

# **The Rule Book**

## **Katherine West Health Board Aboriginal Corporation**

**ICN: 3068**

This rule book complies with the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act).

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## **1. Name**

The name of the corporation is Katherine West Health Board Aboriginal Corporation

## **2. Guiding Principles, Vision and Objectives**

### **2.1 *The Corporation is guided by the following principles:***

- That health and well-being includes the physical, mental, emotional and spiritual well-being of the person and the community.
- Work as a team Aboriginal and non-Aboriginal together.
- Commitment to our work and doing the best we can.
- Promote respect and trust.
- Respect for ourselves and others
- Respect for the autonomy of our communities
- Promote and maintain culture.
- Good and open communications, talking and listening.
- Moving forward carefully one step at a time.
- Looking after the head, heart, body and soul of our corporation and members.
- We will demonstrate strong leadership

### **2.2 *The corporation vision:***

- ‘Jirntangku Miyrta’ in English means ‘One shield for all’
- Through our strong leadership we will grow. This growth will be driven by our people to encourage pride and empowerment within our communities.
- Our Vision acknowledges the distinct and diverse identity of our people and their communities.
- Our achievements will gain credibility through recognition by our communities and peers.

### **2.3 *The corporation primary purpose:***

- Katherine West Health Board provides a holistic clinical, preventative and public health service to clients in the Katherine West Region of the Northern Territory of Australia.

## **2.4 The corporation aims to:**

- relieve sickness & poverty, disadvantage among the Indigenous people of the Katherine West Region
- improve the health and well-being of our members and communities
- develop strategic alliances and friendships between Aboriginal & “mainstream” or Government entities, agencies responsible for health related services in our Region
- provide holistic health related services in our region that are required now or may be needed in the future including allied health therapies
- develop appropriate public health & education programs
- collate Indigenous health data and information to assist in the development of policy, advocacy & health intervention strategies
- be an advocate for our Communities and members to improve their health and well being
- receive and spend all grant funding ensuring accountability to funding donors & members
- provide assistance to member communities to enable self-reliance & responsibility for their own wellbeing
- ensure member communities are involved in health planning, program development & implementation
- arresting social disintegration in our communities the fostering and support of culturally appropriate health programs
- provide assistance to communities in finding solutions to drug & alcohol problems in communities
- promote information in the wider community about the special difficulties experienced by Aboriginal people as a minority within the broader community
  - the existing inequalities in the health status between Aboriginal people of the Katherine West Region and the wider Australian Community
  - the need for support from the governmental and other agencies in order for such problems to be over come
- promote community development, education, employment and training opportunities for member Communities, in particular the training and employment of local Aboriginal people chosen by the community to be Aboriginal Health Practitioners

- promote the role and function of Aboriginal Health Practitioners by lobbying for the advocacy of the following principles
  - that Aboriginal Health Practitioners be in charge of the delivery of health program in Aboriginal communities
  - that Aboriginal Health Practitioners be enabled to achieve a maximum degree of skill through ongoing professional development, education and training
  - that non-Aboriginal health professionals employed by any service providers perform functions that assist and support the functions of the Aboriginal Health Practitioners rather than replace them
- the promotion of culturally appropriate methods of managing and preventing health problems in the region involving the recognition and support of the vital role of traditional health practitioners and birth attendants in the provision of primary health care services in our region.
  - Operate and maintain a Gift Fund to be known as “The Katherine West Health Board Aboriginal Corporation Gift Fund” in accordance with the requirements of the Australian Taxation Office”

### **3. Members**

#### **3.1 Who is eligible?**

Members must be:

- at least 18 years old and
- an Aboriginal person who has lived in one or more of the below listed member Communities for at least three years
  - Lajamanu and its outstations
  - Daguragu / Kalkarindji and its outstations
  - Yarralin and its outstations
  - Mialuni
  - Bulla Community
  - Outstations serviced by KWHB Mobile Program namely: Dilinya, Djarrung, Innesvale, Fitzroy, Old Top Springs, Mistake Creek, Waterloo, Rosewood, Nelson Springs, Bamboo Springs, Bucket Springs, Bubble Bubble, Doojum, Marralam Outstation, Kneebone Outstation.
  - Timber Creek and surrounding Aboriginal living areas
  - Nitjpurru (Pigeon Hole)

- Or a non-Aboriginal person who is over 18 years of age and resides in Australia may be invited by a resolution of the directors to apply for membership. The intent of this is to enable the directors to select from a broader skill set for representation to sit on the boards of peak representative organisations.

The corporation will have no joint members and but may have observers.

### **3.2     *How to become a member***

A person applies in writing.

A person needs to be eligible under rule 3.1.

The directors accept the application by resolution at a directors' meeting.

The directors must consider all applications for membership within a reasonable period after they are received.

The person's name, address and date they became a member is put on the register of members.

The directors may refuse to accept a membership application. If they do so, they must write to the applicant about the decision and the reasons for it.

A person does not become a member until their name is entered on the corporation's register of members. This must be done within 14 days after the directors accept the membership application.

However, the corporation must not enter the person on the register of members until after the relevant general meeting or annual general meeting (AGM) has been held if:

- a person applies for membership after a notice has been given for a general meeting or AGM, and
- the general meeting or AGM has not been held when the directors consider the person's application.

### **3.3     *Members rights***

A member can:

- attend, speak and vote at general meetings
- be made a director (if the member is eligible to be a director-see rule 5.3 on eligibility of directors)
- put forward resolutions at general meetings, including under rule 4.6
- look at the books of the corporation if the directors have authorized it or the members pass a resolution at a members' meeting which approves it
- Cannot be charged membership fees by the organisations

### **3.4 *Members responsibilities***

A member must:

- follow the corporation's rules
- let the corporation know if they change their address
- treat other members with respect.

Members should also attend general meetings (including AGMs) or give their apologies

### **3.5 *Liability of members***

Members do not have to pay corporation debts if the corporation is wound up.

### **3.6 *How to stop being a member***

A person stops being a member if:

- A member resigns in writing.
- A member dies.

A member's membership is cancelled, in accordance with Rule 3.7

When a person stops being a member the corporation must put their name, address and the date they stopped being a member on the register of former members.

### **3.7 *Cancelling membership***

There are two different processes for cancelling membership:

- If a person is not eligible—as set out in rule 3.1—directors can cancel their membership by passing a resolution at a directors meeting. Before the meeting, directors need to give the member 14 days to object in writing. If the member objects, the directors can't cancel the membership. The member can only then be removed at a general meeting by resolution.
- If a member can't be contacted for two years or they misbehave the member can be removed at a general meeting by special resolution. The directors must then send that person a copy of the special resolution at their last known address, as soon as possible after the special resolution has been passed.

When a person's membership is cancelled the corporation must put their name, address and the date they stopped being a member on the register of former members.

### **3.8 The members list**

The list must contain:

- members' and former members' names and addresses
- the members home community as per the members community list in rule 3.1
- the date when the names were put on the list
- if a member is not an Aboriginal or Torres Strait Islander person
- for former members, the date when they stopped being a member.

It must be kept at the corporation's document access address.

It must be available at the AGM.

## **4. Meetings**

### **4.1 Annual General Meeting (AGM) timing**

AGMs must be held before the end of November each year.

### **4.2 AGM business**

AGMs are for:

- confirming the minutes of the previous general meeting
- presenting reports: general, financial, directors
- electing or appointing directors on the years when this is required
- choosing an auditor and agreeing on his fee
- checking the members' list
- asking questions about how the corporation is managed

### **4.3 General meetings**

The directors can call a general meeting or AGM by passing a resolution in a directors' meeting or by circulating a resolution.

Members (at least ten percent of members) can ask directors to call a general meeting. The directors must call the general meeting within 21 days.

A notice must be sent out to all members about why the general meeting is being held, this can also be done by the placement of notices on notice Boards in all the clinics and other main public buildings in the member communities.



The members' request must:

- be in writing
- state any resolutions to be proposed at the meeting
- be signed by the members making the request
- nominate a member to be the contact member on behalf of the members making the request
- be given to the corporation.

Within the 21 days of receiving the request the directors must either call the meeting or apply to the Registrar to deny the request.

#### **Directors agree to the request**

If the directors agree to the request they must call the general meeting within 21 days of receiving the members' request.

#### **Directors apply to the Registrar to deny the request**

If the directors resolve that:

- the request is frivolous or unreasonable or
- complying with the request would be contrary to the interests of the members as a whole

A director, on behalf of all of the directors, may apply to the Registrar for permission to deny the request to call a general meeting.

The directors' application to the Registrar to deny the members' request must:

- be in writing
- set out the reasons
- why they wish to deny holding the meeting
- be made within 21 days after the members' request for a meeting was made.

The directors must give notice to the contact member that they have applied to the Registrar to deny the request.

## **4.4 General meeting business**

General meeting business includes:

- confirming the minutes of the previous general meeting
- considering the business or resolutions in the notice of meeting

#### **4.5 Notice for general meetings**

At least 21 days' notice must be given.

Notice must be given to members, directors, officers, the contact person and the auditor, if the corporation has one.

The notice must set out:

- the place, date and time for the meeting
- the business of the meeting
- if a special resolution is being proposed, and what it is

Notices can be given to members personally, sent to their address, sent by fax or sent by email or by posting notices on notice boards in the clinic in each community.

#### **4.6 Members' resolutions**

Members (at least 10 members) can propose a notice of a resolution and then give it to the corporation.

The notice must set out the resolution in writing and must be signed by the members proposing it.

The corporation must give notice of the resolution to all people entitled to notice of the meeting (see rule 4.5).

The corporation must consider the resolution at the next meeting which is being held at least 28 days after the notice has been sent out.

#### **4.7 Quorum for a general meeting**

The quorum for general meetings shall be 15 members.

The quorum must be present during the whole meeting. If there's no quorum after 1 hour, the meeting is adjourned until the next week at the same time. If there's still no quorum, the meeting is cancelled.

#### **4.8 Chairing general meetings**

The chairperson or deputy chairperson will chair general meetings, if they are absent or do not wish to chair the meeting the members will pick a chairperson for the meeting.

## **4.9 Using technology**

General meetings can be held at more than one place using any technology that gives members a way of taking part.

## **4.10 Voting**

Each member has one vote.

A resolution or decision will be decided by consensus; in the event that consensus cannot be reached it shall be decided by majority on a show of hands, unless a poll is demanded. (A poll is a formal vote, not by show of hands—for example, by writing on a voting paper.)

The chairperson declares the results of the vote, on a show of hands.

A challenge to a right to vote at a meeting may only be made at the meeting, and must be determined by whether or not the subject is a member of the corporation.

## **4.11 Demanding a poll**

Any member or the chairperson can demand a poll.

A poll can be held before or after a show of hands vote.

A poll demanded on any matter must be taken immediately. The chairperson of the meeting directs how the poll will be taken.

## **4.12 Proxies**

There shall be no proxies.

## **4.13 Postponing a general meeting or AGM**

After notice has been given for a general meeting or AGM, the directors can decide to postpone the meeting (this means, delay or reschedule the meeting for a later date) if there are exceptional reasons for doing so (such as the death of a community person or a natural disaster).

The directors postpone the meeting by passing a resolution in a directors' meeting. A postponed meeting must be held within 30 days of the date that the meeting was due to occur.

The directors must give reasonable notice of the postponement and give notice to members of the postponed meeting setting the new date, time and place, as per rule 4.5.

## **5. Directors**

### **5.1 *Role of directors***

The directors oversee the running of the corporation on behalf of all members, make decisions about the affairs of the corporation, and should always be aware of what the corporation and its employees are doing. The directors manage, or set the direction for managing, the business of the corporation.

The directors may exercise all the powers of the corporation except any that the CATSI Act or this rule book requires the corporation to exercise in a general meeting.

### **5.2 *Minimum number***

The minimum number of directors shall be 10 directors

### **5.3 *Maximum number***

The maximum number of directors shall be 17 directors

To change the number of directors, members need to pass a special resolution at a general meeting or AGM to change the rule book. Such a resolution needs to be in the notice calling that meeting.

### **5.4 *Eligibility of directors***

Directors must be:

- at least 18 years of age and
- not be employees of the corporation.

The chief executive officer may advise the directors but cannot become a director or chair directors meetings.

A person is not eligible to become a director if the person:

- has been disqualified from managing corporations.

### **5.5 *Majority of director requirements***

A majority of directors of the corporation must:

- be individuals who are Aboriginal persons
- usually reside in Australia
- be members of the corporation

## **5.6 How to become a director**

The governance structure of the corporation is representative of the communities in the Katherine West Region.

The directors must call community members' elections by passing resolutions in a directors' meeting or by circulating resolutions. Community members' elections must be called within the six months prior to an AGM where a vacancy for a director from that community will exist at the time of the AGM.

Nominations for director shall be made to the corporation in writing by members of the corporation, using the corporation's Director Nomination Form, 21 days prior to the election. A nomination is not validly made unless the person nominated accepts this nomination by providing their endorsement on the corporation's Director Nomination Form.

Directors shall be elected by the members at community members' elections convened at each member community every 3rd year from the 2010 AGM.

The members from each Community shall elect or appoint the following number of members as directors:

- Lajamanu and its outstations, 4 directors
- Daguragu / Kalkarindji and its outstations, 3 directors
- Yarralin and its outstations, 3 directors
- Mialuni, 1 director
- Bulla Community, 1 director
- Timber Creek and surrounding Aboriginal living areas, 2 directors
- Nitjpurru (Pigeon Hole), 1 director

These Community members' elections shall take place in each member Community in the six months leading up to the AGM.

The election of a director shall be conducted by secret ballot. A ballot is not required if only one candidate is validly nominated, and that candidate shall be declared elected. If more than one candidate is validly nominated, a ballot shall be taken. The candidate (or candidates) who receive the greatest number of votes shall be declared elected.

All elected candidates will undergo a criminal history check, conducted by KWHB staff, prior to their endorsement as director at the AGM. If this check identifies that a candidate does not meet the criteria to become a director (KWHB Rule 5.11) then the next candidate in the line of voting from the election should be endorsed.

The appointments will be ratified by resolution of the members at the AGM. If the AGM does not confirm the appointment then the seat remains vacant. The quorum for Community members' elections shall be 10 members.

Notice for Community members' elections shall be 21 days and shall be given by the placement of notices posted on the relevant community's clinic notice board and notice boards on the other main public buildings in the relevant community. The notices shall state the date, time and place of the meeting.

In the event that the relevant community members' election was unable to come to a decision to fill all their allocated director's positions, then the AGM shall be able to appoint members present at the AGM from the relevant community who are willing to consent to fill the positions of directors for that community.

The corporation can also appoint a director by resolution passed at a general meeting or at a meeting of members from the relevant Community to fill a vacancy.

The chairperson and CEO need to be present for community members' elections to occur.

Directors can appoint someone as a director to make up a quorum. Their appointment must be confirmed by resolution at the next general meeting or they cease to be a director.

Directors must not be appointed for more than 3 years, but they can be reappointed. Directors must give the corporation their consent in writing to be a director prior to the AGM.

Up to 1 member directors, who may reside anywhere in Australia, can be appointed by the directors and are selected for their special expertise related to the corporation's objects and are to represent the interests of the whole region.

The corporation must notify the Registrar of the results of any such bi-election including the newly elected director's personal details within 28 days after they are appointed

## **5.7 Non-member directors**

The directors may appoint 1 specialist director to the board. The appointed specialist director may be a member or non-member of the corporation.

Such directors shall be selected on merit for specialised skills in a field relating to the objects of the corporation and its current activities from time to time.

The directors shall decide the term of the appointment but it must be no more than 3 years. Non-member appointed directors can be reappointed.

Before being appointed as an independent or specialist non-member director, the person must give the corporation their written consent to become a director.

## **5.8 Chair and Deputy Chair**

There shall be a chairperson and deputy chairperson who shall be elected by the directors from among the directors at the first directors meeting following the AGM in which an election is held.

## **5.9 How to fill casual vacancies**

The directors can appoint a person as a director to fill a casual vacancy.

A casual vacancy is where a person stops being a director before their term of appointment expires (see rule 5.10) and so the position of that director is vacant.

If there is a casual vacancy in a directorship a bi-election will be held in the community of the vacating director. No bi-election will be held if it is less than six months until the next election of the full board of directors.

The person must meet the director eligibility criteria in rule 5.4 and any criteria that apply to the particular vacancy.

The term of an appointment made to fill a casual vacancy is for the balance of the term remaining on the vacant position.

However, a person's appointment to fill a casual vacancy must be confirmed by members passing a resolution at the next general meeting otherwise the person stops being a director at the end of the general meeting.

### **5.10 How to stop being a director**

A director dies.

A director resigns, in writing.

A director's appointment expires.

A director is removed as a director by the members or the other directors.

A director is disqualified from managing a corporation.

The director ceases to be a member, but was a member when they became a director.

The corporation must send the Registrar a notice within 28 days after a person stops being a director.

### **5.11 Who cannot become a director**

A person who has been disqualified from becoming a director or does not meet the eligibility criteria under the Act or who is an employee of the corporation cannot become a director.

A person who has been convicted of a domestic violence or sexual offence cannot become a director, until 5 years has passed since their conviction or 5 years has passed since the end of their sentence if they were sentenced for the offence.

### **5.12 How to remove a director**

By resolution of the members in a general meeting:

- A notice for a resolution to remove a director must be given to the corporation at least 21 days before the meeting.
- The corporation must give the director concerned a copy of the notice as soon as possible.
- The director can give the corporation a written statement and speak at the meeting. The statement must be given to all the people entitled to notice of the meeting (see rule 4.5).



By other directors:

- Directors can only remove a director if they fail to attend 3 or more consecutive directors meetings without a reasonable excuse.
- Directors must give the director a notice in writing and they must give the director 14 days to object in writing.
- If the director objects, they cannot remove the director. The director can only then be removed at a general meeting by resolution.

### **5.13 Directors and officers duties**

The duties are:

- a duty of care and diligence
- a duty of good faith and to act in the best interests of the corporation
- a duty to disclose a conflict of interest
- a duty not to improperly use position or information
- a duty to not trade while insolvent.

### **5.14 Conflict of interest**

A director who has, or thinks they may have, a conflict of interest in a corporation matter must tell the other directors. This includes, but is not limited to, a material personal interest.

The director must give details of what the interest is and how it relates to the corporation. These details must be given at a directors' meeting as soon as possible, and must be recorded in the minutes of the meeting.

A director who has a conflict of interest must not:

- be present at a directors' meeting while the matter in question is being considered
- vote on the matter

unless they have been granted approval by:

- the other directors (those that do not have a conflict of interest) passing a resolution, or
- the Registrar in writing.

The corporation has decided that employment involving a director's immediate family, which includes; spouses, children, siblings or parents are considered a conflict of interest and as such, directors cannot sit on selection panels for such applicants.

### **5.15 Payment**

Directors can be remunerated such rates that are not unreasonable for their efforts, the rates must be set by the members at a general meeting.

The corporation may pay the directors' travelling and other expenses for attending meetings or to do with other corporation business.

Directors may be paid if they are employed by the corporation, or if they have a contract to provide goods or services to the corporation (so long as the director has fulfilled any duty to disclose a conflict as required by this rule book and the payment is fair and reasonable to the corporation).

### **5.16 Signing cheques (i.e. negotiable instruments)**

Any two directors may sign cheques or other official documents. Or the directors may decide that cheques or other official documents can be authorised in a different way.

If there is only 1 director, that director can sign cheques or official documents.

### **5.17 Delegation**

A director can delegate any of their powers to:

- another director
- a committee of directors
- an employee of the corporation
- someone else.

### **5.18 Related party benefit**

If a corporation wants to give a financial benefit to a director or related party (such as a spouse of a director) it must get the approval of the members by following the procedure in part 6.6 of the CATSI Act.

### **5.19 Directors' meetings**

Directors must meet at least every 4 months.

The directors will usually decide at a meeting when and where the next meeting will be.

A director can call a meeting by giving reasonable notice to all the other directors. All directors must be given 21 days' notice of a directors' meeting

## **5.20 Quorum for directors' meetings**

A majority of the directors must be present at all times during the meeting.

## **5.21 Chairing directors' meetings**

The chairperson or vice-chairperson shall chair directors' meetings or in the absence or in the event that they do not wish to chair the meeting, the directors can elect a director to chair their meetings. This will usually be the vice-chairperson.

They must decide how long that director will be the chairperson.

The directors may also remove a chairperson (but not their appointment as a director) by a resolution of the directors.

## **5.22 Using technology**

Directors' meetings can be held at more than one place using any technology, as long as all directors agree to it. The type of technology to be used may be set out in the notice for a directors' meeting.

## **5.23 Resolutions at directors' meetings**

A resolution of directors shall be made by consensus; in the event that consensus cannot be reached resolutions must be passed by a majority of the votes.

Resolutions can be passed without a directors' meeting if all directors sign a statement saying that they are in favour of it.

# **6. Contact person or secretary**

The contact person or secretary must be at least 18 years old. The directors appoint a contact person or secretary.

The directors decide the contact person or secretary's pay and terms and conditions of employment, if any.

The contact person or secretary must pass on any letters, emails etc. received to at least one of the directors within 14 days.

The contact person or secretary must give the corporation their consent in writing to become a contact person or secretary before being appointed. The corporation must send the Registrar a contact person's/secretary's details within 28 days after they are appointed.

## 7. Records

Corporations must keep:

- minutes of meetings (in writing or as an audio or video recording)
- rule book (constitution)
- members “list and former members” list
- names and addresses of directors, officers and contact person
- financial records.

They must be kept at the corporation’s document access address.

## 8. Finances

The corporation must keep written financial records that:

- correctly record and explain its transactions, financial position and performance
- would enable true and fair financial reports to be prepared and audited.

When the corporation is a trustee it must also keep written financial records for the trust.

The corporation must follow these procedures.

- The corporation must give receipts for all money it receives.
- All money of the corporation must be deposited into a corporation bank account.
- All accounts must be approved for payment at a directors’ meeting or in accordance with valid delegations.
- All cheques, withdrawal forms, electronic funds transfer (EFT) transactions, and other banking documents must be signed by at least two people authorised by the directors.
- All payments made out of the corporation’s money must be supported by adequate documents which explain the nature and purpose of the payment.
- The corporation must keep adequate records for all cash withdrawals from the corporation’s bank accounts (i.e. records that show the cash was used for a proper purpose and in accordance with the corporation’s objectives).

The financial records must be retained for seven years after the transactions covered by the records are completed.

## **9. Application of funds**

The corporation is a not-for-profit corporation.

The directors can use the money and property of the corporation to carry out its objectives (see rule 2).

The directors cannot directly or indirectly give any money or property of the corporation to members of the corporation. This rule does not stop the corporation from making:

- a reasonable payment to a member in their capacity as an employee or under a contract for goods or services provided
- payment to a member in carrying out the corporation's objectives.

## **10. Dispute resolution**

If a dispute arises, the parties must first try to resolve it themselves.

If the dispute is not resolved within 10 business days, any party may give a dispute notice to the other parties.

The dispute notice must be in writing and must say what the dispute is about. It must be given to the corporation.

If the dispute is about the Act or the corporation's rules, the directors or any of the dispute parties may ask the Registrar for an opinion.

The directors must help the parties resolve the dispute within 20 business days after the corporation receives the notice.

If the directors cannot resolve the dispute, it may be put to the members to resolve at a general meeting or the corporation may seek assistance or mediation from either the Registrar or an independent professional body.

### **Seeking assistance from the Registrar**

- If a dispute or any part of a dispute relates to the meaning of any provision of the CATSI Act or the corporation's rule book, the directors or any party to the dispute may seek an opinion from the Registrar about the correct meaning of the relevant provision.
- The Registrar's opinion will not be binding on the parties to a dispute.
- The right to request assistance from the Registrar does not create a right to request a formal mediation. However, in an appropriate case the Registrar may provide assistance in having the matter resolved.

## **11. Executive Sub Committees**

The Directors may appoint an Executive subcommittee

The Directors will decide the responsibilities and powers of the Executive subcommittee.

The subcommittee:

- must meet at least three times per year
- must be chaired by the chairperson who must report to the directors
- must have a minimum of four director members and a maximum of six directors
- must have a quorum of four members at its meetings, unless the directors decides a larger number will be the quorum
- will choose one of its members to be responsible for calling and recording meetings of the executive subcommittee
- may include people who are not members of the corporation

## **12. Other Sub Committees**

The Directors may appoint other subcommittees from its members and with other experts including non-members at any time and for any purpose.

The Directors will decide the responsibilities and powers of the subcommittee.

The subcommittee:

- must be chaired by a director member who must report to the directors
- must have a quorum of three members at its meetings, unless the directors decides a larger number will be the quorum
- will choose one of its members to be responsible for calling and recording meetings of the subcommittee
- may include people who are not members of the association.

## **13. The Katherine West Health Board Aboriginal Corporation gift fund**

### **13.1 The corporation shall maintain a gift fund:**

The corporation shall maintain for the main purposes of the corporation, a gift fund:

- to be named ‘The Katherine West Health Board Aboriginal Corporation Gift Fund’
- which must receive gifts of money or property for the purposes (objectives) of the corporation.
- which must have credited to it any money received by the corporation because of those gifts.

The gift fund cannot receive any money or property other than that for the purposes (objectives) of the corporation.

The corporation shall use gifts made to the gift fund and any money received because of them only for the purposes (objectives) of the corporation.

Receipts issued for gifts to the gift fund must state:

- the full name of the corporation
- the Australian Business Number (if applicable) and the Indigenous Corporation Number (ICN) of the corporation
- the fact that the receipt is for a gift.

As soon as:

- the gift fund is wound up, or
- the corporation’s endorsement as a deductible gift recipient is revoked under section 426-55 of the *Taxation Administration Act 1953*

any surplus assets of the gift fund must be transferred to another fund, authority or institution, which has similar objectives to the corporation. This body must also be able to receive tax deductible gifts under division 30 of the *Income Tax Assessment Act 1997*.

### **13.2 The corporation shall maintain a separate bank account for the Gift Fund.**

## **14. Changing the rule book**

The rule book can be changed by the members passing a special resolution at a general meeting or an AGM. The proposed changes must be set out in the notice of the meeting.

- Within 28 days after the resolution is passed, the corporation must send the Registrar copies of the:
  - rule book changes
  - special resolution
  - minutes of the meeting.

The changes do not take effect until the new rule book is registered by the Registrar.

## **15. Winding up**

### **Surplus assets of the corporation**

Where:

- the corporation is wound up, and
- after all debts and liabilities have been taken care of, and costs of winding up have been paid, surplus assets of the corporation exist

the liquidator can decide or the members may pass a special resolution about how the surplus assets of the corporation are to be distributed.

The surplus assets must not be given to any member or to any person to be held on trust for any member.

### **Surplus assets of gift funds**

If the Australian Tax Office allows the corporation to give tax deductible receipts for donations, and the corporation is wound up, any surplus gift funds must be given to another body with similar objectives and that gives tax deductible receipts for donations.





## Schedule 1—Application for membership form

Katherine West Health Board Aboriginal Corporation (ICN 3068)

I, \_\_\_\_\_ *(first name of applicant)*

\_\_\_\_\_ *(last name of applicant)*

of \_\_\_\_\_ *(address of applicant)*

\_\_\_\_\_ *(date of birth of applicant)*

apply for membership of Katherine West Health Board Aboriginal Corporation.

I declare that I am eligible for membership.

I am:  Aboriginal  Torres Strait Islander  neither

Signature of applicant: \_\_\_\_\_

Date: \_\_\_\_\_

.....

### Corporation use only

Application received	Date:
Application tabled at directors' meeting held on	Date:
Directors consider applicant is eligible for membership	Yes / No
Directors enter name, address and date on register of members (also Indigeneity if non-Indigenous members are allowed)	Date:
Directors have sent notification of directors' decision to the applicant	Date:



## Schedule 2 – Consent to become a Director Form

Katherine West Health Board Aboriginal Corporation (ICN 3068)

I, \_\_\_\_\_ (first and last name of person)  
\_\_\_\_\_ (residential address, a postal address is not sufficient)  
of \_\_\_\_\_

give consent to become a director of "Katherine West Health Board Aboriginal Corporation.

I confirm my date of birth is \_\_\_\_\_ (date of birth)

and my place of birth was \_\_\_\_\_ (place of birth)

I also acknowledge I am automatically disqualified from managing corporations (ss. 279-5 and 279-10 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act)) if I:

- have been convicted of an offence under the CATSI Act that is punishable by imprisonment for more than 12 months
- have been convicted of an offence involving dishonesty that is punishable by imprisonment for at least three months
- have been convicted of an offence against the law of a foreign country that is punishable by imprisonment for more than 12 months
- am an undischarged bankrupt
- have signed a personal insolvency agreement and have not kept to the agreement
- have been disqualified under the *Corporations Act 2001* from managing corporations

and I will notify the corporation if any of the above events occur after my appointment.

Signature of person: \_\_\_\_\_

Date: \_\_\_\_\_

**NOTE:** This form should be completed and given to the corporation before the person is appointed as a director—see 246-10(1) of the CATSI Act.