



Australian Government

Office of the Registrar of
Indigenous Corporations

**Strong corporations,
strong people,
strong communities**

ORIC Yearbook 2020–21





Australian Government

**Office of the Registrar of
Indigenous Corporations**

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Please be aware that this publication may contain the names and images of deceased people. The registrar strives to treat Aboriginal and Torres Strait Islander culture and beliefs with respect. We acknowledge that for some communities, it is distressing to show images of people who have passed away.

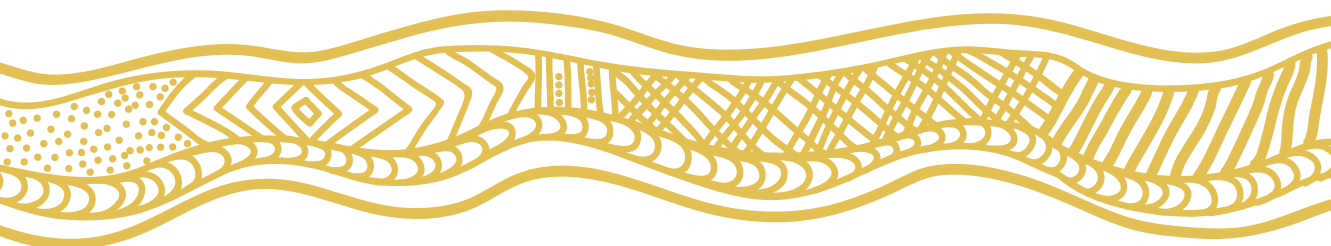
Cover image: Board meeting of Arnhem Northern and Kimberley Artists Aboriginal Corporation—ANKA. Image used with permission and thanks.

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About the registrar

The Registrar of Indigenous Corporations is an independent statutory office holder who administers the *Corporations (Aboriginal and Torres Strait Islander) Act 2006 (CATSI Act)*.

The CATSI Act has some unique features:

- ▶ Registered corporations must be **owned and controlled by Aboriginal or Torres Strait Islander people**—a majority of both members and directors must be Aboriginal or Torres Strait Islander people.
- ▶ The registrar has **special powers**, for example to appoint examiners and special administrators.
- ▶ The Office of the Registrar of Indigenous Corporations (ORIC) provides **support** to corporations to strengthen their corporate governance and conducts **research**.

ORIC **supports** corporations by:

- ▶ **advising** on how to incorporate
- ▶ **training** directors, members and key staff in good corporate governance
- ▶ **ensuring compliance** with the law
- ▶ **intervening** when needed.

About the yearbook

Although not required by legislation to produce an annual report, the registrar believes it is appropriate and good practice to publish a yearbook to inform all clients and stakeholders about the work of ORIC.

ORIC has also contributed to the 2020–21 annual report of National Indigenous Australians Agency, available via niaa.gov.au.

Highlights



Fewer new registrations:

- ▶ There were 219 **applications**—12 (5.2%) fewer than last year
- ▶ 33 applications to incorporate **lapsed or were withdrawn**—that's 13 (65%) more than the previous year



More requests:

There were:

- ▶ 8.8% more requests to change **contact details or officers**—up from 1312 to 1427
- ▶ 16.5% more requests to change **rule book**—up from 218 to 254
- ▶ 20.3% more requests for an **exemption** from various provisions of the CATSI Act—up from 606 to 729



ORIC's response times varied:

- ▶ We were quicker to process changes to a corporation's:
 - **rule book**—30.7 days shrank 14.3% to 26.3 days
 - **name**—26.7 days shrank 27.7% to 19.3 days
 - **corporation contact details or officers**—3.8 days shrank 23.7% to 2.9 days
 - **member lists**—1.9 days shrank 26.3% to 1.4 days
- ▶ We were also quicker to process requests for an **exemption**: 8.1 days shrank 13.6% to 7 days.
- ▶ To process changes to a corporation's **native title status**, we were slower—9.42 days rose 14.1% to 10.75 days.
- ▶ To process new **incorporations**, we were also slower—33.3 days jumped 43.8% to 47.9 days.

Highlights



Native title corporations have greater need:

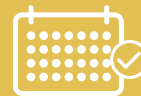
Only 6.7 per cent of registered corporations are registered native title bodies corporate (**RNTBCs**), yet:

- ▶ Of the 227 corporations subject to **complaints** in 2020–21, 61 (26.9%) are RNTBCs
- ▶ One third (33.3%) of the 78 corporations that chose to adopt the **special rules** are RNTBCs



Lots of independent directorships:

11 **vacancies** were advertised through director.oric.gov.au—that's 35% of the total number of directorships previously advertised through the site.



Epic special administration ends

The longest-running **special administration** (4 years and 7 months) ended in May 2021.



Fewer complaints

Every year for the last 3, there have been **fewer complaints**. This year there were 403, less than half the number received during 2017–18 (827).



oric.gov.au visitors and visits

129,673 people visited the **ORIC website** in 263,408 visits. That's 18% more visitors and 16.5% more visits.



A bumper year for downloading fact sheets:

The most popular **fact sheet** was 'A corporation's rule book: what you need to know'. Its downloads rose by 115%, from 876 to 1881.



LinkedIn followers growth:

ORIC started the 2020–21 year with 144 LinkedIn followers and on 30 June 2021 we had 473—an increase of 329 **followers** or 228 per cent.

Registrar's year in review

As we all know, the global pandemic that emerged last year has persisted, adapted and spread through this one. In turn our collective response has shifted focus, from optimising personal and social hygiene (still essential!) to living with sudden and sometimes prolonged restrictions on our movement and gatherings, and vaccinating as many people as possible, as fast as possible.

For Aboriginal and Torres Strait Islander people, the threat is especially serious, and our people will suffer and succumb to the disease in disproportionate numbers if we do nothing. We are vulnerable; and must overcome any hesitancy to vaccination. I commend Aboriginal health and medical services around the country for their consistent, sensitive support of our communities during this extremely challenging time.

At ORIC we have continued to adjust our work practices in response to Covid. After a 12-month hiatus, our face-to-face governance training program resumed in March 2021 with additional measures to protect vulnerable people and communities. And this year, dozens more corporations adopted (or extended) the special rules we introduced last year to enable corporations to continue to operate during the pandemic. Some have since opted to permanently institute the rules around using technology for meetings. One corporation explained that the special rules 'have made conducting our corporation's day-to-day business a whole lot easier' and that board members 'have all adapted to using this new technology'. I'm not sure that amounts to a silver lining but it's a good reminder of another saying, that necessity is the mother of invention.

We have also continued our drive to become a more empathetic regulator. This year, we began overhauling our (hundreds of) operational procedures, including all the templates we use to notify corporations of decisions we have made. The aim is to develop—and sustain—a clear and consistent approach to all our work, attend to issues early, and respond calmly and supportively to corporations



experiencing tensions, challenges and conflicts. This year we made a small but significant shift in our approach to monitoring corporations' compliance with their annual reporting obligations. Rather than only sending reminders about approaching deadlines—and warnings about the risk of prosecution—this year we sent a message of *thanks* to 758 corporations who managed to lodge their reports early. One short reply to that message indicated how important such steps can be: 'Thank you so much. That is actually very special to me, and appreciated more than you can imagine. It's been a tough year.'

To optimise our services to Aboriginal and Torres Strait Islander corporations, we have plenty more work to do, and some of that work is best done as a whole staff in a dedicated face-to-face gathering. Three times this year we scheduled a professional development exercise with the aim of building our skills in key areas such as strategy, risk and conflict resolution. And three times we were thwarted by outbreaks of the virus and consequent border restrictions.

It's also been a disruptive year for ORIC in terms of legislative and administrative change. The comprehensive review of the CATSI Act that began last year continued, with a report on the

Selwyn Button,
photographed by Attila
Csaszar for the *Australian
Financial Review*, April 2021.

first round of consultations followed by an extensive second round, the final report and the draft bill to amend the act.

Meanwhile on 3 February 2021, the Australian Government passed the *Native Title Legislation Amendment Act 2021*, which in effect changed the *Native Title Act 1993* as well as the CATSI Act and the regulations for both. The changes took effect on 25 March 2021, and there is a body of work to do in response, both within ORIC and in supporting native title corporations to comply with the new requirements. Most substantially, all RNTBCs need to:

- ▶ update their rule books to accommodate new requirements in relation to membership and dispute resolution, and
- ▶ from now on, certify every native title decision they make.

I welcome those amendments to the Native Title Act, but there is further action required, to address the regulatory vacuum in relation to how native title benefits are managed. Watch that space.

Selwyn Button

October 2021

About ORIC

Vision

Strong corporations, strong people, strong communities

Aboriginal and Torres Strait Islander corporations play an important role in the lives of Aboriginal and Torres Strait Islander people and their communities, as well as in the broader Australian society. Our vision is of well-governed corporations that inspire trust in the sector and provide high-value services and benefits to members and communities.

To achieve that vision, ORIC staff operate within a framework that covers:

- ▶ our regulatory approach
- ▶ the risks we identify
- ▶ how we categorise and prioritise cases
- ▶ how we measure our performance.

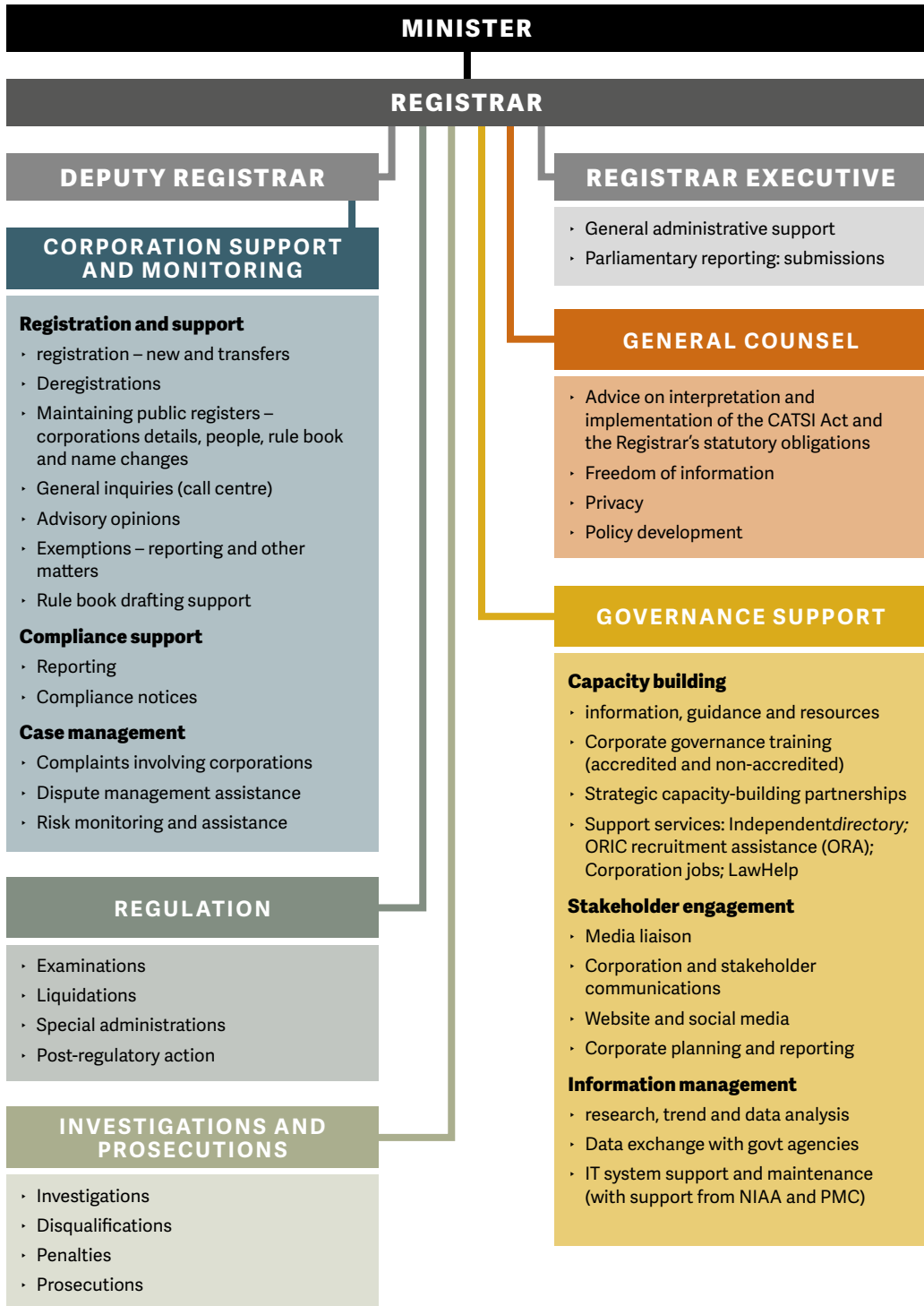
Our work is also directed by our strategic plan and corporate plan. Our corporate documents are available online at oric.gov.au/about-us.

Budget

The registrar's budget allocation for 2020–21 was \$7.38 million from departmental funding. We also received \$1 million from administered funds—the final annual allocation of the \$4 million over 4 years that then Minister for Indigenous Affairs, Nigel Scullion, announced on 5 July 2017.

The departmental allocation for 2020–21 was \$879,000 less than the previous year's allocation of \$8.259 million; and the administered allocation was the same: \$1 million. ORIC's total budget was \$8.38 million—\$879,000 less than in 2019–20.

Organisational structure



Office locations



Staff

Excluding 4 casual staff (employed to assist with peak periods), at 30 June 2021 ORIC had 38 employees or 34.5 full-time equivalent (FTE) staff. Our FTE was 4.1 fewer than last year, and:

- ▶ 19 people were attached to the Canberra office
- ▶ 19 were working from a regional office
- ▶ 20 staff—52.6 per cent—identified as Aboriginal and/or Torres Strait Islander
- ▶ 22 staff—57.9 per cent—were women
- ▶ 2 staff—5.3 per cent—were part-time.

Senior management

Senior managers at 30 June 2021:

- ▶ Selwyn Button, registrar
- ▶ Gerrit Wanganeen, deputy registrar
- ▶ Angus Hudson, general counsel
- ▶ Lisa Hugg, manager, governance
- ▶ Catherine Turtle, manager, southern hub
- ▶ Hannah Roe, manager, northern hub
- ▶ Trish Mu, manager, investigations and prosecutions
- ▶ Kevin Vu, manager, regulation

Performance Reporting

ORIC continues to measure its performance by output, which helps us to understand the efficiency of our operations. We are also building capability to measure our impact on good governance and trust in the Aboriginal and Torres Strait Islander sector—our outcomes. We're building a new database and interfaces for the registers to better serve corporations, and as part of that, we are establishing new mechanisms for tracking the longer-term impact of training and regulatory action.



Establishing

The registrar is responsible for administering the CATSI Act. This involves creating a sustainable regulatory framework to give effect to the legislation.

Conduct research

This yearbook presents aggregated data, with minimal interpretation, on the full range of functions of the registrar. ORIC also usually publishes the following:

- ▶ an annual report on the activities and growth of the 500 highest-earning corporations—the Top 500 report
- ▶ an annual statistical report on external administrations
- ▶ a twice-yearly statistical report on complaints about corporations.

In June 2020 ORIC engaged the University of Queensland to collaborate on a project to identify and document less tangible factors and mechanisms (beyond monitoring and enforcing compliance) that contribute to governance success in Aboriginal and Torres Strait Islander corporations. During 2020–21 the project team faced challenges arising from Covid such as reduced opportunities for in-person engagement and competing pressures on corporations' time available to participate. The project will continue until 2022.

In April 2021 ORIC initiated a project with Loomio, a platform for online discussion and decision-making—to supplement real-time meetings. The aim is to investigate how well Loomio works for the boards of Aboriginal and Torres Strait Islander corporations, to save time, enhance their decision-making process and outcomes, and to form a clear record and thereby strengthen accountability to members. This project will also continue until 2022.

Statistical reports

In 2020–21 the registrar published the following statistical reports:

- ▶ an annual report on corporations entering external administration—including special administrations, voluntary administrations and creditors' voluntary wind-ups
- ▶ bi-annual reports on complaints involving corporations, their nature (by category), their frequency and complexity, and their concentration within each state and territory.

In 2020–21 there were 5 external administration appointments at corporations located in Qld, SA, WA, NSW and NT, and the sector with the most corporations entering external administration was health services. The main reason for the appointment of an external administrator was disputes, poor management and risk of viability/solvency. But in 50 per cent of all cases, a special administrator was also appointed due to a request from the board of directors.

Most external administrations were special administrations under the CATSI Act, which restructured corporations and returned them to member control.

Table 1. External administrations by type, for the past 5 years

Appointment type	2016–17	2017–18	2018–19	2019–20	2020–21
Special administration	8	6	7	9	4
Receiver appointed	0	0	0	1	0
Deed of company arrangement	0	0	0	1	0
Voluntary administration	0	0	2	0	0
Provisional wind-up	0	0	0	0	0
Members' voluntary wind-up	0	1	1	0	0
Creditors' wind-up	0	1	0	0	0
Court wind-up	0	1	0	1	1
TOTAL	8	9	0	12	5

Consistent with the last few years, in 2020–21 Queensland corporations were the subject of a proportionally high number of complaints—31.8 per cent, though they represent only 25.0 per cent of all corporations. Conversely, Northern Territory corporations were the subject of 8.1 per cent of complaints, though they represent 20.6 per cent of all corporations; Western Australia corporations were the subject of only 19.0 per cent of complaints, though they represent 24.8 per cent of all corporations.

Develop policy

As a stakeholder in Aboriginal and Torres Strait Islander affairs, ORIC is consulted in relation to policy reform or new initiatives. Requests for input may come from ministers, government departments or agencies, or parliamentary committees and may be informal or formal.

In 2020–21 ORIC’s external policy work was concentrated on contributing to legislative reviews of the CATSI Act and Native Title Act. That said, we also joined an advisory group for NIAA’s project ‘Strengthening organisational governance policy’. The project is evaluating the agency’s policy (since 2014) to require Indigenous corporations that apply for more than half a million dollars under the Indigenous Advancement Strategy to be incorporated under Commonwealth legislation, and aims to assess:

- ▶ the extent to which incorporation under Commonwealth legislation improves’ organisations’ capacity for service delivery and mitigates the risk of service failure, and
- ▶ whether the proposed policy and measures to support the transition (through ORIC’s usual business) are appropriate.

The project is ongoing.

Understand sector risks and issues

In accordance with ORIC’s strategic risk framework, we have a risk working group that collects information staff receive in the course of their daily work and—periodically—plans a response. The issues identified by the risk working group are fed into our annual planning process where we plan responses

to address those risks. This work guides our regulatory activities, training, how we prioritise our assistance in relation to complaints and disputes, the general information we provide and the communication activities we undertake.

This year, there were business continuity challenges for almost all corporations due to the pandemic—deferral of meetings; disruption to operations; challenges with supply chains, cash flows and so on. There are also longer-term implications due to economic uncertainty. For Aboriginal health services there are clear risks, with a shortage of doctors and nurses restricting operations and causing costs to balloon.

Engage stakeholders

Engaging and consulting with government and industry stakeholders is a regular part of ORIC's work. We also engage with other national, state and territory regulators and enforcement bodies. We use the opportunity to gather their feedback on our services and regulatory activities, as well as issues relevant to the sector and regulation. This information is also used to inform our annual planning.

ORIC helps to inform the broader community about Aboriginal and Torres Strait Islander corporations and ORIC's regulatory activity through a range of communication activities and consultation.

oric.gov.au

The ORIC website at oric.gov.au has a range of information and resources for and about Aboriginal and Torres Strait Islander corporations. Interested people can:

- ▶ download corporations' public documents
- ▶ access statistical reports
- ▶ find a list of prosecution outcomes
- ▶ sign up for news and media releases.

It's also a portal through which, for example, corporations can:

- ▶ lodge their documents
- ▶ advertise job vacancies
- ▶ register for training.

- ▶ In 2020–21 129,673 people used the ORIC website in 263,408 sessions. Relative to last year, that's 18 percent more visitors and 16.5 per cent more visits. Of those, 140,719 sessions (53%) involved a search of the public register. On average users viewed 3.13 pages per session (up from 2.39 in the previous year).

Media releases

The registrar issues regular media releases on significant developments or events affecting Aboriginal and Torres Strait Islander corporations.

In 2020–21 the registrar issued 22 [media releases](#), all of which are available on the ORIC website.

Social media

For a few years now, ORIC has shared news and stories through the [indigenous.gov.au](#) social media accounts on Facebook, Twitter and Instagram. Throughout the 2020–21 year we posted occasional tweets for the registrar at @RegIndig.

In December 2019 we took control of ORIC's LinkedIn page, to share news and job vacancies in both ORIC and Aboriginal and Torres Strait Islander corporations. We started the 2020–21 year with 144 followers and on 30 June 2021 we had 473—an increase of 329 followers or 228 per cent.

Spotlight on...

We publish a monthly news story—with a focus on good governance—about an Aboriginal or Torres Strait Islander corporation working to benefit its members and Aboriginal and Torres Strait Islander people and communities. For the featured corporation, it's an affirmation of their efforts and achievements. For the broader public it's a way to learn more about this vibrant, diverse sector.

JULY
2020



No ceiling, no box:
Gr8motive Aboriginal and
Torres Strait Islander Corporation

AUG
2020



Breathing in Mannalargenna: Melythina
Tiakana Warrana (Heart of Country)
Aboriginal Corporation

SEPT
2020



Collective self-determination:
Ironbark Aboriginal Corporation

OCT
2020



Iwantja artists awash with awards: Iwantja
Arts and Crafts Aboriginal Corporation

NOV
2020



The housing half of holistic health:
Anyinginyi Health Aboriginal Corporation

DEC
2020



Toward water justice: Gunaikurnai Land and
Waters Aboriginal Corporation RNTBC

Spotlight on...

JAN
2021



Recognising Budj Bim:
Gunditj Mirring Traditional Owners
Aboriginal Corporation RNTBC

FEB
2021



**Australia's biggest native title
settlement clears final hurdle:**
South West Aboriginal Land & Sea
Council Aboriginal Corporation

MAR
2021



Grounding Anangu in Adelaide:
Iwiri Aboriginal Corporation

APR
2021



**All Aboriginal health care at
Manayingkarirra: Mala'la Health Service**
Aboriginal Corporation

MAY
2021



Strengthening lililwans and bigiswun kids:
Marninwarntikura Fitzroy Women's Resource
Centre (Aboriginal Corporation)

JUNE
2021



**Backgrounding cattle,
foregrounding community:**
Beemurra Aboriginal Corporation

Events and community activities

ORIC participates in and organises a range of events and community activities to engage with the general community and improve our understanding of their interests and concerns. We also use these opportunities to share information about the CATSI Act and good governance, data on the sector and news about corporation achievements.

Activities in person were limited due to the pandemic however staff were able to attend events such as the celebration in Darwin marking 20 years of Ironbark Aboriginal Corporation; a networking event of Commonwealth managers in the Northern Territory; a NAIDOC panel event with CPA Australia to celebrate Indigenous businesses and others operating in the Indigenous space in the Northern Territory.

COMMUNITY AND CULTURE

Once a year ORIC aims to gather all staff together for face-to-face training, reflection and planning. In 2020–21 we made 3 attempts to gather but each time we were thwarted by Covid restrictions.

ORIC staff may take up to 3 days' paid leave per year to participate in cultural or ceremonial activities and/or 2 months' leave without pay for cultural activities. In 2020–21, ORIC staff used 4.53 days of leave for 'cultural and ceremonial' reasons plus 5 days of leave for NAIDOC Week.

PARTNERSHIPS

ORIC maintains partnerships with a range of organisations for different purposes. As at 30 June 2021 we had current **memorandums of understanding** (available on our website) with the following organisations:

- ▶ Australian Securities and Investments Commission
- ▶ Australian Charities and Not-for-profits Commission
- ▶ National Native Title Tribunal and Torres Strait Regional Authority
- ▶ Australian Taxation Office.

To provide our pro bono legal assistance service, LawHelp, in 2020–21 we worked with 14 of Australia’s leading law firms:

- ▶ Allens
- ▶ Ashurst
- ▶ Australian Government Solicitor
- ▶ Baker & McKenzie
- ▶ Bradley Allen Love Lawyers
- ▶ Castledine Gregory Law & Mediation
- ▶ Clayton Utz
- ▶ DLA Piper Australia
- ▶ Herbert Smith Freehills
- ▶ Holding Redlich
- ▶ HWL Ebsworth Lawyers
- ▶ Jackson McDonald
- ▶ Minter Ellison
- ▶ Taylor David Lawyers.

Amend legislation and regulations

To operate effectively and efficiently as a regulator, the registrar and ORIC need the driving legislation—the CATSI Act—to be clear, robust and appropriate to meet the needs of Aboriginal and Torres Strait Islander corporations, people and communities.

This year, the comprehensive review of the CATSI Act continued, and the Native Title Act was amended with implications for the CATSI Regulations.

On 31 July 2020 National Indigenous Australians Agency (NIAA) reported on matters raised during the first phase of consultations as part of the comprehensive review of the CATSI Act. It then initiated a second round of consultations, which continued through to 2 October 2020. NIAA’s final report of the review was released on 16 February 2021. Just in time for the end of the financial year, on 30 June the CATSI Amendment Bill exposure draft and supporting materials were published.

Meanwhile, on 25 March 2021, the *Native Title Legislation Amendment Act 2021* (NTLA Act) came into effect. That law alters both the *Native Title Act 1993* and the CATSI laws. Some of the reforms require existing RNTBCs to change their rule books, to:

- ▶ include a process for resolving disputes between the RNTBC and people who claim to hold native title
- ▶ provide for either direct or indirect representation of all native title holders
- ▶ remove the discretion of directors to refuse membership of native title holders and limit the grounds for cancelling their membership

Other reforms necessitate operational and regulatory changes. For example, the NTLA Act:

- ▶ requires RNTBCs to certify every native title decision they make
- ▶ enables native title holders to ask the registrar to advise on whether a certificate complies with the native title regulations
- ▶ provides a new ground for the registrar to place an RNTBC under special administration—where it has seriously failed to comply with its native title obligations.

Registering

Provide pre-registration service

Pre-registration meetings with groups

ORIC staff often field queries from groups of Aboriginal and Torres Strait Islander people who are thinking about incorporating, and wanting more information about their options. Some conversations occur over the phone; in other cases, an ORIC officer will meet with the group to discuss options and determine whether registering under the CATSI Act is appropriate in their circumstances. This pre-registration service is also available to groups that are already incorporated under alternative legislation, and considering transferring their registration to the CATSI Act.

Pre-registration workshops with groups

A portion of the corporation-specific training that we run is to assist groups who are planning to incorporate for the first time, transfer their existing registration or amalgamate with another organisation. We provide information on the requirements and process, and help develop a constitution (rule book) that is consistent with the CATSI Act.

Draft rule books

ORIC recommends that corporations regularly review their rules to make sure directors and members can understand them, and the rules work well for their corporation's changing circumstances. ORIC provides a number of model rule books on its website, and offers assistance to corporations to create or revise their rule book. In many cases this service is combined with a preregistration workshop mentioned above.

In the last months of 2020–21, in response to the Native Title Act amendments, ORIC supported new RNTBCs to create rule books that comply with the new laws. We also began the process of revising the model rule book for RNTBCs, and preparing guidance for corporations on the transitioning to the new arrangements.

Register corporations

At 30 June 2021 there were 3352 corporations registered under the CATSI Act. The year before there were 3357. That’s a net decrease of 5 corporations, attributable to a combination of a decline in the rate of applications to register, and project to deregister dormant corporations. The net reduction includes 172 new incorporations, 3 transfers in, one reinstatement, 0 transfers out and 181 deregistrations, 156 of which occurred in December 2020 at the registrar’s instigation.

Of the 3352 corporations, 226 (6.74 per cent) are RNTBCs.

Figure 1. Registered and new corporations from 1994–95 to 2020–21

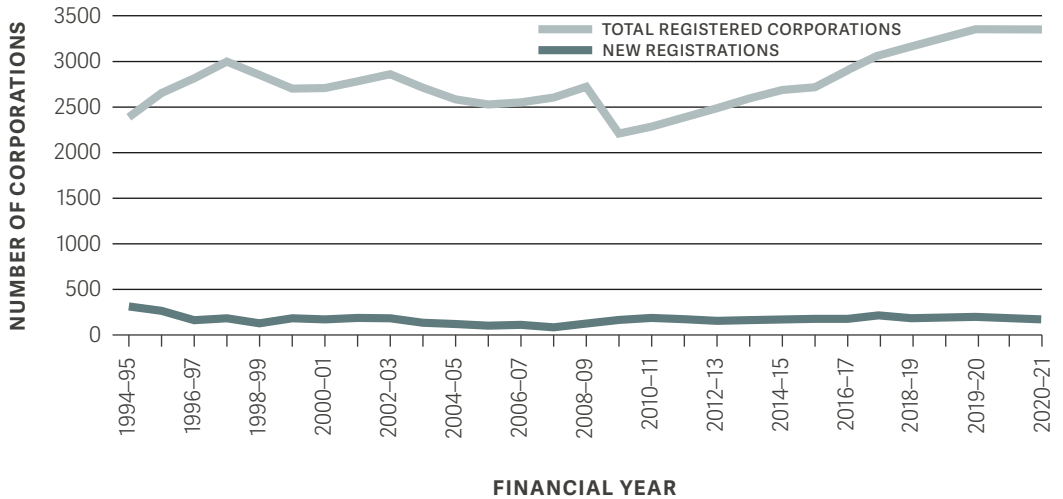
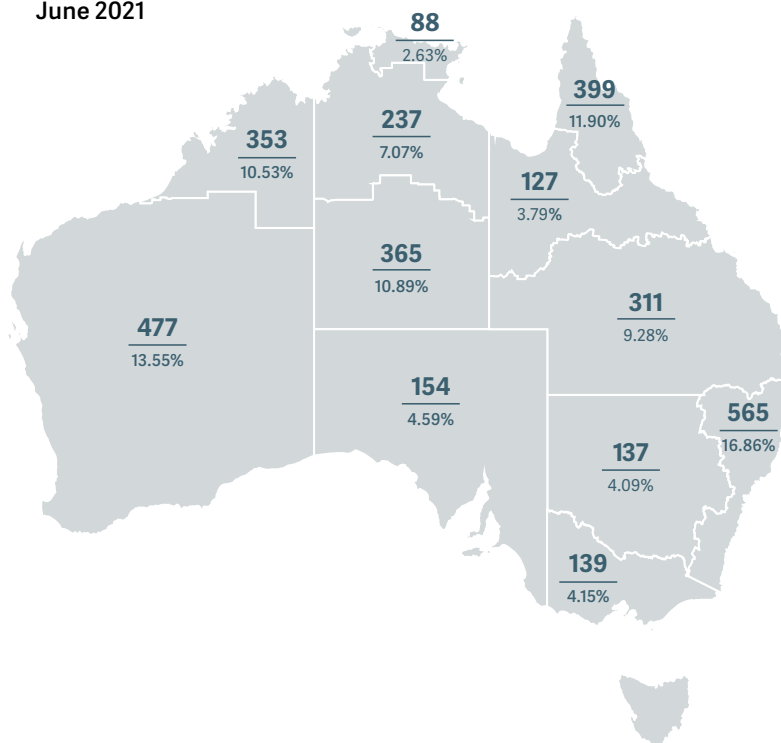


Table 2. Number of registered corporations by region as at 30 June 2021

	No. of corps	% of total
Eastern NSW	565	16.86
Greater Western Australia	477	13.55
Far North Queensland	399	11.90
Central Australia	365	10.89
Kimberley	353	10.53
South Queensland	311	9.28
Top End & Tiwi Islands	237	7.07
South Australia	154	4.59
Victoria & Tasmania	139	4.15
Western NSW	137	4.09
Gulf & North Queensland	127	3.79
Arnhem Land & Groote Eylandt	88	2.63
TOTAL	3352	100

Figure 2. Number of registered corporations by region as at 30 June 2021



New registrations

During 2020–21 there were 175 new registrations—14 fewer than the previous year. This includes 3 transfers of registration to the CATSI Act from other incorporation legislation and 1 reinstatement. The year before, 7 of the 189 registrations were transfers and 0 were reinstatements.

Table 3. Requests to incorporate

Requests to incorporate	16–17	17–18	18–19	19–20	20–21
Received	210	205	235	231	219
Actioned:	215	209	223	220	217
▶ approved	177	183	193	189	175
▶ refused	27	12	6	12	9
▶ lapsed/withdrawn	11	15	24	20	33

Requests to register a corporation were processed in an average of 47.9 days—14.6 days longer than last year's figure of 33.3 days.

Deregistrations

There were 181 deregistrations this year, compared with 30 corporations that were deregistered in 2020–21—an increase of 600 per cent. The reason was a registrar-initiated bulk deregistration (under s546-5) of 156 dormant corporations.

Register documents and changes

ORIC receives a range of information, forms and reports that need to be added to or update information on the Register of Aboriginal and Torres Strait Islander Corporations. This year ORIC processed 5642 registration jobs (5698 including registrar-initiated jobs).

The range of jobs requiring changes to the register includes:

- ▶ change corporation name
- ▶ change corporation address and/or other contact details
- ▶ change directors, contact persons or secretaries
- ▶ change rule book
- ▶ lodge updated membership list
- ▶ change native title status
- ▶ lodge general, financial and directors' reports.

Table 4. Sample of registration activity in the last 5 years

Requests to change rule book	2016–17	2017–18	2018–19	2019–20	2020–21
Received	268	235	232	218	254
Finalised:	264	237	215	221	244
▶ approved	249	218	201	167	187
▶ refused	15	19	13	54	57
Average processing time in days	n/a	20.97	23.52	30.72	26.26
Requests to change name					
Received	17	24	26	28	29
Finalised:	16	25	25	28	28
▶ approved	16	22	23	22	23
▶ refused	0	3	2	6	5
Average processing time in days	n/a	34.8	15.64	26.68	19.29
Requests to change a corporation's contact details or details of directors, contact person or secretary					
Received	1308	1328	1323	1312	1427
Finalised	1317	1325	1303	1317	1426
Changes applied to the public register	1284	1289	1280	1273	1355
Average processing time in days	n/a	1.8	2.8	3.8	2.93

Notes: Some requests received during 2020–21 were carried over into the next year. Where a request to change details for a contact person or other officer is not approved, usually the reason is that the person making the request is not authorised to change those details.

Depending on the type of changes required to the register, the time to process them varies.

Table 5. Average processing time for each kind of change request

Type of change request	Average processing time in days
Rule book	26.26
Corporation name	19.29
Contact details for corporation or officers	2.93
Member list	1.39
Native title status	10.75

Figure 3. Requests to change rule book

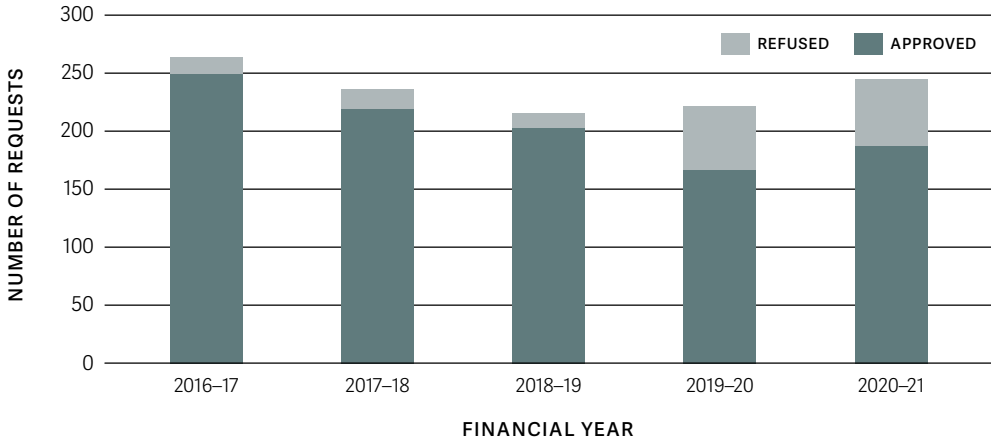


Figure 4. Requests to change name

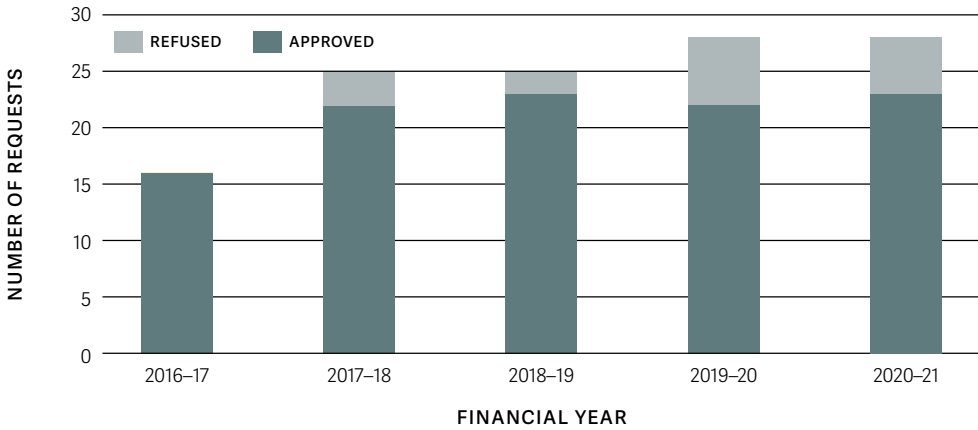
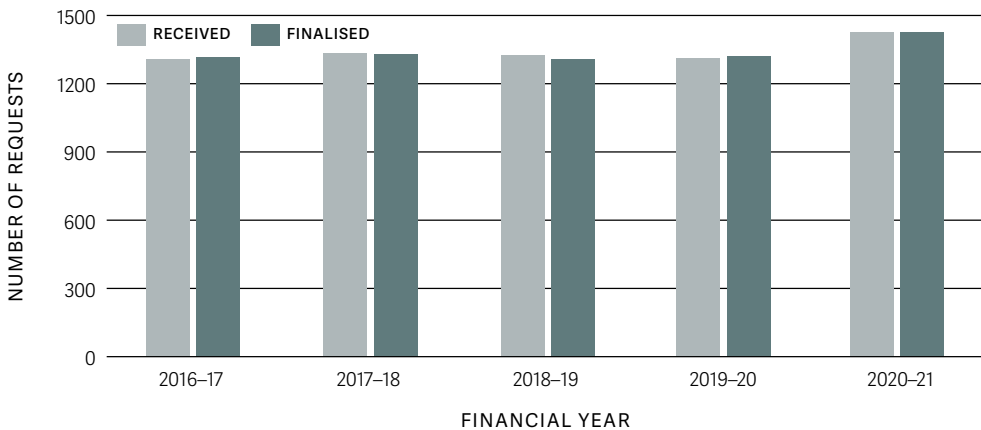


Figure 5. Requests to change corporation contact details or details of contact person, secretary or director/s



Registrar-initiated rule book changes

Last year we reported on the special measures available to corporations in response to bushfires and Covid-19. The rules allowed corporations to:

- ▶ postpone or cancel a meeting after it was called
- ▶ more easily pass resolutions without meeting
- ▶ meet virtually.

In 2019–20, 50 corporations adopted the special rules. By default, the rules were set to expire on 30 November 2020. During 2020–21, 7 corporations requested to extend the term of their special rules to 31 May 2021; and 25 corporations adopted the special rules.

There were 3 other changes to rule books initiated by the registrar: 2 to correct errors and one to reflect a change of corporation name.

Exemptions

The registrar has the power to grant exemptions in relation to particular sections of the CATSI Act. The power enables the registrar to adapt the legislation to meet the individual circumstances of Aboriginal and Torres Strait Islander corporations. The registrar’s policy statement [**PS-07: Exemptions**](#) provides more detail.

In 2020–21 ORIC processed 729 applications for exemptions from various provisions of the CATSI Act, up 21.9 per cent from the previous year. On average, applications for exemptions were processed in 7 days, down from 8.1 days.

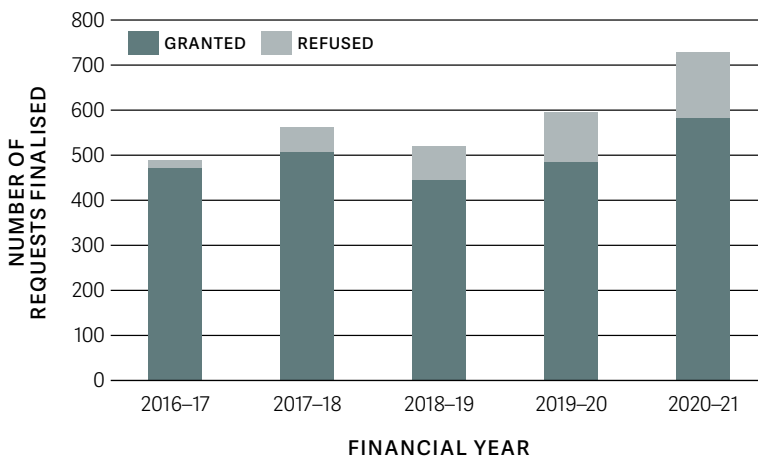
Table 6. Requests by exemption type, 2020–21

Exemption type	Received	Finalised	Granted	Refused
Extension of time to hold AGM	401	404	329	75
Exemption in relation to record keeping and reporting requirement	242	241	194	47
Exemption in relation to meetings	31	31	18	13
Exemption in relation to directors	29	28	22	6
Exemption in relation to members	21	20	16	4
Exemption in relation to member approval for related party benefit	5	5	2	3
TOTAL	729	729	581	148

Note: Some requests finalised were received in the previous financial year and some received are carried over to next financial year.

Table 7. Exemption requests received and finalised in the last 5 years

Exemptions	2016–17	2017–18	2018–19	2019–20	2020–21
Received	485	563	521	606	729
Finalised:	488	562	520	598	729
▶ granted	467	506	444	485	581
▶ refused	21	56	76	113	148

Figure 6. Exemptions

Lodgement of forms and reports online

ORIC provides forms for corporations to register and meet their reporting and other obligations under the CATSI Act. To optimise accuracy of the information and efficiency of the process, we encourage corporations to use ORIC's secure system for online lodgement at online.oric.gov.au. When a corporation needs to lodge a report or update their details, they can log in and their corporation's registered information will pre-populate the relevant form. In that way they can easily revise their information and instantly lodge it with the registrar. To ensure access for all, we still provide PDF versions of our forms, which corporations can download, print, complete, scan and return.

Each year we see a steady increase in the percentage of forms and reports submitted through the registrar's online lodgement system. This year:

- ▶ 67 per cent of all forms were submitted online—the same percentage as last year.

- ▶ 81.8 per cent of general reports were submitted online—2.2 per cent less than last year.

The rate of corporations' compliance with their annual reporting obligations will be addressed later in this document. See 'Promote timely lodgement of annual reports'.

Figure 7. Forms and reports lodged online from 2009–10 to 2020–21

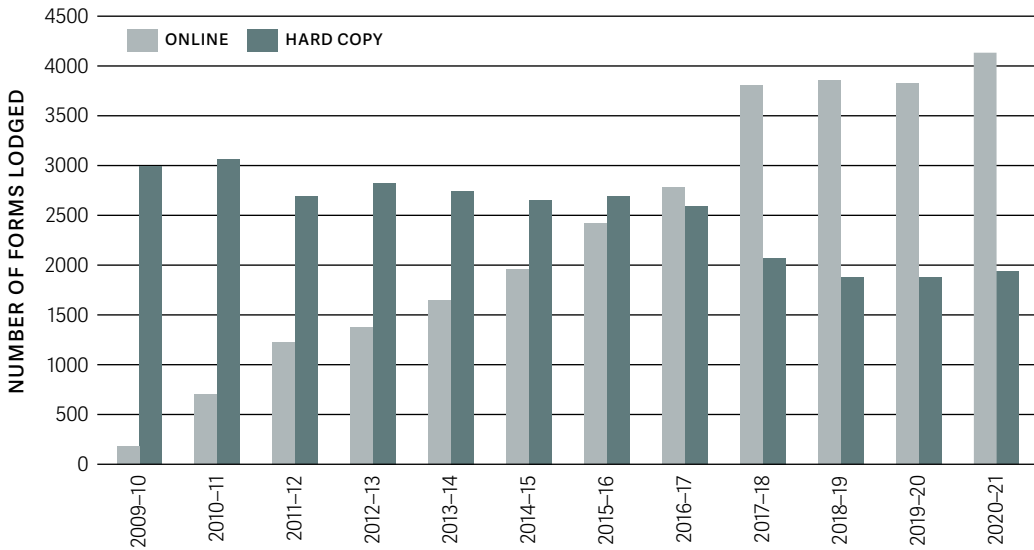
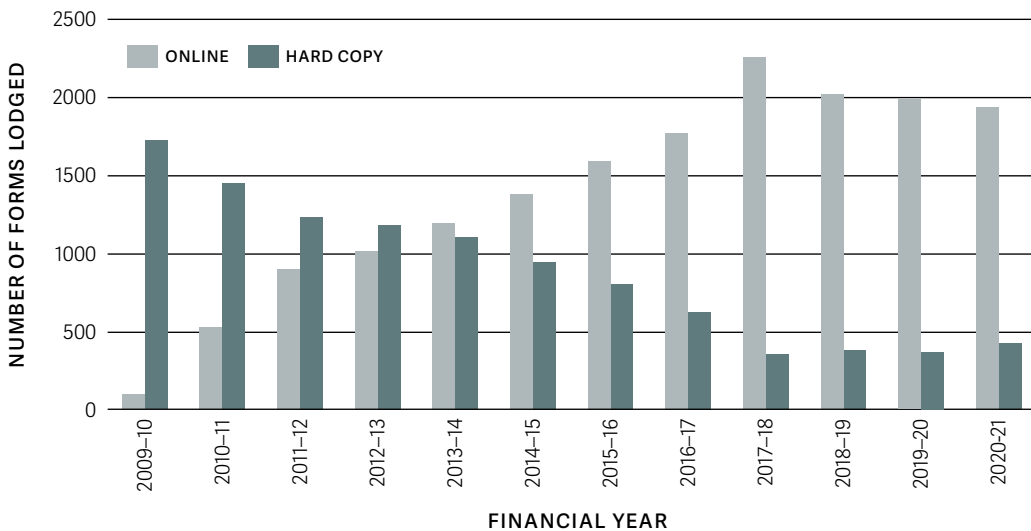


Figure 8. General reports lodged online compared to hard copy from 2009–10 to 2020–21



Provide access to public registers

ORIC manages the Register of Aboriginal and Torres Strait Islander Corporations and makes part of it—contact details and certain documents about each corporation such as financial reports and regulatory actions by ORIC—publicly accessible on the web. We also manage and publish online the Register of Disqualified Officers. Maintaining and providing access to these information resources is a highly valued service provided by ORIC.

In 2020–21 there were:

- ▶ 140,719 website visits to search the public Register of Aboriginal and Torres Strait Islander Corporations—which is 9.4 per cent more than the previous year (128,652 sessions). Around 47% all visitors to the ORIC website end up on a corporation search result page.
- ▶ 1150 visits to the Register of Disqualified Officers.

	16–17	17–18	18–19	19–20	20–21
Register of Aboriginal and Torres Strait Islander Corporations	91,180	103,588	111,677	128,652	140,719
Register of Disqualified Officers	599	436	424	446	1150

Supporting

The registrar's functions include supporting Aboriginal and Torres Strait Islander corporations to succeed and promoting good governance.

Provide corporate governance training

ORIC delivers corporate governance training to corporations that are either registered under the CATSI Act or planning to be. The training supports good governance and works to:

- ▶ build knowledge and skills among the directors, staff and members who participate in the programs
- ▶ increase the efficiency and accountability of the directors and staff of corporations
- ▶ ultimately, strengthen Aboriginal and Torres Strait Islander communities.

Training is delivered by ORIC staff and external contractors, most of whom are Aboriginal and Torres Strait Islander people.

Scheduled courses are listed on the ORIC website at [oric.gov.au/training](https://www.oric.gov.au/training) with an online form to apply to participate. Customised training, adapted to the individual needs of corporations, is also available on request. The registrar encourages directors, members and staff of corporations to apply for corporate governance training. The range of courses on offer this year was:

- ▶ Two-day Governance Workshop—a compressed form of the ICG
- ▶ Diploma of Aboriginal and Torres Strait Islander Governance—the highest level of accredited training, which this year took place online for the first time
- ▶ corporation-specific training (CST)—tailored to the particular needs and circumstances of corporations that request training

In March 2020, ORIC's training program was halted due to the unacceptable risk of spreading Covid-19, and resources were diverted to supporting corporations to hold online meetings and to early-stage development of online learning materials.

In March 2021 the program resumed, and in the 4 months to 30 June we delivered **training to 247 participants** from 113 corporations. Excluding the diploma sessions, there were 23 workshops in total (14 **two-day governance workshops** and 9 **corporation-specific workshops**).

Table 8. Participation in training—5 years

	Target	2016–17	2017–18	2018–19	2019–20	2020–21
Number of participants	1000	943	1058	880	513	253
Number of corporations	162	260	254	276	224	102
Participants that reported a significant or very significant increase in corporate governance knowledge	90%	92.1%	97.42%	84%	80%	n/a*

Note: this year we reviewed our strategy for evaluating workshops. Delivery challenges throughout the year also limited the sample size and therefore the significance of the results.

Figure 9. Participation in all training—5 years

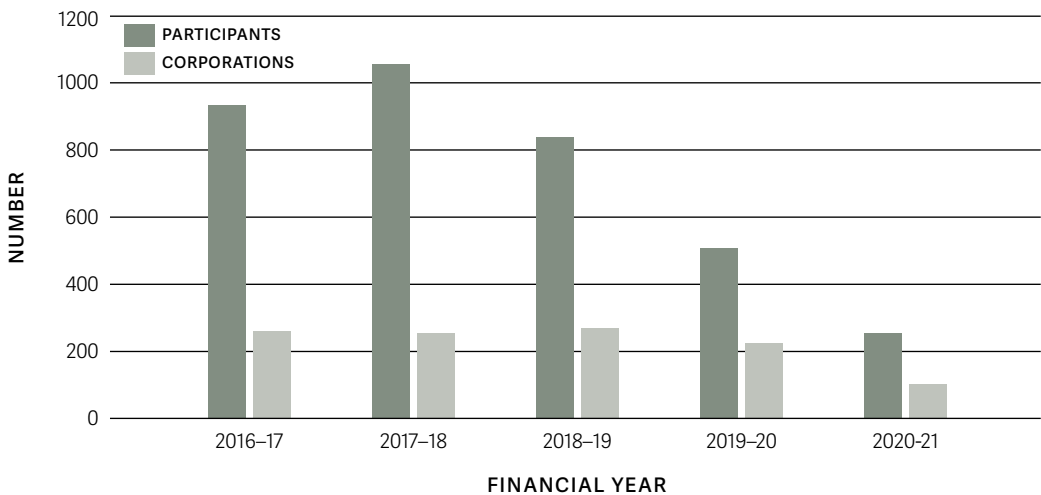
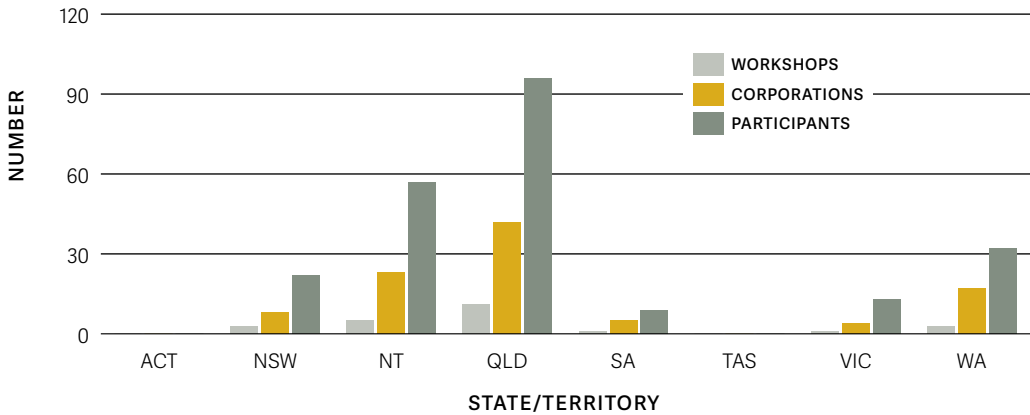


Figure 10. All training courses by state and territory



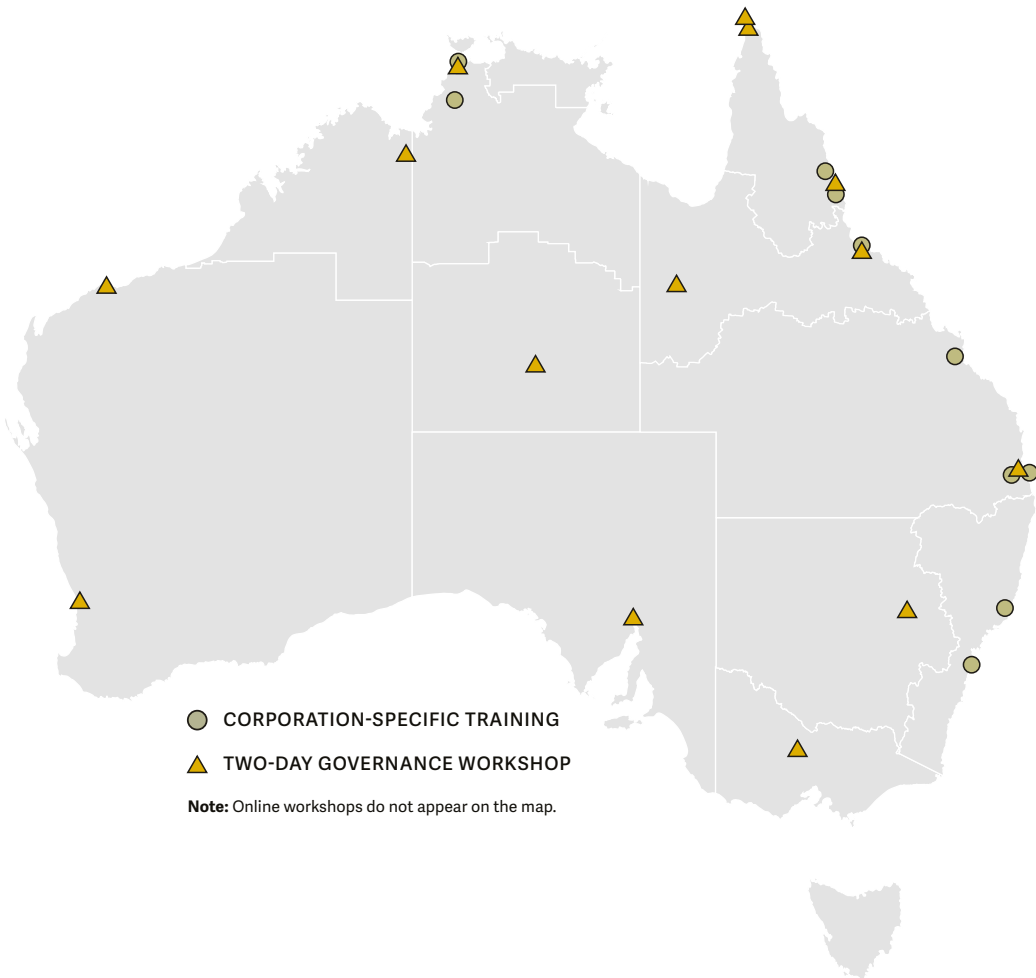
Training locations

Every year as part of our annual planning for training activities we analyse a range of factors including:

- ▶ attendance and retention rates for previous training workshops
- ▶ cost-effectiveness
- ▶ demand/requests for training
- ▶ emerging regulatory risks, priorities and issues.

Due to the Covid pandemic, this year, ORIC’s training program was limited. With a view to optimising the program’s effectiveness, we surveyed corporations about their preferences in relation to location, timing and duration. The results indicated a strong preference for the 2-day workshop over the 3-day workshops format previously offered. It also gave us a good sense of the best locations and timings for training. Having carefully planned each workshop with additional measures to protect vulnerable people and communities, some workshops were merged, postponed or cancelled due to low enrolments, lockdowns or restrictions on interstate travel.

Ultimately, training was concentrated in Queensland. It had the most workshops (11), the most corporations involved in training (42) and the most participants (96).

Figure 11. Locations of all training provided

Two-day Governance Workshop

Generally, ORIC's 2-day governance workshops take place in community locations and are run by ORIC's regional officers, with sensitivity to cultural protocols and ways of learning.

In 2020–21 ORIC delivered 14 Two-day Governance Workshops in 13 regional and remote locations, as listed in the table below. A total of 161 people, representing 89 corporations, participated.

Table 10. Two-day Governance Workshops in 2020–21

Date	Location	State/territory	Number of corporations	Number of participants
3–4 March	Darwin	NT	7	12
10–11 March	Perth	WA	7	11
24–25 March	Dubbo	NSW	6	9
20–21 April	Cairns	QLD	10	14
20–21 April	Port Augusta	SA	5	9
5–6 May	Kununurra	WA	8	11
11–12 May	Thursday Island	QLD	6	9
11–12 May	Karratha	WA	2	10
18–19 May	Bendigo	VIC	4	13
19–20 May	Darwin	NT	8	12
26–27 May	Brisbane	QLD	9	16
26–27 May	Alice Springs	NT	6	18
10–11 June	Bamaga	QLD	5	6
23–24 June	Townsville	QLD	6	11
TOTAL			89	161

Accredited training

To cater for Aboriginal and Torres Strait Islander people who want to extend their corporate governance knowledge and management skills, in 2020–21 ORIC began an online accredited training course in business governance: the Diploma of Aboriginal and Torres Strait Islander Governance. This course will run over a 12-month period, until March 2022.

Corporation-specific training

Corporation-specific training (CST) workshops are usually held at a corporation’s premises or a central venue within a community. The training is conducted over one or two days and is adapted to meet a corporation’s needs. The standard workshops are:

- ▶ rule book design and re-design
- ▶ corporation/post-administration governance training
- ▶ corporation support and mentoring.

In 2020–21 ORIC delivered 13 CST workshops for:

- ▶ 13 corporations
- ▶ 92 participants.

Table 11. CST workshops

Date	Location	State/territory	Number of corporations	Number of participants
2 September	Mossman	QLD	1	5
30 September	Darwin	NT	1	3
16 October	Townsville	QLD	1	5
22 October	Forster	NSW	1	5
22 October	Online	—	1	9
12–13 November	Cronulla	NSW	1	8
17 November	Ipswich	QLD	1	4
3 December	Online	—	1	4
24 February	Online	—	1	11
25 February	Rockhampton	QLD	1	8
3 March	North Stradbroke Island	QLD	1	7
17–18 June	Naiiyu Community	NT	1	12
19 June	Babinda	QLD	1	11
TOTAL			13	92

Publish guidance

ORIC provides corporations and other interested people with a wealth of guidance on the CATSI Act and good governance, including:

- ▶ information on starting and running a corporation
- ▶ fact sheets
- ▶ guides to legislation and reporting
- ▶ newsletters
- ▶ templates for:
 - rule books
 - a register of members
 - application forms for members and directors
 - meeting notices, minutes and resolutions.

The guidance offers practical advice and tips on various topics. Materials are developed or revised throughout the year in response to trends and issues in the sector identified through complaints about corporations, inquiries, examinations, training activities, local officer engagement, and common issues with lodgement of forms and other information. Guidance is provided in both digital and printed formats.

As a general indicator of demand for general information and guidance, during 2020–21 there were 263,408 sessions on the website (up 15.3 per cent from last year) by 129,673 users (up 14.8 per cent). On average users viewed 3.1 pages per session.

There were 71,707 downloads from the site, with the most popular file downloaded ORIC’s model rule book ‘The rule book condensed’ (2263 downloads) followed by templates for membership application forms (2068 downloads) and a register of members and former members (1952 downloads).

Fact sheets

We now have 22 titles in our core fact sheet series. We also provide a range of other information sheets that offer guidance on specific matters such as rules required for gift funds.

It was a bumper year for fact sheet downloads from the website. For the first time, this year the most downloaded fact sheet was not ‘Duties of directors and other officers’; instead, it was ‘A corporation’s rule book: what you need to know’. Downloads of that fact sheet more than doubled, from 876 in 2019–20 to 1881 in 2020–21.

Table 13. Most downloaded fact sheets from oric.gov.au

Fact sheet title	Total downloads	Unique downloads
A corporation’s rule book: what you need to know	1881	1508
Duties of directors and other officers	1733	1375
Corporation size and reporting	819	726
The CATSI Act and the Corporations Act—some differences	712	625
Meetings for directors	650	559

Policy statements

ORIC publishes policy statements to provide guidance on the registrar's interpretation of or clarity on certain aspects of the CATSI Act.

- ▶ In 2020–21 there were 29 policy statements available.

Presentations

As part of contributing to public discussion and education about the CATSI Act, Aboriginal and Torres Strait Islander corporations and the role of the registrar and ORIC, staff and the registrar make presentations and speak at relevant forums.

In 2020–21 the registrar participated in several forums in most cases providing information on ORIC's role and functions. For example, he appeared before the Standing Committee on Indigenous Affairs, Inquiry into food pricing and food security in remote communities; Queensland Department of Resources, Native Title Contact Officers Network; Curtin University; Turnaround Management Association Australia.

ORIC staff assisted the NIAA in various public virtual consultation sessions for phase 2 of the CATSI Act review. The deputy registrar co-chaired the CATSI Act Review Steering Committee and Stakeholder Reference Group which met several times throughout the year. Staff attended a prescribed bodies corporate forum hosted by the Central Land Council in Ross River, NT to talk with directors of PBCs about rule books and how to use them. <photo>

Provide information and advice

Call centre and other inquiries

ORIC operates a call centre offering information and advice to corporations and others interested in the governance and regulation of Aboriginal and Torres Strait Islander corporations. Calls are free from fixed line phones. In 2020–21, 3854 calls from 12,341 calls received (31.2 per cent) that were presented during business hours were diverted to voice mail.

In 2020–21, **12,341 calls** were made to the ORIC's freecall number, 1800 622 431.

Table 14. Calls to 1800 622 431

Measure	2016–17	2017–18	2018–19	2019–20	2020–21
Total calls presented	8702	8497	11,407	11,708	12,341
Calls answered by an ORIC officer	8261	7605	8567	8332	7077
Calls referred to voice mail during business hours	38	185	311	2463	3854
Calls presented but caller hung up before speaking	67	52	236	825	1276
Calls received after hours	62	59	499	88	134

In 2020–21, ORIC finalised 6689 inquiries from corporations and the public including requests for information, support and referrals.

Table 15. Inquiries finalised by method of inquiry—5 years

Inquiry method	2016–17	2017–18	2018–19	2019–20	2020–21
By phone	3364	3224	3074	4665	5216
In writing	1892	989	1028	1023	1463
In person	105	40	32	24	10
TOTAL	5361	4253	4134	5712	6689

Provide support services

LawHelp

ORIC created LawHelp to provide access to pro bono legal assistance to:

- ▶ not-for-profit Aboriginal and Torres Strait Islander corporations
- ▶ other entities seeking to transfer their registration to the CATSI Act.

Corporations can access a wide variety of legal assistance, such as tax issues, employment contracts and intellectual property rights.

When we receive an application for LawHelp, we review it for eligibility, then forward it to the independent LawHelp assessment panel for action. In 2020–21, ORIC received 27 LawHelp applications, and:

- ▶ 5 were ineligible or alternative support was provided
- ▶ one was withdrawn or rejected by the assessment panel
- ▶ 20 were successfully referred to a law firm
- ▶ one was ongoing at 30 June.

Figure 12. Number of LawHelp applications received by state/territory—5 years

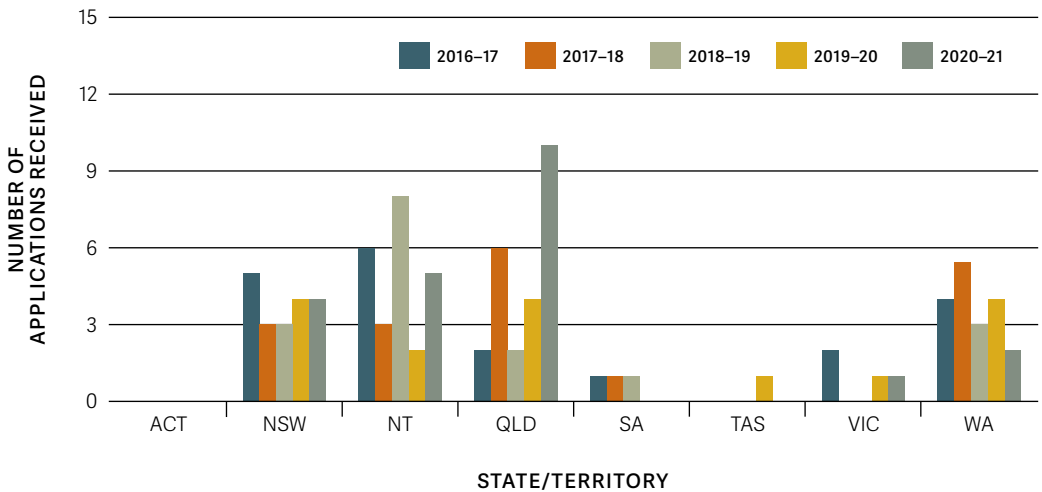
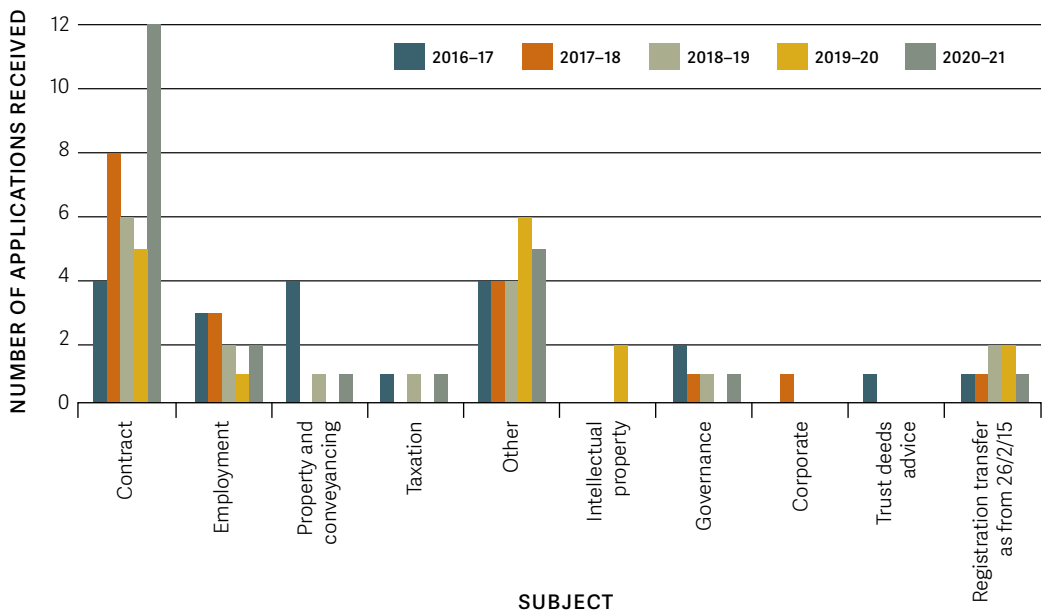


Figure 13. Number of LawHelp applications received by subject—5 years



ORIC recruitment assistance

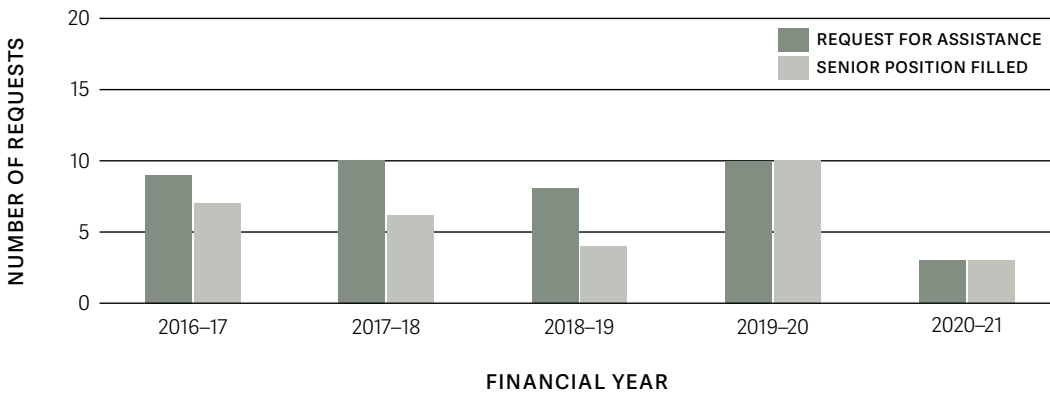
ORIC recruitment assistance (ORA) provides help and guidance through the process of recruiting to corporations to fill their senior positions. It encourages best practice—and helps build capacity—by supporting corporations to follow a clearly defined process with established guidelines.

The service is free to corporations (although they must meet their own advertising costs). Corporations also remain responsible for all decisions, including selecting the successful candidate and negotiating a suitable salary package.

In 2020–21 ORIC received a total of 3 requests through ORA, and carried forward 2 from the previous year. Three senior staff positions were filled in this period. Note that:

- ▶ In the case of 2 positions filled, the recruitment assistance was requested in the previous year
- ▶ one request was withdrawn
- ▶ one recruitment process remained in progress at 30 June.

Figure 14. Number of job assistance requests accepted through ORA and senior positions filled in the last 5 years



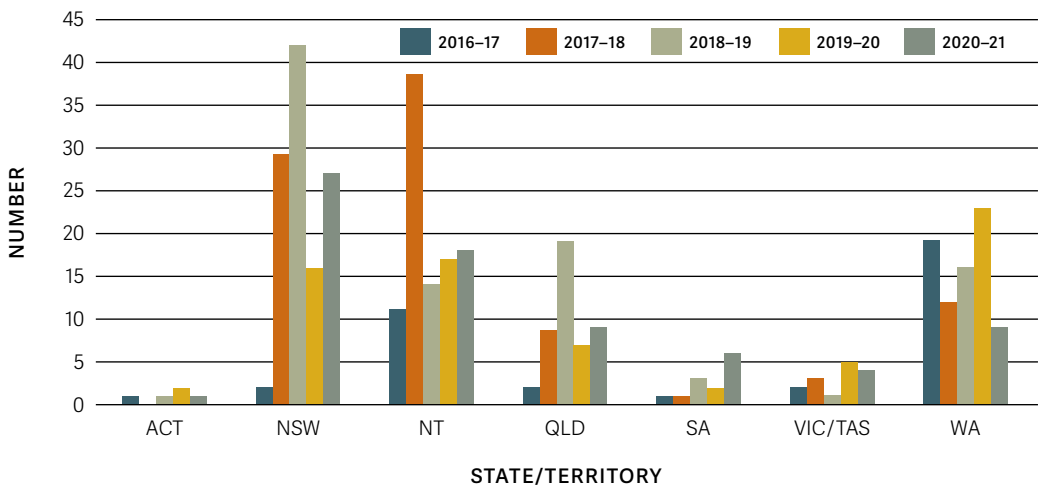
Note: The outcome of requests for recruitment activities is not always the position being filled—for example, some corporations withdraw from the recruitment activity part way through and some determine that there were no suitable applicants.

Corporation jobs

ORIC offers corporations the chance to advertise their employment vacancies free of charge on the ORIC website. Since this service began, 735 corporation jobs have been advertised.

In 2020–21, Corporation jobs advertised 74 job vacancies.

Figure 15. Corporation jobs advertised on the ORIC website by state/territory in the last 5 years



In recognition that not all corporations take up the offer to advertise on the ORIC website, and to add value to our web page, the Corporation jobs page includes a link to 'related vacancies' (in Aboriginal and Torres Strait Islander corporations) on the EthicalJobs website.

Independent directory

Independent directory continues to have modest uptake. During 2020–21:

- ▶ 16 individuals registered as candidates for directorship positions
- ▶ 5 more corporations set up an account to advertise a directorship or other position
- ▶ 11 directorships were advertised through the site.

Monitoring

Promote timely lodgement of annual reports

The CATSI Act emphasises the importance of compliance and reporting as a mechanism to improve transparency and accountability. Not only is access to corporation information important, that information needs to be timely so that members, communities, creditors and government agencies are confident that the public Register of Aboriginal and Torres Strait Islander Corporations is accurate and up-to-date. For these reasons, ORIC has a strong focus on maintaining high rates of compliance among corporations with their reporting obligations.

Reporting requirements vary according to the registered size of a corporation—large, medium or small—and its income. Unless they are granted an exemption (either from reporting at all or for an extension of time), corporations are required under the CATSI Act to lodge their annual reports with the registrar within 6 months of the end of the financial year; 2019–20 reports were due on 31 December 2020.

Reporting compliance, national

For the reporting period 2019–20, 2168 of the 3069 corporations required to report were compliant as at 30 June 2021.

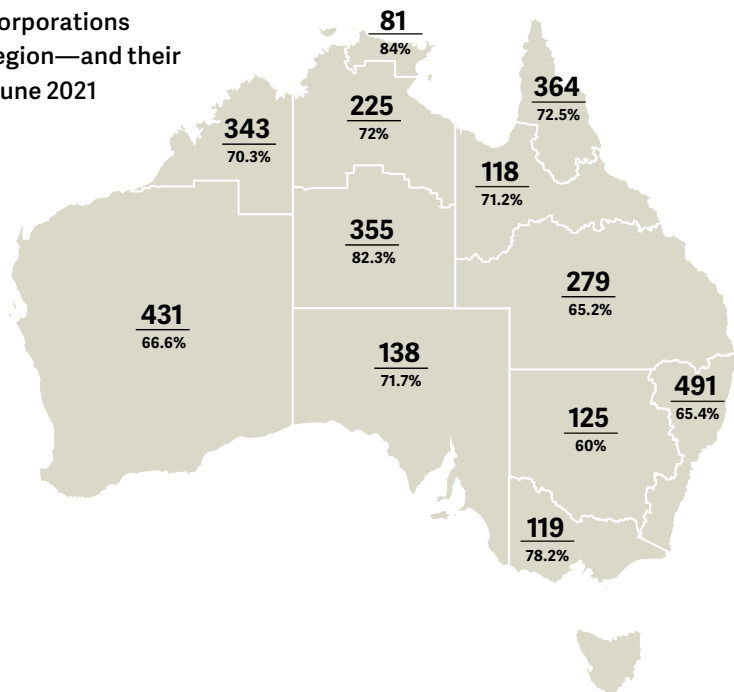
The number of corporations required to provide reports for the 2019–20 reporting period was 3069. This number is different to the total number of registered corporations (3352 as at 30 June 2021) as it's based on corporations registered at 31 December 2019 and excludes corporations under liquidation or being deregistered.

Reporting compliance by region

Table 16. Number of corporations required to report, by region—and their reporting compliance—at 30 June 2021

PM&C regional network	Number of corporations required to report	Number of corporations compliant	Percentage of corporations compliant
Arnhem Land & Groote Eylandt	81	68	84.0%
Central Australia	355	292	82.3%
Eastern NSW	491	321	65.4%
Far North Queensland	364	264	72.5%
Greater Western Australia	431	287	66.6%
Gulf & North Queensland	118	84	71.2%
Kimberley	343	241	70.3%
South Australia	138	99	71.7%
South Queensland	279	182	65.2%
Top End & Tiwi Islands	225	162	72.0%
Victoria & Tasmania	119	93	78.2%
Western NSW	125	75	60.0%
TOTAL	3069	2168	70.6%

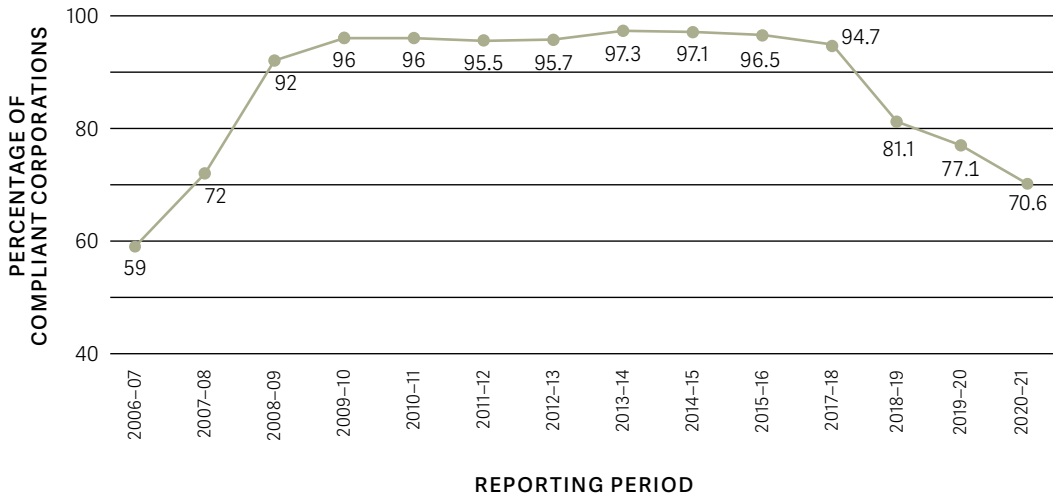
Figure 16. Number of corporations required to report, by region—and their compliance—as at 30 June 2021



History of reporting compliance

For the first 10 years of the operation of the CATSI Act, reporting compliance rose from 59 per cent to a peak of 97.3 per cent for the 2013–14 year. This year it sits at 70.6 per cent.

Figure 17. Reporting compliance for all corporations



The registrar devotes considerable resources to optimising corporations’ compliance with their reporting obligations:

- ▶ **periodic reminders** and offers of guidance, by email, letter or telephone and through notices and messages on the registrar’s website
- ▶ **follow-up of key groups and specific sectors**, such as RNTBCs and corporations helped by bigger corporations operating in remote regions
- ▶ **face-to-face visits** by ORIC’s regional officers, particularly to corporations in remote locations and outside metropolitan areas—regional officers helped to complete reports as well as to build capacity for the future
- ▶ **telephone reminders to newly registered corporations** reporting for the first time and to corporations that were late to lodge in the previous year
- ▶ **telephone outreach to corporations in breach**—ORIC staff identified corporations that for whatever reason

did not submit their annual reports by the due date and, where appropriate, assisted them to complete

- **formal warnings of prosecution action** were sent to corporations that were in breach and that failed to respond to reminders.

One of the proposed reforms to the CATSI Act, which was communicated to all corporations during the consultation period, was giving the registrar discretionary powers to issue fines to corporations that fail to comply with their reporting obligations as a tool to consider before resorting to action in court.

Assess complaints

Under the CATSI Act one of the functions of the registrar is to deal with complaints involving Aboriginal and Torres Strait Islander corporations. Complaints serve a very useful and important purpose. A complaint can be made by phone, email, fax or in person, and it is often the first indication of disharmony at a corporation and therefore the first sign that something may be starting to go wrong.

The registrar publishes on the ORIC website a statistical overview of complaints involving corporations every 6 months.

Table 17. Complaints involving corporations—5 years

Year	Number of complaints received	Percentage increase/decrease in complaints received over previous year	Number of complaints finalised*
2016–17	810	8.7%	827
2017–18	831	2.6%	823
2018–19	588	-29.2%	557
2019–20	523	-11.1%	556
2020–21	406	-22.4%	403

***Note:** this figure includes complaints carried over from the previous year.

Of the complaints received during 2020–21, the top areas of concern have persisted since 2016:

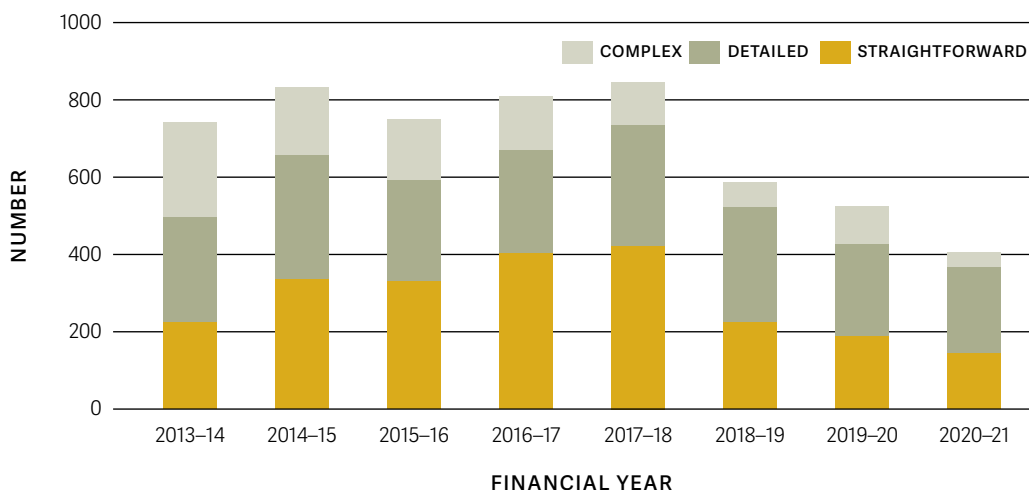
- ▶ the conduct of directors or breaches of directors, officers or employees' duties
- ▶ corporation meetings
- ▶ multiple categories—Complaints that each cover a number of issues and are not easily placed into a single complaint category.

Table 18. Number of complaints received by complexity—5 years

Type	2016–17	2017–18	2018–19	2019–20	2020–21
Straightforward	403	409	222	191	145
Detailed	266	291	299	235	223
Complex	141	131	67	97	35
TOTAL	810	831	588	523	406*

* 3 complaints were uncategorised as to complexity

Figure 18. Number of complaints received by complexity—5 years



This year, 35.7 per cent of the complaints ORIC received about corporations were 'straightforward'. In many cases, this means that the person contacting ORIC simply wants an explanation of the rules, and some information about how they can resolve their concerns through the use of good governance practices. This is usually information on the use of the dispute resolution rule, or the rules setting out members' rights to request a meeting, to replace directors, or to attend, speak and vote at general meetings. It may also be about a matter outside the registrar's jurisdiction.

Where possible and appropriate, as part of its complaints-handling process ORIC also assists the subjects of complaints by providing:

- ▶ information about good corporate governance
- ▶ guidance on what constitutes a breach of the CATSI Act or a corporation's rule book, and how to rectify the breach
- ▶ options that may help to resolve concerns raised in a complaint
- ▶ information to corporation members and directors on rights and responsibilities under a corporation's rule book.

The registrar's fact sheets, *Making a complaint about a corporation* and *Handling complaints*, and policy statement, *PS-02: Complaints involving corporations*, are also helpful documents. All are available on the [ORIC website](#).

Sometimes complainants allege fraud or misappropriation of funds at a corporation. Such allegations are taken very seriously but ORIC will always ask for evidence to support the claims. This is crucial—no case can be built or action taken if there is insufficient supporting evidence. Hearsay and suspicion alone is not sufficient.

Manage disputes

The registrar treats all disputes sensitively and takes into consideration the culture and traditions of Aboriginal and Torres Strait Islander people. With early intervention and careful management, a dispute can often be resolved and the damage minimised. A well-managed dispute can improve a corporation's resilience. As well as consulting with all parties involved and taking care to tailor responses to suit a corporation's particular needs, ORIC helps corporations build capacity to prevent disputes from flaring up.

In 2020–21 ORIC helped to resolve 1 dispute—compared to 7 in the previous year.

Corporations are often very appreciative of the assistance ORIC staff provide during a dispute. ORIC responds to disputes in accordance with its *Case categorisation and prioritisation model*. Relevant circumstances include whether:

- ▶ the corporation receives Australian Government funding, holds land or native title, has a large number of members or has stopped functioning
- ▶ an Australian Government agency has requested help
- ▶ essential community services are at risk
- ▶ there is a broader public interest in resolving the dispute.

ORIC supports corporations in dispute by:

- ▶ listening and providing information—by telephone, email or face-to-face
- ▶ offering advisory opinions—a formal letter from the registrar giving an opinion about how the CATSI Act and the corporation's rule book applies to the matter
- ▶ facilitating small group problem-solving sessions and workshops to manage the dispute
- ▶ calling, attending and chairing general or directors' meetings
- ▶ recommending rule book amendments to reduce the likelihood of disputes and to provide an effective dispute resolution process.

See also the fact sheet, *Dispute resolution*, and the policy statement, *PS-22: Disputes involving corporations*.

Conduct examinations

In 2020–21 ORIC began the year with 9 examinations carried over from 2019–20 and during the year started a further 25 examinations—5 fewer than the year before (30). As at 30 June 2021, 23 examinations had been finalised—20 less than the year before (43), leaving 11 on hand.

The registrar has the power under the CATSI Act to prompt an examination of a corporation's books and records. The purpose of examinations is to assess the standards of corporations' governance and the health of their finances. An examination may include checks that a corporation is:

- ▶ operating in accordance with the CATSI Act and its rule book
- ▶ keeping up-to-date financial records and managing its finances in line with its policies, procedures and delegations

- ▶ properly managing any conflicts of interest and benefits to related parties.

Each year the registrar conducts a routine program of examinations. Additional examinations are initiated by the registrar in response to potential governance issues raised about a corporation.

Examinations are an element of the CATSI Act, designed to proactively protect the interests of Aboriginal and Torres Strait Islander people and communities. They perform an important function in detecting early signs of trouble.

An examination can confirm that a corporation is managing its corporation's affairs effectively, and the governance of the corporation is to a high standard.

In a small number of cases, an examination is undertaken for the specific purpose of financial analysis and solvency assessment. In those cases, the outcome is usually a report to the corporation.

For more information see the policy statement [***PS-25: Examinations***](#) on the ORIC website.

Table 19. Examinations completed by state/territory in 2020–21

State/territory	Corporations
Australian Capital Territory	0
New South Wales	8
Northern Territory	1
Queensland	11
South Australia	0
Tasmania	0
Victoria	1
Western Australia	2
TOTAL	23

In 2020–21 examinations were concentrated in three sectors as follows:

- ▶ 26.1 per cent of examinations were of corporations in the health, health-related services and aged care sector

- ▶ 26.1 per cent were of corporations in the community services sector
- ▶ 17.4 per cent were registered native title bodies corporate and native title.

Table 20. Examinations completed, by activities in 2020–21

Main activities of corporations	Examinations
Community services	6
RNTBCs and native title	4
Primary health care	3
Multiple varying activities	2
Aged care and disability	2
Employment and training	1
Cultural centre	1
Education	1
Health support	1
Housing	1
Communication services (radio and broadcasting)	1
TOTAL	23

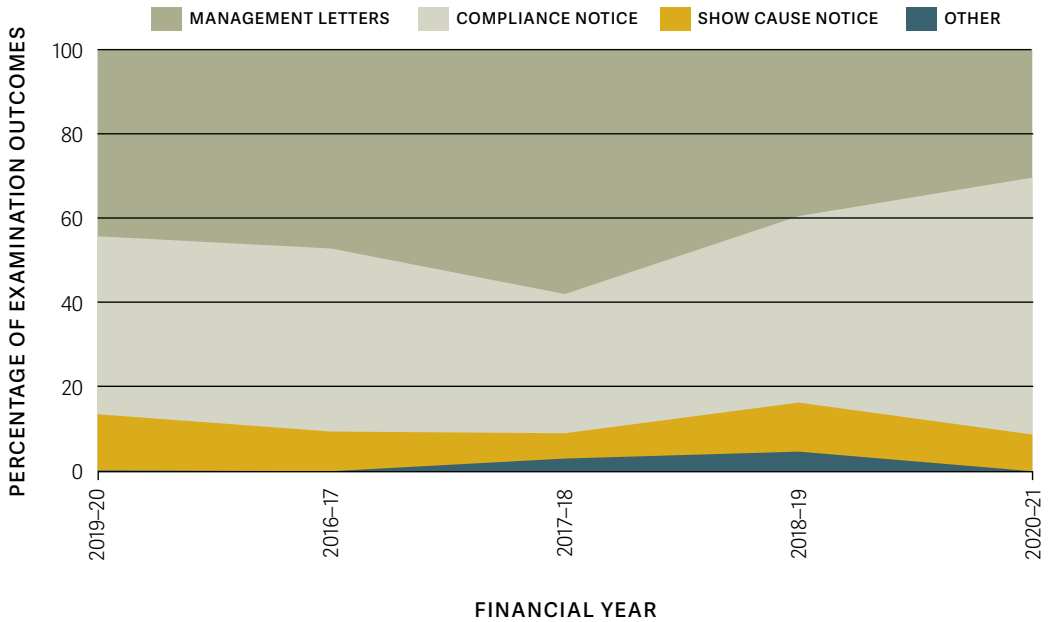
Of the 23 corporations where examinations were completed during 2020–21:

- ▶ 7 corporations (30.4 per cent) were found to be operating well so a management letter was issued and no further action was required
- ▶ 14 corporations (60.9 per cent) needed to address minor matters, so were issued with a compliance notice under section 439-20 of the CATSI Act
- ▶ 2 corporations (8.7 per cent) were found to have serious issues, and referred for a show cause process to explain why they should not be placed under special administration.

Table 21. Outcomes of examinations for the past 5 years

Examination outcome	2016-17	2017-18	2018-19	2019-20	2020-21
Management letters	19	25	38	17	7
Compliance notice	19	23	22	19	14
Show cause notice	6	5	4	5	2
Other	1	0	2	2	0
TOTAL	45	53	66	43	23

Figure 19. Outcomes of examinations as a percentage of all examinations



Conduct investigations

Potential breaches of the law, including the CATSI Act, are brought to the registrar's attention in a number of ways, including from:

- ▶ complaints or inquiries from members of the public
- ▶ referrals from funding agencies (including other government departments), other regulators or the police
- ▶ statutory reports from examiners, auditors and external administrators (liquidators, special administrators, voluntary administrators and receivers)
- ▶ the registrar's staff.

The registrar carefully considers how to respond to all potential breaches of the law, but does not undertake a formal investigation of every complaint or matter that is brought to his attention.

In deciding whether or not to conduct a formal investigation, the registrar considers resources, the available evidence, the public interest, and how recently the alleged breach occurred. This is referred to as an assessment. If the available information indicates evidence of a serious breach the registrar may investigate. During 2020–21, 2 assessments were completed and referred to other agencies for further action.

A formal investigation is the first step toward initiating (or ruling out) prosecution.

The year started with 8 investigations in progress from the previous year. No new investigations commenced during 2020–21.

As at 30 June 2021, 8 investigations remained in progress.

Seeking remedy and deterring

Call corporation meetings

Under Part 10-2 of the CATSI Act, the registrar may convene a meeting to discuss a matter affecting a corporation, or call a general meeting or an annual general meeting. This kind of action may be in response to a request by members of the corporation, or because a scheduled meeting was not held, or for some other reason that the registrar believes warrants it. In such cases the registrar would either chair the meeting or authorise another person to be the chair.

In 2020–21 there were 3 registrar-initiated general meetings. In one case the reason was to propose changes to the corporation's quorum rules to facilitate the convening of meetings. In another it was to appoint directors to conduct business for the corporation.

Issue compliance notices

When the registrar suspects that a corporation has some governance or financial issues, and often as a result of an examination, the registrar may send the corporation a compliance notice. The notice sets out the reasons for the suspected non-compliance, and directs the corporation to take action, within a specified timeframe. It provides valuable information to the corporation's members and other stakeholders (such as funding agencies and creditors) about the standards of corporate governance and financial management within a corporation at a given point in time.

Each notice is made available on the public Register of Aboriginal and Torres Strait Islander Corporations.

In 2020–21 we issued 14 compliance notices and finalised 21. New notices all arose from an examination. 15 were carried over from the previous year, and 28 were ongoing as at 30 June 2021.

Commence special administrations

Special administrations are a form of external administration unique to the CATSI Act. They allow the registrar to provide proactive regulatory assistance to corporations experiencing financial or governance difficulties. The special administrator works in the best interests of the corporation and its members.

Special administrations are different to receiverships, liquidations or voluntary administrations under the *Corporations Act 2001*, as the latter are usually driven by the interests of creditors.

The grounds on which the registrar can decide to place a corporation under special administration are outlined in section 487-5(1) of the CATSI Act. The grounds are not restricted to insolvency or the inability to pay a debt.

The registrar appoints an independent, suitably qualified person (the special administrator) to work with a corporation to remedy any issues and to restore it to good corporate health as soon as possible. At the end of their appointment, the special administrator returns full control of the corporation to its members.

For more information, see the registrar's policy statement, ***PS-20: Special administrations.***

In 2020–21:

- ▶ 9 special administrations **continued** from the previous year
- ▶ 4 special administrations **started**
- ▶ 9 special administrations **completed**, with 8 handed back to members' control and 1 placed into liquidation
- ▶ 4 special administrations remained **in progress** as at 30 June 2021.

One of the 4 new special administrations in 2020–21 was started after the directors wrote to the registrar asking for the appointment of a special administrator.

Before any corporation is placed under special administration, the registrar accords a period of natural justice. The corporation is issued a notice to show cause as to why it should not be put into special administration. The corporation is given a reasonable time to respond to the notice.

In 2020–21, 4 corporations were required to show cause why a special administrator should not be appointed to manage the corporation. The activity leading to a show cause notice being issued is not always an examination:

- ▶ 2 of the 4 notices issued during 2020–21 were based on examination findings
- ▶ 1 was issued after directors wrote to the registrar asking for the appointment of a special administrator, and
- ▶ 1 was issued as a result of risk to essential service delivery.

Of the 4 corporations asked to show cause, only 1 was ultimately placed under special administration.

The aim of a special administration is usually to achieve one or both of the following:

- ▶ restoration of **good operational order**—usually after a corporation has not complied with the CATSI Act or its rule book, has experienced financial difficulties or there has been a dispute
- ▶ **a restructure**—usually after the directors or members have asked the registrar to intervene to improve governance standards or organisational structures.

Nine special administrations ended during 2020–21. Of these:

- ▶ 3 were completed within 6 months, in line with ORIC's key performance indicator
- ▶ the average time for completion was 7 months and 15 days (this average excludes the Ngallagunda Aboriginal Corporation case which was an outlier in the data)
- ▶ in 8 cases a successful business turnaround was achieved—that is, the corporation was handed back to members' control
- ▶ in 1 case a liquidator was appointed.

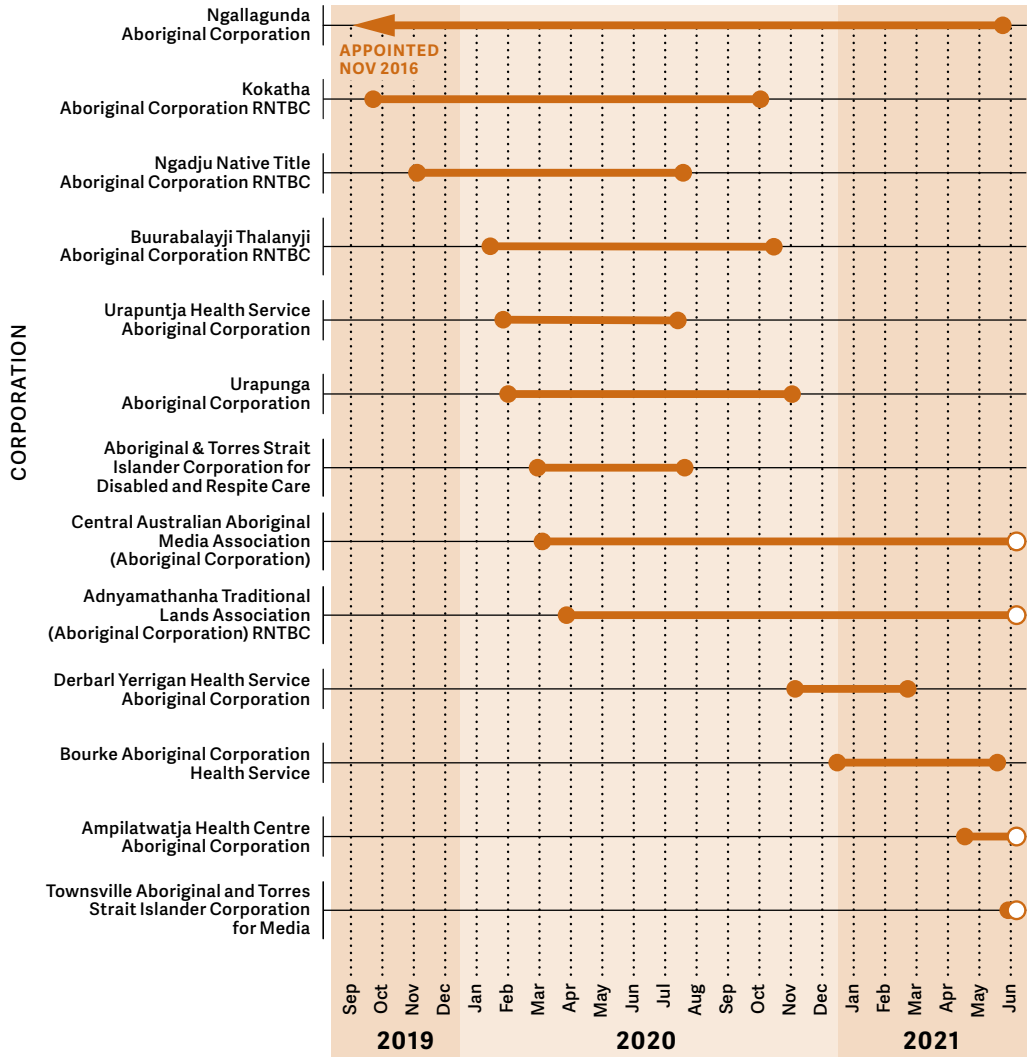
As at 30 June 2021, 4 special administrations remained in progress.

Table 22. Corporations under special administration in 2020–21

Date appointed	Carried over from prev year	Corporation, special administrator(s)	Status as at 30/6/2021	Date ended or due
8 Nov 2016	CF	Ngallagunda Aboriginal Corporation, Stuart Reid	Ended H	28 May 2021
23 Sep 2019	CF	Kokatha Aboriginal Corporation RNTBC, Peter McQuoid	Ended H	9 October 2020
11 Nov 2019	CF	Ngadju Native Title Aboriginal Corporation RNTBC, Jack James and Paula Smith	Ended H	31 July 2020
13 Jan 2020	CF	Buurabalayji Thalanyji Aboriginal Corporation RNTBC, Peter Saunders	Ended H	16 October 2020
28 Jan 2020	CF	Urapuntja Health Service Aboriginal Corporation, Thomas Cameron and Leah Cameron	Ended H	10 July 2020
3 Feb 2020	CF	Urapunga Aboriginal Corporation, Andrew Bowcher and Tim Gumbleton	Ended H	2 October 2020
24 Feb 2020	CF	Aboriginal & Torres Strait Islander Corporation for Disabled and Respite Care, Neil Michel and Mark O'Shea	Ended L	24 July 2020
9 Mar 2020	CF	Central Australian Aboriginal Media Association (Aboriginal Corporation), Jack James and Paula Smith	In progress	Due to end 6 August 2021
25 Mar 2020	CF	Adnyamathanha Traditional Lands Association (Aboriginal Corporation) RNTBC, Bevan Mailman and Brian Bero Peter McQuoid	In progress	Due to end 31 Dec 2021
6 Nov 2020	new	Derbarl Yerrigan Health Service Aboriginal Corporation, Jack James and Paula Smith	Ended H	26 February 2021
15 Dec 2020	new	Bourke Aboriginal Corporation Health Service, Peter McQuoid	Ended H	18 June 2021
12 Apr 2021	new	Ampilatwatja Health Centre Aboriginal Corporation, Jack James and Paula Smith	In progress	Due to end 30 July 2021
14 June 2021	new	Townsville Aboriginal and Torres Strait Islander Corporation for Media, Neil Michel and Mark O'Shea	In progress	Due to end on 17 Dec 2021

CF = carried forward; H = Handed back to members' control; L = liquidator appointed

Figure 20. Special administrations in progress during 2020–21



Communications with members of corporations under special administration

During the course of a special administration the registrar requires a special administrator to keep members and stakeholders informed. The special administrator needs to:

- ▶ explain the process of a special administration
- ▶ discuss necessary changes that must be made
- ▶ involve members in planning for the corporation's future.

To orchestrate the process, special administrators provide newsletters and hold community information meetings. They might also establish one or more advisory groups. ORIC supports the special administrator by checking the wording of notices, newsletters and nomination forms, and designing them in line with the corporation's own branding.

Seek criminal and civil penalties

As part of its regulatory approach, ORIC may elect to commence civil proceedings for breaches of the CATSI Act. In appropriate cases ORIC will also prepare and refer a brief of evidence to the CDPP for consideration of criminal proceedings. The decision to prosecute alleged criminal offences under the CATSI Act is made by the CDPP in accordance with the *Prosecution Policy of the Commonwealth*.

ORIC publishes a summary of [prosecution outcomes](#) on its website.

In 2020–21 there were no new referrals to the CDPP for criminal prosecutions or civil action, but there was one request for pre-referral advice.

Criminal matters

CRIMINAL MATTERS FINALISED

Three minor criminal matters were finalised in 2020–21.

PROSECUTIONS FOR FAILING TO LODGE REPORTS

During 2020–21, the registrar finalised prosecutions against 3 corporations for failing to lodge their 2017–18 reports by the required time.

CRIMINAL MATTERS IN PROGRESS

As at 30 June 2021 there was one major criminal matter in progress.

**Brett Evans, CEO of Mirndiyan Gununa
Aboriginal Corporation**

It is alleged that between 23 September 2011 and 25 September 2014, Mr Brett Iven Evans, former chief executive officer (CEO) of Mirndiyan Gununa Aboriginal Corporation (Mirndiyan), used his position as CEO to carry out misleading deals to sell Aboriginal artworks including those by preeminent artist, the late Sally Gabori. The deals ultimately benefited him personally.

Mirndiyan, formerly known as Woomera Aboriginal Corporation, was incorporated on 10 August 1983 under the *Aboriginal Councils and Associations Act, 1976* and later transferred to the CATSI Act.

Situated in the remote Gulf of Carpentaria in far north Queensland, the corporation operates an art centre often referred to as Mornington Island Art (MIArt) or the art centre. It is one of the best known and longest established art and cultural organisations in Australia. The art centre is fully owned and controlled by the corporation, runs programs for local Indigenous artists, and over the years has produced internationally acclaimed artwork.

On 21 May 2020, the CDPP filed 35 charges against Mr Evans in the Brisbane Magistrates Court for dishonestly using his position with the intention of directly gaining a personal advantage. Mr Evans first appeared in the Mornington Island Magistrates Court on 14 July 2020. The matter is next in court on 11 November 2021 for mention in the Mt Isa District Court.

CIVIL MATTERS

No civil prosecutions were referred or finalised in 2020–21.

Register of disqualified officers

The registrar maintains a publicly available register of people disqualified from managing Aboriginal and Torres Strait Islander corporations. See the [Register of disqualified officers](#) on the ORIC website.

Accountability

Freedom of information

In accordance with the Australian Government requirement for agencies to be open and transparent with regard to the functions they perform and the information they hold, the registrar's website includes an information publishing plan for ORIC and a freedom of information (FOI) disclosure log. In 2020–21:

- ▶ 6 FOI requests were made to the registrar, compared to 22 in the previous year
- ▶ 9 FOI requests were finalised.

The Office of the Australian Information Commissioner (OAIC) advised ORIC of the receipt of X Information Commissioner review applications, of which X were subsequently withdrawn.

Complaints about ORIC

ORIC responds to complaints about its staff and contractors in accordance with policy statement *PS03: Complaints about the registrar's staff and contractors*. During 2020–21, no complaints about staff were received, compared to one complaint received the year before.

Toward the end of 2020–21 ORIC received 2 'section 8' notices from the Commonwealth Ombudsman, indicating that it was investigating complaints received in the Office of the Commonwealth Ombudsman (OCO). The registrar responded to all issues raised in the notices in August 2021. At the time of preparing this yearbook, the OCO's decision on these matters had not been received.

In 2020–21, ORIC also received 2 'section 7A' notices, indicating that the Ombudsman was conducting a preliminary inquiry into a complaint received in the OCO. The registrar responded to the requests for information set out in the notices. The OCO has since advised ORIC that in one case the Ombudsman has decided not to investigate. In relation to the second complaint, we have not yet received a response.

Legal services expenditure

The tables below are a statement of legal services expenditure by ORIC for 2020–21 and provided in order to comply with paragraph 11.1(ba) of the Commonwealth's *Legal Services Directions 2017*.

Table 24. Expenditure on legal services and legal service providers

Internal legal services expenditure	\$ GST exclusive
Total internal legal services expenditure	270,456.00
External legal services expenditure	\$ GST inclusive
Professional fees:	
Australian Government Solicitor	20,517.90
Minter Ellison	9,153.90
Total professional fees paid	29,671.80
Counsel briefs	Nil
Other disbursements on external legal services	6751.78
Total external legal services expenditure	66,095.38

Note: Internal legal services expenditure was derived through estimates of the percentage of time spent by legally qualified staff on legal work. Expenditure was calculated using base salaries and overheads.



Australian Government
**Office of the Registrar of
Indigenous Corporations**

