



North Queensland Land Council

Native Title Representative Body Aboriginal Corporation

ABN: 19 047 713 117 ICN 1996

www.nqlc.com.au

North Queensland Land Council Proposed Rule Book

In late 2019, the NQLC Board of Directors resolved to propose a review and restructure of the NQLC Rule Book. The Executive Committee held community engagement meetings throughout the region and heard from Members who indicated their support of the proposal.

In August 2020, the Directors formally engaged KRED Enterprises to assist with the restructure. Despite the challenges facing the Directors as a result of COVID-19, Directors have worked hard throughout 2020 on reviewing and developing a new rule book for Members to consider. Over the course of the year, Directors held workshops with KRED in August, September, November and into January 2021.

The Rule Book which the Directors have developed for the consideration of the Members intends to make things run more efficiently and provide for a better working relationship between the Board and the Members of the Corporation.

The NQLC is a native title representative body and therefore the Directors have proposed to change the membership eligibility from any Aboriginal person who is a resident within the NQLC region to Traditional Owners from within the NQLC representative body region. This proposed change is intended to only apply to Members moving forward and intends to ensure that Traditional Owners from the NQLC region are able to become Members of the Corporation. The Directors are also proposing to remove the ward elections which are currently undertaken for the purpose of electing directors. The Directors are proposing that instead elections will occur at the AGM, which will hopefully bring more Members to the AGM and become more involved in NQLC business.

In the past, NQLC have had trouble reaching a quorum for General Meetings. The quorum required in the current Rule Book is 40 members (or 10% of Members), whichever is less. The Directors propose to reduce the quorum to 20 members to enable General Meetings to occur. The Directors hope that more and more Members will start attending meetings if the Directors work towards keeping Members informed of NQLC business.

The Directors are proud of the work they have undertaken over the past year or so and look forward to discussing the new proposed Rule Book with Members at the upcoming AGM.

The following table sets out some of the proposed changes to the Rule Book, with a comparison with the current Rule Book.

Rule	Current rule	New Rule	Comment
Note: The Directors are proposing a simple, clear Rule Book which is in line with the requirements of the CATSI Act, whilst still providing for specific rules which are tailored to the needs of NQLC.			
Membership eligibility	Based on residency within the NQLC region.	Membership of NQLC is proposed to be based on	The new rule is intended to be

	<p>Any Aboriginal person who lives in the NQLC Region is currently eligible to be a member of the NQLC.</p>	<p>Traditional Ownership within the NQLC region.</p> <p>Traditional Owner is defined as anyone who identifies with a particular native title claim, or determination, or a Traditional Owner group.</p>	<p>inclusive of all Traditional Owners who may or may not live in the NQLC region.</p> <p>The definition of Traditional Owner is intended to include those people who are a member of a native title claim group, a determination and/or PBC or someone who identifies with a particular Traditional Owner group (that may not have a registered native title claim yet).</p>
<p>Board of Directors</p>	<p>There are currently 12 Directors.</p> <p>One Director from each of the following Wards:</p> <ul style="list-style-type: none"> - Yarrabah - Innisfail - Mount Garnet - Hughenden/Charters Towers - Proserpine/Mackay - Townsville - Tully - Palm Island <p>And two Directors from the following:</p> <ul style="list-style-type: none"> - Cairns - Tableland 	<p>Two options are put to Members for consideration as follows:</p> <p>Option 1: Maximum 14 Directors which includes the 12 Director positions as the rule currently provides for and for the Board of Directors to have the discretion to appoint 2 non-member specialist directors.</p> <p>OR</p> <p>Option 2: Maximum of 12 Directors including: one director from each of the Wards (10):</p>	<p>The Directors propose to allow the Members to choose whether they wish to keep the Board structure as is or reduce to 10 and only have one Director from each Ward.</p> <p>The additional two positions provided for are specific to non-Member independent specialist Directors. It is proposed that the Board of Directors have the power to appoint up to two specialist/independent Directors to provide specialist advice.</p>

		<ul style="list-style-type: none"> - Yarrabah - Innisfail - Mount Garnet - Hughenden/Charters Towers - Proserpine/Mackay - Townsville - Tully - Palm Island - Cairns - Tableland <p>The Board will also have the discretion to appoint 2 non-member specialist Directors.</p>	
Directors' Term	Currently Directors are elected for a period of two years.	Proposed that the Directors' term is increased to four years on a rotation system. This means that at the 2022 AGM, half of the Directors will be appointed for a period of two years and half will be appointed for a period of 4 years. In 2024 – half will be appointed for four years and on a rotation system following every two years after.	The proposed rotation system is intended to provide for consistency with the Board and
Eligibility to be a Director	<p>Ward Members are eligible for election to be a Director as follows:</p> <p>1. If they have been a Member of the Corporation for less than 12 months and have lived in a Ward for that period.</p> <p>Or</p>	<p>It is proposed that to be eligible to be a Director, a Member must:</p> <ul style="list-style-type: none"> - be 18 years of age - a Member of the Corporation; - Live in a particular Ward <p>It is also proposed that employees are eligible to become a Director, except</p>	<p>Removing the requirement to live in a particular Ward for a certain period of time opens the eligibility up to a greater number of Members.</p> <p>The Board are of the view that Traditional Owners who are Members of the</p>

	<p>2. If they have been a Member of the Corporation for more than 12 months, the individual has lived permanently and continually in one particular Ward for a period not less than 12 months.</p>	<p>for the CEO. The eligibility requirements to be a Member as well as a Director must still be met for an individual to become a Director.</p>	<p>Corporation and work as an employee at NQLC should be eligible to become a Director on the Board.</p> <p>The Board are however proposing that the CEO should not be a Director of the Corporation. It is proposed that any other employee is eligible to be a Director on the Board.</p>
<p>Appointment of Directors</p>	<p>Currently there are 'Ward Meetings' held where Ward Members come together to elect their Directors at a meeting convened before the AGM. This means that NQLC need to convene 10 meetings before the AGM.</p>	<p>Proposed that election of Directors occurs at the AGM.</p> <p>Members will come together at the AGM and vote for their respective Directors</p>	<p>The proposal by the Board to abolish the Ward Elections is to aimed at reducing the time and costs for NQLC. The proposal will also bring all NQLC business to the General Meetings to promote involvement by all Members.</p>
<p>Quorum at General meetings and Annual General Meetings</p>	<p>40 members required to reach a quorum at General Meetings and AGMs.</p>	<p>Quorum to be reduced to 20.</p>	<p>The NQLC has struggled to reach a quorum for General Meetings and AGMs. A reduction in the quorum should allow meetings to go ahead and for business to be done.</p>
<p>Executive Committee</p>	<p>There is currently an executive committee which is established to allow urgent decisions to be made</p>	<p>Proposed to remain as is.</p>	<p>The Board's executive committee often meets to consider and make urgent decisions. The Board</p>

	without the need to convene a full Board meeting.		does not propose to change this process which works well for the continual operation of Corporation business.
Independent and non-specialist Directors	Currently no provision for the appointment of independent/non-specialist Directors.	Provision for the Board to appoint two non-member specialist independent Directors to provide advice to the Corporation. They will not have voting rights.	Allowing the appointment of specialist Directors will allow the Board/Corporation to receive advice on specific issues as required.
Schedule 7 – Land Summits	The current rule book does not provide for land summits.	The new rule book proposes that the Corporation may hold two land summits each year. The land summits are an opportunity for the Corporation to meet with key stakeholders within the region about all matters affecting Aboriginal people including: <ul style="list-style-type: none"> - Native Title; - Governance; - Land Management (E.g. National Parks); - Water management - Justice issues - Housing - Health - Etc 	The Directors are keen for the Corporation to meet with stakeholders and contribute towards a broad range of matters affecting Aboriginal people in the region.