



Kokatha Aboriginal Corporation RNTBC ICN 8093

Minutes of the Annual General Meeting

Held on Friday, 26 February 2021 at Central Oval, 10 Augusta Terrace, Port Augusta

1 Chairperson's Welcome, Attendees and Apologies

1.1 Introduction and Apologies

The AGM was formally opened at 10.45am and Selwyn Button introduced himself to the members and spoke about how he came to being invited to Chair the AGM.

Selwyn invited Barbara to conduct the Welcome to Country and acknowledged the land on which we were meeting, and that he is a Gungarri man from southeast Queensland.

1.2 Quorum

A Quorum was confirmed for this Annual General Meeting.

1.3 Apologies

The names of members whose apologies were received for the meeting included: Eliza Wilson, Andrew Starkey, Wayne Rathman, Russell Smith, Sabrina Starkey, Steven Wellrathen, Ben Swales, Marcia Winter, Blythe Thorpe, Anita Amos, Renee Watson, Gavin Watson, Amos Gillingham and family, Sarah Monie, Shane, Tim and Lorenzo Kobi, Daryl Johnson, Andrew Gillingham, Jodie Wallace, Peter Carter, Kelly Carter, Linda, Naomi and Norelle Wright, Amy Dunn, Alison Joslyn, Robyn Joslyn, Vicki Joslyn.

1.4 Minute Silence

The members observed a minute silence.

2 Minutes of the previous meeting

2.1 Confirming the Minutes

The minutes were made available for members to consider prior to the meeting. Whilst a motion was moved and seconded that the minutes were a true and correct record of the 2019 Minutes it was identified that all members may not have been able to access or print these and it was suggested that copies of the minutes be made available before the close of the AGM, with the minutes to be finalised later in the meeting.



2.2 Matters arising

There were no matters arising raised.

3 Proxy Appointments

Some members received voting cards in relation to proxies prior to the meeting commencing. The members were informed that there were proxies included in the meeting notice with these to be received by 10.00am on Wednesday, 24 February 2021 however there were proxies received after this and therefore those proxies are invalid and won't be used today for voting purposes.

4 ORIC Report

Selwyn spoke to the members about:

- The ORIC process and administration, acknowledging that ORIC were not able to come to Pt Augusta to have conversations with the community due to COVID restrictions and that the intention was that once the restrictions eased ORIC would come back and speak about the process and where we go from here.
- The purpose of the special administration was to look at a couple of things around governance and finance so that we are able to make the best decisions for the Kokatha people.
- The work undertaken through the special administration – tidying up of subsidiary companies, trusts, governance arrangements and undertaking a review of the rule book were part of this process.
- Ensuring that when ORIC steps away and hands back to the members, as there is no intention for ORIC to remain in the corporation for a long period of time, making sure that it is handed back with governance and other matters reviewed.
- Some of the other changes such as reinstating the Culture and Heritage Committee whose family representation membership is based on each family's decisions; and reinstating the Board who make decisions about governance and finance as it doesn't always work having family representation at a governance level- it creates confusion about who you represent when you are a director of a company as when you on a Board you represent the whole Kokatha people not just the family.

Selwyn had undertaken to come back and Chair this AGM as a part of the special administration process to answer some of the questions from members. Views, opinions and concerns included:

- ORIC have decimated us, seeing what has happened to this organisation and now being back to square one where white people are running our organisation and the members have no voice.
- feel unwelcome in the office as it is all white.
- what was put in place by the past elders and what we wanted is having our own people look after our own business. ORIC don't know about what we want as a community.
- there are members on the Board talking about matters that they don't need to be talking about.



Kokatha Aboriginal Corporation RNTBC

ABN: 17 649 502 722 ICN: 8093

- the Board is not representative of the community as they don't come and talk to the members and ask questions.
- how the Board has been appointed is totally wrong and inappropriate.
- the voice of the Kokatha people is dictated by the white man system.

Selwyn thanked the members for their feedback and acknowledged that this is why he is here at this meeting to hear the views of the members and reminded everyone that there is legislation that we have to abide by and that the culture and heritage decisions need to influence the decisions of the organisation.

There are some issues with the Culture and Heritage Committee, and the Board, which cannot be resolved at this meeting however these need to be resolved to ensure there is the right view and balance, respecting the stories of the Kokatha people, as the members need to work together with the new Board to get this right.

Selwyn acknowledged that the special administration is designed to get the corporation back on track, so that the corporation and organisation can then move forward with the involvement of the members.

A number of other views, opinions and concerns included concerns were raised by the members which included:

- Membership needs to be right. Members need to produce their anthropology support as they shouldn't automatically become a member. In response to this concern, Selwyn said that the rule book sets out the rules determining the membership. If as a membership the members decide to review the rule book, and the membership criteria, then this is something that the members would need to undertake.
- Culture has been ignored – how will this be fixed at this meeting as the Board have the say over everything. In response, Selwyn said that these things can be looked at and worked through with the membership to ensure these things work more effectively.
- Board interaction with the community – this needs to improve. The community wants their community back and want to know when this will be done before we lose more Elders.
- The community needs to get together with the Directors as culture and heritage is important.
- Members expressed their concerns with the representative from ORIC who came to work with them.
- The community is being set up in the wrong way with people coming in and taking over. The members have to pull together and take note of what is going on otherwise we will lose everything as we can stop it together.
- Need to revisit the PBC and the application process for ancestors. In response, Selwyn said that this is one of the roles of the Culture and Heritage Committee to define what the criteria and eligibility requirements are to be a member of the PBC as membership is not defined by ORIC it is defined by the PBC. ORIC are prepared to work with the membership on this.
- The Culture and Heritage Committee are unable to make decisions as they can only refer matters to the Board.



Kokatha Aboriginal Corporation RNTBC

ABN: 17 649 502 722 ICN: 8093

- It is not known how the Culture and Heritage Committee members were selected.
- Members consider that they do not have a say in how their corporation is run, or what changes are made to the rule book or any other matters. The rule book needs to change as it currently allows anybody to come in and apply to be a member so long as they are approved by the Board.
- There is a founded constitution rule book and a second book both of which need to be looked at and combined. The founded rule book was put in place by all of our Elders and was put in place to set our community straight with one rule. Bringing in second and third rule books causes conflict for families and the community.
- There is a greater division in our community in terms of what the special administration has done, there is no mentorship of the Board members. All the work that of the community still has not been recognised by ORIC.
- The CATSI and Native Title Act have been changed and there will continue to be opportunities to influence for changes at a national level.
- The previous Board has not had their natural justice. As a community, this is the first time we have been able to speak in 2 years.
- It was suggested to bring the Culture and Heritage Committee together with the Board as our culture has been undermined by appointing a Board of young people who are not able to make those cultural decisions for the whole community. There are still some people who are still being used by the previous dissidents.
- It was hoped that the administration would bring peace and quiet for the community.
- There is a disconnect from culture and the Board at the moment. There is community concern that the Board are young and if people disagree with what is done on the Board members should speak out and tell the Board.
- A view was expressed that some of the Board want to move the whole community forward and some don't, only some are there for the interest of the community.
- The members have come here to make changes and are upset because we have been told that we can't make any changes at this meeting. The members want to give the young people some clear guidance and with the Culture and Heritage committee in place it enables them to make decisions.
- It is an insult to have a young person sitting on the Board managing our land and our assets and to manage the hurt and pain of the old people. There needs to be members on the Board who have knowledge of this land, culture, community, people and surroundings.
- The Board should have opportunity to introduce themselves to the community.

The key matters which Selwyn mentioned in response to the members concerns above included:

- What do the Kokatha people want the criteria to be – the Board and the corporation need to consider this.
- Membership eligibility is determined by the Native Title determination, but the eligibility criteria for the PBC shows how those people are connected to the ancestors. Having people demonstrate their ancestral connection is something that can be worked on.
- There are not two rule books there is only one which sits on the ORIC website which governs this corporation.
- Selwyn will work with the Board get feedback from the community on what changes it wants to the rule book. Members will be consulted



The meeting broke at 12.39pm. The break will provide Selwyn an opportunity to speak with the Board about the suggestions of reviewing the rule book in order to come back to the members to discuss what the next steps are.

The members need to understand that even though our directors are young we need to pass information on to them.

The Culture and Heritage Committee have put in a recommendation that two of our Elders attend every Board meeting. We need to start looking at this so that this information can be shared with some of our younger ones.

The meeting reconvened at 1.36pm and Selwyn informed the members that there has been a change to the items on the Agenda as there are people who have to leave the meeting. In particular, there are two items that require voting in relation the trust and the trust arrangements and invited KPNTCT Chairperson Chris Larkin to speak to these matters.

5 Kokatha Special Consent resolution

5.1 Special consent resolution relating to the Kokatha People Native Title Compensation Charitable Trust to be proposed: *Pursuant to 4.5 of the Trust Deed, the members hereby consent to the Trustee applying or appropriating all income accumulated in the Accounting Period ending 30 June 2021 in pursuit of the Charitable Objects of the Trust.*

Chris Larkin provided some background to the members on the \$9.5m which had to be invested, that was received from the government noting that our total portfolio is currently \$11.9m which generates approximately \$1.5m in income annually.

John Hender spoke to the Perpetual Investments noting that the two areas that have performed well and earned a lot of interest are the Australian and International shares which do well because we are a charitable trust. When the trust was set up one of the government imposed rules was that we could only use half of the interest (we earn about \$0.5m in interest every year). We were unable to use the funds last year because the members voted against it. Under the Trust Deed if there are two thirds of members in agreement we can start using the funds.

The members noted that it would be voting on 3 years worth of funds which totals \$538k with it being the decision of the foundation as to how this money is used as there are distribution policies which direct how these funds are used.

A member expressed their concern that whilst it is not a lot of money for our community a lot of people have been asking for money for other things – our Elders have gone to Adelaide to support sick families, our community doesn't have a lot of money and they rely on money from their kids. It was acknowledged that the \$538k goes to Kokatha non-members as well. There is a need to ensure our money is spent here with our people that live here and we need to work hard to get this fixed so that our community benefits from the money.



Resolution: Pursuant to 4.5 of the Trust Deed, there was a majority vote of members to consent to the Trustee applying or appropriating all income accumulated in the Accounting Period ending 30 June 2021 in pursuit of the Charitable Objects of the Trust.

5.2 Special consent resolution relating to the Kokatha People Native Title Compensation Charitable Trust to be proposed: *Additional clauses to Kokatha People Native Title Compensation Distribution Policy last revised 2016.*

The other matter to be voted on relates to a proposed Resolution which states that: “The Trustees are seeking the approval of Kokatha Aboriginal Community members to add an additional section to the Compensation Trust Distribution Policy.” The members were provided the opportunity to ask questions about the distribution policy clause changes and it was decided that this would not be put to the vote and that it would go back to lawyers to seek clarification and then come back to the members who want the wording to reflect that individuals cannot do this.

There was a suggestion made, which could be considered, regarding the provision of financial support to members who have to travel to attend these meetings.

6 CEO Report

Due to time constraints the CEO Report was not presented noting that it is available in the 2019/2020 Annual Report.

7 Tabling of the Audited Financial Statements

Selwyn invited Matthew Gorge from RSM to present the Audited KAC Financial Statements noting that the financial report is audited every year by Basso Newman with RSM assisting in the preparation of the data. Matthew Gorge highlighted the following key points for the members:

- The report is a consolidated report and includes Kokatha Aboriginal Corporation and Controlled Entities; Kokatha Enterprises Pty Ltd, Kokatha Pastoral and Kokatha Holdings.
- Cash at 30 June across the group was just over \$2m which was an increase of \$640,887.
- Cash generated in 2020 was \$1.6m compared to \$549k in 2019
- Members assistance increased by \$835k
- Net assets were \$6.09m as at 30 June 2020
- The net asset position places the group in a strong position to consider and support commercial activities.
- To the end of January 2021 the results are consistent with budgets that have been developed by management and the Board.
- The group has received Jobkeeper in the 2020 and 2021 financial year and there has been a bit of consolidation of the group structure to remove some of the unnecessary complexity.
- The group continues to remain solvent and pay its liabilities.



8 Appointment of Auditor for the next financial year and set the audit fee

Resolution: *The majority of members resolved to appoint the auditor, Basso Newman, for the next financial year.*

9 Kokatha Culture and Heritage Committee Election

Selwyn informed the members that this does not need to happen at this meeting and the members agreed that they would go away and consider who their family representative on the committee will be.

10 Membership Register Update

Members were asked to check the Membership Register to ensure that their details (in particular, email and mobile phone) were up-to-date for future correspondence purposes.

11 Any other business

A direct action from the AGM is that the Board agreed during the break that there will be consultations with the community and traditional owners about requests for changes to the rule book.

There has been a request made that the Kokatha Women's Art Group, which is coordinated by Barbara Amos, seek permission from the community to set up a working space at Press Road building to work on pieces for the Port Augusta Bridge art project with the theme being seven sisters. Members were supportive of.

In closing, the Board introduced themselves to the members and invited them to speak with them if there is anything which they want to discuss.

12 Close

There being no further business the meeting was declared closed at 2.57pm.