



**South West Aboriginal  
Land and Sea Council  
Aboriginal Corporation**

ICN 3832 ABN 42 485 265 673

This year's SWALSC AGM will be held on **15 November at High Wycombe Community & Recreation Centre from 9:30am-2:30pm**. The meeting notice is enclosed here – I hope you'll join us.

It's been a very big year for SWALSC and for the South West Native Title Settlement.

On Monday, 29 March, Noongar elders who have committed decades of their lives' work to the pursuit of justice for the Noongar community, joined SWALSC directors, WA Government representatives and Perpetual Trustees to sign the deed for the Noongar Boodja Trust in the presence of WA Governor Kim Beazley at Government House.

On Thursday, 22 April the first of twelve annual deposits of \$50 million into the Future Fund and \$10 million into the Operations Fund were paid by the State of WA into the Noongar Boodja Trust.

On Wednesday 14 July, the first land parcels were signed over into the Noongar Boodja Trust at a signing ceremony at Parliament House. These lead transfers began a 5 year process of up to 300,000ha of Crown Reserve or leasehold land and up to 20,000ha of freehold land to be transferred into the Trust.

Finally, during August and September we held six successful pre-incorporation meetings in which all the necessary resolutions were endorsed by members of each agreement group. Each group now has four initial directors who are now working hard to achieve all the milestones to registration.

Our six regional corporations will have a strong voice in managing the land and resources held by the Nongar Boodja Trust on behalf of our Noongar nation, and protecting and strengthening our culture.

I strongly encourage you to join your regional corporation, and help make them strong and effective in achieving the best possible outcomes for our people. If you haven't already filled out an EOI, please go to [www.noongar.org.au/join-your-rc](http://www.noongar.org.au/join-your-rc) to fill out the easy online form.

I look forward to seeing you at our AGM, where we can look back on our hard work for the year, and prepare for an even more productive 2022.

Sincerely

Brendan Moore  
SWALSC CHAIR



# NOTICE

## 2021 Annual General Meeting

|       |  |
|-------|--|
| Date  | Monday 15 November 2021  |
| Time  | 9.30am – 2.30pm  |
| Venue | High Wycombe Recreation Centre (Main Hall)<br>200 Newburn Road, High Wycombe |

## AGENDA

The Register of Members will be provided at the entrance to the meeting. Members are asked to check and, if required, update their entry on the Register. The Minutes of this meeting will record Members present, as per the signatures in the Register.

***Members who wish to raise questions and concerns not specifically related to the agenda are requested to write the topic and their name on butcher's paper displayed at the front of the meeting or request a staff member to do so. During General Business, the Chair will invite those Members to address the meeting.***

### **A. WELCOME AND OPENING REMARKS BY THE FACILITATOR, MANDY GADSDON**

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- Housekeeping
- One minute's silence.
- Reminder that items not specifically related to the agenda will be addressed during General Business.

### **B. WELCOME TO COUNTRY**

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### **C. RECORDING OF APOLOGIES**

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Apologies will be recorded where Members have indicated that they are unable to attend the meeting.

### **D. WELCOMING OF NEW MEMBERS**

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### **E. CONFIRMATION BY RESOLUTION OF THE MINUTES OF THE 2020 AGM AND 2021 SGM**

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**Recommendation** – That the Minutes of the Annual General Meeting held on 16 November 2020 and Special General Meeting held on 27 May 2021 be confirmed as a true and correct record of the meeting.

## **F. SPECIAL RESOLUTIONS REGARDING RECOMMENDED CHANGES TO THE SWALSC RULE BOOK**

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Refer to Appendix 1.

## **G. READING OF A REPORT OF THE CHAIRPERSON**

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Please see page 4 of the Annual Report which can be viewed online at [www.noongar.org.au](http://www.noongar.org.au). Copies will be available at the AGM. Alternatively, you can collect a copy from the SWALSC office or phone 9358 7400 and ask that one be posted to you.

## **H. TABLING OF THE ACCOUNTING AND AUDIT REPORTS**

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### **i. Confirming Financial Statements for year 1 July 2020 to 30 June 2021**

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The Financial Statements are presented in the Annual Report.

Note the Financial Statements for the year 1 July 2020 to 30 June 2021 as presented.

### **ii. Audit Report**

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The Audited Report of Butler Settineri is presented in the Annual Report. A representative of the Auditor will be present.

Note the Audit Report for the 2020/2021 reporting year.

### **iii. Appointment of Auditor**

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**Recommendation** – That the appointment of Butler Settineri as auditor be reaffirmed for the next financial year.

## **I. CEO REPORT AND PRESENTATION**

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## **J. NOONGAR CHARITABLE TRUST UPDATE**

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## **K. GENERAL BUSINESS**

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## **L. MEETING CLOSURE**

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**Please direct enquiries to SWALSC Reception on 9358 7400 or Freecall 1800 617 617.**

**People wishing to attend as Observers should contact SWALSC for further information.  
SWALSC CANNOT PAY MEMBERS TRAVEL ALLOWANCE TO ATTEND THE AGM.**

# APPENDIX 1

## SWALSC Rule Book amendments

SWALSC requests members consideration for amendment to the rule book to align SWALSC to the Regional Corporation rule books to provide consistency. Any change to the rule book requires a 75% vote from SWALSC members in attendance at the Annual General Meeting.

### 1) Corporation

Remove Clause 4 “If the Corporation is not the CSC”

This Clause 4 is not necessary as any reference to ‘not the CSC’ is included in each relevant clause. By removing this the Clause numbers in the SWALSC Rule Book will align with the Clause numbers in the Regional Corporation Rule Books and eliminate misalignment and confusion that currently occurs where referencing different rule books. As SWALSC has been endorsed by all six agreement groups and transitioning to the CSC it is timely for this amendment to be implemented at the AGM and prior to the full establishment of the Regional Corporations.

While this change is not an essential change, the clause is not necessary and if removed will provided consistency across all rule books.

**Resolution 1:** That Clause 4 “*If the Corporation is not the CSC*” be removed from the Rule Book.

### 2) Eligibility of Directors

Amend Clause 9.2.2 (d) (iv) ((F) and (G)

It is recommended for the SWALSC Rule Book to align to the Regional Corporation Rule Books with Regional Corporation Rule Book having the preferred expressing of the Clauses.

The current SWALSC Rule Book states:

(F) is of high repute and recognised integrity and has not been convicted in a criminal proceeding or named a subject of a pending criminal proceeding (excluding traffic violations and other minor offences). Such person shall not have been found in a civil proceeding to have violated any federal or state securities or commodities law, and shall not be subject to any Court or regulatory order or decree limiting his or her business activity, including in connection with the purchase or sale of any security or commodity; and

(G) standing and respect within the Noongar People:

It is proposed to align to the Regional Corporation Rule Book Clauses in the following order and amended as follows as stated in the Regional Corporation Rule Book:

**Resolution 2:** That Rule 9.2.2 (d) (iv) (F) be amended to read “*is of high repute and recognised integrity, and in the case of Member Directors, are so recognised under Law and Custom by the Noongar People*”.

**Resolution 3:** That Rule 9.2.2 (d) (iv) (G) be amended to read “*has not been convicted in the last five years of an indictable offence or criminal offence punished by imprisonment of 12 months or more by any Australian jurisdiction*”.

### 3) How a person ceases to be a Director

Amend Rule 9.8 (a) (vi) 'a person ceases to be eligible under rule 9.2.2' to align with the Regional Corporation Rule Books that make it clear the Selections Committee must confirm in writing that a Director has become ineligible to continue as a Director.

**Resolution 4:** That Clause 9.8 (a) (vi) be amended to read "*a person ceases to be eligible under rule 9.2.2 and the Selections Committee confirms this in writing to the Board*".

### 4) Summary of Resolutions to be endorsed with a 75% vote required for any changes to the Rule Book.

**Resolution 1:** That Clause 4 be removed from the Rule Book.

**Resolution 2:** That Clause 9.2.2 (d) (iv) (F) be amended to read "*is of high repute and recognised integrity, and in the case of Member Directors, are so recognised under Law and Custom by the Noongar People*".

**Resolution 3:** That Clause 9.2.2 (d) (iv) (G) be amended to read "*has not been convicted in the last five years of an indictable offence or criminal offence punished by imprisonment of 12 months or more by any Australian jurisdiction*".

**Resolution 4:** That Clause 9.8 (a) (vi) be amended to read "*a person ceases to be eligible under rule 9.2.2 and the Selections Committee confirms this in writing to the Board*".

# Minutes of annual general meeting

**Date:** Monday, 16 November 2020

**Venue:** Cannington Exhibition Centre, cnr Station St and Albany Hwy,  
Cannington

## A. WELCOME AND OPENING REMARKS BY THE CHAIR

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The Chairperson, Ms Jeanice Krakouer, opened the meeting at 10.21am after confirming a quorum was present.

The Chairperson welcomed members and acknowledged elders past and present. One minute silence was observed, and the meeting code of conduct was read to members. Housekeeping was conducted.

The Chairperson requested members to record general business items for discussion on the easels with butchers paper provided at the front of the room.

## B. WELCOME TO COUNTRY

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The welcome to country was conducted by Ms Vivienne Hansen. The Chairperson paid respects to all elders and asked for a minutes silence as a mark of respect to those who have passed since the last annual general meeting. She also acknowledged the Noongar funeral being held in Collie on the same day as the AGM. Everyone stood during the minute silence. She further acknowledged the AGM is the largest that she has attended during her time as Chairperson.

## C. RECORDING OF APOLOGIES

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Apologies were received from the following members prior to the meeting:  
*Charmaine Walley (director), Fay Farmer, Deanne Clifford, and Peter Clifford.*

Further apologies were received from the following members at the meeting:  
*Malcolm Clifford, Kelly Clifford, Leslie Nelson, Julie Potter, Norma Morrison, Jeanie Morrison, Carol Petterson, Jim Hayden, Sheneen Winmar, Reg Hayden, Kevin Winmar, Dulcie Donaldson, Sandra Eades, Linda Loo, Joshua Loo, Bradley Loo, Val Woods, Shirley Harris, Cheryl Stack French, Amanda Yarran, Beatrice Yarran, Chantel Yarran, Johnathon Walley, Olman Walley, RyanHumphries and Sarah Humphries.*

## D. WELCOMING OF NEW MEMBERS

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The Chairperson welcomed all new SWALSC members over the last 12 months and thanked them for attending.

The Chairperson welcomed Mr Anthony Beven, the new Project Manager for SWALSC. Members were provided with a brief overview of Mr Beven's past employment history and relevant work experience. The Chairperson advised members the directors negotiated with the National Indigenous Australians Agency (NIAA) (the funding body) to appoint a Project Manager to assist SWALSC through the transition period.

Member, Geri Hayden, requested clarification as to Mr Beven's role with SWALSC. Ms Hayden questioned who authorised the directors to make this decision without consulting the members. The Chairperson advised Mr Beven has been engaged as a Project Manager for SWALSC until at least 31 March 2021.

Member, Colin Garlett, shared the sentiments of Ms Hayden and questioned the exact functions Mr Beven will perform at SWALSC and queried the exact context of how Mr Beven was engaged. The Chairperson advised she would discuss this further under general business.

Member, Tahn Donovan, questioned why members were not notified of the availability of the position with SWALSC and why preference was not given to a Noongar person to perform the role of Project Manager. Again, the Chairperson advised she would discuss this further under general business.

## **E. CONFIRMATION BY RESOLUTION OF THE MINUTES OF THE 2018 AGM**

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Member, Louise Austen requested her name be added to the list of attendees at the 2019 AGM minutes, as she had attended the meeting.

Member, Gordon Cole, drew attention to item “J” of the previous minutes. Mr Cole requested that the word “member” be replaced with his name, as he had been the individual who had discussed his involvement in a peak housing body for Noongar people in Perth and partner opportunities with SWALSC.

Member, Noel Morich (Jnr), drew attention to item “I” of the previous minutes and the discussion in relation to transparency. Mr Morich advised that SWALSC had not done anything to change their processes as suggested at the 2019 AGM. He requested SWALSC implement better governance measures.

Member, Michelle Cox, suggested members in attendance needed to think thoroughly prior to endorsing the minutes. Ms Cox drew attention to the lack of mention within the 2018/19 financial reports of the purchase of properties by SWALSC. She advised members that the minutes are legally binding, and therefore, by endorsing them, attendees become part of the governance process for the meeting. The Chairperson advised that the financial report is only relevant for the financial year to 30 June 2019, and therefore, any recent property purchases would not have been included within that financial report as the purchases occurred after the conclusion of the financial year.

Member, Corina Abraham, requested her name be added to the list of attendees at 2019 AGM, as she had attended the meeting. Ms Abraham advised there was no mention of the issue she raised about Jack Abraham being omitted from the apical ancestor list for the Bennell family in the minutes.

Member, Noel Morich (Jnr), drew attention to page 29, item “N. Economic Dependency” of the annual report. Mr Morich said that the acquisition of properties should have been included with the previous financial report, as the recent purchase of properties has the potential to effect funding received from the National Indigenous Australians Agency. The Chairperson advised members that the properties are not owned by or purchased by SWALSC, and therefore cannot be discussed at the AGM as they do not relate to the business of SWALSC.

Member, Charne Hayden, received a warning from the Chairperson for disorderly behaviour in contravention of the corporation’s meeting code of conduct.

Member, Diana Ponton queried why the purchaser of El Caballo is not a SWALSC entity, when SWALSC is listed as a key stakeholder for the property and the project.

**Resolution: That the minutes of the annual general meeting held on 18 November 2019 were confirmed as a true and correct record of the meeting.**

**Moved: David Collard**

**Seconded: Barry Winmar**

**Motion: defeated**

Member, Laurence Riley, advised that the minutes of the 2019 AGM were not detailed enough. Mr Riley requested the directors ensure all important issues are accurately documented in the minutes and the names of members are listed alongside their discussion to allow for the minutes to be accurately moved at the AGM in the following year.

Member, Kumanjii Hill (Timothy Harris) requested his name be added to the list of attendees for the 2019 AGM, as he had attended the meeting.

## F. CHAIRPERSON'S REPORT

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Jeanice Krakouer read the following report to the meeting.

*On behalf of the directors, I present the annual report and detailed financial statements for the 2019/2020 financial year. This will be the last annual report that I present to the SWALSC membership as my term as a member-elected director and Chairperson of SWALSC comes to an end following the 2020 annual general meeting. It has been an honour and a privilege for me to serve our community in this role.*

*I would like to give my personal thanks to all of the people I served alongside during my time as a member-elected director and chairperson of the SWALSC directors. The directors have worked tirelessly under challenging circumstances and have maintained a high level of professionalism and integrity for the betterment of the organisation and our community.*

*I would like to wish the incoming member-elected directors and the chair all the very best as they work together to transition SWALSC into the new Central Services Corporation; lead the creation of the six regional corporations; and implement the South West Native Title Settlement for the benefit of all Noongar people.*

*In particular, I would like to thank everyone in our Noongar community. The directors and staff of SWALSC could not do our work on behalf of the Noongar people without your support and encouragement.*

*It is with some disappointment that I leave this role before the conclusive registration of the six Indigenous Land Use Agreements (ILUAs) that were approved by the Noongar people at the authorisation meetings in 2015. While we must accept the legal right people have to appeal the decision made at the authorisation meetings all the way to the High Court, we mourn the lost opportunities these appeals have caused our people.*

*The appeals and delays that have occurred in the five years since we voted on the settlement have delayed our ability to begin the nation-building task we have ahead of us.*

*On behalf of the current directors, we wish the incoming directors and Chair every success in fulfilling the decision our Noongar People made.*

*On 19 December 2019, the three judges of the Full Court of the Federal Court of Australia handed down their joint decision to dismiss the applications to overturn the Registrar's decision to register the six ILUAs in October 2018.*

*In making their decision, the three judges of the Full Court of the Federal Court were satisfied that the Registrar made the right decision to register the six ILUAs. They also decided that the six authorisation meetings were held in accordance with the requirements of the Native Title Act 1993.*

*Decisions of the Full Court of the Federal Court can be appealed to the High Court of Australia. In January 2020, a number of people filed applications for special leave to appeal to the High Court to challenge the decision of the Full Court of the Federal Court.*

*The High Court can decide to either accept the special leave applications and hear an appeal, or reject the special leave applications. If the High Court decides to accept one or more of the special leave applications, then the High Court will hear the appeal at a future date.*

*This decision will result in further delays as we will wait for the High Court to hear the case, and then wait for the judges to hand down their written decision.*

*However, if the High Court decides instead to reject the special leave applications, then this will be the end of the legal process and we can begin implementing the agreement that was negotiated between the State of Western Australia and the Noongar people.*

*SWALSC has been advised that the High Court will hear oral submissions on the special leave applications on 26 November 2020 after which time the Court will make their decision about whether to hear the appeal.*



*As the outgoing chair, I encourage our new directors and our community to come together in healing so we can use the settlement to build a solid future for generations to come—a future with better employment, education, health, housing, and social services outcomes for our people.*

*The path to date has brought many challenges, but we remain focused on honouring the vision of our ancestors, our elders and our communities, whose guidance and dignity inspire us to be strong and proud.*

The Chairperson advised that the report does not need to be approved by resolutions and simply be noted by the members.

Member, Howard Riley, noted that the 2019 AGM minutes were not passed due to inconsistencies in the financial report. Mr Riley believes SWALSC is the first land and sea council in Australia to buy and sell land under the guise of betterment for the traditional owners. The Chairperson advised SWALSC has not bought and sold any land.

The Chairperson requested Fabian Yarran to observe the rules of the meeting and to come to order.

## **G. TABLING OF THE ACCOUNTING AND AUDIT REPORTS**

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### **I. Confirming financial statements for the 2019/20 financial year**

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David Ashton, expert director, presented the statement of financial position and performance and recommended the financial accounts for acceptance by members.

Member, Laurence Riley, took issue with a director presenting the financial report. Mr Riley indicated that the financial report should be presented by either the Chief Financial Officer or the auditor and that the format of the PowerPoint for both the financial and the audit reports should be reviewed.

The Chairperson called for questions in relation to the financial report. Member, Noel Morich(Jnr) requested the details of staff be included within the financial statements. Mr Morich believed having a one line item addressing expenditure in relation to staff was insufficient. He requested the staff section of the financial statements include details of staff appointments, staff-related expenditure, and expenditure for contracted services.

Member, Dawn Wallam, queried Note 4 in relation to “Other Supplies”, where no detail was recorded. Ms Wallam also questioned the discrepancy in lease costs; and that significant lease expenditure was noted at the last AGM. David Ashton advised that the lease expenditure was noted under a different area this year due to a change in accounting standards.

Member, Charne Hayden, questioned why the annual report is not sent to members prior to the AGM for consideration. Ms Hayden requested annual reports be posted to members with the AGM notice to allow sufficient time to read and consider the information. Mr Beven was questioned as to whether he believed it was appropriate for annual reports to be presented on arrival at the AGM. Mr Beven advised the cost associated with mailing the annual report to 6,600 members would be considerable and suggested the annual report could be uploaded to the website in electronic form for members to access prior the meeting. Ms Hayden was given a second warning by the Chairperson for her disorderly conduct. The Chairperson advised that the annual report had been uploaded to the SWALSC website two months prior to the AGM and members were advised of this in the AGM mailout.

Member, Corina Abraham drew attention to the “bad debts written off” section of the financial statements. Ms Abraham referred to several examples of what she considered a bad debt. The Chairperson advised that members must understand the separation of the Aboriginal Housing Recovery Centre Limited (**AHRCL**) business and SWALSC business.

The Chairperson issued Corina Abraham with a warning for her conduct at the AGM that was in contravention of the corporation’s meeting code of conduct.

Member, Laurence Riley, requested SWALSC investigate purchasing an office space due to the costs associated with leasing a building. Mr Riley questioned the decreasing cost of the office lease. The Chairperson advised that SWALSC had been able to negotiate a significant reduction in the rental costs and this has been accounted for in the financial statements. The members were advised that the lease for the SWALSC building ends in February 2021 with an option to extend. Member, Charne Hayden, advised that nine years ago a strategic plan was created that included the purchase of an office. Ms Hayden raised further concerns about the rubbish located in the office carpark and vicinity.

The Chairperson requested individuals raise concerns of this nature in general business.

Member, Michelle Cox, drew attention to the financial risk management policies section within the annual report. Ms Cox queried who delegated the directors the authority to undertake such large financial risks. Further, she drew attention to the credit risk, liquidity risk and market risks associated with the recent purchase of properties using funds that cannot be recouped. Ms Cox stated that as an organisation funded by the Commonwealth, budget forecasts are required in April each year prior to the funds being released for the following financial year.

Member, Murray Jones, questioned whether SWALSC funds were used for the recent purchase of properties. The Chairperson advised that SWALSC funds were not used to purchase the properties.

Member, Noel Morich (Jnr), questioned whether an investment analysis was undertaken prior to the purchase of the properties. The Chairperson advised that the property transactions are not SWALSC business and therefore, she cannot comment any further on the matter.

Member, Tahn Donovan, queried the current costs associated with convening directors' meetings. Ms Donovan requested the costs for directors' meetings be identified for future AGMs to increase transparency for members.

Member, Morton Hansen, queried why traditional owner ancestral lands are continuing to be purchased by individuals and entities. Mr Hansen believes SWALSC should be pursuing the handing back of land and supporting an initiative to ensure traditional owners are exempt from paying rates and charges. Howard Riley supported this comment and raised concerns about the costs associated with funerals. Mr Riley requested SWALSC investigate a programs to allow members to bury their loved ones on country without charge.

Member, Laurence Riley, questioned how the auditor was selected and the period of their appointment. The Chairperson advised a tender process was undertaken in 2017 for the appointment of an auditor. Through that process Butler Settineri was chosen, and they have held the role since that time.

Member, Noel Morich (Jnr), requested a motion leaving the financial statements unapproved until further information around staffing and expenditure on consultancies had been provided. The Chairperson advised that new motions cannot be requested on the day of the meeting. It was explained that all resolutions need to be put forward 21 days prior to the meeting with all members being notified and the proposed motion being approved by the directors. The Chairperson referred the query to Mr Beven. Mr Beven drew attention to the staff profile provided in the annual report, and advised the information already included is sufficient. The Chairperson advised that Mr Beven would note the recommendation regarding staffing details and consultancy expenditure and provide to the new directors for consideration. Mr Morich requested a review of how the annual report is presented to ensure it complies with industry best practice standards.

Member, Elizabeth Hayden, expressed her disappointment with the sentiment of the meeting focusing on money. Ms Hayden believed the fight for money is nothing in comparison to the fight to have land rights for traditional owners. The Chairperson advised that she sympathises with the comments made by Ms Hayden. She is hopeful that the settlement will bring that conversation to fruition for the Noongar people.

**Resolution: That the 2019/20 financial statements be accepted as presented.**

**Moved: Angus Roberts**

**Seconded: Miranda Farmer**

**Motion: defeated**

## II. Audit report

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The audit report was presented by Marius Van Der Merwe from Butler Settineri.

Member, Laurence Riley, requested the financial statements and the audit report be simplified so members can understand the overall financial position of the organisation. Mr Riley suggested the accounting standards be articulated in a manner that allows those who do not have a finance background to understand the financial statements.

Marius Van Der Merwe explained several complicated sections of the report, and the sections pertaining to office, vehicle and equipment expenditure was discussed. He highlighted changes in accounting standards regarding the lease recognised as a right of use asset and noted this will allow for a clearer, succinct presentation of the financial statements in the future.

Questions were raised by several members as to why, if the audit report was simply to be noted, the Chairperson asked for someone to move and second the resolution. The matter was discussed extensively, with Mr Beven indicated that it was good practice for a resolution to be passed to accept the financial statements and audit report.

**Resolution: That the audit report for the 2019/2020 reporting year be noted.**

**Mover and seconder not noted.**

**Motion defeated.**

## III. Appointment of auditor

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The Chairperson advised the members that the directors recommended the re-appointment of Butler Settineri as the auditor for the next financial year.

Member, Howard Riley, requested a forensic audit of SWALSC be undertaken to determine where all monies have been sourced from and where they have been spent. The Chairperson acknowledged the comments of Mr Riley.

**Resolution: That Butler Settineri be reappointed as auditor for the 2020/21 financial year.**

**Moved: Charne Hayden**

**Seconded: Laurence Riley**

**Motion: carried**

Member, Charne Hayden raised the issue of sitting fees for the directors. The Chairperson advised the members that no director is paid a sitting fee for their attendance at any meeting. The corporation is permitted to meet the costs of directors attending directors' meeting and the business of the corporation.

*Lunch break: 12.22pm*

*Returned from lunch break: 12.42pm*

## H. CORRESPONDENCE AND BUSINESS ARISING OUT OF CORRESPONDENCE RELATING SPECIFICALLY TO THE AGM

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There was no correspondence received relating specifically to the business of the AGM.

## I. CEO UPDATE ON IMPLEMENTATION OF THE SOUTH WEST SETTLEMENT AND CEO REPORT

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The Chairperson advised members there was no CEO report to be presented. The

Chairperson read the following statement to members –

*On 13 October 2020, the directors made the decision to not renew the contract of Mr Wayne Nannup as the*

*Chief Executive Officer of SWALSC. The former CEO did not provide a report for the AGM prior to his departure. Following the departure of the CEO, the directors entered into discussions with the Commonwealth funding body, NIAA, to appoint a Project Manager to ensure a smooth transition for the new board.*

*On 27 October 2020, the directors accepted the offer from NIAA to appoint an independent Project Manager to exercise the powers of the CEO until at least 31 March 2021. The NIAA appointed the firm Grant Thornton Australia as the Project Manager, and Grant Thornton Australia appointed one of their partners, Mr Anthony Beven, to the role.*

*Anthony Beven is a legal practitioner with over 20 years experience, including ten years as Registrar of ORIC and eight years as an ASIC Regional Commissioner.*

*The Project Manager will:*

- a. Undertake all the functions of the CEO;*
- b. Manage staffing issues arising from the departure of former senior executives;*
- c. Manage the transition from the outgoing to the incoming directors;*
- d. Manage the transition process of SWALSC to a Central Services Corporation; and*
- e. Manage the selection process and induction of a new CEO.*

Member, Charne Hayden requested an update on the single Noongar claim. The Chairperson advised an update on the matter had been provided in the November newsletter. She stated that the directors remain committed to the South West Settlement. Members were advised that a decision from the High Court in relation to the special leave applications is expected either on 26 November 2020 or within a few days of the hearing.

Ms Hayden queried the role of Mr Beven regarding the transition of SWALSC to the Central Services Corporation (**CSC**). Ms Hayden voiced her opinion that members do not want SWALSC to assume the role of the CSC. She believes the Noongar nation requires a change in dynamics within SWALSC. She requested Mr Beven take on board an understanding that SWALSC will not become the CSC. The Chairperson confirmed that the decision regarding which entity to become the CSC will lie with the members.

Member, Michelle Cox, advised the meeting that the former CEO had submitted a CEO report at the 2019 AGM while he was not under contract. Ms Cox also stated that the directors' dismissal of the former CEO occurred at a critical time in the settlement journey. Ms Cox raised concerns about the former CEO working out of contract for 15 months. This decision, according to Ms Cox, is disempowering to the Noongar people. The Chairperson disagreed with Ms Cox's sentiments.

The Chairperson advised the meeting that the directors had acted in the best interest of SWALSC in relation to the matter. She indicated that there would be no further discussion regarding the employment of the former CEO as the matter was the subject of legal proceedings.

The Chairperson advised the meeting that the former CEO had an opportunity prior to his employment ending to provide a report as this was at the same time that the Chairperson's report was provided, but the former CEO had declined to do so. Member, Ms Tahn Donovan thanked the former CEO for his service to the Noongar people.

## **J. GENERAL BUSINESS**

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The following matters were discussed:

Ronald Woods drew attention to the length of time it takes a Noongar person to purchase a house. Further, Mr Woods shared grievances regarding the Department of Communities removing children from the custody of their parents. He drew further attention to Mogumber Mission and the lack of access of traditional owners to their land.

Frank Krakouer drew attention to the Carrolup Settlement. The Chairperson responded that she cannot comment on the Carrolup Settlement as the property is overseen by the Southern Aboriginal Corporation. She advised the meeting that it is her understanding that most of the settlement land is freehold tenure with a small section identified as a registered site. The Chairperson advised members to contact the Southern Aboriginal Corporation if they have any further questions.

Angela Ryder advised members she discussed the development of an Aboriginal and elder community care hub at the 2018/19 AGM. Ms Ryder wrote to the Whadjuk and GKB working parties to gain support for the project. However, to date she has not received support from either working party. She informed members that the business case for the proposal will be finalised in December 2020. Ms Ryder detailed the services that will be available in the hub including respite, hospice and rehabilitation. Further, following a series of community meetings the former Swan Hospital site was identified as an appropriate location for the facility. Currently, Ms Ryder is seeking letters of support from relevant community organisations. Member, Noel Morich (Jnr) queried who approves such projects, as he had applied for funding for a similar idea based at the Shenton Park Rehabilitation Hospital, but was denied assistance from the Noongar Charitable Trust. The Chairperson was unable to respond to the query of Mr Morich as the trust is a separate entity from SWALSC.

Cheryl Martin drew attention to the Pinjarra massacre site. Ms Martin is concerned the land where the site is situated is for sale. She is looking for guidance as to how traditional owners may be able to protect the site to ensure the mass graves are appropriately preserved and maintained, and the area remains undeveloped. The Chairperson indicated that the legal team may be able to assist in conjunction with the Gnaala Karla Booja Working Party. Geri Hayden advised members that SWALSC had facilitated discussions regarding an appropriate memorial for the site. However, internal conflict undermined discussions and subsequently, the matter was handed back to the Shire of Murray and the Murray Districts Aboriginal Corporation, along with any relevant Government departments and agencies. Further, Shirley Viti explained she is meeting with Glenn Shaw from the Department of Lands and Heritage to discuss the massacre site.

Noel Morich (Jnr) drew attention to the recent SWALSC member-elected directors election process. Mr Morich advised members that less than 1 per cent of the membership voted in the elections. Further, a large proportion of SWALSC members advised they did not receive election packages. Mr Morich said he was of the view that an election is not valid until it is signed off by the CEO. The Chairperson advised that Mr Beven is aware of the issues associated with the recent elections and they will be addressed in due course.

Laurence Riley raised concerns about due process with the recent elections. Mr Riley advised that members nominate, in their own right, to become a director. Further, a selection committee is responsible for deciding who is an eligible nominee. He raised questions as to the process used to determine whether a candidate is eligible for consideration. In his opinion, there is no objective to test and measure reputation. Mr Riley raised concerns regarding candidates not provided with procedural fairness, including an opportunity to provide submissions to the Returning Officer prior to a decision by the selection committee or Returning Officer that a candidate was ineligible. Mr Riley requested the new directors introduce procedures to ensure that all members are provided the right to procedural fairness and natural justice within the election process. The Chairperson apologised for the inconsistencies within the SWALSC rule book and that these would be reviewed by the Project Manager.

Noel Morich (Jnr) raised concerns about recent property acquisitions. Mr Morich queried whether the purchase of these properties breached the Noongar Charitable Trust deed. Further, he raised several questions about the lack of consultation with the community prior to the purchases, the costs associated with the purchase and the ownership of the properties. The Chairperson advised that these matters were addressed in the November newsletter. She explained that SWALSC was not a party to the acquisition of El Caballo, two unit blocks (South Guildford and Midland) and a farm in Baldivis. She advised that SWALSC had received no financial benefit from the purchase of these properties.

Bev Port-Louis discussed the sale of Gngangara. The Chairperson advised that she was aware a parcel of land in Gngangara was sold and subdivided. The monies from the sale were transferred to Equity Trustees and the Noongar Charitable Trust was established.

Charne Hayden queried who held the title deed to the property in Baldivis. Director, Phil Matera, advised the property is owned by the Indigenous Land and Sea Council (**ILSC**) on behalf of the Noongar community. It is hoped that the farm will be divested to the GKB community and the business to Abundance Fresh Farms. Mr Matera explained that 20 per cent of the profits from the farm will be paid to AHRCL. Further, Koolark Centre in Leederville will provide traineeships for traditional owners to facilitate employment opportunities at the greenhouse located at the Baldivis farm. The Chairperson advised the members that the directors had sought to protect the assets of the Noongar People. The El Caballo property has not yet been transferred to AHRCL and the titles are still held by Equity Trustees. The directors have requested no further activity occur at the site until clarification is provided regarding the ownership of the properties. In relation to the Baldivis farm, the directors have written to the ILSC to stop any further divestment of the property until further notice from SWALSC. Regarding the South Guildford and Midland properties, the Chairperson indicated that the properties are owned by AHRCL and were purchased with a grant from the Noongar Charitable Trust. The

Chairperson advised members that the directors initially supported the model behind the AHRCL projects, but believed that SWALSC would remain involved as a subsidiary had been created. This however was not the model created.

Wayne Nannup addressed the meeting and advised members that during his employment at SWALSC he had always worked for the organisation with the utmost integrity and honesty. Mr Nannup explained he will continue to work for what is required for the betterment of the Noongar people.

A member noted concerns about errors in the register of members and the addresses of members. The Chairperson advised the meeting that it was the responsibility of members to advise the corporation if there were errors in the register or if a member changed their address.

#### **K. NOTE THE APPOINTMENT OF NEW DIRECTORS WHO HAVE BEEN APPOINTED IN ACCORDANCE WITH RULE 9.4**

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The Chairperson advised it has been a privilege to work with the current directors over the last three years.

The Chairperson advised the meeting that three regions have been declared with member-elected directors being elected. The Chairperson introduced Barry Winmar (director for the Ballardong Ward), Noelene McCormack (director for the South West Boojarah Ward) and Vanessa Kickett (director for the Whadjuk Ward). The Chairperson also introduced Vanida Lennon, a new independent director.

The Chairperson advised members the vote for the Gnaala Karla Booja Ward was tied and the Returning Officer recommended a by-election. With respect to the Wagyl Kaip and Southern Noongar Ward, the Returning Officer rescinded his provisional declaration after receiving legal advice. The Returning Officer declared no candidate elected for the Wagyl Kaip and Southern Noongar Ward and recommended SWALSC conduct a by-election process in line with the legal advice. The Chairperson advised members, with respect to the Yued Ward, that the sole candidate withdrew for personal reasons and the Returning Officer recommended a by-election.

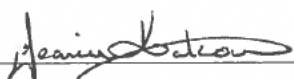
#### **L. MEETING CLOSURE**

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The Chairperson thanked everyone for attending.

The meeting was declared closed at 1.46pm.

I certify these minutes are a true and accurate record of the meeting.

  
\_\_\_\_\_  
Chair of meeting

Date: 8-February-2021

**M. ATTENDANCE REGISTER**

| <b>Name</b>        | <b>Member No.</b> | <b>Name</b>           | <b>Member No.</b> |
|--------------------|-------------------|-----------------------|-------------------|
| Corina ABRAHAM     | 5592              | Carol EGAN            | 3555              |
| Nick ABRAHAM       | 2611              | Miranda-Lee FARMER    | 2409              |
| Gail AIREY         | 1641              | Peter FARMER          | 2436              |
| Dawn ALONE         | 1594              | Peter FARMER          | 5067              |
| Louise AUSTEN      | 2502              | Kevin FITZGERALD #    | 1                 |
| Dorothy BAGSHAW    | 93                | Kelsi FORREST         | 3342              |
| Gail BECK          | 1160              | Simon FORREST         | 3105              |
| Rex BELLOTTI       | 4486              | Carol GARLETT         | 5165              |
| Chontarle BELLOTTI | 5193              | Colin GARLETT         | 1204              |
| Anthony BENNELL #  | 542               | Cynthia GARLETT       | 1648              |
| Felicity BENNELL   | 3240              | Daniel GARLETT        | 2771              |
| Justine BENNELL    | 1535              | Farley GARLETT        | 949               |
| Lera BENNELL       | 26                | Terrence GARLETT      | 1526              |
| Marie BENNELL      | 1534              | Doris GETTA           | 641               |
| Trent BENNELL      | 3231              | Veronica GRAY-FORREST | 1619              |
| Michael BLURTON    | 200               | Brenda GREENFIELD     | 2604              |
| Janine BOTT        | 6767              | Kevin HANCOCK         | 4359              |
| Ryan BROWN         | 1102              | Morton HANSEN         | 1987              |
| Barbara BYNDER     | 4343              | Vivienne HANSEN       | 341               |
| Dorothy BYNDER     | 6256              | Sandra HARBEN         | 2686              |
| Nicole CASLEY      | 2534              | Shirley HARRIS        | 2499              |
| Malcolm CLIFFORD   | 4996              | Margaret HARVEY       | 5238              |
| Elaine COKANJ      | 4337              | Bettina HAYDEN        | 119               |
| Denise COLBUNG     | 4269              | Charne HAYDEN         | 85                |
| Leanne COLBUNG     | 3966              | Elizabeth HAYDEN      | 990               |
| Oscar COLBUNG      | 874               | Geri HAYDEN           | 11                |
| Gordon COLE        | 862               | Wendy HAYDEN          | 1971              |
| Alice COLLARD      | 3840              | Denis HAYWARD         | 2767              |
| Bradley COLLARD    | 1206              | Joanne HAYWARD        | 1940              |
| Brett COLLARD      | 1518              | Ken HAYWARD           | 2305              |
| David COLLARD      | 1788              | Wendy HAYWARD         | 2695              |
| Dylan COLLARD      | 4211              | Dorothy HENRY         | 4474              |
| Jack COLLARD       | 6920              | Brenda HILL           | 4336              |
| Joseph COLLARD     | 2265              | Donna HILL            | 688               |
| Kerry COLLARD      | 5426              | Braden HILL           | 6942              |
| Rohan COLLARD      | 4884              | Jack HILL             | 163               |
| Bradley COLVIN     | 6681              | Kumanjii HILL         | 6190              |
| Nichole COUNCILLOR | 6120              | Murray HODGSON        | 2072              |
| Dorinda COX        | 4448              | Kristy INDICH         | 3281              |
| Lynette COX        | 1186              | Julie JACKSON         | 1662              |
| Renarta COYNE      | 2140              | Kezia JACOBS-SMITH    | 5792              |
| Brodie DALEY       | 6935              | Patricia JOHNS        | 2230              |
| Cheryl DAVIS       | 43.81             | Allen JONES           | 1072              |
| Natasha DAVIS      | 401               | Mar JONES             | 4611              |
| Warren DAVIS       | 398               | Murray JONES          | 177               |
| Lindsay DEAN       | 4859              | Paul JONES            | 3309              |
| Nikkita DEAN       | 5150              | Aaliya KICKETT        | 6934              |
| Joanne DELLA BONA  | 6066              | Amanda KICKETT        | 5794              |
| June DELLA BONA    | 2863              | Anthony KICKETT       | 2727              |
| Tahn DONOVAN       | 2753              | Barry KICKETT         | 4227              |
| Margaret DRAYTON   | 2025              | De'Karla KICKETT      | 4682              |
| Patricia DRAYTON   | 5671              | Tharren KICKETT       | 3609              |
| Anne-Marie EADES   | 3185              | Vanessa KICKETT       | 2491              |
| Colin EADES        | 2866              | Winsome KICKETT       | 174               |

|                             |      |                          |      |
|-----------------------------|------|--------------------------|------|
| Francine EADES              | 2470 | Janetia KNAPP            | 1610 |
| Mervyn EADES                | 3642 | Emma KRAKOUER            | 1044 |
| Robert EDGILL               | 5708 | Frank KRAKOUER           | 16   |
| Jeanice KRAKOUER #          | 2071 | Clive RYDER              | 4036 |
| Rhodessa KRAKOUER           | 2090 | Karen SAYERS             | 6705 |
| Bruce LOO                   | 3446 | Kim SCOTT                | 1101 |
| Cheryl MARTIN               | 2418 | Laurel SELLERS           | 2388 |
| Phillip MATERA #            | 3861 | Charlie SHAW             | 100  |
| Noelene MCCORMICK #         | 5313 | Colleen SILLIFANT        | 5422 |
| Hannah MCGLADE              | 1976 | Derek SMITH              | 2308 |
| Oral MCGUIRE                | 1219 | John SMITH               | 5250 |
| Walter MCGUIRE              | 983  | Naomi SMITH              | 4973 |
| Kerry MEAD                  | 2203 | Norma SMITH              | 3479 |
| Gloria MILLER               | 2948 | Patricia SMITH           | 5228 |
| Teresa MILLER               | 799  | Toni SMITH               | 2307 |
| Graeme MINITER              | 145  | Michelle SULTAN          | 642  |
| Justin MINITER              | 168  | Joslyn TASS              | 6041 |
| Kalisha MINITER             | 4782 | Giuseppe TASSONE         | 4572 |
| Francis MITCHELL            | 5280 | Christine TAYLOR         | 2205 |
| John MOGRIDGE               | 3576 | Ben TAYLOR               | 6859 |
| Deborah MOODY               | 3107 | Margaret TAYLOR          | 2249 |
| Noel MORICH                 | 4768 | William THOMPSON         | 186  |
| Florence MORRISON           | 2300 | Tania TIMEWELL           | 5977 |
| James MORRISON              | 2375 | Lorraine TURNER          | 3826 |
| Lester MORRISON             | 2299 | Roger TURVEY             | 1292 |
| Patricia MORRISON           | 2381 | Adrian UGLE              | 1324 |
| Deborah NANNUP              | 1525 | Audrey UGLE              | 1322 |
| Wayne NANNUP                | 4169 | Benjamin UGLE            | 139  |
| Caroline NARKLE             | 17   | Gregory UGLE             | 2582 |
| Dwayune NARKLE              | 2496 | Maye-Louise UGLE         | 3422 |
| Carole NELSON               | 6661 | Robert UGLE              | 3913 |
| Doreen NELSON               | 643  | Shirley VITI             | 927  |
| Grant NELSON                | 645  | Dawn WALLAM              | 824  |
| Pamela NELSON GIDGUP-TAYLOR | 4217 | Les WALLAM               | 2674 |
| Michelle NELSON-COX         | 1496 | Rhona WALLAM             | 1928 |
| Hector O'LOUGHLIN           | 2021 | Kay WALLEY               | 2601 |
| Freda OGILVIE               | 2667 | Sheridan WALLEY          | 3702 |
| David PELL                  | 5374 | Theresa WALLEY           | 40   |
| Erica PELL                  | 1067 | Trevor WALLEY            | 1270 |
| Lila PELL                   | 5321 | Mingili WANJURRI-NUNGALA | 520  |
| Beryl PENNY                 | 4033 | Vivienne WEIR            | 1370 |
| John PENNY                  | 1671 | Sandra WILKES            | 5681 |
| Lillian PENNY               | 2589 | Paul WILLAWAY            | 2224 |
| Martin PENNY                | 4046 | Malcolm WILLIAMS         | 5047 |
| Roberta PENNY               | 4047 | Richard WILLIAMS         | 5006 |
| Colin PHILLIPS              | 3489 | Wendy WILLIAMS           | 4742 |
| Roger PICKETT               | 2320 | Barry WINMAR             | 5720 |
| Violet PICKETT              | 2314 | Yvonne WINMAR            | 1812 |
| Diana PONTON                | 952  | Ronald WOODS             | 3463 |
| Beverley PORT-LOUIS         | 1763 | Boyd WOOSNAM             | 5454 |
| Kim PRYOR                   | 1142 | Diane YAPPO              | 1809 |
| Marie PRYOR                 | 1143 | Chilton YARRAN           | 2622 |
| Marilyn REIDY               | 827  | Dellas YARRAN            | 3405 |
| William REIDY               | 828  | Fabian YARRAN            | 2800 |
| Howard RILEY                | 4923 | Glenys YARRAN            | 70   |
| Laurence RILEY              | 1037 | Patrice YARRAN           | 2786 |
| Agnes ROBERTS               | 4697 | Reginald YARRAN          | 970  |



|                               |               |                           |                |
|-------------------------------|---------------|---------------------------|----------------|
| Dorothy RODNEY                | 1650          | Gningala YARRAN-MARK      | 2403           |
| Angela RYDER                  | 2506          |                           |                |
| <b># SWALSC Director</b>      |               |                           |                |
|                               |               |                           |                |
| <b>Expert directors</b>       |               |                           |                |
| David Ashton                  |               |                           |                |
| Vanida Lennon                 |               |                           |                |
|                               |               |                           |                |
| <b>Staff in attendance</b>    |               |                           |                |
| Nick Abraham*                 | RDU           | Angela Jonucz             | Corp Services  |
| Gail Beck*                    | RDU           | Grace Kent (Minute taker) | Legal          |
| Courtney Coyle (Minute taker) | CEO's office  | Carolyn Fennelle          | Legal          |
| Denise Cook                   | Legal         | Jayne Cranston            | Legal          |
| Vanessa Forward               | Legal         | Iren Szigligeti           | Corp Services  |
| Matilda Benson                | Legal         | Jai Wilson                | CEO's office   |
| Natasha Naumovski             | Corp Services | Audrey Ugle *             | Corp Services  |
| DK Kickett                    | Corp Services | Anthony Beven             | Grant Thornton |
| Anne Marie Phillips           | Corp Services | <b>* SWALSC member</b>    |                |
| Ettienne van Tonder           | Legal         |                           |                |
| David Farrell                 | Legal         |                           |                |
| Patricia Ranger               | Legal         |                           |                |

# Minutes of General Meeting

Date: 10.00am – 1:00pm, Thursday, 27 May 2021

Place: South Perth Community Centre, South Tce & Sandgate St, SOUTH PERTH

## In attendance:

|                   |   |
|-------------------|---|
| Brendan Moore     | Chairperson and Director, Yued                    |
| Noel Morich       | Director, Whadjuk                                 |
| Geri Hayden       | Director, Gnaala Karla Boodja (GKB)               |
| Noelene McCormick | Director, South West Boojarah (SWB)               |
| Laurence Riley    | Director, Wagyl Kaip and Southern Noongar (WKSAN) |
| Barry Winmar      | Director, Ballardong                              |
| Vanida Lennon     | Expert Director                                   |
| David Ashton      | Expert Director                                   |

## Also in attendance:

|                  |  |
|------------------|--|
| Benieka Lythgo   | National Manager Community Trusts, Equity Trustees |
| Edward Armstrong | CEO  |
| Courtney Coyle   | Senior Project Officer (Governance)                |
| Matilda Benson   | Senior Project Officer (Legal)                     |

## Apologies:

|             |                 |
|-------------|-----------------|
| Ian Westley | Equity Trustees |
|-------------|-----------------|

## 1. Opening and attendance

### 1.1 Welcome

**SWALSC Chairperson, Brendan Moore opened the meeting at 10:21am.**

Brendan Moore (**BM**) introduced himself as the current Chairperson of the South West Aboriginal Land and Sea Council (**SWALSC**) and advised attendees he would be the meeting's facilitator. Attendees were advised the meeting had been called by the directors of the SWALSC in response to a written request from members pursuant to section 201-5 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006 (CATSI Act)*, dated 8 January 2021.

BM welcomed SWALSC members to the meeting. BM explained the SWALSC directors had also extended an invitation to all beneficiaries of the Noongar Charitable Trust (**NCT**). It was explained that beneficiaries of the NCT, who were not SWALSC Members, had been invited to attend as observers only and were unable to participate in the meeting's proceedings. Further, BM welcomed the trustee for the NCT, Equity Trustees (**ET**), and advised ET would be presenting and answering questions in relation to the property acquisitions by the trust.

Member, Beverley Port-Louis provided a welcome to country.

One minutes silence was taken to respect all those who had passed since the last meeting.

BM advised attendees of the applicable housekeeping for the meeting and reminded of the code of conduct that would be adhered to.

BM reiterated the purpose of the meeting was to provide information to attendees regarding these purchases by the trust of the El Caballo properties and the distribution of funds to the Aboriginal Housing Recovery Centre Limited (AHRCL) to purchase properties in Midland and Guildford, Perth.

BM handed the meeting over Benieka Lythgo (**BL**) from ET to provide a presentation. It was requested attendees hold their questions until the end of her presentation. BL introduced her role and explained she is the National Manager for Community Trusts at ET. An apology was extended for the absence of her colleague, Ian Westley, who was unable to attend due to the COVID-19 border closure to Victoria. Attendees were advised the meeting was a follow-up to the community meeting held on 29 January 2021. BL highlighted ET, together with the SWALSC Board, is keen to consult with the community and provide information on the NCT.

BL reported that from the last meeting, Ernst & Young (**EY**) had been asked to undertake an independent review and feasibility study. Attendees were advised the final report was not yet available, however would be made available in the future upon completion.

A member questioned why ET had not undertaken a feasibility study prior to the purchase of El Caballo. BL explained the structure of the NCT. Attendees were advised SWALSC is the appointor of the NCT. It was highlighted the appointor of the trust as various powers. BL explained ET had been the trustee of the NCT since 2014 after they acquired ANZ Trustees, the original trustee of the NCT. A diagram of the structure was displayed. Further, attendees were advised the advisory council currently consists of four members whose role is to advise and make recommendations to ET on grant applications. BL explained ET earns income from its investments and through the monies provided to community through grants.

BL advised attendees when El Caballo was purchased, SWALSC had established the Aboriginal Housing Recovery Centre Limited (**AHRCL**). AHRCL was registered with the ACNC as a charitable organisation on the 25 November 2019. It was explained the directors of AHRCL were, at the time, members of the SWALSC executive team and SWALSC directors. BL advised El Caballo consists of two properties: the village and the resort. It was explained AHRCL are the current operators of the village and are the project manager for the works being conducted at the resort. BL reiterated the management of El Caballo is the sole responsibility of AHRCL at present. However, El Caballo remains an asset within the NCT with ET as the sole trustee of the trust.

BL referred to the PowerPoint detailing “a snapshot of the assets”. The five essential assets of the Trust include:

1. El Caballo Resort.
2. El Caballo village.
3. Boom Street land – vacant lot in Gngangara community that ET were required to set aside under the Deed of Cooperation.
4. Investment portfolio – investments in Australian and international shares.
5. Cash – income generation from the investments (Advisory Council advise ET in relation to grants).

BL explained on 31 March 2021, the Boom Street land decreased in value to approx. \$72,500 as a result of the market decrease in the area. However, the overall value of the investment portfolio has increased by approx. \$3.3 million due to the strong stock markets. The income growth is now available for use to fund grant applications. BL reiterated the strong growth of the fund regardless of the El Caballo property.

A member made a statement about the potential of the available trust funds had the NCT not invested in the acquisition of El Caballo. Further, he stated the El Caballo property should not have been considered a viable investment without consulting the trust beneficiaries or SWALSC members prior to the property's purchase.

BL reported the El Caballo was purchased for the following amounts:

1. El Caballo resort was purchased for \$3.5 million. The property contains 31 motel-type units, as well as other additional other facilities.

2. El Caballo village was purchased for \$8.5 million. The property includes 38 dwellings. There are currently 34 residents who live in and own these dwellings. The property was purchased as a going concern / business. The owners of those dwellings pay rent on the land.

It was reiterated the village is managed by AHRCL; however, the properties are owned by the NCT. BL suggested this could present an opportunity for SWALSC to engage and consult with the community about the future of El Caballo and the NCT more broadly.

BL advised, speculatively, it is for community to decide whether the homelessness and housing strategy established by SWALSC is pursued, whether another commercial activity is pursued or whether the asset is disposed of. It was explained that there could be a loss associated with the transition to alternative commercial activity or disposal of the asset. The loss cannot be quantified at this stage. Attendees were advised that with any social investment there is an element of commercial gain lost. BL concluded her presentation.

BM thanked BL for the presentation and opened the meeting to questions from the floor. It was requested members raise their hand if they wish to ask a question and was requested meeting attendees remain respectful. The member-elected director for each region was introduced.

A member questioned whether ET undertook their own due diligence prior to the purchase of El Caballo. BL confirmed ET did undertake its own due diligence prior to the acquisition of El Caballo. Attendees were advised ET was presented with a strategy for addressing the issue of homelessness within the community, by SWALSC, to which El Caballo was a central component. BL advised ET also involved experts during the due diligence phase to ensure the purchase price reflected a value at the time that was fair and reasonable for the property.

BM informed attendees the report from EY would address value of the properties. BM elaborated that further comments on the property valuation could not be made until the EY report has been finalised.

BM explained the SWALSC board would have liked to have had the EY report available to provide the community with further clarity and information, however it was not possible and would be made available in due course.

A member, queried with BL the due diligence process ET undertook, and whether ET was responsible for determining the representative who negotiated the deal. The member advised that Johnson Property Group and Corina Johnson was approached to assess El Caballo. BL confirmed Johnson Property Group were not the property experts used by ET to draft the scoping paper, and she had not heard of a Corina Johnson. The member advised that Ms. Johnson was the daughter of the previous (*sic*) owner of El Caballo.

SWALSC director, Laurence Riley (**LR**), advised attendees for the meeting to continue the quorum must continue to be met. LR advised attendees the current board would not take responsibility for the decisions of the past directors. However, he acknowledged the current directors have inherited a matter and they intend to review the matter on behalf of the beneficiaries. LR advised he would not be attacked for decisions he was not personally involved in.

A member, Wayne Nannup, paid respect to elder's past, present and emerging and acknowledged Whadjuk country on which the meeting was convened. Mr Nannup stated that Mr Riley as a current SWALSC director must take on the responsibility of dealing with decisions of the previous board (*sic*). He advised the meeting that the decisions of the previous SWALSC board had come together over a five-year period, because members had questioned constantly and continue to question, what the SWALSC is doing about the social disadvantage within the community. The member advised the purchase of the properties was always about social, not commercial return. The project was instigated so the SWALSC (*sic*) could assist the most vulnerable within the community. From his point of view, every Noongar is a beneficiary of everything AHRCL does including the purchases of the properties.

Mr Nannup continued stating AHRCL is a not-for-profit organisation that was not established for personal gain. The organisation operates under the same legislation and the same constitution as SWALSC. Mr Nannup advised he had heard a lot being said about him in the community, including that he had stolen \$20million. He advised the accusations are untrue and requested the community give AHRCL a chance.

A number of members questioned Mr Nannup if he would hand back the properties to the NCT. Mr Nannup responded that SWALSC put the structure together and commented he is prepared to do that at some time, however he keeps getting grief from the community.

*Other comments were not captured due to inaudible yelling from members.*

A SWALSC member queried with the member why \$1.5million in fees had been acquired by El Caballo. The member advised the fees are attributed to capital works and refurbishment. He clarified no AHRCL director had received any monies.

*Other comments were not captured due to inaudible yelling from members.*

LR raised concerns about the negativity in the comments and about the lack of workable solutions being presented.

A member queried how many due diligence evaluations were conducted on El Caballo prior to its purchase, and why the first request for a general meeting was denied because it was frivolous. She raised concerns that forecast estimates of the investments (*sic*) were conducted and the community were not consulted about the project during the early planning stages. Further she believes the previous SWALSC board did not conduct the proper due diligence and the purchase should have been recorded in the last AGM financial report. She recommended the decisions of the previous SWALSC board relating to the purchase of El Caballo be scrutinised by a forensic audit. Further, she alleged the previous SWALSC board did not have a delegation policy authorising the CEO to undertake such large financial transactions.

NM asked attendees to stand if they had seen AHRCLs business and management plans or been consulted on any aspect of the development. No attendee stood.

A member queried what the community can do now they have the asset and how they could move forward.

*Other comments were not captured due to inaudible yelling from members.*

SWALSC director, Geri Hayden (**GH**), requested attendees show respect for one another.

A member queried where BL is based. BL explained that she is based in Brisbane, but the ET head office is located in Melbourne and explained that she has many clients in Western Australia. The member queried the international component of the share portfolio and BL advised that although she did not have detailed information about the share portfolio at the meeting, she would be more than willing to share that with the beneficiaries. The member also commented about the housing being inhabited by wadjellas and shared concerns about the number of Aboriginal people who are on the streets and requested ET make those houses available to Aboriginal people. BL advised attendees the individuals that live in the village had purchased the properties and are paying rent on the lands in which those properties sit. The income acquired from the rent of those properties goes back into the NCT.

A member put forward a recommendation that SWALSC support the community to investigate the dealings associated with the acquisition of El Caballo. Further he added that an investigation be conducted into the professional standards of ET. He then stated that under the CATSI Act Part 4, an investigation needs to be conducted to determine whether the directors abused their duties and powers as directors and whether their conduct was negligent. It was queried whether SWALSC can support a

group of community member to progress investigations at a State or Commonwealth level to make people accountable for anything that is unjust or below the standard. Further, questions were raised about whether ET should remain the trustee for the NCT.

BM advised the board would like to take recommendations from the meeting and consider them at an upcoming board meeting on 28 May 2021.

BM explained, in relation to ET and their due diligence, ET have advised that they had undertaken due diligence in relation to the acquisitions and their obligations. ET have also advised SWALSC as the founders of the trust, they took instruction from SWALSC at that time to undertake those transactions. The SWALSC board will have to consider how that occurred.

BM advised, in relation to the provision under the *CATS/ Act*, there are provisions that may allow the SWALSC to seek intervention from the Registrar for the ORIC to investigate the process or concerns the board may have independently. BL explained they will endeavour to be transparent in the process they undertake, where possible, should the board decide they are warranted in relation to these transactions as far as they relate to the decisions of the Trustee.

BM informed attendees SWALSC has written to AHRCL to ask for the assets to be returned to the NCT. At this stage, AHRCL have denied that request.

Consolidated feedback from members:

1. Did Equity Trustees apply the proper level of consideration and due diligence in the events outlined in the brief or prima facie relating to the transactions? Is there a case of professional negligence to be made against Equity Trustees?
2. There are grounds for an investigation to fully understand the events, circumstances and transactions?
3. Should Equity Trustees be retained as the trustee?

## **2. Close of meeting**

The meeting was closed at 12.50pm.

I certify the minutes are a true and accurate record of the general meeting.

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Chair

Date:

## Attendance List

| <b>Name</b>           | <b>Member No.</b> |
|-----------------------|-------------------|
| Corina ABRAHAM        | 5592              |
| Tracy BELLOTTI        | 5086              |
| Justine BENNELL       | 1535              |
| Desmond BLURTON       | 4785              |
| Emma CASTLE           | 7025              |
| Elaine COKANJ         | 4337              |
| David COLBUNG         | 538               |
| Bradley COLLARD       | 1206              |
| Joseph COLLARD        | 2265              |
| Natasha DAVIS         | 401               |
| Cheryl DAVIS          | 4381              |
| Maree DI GIAMBATTISTA | 2687              |
| Mervyn EADES          | 3642              |
| Lisa EADES            | 4413              |
| Karen FARRELL         | 7027              |
| Russell FITZGERALD    | 495               |
| Kelsi FORREST         | 3342              |
| Farley GARLETT        | 949               |
| Cynthia GARLETT       | 1648              |
| Carol GARLETT         | 5165              |
| Selina GARLETT        | 6170              |
| Veronica GRAY-FORREST | 1619              |
| Shirley HARRIS        | 2499              |
| Margaret HARVEY       | 5238              |
| Geri HAYDEN           | 11                |
| Donald HAYWARD        | 2194              |
| Stanley HEADLAND      | 1059              |
| Dorothy HENRY         | 4474              |
| Jack HILL             | 163               |
| Donna HILL            | 688               |
| Robert HILL           | 2213              |
| Gubby HUME            | 6722              |
| Murray JONES          | 177               |
| Allen JONES           | 1072              |
| Vanessa KICKETT       | 2491              |
| Marion KICKETT        | 6216              |
| Julie McCARTHY        | 3297              |
| Cecilia McCARTHY      | 3928              |
| Noelene MCCORMICK     | 5313              |
| Shereen McGUIRE       | 3151              |
| Winnie McHENRY        | 1291              |
| Brendan MOORE         | 2295              |

|                         |      |
|-------------------------|------|
| Lance MORICH            | 3618 |
| Noel MORICH             | 4768 |
| Wayne NANNUP            | 4169 |
| Roseanna NARKLE         | 1873 |
| Sylvia NELSON           | 2644 |
| Michelle NELSON-COX     | 1496 |
| Annette PANAIA          | 2059 |
| Lila PELL               | 5321 |
| Diana PONTON            | 952  |
| Beverley PORT-LOUIS     | 1763 |
| Marie PRYOR             | 1143 |
| Lorraine PRYOR          | 1146 |
| Laurence RILEY          | 1037 |
| Howard RILEY            | 4923 |
| Agnes ROBERTS           | 4697 |
| <b>Name of Observer</b> |      |
| Vanida LENNON           |      |
| Tammy PERRY             |      |
| Thalia PERRY            |      |
| Roanna EDWARDS          |      |
| Troy HILL               |      |
| Jarrod HYDE             |      |
| Cheryl CONDON           |      |
| Bobby BENNELL           |      |
| Tre AUSTEN              |      |
| Richard NETTLE          |      |
| Trevor NETTLE           |      |
| Patricia MORICH         |      |
| David ASHTON            |      |
| Dena NARKLE             |      |
| Maureen NETTLE          |      |
| William NETTLE          |      |
| Shirley NETTLE          |      |