



Australian Government

Office of the Registrar of Indigenous Corporations



Yearbook

2015-16

2015–16 YEARBOOK

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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 and acknowledges that to some communities, it is distressing to show images of people who have passed away.

Produced by ORIC, November 2016

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About the Registrar of Indigenous Corporations

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 Registrar's role is to register and regulate Aboriginal and Torres Strait Islander corporations registered under the CATSI Act.

ORIC vision

Strong corporations, strong people, strong communities

Aboriginal and Torres Strait Islander corporations perform an important role in communities and make a valuable contribution to Australian society. In recognition of this, the Office of the Registrar of Indigenous Corporations (ORIC) will continue to increase public confidence in the standards of corporate governance of Aboriginal and Torres Strait Islander corporations and support their viability.

About the yearbook

Although not required by legislation to produce an annual report the Registrar of Indigenous Corporations (the Registrar) believes it is appropriate and good practice to publish a yearbook to inform all clients and stakeholders about ORIC's work.

The content of this yearbook aligns with the *ORIC strategic plan 2014–17* and ORIC's operational areas.

ORIC has also contributed to the 2015–16 annual report of the Department of the Prime Minister and Cabinet (PM&C), available at www.pmc.gov.au.

Note: Throughout this publication the terms 'the Registrar' and 'ORIC' are used interchangeably.



Overview



Highlights 2015-16

- 2781 registered corporations as at 30 June 2016, including 156 registered native title bodies corporate (RNTBCs)
- 177 new corporations registered under the CATSI Act, of these 25 were existing entities that transferred to the CATSI Act from other incorporation legislation
- 97.1 per cent of corporations lodged their annual reports, the sixth consecutive year that the compliance rate has exceeded 95.0 per cent
- 44 examinations were started and 39 completed
- 10 special administrations were started, five were carried over from the previous year and 11 were successfully ended with control handed back to members. (As at 30 June 2016, four special administrations were still in progress)
- 34 disputes involving corporations were finalised, compared to 28 in the previous year
- 748 complaints involving corporations were concluded, compared to 834 last year
- two major criminal cases were in progress against former corporation office bearers
- 16 minor regulatory prosecutions were achieved against corporations failing to lodge their annual reports

ORIC services

- 9473 documents and inquiries processed
- answered 9040 telephone calls seeking information and advice
- 28 corporations applied through LawHelp for free legal assistance
- 10 corporations requested help in recruiting suitable candidates for senior roles through ORA (ORIC recruitment assistance)—nine positions were successfully filled
- 37 corporations chose to place job advertisements on the ORIC website under 'Corporation jobs'

Governance support

- established a new regional office in Brisbane, thereby strengthening the network of ORIC officers in key regional locations to 11 staff. Other ORIC regional offices are in Coffs Harbour, Cairns, Alice Springs, Darwin, Broome and Perth
- officially launched the Independent *directory*, a free online matching service that puts corporations in touch with a choice of independent qualified candidates to serve on their boards
- provided corporate governance training to 865 people from 208 corporations
- developed a two-day governance workshop for people in remote communities paying particular attention to cultural protocols
- produced a range of printed and online information about the CATSI Act and how corporations should run

Other

- 66 FOI (freedom of information) requests received
- 46.6 full-time equivalent (FTE) staff supported the work of the Registrar. Of these, 47.9 per cent identified as Aboriginal and Torres Strait Islander compared to 40.8 per cent last year
- produced the research document, *The top 500 Aboriginal and Torres Strait Islander corporations 2013-14* (seventh issue), which analyses data extracted from general reports of the top earning corporations registered under the CATSI Act

From the Registrar

Year in review

Looking back at 2015–16, it's been another productive and eventful year.

To begin with, I'd like to thank all the Aboriginal and Torres Strait Islander people, communities and corporations that worked with my staff and I in the last 12 months. It has been a privilege to be a part of the great work they are doing in so many towns, cities and regional areas throughout Australia.

Raising the standard of governance

At 30 June 2016, there were 2781 corporations registered under the CATSI Act.

Over the last nine years my office has been focused on a strategy of increasing public confidence in the standard of corporate governance and accountability of Aboriginal and Torres Strait Islander corporations. As studies and ORIC's research shows, good governance is the foundation for success. It makes corporations strong and allows them to flourish.

I'm pleased to note that there are now countless examples all around Australia of Aboriginal and Torres Strait Islander corporations growing in capacity, capability and confidence. Our top 500 report shows that corporations are growing quickly in terms of income—on average, more than 9 per cent each year over the last nine years—and diversifying their income sources, relying less on government funding. But it is not all about money and each month we feature a corporation on our website that is making a real difference for its members.



Registrar, Anthony Beven

A case in point: good governance promotes good growth

The Arnhem Land Progress Aboriginal Corporation, known as ALPA, is one corporation that comes quickly to mind. Since it transferred its registration to the CATSI Act in November 2008, the Northern Territory corporation has been at the forefront of good governance and strong financial management, while always staying true to its founding objective—furthering the social and economic development of its Yolgnu members. It's no surprise that each year it comes in among the top three largest Aboriginal and Torres Strait Islander corporations in the country.

Not only is ALPA fully Aboriginal-owned; it's also financially independent. It has never relied on external funding, grants or subsidies and remains committed to pioneering business development. Its main interest lies in creating training and employment opportunities for local people. In many ways, ALPA is a leading example of an Aboriginal and Torres Strait Islander corporation practising good governance and daring to innovate and push boundaries. Consequently, it's going from strength to strength.

Encouraging transparency and reliable information

As in previous years, a key objective in the last year was maintaining high reporting compliance rates among corporations.

Strong compliance rates ensure that accurate and up-to-date information is stored in the public Register of Aboriginal and Torres Strait Islander Corporations. At no cost, members, staff and directors of corporations, as well as funding agencies and members of the public, can at any time access a range of information about Aboriginal and Torres Strait Islander corporations—www.oric.gov.au. Openness and transparency are an important element of accountability.

Our reporting compliance program has been a stand out success of the last nine years. Through education, hands on assistance and targeted prosecutions reporting is at an all-time high—over the past six years reporting compliance rates have reached 95 per cent or above. In 2015–16 they reached 97.1 per cent.

Taking action where appropriate

Although it's only a small percentage, we take the time to identify those corporations that don't report as our research shows that this is a red flag that a corporation may be at risk of failure. We contact each non-compliant corporation individually and assist where we can. Where this is unsuccessful we refer a sample of non-compliant corporations for prosecution.

Over 2015–16 my office, through the Commonwealth Director of Public Prosecutions (CDPP), concluded 16 minor regulatory prosecutions against corporations that failed to meet their reporting obligations. The CDPP has been an important partner for my office over the last nine years in dramatically increasing reporting compliance, and more broadly in addressing serious wrongdoing. I would like to acknowledge the CDPP's dedicated and professional staff that have provided invaluable counsel and guidance over many years.

Just as in previous years, strong action has been taken to enforce the CATSI Act and address wrongdoing. In 2015–16 my office brought charges in two major criminal cases against former corporation officers.

Since 2012 my office has brought more than 160 corporations and individuals before the courts for breaching the CATSI Act or other legislation.

However, success in upholding the law can be a double-edged sword. It has created expectations in some quarters that I will be able to take action against everyone that someone believes has done the wrong thing. As with any Commonwealth regulator, we are only able to take action where it is appropriate to do so. The *Prosecution Policy of the Commonwealth*, which applies to all Commonwealth prosecutions, provides a two-stage test that must be satisfied before a prosecution is commenced:

- there must be sufficient evidence to prosecute the case, and
- it must be evident from the facts of the case, and all the surrounding circumstances, that the prosecution would be in the public interest.

To determine whether to prosecute a case, the CDPP consider two questions:

- Is there prima facie evidence of the elements of an offence?
- Is there a reasonable prospect of obtaining a conviction?

The existence of a prima facie case alone is not sufficient grounds to proceed (source: www.cdpp.gov.au). These are significant hurdles we must overcome—and rightly so—before subjecting a person to a court process.

In the last four years alone I have undertaken more prosecutions against wrongdoers than in the previous 34 year history of the role of the Registrar and I am proud of this record. However, we still have much work to do in better explaining which matters we take to the courts and more importantly which matters we don't. I intend to issue more guidance on this in the next year.

Where a matter doesn't warrant prosecution I have other powers to improve the governance of a corporation. In the past year my office issued 27 compliance notices requiring corporations to rectify specific governance problems and/or financial irregularities and placed 10 corporations under special administration. Pleasingly, all corporations that were placed under special administration were reformed and handed back to members' control in an average of only six months.

Building capacity and self-reliance

Encouraging Aboriginal and Torres Strait Islander people to get involved in the daily lives of their corporations has long been a priority. Throughout the year my office has made a concerted effort to empower members and directors to run their corporations effectively, by providing them with the information and tools they need.

To that end my office has continued to provide a range of publications about the CATSI Act and guidance on how to manage corporations well. For example, over the year my office has produced several new fact sheet titles and updated others. The fact sheets are popular because they provide practical overviews of various important aspects of the CATSI Act. Many other resources are readily available too, from information guides and policy statements, to rule book templates, corporation checklists and forms.

One of our most important services is our corporate governance training. It improves the governance skills of directors but also enables my staff to build ongoing relationships with people, communities and corporations.

In 2015–16 we provided training to 865 people from 208 corporations, including a successful, nationally accredited Diploma of Business (Governance) course. Fourteen people started the demanding Diploma and all 14 completed. This is a practical example of the commitment that so many Aboriginal and Torres Strait Islander people have to improving their knowledge and practice of good governance.

Building capacity isn't limited to information and training. My office provides a range of free services designed to encourage good decision making and integrate good governance in various aspects of a corporation's activities.

The range of free services we provide was expanded during the year. In October 2015, in partnership with the Business Council of Australia, the Minister for Indigenous Affairs, Senator the Hon. Nigel Scullion and I officially launched a new online tool—the Independent *directory*—which matches corporations looking for particular skills to prospective independent directors who can offer them. A corporation can simply 'tap and choose' from an array of suitably qualified professionals to identify the best fit for its board.

The Independent *directory* joins our other free services, namely:

- LawHelp—which over 2015–16 referred 28 corporations to some of Australia's leading law firms for free legal assistance
- ORIC recruitment assistance (ORA)—which 10 corporations used over the year to recruit staff for their senior positions
- Corporation jobs—which saw 37 corporations place their job advertisements under 'corporation jobs' on the website at www.oric.gov.au.

Strengthening our regional network

In recent years I have endeavoured to provide more face-to-face services and in 2015–16 we expanded our network with the establishment of a regional office in Brisbane. Spread across areas with large concentrations of Aboriginal and Torres Strait Islander corporations, our regional network now comprises seven offices staffed almost exclusively by Aboriginal and Torres Strait Islander officers. This is a very pleasing development.

Easing the burden of FOI requests

Despite publishing more free information about regulated entities than other comparable regulators, requests to the Registrar under the *Freedom of Information Act 1982* (FOI) have increased by an inconceivable 6500 per cent since 2007–08. The increase is largely attributable to requests for access to information about third parties that have complained about a corporation or person, or to challenge decisions to take (or not take) action against a person. Unfortunately, we have been obliged to divert resources from frontline services to respond to the spike in requests. Hopefully, the forthcoming extended guidance on our approach to prosecutions will ease this pressure on our limited resources.



Peter Armstrong



Michael Cullen

Thank you

Finally, I would like to acknowledge and thank my staff for their consistent dedication to improving the lives of Aboriginal and Torres Strait Islander people. In particular I would like to thank two long-serving staff members, Peter Armstrong and Michael Cullen, who each announced their retirements from ORIC and the Australian Public Service this year.

For the past 15 years, Peter has been dedicated to supporting Aboriginal and Torres Strait Islander corporations. He has managed ORIC's Regulation Section and overseen hundreds of examinations and special administrations. He is known by many people throughout Australia, especially for his work assisting corporations out of trouble.

Michael joined ORIC 11 years ago as a principal legal advisor. He was instrumental in the implementation of the CATSI Act, which commenced on 1 July 2007, including drafting the CATSI Regulations. Through his role as general counsel he provided a range of advice to ORIC on the CATSI Act and related legislation. He managed our litigation activities, as well as administrative law work.

The dedication of both Peter and Michael to ORIC's vision has been an inspiration to us all.

A handwritten signature in blue ink, appearing to read 'Anthony Beven'. The signature is fluid and cursive, with a long horizontal line extending to the right.

Anthony Beven

November 2016



About ORIC



Legislation

The Registrar of Indigenous Corporations is an independent statutory office holder whose chief function is to administer the CATSI Act. The legislation not only allows Aboriginal and Torres Strait Islander groups to form corporations but also it sets out how they should be run.

In addition to delivering modern corporate governance standards, the CATSI Act provides special measures to suit the needs of Aboriginal and Torres Strait Islander people. Some features unique to the CATSI Act include:

- an Indigeneity requirement—a majority of both members and directors must be Aboriginal or Torres Strait Islander people, providing protection for Indigenous ownership and control of the corporation
- specialised regulatory powers and assistance—such as appointing examiners and special administrators
- research, training and education in good corporate governance
- registration of prescribed bodies corporate determined under the *Native Title Act 1993*.

Policy statements on the CATSI Act

The Registrar offers guidance on interpreting legislation through policy statements which are available at www.oric.gov.au. These statements inform corporations, their directors and members as well as the general public about:

- how the Registrar interprets the CATSI Act and associated legislation
- the principles that lie at the basis of the Registrar's approach
- how the Registrar may exercise specific powers under the CATSI Act.

As at 30 June 2016 there were a total of 26 policy statements.



Native title discussion.

Native title

The Registrar also has limited regulatory powers under the *Native Title Act 1993* and the Native Title (Prescribed Bodies Corporate) Regulations 1999.

Registered native title bodies corporate (RNTBCs) determined by the Federal Court of Australia under the *Native Title Act 1993* and royalty associations under the *Aboriginal Land Rights (Northern Territory) Act 1976* are required to be registered under the CATSI Act.

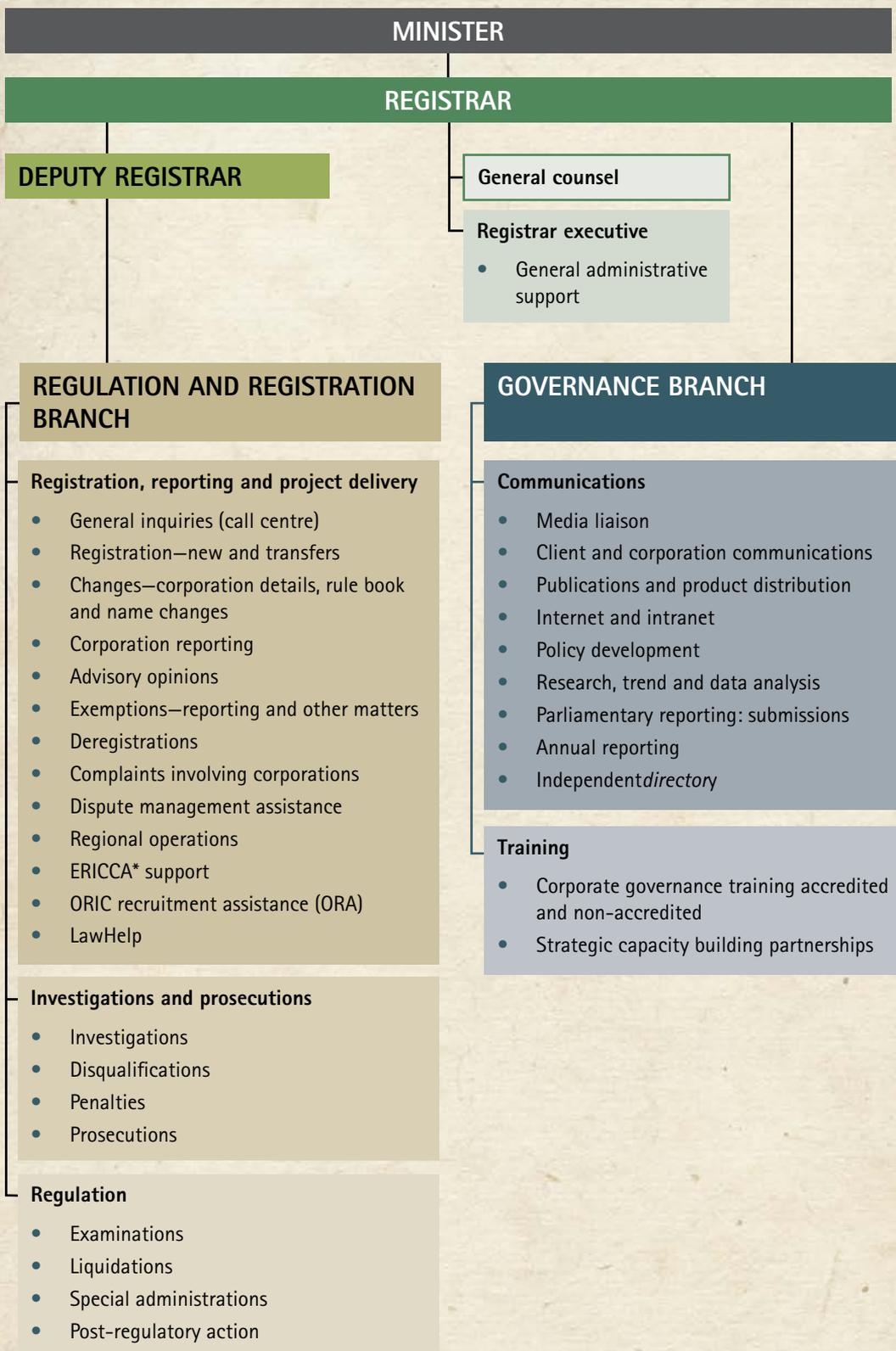
However, the CATSI Act ensures that requirements imposed on a corporation or an individual by native title legislation doesn't conflict with obligations under the CATSI Act.

The Registrar also provides a range of information on how the different legislation interacts, policy reasons for the legislation, policy statements on how the Registrar manages certain native title issues, and a guide for writing good governance rules. All these resources are available from www.oric.gov.au.

Of the 2781 registered corporations as at 30 June 2016, 156 were RNTBCs.

During 2015–16, the Registrar met with native title groups as well as addressed the New South Wales 'Prescribed Body Corporate and Traditional Owner' corporation workshop held on 22 May 2016. The Registrar also presented at the National Native Title Conference in Darwin on 1–3 June 2016 where he also conducted a panel discussion (see page 70).

The organisational structure



* Electronic Register of Indigenous Corporations under the CATSI Act

Regional operations

In 2015–16 ORIC opened a new regional office in Brisbane to further strengthen its regional operations. ORIC now has seven regional offices. They are located in New South Wales (Coffs Harbour), Queensland (Brisbane and Cairns), Northern Territory (Alice Springs and Darwin), and Western Australia (Broome and Perth).

To align with the Department of the Prime Minister and Cabinet (PM&C), ORIC has adopted the same network structure as PM&C which allows for 12 regions. In some cases this means ORIC's regional offices have responsibility for more than one PM&C network region.

FIGURE 1: PM&C regional network and ORIC regional office locations

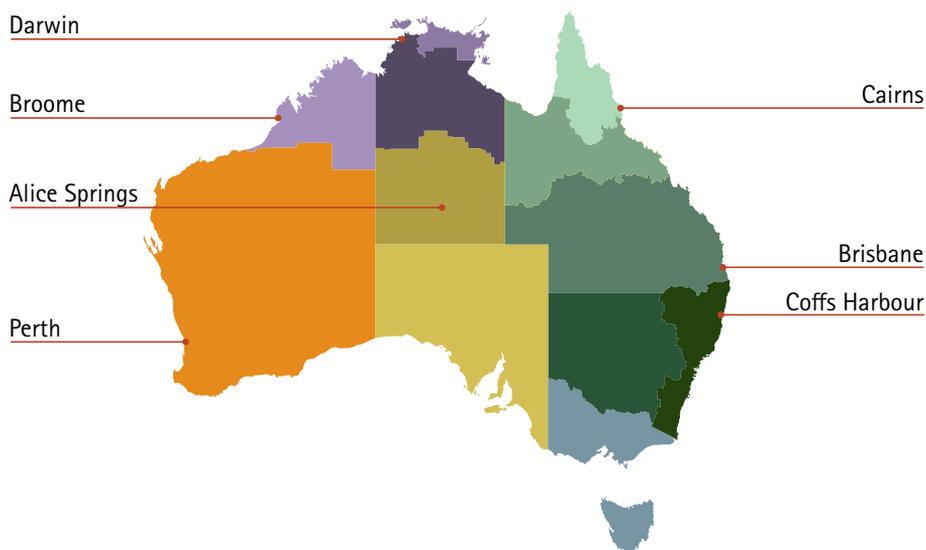


TABLE 1: ORIC's offices supporting PM&C network regions

ORIC OFFICES	The 12 PM&C network regions
Coffs Harbour, Brisbane and Cairns offices	1. Eastern New South Wales 2. Western New South Wales 3. Far North Queensland 4. Gulf and North Queensland 5. South Queensland
Alice Springs office	6. Central Australia 7. South Australia
Darwin and Broome offices	8. Top End and Tiwi Islands 9. Arnhem Land and Groote Eylandt 10. Kimberley
Perth office	11. Greater Western Australia
Canberra (national office)	12. Victoria and Tasmania

Senior management

The Registrar and senior management as at 30 June 2016.



Senior management (left to right) Peter Armstrong, Michael Cullen, Anthony Beven, Trish Mu, Lisa Hugg, Catherine Turtle, Gerrit Wanganeen, Joe Mastrolembo.

Anthony Beven
Registrar

Joe Mastrolembo
Deputy Registrar

Michael Cullen
General Counsel

Peter Armstrong
Section manager, Regulation Section

Lisa Hugg
Section manager, Communications Section

Catherine Turtle
Section manager, Training Section

Trish Mu
Section manager, Investigations and
Prosecutions Section

Gerrit Wanganeen
Section manager, Registration,
Reporting and Project Delivery Section

ORIC budget

The Registrar's budget allocation for 2015-16 was \$8.38 million, down from \$8.95 million in the previous year.

ORIC staff

As at 30 June 2016 the Registrar's work was supported by 46.6 full-time equivalent (FTE) staff. Of these, 47.9 per cent identified as Aboriginal and Torres Strait Islander as compared to 40.8 per cent last year.

The gender split between staff members was 27 female and 21 male. ORIC also had five part-time staff and one staff member on long-term leave.

Staff involvement in events

Each year ORIC staff involve themselves in various activities and events.



NAIDOC: Setting up the NAIDOC stall for the family day at Yarramundi Reach, Canberra.



To mark National Sorry Day, many ORIC staff joined with others from across Canberra to participate in the National Sorry Day Bridge Walk across Commonwealth Avenue Bridge. The walk took place on Friday, 27 May 2016.



On 14 April 2016 the Australian National University launched its 'New Acton Aboriginal Heritage Trail' with a guided tour of the campus.

Performance reporting



Business plan 2015-16

The Registrar identified several priorities in the ORIC business plan 2015–16 to align with the *ORIC strategic plan 2014–17*. These priorities acknowledge that Aboriginal and Torres Strait Islander corporations are important for communities and Australian society.

In line with the business plan and the Registrar's core functions, ORIC's aim has been to increase public confidence in the standards of corporate governance and the viability of Aboriginal and Torres Strait Islander corporations.

Reducing red tape

Over recent years the Registrar has worked with states and territories to ensure that associations and cooperatives are able to transfer easily to the CATSI Act. In 2015–16 a number of jurisdictions completed the task of amending their legislation or regulations to make this so.

All state and territory legislation for associations and cooperatives, and the Commonwealth *Corporations Act 2001*, now permit associations, cooperatives and companies to transfer their incorporation to the CATSI Act.

To assist organisations with the transfer process, particularly as it's different in each jurisdiction, ORIC has continued to develop step-by-step guides which are readily available on the ORIC website.

Again to assist organisations with transfers, the Registrar has provided a range of other material and resources. For example, the eligibility requirements for LawHelp, ORIC's pro bono legal assistance scheme, have been expanded to include organisations wishing to seek legal advice before they transfer (see page 49).

Stronger organisational governance for corporations

To assist Aboriginal and Torres Strait Islander corporations searching for an independent director to sit on their boards, the Registrar launched the Independent *directory*, a free

online service for corporations to find and be matched with suitable qualified candidates. The Independent *directory* was officially launched on 21 October 2015 (see page 68).

Enforce the law

Where there was evidence of wrongdoing the Registrar took action, as appropriate.

Complaints received from and about corporations were assessed and referred for further investigation as necessary.

The Registrar concluded 16 minor regulatory prosecutions against corporations that failed to meet their reporting obligations, filed two major criminal actions, finalised one civil prosecution while a further one remained in progress.

Regulation and compliance

For the sixth consecutive year the Registrar has exceeded the target of 95 per cent of corporations compliant with reporting obligations, with 97.1 per cent of corporations meeting this requirement during the year.

The Registrar completed examinations of 39 corporations, slightly below the initial plan to carry out 45 examinations during the year.

Eleven special administrations were completed during 2015–16 with all 11 successfully handed back to members' control.

Capacity development

The Registrar delivered corporate governance training to 865 people from 208 corporations, exceeding the target of reaching at least 750 people. Over 88 per cent of participants reported a significant increase in governance training and skills (which is just under the target of 90 per cent).

A new two-day corporate governance training program designed especially for corporations in remote communities was developed. Feedback from two trials was promising.

Reporting and registration

Corporation reporting compliance

The Registrar increased reporting compliance from 52.0 per cent in 2006–07 to 97.1 per cent in 2015–16 by providing targeted assistance to corporations and through ORIC's prosecution programs.

Improved compliance has significantly increased the accuracy and reliability of the free public Register of Aboriginal and Torres Strait Islander Corporations.

It's a requirement under the CATSI Act that corporations lodge their annual reports with the Registrar's office within six months after the end of their financial year. For most corporations this means that their reports for the 2014–15 financial year had to be lodged by 31 December 2015.

Reporting requirements vary according to the registered size of a corporation—large, medium or small—and its income.

In 2015–16 the highest number of corporations in ORIC's history lodged their reports. From a total of 2509¹ corporations required to submit reports, 2436 complied with their obligations under the CATSI Act.

In percentage terms, the reporting compliance rate for 2015–16 was 97.1 per cent (compared to 97.3 per cent last year). A total of 101 more corporations than last year complied.²

For the past six years reporting compliance has exceeded 95 per cent.

Of the reports lodged, 66.5 per cent were submitted through the Registrar's online lodgment system. This represents a 7.2 per cent increase from last year in the number of reports submitted online.

FIGURE 2: Reporting compliance from 2001–02 to 2014–15



1 The number of corporations required to provide 2014–15 reports was 2509. This number is different to the total number of registered corporations (2781 at 30 June 2016) as it's based on corporations registered at 31 December 2014 and excludes corporations under liquidation or being deregistered.

2 In 2014–15 2400 corporations were required to lodge reports (for the 2013–14 reporting period) and a total of 2335 corporations complied.

As at 30 June 2016 there were 156 registered native title bodies corporate (RNTBCs) registered under the CATSI Act, as required by the *Native Title Act 1993*. Of these 144 were required to report for the 2014–15 financial year, only one failed to do so, producing an overall compliance rate of 99.3 per cent.

TABLE 2: Reporting compliance for RNTBCs from 2012–13 to 2014–15

REPORTING PERIOD	2012–13	2013–14	2014–15
Number required to report	108	131	144
Number compliant	106	131	143
Percentage compliant	98.1%	100.0%	99.3%

Maintaining high compliance rates is important because high compliance gives members, communities, creditors and government agencies confidence that information maintained by the Registrar on the public Register of Aboriginal and Torres Strait Islander Corporations is accurate and up to date.

To retain high reporting compliance rates, the Registrar’s office conducts an annual communication and support program to encourage easy contact with corporations and to assist them as needed. Similar to last year, activities in 2015–16 included:

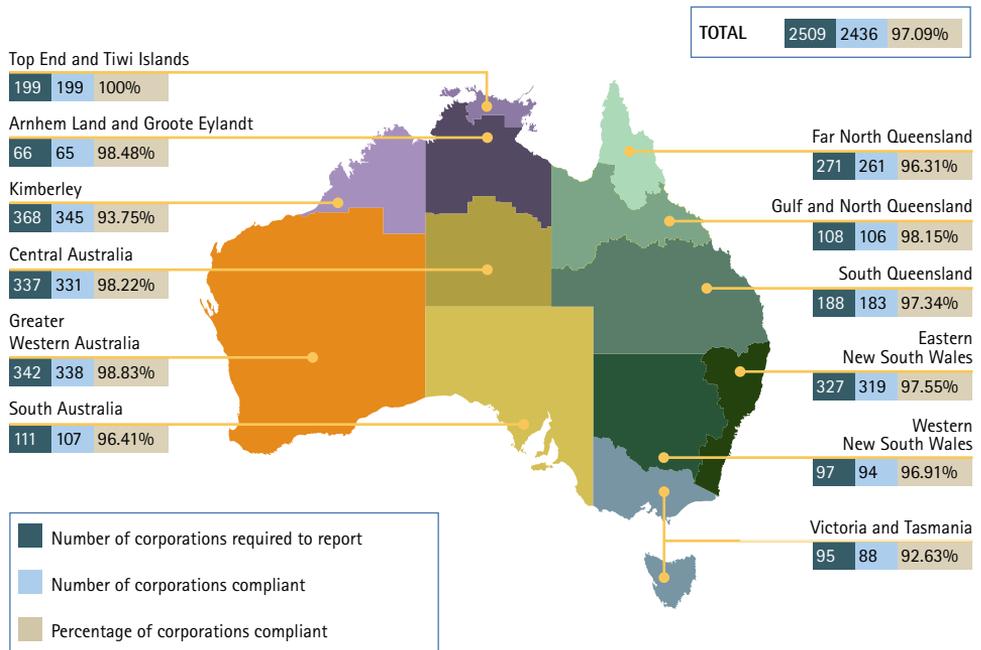
- A **COMMUNICATION STRATEGY** to remind corporations of their reporting obligations and to offer guidance when contacted directly via email, letter or telephone, and by placing:
 - advertisements in a national Aboriginal and Torres Strait Islander newspaper (*Koori Mail*)
 - notices and messages on the Registrar’s website
 - reminders in ORIC publications

- **FOLLOWING-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 helped 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, gave them assistance to complete them.
- **FORMAL WARNING NOTICES** were sent to corporations which were in breach and that failed to respond to reminders.

TABLE 3: Reporting compliance by region as at 30 June 2016

PM&C REGIONAL NETWORK	ORIC OFFICES	NUMBER OF CORPORATIONS REQUIRED TO REPORT	NUMBER OF CORPORATIONS COMPLIANT	PERCENTAGE OF CORPORATIONS COMPLIANT
Eastern New South Wales	Coffs Harbour	327	319	97.6%
Western New South Wales	Coffs Harbour	97	94	96.9%
Far North Queensland	Cairns	271	261	96.3%
Gulf and North Queensland	Cairns	108	106	98.2%
South Queensland	Brisbane	188	183	97.3%
Central Australia	Alice Springs	337	331	98.2%
South Australia	Alice Springs	111	107	96.4%
Top End and Tiwi Islands	Darwin	199	199	100.0%
Arnhem Land and Groote Eylandt	Darwin	66	65	98.5%
Kimberley	Broome	368	345	93.8%
Greater Western Australia	Perth	342	338	98.8%
Victoria and Tasmania	Canberra (national office)	95	88	92.6%
Total		2509	2436	97.1%

FIGURE 3: Reporting compliance by region as at 30 June 2016



Consequences of not reporting

Corporations that don't lodge their annual reports by the reporting deadline know that they risk prosecution. The Registrar has ensured that corporations are aware of this fact.

As stated earlier, 31 December is the deadline for most corporations. During 2015–16, the Registrar finalised prosecutions against 16 corporations for failing to lodge their reports by the required time (see 'Investigations and prosecutions' on page 33).

The maximum penalty for corporations for each 2014–15 report not lodged was \$22,500.

The Registrar has the power to deregister certain corporations that remain in longstanding breach.

Guides and booklets

The Registrar produces **guides, booklets and brochures** to help corporations interpret the CATSI Act, comply with their reporting requirements and to understand their corporate governance obligations. Some examples:

- *Get in on the Act* is a small booklet that provides a quick overview of the CATSI Act
- *Corporation reporting guide* is designed to help auditors and accountants prepare reports for corporations. It includes advice on the application of unexpended grants in financial statements and also provides advice on who may audit a corporation's financial statements (in line with changes to the CATSI Act Regulations).
- *Healthy corporation checklist* is an online checklist (also available as a hardcopy booklet) that allows corporations to check their compliance standards with their rule book and the law. It also contains useful templates and forms.

Registration services

In 2015–16:

- 177 new corporations registered under the CATSI Act, which is an increase on the 170 corporations that registered last year. It is also the highest number of corporations to register in a single year since 2010–11. The count includes 25 transfers of incorporation to the CATSI Act from other incorporation legislation.
- 84 corporations were deregistered
- 190 requests for rule book changes were approved, representing a 4.4 per cent increase from the 182 rule book changes approved last year.
- 1031 'notification of a change to corporation officers' details' and 'notification of a change to corporation address and/or contact details' forms were processed and changes made to the public Register of Aboriginal and Torres Strait Islander Corporations. This represents a 21 per cent increase from the 852 forms processed last year.
- 468 annual general meeting (AGM) extensions and exemptions were granted by the Registrar.
- 1791 written inquiries from corporations were finalised. These included inquiries about registration assistance, requests for information, support and referrals.

ORIC provides a range of registration services to Aboriginal and Torres Strait Islander groups and corporations.

In 2015–16 ORIC received 9473 documents (including written inquiries) from corporations and the public— up from 8669 documents in the previous year (representing a 9.3 per cent increase).

The processing of documents or responses to inquiries was completed in an average time of 2.75 business days (compared to 2.57 business days last year). This is a very reasonable turnaround time, especially with the increase in the number of documents received this year (as measured against last year).

FIGURE 4: Number of documents and inquiries 2015–16

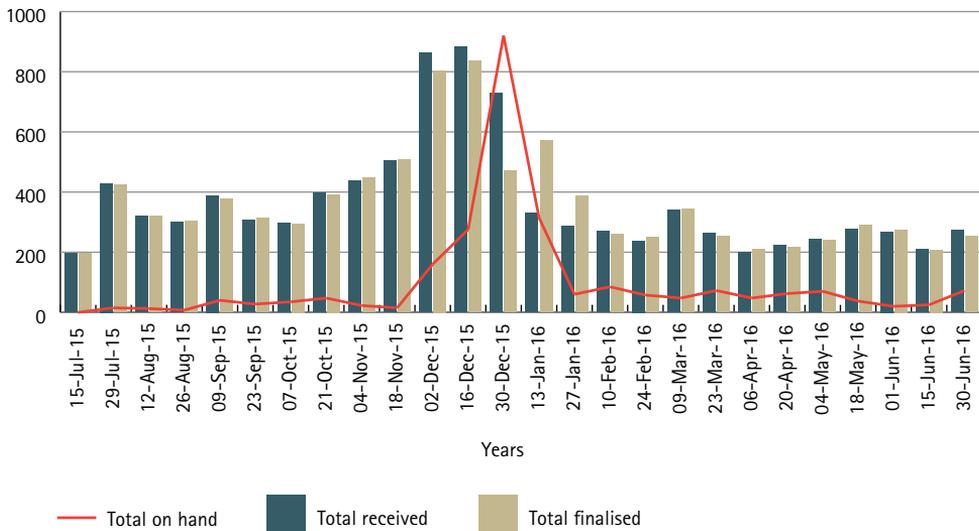


TABLE 4: Registration services from 2011–12 to 2015–16

	2011–12	2012–13	2013–14	2014–15	2015–16
Incorporations (new registrations)	164	162	166	187	184
Applications actioned**	183	163	175	182	186
● approved	173	155	163	170	177*
● refused	7	5	10	9	8
● lapsed/withdrawn	3	3	2	3	1
RULE BOOK CHANGE REQUESTS					
Requests received	159	163	213	200	207
Requests actioned**	163	163	226	198	209
● approved	158	153	216	182	190
● refused	5	10	10	16	19
● lapsed/withdrawn	0	0	0	0	0
NAME CHANGE REQUESTS					
Requests received	17	17	22	10	12
Requests actioned**	18	19	23	12	13
● approved	18	17	23	12	12
● refused	0	2	0	0	1
● lapsed/withdrawn	0	0	0	0	0
CHANGE OF CORPORATION CONTACT AND OFFICER DETAILS					
Change requests received	811	821	852	860	1036
Change requests applied to the public register**	797	812	852	852	1031
ANNUAL GENERAL MEETING EXTENSIONS AND OTHER EXEMPTIONS					
Matters finalised**	448	431	379	471	468
WRITTEN INQUIRIES RECEIVED					
Inquiries finalised**	3014	2337	2319	1950	1797

Notes:

*Of the 177 applications approved 25 were organisations transferring their registration from other jurisdictions (of the 170 approved in 2014–15, 11 organisations were transfers).

**Some services finalised during the financial year were initiated in the previous year.

Lodgment of forms and reports online

In 2015–16:

- 47 per cent of all forms lodged with the Registrar were submitted electronically. This represents a 5 per cent increase from last year.
- 66.5 per cent of all general reports were also lodged electronically, an increase of 7.2 per cent from last year.

Each year an increasing number of corporations choose to lodge their forms and reports online (rather than by hard copy through the post or by fax).

ORIC's online lodgment system at <https://online.oric.gov.au> is simple to use. Furthermore, corporations are now finding that updating their corporation's information is much easier. This is because the system is able to pre-populate forms by extracting the latest information from the public register. Corporations can simply update or add information, or delete information that is out of date, as required.

ERICCA

ORIC manages, maintains and updates ERICCA (Electronic Register of Indigenous Corporations under the CATSI Act), which is a database that helps the Registrar to administer the CATSI Act.

ERICCA includes two public registers which are accessible from the ORIC website—the Register of Aboriginal and Torres Strait Islander Corporations and the Register of Disqualified Officers. Information held in ERICCA is also used to prepopulate a range of forms within ORIC online lodgment system.

FIGURE 5: Forms lodged online compared to hard copy from 2009–10 to 2015–16

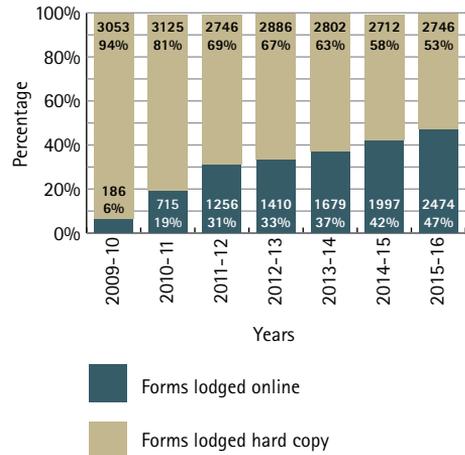
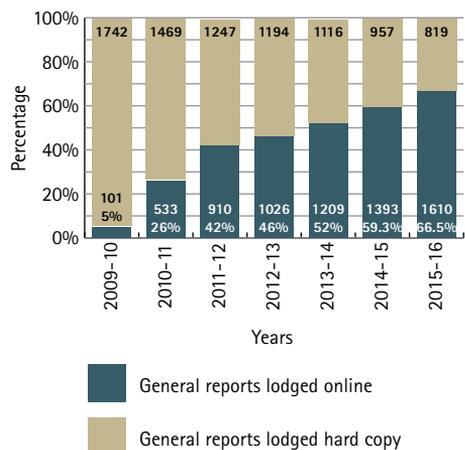


FIGURE 6: General reports lodged online compared to hard copy from 2009–10 to 2015–16



Registered corporations

As at 30 June 2016 there were 2781 corporations registered under the CATSI Act.

FIGURE 7: Registered and new corporations from 1990–91 to 2015–16

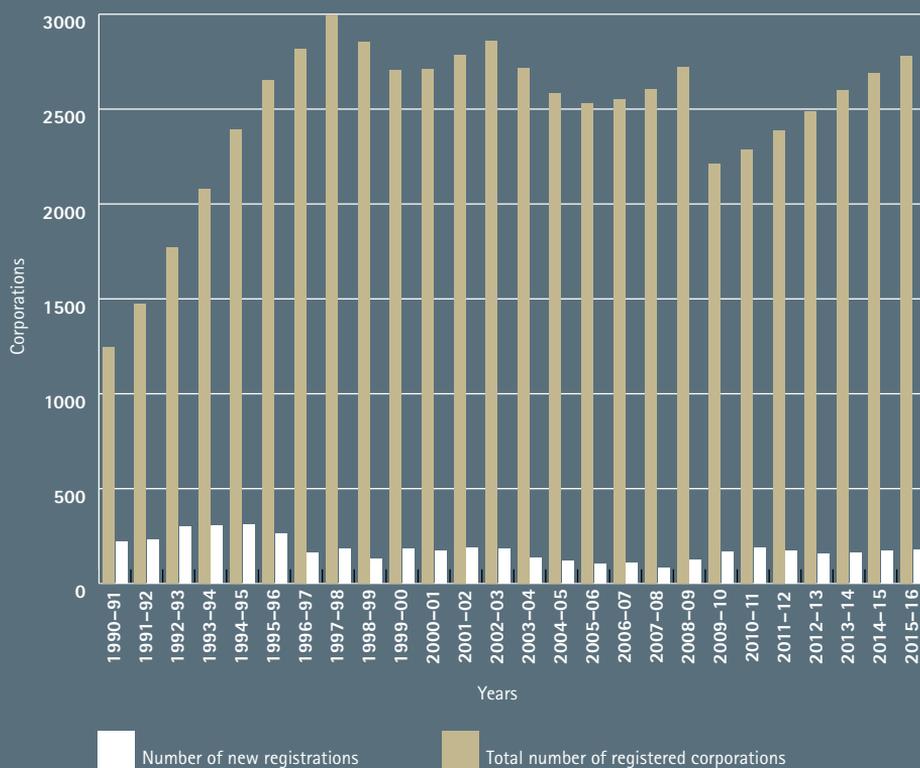


TABLE 5: Registered corporations by region as at 30 June 2016

PM&C REGIONAL NETWORK	ORIC REGIONAL OFFICES	TOTAL
Eastern New South Wales	Coffs Harbour, Brisbane and Cairns	388
Western New South Wales	Coffs Harbour, Brisbane and Cairns	111
Far North Queensland	Coffs Harbour, Brisbane and Cairns	310
Gulf and North Queensland	Coffs Harbour, Brisbane and Cairns	119
South Queensland	Coffs Harbour, Brisbane and Cairns	223
Central Australia	Alice Springs	351
South Australia	Alice Springs	126
Top End and Tiwi Islands	Darwin and Broome	215
Arnhem Land and Groote Eylandt	Darwin and Broome	74
Kimberley	Darwin and Broome	379
Greater Western Australia	Perth	378
Victoria and Tasmania	Canberra (national office)	107
Total		2781

TABLE 6: Registered and new corporations from 1990–91 to 2015–16

YEAR	NUMBER OF TOTAL REGISTERED CORPORATIONS	NUMBER OF NEW REGISTRATIONS
1990–91	1244	220
1991–92	1474	230
1992–93	1772	298
1993–94	2076	304
1994–95	2389	313
1995–96	2654	265
1996–97	2816	162
1997–98	2999	183
1998–99	2853	128
1999–00	2703	183
2000–01	2709	171
2001–02	2783	187
2002–03	2861	183
2003–04	2713	134
2004–05	2585	120
2005–06	2529	102
2006–07	2552	111
2007–08	2605	84
2008–09	2723	125
2009–10	2210	163
2010–11	2286	187
2011–12	2391	173
2012–13	2488	155
2013–14	2596	163
2014–15	2688	170
2015–16	2781	177

Strengthening organisational governance

The Australian Government decided that, as from 1 July 2014, organisations receiving grants of \$500,000 or more in a single financial year for funding administered by the Indigenous Affairs Group within PM&C, must incorporate under Commonwealth legislation.

This change was made to improve public confidence in the security and delivery of programs by organisations funded by the Australian Government. Incorporation under Commonwealth legislation, rather than state or territory legislation, provides a more robust regulatory framework and access to specialist assistance to address governance issues.

To help in the implementation of this policy, the Registrar has devoted extra resources to assist organisations to transfer to the CATSI Act.

As at 30 June 2016 ORIC had dealt with 147 requests for assistance to transfer to the CATSI Act. In addition, the guidelines for the Registrar's pro bono legal service, LawHelp, were expanded so that organisations seeking legal advice before transferring to the CATSI Act, were eligible to seek that advice through LawHelp.

Over 2014–15, 11 organisations transferred their registration to the CATSI Act from other legislation. During 2015–16 a further 25 organisations transferred.

REGISTERED



CASE STUDY: An unusual circumstance

Yindjibarndi Aboriginal Corporation RNTBC

The Yindjibarndi Aboriginal Corporation RNTBC (YAC) in the Pilbara region of Western Australia looks after the native title interests of the Yindjibarndi people.

In 2015 the corporation found itself in the unusual situation of having no validly appointed directors. A split within the corporation, combined with the rule book stating that all decisions (including at directors' meetings) must be agreed to by a 75 per cent majority, led to a failure to appoint directors at YAC's AGM on 30 November.

This situation became evident when, on application from a corporation member, the Western Australian Supreme Court decided that, as a result of section 246-25(4) of the CATSI Act, the corporation had been without validly appointed directors since the AGM.

Rather than immediately appoint an administrator (in line with the plaintiff's application), Justice Le Meire adjourned his decision until the Registrar had an opportunity to consider the options—either to appoint a special administrator or take some other action to resolve the impasse.

The Registrar determined that the most effective option, in terms of both cost and time, was to use his powers under section 439-10(d) of the CATSI Act to call a general meeting for members to appoint new directors.

Under section 69-35(2) of the CATSI Act, the Registrar also has the power to change a corporation's rules where they do not meet the Act's internal governance requirements. In YAC's case, the Registrar replaced the need for resolutions (other than special resolutions) to be approved by 75 per cent of the voting members with the more usual requirement that resolutions can be passed if a majority of votes cast are in favour of the motion.

In March 2016 the Registrar called a general meeting, which he elected to chair, on 19 April 2016 to appoint new directors. The notice also included a special resolution for additional rule changes that the Registrar wanted the members to consider.



It was a good turnout. More than 250 members from a possible 448 listed corporation members attended the general meeting or submitted proxy appointments. Proper process was carefully followed. Members were signed in, voting bands allocated and proxy appointments assigned.

After the Registrar explained the reason for the meeting, the members heard from many nominees and members, each expressing their commitment to YAC.

As 27 members nominated for the 12 director positions available, a secret ballot was held. The Registrar and his staff undertook the count and 12 individuals were duly appointed.

The special resolution to introduce the Registrar's proposed rule changes did not achieve the required majority and failed.

It took over five hours to complete the business of the general meeting, demonstrating the high level of interest. Members participated fully, patiently and respectfully.

The Registrar's actions brought the members together and allowed for the re-instatement of a validly appointed board of directors. It also allowed YAC to continue with its governance processes and native title functions.

Everything considered, it was a successful outcome.

For more information on this matter see the Registrar's media release of 23 March 2016, *ORICMR1516-17: Registrar calls general meeting for Yindjibarndi*

Regulation

Examinations

In 2015–16 ORIC completed 39 examinations.

The Registrar has the authority under the CATSI Act (section 453-1) to examine a corporation's books and records at any time. The purpose of an examination is to assess a corporation's financial health and corporate governance standards. For example, an examination checks that a corporation is:

- running in accordance with the CATSI Act and its rule book
- keeping up-to-date financial records and is managing its finances correctly, in line with proper policies and procedures
- handling appropriately any conflicts of interest and benefits to related parties.

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

Examinations contribute to the intent of the CATSI Act as a special measure to advance and protect the interests of Aboriginal and Torres Strait Islander people and their respective cultures. They also perform an important function in detecting early signs of potentially troubling issues at a corporation.

Equally, corporations that are running well often view examinations as very positive experiences. To receive a favourable examination report can be very reassuring or confirm what they already know—that they are managing their corporation's affairs to a high standard.

For more information see ORIC's policy statement *PS-25: Examinations* available on the ORIC website.

During the financial year the Registrar started 44 examinations and completed 39, as set out in tables 7 and 8.

TABLE 7: Examinations completed by state/territory 2015–16

LOCATION BY STATE/TERRITORY	NUMBER OF CORPORATIONS
Australian Capital Territory	0
New South Wales	9
Northern Territory	13
Queensland	8
South Australia	2
Tasmania	0
Victoria	2
Western Australia	5
Total	39

The examination program for the 2015–16 financial year covered corporations with the following activities:

TABLE 8: Examinations completed by activities 2015–16

MAIN ACTIVITIES OF CORPORATIONS	NUMBER OF EXAMINATIONS
Health and aged care services	10
Drug and alcohol rehabilitation services	1
Community services	4
Land management	1
Registered native title bodies corporate (RNTBCs)	3
Other native title	7
Agriculture, forestry and fishing	2
Art and cultural centres	2
Tourism	1
Housing	4
Employment and training	2
Community stores	1
Communications (radio, broadcasting and language)	1
Total	39

Outcomes of examinations

The outcomes of the 39 examinations completed over 2015–16 were:

- 6 corporations (15 per cent) were found to be operating well and required no further action. They were each sent a management letter.
- 27 corporations (69 per cent) were required to rectify less serious matters which were settled through the issue of a compliance notice³ under section 439-20 of the CATSI Act.
- 4 corporations (10 per cent) had serious findings and were issued with a 'show cause notice' under section 487-10 of the CATSI Act. These corporations were required to explain why they should not be placed under special administration.
- 2 examinations (5 per cent) were completed for subsidiaries of a parent corporation, and as such comments on the findings were sent to the parent corporation for consideration.

Five examinations were still in progress as at 30 June 2016.

TABLE 9: Outcomes of examinations 2010–11 to 2015–16

EXAMINATION OUTCOME	2010–11	2011–12	2012–13	2013–14	2014–15	2015–16
Management letters	29	19	22	12	16	6
Compliance notices	34	31	26	26	33	27
Show cause notices	7	9	1	7	10	4
Other	2	2	2	1	0	2
Total	72	61	51	46	59	39

- 3 Compliance notices provide direction for corporations on how to improve their standards of corporate governance and financial management after an examination is done.

Compliance notices are made available on the public Register of Aboriginal and Torres Strait Islander Corporations. They provide valuable information to a 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.

Special administrations

In 2015–16:

- 5 special administrations continued from the previous year.
- 10 special administrations were started.
- 11 special administrations were completed, with all handed back to members' control.
- 4 special administrations were still in progress as at 30 June 2016.

Special administrations are a form of external administrations unique to the CATSI Act. They allow the Registrar to provide early and proactive regulatory assistance to corporations experiencing financial or governance difficulties.

The Registrar appoints an independent, suitably qualified person (the special administrator) to work with a corporation to fix its internal problems and to restore it, as soon as possible, to good health. Once this is achieved, the special administrator returns full control of the corporation to its members. In all cases the special administrator works in the best interests of the corporation and its members.

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

There are several grounds on which the Registrar can decide to place a corporation under special administration. As outlined at section 487-5(1) of the CATSI Act, the grounds are not restricted to insolvency or the inability to pay a debt.

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



The Registrar addressing members of the Nguuiu Club Aboriginal Corporation following its transfer to the CATSI Act and its placement under special administration, January 2016.

Four of the 10 new special administrations (or 40 per cent) in 2015–16 were started after the directors wrote to the Registrar asking for assistance.

Before any corporation is placed under special administration, however, the Registrar usually accords it a period of natural justice. Through a 'show cause' procedure the corporation is asked to explain why it should not be put into special administration. The time the corporation takes to respond depends on its particular circumstances but the Registrar usually allows at least 14 days.

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

- **RESTORATION OF GOOD OPERATIONAL ORDER**—usually after a corporation has not complied with a provision of 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 review governance standards or organisational structures.

Eleven special administrations ended during 2015–16. Six were completed within six months in line with ORIC's key performance indicator. A successful business turnaround was achieved in all 11 corporations (100 per cent) in that they were handed back to members' control.

TABLE 10: Corporations placed under special administration in 2015–16

DATE APPOINTED	ICN	CORPORATION SPECIAL ADMINISTRATOR(S)	DATE ENDED OR DUE DATE OUTCOME
13 Jul 2015	4207	Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC	26 Feb 2016
		Jack James and Paula Cowan	Handed back to members' control.
4 Jan 2016	8335	Nguiu Club Aboriginal Corporation	3 June 2016
		Stuart Reid and Austin Taylor	Handed back to members' control.
11 Jan 2016	7445	Lirrwi Yolngu Tourism Aboriginal Corporation	31 August 2016
		Brian Woods	Handed back to members' control.
12 Jan 2016	1473	The Central Australian Aboriginal Alcohol Programmes Unit Aboriginal Corporation	30 June 2016
		Peter McQuoid	Handed back to members' control.
18 Jan 2016	85	Woolah Aboriginal Corporation	31 August 2016
		Andrew West	Handed back to members' control.
19 Jan 2016	2164	Purga Elders & Descendants Aboriginal Corporation	21 April 2016
		Peter Saunders	Handed back to members' control.
26 Feb 2016	7897	Gulf Savannah NT Aboriginal Corporation	27 May 2016
		Gerry Mier and Tony Jonsson	Handed back to members' control.
31 Mar 2016	2989	Doon Doon Pastoral Aboriginal Corporation	28 July 2016
		Andrew West	Handed back to members' control.
3 May 2016	1276	Danila Dilba Biluru Butji Binnilutlum Health Service Aboriginal Corporation	3 May 2016
		Peter Armstrong	Handed back to members' control.
6 June 2016	3170	Larrakia Nation Aboriginal Corporation	7 December 2016
		Gerry Mier and Tony Jonsson	In progress

TABLE 11: Corporations with a special administration continuing from last year

DATE APPOINTED	ICN	CORPORATION SPECIAL ADMINISTRATOR(S)	DATE ENDED OR DUE DATE OUTCOME
16 Feb 2015	7355	Pika Wiya Health Service Aboriginal Corporation	31 August 2015
		Jack James and Paula Cowan	Handed back to members' control.
3 March 2016	3789	Mamu Aboriginal Corporation RNTBC	18 September 2015
		Gerry Mier and Tony Jonsson	Handed back to members' control.
6 March 2015	500	Murchison Region Aboriginal Corporation	3 September 2015
		Andrew West and Kahsai Tesfa	Handed back to members' control.
9 March 2015	1061	Mungoorbada Aboriginal Corporation	16 March 2016
		Stuart Reid and Austin Taylor	Handed back to members' control.
8 April 2015	7573	Thamarrurr Regional Authority Aboriginal Corporation	20 November 2015
		Stuart Reid and Austin Taylor	Handed back to members' control.



Special administration communications

During the course of a special administration the Registrar expects the special administrator to communicate regularly with members and stakeholders. This is to keep members, former directors, funding agencies, creditors, employees and other interested parties up to date with progress. The special administrator must explain the changes that have to be made as well as outline the plans for the corporation's future.

To do this special administrators send out regular newsletters and hold community information meetings.

To support the special administrators in this task the Registrar's office contributes writing and graphic design expertise.



All special administration newsletters are available on the ORIC website

Below is an email received by the special administrator of Lirrwi Yolngu Tourism Aboriginal Corporation.

4 May 2016

Hi Brian

Thank you so much for the Special Administration Newsletter - and huge compliments on the clarity of the information and the language used in describing the situation addressed by the Special Administrator and the actions being taken as part of the second and third phases of the Special Administration.

I have always been an admirer of Plain English in its most eloquent form which is a very inclusive way of communicating, especially for people whose first language is not English. So many thanks for this next step in communication re the Special Administration processes which will be of great assistance to Yolngu stakeholders.

Warm regards

Robyn



CASE STUDY: Special administration—big lift for WDLAC

On 29 February 2016 the special administration at the Western Desert Lands Aboriginal Corporation (Jamukurnu-Yapalikunu) RNTBC (WDLAC) ended.

This large and important corporation holds and manages the native title rights and interests of the Martu people, including exclusive use, occupation, possession and control of 136,000 square kilometres in the central western desert region of Western Australia. 'It also delivers cultural, social and economic benefits for the Martu people,' said the Registrar.

In July 2015, after it became clear that WDLAC could not solve its deep governance and financial problems on its own, the Registrar placed the corporation under special administration.

In consultation with the members, the special administrators, Jack James and Paula Cowan from Palisade Business Consulting, worked through challenging issues to achieve a remarkable turnaround for WDLAC.

'This was a particularly successful special administration,' said the Registrar. 'In just seven months the special administrators completely reversed WDLAC's fortunes so that, once again, the corporation is looking at a healthy future.'

Among the special administration's achievements:

- reduction of WDLAC's operating costs and a return to profitability. In the 2013–14 financial year WDLAC incurred a \$1.8 million loss followed by a \$2.4 million loss in 2014–15. In a significant turnaround WDLAC recorded an operating surplus of \$348,044 in the first half of the 2015–16 financial year
- finalisation and registration of an Indigenous Land Use Agreement (ILUA) with Newcrest Mining Limited which will provide the Martu people with \$18 million and employment and business opportunities over the

next six years. The ILUA had been under negotiation for eight years

- arrangements made for an independent trustee to manage approximately 75 per cent of the funds received under the Newcrest ILUA
- re-establishment of the trust of the traditional owners and Martu communities in WDLAC and the rebuilding of relationships with WDLAC's major stakeholders
- review of WDLAC's operations and disposal of unprofitable business ventures
- introduction of innovative management and service arrangements. From 1 July 2012 to 30 June 2015 WDLAC incurred costs of \$4,721,145 for a CEO, a CFO and legal services. The special administrators engaged native title representative body, Yamatji Marlpa Aboriginal Corporation, to provide management, administration, accounting and legal services to WDLAC at one tenth of the cost of the previous arrangements
- creation of a new position (liaison officer) for a Martu person in the community of Parngurr as a result of savings made in WDLAC's administration and management costs
- appointment of a smaller board of new directors, which includes an independent director (a first for WDLAC). The new member directors are representatives of the six areas of country within the Martu determination area—Karlamingurrara, Ngayunanalku, Pilakaja, Pitijjarli, Rirrakaja and Walakaja.
- several important changes to the corporation's rule book, including ensuring improved reporting to members and directors.

The Registrar continues to monitor WDLAC closely. The Registrar also ensured that in April 2016 the new directors received corporate governance training.

For more information see the Registrar's media releases:

- 9 February 2016 *ORICMR1516-14: WDLAC back in Martu hands and*
- 13 July 2015 *ORICMR1516-02: WDLAC under special administration.*



The handover ceremony at CAAAPU on 30 June 2016 was a family open day with food and entertainment. Four of the five newly appointed directors (Aimee Austin, Jocelyn Dhu, Joel Liddle and Michael Liddle—Stewart Naylor (absent)) with Peter McQuoid (special administrator), Pauline Reynolds (CEO of CAAAPU) and Anthony Beven (Registrar).

CASE STUDY: Special administration—CAAAPU restored and renewed

Based in Alice Springs in the Northern Territory, The Central Australian Aboriginal Alcohol Programmes Unit Aboriginal Corporation (CAAAPU) has since 1992 offered culturally appropriate drug and alcohol treatment services to local Aboriginal people.

'CAAAPU's work in helping people to address their addictions and to get well again is vital not only for them as individuals but for the entire community,' said the Registrar. 'I applaud CAAAPU's aims to protect people from self-harm and also from altercations with the police or the justice system.'

Clients have access to medical professionals, a number of different health and counselling programs, and can attend either CAAAPU's residential clinic or be part of an outpatient service.

On 12 January 2016 the Registrar placed CAAAPU under special administration because an examination of the books showed it had incurred an operating loss of \$233,000 for the 2014–15 financial year, was operating with insufficient working capital, and had poor internal financial management practices.

Within six months the special administrator, Peter McQuoid from PDM Consultancy, strengthened CAAAPU's financial and operational management structures, and got CAAAPU back on track.

As a direct result of the improved management structure there was an almost immediate occupancy rate increase at CAAAPU's residential clinic—from 43 per cent in the first half of the financial year to almost 100 per cent by mid June 2016.

A new CEO was employed who has extensive experience in managing alcohol and other drug rehabilitation services, including at the Alice Springs hospital. A new board of five directors was also appointed, including two independent directors with sector experience.

In addition, relationships were renewed with key organisations and agencies in Alice Springs, most notably the Central Australian Aboriginal Congress Aboriginal Corporation, the largest Aboriginal medical service in central Australia.

'This special administration, which ended on 30 June 2016, was very effective,' said the Registrar. 'CAAAPU was back on its feet in a short time and without interruption to its important services. As a result of the special administration CAAAPU is now stronger as a place of "health, hope and healing" for Aboriginal people in central Australia.'

The Registrar will monitor the corporation closely for up to 12 months and has provided corporate governance training to the new directors.

For more information about CAAAPU see media releases of 30 June 2016 *ORICMR1516-24: Fresh start for Alice Springs facility* and 12 January 2016 *ORICMR1516-10: Registrar orders treatment for Alice Springs facility*.

Investigations and prosecutions

In 2015–16 charges were filed in two major criminal matters and the Registrar also concluded 16 minor regulatory prosecutions against corporations that failed to meet their reporting obligations. One civil action remained in progress and another was concluded.

The Registrar undertakes a range of criminal and civil litigation to address serious cases of poor governance and breaches of duty under the CATSI Act. A summary of outcomes, including penalties imposed by the courts, is maintained on the ORIC website.

Criminal matters

Matters in progress

As at 30 June 2016 there were two criminal matters in progress.

Alan Bishop—former CEO of Garnduwa Amboorny Wirnan Aboriginal Corporation (Garnduwa)

On 16 May 2016 charges were laid against the former chief executive officer (CEO) of the Garnduwa Amboorny Wirnan Aboriginal Corporation (Garnduwa).

It is alleged that Mr Alan Hugh Bishop dishonestly misused his position as CEO of Garnduwa on 38 occasions to transfer corporation funds into his own personal bank or credit card accounts. From July 2013 to December 2014, Mr Bishop is alleged to have created false records to raise 38 Garnduwa cheques totalling \$237,305.48 which he used for his own personal benefit.

Thirty-eight charges have been brought against Mr Bishop under section 265-25(3)(a) of the CATSI Act. The section carries a maximum penalty of \$340,000 or imprisonment for five years, or both, for each charge.

Trevor Close—former director of Githabul Nation Aboriginal Corporation RNTBC (GNAC)

On 30 June 2016 charges were brought against the former director of the Githabul Nation Aboriginal Corporation RNTBC (GNAC) for dishonestly misusing his position to gain a personal advantage.

It is alleged that Mr Trevor John Close used the proceeds of a sale from a GNAC native title property to cover the rent for his private home in Sydney. It is alleged that two rental payments were made by Mr Close from corporation funds in July 2013 and one in August 2013.

The charges against Mr Close have been laid under section 265-25(3)(a) of the CATSI Act. The section carries a maximum penalty of \$340,000 or imprisonment for five years, or both, for each charge relating to the July 2013 payments and \$360,000 or imprisonment for five years, or both, for the August 2013 payment. (The value of a penalty unit changed on 31 July 2015 from \$170 to \$180.)

Prosecutions for failing to lodge corporation reports—various corporations

During 2015–16 prosecution action was finalised against 16 corporations which failed to lodge one or more of their annual reports with the Registrar by the required time.

Eleven of these corporations were ordered to pay fines totalling \$31,100. A number of them were also ordered to pay court costs which totalled \$727.20. The other five corporations were all found guilty, but were discharged under section 19B of the *Crimes Act 1914*—four with various good behaviour bond conditions.

Table 12: Prosecution outcomes during 2015–16 for failing to lodge corporation reports

DATE OF OUTCOME	DEFENDANT/RESPONDENT	COURT	OUTCOME
4 August 2015	Women Beyond Today Aboriginal Corporation (ICN 7410)	Canberra, ACT	Charge proven but dismissed without penalty under s. 20(1)(a) <i>Crimes Act 1914</i> upon recognizance to be of good behaviour for 12 months and a surety of \$500.
8 January 2016	Walbunja Aboriginal Corporation (ICN 7241)	Moruya, NSW	Fined \$5000. Ordered to pay costs of \$89.00.
25 January 2016	Banjyma Aboriginal Corporation (ICN 3825)	South Hedland, WA	Fined \$2500. Ordered to pay court costs of \$169.10.
4 February 2016	Nguurruumungu Indigenous Corporation (ICN 7592)	Cooktown, QLD	Fined \$500. Ordered to pay court costs of \$89.00.
12 February 2016	Ngarigu Currawong Clan Aboriginal Corporation (ICN 7380)	Canberra, ACT	Fined \$100. Ordered to pay court costs of \$79.00.
9 March 2016	Bundaghan Aboriginal Corporation (ICN 7451)	Gladstone, QLD	Charge proven but dismissed without penalty under s. 19B <i>Crimes Act 1914</i> upon recognizance to be of good behaviour for 12 months and a surety of \$500.
9 March 2016	Bailai Aboriginal Corporation for Land and Culture (ICN 2732)	Gladstone, QLD	Charge proven but dismissed without penalty under s. 19B <i>Crimes Act 1914</i> upon recognizance to be of good behaviour for 12 months and a surety of \$500. Ordered to pay court costs \$89.90.
16 March 2016	Burringurrah Community Aboriginal Corporation (ICN 593)	Meekatharra, WA	Fined \$6000 (\$3000 + \$3000). Ordered to pay court costs of \$105.60.
16 March 2016	Winjamanu Store Aboriginal Corporation (ICN 7265)	Meekatharra, WA	Fined \$3000. Ordered to pay court costs of \$105.60.
30 March 2016	Kullila Housing & Cultural Heritage Aboriginal Corporation (ICN 2173)	Port Kembla, NSW	Charge proven but dismissed without penalty under s. 19B <i>Crimes Act 1914</i> upon recognizance to be of good behaviour for 12 months and a surety of \$1000.
10 May 2016	Ferdy's Haven Alcohol Rehabilitation Aboriginal Corporation (ICN 84)	Palm Island, QLD	Fined \$2000. Ordered to pay court costs of \$89.80.
10 May 2016	Graphic Arts and Design Training & Employment Aboriginal and Torres Strait Islander Corporation (ICN 7984)	Parramatta, NSW	Fined \$1000
10 May 2016	New South Wales Aboriginal Golf Association (Aboriginal Corporation) (ICN 4057)	Parramatta, NSW	Charge proven but dismissed without penalty under s. 19B <i>Crimes Act 1914</i> .
8 June 2016	Winangali Community Development Aboriginal Corporation (ICN 4218)	Boggabilla, NSW	Fined \$5000
8 June 2016	Djardwajarli Enterprises Aboriginal and Torres Strait Islander Corporation (ICN 7502)	Boggabilla, NSW	Fined \$5000
22 June 2016	Widjagudgeegudjee Aboriginal Corporation (ICN 7887)	Doomadgee, QLD	Fined \$1000

Civil matters

Matters in progress

*Registrar v Fred Monaghan & Others—
ACD22/2015*

On 30 March 2015 civil penalty proceedings were commenced in the Federal Court in Canberra against three former directors of the Southside Housing Aboriginal Corporation.

The Canberra-based not-for-profit corporation was established to provide affordable housing for Aboriginal and Torres Strait Islander people in the ACT.

It is alleged that three former directors, Mr Fred Monaghan, Ms Teresa Monaghan and Ms Kim Peters controlled the corporation and ran it for their own benefit. The directors lived in properties owned by the corporation, did not pay all of their rent, failed to repair the properties and had the corporation pay part of their excess water charges.

The trial was set down to be heard in the Federal Court in Canberra from 27 to 29 July 2016.

Finalised

*Registrar v Ashley James Taylor & Anor—
WAD315/2015*

On 25 June 2015 the Registrar applied for freezing orders in the Federal Court in Perth against two former senior officers of the Murchison Region Aboriginal Corporation, Mr Ashley Taylor and Mr Abul Shahid.

It is alleged the former executive officer and finance officer made unapproved loans to themselves that amounted to a combined value of almost \$1.7 million.

On 3 July 2015 the Federal Court made interim orders to freeze the assets and restrict overseas travel for the two former officers.

On 27 October 2015 the Federal Court made orders by consent to extend the freezing orders until 2 February 2016.

On 2 February 2016 the Registrar agreed to vacate the freezing orders.

The Registrar maintains a publicly available register of people disqualified under the CATSI Act from managing Aboriginal and Torres Strait Islander corporations. See the Register of Disqualified Officers at www.oric.gov.au.

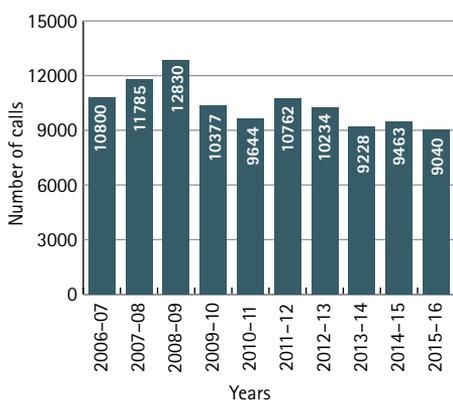
Support services

Call centre

In 2015–16 ORIC received 9040 telephone calls seeking information and advice.

ORIC's freecall telephone service is usually the first point of contact for corporations and other clients wishing to contact the Registrar's office.

FIGURE 8: Number of calls to ORIC's freecall number from 2006–07 to 2015–16



Dispute management

In 2015–16 ORIC helped to resolve 34 disputes compared to 28 in the previous year which represents an increase of 21.4 per cent.

The Registrar is aware that if a dispute is caught early enough and managed in the right way it can prevent a corporation from damage or, in a worse-case scenario, corporate governance failure. For this reason the Registrar's office gives priority to preventing disputes getting out of hand.

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 guard against future disputes flaring up.

Circumstances in which ORIC provides dispute management assistance are when:

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

Some ways the Registrar supports corporations are by providing:

- an advisory opinion—a formal letter from the Registrar giving an opinion about how the CATSI Act and the corporation's rule book applies to a matter that's in dispute
- dispute management workshops
- advice—by telephone, face-to-face or email
- conferencing and facilitating small group problem-solving sessions
- representatives to call, attend and chair general meetings
- recommendations for rule book amendments to ensure that a good dispute resolution process is put in place.

A well-managed dispute can improve a corporation's resilience.

The Registrar treats all disputes with sensitivity and takes into consideration the culture and traditions of Aboriginal and Torres Strait Islander people.

ORIC has a fact sheet, *Dispute resolution*, and a policy statement, *PS-22: Disputes involving corporations*, available on its website.

CASE STUDY: Code of conduct helps members regain control

Darug Tribal Aboriginal Corporation (DTAC) based in Seven Hills, New South Wales, maintains the cultural heritage of the Darug people. In early 2015 the DTAC directors requested ORIC's assistance to help resolve a dispute that was disrupting the governance of the corporation. Factionalism and the breakdown of good order had resulted in the exclusion of some directors in decision-making processes and the management of the corporation. There were also claims of bullying and intimidation of both directors and of members.

In July 2015 the Registrar's office took action. ORIC convened and chaired a meeting of interested parties which included all of the DTAC directors. Although it was difficult working through contentious matters, the meeting proceeded in a controlled fashion and achieved the following outcomes:

- the opportunity for each director to put forward their position
- an open and respectful discussion about the running of the corporation
- identification of the behaviours that caused the underlining issues and escalated the dispute
- development by the directors of a strong code of conduct called 'Helpful and harmful behaviours'
- dissolution of the factions within the board and a strong commitment from each of the members to work together in the corporation's best interests in the future.

At the next annual general meeting (AGM) the directors introduced the new code of conduct to members and made a point of modelling 'expected behaviours'. Their demonstration of fair and courteous conduct helped members at the AGM to feel safe and encouraged to participate.

The chairperson was also confident in referring to the code of conduct and linking it to the corporation's rule book and members' responsibilities. Poor conduct was not tolerated. In fact, when a particular member began to behave badly, the chairperson had no hesitation in calling for the member to be removed.

With respectful conduct and good order restored, the AGM moved through its business in an orderly and efficient manner.

For the members it was an indication that the corporation had returned to sound management.

ADVICE TO CORPORATION DIRECTORS

- Conduct a members' meeting to develop a set of behaviours which will help to create a safe meeting.
- Consider how this code of conduct might be linked to the rule book.
- Set a good example by modelling desired positive behaviours.
- Ensure that the code of conduct is closely followed in general meetings.

Complaints assistance

In 2015–16 ORIC finalised 748 complaints compared to 834 last year.

Under the CATSI Act one of the functions of the Registrar is to deal with complaints involving Aboriginal and Torres Strait Islander corporations.

On average, 'straightforward complaints' were answered within three working days, 'detailed complaints' were finalised in an average of eight days, while the most 'complex complaints', which often required considerable background research and follow up with third parties, were resolved in an average of 70 days.

For complaints received during 2015–16, the top categories were:

- complaints about the conduct of directors or breaches of directors, officers or employees' duties
- complaints about corporation meetings
- complaints about matters outside the Registrar's jurisdiction, such as compliance with funding agreements, corporation business decisions and staffing.

TABLE 13: Complaints involving corporations from 2008–09 to 2015–16

YEAR	NUMBER OF COMPLAINTS RECEIVED	PERCENTAGE INCREASE/DECREASE IN COMPLAINTS RECEIVED OVER PREVIOUS YEAR	NUMBER OF COMPLAINTS FINALISED*
2008–09	362	51%	358
2009–10	341	-6%	340
2010–11	622	82%	597
2011–12	541	-13%	544
2012–13	657	21%	652
2013–14	741	13%	750
2014–15	833	12%	834
2015–16	751	-9.8%	748

*Note: May include unfinalised complaints carried over from the previous year.

Since 2008–09 when the Registrar first started to record data on complaints and disputes separately, the number of complaints received has more than doubled. In 2008–09 the number received was 362 compared to 751 received in 2015–16.

Table 13 shows three notable spikes in complaints received. The first, in 2008–09, is attributed to the rise in corporation's knowledge of the CATSI Act, awareness of ORIC's role, and assistance available. The second and third spikes, in 2010–11 and 2014–15, are thought to be the result of particular complaint campaigns involving one or two corporations.

While the long-term trend shows an increase in complaints over time, it appears that the rate of increase has slowed (perhaps as knowledge about governance spreads and corporations grow in confidence in handling matters themselves).

Where possible and appropriate, ORIC as part of its complaints-handling process also assists those who are complained about (that is, 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 sheet, *Complaints involving corporations*, and a policy statement, *PS-02: Complaints involving corporations*, are also helpful documents (both 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 is not good enough.

Complaints can serve a very useful and important purpose. They are 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 a statistical overview of complaints involving corporations every six months. These are available on the ORIC website.

Complaints involving corporations

Running a corporation that follows a strict set of the community is not always easy. People from different opinions and sometimes things can go wrong.

What to do first!
Check the corporation's rule book. Often the answer to the advice you're given is in the rule book.

Contact the corporation.
Talk to the directors or the chief executive officer at your own expense to discuss your concerns. Sometimes you may find that it's a misunderstanding of what has caused the problem.

When the matter is serious
If your concerns remain serious, it is a good idea to put it in writing. You may discuss this with the directors or the chief executive officer. You may also put it in writing to the Registrar.

How to complain
When you talk or write to the corporation:
• be clear about what the problem is
• explain what you want the corporation to do
• ask for a response within a reasonable time, for example, within two weeks
• be polite - focus on the outcome you want instead of venting your anger
• keep a record - even from your notes to someone with whom you've discussed the problem, and the status of the action you take to deal with the problem (if any letters are sent or received).

There is a problem, what do I do?
CONTACT ORIC
You can make a complaint over the phone, by fax, email or post.

Free call 1800 333 431 (not from mobiles)
Fax 02 4333 8888
Email info@oric.gov.au
Post PO Box 20, Woden ACT 2606

POLICY STATEMENT 02
Complaints involving corporations

Policy	PS-02: Complaints involving corporations
Relevant legislative provisions	CATSI Act sections 436B through to 439-20, 463-1, 463-6, 466-1, 520-15, 575-25, 624-25, 626-17 (all 2008-11) CATSI Act Part 12C
Last updated	4 March 2014
Other relevant policies	PS-01: Providing information and advice PS-06: Exercise of Registrar's powers to intervene PS-12: Regulatory and non-regulatory information held by the Registrar PS-15: Privacy PS-22: Complaints involving corporations PS-25: Examinations

Changes in the number of complaints over recent years
The number of complaints received has continued to decline over the past 36 months (Table 1) and appears to be returning to the level of complaints lodged in 2013-14.

Table 1: Comparison of complaints received and finalized, six monthly periods

Reporting period	Complaints received	Complaints finalized
1 January to 30 June 2014	276	251
1 July to 30 December 2014	162	158
1 January to 30 June 2015	158	156
1 July to 30 December 2015	140	148

Table 2: Number of complaints received and finalized, 2013-14 to 2015-16 (Snapshot)

Reporting period	Number received	Number finalized	Number pending
2013-14	1047	1021	26
2014-15	741	720	21
2015-16	613	614	0
Snapshot	1642 (2013-16)	1644 (2013-16)	0

Figure 2: Number of complaints received and finalized, 2013-14 to 2015-16 (Snapshot)

Bar chart showing the number of complaints received and finalized from 2013-14 to 2015-16. The Y-axis represents the number of complaints (0 to 1000). The X-axis represents the reporting period. The bars show a general downward trend in both received and finalized complaints over the three periods shown.



CHRISTIAN LUGNAN,
Regional manager,
Coffs Harbour
GUMBAYNGGIRR MAN



BLANCHE SAUNDERS,
Regional officer,
Coffs Harbour
GOMEROI WOMAN



Locally based support

Coffs Harbour regional office, New South Wales

In ORIC's oldest regional office, Christian Lugnan and Blanche Saunders had another busy year attending general meetings, supporting directors' meetings, and delivering corporate governance training workshops. They also assisted new groups that wanted to register under the CATSI Act and helped other organisations transfer to the CATSI Act from alternative legislation.

'The work is varied and we meet with all sorts of energetic and motivated people,' said Christian. 'It's very rewarding when we can see our practical, on-the-spot assistance making a difference to the running of corporations in our region or we can help to get others started.'

A recent example of the latter was helping Kamilaroi woman, Carley Jerrard, register under the CATSI Act as a 'sole member/sole director' corporation. 'It was a fairly unusual request in that we don't have many single person entities but we were more than happy to help Carley set up the Kamilaroi Age and Community Care Aboriginal Corporation.'

Based in Inverell, New South Wales, the corporation runs an Aboriginal aged and community care service for Aboriginal and Torres Strait Islander elders in the local area.

'We advised Carley on the structure of her corporation's rule book and stepped her through a number of important business considerations,' said Christian. 'And naturally we will keep in contact so we can continue to offer support.'



Brisbane regional office, Queensland

Viaella Aldridge joined ORIC in January 2016, just as ORIC was opening its new regional office in Brisbane. Having an officer based in the Queensland state capital has given corporations in the Rockhampton, Roma and Mount Isa regions, as well as of course Brisbane, easier direct access to ORIC services. Viaella has provided corporate governance training, helped with holding corporation meetings, and assisted with reporting obligations.

It's not unusual for ORIC staff from different regional offices to assist each other. Such was the case when Coffs Harbour regional manager, Christian Lugnan, joined Viaella in presenting some corporation-specific governance training to the Mithaka Aboriginal Corporation RNTBC in Chinchilla on the Darling Downs.

Although it's well known that ORIC staff are adaptable and open to new experiences, it was a bit of a surprise to find that the workshop was to be held in a shearing shed!

'It was a slightly unusual venue,' said Viaella, 'but we had a great turnout so we needed a large space, and everything went very well.'

The majority of the participants were members of the corporation (as opposed to staff) and many were learning about governance for the first time.



VIAELLA ALDRIDGE,
Regional officer, Brisbane
NORTHERN KANJUN WOMAN



JENNIFER REUBEN (right),

Regional officer, Cairns

ABORIGINAL WOMAN from the **MARIAMOO CLAN GROUP** between Daly River, Northern Territory, and Port Keats (Wadeye), Northern Territory, and also a **TORRES STRAIT ISLANDER**

RENEE WOOD (left),

Regional officer (on secondment from another area of the department), Cairns

ABORIGINAL WOMAN from the **MANDABURRA CLAN GROUP** from the Innisfail area, North Queensland



Cairns regional office, Queensland

In the four years it's been open, the ORIC regional office in Cairns has been steadily building relationships with client corporations across a region that stretches as far north as the Torres Strait. The office has also benefitted from the contribution made by secondee Renee Wood who provided assistance on a part-time basis from early December 2015 to the end of January 2016.

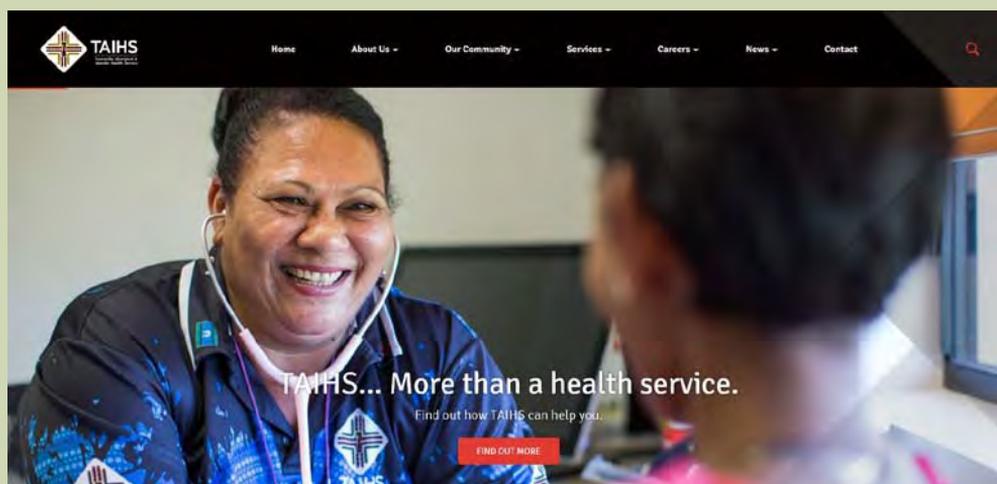
'My work is varied and demanding, particularly around reporting time,' said Jennifer. 'Each year I work hard to get in touch with every corporation in my area to make sure they're able to complete their reports and lodge on time.'

Some of the more varied work includes invitations to attend corporation meetings. For example, when the members of the Townsville Aboriginal and Torres Strait Islander Corporation for Health Services—known as TAIHS—requested a general meeting to pass a number of resolutions to change their corporation rule book, they also wanted ORIC to attend.

Since transferring over to the CATSI Act in 2012, TAIHS has expanded its business with additional resources, new buildings and extra staff.

'There was a huge number of members at the general meeting and many questions were raised with the directors and also ORIC,' said Jennifer. 'I guided them on matters of governance. It was a very productive meeting. Most of the resolutions were passed, with two resolutions referred to the next general meeting.'

Jennifer will continue to work closely with the directors and provide support.



DAYNA LISTER (left),
Regional manager, Alice Springs
ARRERENTE/LURITJA WOMAN

GEORGE DONALDSON (right),
Regional officer, Alice Springs
WONGATHA MAN



Alice Springs regional office, Northern Territory

Over the five years since the Alice Springs regional office was established in 2011 it has grown in strength and capacity. Situated at the centre of ORIC's network of regional offices, it serves the lower half of the Northern Territory, taking in the Barkly region, central Australia and the whole of South Australia.

Covering this large remote area is not without its challenges but between them, Dayna and George manage the distances and provide face-to-face assistance as needed—from helping corporations with compliance matters to registering new groups.

In early 2016 a group of artists working in a small art centre under the auspices of Ngurratjuta/ Pmara Ntjarra Aboriginal Corporation decided the time was right to operate independently.

'My first visit to the Many Hands art centre was in June 2015 and since that time I've stayed in contact and got to know everyone quite well,' said Dayna. 'The artists are descendants of Albert Namatjira and all work in the distinctive Namatjira watercolour style.'

Over the following 12 months Dayna and George attended meetings, discussed with the artists the benefits of the CATSI Act and took them through the steps involved in registering.

'The group was keen to be incorporated by 30 June 2016 to allow a seamless transition from Ngurratjuta,' said Dayna. 'In fact, we registered Iltja Ntjarra Aboriginal Corporation on 6 June 2016 so we achieved this goal with time to spare!'

In the Western Arrernte language 'iltja ntjarra' means 'many hands'.





Darwin regional office, Northern Territory

Since the Darwin regional office opened in 2013 it has firmly established itself as an energetic force in the Top End, providing practical hands-on assistance to a large number of corporations. Services range from offering corporate governance assistance to helping with reporting obligations.

Over the past 18 months since Margetta joined ORIC, the Darwin office has been able to extend and strengthen its relationships with corporations, both near and far. 'With the two of us here we're now able to take a little more time with each corporation and also to travel further to the more remote areas,' said Hannah.

Over 2015–16, the Darwin office has been involved in a number of transfers, such as with Nungalinya College Indigenous Corporation.

Due to the close and easy collaboration between the Darwin office and Nungalinya, the transition from the *Associations Act* (NT) to the CATSI Act went through without a hitch. 'We're confident that the members and directors know to contact us on any governance matter,' said Hannah. 'We have a very good relationship.'

In November 2015 Margetta with the Registrar attended the AGM of the Sunrise Health Service Aboriginal Corporation in Katherine. 'We were invited to talk about the processes involved in changing the rule book, so it could be in line with the corporation's expansion,' said Margetta. 'We also provided information about LawHelp.'

For the members it was a great opportunity to ask important questions about governance. 'For me it was a chance to meet with the members, directors and staff and establish a good working relationship,' said Margetta. 'We were also impressed with the corporation's work and what it has achieved, especially its healthy money story.'



HANNAH ROE,
Regional manager,
Darwin
YAWURU WOMAN



MARGETTA AVLONITIS,
Regional officer, Darwin
KUNGARAKAN and
WARRAMUNGA
(Northern Territory)
descent



SID MICHELS,
Regional officer, Broome
ALAWA AND NGALAKAN
(Northern Territory) descent



JILL RUDEFORTH,
Regional officer, Broome
YAWURU WOMAN



Broome regional office, Western Australia

Although the Broome regional office has been a single person operation since it opened in October 2013, it has managed nevertheless to serve corporations across the Kimberley (including around Broome, Derby and Kununurra). Corporations in the north western part of Australia rely on Sid for corporate governance assistance and are encouraged to contact him at any time.

'It's true to say calling in on corporations in my region involves a fair bit of planning and travelling but that's how it is in the west,' said Sid. 'I'm always pleased to help with corporate governance training, answer questions about compliance or, in the case of new groups, talk about the benefits of moving to the CATSI Act.'

In September 2015 Sid assisted the Maraltadj Family Aboriginal Corporation, a small tourist venture near Kalumburu in the Kimberley, to make changes to its rule book. The directors were anxious to ensure that the corporation remained family-owned and controlled.

'Together we decided the best and simplest option was to change the eligibility rules for members and directors,' said Sid. 'And while we were doing this we also reviewed and refreshed the entire rule book, which included updating to the new ORIC condensed version which is easier to understand and follow.'

To meet the challenge of covering such a large area, it's also necessary sometimes to think outside the box. Sid's answer has been to develop good working relationships with others working in the Kimberley, in particular colleagues within PM&C.

For example, Sid channelled governance information that he wanted to give to corporations around Halls Creek through PM&C officers working in Halls Creek. 'The arrangement has worked well. Because of the inter-government cooperation, corporations are able to access ORIC services without really any difficulty.'

Over the past three years the demand for ORIC services has rapidly grown and, as this is expected to continue, another staff member joined the office in June 2016. Jill Rudeforth is a welcome and much needed extra pair of hands.

In April 2016 Sid was appointed to the acting role of regional manager in the Darwin office while Hannah Roe is on extended leave.



Arthur Hyde,
Regional manager, Perth

Perth regional office, Western Australia

For over four years ORIC's Perth regional office has been supporting corporations within the Greater Western Australia region, taking in the Pilbara to the north west and including the Gascoyne, Murchison and Kalgoorlie areas to the north and east.

Over 2015–16, the Perth regional office lent corporate governance support to a diverse range of corporations, including the Nyoongar Wellbeing and Sports Aboriginal Corporation.

In February 2016 the organisation transferred its registration from the *Associations Incorporation Act 1987* (WA) to the CATSI Act.

Under its new registration, the Nyoongar Wellbeing and Sports Aboriginal Corporation continues to help the Nyoongar population with physical activity and healthy lifestyle programs. 'A particular focus is improving the physical and mental health of needy members of the Nyoongar community,' said Arthur.

Based in Perth, it was required by the Australian Government to transfer its registration to the CATSI Act because it received government funding of \$500,000 or more (see 'Strengthening organisational governance' page 23).

The transfer process began on 21 September 2015 with the Perth regional manager meeting with the corporation to outline the necessary steps. This was soon followed up with:

- drafting the corporation's new rule book based on the organisation's previous constitution
- assisting with calling a general meeting by ensuring that the meeting notice was correctly drafted
- attending the general meeting to assist with the process of passing the required special resolutions
- providing support after the general meeting to check that the correct documents were sent to the Commissioner for Consumer Protection (part of the Western Australian Department of Commerce) and to ORIC respectively so that the registration could proceed
- ensuring that all post registration requirements were met.

Nyoongar's CEO, Ms Karyn Lisignoli, embraced the transfer and was grateful to Arthur for streamlining the process and making it such a smooth transition to the CATSI Act.

'I will continue to provide support to the new corporation,' said Arthur. 'As soon as practical I'll offer governance training to the directors as this is all part of the post registration/transfer process.'

For a six week period in April and May 2016 ORIC officer Edison Hui acted as the Perth regional manager.

ORA: ORIC Recruitment Assistance—helping corporations to recruit senior staff

In 2015–16 a total of 10 job assistance requests for senior management positions were received through ORA and nine senior staff positions were filled.

The Registrar started the ORIC recruitment assistance (ORA) service six years ago in 2010 to help corporations fill their senior positions with suitable applicants.

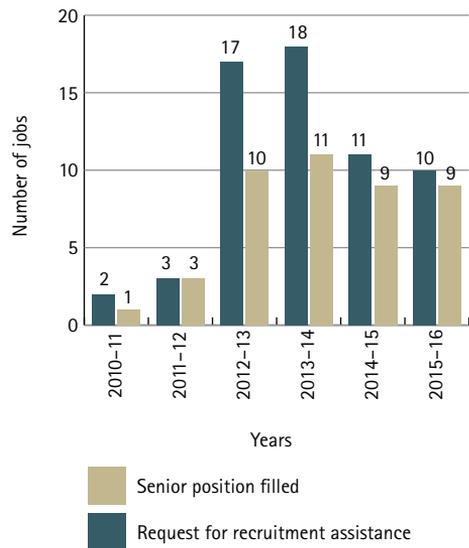
ORA helps build capacity by supporting corporations to follow a clearly defined process with established guidelines. The service covers recruitment, appointment and retention of suitable senior staff. It also encourages best practice.

Working with ORA, corporations are guided through each stage in the recruitment process, including:

- developing a job description package
- advertising the position
- evaluating applicants
- setting up an interview process
- preparing the selection report.

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

FIGURE 9: Number of job assistance requests received through ORA and senior positions filled from 2010–11 to 2015–16



Note: Not all recruitment activities end with filling of the position.



Corporation jobs

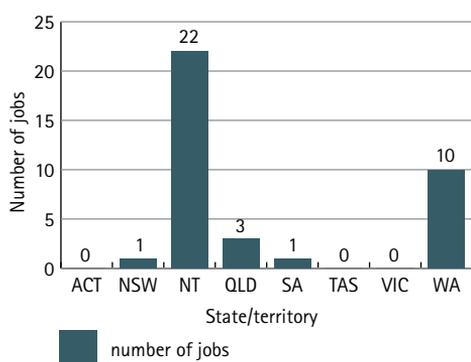
In 2015–16 there were 37 jobs advertised on the ORIC website

Since 2009 ORIC has offered corporations the chance to advertise their employment vacancies free of charge on the ORIC website.

Over the past seven years there have been in total 368 corporation jobs advertised on the website (including the 37 for 2015–16).



FIGURE 10: Corporation jobs advertised on the ORIC website by state/territory 2015–16



Handy recruitment guides

ORIC's series of short, handy recruitment guides further support corporations. Topics include:

- recruitment process
- how to draft a successful job ad
- how to draft selection criteria
- checklist for selecting suitable applicants
- sample interview questions.

Companionable to these are ORIC's employment guides on:

- managing performance
- grievance and dispute resolution
- termination of employment—small business employers
- termination of employment—larger employers.

Template employment contracts grouped by state and territory as well as summaries of employment conditions and information on relevant industry awards are also available. These documents were developed in 2010 in partnership with the Australian Government Solicitor and can be found on the ORIC website under 'Corporation jobs'.

LawHelp

In 2015–16 ORIC received 28 LawHelp applications in comparison to the 41 applications received last year. Of the 28 applications, 24 were approved by the LawHelp assessment panel and successfully referred to some of Australia's best law firms (this is the same number of referrals as last year).

LawHelp was started by the Registrar and a handful of volunteer lawyers in 2010. Its purpose was to give not-for-profit Aboriginal and Torres Strait Islander corporations access to pro bono legal assistance.

Over the six years that the scheme has been running it has provided assistance on a range of legal matters, from basic tax issues to employment contracts, to interpreting the law.

There are a few matters however that it can't help with—for example, those already funded by government, such as native title, or legal action in any court or tribunal, or matters that could possibly conflict with the interests of the Australian Government.

LawHelp is also designed to help corporations only, not individuals.

In 2015 the scheme was extended to entities seeking assistance to transfer their registration to the CATSI Act. Until this change was made, only Aboriginal and Torres Strait Islander corporations registered under the CATSI Act were eligible to apply. Over 2015–16, eight organisations interested in transferring their registrations to the CATSI Act contacted LawHelp for advice.

As at 30 June 2016 there were 12 participating lawyers and law firms on the LawHelp panel:

- Allens
- Ashurst
- Australian Government Solicitor (AGS)
- Bradley Allen Love Lawyers
- Castledine Gregory Law & Mediation
- Clayton Utz
- DLA Piper Australia
- Herbert Smith Freehills
- HWL Ebsworth Lawyers
- Jackson McDonald Lawyers
- Minter Ellison
- Tress Cox Lawyers.

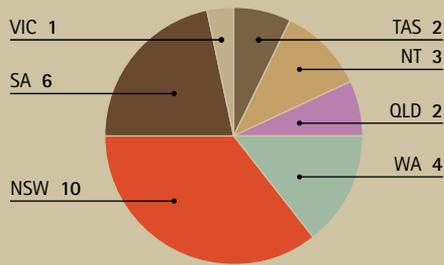
Eligible corporations and transferring entities can apply for legal assistance through LawHelp by sending their applications to ORIC's LawHelp secretariat for lodgment. Applications are then forwarded to the independent LawHelp assessment panel for action.

There are three independent lawyers who sit on the LawHelp assessment panel—the manager of pro bono services from the Australian Government Solicitor, a Victorian lawyer from the community services sector, and an Aboriginal lawyer with the Commonwealth Department of Health.



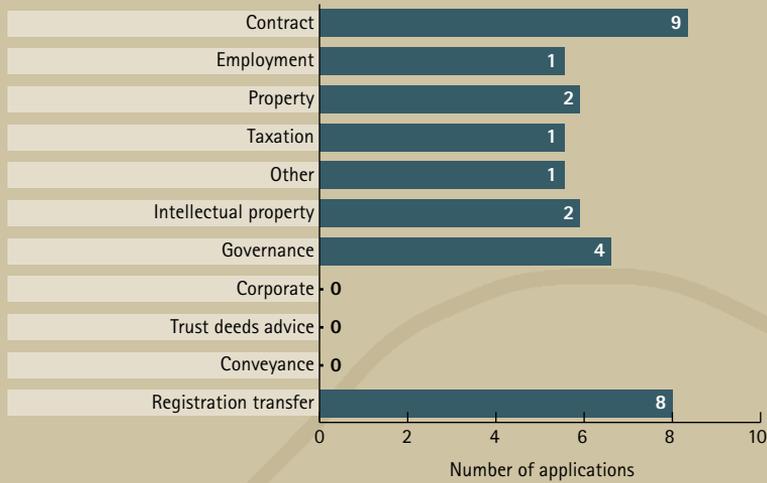
LawHelp

FIGURE 11: Number of LawHelp applications by state/territory 2015–16



Note: There were no applications from Australian Capital Territory.

FIGURE 12: Number of LawHelp applications by subject 2015–16





Australian Government
Office of the Registrar of
Indigenous Corporations

independentdirectory

matching skilled directors to
Aboriginal and Torres Strait
Islander corporations



SKILL *meets* **NEED**



<http://director.oric.gov.au>

Independent directory

Where skill meets need

ORIC's newest free service is an online matching system to help corporations choose an independent director that's right for them (that is, has suitable experience, knowledge and skills).

For some time the Registrar has recognised that more and more corporations want to appoint independent and qualified directors to their boards. This is especially true for corporations that run a range of activities, generate a high income and have a strong asset base.

Independent directors can bring specialist experience, knowledge and skills to a board.

In 2014 the Registrar entered into a partnership with the Business Council of Australia (BCA) to find an easy way for corporations to access suitably qualified candidates. The result was an online matching service, the *Independent directory*, which encourages direct engagement between corporations and suitable potential applicants.

The online service (accessible through the Registrar's website) was made live on 6 July 2015 and officially launched in Sydney on 21 October 2015 (see page 68).

In summary, the *Independent directory* is a free online service that gives:

- Aboriginal and Torres Strait Islander corporations the chance to register their requirements for an independent director—for example, the particular skills they are seeking
- individuals the chance to register their interest in becoming an independent director, and to upload their qualifications, experience and skills.

Both corporations and candidates can choose how much information about themselves they wish to make public and at any time can edit what they post. When a potential match is found both the corporation and the candidate is automatically alerted and invited to initiate contact.

Training

In 2015–16 ORIC:

- provided corporate governance training to 865 people from 208 Aboriginal and Torres Strait Islander corporations, organisations and new groups
- developed and successfully trialled a new two-day corporate governance workshop especially designed for directors and members of corporations in remote communities
- achieved over 88 per cent satisfaction rating from all those who completed an ORIC training course. Participants reported either a significant or very significant increase in their corporate governance knowledge.

Part of the Registrar's functions under section 658-1 of the CATSI Act is to provide public education programs to improve corporate governance standards among Aboriginal and Torres Strait Islander corporations.

The Registrar's training programs not only increase corporate governance knowledge within corporations but also improve skill levels, efficiency and accountability.

Training calendar

Each year the Registrar publishes an online calendar showing the proposed dates and locations of Introduction to Corporate Governance (ICG) workshops and accredited training courses. The calendar comes out in May and lists the training dates, locations and venues for the following financial year. It's regularly updated and changes are made as necessary.

The screenshot shows the ORIC website's 'Training' page for 2015-16. The page features a navigation menu with links for HOME, CATSI ACT, START A CORPORATION, RUN A CORPORATION, TRAINING, RESOURCES, and NEWS. A search bar is located in the top right corner. The main content area is titled 'Training courses 2015-16' and includes a 'Printable version' link. Below the title, there is a brief description of the training provided by ORIC and a map of Australia with markers indicating training locations. A 'Browse Map of Australia' section lists the following locations: Alice Springs, Cairns, Darwin, Hervey Bay, Longreach, Milneba, and Stewart. The page also includes a 'SEARCH FOR A CORPORATION' section, 'ONLINE FORMS', 'DOWNLOAD FORMS', and 'FREE SERVICES' sections.

Training courses for 2015–16 on the ORIC website

Types of training courses and workshops

The Registrar encourages eligible applicants to apply for corporate governance training and offers a range of choices. For example, ORIC offers residential and non-residential courses (part of its Managing in Two Worlds program) as well as workshops delivered in the community through its corporation-specific programs.

The Managing in Two Worlds program includes:

- ICG workshops held over three days
- Two-day corporate governance workshops (developed over 2015–16)
- Certificate IV in Business (Governance) delivered in four one-week blocks
- Diploma of Business (Governance) delivered in five one-week blocks.

CORPORATION-SPECIFIC TRAINING (CST)

is for individual corporations that request training especially tailored to their particular needs and circumstances.

CST workshops are usually held at a corporation's premises or a central venue within the community. The training is conducted over one or two days and can include:

- a **PRE-INCORPORATION DOORWAY (INCLUDING TRANSFERS AND AMALGAMATIONS)**: provides information on the requirements and processes for an organisation to become incorporated under the CATSI Act
- **RULE BOOK DESIGN AND RE-DESIGN**: helps new groups looking to register under the CATSI Act to develop a rule book or existing corporations to update and refresh their current rule book
- **SUPPORT AND MENTORING**: provides practical information in running a corporation, and often follows a special administration to help corporations avoid the problems that may have led to the special administration in the first place

- **BUILDING STRONG STORES (BSS)**: is a two-day program designed specifically for corporations that manage a community store
- **NATIVE TITLE MODULE**: assists corporations in the native title sector which face particular challenges and issues. The module is specifically for native title corporations and was further refined during 2015–16.

Introduction of the two-day governance workshop

In 2015–16 ORIC developed a new model of governance workshop to meet the training needs of corporations in remote regions. The Registrar understands that it's very difficult for members of corporations in these areas to attend the Introduction to Corporate Governance (ICG) workshops. The travel distances involved are too great and place an unreasonable burden on people from remote communities. Cultural/kinship issues and family commitments are also a consideration.

The new two-day governance workshop therefore is designed to take place in community. Feedback has indicated that this is the preferred option among people living remotely.

Trials of the new workshop conducted on Groote Eylandt, Northern Territory, and Karratha, Western Australia, were well received.

Overall training delivered

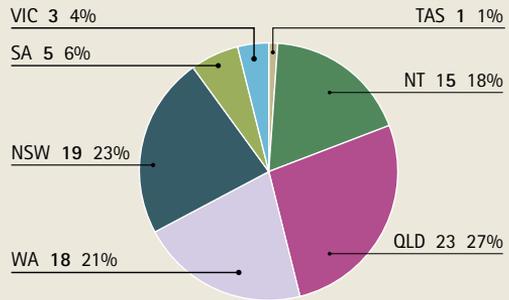
In 2015–16 ORIC exceeded its training targets for both the number of participants and corporations.

TABLE 14: Overall training delivered 2015–16

	TARGET	ACTUAL
Number of participants	750	865
Number of corporations	120	208
Participants that reported a significant or very significant increase in corporate governance knowledge	90%	88.15%

Note: Overall statistics are based on single counts of participants and corporations.

FIGURE 13: Training workshops and courses by state/territory 2015–16



Introduction to Corporate Governance (ICG)

The purpose of an ICG is to explain key concepts and principles of good corporate governance to the members and staff of Aboriginal and Torres Strait Islander corporations. Participants are aware that they must complete an ICG before they can apply to do the accredited Certificate IV in Business (Governance).

ORIC delivered eight ICG workshops across Australia in 2015–16. A total of 219 people, representing 85 corporations, participated.

TABLE 15: ICG workshops 2015–16

DATE	LOCATION	NUMBER OF PARTICIPANTS	NUMBER OF CORPORATIONS
Jul 2015	Alice Springs, NT	43	14
Aug 2015	Newman, WA	16	6
Sept 2015	Horn Island, QLD	13	5
Nov 2015	Port Lincoln, SA	8	6
Mar 2016	Cairns, QLD	60	26
Apr 2016	Perth, WA	34	13
May 2016	Mildura, VIC	14	6
Jun 2016	Tamworth, NSW	31	9
Total		219	85



Role playing in many hats. Part of an ICG in November 2015 in Port Lincoln, South Australia

Two-day governance workshop

As mentioned earlier, the two-day governance workshop is designed to cater to the needs of people in remote communities. It's essentially the same as an ICG but it's spread across two rather than three days, and incorporates greater awareness of cultural protocols.



Following successful trials, ORIC will roll out a program of two-day governance workshops in 2016–17.

Certificate IV in Business Governance

Part of a national accredited training package, the Certificate IV in Business (Governance) is for Aboriginal and Torres Strait Islander people who want to build on their corporate governance knowledge and management skills.

Although ORIC did not run a Certificate IV in Business (Governance) course over 2015–16, it plans to run one in 2016–17, starting in February 2017.

Diploma of Business (Governance)

Also part of ORIC's national accredited training package, the Diploma of Business (Governance) is intended for Aboriginal and Torres Strait Islander people who want to enhance and extend their corporate governance knowledge and management skills. Potential and existing corporation directors who have completed the Certificate IV in Business (Governance) are encouraged to apply.

In 2015–16, ORIC ran one Diploma of Business (Governance) course.

The course is deliberately designed to give participants the benefit of face-to-face tuition in five one-week residential blocks, spread across several months. Support from family and the community is essential as participants must not only spend time away from home but also complete course assignments in between study blocks.

To be accepted on to the course, it is important participants are committed to learning, willing to participate in group activities, and like sharing their knowledge and experience. Topics covered include:

- financial management
- understanding the role and responsibilities of directors
- maintaining and protecting culture
- communicating with the community
- policy development and strategic planning.

In ORIC's 2015–16 course, four of the study blocks were in Darwin and one was in Sydney. The Sydney location was chosen so students could enjoy such highlights as a visit to the National Centre of Indigenous Excellence (NCIE) in Redfern, and a tour of the South Sydney Rabbitohs' training facilities with former National Rugby League (NRL) star and charity ambassador for Souths Cares, Beau Champion.

The course drew participants from the Australian Capital Territory, the Northern Territory, Queensland, South Australia and Tasmania. Fourteen students from 11 different Aboriginal corporations across Australia started the course and all 14 graduated.

TABLE 16: Diploma of Business (Governance) 2015

DATE	LOCATION	NUMBER OF STUDENTS GRADUATED	NUMBER OF CORPORATIONS
Block 1: 22–26 June 2015	Darwin, NT	14	11
Block 2: 27–31 July 2015	Darwin, NT		
Block 3: 31 Aug– 4 Sept 2015	Darwin, NT		
Block 4: 12–16 Oct 2015	Sydney, NSW		
Block 5: 16–20 Nov 2015	Darwin, NT		



The Diploma of Business (Governance). In his address the Registrar said, 'My office wants to see Aboriginal and Torres Strait Islander corporations succeed as effective, sustainable and accountable organisations with good, capable leaders at their helm. Today's ceremony recognises a small group who has shown real commitment. Each person has strived to get the most out of a tough course and now joins a growing number of Aboriginal and Torres Strait Islander people working hard to make their corporations and communities stronger.'



The graduation ceremony was held in Darwin on 20 November 2015.



Above: At the training facilities at the South Sydney Rabbitohs.



Right: Former Rabbitoh, Beau Champion, giving a tour of the football club's training facilities.



CASE STUDY: Diploma of Business (Governance)

To further enrich the learning experience of the 14 students on the Diploma of Business (Governance) course 2015–16, ORIC held the fourth of the five study blocks in Sydney.

'We wanted to expose the students to some real life examples of good corporate governance in action,' the Registrar said.

The students visited the National Centre of Indigenous Excellence in Redfern (NCIE) where they saw first-hand how to make high quality programs. They also saw and appreciated the role that culture plays in engaging with other Aboriginal and Torres Strait Islander organisations.

On the following day, retired NRL star and Souths Cares ambassador, Beau Champion, took the students on a tour of the South Sydney Rabbitohs' headquarters and training facilities in Redfern. As he showed them around, Beau spoke about leadership, identity, decision making and resilience. Both the tour and the talk were major highlights. The students came away with a clear sense of the dedication and responsibility involved in becoming a successful NRL team player but also a leader and quality person in life.

A presentation by Commonwealth Bank senior executive, Philip McCabe, from the bank's Indigenous unit capped off the Sydney high points. The informal presentation, which showed good corporate governance models at work in the bank, sparked a lively discussion.

Each of the students thoroughly enjoyed the Sydney study block and said they gained invaluable insights from interacting with a range of different professional people. Following such positive feedback ORIC will try to include an interactive learning block when it next offers its Diploma of Business (Governance) course.

'I'm convinced that the interactive learning model fosters positive development,' said the Registrar. 'For this reason I'd like us to continue with it.'



Course work in progress



During the course, participants worked on a range of projects and activities as a whole group and in smaller groups.

The graduation ceremony for the Diploma of Business (Governance) students was held in Darwin on 20 November 2015. Ms Bilawara Lee, a Larrakia elder, conducted the welcome to country ceremony, *One Mob Different Country* provided the dancing while singer Ms Ali Mills performed two solos (*Arafura Pearl* and *Waltjim Bat Matilda*).

In congratulating the students the Registrar said, 'I know that the Diploma of Business (Governance) is a demanding course and you should each feel proud you stayed with it, even when the going was tough. You can now take what you have learned to benefit your communities and corporations.'

Susan Betts, a director from the Warnu-Manda Aboriginal Corporation based in Port Lincoln, South Australia, who also runs her own business said, 'Our corporation is about healing and connecting our people back to country. I enjoy helping to run the corporation. I feel fantastic that I have completed the Diploma of Business (Governance).'

In his address the Registrar said, 'My office wants to see Aboriginal and Torres Strait Islander corporations succeed as effective, sustainable and accountable organisations with good, capable leaders at their helm. Today's ceremony recognises a small group who has shown real commitment. Each person has strived to get the most out of a tough course and now joins a growing number of Aboriginal and Torres Strait Islander people working hard to make their corporations and communities stronger.'

Corporation-specific training (CST)

In 2015–16 ORIC delivered 72 separate CST workshops for 112 different corporations which attracted altogether 632 participants. The governance topic most often requested and consequently delivered at the workshops was 'the roles, responsibilities and legal duties of directors'. This was the same as for 2014–15.

The greatest number of workshops (27 per cent) were conducted in Queensland, followed by New South Wales (23 per cent) and Western Australia (21 per cent).



Learning about corporate governance in Tamworth, June 2016.



TABLE 17: CST workshops 2015-16

DATE	LOCATION	STATE	NUMBER OF PARTICIPANTS	NUMBER OF CORPORATIONS
Jul 2015	Cairns	QLD	6	1
Jul 2015	Armidale	NSW	6	1
Jul 2015	Bairnsdale	VIC	12	1
Jul 2015	Townsville	QLD	9	1
Aug 2015	Cardiff	NSW	6	1
Aug 2015	Dareton	VIC	8	1
Aug 2015	Taree	NSW	7	1
Aug 2015	Guda Guda Community	WA	4	1
Sept 2015	Poruma Island	QLD	16	14
Sept 2015	Gunbalanya	NT	6	1
Sept 2015	Ramingining	NT	13	1
Sept 2015	Bunbury	WA	6	1
Sept 2015	Indulkana	SA	3	1
Sept 2015	Cessnock	NSW	7	1
Oct 2015	Broadwater	NSW	4	1
Oct 2015	Katoomba	NSW	8	1
Oct 2015	Port Augusta	SA	9	1
Oct 2015	South Hedland	WA	6	1
Nov 2015	Gunnedah	NSW	6	1
Nov 2015	Coffs Harbour	NSW	8	1
Nov 2015	Kyogle	NSW	4	1
Nov 2015	Maryborough	QLD	3	1
Nov 2015	Mooroolbool	QLD	3	1
Dec 2015	Rockhampton	QLD	5	1
Dec 2015	Hopevale	QLD	5	1
Dec 2015	Armidale	NSW	4	1
Dec 2015	Karratha	WA	12	1
Jan 2016	Brisbane	QLD	6	1
Jan 2016	Innisfail	QLD	7	1
Jan 2016	Eden	NSW	7	1
Feb 2016	Geraldton	WA	10	1
Feb 2016	Groote Eylandt	NT	13	2
Feb 2016	Broome	WA	10	1
Feb 2016	Maningrida	NT	10	1
Feb 2016	Charters Towers	QLD	5	1
Feb 2016	Broome	WA	9	1
Feb 2016	Gulliver	QLD	5	1
Feb 2016	Gulliver	QLD	3	1
Feb 2016	Santa Teresa	NT	5	1
Feb 2016	Townsville	QLD	7	1
Feb 2016	Wyndham	WA	5	1

DATE	LOCATION	STATE	NUMBER OF PARTICIPANTS	NUMBER OF CORPORATIONS
Feb 2016	Fitzroy Crossing	WA	22	1
Mar 2016	Daly River	NT	3	1
Mar 2016	Karratha	WA	29	6
Mar 2016	Kununurra	WA	6	1
Mar 2016	Minyerri	NT	17	1
Mar 2016	Ellalong	NSW	2	1
Mar 2016	Alice Springs	NT	12	1
Marc 2016	Fregon	SA	12	1
Apr 2016	Wodonga	VIC	6	1
Apr 2016	Port Hedland	WA	6	1
Apr 2016	Devonport	Tas	6	1
Apr 2016	Kempsey	NSW	8	1
Apr 2016	Townsville	QLD	10	1
April 2016	Townsville	QLD	6	1
Apr 2016	Caboolture	QLD	7	1
Apr 2016	Chinchilla	QLD	20	1
May 2016	Cairns	QLD	36	12
May 2016	Yarrabah	QLD	5	1
May 2016	Mornington Island	QLD	8	1
May 2016	Mount Gambier	SA	4	1
May 2016	Karratha	WA	30	3
May 2016	Mount Liebig	NT	3	1
Jun 2016	Albury	NSW	7	1
Jun 2016	Cairns	QLD	20	9
Jun 2016	Broome	WA	8	1
Jun 2016	Bowraville	NSW	5	1
Jun 2016	Kalgoorlie	WA	2	1
Jun 2016	Caroona	NSW	4	1
Jun 2016	Port Hedland	WA	15	1
Jun 2016	Ramingining	NT	13	1
Jun 2016	Lajamanu	NT	12	1
TOTAL			632	112

Partnerships

In 2015–16 ORIC maintained training partnerships with:

- State Government of New South Wales
- State Government of Western Australia
- Australian Indigenous Leadership Centre (AILC).

Information and resources

To help new groups starting corporations under the CATSI Act and to support existing clients, the Registrar produces a variety of helpful publications and resources.

Website

The first stop for most clients is the Registrar's website www.oric.gov.au. It's the face of ORIC.

There are a number of resources and services available on the ORIC website designed to assist Aboriginal and Torres Strait Islander corporations and groups, and to provide a free platform for sharing information and good news stories.

At its most fundamental level, the website is a central repository supporting the regulatory framework of the CATSI Act. It contains a wealth of information and houses essential tools, such as the public Register of Aboriginal and Torres Strait Islander Corporations, the Register of Disqualified Officers, and a link to a secure companion site that allows corporations to lodge reports and forms electronically.

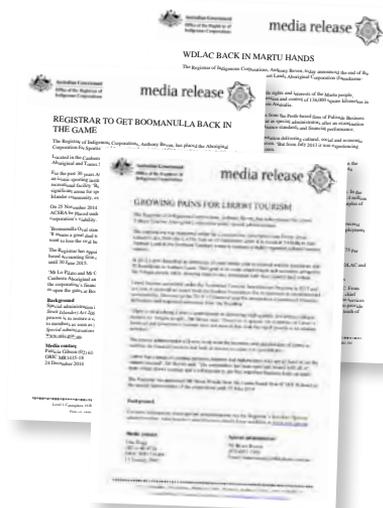
Over 2015–16 every effort was made to improve the visual appeal and easy use of the website in keeping with Commonwealth standards for accessibility. As most corporations, particularly those in remote locations, rely on ORIC's website for up-to-date information and resources, maintaining the website to a high standard was a priority.

This year the Registrar added to the range of 'free services' accessible through the ORIC website, the *Independent directory*. This new online service, devised by the Registrar's office, puts corporations in touch with qualified independent candidates to serve on their boards. The service went live on 6 July 2015 and was officially launched on 21 October 2015 (see pages 51 and 68).

Media releases

The Registrar's practice is to issue regular media releases on significant developments or events affecting Aboriginal and Torres Strait Islander corporations. These media releases are sent to journalists, stakeholders and interested parties.

Over 2015–16 the Registrar issued 25 media releases which are available on the ORIC website.



The *Independent directory* which encourages direct engagement between corporations and potential candidates.

Fact sheets

The Registrar also produces a range of popular fact sheets which are updated as required. Each gives a quick overview of a particular topic but shouldn't be regarded as a substitute for legal advice. Clients who are after more detail are advised to look at the CATSI Act or consult a lawyer. Current titles are:

- Amalgamation—information for existing corporations
- A corporation's rule book: what you need to know (updated October 2015)
- Becoming a corporation member
- Complaints involving corporations
- Contact person and secretaries
- Corporation size and reporting
- Dispute resolution
- Disqualification from managing corporations under the CATSI Act (updated October 2015)
- Duties of directors and other officers
- Information sheet for PBCs
- Lodge online
- Meetings for directors (new title published June 2016)
- Minutes of meetings (new title published June 2016)
- Meetings for members (new title published June 2016)
- Members' rights
- Register of members and former members
- Related party financial benefits (updated March 2016)
- Special administrations: what funding agencies, creditors and employees should know (updated June 2016)
- Special administrations: what members and directors should know (updated June 2016)
- The CATSI Act and the Corporations Act—some differences (updated May 2016)
- What the CATSI Act means for funding bodies

In the Registrar's effort to ensure that corporations have the right skills and knowledge to operate effectively and efficiently, three new fact sheets were produced during the year and six existing fact sheets were updated, as indicated above.



Spotlight on

Over the years 'spotlight on' has become a familiar colourful feature on the Registrar's homepage. Its purpose is to draw attention to the various activities and achievements of corporations registered under the CATSI Act. A new 'spotlight on' is published on the first working day of each month. While the Registrar actively encourages corporations to send in their own ideas and stories, ORIC staff also assist with writing articles and gathering photographs.



July 2015

Weaving grass into gold
Dugalunji Aboriginal Corporation



August 2015

Driving on
Ngarliyarndu Bindirri Aboriginal Corporation



September 2015

More than a helping hand
Aboriginal Associations Management Centre



October 2015

Looking back to go forward
Victorian Aboriginal Corporation for Languages



November 2015

Practical help puts lives back on track
Nguumambiny Indigenous Corporation



December 2015

Where accreditation is due
Ord Valley Aboriginal Health Service Aboriginal Corporation



January 2016

Commercially engaged

Ingkerreke Commercial Pty Ltd (a division of Ingkerreke Outstations Resources Services Aboriginal Corporation)



February 2016

Living legacy in watercolours

Ngurratjuta Iltja Ntjarra—Many Hands art centre (operated by Ngurratjuta/Pmara Ntjarra Aboriginal Corporation)



March 2016

Switch from grid to solar

Pilbara Meta Maya Regional Aboriginal Corporation



April 2016

Innovative natural resource management

Arafura Swamp Rangers Aboriginal Corporation



May 2016

The Sunrise Way

Sunrise Health Service Aboriginal Corporation



June 2016

Minimbah school back better than ever

Minimbah Pre-school, Primary School Aboriginal Corporation

ORIC Oracle newsletter

The *ORIC Oracle* newsletter is for all registered corporations, stakeholders and interested people (general subscribers).

It's published four times a year (in August, November, February and May), and is distributed both electronically and by post, as preferred by recipients.

Each edition adopts a different theme. Over 2015–16 these were: 'Does your rule book need a spring clean?' (August 2015), 'Complaints and how to manage them' (November 2015), 'Independent directors: can add a skill set' (February 2016) and 'Selecting senior staff' (May 2016).

The *ORIC Oracle* newsletter communicates practical information to corporations (its target audience) in a pictorially attractive, easy-to-read magazine style. It also includes important compliance prompts, such as reminding corporations about key dates to hold their annual general meetings and to lodge their annual general reports.

Over 2015–16 the number of subscribers rose slightly and a few more corporations chose to receive the *ORIC Oracle* by electronic means.

Both html and pdf versions of each edition are available at www.oric.gov.au under 'News'.

Statistics and analysis

One of the Registrar's core activities is the regular compilation and distribution of statistical information about Aboriginal and Torres Strait Islander corporations—for example:

- complaints involving corporations—issued six-monthly
- corporations entering external administration—issued annually
- top 500 corporations—issued annually.

All reports are available on www.oric.gov.au.



The top 500 report

The seventh report in the top 500 series, *The top 500 Aboriginal and Torres Strait Islander corporations 2013–14*, was released in December 2015.



Like its predecessors, the seventh top 500 report collates and compares data provided by corporations as part of their annual reporting.

Key findings were:

- The combined income of the top 500 Aboriginal and Torres Strait Islander corporations for 2013–14 was \$1.74 billion (compared to \$1.71 billion in 2012–13, an increase of 1.9 per cent—behind nominal growth in GDP of 2.5 per cent in 2013–14).
- The average annual growth rate of corporation income over the last decade was 9.5 per cent.
- In comparison to 2012–13 the average income of the top 500 corporations in 2013–14 increased from \$3.42 million to \$3.48 million.

The featured case study was Ingkerreke Outstations Resource Services Aboriginal Corporation, based in Alice Springs, Northern Territory. This corporation looks after 50 outstations and homelands across central Australia, providing housing, and municipal and essential services. In 2004 it set up Ingkerreke Commercial mainly to make money. The aim was to generate an income in order to allow for better services to be provided for the people on the homelands. It was a bold idea but one that worked. Today Ingkerreke Commercial is a well-established construction, metal fabrication and maintenance enterprise offering training and employment opportunities to local Aboriginal men and women. This corporation is one of 201 in the top 500 that improved its ranking (based on income) in 2013–14.



Professor Marcia Langton AM and Mr Russell Taylor, keynote speakers at the inaugural conference. Photo courtesy of Simon Fox, Deakin University.



ORIC's Christian Lugnan with panel member Ellery Blackman. Photo courtesy of Simon Fox, Deakin University.

Events

The Registrar and his staff also presented at various forums and events throughout the year, most notably:

- Indigenous Accounting and Business Conference at the RACV City Club in Melbourne on 2–3 September 2015
- Independent*directory* launch at the EY Centre in Sydney on 21 October 2015
- NSW Prescribed Body Corporate and Traditional Owner corporation workshop on 22 May 2016
- National Native Title Conference at the Darwin Convention Centre on 1–3 June 2016

Indigenous Accounting and Business Conference

On 2–3 September 2015 the Deakin Business School held the inaugural Indigenous Accounting and Business Conference in Melbourne. The theme was 'accounting as a tool of empowerment for Indigenous success' and its purpose was to encourage accountancy as a first choice profession. The number of trained accountants among Aboriginal and Torres Strait Islander people has always been low due to historical, cultural and social barriers.

There were a number of keynote speakers, including Professor Marcia Langton, one of Australia's leading Aboriginal scholars and Foundation Chair in Australian Indigenous Studies at the University of Melbourne, and Russell Taylor, Principal of the Australian Institute of Aboriginal and Torres Strait Islander Studies (AIATSIS).

ORIC regional manager and certified practising accountant (CPA), Christian Lugnan, also addressed the conference. Christian spoke about his own personal experience as an Aboriginal man with extensive experience in accountancy and business.

'The conference was a fantastic opportunity to meet with like-minded people who have an interest in accounting and want to see more people get involved,' said Christian. 'It was a great opportunity to discuss ways to increase access and opportunities for Aboriginal and Torres Strait Islander people who have a level of interest in the profession and want to take the next step.'

Over 100 delegates attended, including many Indigenous people or their representatives from New Zealand, Canada and the United States.

Official launch of the Independent *directory*

The Independent *directory* is the result of a joint initiative between the Registrar and the Business Council of Australia (BCA) to boost the governance and effectiveness of Aboriginal and Torres Strait Islander corporations (see page 51).

The Minister for Indigenous Affairs, Senator Nigel Scullion, officially launched the new service with Michael Rose, Managing Partner, Allens and Chairman of the BCA Indigenous Engagement Taskforce. The function was held at the EY Centre in Sydney on 21 October 2015 and was well attended by representatives from corporations, individuals currently serving as independent directors, stakeholders in the Indigenous sector, and many representatives from BCA member companies looking to support their staff take on independent director roles.

In collaboration with the BCA, the Registrar's office devised the online matching system which allows corporations looking for suitably qualified independent directors to connect with possible candidates.



Uncle Chicka Dixon performed the welcome to country.



The official launch of the Independent *directory* was held at the EY Centre in Sydney on 21 October 2015.



After introductions Donna Ah Chee, Bernie Yates, Graham Paterson and Bill Gray AM spoke about their experiences as an independent director and a CEO reporting to an independent director.



The Minister for Indigenous Affairs, Senator Nigel Scullion, officially launched the *Independent Directory*, which is a response to the need for corporations to have a simple way to find suitably qualified independent directors to serve on their boards.



Senior managers from EY discuss the directory with the Registrar. 'Independent directors can bring a range of benefits to corporations, such as filling a specific skills gap on a board, helping to build capacity, developing stronger external relationships, and assisting in matters where other directors may be conflicted,' said the Registrar.

NSW Prescribed Body Corporate and Traditional Owner corporation workshop

In May 2016 the Registrar was invited by NTSCORP to present at the NSW Prescribed Body Corporation and Traditional Owner Corporation Workshop held in Tweed Heads, NSW.

Held over two days, the workshop was very well attended by corporation directors. The workshop focused on governance training, corporate administration procedures, management of native title benefits, compliance with the CATSI Act, financial administration and structuring entities.

The Registrar provided a range of statistical information about the native title sector gathered through corporation reports to ORIC.

National Native Title Conference

The Registrar attended the annual National Native Title Conference which this year was held at the Darwin Convention Centre on 1–3 June 2016. The theme was 'strong culture, strong country, strong future'.

The conference was co-convened by the Australian Institute of Aboriginal and Torres Strait Islander Studies (AIATSIS) and the Northern Land Council (NLC). The hosts were the Larrakia people, Darwin's traditional owners.

Building on last year's presentation (independence in the boardroom) the Registrar spoke about the importance of linking skilled people from the private sector with corporations looking for suitably qualified independent directors, not only to improve their governance standards but also to drive innovation and to help harness business opportunities.

Following his address the Registrar turned to a panel of four currently serving independent directors who he had invited to accompany him on the stage. As well as taking questions from the audience they discussed their first-hand experiences. Questions ranged from skills needed for the role, benefits for corporations, and lessons learnt on the way. The session was positively received by everyone who came.

By regularly attending the native title conference the Registrar capitalises on sharing information and also benefits from the networking opportunities that the event affords.



The Registrar addressing the native title conference at the Darwin Convention Centre backed by a panel of current independent directors, comprising (left to right) Bernie Yates, Graham Paterson, Rick Callaghan and Priscilla Collins.



Accountability



Freedom of information

The Registrar's website implements the Office of the Australian Information Commissioner's model webpage, including a freedom of information (FOI) disclosure log and the Information Publication Scheme.

Since 2007–08 requests to the Registrar under the *Freedom of Information Act 1982* have increased by 6,500 per cent. As a result the Registrar has had to divert an increasing amount of resources from other programs to meet the extra work.

In June 2016 the Australian Information Commissioner, on application by the Registrar, made a declaration that one particular person was a vexatious applicant. Following the declaration the number of FOI requests that can now be made by this person to the Registrar has been restricted for a period of 12 months.

Sixty-six FOI requests were made to the Registrar during 2015–16, compared to 49 FOI requests in 2014–15. Sixty-seven FOI requests and 68 requests for internal review were finalised in 2016–16.

Complaints about ORIC staff

ORIC responds to complaints about its staff and contractors in accordance with policy statement *PS-03: Complaints about the Registrar's staff and contractors*. During 2015–16, two complaints about staff and contractors were received, compared to seven complaints received the year before. All complaints have been resolved.

Commonwealth Ombudsman

In 2015–16 ORIC received three 'section 8' letters from the Commonwealth Ombudsman. Under the *Ombudsman Act 1976*, the Ombudsman requested information from ORIC to help investigate complaints made to the Ombudsman about ORIC. The Registrar responded to all issues raised in the Ombudsman's letters. The Ombudsman advised that no further investigations were warranted.

Legal services expenditure

The tables on the next page are a statement of legal services expenditure by ORIC for 2015–16. It complies with paragraph 11.1(ba) of the Commonwealth's *Legal Services Directions 2005*.

TABLE 18: Expenditure on legal services and legal service providers 2015–16

INTERNAL LEGAL SERVICES EXPENDITURE		\$ GST EXCLUSIVE
Total internal legal services expenditure		241,817.00
EXTERNAL LEGAL SERVICES EXPENDITURE		\$ GST EXCLUSIVE
Professional fees:		
Australian Government Solicitor		34,880.44
Minter Ellison		154,123.10
Total professional fees paid		189,003.54
Counsel briefs		12,060.14
Other disbursements on external legal services		13,239.78
Total external legal services expenditure		214,303.46

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.

TABLE 19: Briefs to counsel 2015–16

NUMBER OF COUNSEL BRIEFED	
Number of male counsel briefed	2
Number of female counsel briefed	0
VALUE OF COUNSEL BRIEFS	
Value of briefs to male counsel (GST exclusive)	\$12,060.14
Value of briefs to female counsel (GST exclusive)	\$0

www.oric.gov.au

