



Culture Empowering Community

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Darwin's Traditional Owners

Notice of 2018 Annual General Meeting

The 2018 Annual General Meeting of the Larrakia Nation Aboriginal Corporation will be held on Wednesday 28th November 2018

The meeting will commence at 5:30pm in the LNAC conference room, 76 Dick Ward Drive, Coconut Grove.

All members are invited to attend. Light refreshments will be provided.

Agenda

1. Checking the register of members
2. Confirming the minutes of the 2017 annual general meeting
3. Special Resolutions

The following special resolutions will be proposed at the meeting:

The members resolve that:

Rule 2 Objectives

Be amended by addition of the following bullet points:

- To develop the skills necessary for Larrakia individuals and families to maintain an independent and healthy lifestyle of their choice. We do this through community service programs supporting people to access services that reduce factors that contribute to disadvantage.
- Undertake outreach services with a range of programs aimed at improving community safety, wellbeing and overcoming social exclusion, with a focus on Aboriginal homeless people and visitors to Darwin.
- Support the Larrakia rangers program to develop the skills and employment pathways necessary for Larrakia people to work in partnership with landholders to care for Traditional Country.

(Explanatory Note: The above rule change better reflects and adds to the business activities and strategic direction of LNAC)

Rule 3.4 Members' responsibilities

Be amended by replacement of the second bullet point with the following:

- Advise the Corporation of any changes to their residential, postal or email address.

(Explanatory Note: The above rule change places a greater responsibility on members to keep LNAC advised of their contact details for the business of administering LNAC)

Rule 4.5 Notices of meeting

Be amended by replacement of the 4th paragraph with the following:

Notices must be given to each member individually. This can be done by sending by post to their address, by fax, by email or via social media, or by advertisements in local newspapers, radio broadcasts, community noticeboards or members' newsletters.

(Explanatory Note: The above rule changes endorses LNAC newsletters as an official medium of notifications.)

Rule 4.10 Voting at general meetings and AGMS.

Be amended by inserting a new second paragraph as follows:

For the avoidance of doubt, if a person is a member and a director they have only one vote

(Explanatory Note: This is just to clarify that a person who is a member and a director doesn't get 2 votes, except that the Chairman, if they are a member, also has a casting vote, if required)

Rule 5.9 How to fill casual vacancies

Be amended by deleting the last paragraph of rule 5.9 and inserting at the end of rule 5.9 a new paragraph:

"This clause 5.9 is intended to replace the replaceable rule in section 246.20 of the Corporations (Aboriginal and Torres Strait Islander) Act 2006."

(Explanatory Note: This removes an inconsistency in the existing final paragraph of rule 5.9 if a director resigns during the first year of their two year term.)

Rule 5.21 Resolutions by directors

Be amended by replacement of the final paragraph with the following:

The directors can pass a resolution without a directors meeting if the majority of directors provide a statement saying they are in favour of it. Such statement can include electronic communication.

(Explanatory Note: The above rule change allows greater flexibility in conducting business outside of scheduled Directors Meetings whilst providing strong controls)

4. Presenting reports: general, financial and directors'
5. Discussion about how the Corporation is managed
6. Electing directors (if required)
7. Choosing an auditor and agreeing on the fee.
8. Remuneration of Directors

The following resolution will be proposed at the meeting:

The members resolve that in accordance with Rule 5.14 of The Rule Book of the Larrakia Nation Aboriginal Corporation Directors be entitled to be remunerated for their services at the following rates;

- \$250.00 for attendance at a scheduled Directors Meeting (note: attendance can include telephone or video conferencing).
- \$200 per half day (\leq 4hrs) and \$400 per full day ($>$ 4 hrs) for Directors business events endorsed by the Board (i.e. Strategic Planning Day)

Member Directors who are LNAC employees can only receive the greater of their meeting entitlement or their workplace remuneration, but not both if the meeting occurs during the Member Directors normal work time.

(Explanatory Note: LNAC paid Directors fees up until going into Administration in 2016. Since coming out of Administration in May 2017 Directors have not been remunerated. It is critical going forward that LNAC attract high quality and skilled Directors, particularly Member Directors. Whilst Directors need to be passionate and committed to LNAC they should not be financially disadvantaged. Remunerating Directors for their skills, time and commitment is a way for LNAC to recognize the work of the Directors. It must be noted that not only do Directors have regulatory responsibilities, their personal commitment to scheduled meetings (generally 4+hrs) and reading of papers prior to meetings (generally 100+ pages) is required to ensure there is sufficient diligence paid to Directors responsibilities.)



Robert Cooper
Chief Executive Officer