [redacted]
Sent: Wednesday, 12 January 2011 9:05 AM
To: [redacted]
Subject: RE: Advice re Compliance Notice and Covering Letter

Hi [redacted],
Thanks very much.
I will send a copy of the AGM minutes as well for the Board Meeting of 3-5 November 2010.
Regards,
[redacted].

From: [redacted]
Sent: Wednesday, 12 January 2011 6:01 AM
To: [redacted]
Cc: [redacted]
Subject: RE: Advice re Compliance Notice and Covering Letter

Hi [redacted]

Redacted

In regards to the compliance notice issued to the corporation, I have not received any documentation including minutes of directors meetings. If you could please include all minutes of directors meetings held since the AGM this would be appreciated.

Regards

[redacted]

From: [redacted]
Sent: Tuesday, 11 January 2011 5:19 PM
To: [redacted]
Subject: Advice re Compliance Notice and Covering Letter

Hi [redacted]

The letter (plus attachments) is in its final edit so should be with you tomorrow. [redacted], once you get this I would like to check with you to ensure that you have received all the relevant information from the AGM such as the minutes and the proposed Rule change regarding the requirements for a quorum. In addition, I am not certain that ORIC received a copy of all minutes for the February and November 2010 Board meetings. Redacted

Redacted

Thanks [redacted]
Regards,
[redacted]

[redacted]
Delegate of the Registrar
Office of the Registrar of Indigenous Corporations
32 Corina Street
Woden ACT 2606

12 January 2011

Dear Mr [redacted]

COMPLIANCE NOTICE ("NOTICE") UNDER SECTION 439-20 OF *THE CORPORATIONS (ABORIGINAL AND TORRES STRAIT ISLANDER) ACT 2006* ("CATSI ACT")

I refer to previous correspondence between the Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) (WDLAC) and your office regarding the above Notice dated 6 April 2010.

In addition, in July 2010 I met with you and your colleague [redacted] to discuss the Notice and outstanding issues.

Redacted

Redacted

However, I am now formally in the position to advise you that the Annual General Meeting ("AGM") of the Martu Prescribed Body Corporate ("PBC") was held on country (at the White Gums Hand Pump) between 10 – 14 October 2010. The Board also met on 3 – 5 November 2010.

At the AGM, the members of the PBC elected a new Board. I am confident that the new Board will give matters of governance it's highest priority.

Redacted

Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC ICN 4207 ABN 37 846 306 459
The Martu Native Title Prescribed Body Corporate
11 Gordon Street West Perth WA 6005 PO Box 331 West Perth WA 6872 Ph (08) 9486 9797 Fax (08) 9486 9798

Redacted

I am also pleased to advise that the AGM also resolved to amend PBC Rules to ensure greater flexibility in relation to the requirements for a quorum. The proposed amendment to the PBC Rules were forwarded to ORIC in accordance with the statute. WDLAC has not received a response as at the date of this letter.

Redacted

In terms of the outstanding issues both as set out in your covering letter and the notice of 6 April 2010, I am pleased to advise the following:

Covering Letter

Item/ Number

1 Directors Remuneration

Redacted

2 2008 -2009 Auditor's Management Letter

The issues raised by the Auditor in his management letter for the period 2008 – 2009 financial year have been addressed and predominantly overcome either directly, or as a result of new policies and procedures being put into effect.

Redacted

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11 Gordon Street West Perth WA 6005 PO Box 331 West Perth WA 6872 Ph (08) 9486 9797 Fax (08) 9486 9798 www.westerndesert.org.au

3 Directors Minutes

Redacted

4 Employee Contracts

Redacted

5

Redacted

Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) ICN 4207 ABN 37 846 306 459
11 Gordon Street West Perth WA 6005 PO Box 331 West Perth WA 6872 Ph (08) 9486 9797 Fax (08) 9486 9798 www.westerndesert.org.au

6 Information regarding the engagement of Indigenous Energy Pty Ltd (IEL)

As previously advised, members held a Special General Meeting on 26 – 27 June 2007. At that meeting, members agreed to enter into an agreement to engage the services of IEL.

Redacted

7 Financial benefits paid to directors

Financial benefits paid to directors are approved by directors consistent with *part 6.6* of the *Corporations (Aboriginal and Torres Strait Islander Act 2006 (CATSI ACT))*.

At the AGM held in October 2010 the following resolution was passed and is provided for your information in relation to this matter.

RESOLUTION 101014.1

The members of WDLAC resolve that the Chair and Vice Chair of WDLAC be reasonably and properly remunerated for services rendered to WDLAC.

In accordance with this resolution, I believe that *Part 6.6* of the *Corporations (Aboriginal and Torres Strait Islander Act 2006 (CATSI ACT))* has been complied with.

8 Implementation of management reporting, including variance reporting

9 Develop a budget process

10 Develop policies and procedures

I have attached a copy of the "Interim Policies and Procedures Manual" (Attachment D) which has been developed since my appointment as CEO. The Board (at it's November meeting) and AGM were appraised of the Manual. Members are aware that the Manual is subject to further editing prior to being approved. The effective implementation of the Manual will ensure that the issue of "good governance" is given high priority. The Policies and Procedures Manual encompasses the above three (3) matters (8,9,10).

I have also explained to the Board that the Manual is a working document and will require constant improvement and updating.

11 Update financial records for WDLAC-KJ

As at the end of the financial year 2009 -2010 the financial records including issues related to the formal separation between WDLAC and KJ have been

Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) ICN 4207 ABN 37 846 306 459
11 Gordon Street West Perth WA 6005 PO Box 331 West Perth WA 6872 Ph (08) 9486 9797 Fax (08) 9486 9798 www.westerndesert.org.au

finalised. The accounts have been duly audited and are incorporated in the Auditors Report accordingly.

12 Provide evidence that the Secretary has given written consent to act as Secretary

Redacted

The appointment of the Secretary will be made at the next Board Meeting proposed for 24 – 25 February 2011.

Conclusion

With the exception of the issue of Directors remuneration as raised in your covering letter of 6 April 2010, I have attempted to address all the outstanding matters raised in both the Compliance Notice and the covering letter to the Compliance Notice dated 6 April 2010. I have also included attachments relevant to the Compliance Notice and the covering letter. In addition, this includes the minutes for the October 2010 AGM (Attachment E) and the Board Meetings held on 24 – 25 February (Attachment F) and 3 – 5 November 2010 (Attachment C).

As advised above, the attached draft Policy and Procedure Manual does require further editing which will be completed prior to the next Board Meeting. I will forward a copy of the finalised Manual once edited and finalised. The Board will consider the Manual at its next meeting which is scheduled for 24 – 25 February 2011.

Redacted

Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) ICN 4207 ABN 37 846 306 459
11 Gordon Street West Perth WA 6005 PO Box 331 West Perth WA 6872 Ph (08) 9486 9797 Fax (08) 9486 9798 www.westerndesert.org.au

Redacted

Redacted

I would request that you continue to provide assistance in this regard. I have very much appreciated the assistance provided by [redacted] I request that you acknowledge my appreciation and pass on my comments to [redacted]

Redacted

Should you wish to discuss any issue raised in this letter, please do not hesitate to contact me.

Yours sincerely,

Redacted

[redacted]
Chief Executive Officer

Encl:

Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) ICN 4207 ABN 37 846 306 459
11 Gordon Street West Perth WA 6005 PO Box 331 West Perth WA 6872 Ph (08) 9486 9797 Fax (08) 9486 9798 www.westerndesert.org.au

ATTACHMENT A

Auditors Management Letter for the financial year ending 30 June 2009

RECEIVED 3/11/2009.

PILBARA ACCOUNTING SERVICES

Certified Practising Accountants / Registered Tax Agents
A C N 17 390 870 116

INDEPENDENT AUDIT REPORT

To: The Members of Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalinkunu) (ICN 4207)

Report on the financial report

We have audited the accompanying financial report, being a Special Purpose Financial Report, of the Western Desert Lands Aboriginal Corporation, which comprises the Statement of Financial Position as at 30 June 2009, and the Statement of Financial Performance for the year then ended, a summary of significant accounting policies and other explanatory notes.

The responsibility of the committee for the financial report

The organisation's Chief Executive Officer is responsible for the preparation and fair presentation of the financial report and have determined that the accounting policies described in Note 1 to the financial statements which form part of the financial report are appropriate to meet the financial reporting requirements of the Corporations (Aboriginal and Torres Strait Islander) Act 2006 and the Rules of the organisation as well as the needs of the members. The Chief Executive Officer's responsibility also includes establishing and maintaining internal control relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. No opinion is expressed as to whether the accounting policies used, as described in Note 1, are appropriate to meet the needs of the members. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting

PERTH

PO BOX 2039
ELLENBROOK WA 6069

TEL 9297 4700
FAX 9297 4711

PORT HEDLAND

PO BOX 270
PORT HEDLAND WA 6721

TEL 9173 0100
FAX 9173 2599

Email: accountant.pas@westnet.com.au Mobile: 0429 889 871

Liability limited by a scheme approved under Professional Standards Legislation

policies used and the reasonableness of accounting estimates made by the Chief Executive Officer, as well as evaluating the overall presentation of the financial report.

The financial report has been prepared for distribution to members for the purpose of fulfilling the Chief Executive Officer's financial reporting responsibilities under the Rules of the organisation. We disclaim any assumption of responsibility for any reliance on this report or on the financial report to which it relates to any person other than the members, or for any purpose other than that for which it was prepared. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence

Pilbara Accounting Services are independent of the organisation and have met the independence requirements of the Australian Professional and Ethical pronouncements, funding agreements and the Corporations (Aboriginal and Torres Strait Islander) Act 2006. In addition to our audit, Pilbara Accounting Services undertakes other financial services for this organisation. The provision of these other services has not impaired our audit independence.

Audit Opinion

In our opinion, the Special Purpose Financial Report of WESTERN DESERT LANDS ABORIGINAL CORPORATION is in accordance with:

1. The Corporations (Aboriginal and Torres Strait Islander) Act 2006, including:

   (a) giving a true and fair view of the Organisation's financial position as at 30 June 2009 and of its performance for the period ended on that date in accordance with the accounting policies described in the Australian Accounting Standards; and

   (b) complying with Auditing Standards, comprosing AASB 1025: Application of the Reporting Entity Concept and Other Amendments and other Accounting Standardsto the extent described in the Accounting Standards and the Corporation's Regulations; and

2. Other mandatory professional requirements to the extent described in the Accounting Standards.

Dated this 16th day of September 2009

[redacted]

Pilbara Accounting Services
U3, 10 Wedge Street
PORT HEDLAND WA 6721

Observation	Implication	Recommendation	Management Response
1 Record Keeping			
Redacted key documents such as agreements, invoices and external statements were either non-existent or misplaced.	Redacted	Redacted	
2 Financial Reporting			
WDLAC has no regular management reporting.	Several of the issues highlighted in this Management Letter would have identified and corrected with regular management reporting. Redacted	Redacted	
3 Financial Budgeting			
WDLAC has no budgeting procedure or approved budget for the 2009/10 financial year.	Redacted	Redacted	
4 Banking			

FOI documents - folio 0049

Observation	Implication	Recommendation	Management Response
Redacted	Redacted	Redacted	
the Internet Banking facility was operated by the Chief Executive Officer on his own.			
	The audit identified instances of double payments of creditors Redacted		
Redacted			

FOI documents - folio 0050

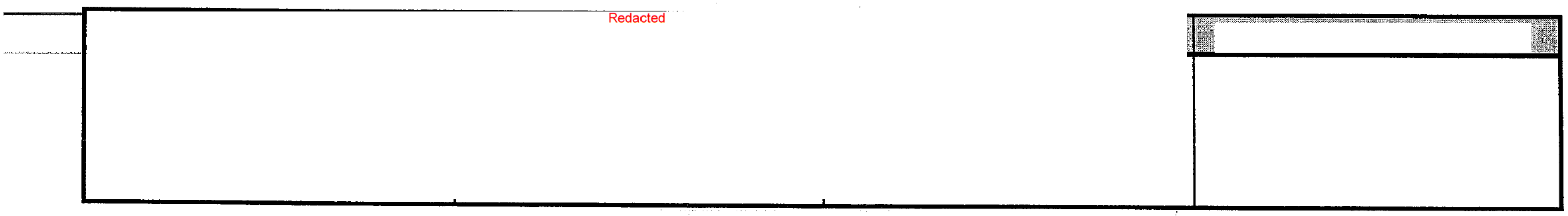
Redacted

FOI documents - folio 0051

Redacted

FOI documents - folio 0052

Redacted



FOI documents - folio 0054

ATTACHMENT B

Draft Auditors Management Letter for the financial year ending 30 June 2010

Sommersted Enterprises Pty Ltd
Business Analysis and Strategic Planning

12 Woodbine Loop
Tapping WA 6065
E: jesper.sentow@bigpond.com
M: 0425 862 414

Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC

INDEPENDENT AUDIT REPORT

To the members of the Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC

Report on the Financial Report

We have audited the accompanying financial report, being a special purpose financial report, of the Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC, which comprises the balance sheet as at 30 June 2010 for the year then ended, the income statement, a summary of significant accounting policies, other explanatory notes and the statement by members of the committee.

Committee's Responsibility for the Financial Report

The committee of the association is responsible for the preparation and fair presentation of the financial report and have determined that the accounting policies described in Note 1 to the financial statements, which form part of the financial report, are consistent with the financial reporting requirements of the Constitution, Funding Agreements, the Associations Incorporation Act 1987 and are appropriate to meet the needs of the members. The committee's responsibilities also include designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial report that is free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. No opinion is expressed as to whether the accounting policies used, as described in Note 1, are appropriate to meet the needs of the members. We conducted our audit in accordance with Australian Auditing Standards. These Auditing Standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the committee, as well as evaluating the overall presentation of the financial report.

The financial report has been prepared for distribution to members for the purpose of fulfilling the committee's financial reporting under the Associations Incorporation Act 1987. We disclaim any assumption of responsibility for any reliance on this report or on the financial report to which it relates to any person other than the members, or for any purpose other than that for which it was prepared.

Sommersted Enterprises Pty Ltd
Business Analysis and Strategic Planning

12 Woodbine Loop
Tapping WA 6065
E: jesper.sentow@bigpond.com
M: 0425 862 414

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

Independence
In conducting our audit, we have complied with the independence requirements of Australian professional ethical pronouncements.

Audit Opinion
In our opinion the financial report presents fairly, in all material respects, the financial position of the Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC as of 30th June 2010 as well as its financial performance and cash flows for the year then ended in accordance with accounting policies described in Note 1 to the financial statements.

Dated this 29th September 2010

Yours sincerely,
Sommersted Enterprises Pty Ltd (ABN 84 129 251 832)

[redacted]
CPA

Redacted

Redacted

Redacted

Redacted

Redacted

Redacted

ATTACHMENT C

Minutes of Meeting held 3 – 5 November 2010

WDLAC BOARD MEETING –DAY 1

Redacted

BUDGET –Noel presented

ORIC want the Board to look at the budget, TW went through it at the AGM and will go through it again at the next meeting. WDLAC's estimated income = **$2235915**. WDLAC's operating costs = **$**. This year we will have to spend $2180027, a surplus of about $55k.

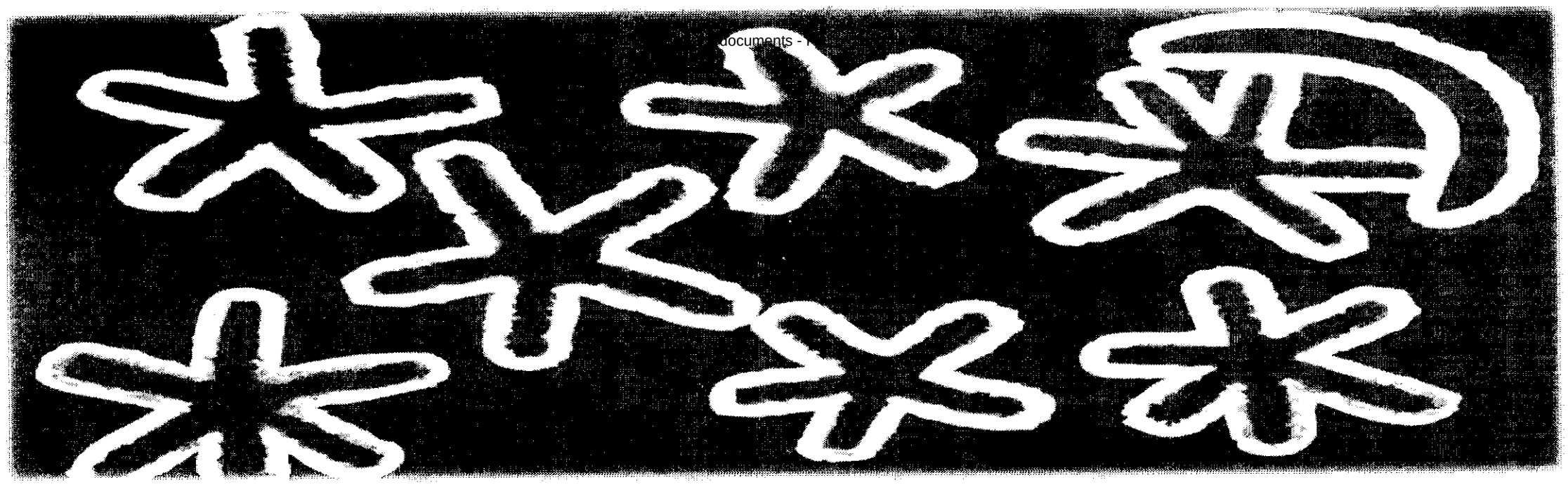
Redacted

INTERIM POLICY AND PROCEDURE MANUAL – [redacted] **presented**

ORIC says WDLAC must have policy and procedures to outline the rules and regulations for how WDLAC operates. A draft copy was handed out, TW will present in detail at next meeting once document is finalised. WDLAC need to report to ORIC by 31/12/2010 with the policy and procedures manual and the budget.

ATTACHMENT D

Interim Policies and Procedures Manual



INTERIM
POLICY AND PROCEDURE MANUAL
JULY 2010

Western Desert Lands
Aboriginal Corporation RNTBC ICN4207

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1 INTRODUCTION

This section provides information on the history, objects, structure, responsibilities and membership of the Corporation.

1.1 HISTORY

The Western Desert Lands Aboriginal Corporation (Jamakurnu-Yapalinkunu) RNTBC (WDLAC) is the Prescribed Body Corporate for the Martu People of the Western Desert region in Western Australia with offices located in Cotton Creek and Perth.

The Martu People are the exclusive native title holders of 136, 000 square kilometers of land within the Western Desert region. The population of Martu people living on or adjacent to the determined native title area is approximately 2500 people. The main communities within the area are Kunawarritji, Punmu and Parngurr with many Martu People also residing at Jigalong, Bidyadanga, Port Hedland, Newman, Fitzroy Crossing and Wiluna.

In addition to managing and protecting their exclusive native title rights and interests of the Martu People, WDLAC is extensively involved in numerous projects for the cultural, social and economic benefit of the current and future generations of Martu People.

2 GOVERNANCE

WDLAC is the Registered Native Title Body Corporate holding Martu Title on trust for the Martu People, by order of the Federal Court dated 17 July 2003. WDLAC is therefore responsible for managing all activities affecting Martu Title. It operates pursuant to the *Corporations (Aboriginal and Torres Strait Islander) Act* 2006.

WDLAC is authorised to enter Agreements for and on behalf of the Martu People, pursuant to the Native Title Act, the *Native Title (Prescribed Body Corporate) Regulations* 1999 (Cth) and its Rules.

2.1 ROLE OF A NATIVE TITLE PRESCRIBED BODY CORPORATE

WDLAC is a Native Title Prescribed Body Corporate under the *Native Title Act 1993* and perform the following functions:

(a) manage the Native Title Rights and Interests;

(b) consult with the Common Law Holders on matters relating to their Native Title Rights and Interests, in accordance with Regulation 8 of the PBC Regulations;

(c) consult with the Native Title Representative Body, in accordance with Regulation 8 of the PBC Regulations;

(d) receive funds on behalf of the Common Law Holders (including payments received as compensation or otherwise related to the Native Title Rights and Interests) and to hold such payments in trust for the Common Law Holders;

(e) invest or otherwise apply money held in trust as directed for the Common Law Holders;

(f) hold Native Title Rights and interests in trust for the Common Law Holders;

(g) enter into Agreements as trustee for the Common Law Holders; and

(h) any other function relating to the Native Title Rights and Interests.

2.2 OBJECTS OF THE ORGANISATION

The principal functions and role of WDLAC are those of a Native Title Prescribed Body Corporate and are carried out in accordance with relevant provisions of the *Native Title Act 1993 (NTA).* However, the organisation has a range of other objectives and purposes, which are set out in its Constitution.

The objects for which the Corporation is established are:

(a) provide direct relief from poverty, sickness suffering, misfortune, destitution or helplessness among Aboriginal people, especially the Common Law Holders;

(b) be and to perform the functions of a Prescribed Body Corporate, for the purpose of being the subject of a native title determination under sections 56 and 57 of the Native Title Act;

(c) be and to perform the functions of a Prescribed Body Corporate, for the purpose of being the subject of a determination under section 57 of the Native Title Act;

(d) protect, preserve and advance the traditions, law, languages, culture and customs of Aboriginal people, especially the Common Law Holders; and

(e) hold title to any Vested Land.

(f) advance and promote the well being of Aboriginal people, especially the Common Law Holders;

(g) provide environmental, social, economic and cultural benefits to Aboriginal people, especially the Common Law Holders;

(h) maintain, protect, promote and support the culture, native title traditions and customs, economic development, interests and social progress of Aboriginal people, especially the Common Law Holders; and

(i) support and provide education, training and employment for Aboriginal people, especially the Common Law Holders.

2.3 STRUCTURE OF THE ORGANISATION

WDLAC comprises of fifteen Board members under the Constitution, with a corporate office in Perth and satellite offices in Jigalong, Parnngurr, Punmu and Kunawarritji.

The fifteen Board Members are made up in the following manner:

(a) one man and one women representing Karlamyingurrara country;

(b) one man and one women representing Ngayunanalku country;

(c) one man and one women representing Pilakaja country;

(d) one man and one women representing Pitijikarli country;

(e) one man and one women representing Rirrakaja country;

(f) one man and one women representing Walakaja country; and

(g) up to three other persons

The structure of the organisation is shown in the diagram below.

2.4 WDLAC BOARD OF DIRECTORS RESPONSIBILITIES

The WDLAC Board is responsible for:

(a) The management and control of the affairs of the Corporation in accordance with these Rules, the Act and the PBC Regulations and for that purpose may exercise the powers of the Corporation as if they had been expressly conferred on the Directors by a General Meeting.

(b) Subject to these Rules, the Directors shall have the power to appoint and remove or suspend employees and agents and to determine the powers, duties and payment if employees and agents.

(c) The Directors shall perform the functions of the Corporation, as described in rule 5 of the constitution

(d) employment of the Chief Executive Officer

2.5 MEMBERSHIP

In addition to the Founding Members, and subject to these Rules and the PBC Regulations, the membership of the Corporation shall be open to adult Aboriginal persons who:

(a) are those people known as the Martu People who hold in common the body of traditional law and culture governing the Determination Area and who identify as Martu and who, in accordance with their traditional laws and customs, identify themselves as being Members of one, some or all of the following language groups:

(i) Manyjilyjarra;
(ii) Kartujarra;
(iii) Kiyajarra;
(iv) Putijarra;
(v) Nyiyaparli;
(vi) Warnman;
(vii) Ngulipartu;
(viii) Pitjikarla;
(ix) Kurajarra;
(x) Jiwaliny;
(xi) Mangala; and
(xii) Nangajarra, or

(b) those Ngurrara People who:

(i) in accordance with their traditional laws and customs identify themselves and their forebears as:

(A) Jiwaliny;
(B) Mangala;
(C) Manyjilyjarra;
(D) Walmajarri; and
(E) Wangkajunka, or
(F) Any combinsation of sub-rule 6.2.2(b)(i)(A)-(E); and

(ii) Hold in common the body of traditional law and culture governing the Shared Area; and

For the avoidance of doubt, the Members, including the Founding Members, shall be adult Aboriginal persons who belong to one or both of the groups identified in sub-rule 6.2.2(a) or (b).

ATTACHMENT E

Minutes of AGM held October 2010

WDLAC ANNUAL GENERAL MEETING

Held at White Gums Hand Pump, 10-14 October 2010

Redacted

Redacted

Noel explained that ORIC had written to WDLAC and said that WDLAC had done some things wrong. WDLAC has now addressed everything in the ORIC letter but need a board meeting to get a resolution. ORIC made some comments that were incorrect and they have apologized for that.

Redacted

Redacted

ORIC asked a lot of questions and some answers will be provided tomorrow. Some questions have not yet been answered because we have not been able to get a quorum of directors. The answers that are sent to ORIC are that of the Board, not WDLAC staff.

Redacted

Because some members made complaints to various organizations such as ORIC, we had 3 audits in 12 months.

Redacted

R Redacted

6. AMENDMENTS TO THE RULE BOOK

Christina explained that WDLAC have been looking at changing some rules in the constitution. She said there were two changes being proposed – the first one is about changing the quorum for directors meetings. She explained the current requirements for quorum and that a proper directors meeting has not

been held since February because there has been no quorum. Many times there have been 9 people but not the right mix. What we would like is that for native title matters, the quorum stays the same and all groups have a say. For matters that are not native title, like policy, we would like any 9 people. At the moment WDLAC can't progress anything matters because of no quorum and ORIC are getting upset.

Redacted

Redacted

ORIC expects responses in a certain time so reducing the quorum allows this to happen and will help WDLAC and Martu.

Redacted

Redacted

10. ORIC

Redacted said that he will talk about the questions that ORIC asked after the review last year. He explained that they looked at things and wrote a report. ORIC came and looked, they said they would come back and raise issues with us. They never came back; otherwise if they did we could tell them they are wrong. Redacted gave the example of how ORIC questioned someone signing their name with an "X".

Redacted asked who had made the complaints to ORIC. Redacted advised that it was some WDLAC members but ORIC didn't say who.

Redacted said that one of ORIC complaints was about people's names. Some people have two names and ORIC complained that people weren't on the list, but they were, just with another name. ORIC complained that there was no written consent from directors. Redacted said this was stupid because those people want to be directors but ORIC wants it on paper. Redacted said also that WDLAC wasn't doing management reports, WDLAC have fixed this but there hasn't been a Board meeting to present. Redacted said that ORIC also complained about how budgets are set and processes – WDLAC has now got policies but they need the Boards endorsement. ORIC also said WDLCA needs a record keeping policy. This isn't about how records are kept, but there just needs to be a policy manual which we have –but it needs to go to the Board. ORIC said that there was also no written consent from the secretary; WDLAC has gotten all the forms signed.

Redacted

Redacted

11. PAYMENT OF CHAIRS

Redacted explained the issue with payment of Chair and Vice-Chair and requirement that if this is going to happen then a resolution needed to be passed by the members.

The following resolution was passed:

RESOLUTION 101014.1

The members of WDLAC resolve that the Chair and Vice Chair of WDLAC be reasonably and properly remunerated for services rendered to WDLAC.

Moved: Redacted
Seconded: Redacted

Redacted

Redacted

ATTACHMENT F

Minutes of Board Meeting held 24 – 25 February 2010