

NORTH QUEENSLAND LAND COUNCIL NTRB AC

MESSAGE STICK

DECEMBER 2022



Board Update

Factsheet:
Director ID
For CATSI Act
Directors

Executive Update

Engagement and
Development Support
Team Update

Renewable Energy Boom

AGM Season

NQLC acknowledge the Traditional Owners of our representative region.
We recognise their continuous relationship to the lands and waters, and
pay our respects to Elders past, present and emerging.



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BOARD UPDATE

Firstly, I would like to acknowledge the Traditional Owners of country throughout NQLC's representative footprint and recognise their continuing connection to land, waters and culture. I pay my respects to Elders past, present, and emerging.

I would also like to acknowledge my colleagues on the Board of Directors and the staff of the North Queensland Land Council. Since being voted in as the Chairperson in March of this year, I have enjoyed working alongside our team to ensure that the native title rights and interests of every Traditional Owner within our region is legally recognised and that support is provided to Traditional Owner groups to ensure they have the opportunity to benefit culturally, socially and economically from the secure possession of their traditional lands and waters.

Moving into 2023, the Board and I look forward to continuing to perform our duties as the governing body of the corporation. In addition, the Board will also be reviewing and revising several

of NQLC's key documents including the continued work on the rule book, the corporation's policies and procedures, and the strategic plan.

As mentioned above, NQLC held its 2022 AGM on Saturday 3 December 2022 in Townsville. I am very pleased at how efficient the business of the day was conducted and the number of members in attendance. NQLC's membership stretches across approximately 411,164 km² of land and 2022 was a significant year for Townsville as the Mabo decision was celebrated and it was fitting to convene the AGM there again this year. I would like to extend my gratitude to all members that attended the AGM for making the journey and acknowledge you for your continued commitment to the NQLC and native title recognition. A friendly reminder that attendance at the NQLC AGM is limited to the membership. If you would like to attend the 2023 AGM, please ensure you apply to become a member by submitting an application form. Applications can be downloaded from the NQLC website or you can phone

the office on freecall 1800 814 779 and they will arrange one for you.

Also covered at the AGM was the reappointed of Grant Thornton as NQLC's auditors for the coming financial year. This comes after several years of receiving an unqualified audit report with thanks to their auditor and partner, Helen Wilkes. I would also like to extend my thanks to Helen for the financial training she recently provided to the Board.

The recruitment of a long-term CEO is firmly in motion with the recently established CEO Recruitment Sub-Committee. Advertising is set to commence in the coming weeks and we hope to provide further details on the successful appointment in our next Message Stick. In the meantime, NQLC will continue to perform its functions with minimal disruption with thanks to Rhonda Jacobsen, Senior Legal Officer/Manager – EDST, as interim CEO.

I would like to finish off by wishing everyone a very Merry Christmas and Happy New Year. May 2023 be filled with good cheer, good health, and good fortune. On behalf of the Board and staff, we look forward to working with you in continuing to achieve positive outcomes for all Traditional Owners well into the future.



RICHARD HOOLIHAN

Chairperson

North Queensland Land Council



EXECUTIVE UPDATE

Welcome to the December edition of Message Stick, our last for 2022.

OPERATIONS

As reported by the Chair above, NQLC has again achieved an unqualified Audit Report. I extend my congratulations and gratitude to NQLC's CFO, Annette King and the Corporate Services staff on their excellent work in managing the Corporation's finances. I also extend my congratulations to Grant Thornton Australia being re-appointed by the members as NQLC financial auditors for the 2022-2023 financial year.

I refer you to the EDST Update commencing on page 7 and the informative renewable energy article on page 12. We've also included some fact sheets that are particularly relevant at this time of the year which we hope assists understanding the AGM 'season' and the requirement for directors of corporations to obtain their Director Identification Numbers.

STAFFING

I am delighted to advise that the NQLC has settled the appointment of Principal Legal Officer (PLO), Peter Kilduff. Peter

is a very experienced practitioner with over 30 years practice as solicitor and counsel in various jurisdictions. Peter's skills, experience and knowledge will be a huge benefit to the NQLC and we warmly welcome him.

We also welcomed Christine Smith to our Claims Team as Legal Administration Officer in September, relieving Maddy Fuller while she is on maternity leave. In our last edition we introduced you to Jennifer Joyce as our Claims Team Project Officer on a short-term contract. I'm pleased to advise that Jenny will be staying on with us a little longer into 2023.

2022 ANNUAL GENERAL MEETING

As reported by the Chair, the NQLC held its 2022 Annual General Meeting at the Oaks Metropole in Townsville on Saturday, 3 December 2022. The AGM was well attended, and it was good to meet members that I'd not met before.

I would like to take this opportunity to thank the NQLC staff who assisted on

the day and a special mention to Halejah Wacando, Executive Assistant, for her tireless efforts in organising this critical meeting of the members.

2021-2022 ANNUAL REPORT

NQLC's 2021-2022 Annual Report has been finalised and is now available to read on our website's news and media tab or by the following link: <https://nqlc.com.au/newsmedia/#Annual-report>

NQLC TOWNSVILLE OFFICE

With the lease of NQLC's Stanley Street office in Townsville soon to expire, I am delighted to confirm that a new office space on Walker Street in the city has been negotiated and we'll be working from there commencing in 2023. The new space will deliver an improved and more efficient working environment for our staff and facilities for our visiting clients. The Stanley Street office will remain open until NQLC shuts down for the Christmas period on Thursday, 22 December 2022. From Tuesday, 3 January 2023 when NQLC reopens, NQLC staff will work remotely until the Walker Street premises is ready. Details of the new Townsville Office address and opening date will be posted on our website and Facebook page after it is open.

NQLC CHRISTMAS SHUT DOWN

As mentioned above, NQLC will close briefly over the holiday period. NQLC will shut down on Thursday, 22 December 2022 afternoon and reopen for business at 8:30am on Tuesday, 3 January 2023.

In closing I wish to thank our region's Traditional Owners for their continued

support to the NQLC. I also wish to thank the Board for their ongoing leadership this year and our staff for their continuous enthusiasm and hard work throughout 2022.

On behalf of the NQLC staff I wish you all a very Merry Christmas and Happy New Year and I look forward to the good things 2023 will bring.

Regards

Jake



RHONDA M JACOBSEN

Interim Chief Executive Officer

North Queensland Land Council

ENGAGEMENT AND DEVELOPMENT SUPPORT TEAM UPDATE

As the EDST has previously reported the changes to the Native Title Act and CATSI Act in March 2021 have led to significant work being undertaken, largely by the PBC Support Unit (and working with ORIC) to develop a best practice rule book for PBCs to consider meeting these legislative changes. As detailed in the PBC Support update, both FAME and PBC Support staff have been heavily involved in AGMs and SGMs for amendments to rule books required prior to 25 March 2023. Please contact pbcsupport@nqlc.com.au if you would like assistance.

EDST is continuing to see many PBCs structuring their business with regular monthly meetings held exclusively on virtual platforms and some PBCs have also adopted this as a preferred platform for negotiations, using breakout rooms and other strategies for best practice negotiations. The take up of members that live out of the region has been very encouraging especially for AGMs and consultation and consent meetings. It keeps the EDST team on their toes for managing Zoom but it is very encouraging to see the take up from people who have historically not be able to engage with meetings.

EDST is still reviewing the suitability of regional workshops/forums that we can deliver next year including discussions with the NNTC for forums for heritage and for governance and business development planning for PBCs. These dates are likely to be in February and May 2023 and we will be in contact shortly after the festive season shutdown.

We look forward to continuing to work with you in 2023 in whatever format that may be and have a fantastic festive season with all of your families!



JULIA (JULES) TAYLOR

Senior Legal Officer – Acting Manager
Engagement and Development Support Team

FUTURE ACT MINING AND EXPLORATION UNIT

The Queensland Government's commitment to renewables with the support from the Federal Government is seeing some large renewable projects being investigated with some currently under negotiation with PBCs and claim groups. Wind farms, solar farms and carbon or environmental offset projects are some of the projects that PBCs and claim groups are currently negotiating. These projects are providing real benefits for groups and for more general information about these kinds of projects please see page 12.

NQLC is working closely with PBCs to provide assistance to ensure that they are ready for implementation of these large agreements. The opportunities for self-determination and direct management of charitable trusts for benefits to common law native title holders is showing proven benefits to groups. This work is ancillary to the large negotiations themselves and with these measured safeguards in place and the considerable work by the FAME Unit has been assisting with the development of governance and operational policies and procedures and is providing real growth opportunities for PBCs.

Water was on the agenda with the previous government however with the new Labour Government there has been a shift in focus for more detailed studies before some projects are reassessed. There are still however many investigative projects underway and if your PBC is contacted directly in relation to water plans or other specific business cases, please contact the FAME Unit if you require assistance.

The FAME Unit has continued to be incredibly busy with respect to future acts and other cultural heritage matters. Many future act notices only give claim groups and PBCs the rights to comment under the Native Title Act, but the activity that will be permitted under the future acts will have a large impact on cultural heritage, or where there are no native title rights (i.e. freehold) this leads to the negotiation for comprehensive cultural heritage management agreements and plans. As reported in the last two Message Sticks, some of the large-scale projects that do not give rise to a right to negotiate have also included benefits within the cultural heritage management agreements themselves as community benefits for the impacts of the various projects.

Please continue to contact us directly at fameunit@nqlc.com.au for any assistance.

PRESCRIBED BODY CORPORATE SUPPORT UNIT

There are currently 31 PBCs in the NQLC region. With the progression of claims, we may see another 2 PBCs next calendar year and PBCSU is working in with the Claims Team for the development of rule books in advance of these future determinations.

For established PBCs we are now deep into the AGM season and most PBCs have either held their AGMs for the 2021/2022 Financial Year or have sought an extension from the Registrar of the Office of Indigenous Corporations.

As noted in a previous addition of Message Stick, directors are now required to obtain a Director Identification Number (DIN) from the Australian Business Registry Services. The timing of that requirement depends on the date of a director's appointment, however all directors appointed after 1 November 2022 to an Aboriginal and Torres Strait Islander Corporation are required to secure a DIN prior to their appointment. Heavy penalties apply if directors are found in breach of their requirement to secure

a DIN. We have included a factsheet on the DIN requirements in this edition of Message Stick at page 15.

Acquittals for PBC Support Funding will be sent to PBCs in the coming weeks, and we remind all Corporations to complete and return their acquittals to the PBC Support Unit to allow for the timely release of PBC Support Funding.

The PBCSU continues to offer ongoing assistance through the engagement of strategic planners, business planners and land planners to provide a framework for the management and economic development of their native title rights and interests and other assets, consistent with their communities' aspirations and expectations.

If you have any questions in relation to your PBC please contact the PBC Support Unit at pbcsupport@nqlc.com.au.

If you have any questions in relation to your PBC please contact the PBC Support Unit at pbcsupport@nqlc.com.au.

AGM SEASON

USEFUL INFO | BENEFITS | OBLIGATIONS

AGMS ARE HELD YEARLY UNLESS AN EXTENSION OF TIME IS SOUGHT FROM ORIC

It is a requirement for all corporations to hold their annual general meetings within 5 months of the end of the financial year. If the board feels that they will be unable to meet that timeframe, then an application must be made to ORIC before 30 November for an extension of time. Generally, ORIC will grant an extension of one month, however extensions of greater than one month require the board to provide a carefully argued case to ORIC. Factors (to the extent they are relevant to the corporation's circumstances) may include: rule book reviews, finalisation of financial and audit reports and internal restructuring.

THE AGM IS AN OPPORTUNITY FOR MEMBERS TO ASK QUESTIONS OF THE CORPORATION

The opportunity for members to ask questions of the corporation is a standing agenda item of your AGM. It is also one of the few occasions members have to get a better understanding of the work of the Corporation. Members should use this opportunity to ask questions concerning the finances of the Corporation, how often the board met and its plans moving forward. Remember, taking an active interest in the work of the PBC demonstrates to directors that the work they do (often on a voluntary basis) is understood and acknowledged by members.

ALL NATIVE TITLE HOLDERS ARE ELIGIBLE TO BECOME MEMBERS OF THE PBC

Unlike an ordinary corporation your PBC is designed to represent not only members but also native title holders. While these are generally one and the same only members are entitled to vote, participate in general meetings and be appointed to the board. In recognition of the important representative function of PBCs membership criteria has been tightened up in recent years. If you are eligible for membership, then the board must accept your application for membership. The only basis a board can refuse an application for membership is if the board cannot reasonably determine an individual's eligibility.

MEMBERS' RESPONSIBILITY TO UPDATE DETAILS IN 28 DAYS

Members have certain responsibilities including providing the Corporation with up to date contact details within 28 days of any changes. The effectiveness of a corporation is partially based on its ability to communicate with members. Providing a current home address as well as an email address is the best way to ensure you receive notifications in a timely manner. A simple phone call or email to the Corporation should be sufficient to update your contact details. It should also be noted that non-contactability is one of the few grounds that membership may be cancelled.

COMMUNICATING WITH MEMBERS

The lack of communication between the board and its members is a frequent matter raised. While it is the general responsibility of directors to communicate with the people they represent it is often not possible to provide timely updates of developments throughout the year. As part of its communication strategy, boards need to give serious thoughts to occasional newsletters and establishing, maintaining and updating a Facebook page, website or other social media platform. Establishing and maintaining an online presence is also a way to involve younger native title holders.

RULE BOOK AMENDMENTS ARE IMPORTANT AND YOU SHOULD ENGAGE WITH YOUR PBC

The rule book is a contract between members and the Corporation. In recent years PBCs have been required to update their rule books to ensure they comply with legislative changes. In addition, your PBC will undertake a periodic review of its rule book as its circumstances change and to ensure its constitution is fit for purpose. As such, it is important that as a member you have a say on changes to your Corporation's rule book whether by attending meetings, workshops or responding to invitations for comment.

ZOOM GIVES AN OPPORTUNITY FOR MEMBERS TO ENGAGE EVEN WHEN THEY LIVE OFF COUNTRY

Corporations are increasing using Zoom, Microsoft Teams and other digital platforms to facilitate member attendance at meetings. The facilities needed to hold meetings online are inexpensive, easy to use and readily available. The advantage of these platforms is that members can participate easily in meetings even if they live off country or are prevented from attending for other reasons. These platforms also have the potential to save the corporation a lot of money and avoid disruption without sacrificing a member's ability to participate in the work of the corporation. Meetings can also be recorded and the recording serve as a formal record of the meeting.

PAY ATTENTION TO TIMEFRAMES AND GET YOUR FORMS IN EARLY

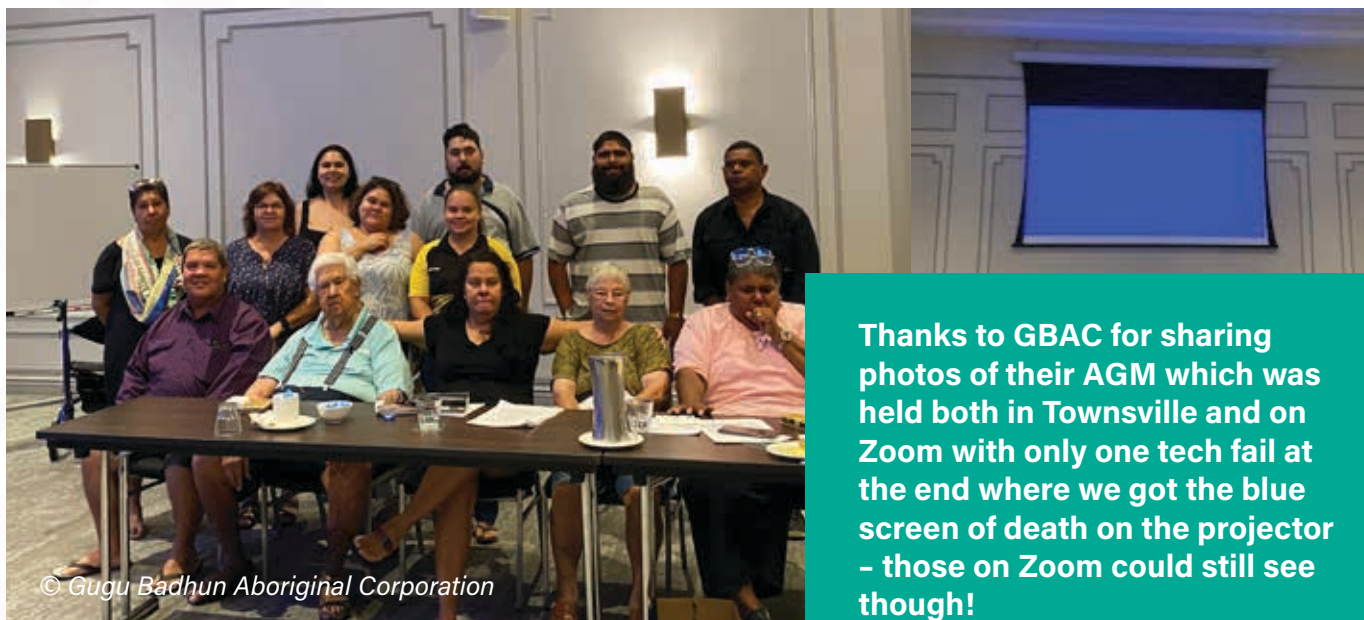
Depending on your rule book you may be required to submit your director nomination or proxy form 48 hours in advance. It is important that you provide those documents within the timeframe specified in your rule book otherwise your nomination or proxy form will be ineffective.

POLICIES AND PROCEDURES

While the rule book will be the main document governing the work of the Corporation carefully workshopped policies and procedures will give the Corporation an opportunity to address a range of day to day issues that are either not covered in a rule book or allow for a particular rule issue to be addressed in more detail. Common examples include cultural heritage committees, elders' committees and nominations committees. Policies and procedures are also an important tool in the decision making process of boards and provide a useful 'how to' guide to address a range of governance and operational issues in a transparent and predictable way.

CONTACT YOUR NATIVE TITLE REPRESENTATIVE BODY

Your native title representative body has considerable experience in answering the range of questions that frequently arise in connection with the operation of your corporation. If they can't answer a particular question, then they may be able to assist the corporation in accessing the necessary expertise.



Thanks to GBAC for sharing photos of their AGM which was held both in Townsville and on Zoom with only one tech fail at the end where we got the blue screen of death on the projector – those on Zoom could still see though!

Congratulations to all the PBCs who have had successful AGMs leading up to the festive season, we look forward to working with you in 2023.

RENEWABLE ENERGY BOOM



Wind is a renewable resource. There are many windfarms in development across North Queensland.

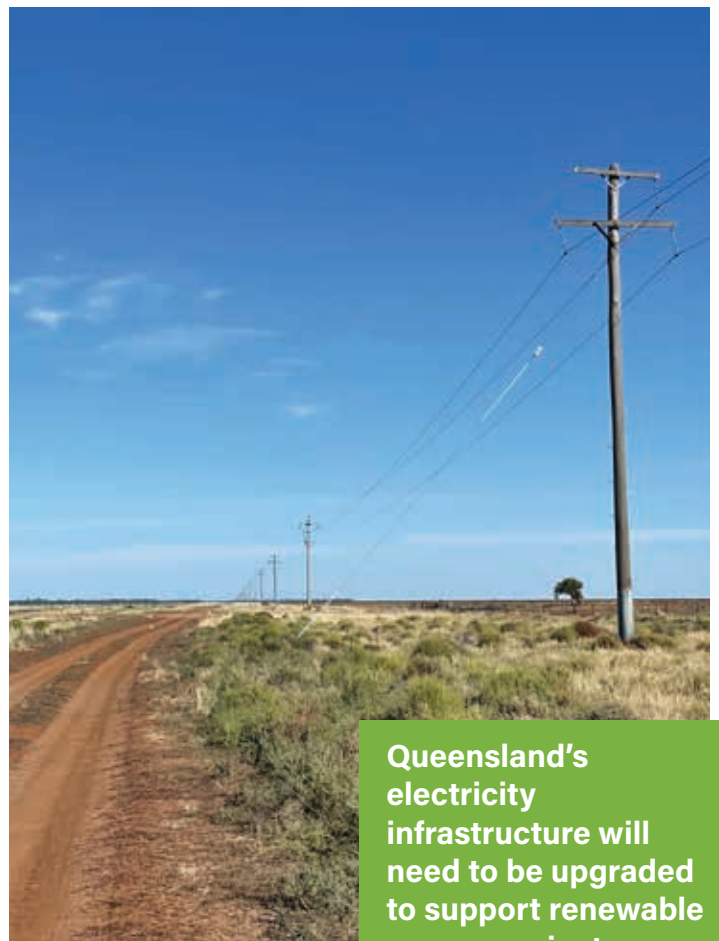
Photo: Megan Brayne, Comhar Group Pty Limited.

Many parts of North Queensland are currently undergoing a renewable energy boom. Renewable Energy, also called clean energy is energy that relies on renewable sources (for example, the wind, sun, and tides).

Examples of renewable energy projects are wind farms, solar farms and hydro-electricity. The reason that the Queensland government and many other people are so interested in renewable energy is that the world needs to transition away from sources of power (such as coal fired power plants) that are linked to climate change.

Renewable energy projects generate electricity that is fed back into the "grid" (a network of transmission and distribution infrastructure (like poles and wires)), which takes electricity to people and businesses all over the east coast of Australia.

Often renewable energy projects include a large battery. The large battery can store energy so that it can be used when people need it. For example, solar farms make more energy in the middle of the day. This energy can be stored for later in the day when people need it in the evenings when they come home from work.



Queensland's electricity infrastructure will need to be upgraded to support renewable energy projects.

Photo: Megan Brayne, Comhar Group Pty Limited.



High voltage poles and wires may be required to support renewable energy projects. This can raise native title and cultural heritage issues for traditional owners.

Photo: Megan Brayne, Comhar Group Pty Limited.

PLANS IN QUEENSLAND

On 28 September 2022 the Queensland government released its Queensland Energy and Jobs Plan (<https://www.epw.qld.gov.au/energyandjobsplan>).

The plan includes:

- a new renewable energy target of 70% by 2032 rising to 80% by 2035. This means that the Queensland government wants 70% of Queensland's power to come from renewable sources by 2032 and 80% of Queensland's power to come from renewable sources by 2035;
- a Queensland SuperGrid - which is an upgraded system of storage and distribution infrastructure that connects solar, wind, battery and hydrogen projects across Queensland.

The plan also outlines the significant investment that will be made in renewable energy and indicates that about 95% of clean energy infrastructure investment is expected to be in regional Queensland.

CONSIDERATIONS FOR TRADITIONAL OWNERS

Renewable energy projects (wind farms, solar energy facilities and other projects) raise issues for traditional owners to consider under native title and cultural heritage legislation. There can be risks and opportunities associated with renewable energy projects. Laws and policies in Queensland provide some protections

and opportunities to engage with project proponents and other parties to discuss how risks and protections will be managed and how opportunities might be agreed.

Traditional owners will often be asked to consent to one or more of the following to support a renewables project, and related

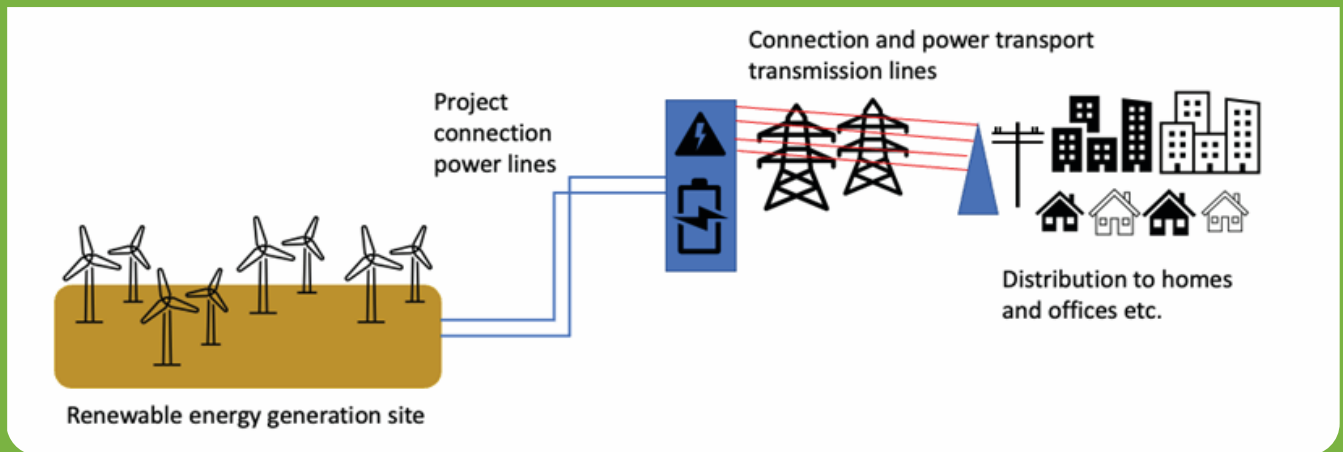
infrastructure:

- a native title Indigenous land use agreement (or ILUA);
- a cultural heritage management agreement (CHMA) or cultural heritage management plan (CHMP).

Negotiating these agreements or plans is an important process. Some arrangements may cover the site of the renewable energy project itself. However, some arrangements may cover only the energy infrastructure, such as power poles and lines. In some circumstances, arrangements may cover

both the renewable energy facility site (where the wind turbines or solar panels will be located) and the related energy infrastructure (transmission lines to take energy to 'the grid' or to other locations where it will be used).

There may be times when other works are needed to assist the construction of a renewable energy facility, for example upgraded river crossings or road widening (or strengthening). These works may also trigger cultural heritage or native title considerations, processes and requirements relevant to traditional owners.



NORTH QUEENSLAND LAND COUNCIL

There are different issues, risks and opportunities associated with each of these arrangements.

NQLC is continuing to work with traditional owners in our region to support you to make informed decisions about renewable energy projects and associated infrastructure on your country.



JULIA (JULES) TAYLOR

Senior Legal Officer – Acting Manager
Engagement and Development Support Team

FACTSHEET

Director ID for CATSI Act Directors



What is a director ID?

A director ID is a unique 15-digit number given to a director (or someone who intends to become a director) who has verified their identity with Australian Business Registry Services (ABRS).

All directors of an Aboriginal and Torres Strait Islander corporation or a company registered under the *Corporations Act 2001* (Cth) need a director ID.

Directors will only ever have one director ID. They'll keep it forever even if they change corporations or companies, stop being a director, change their name, move interstate or overseas.

The government announced the introduction of director ID as part of a package of reforms to address illegal phoenix activity. This will be delivered by the Australian Taxation Office as part of the Modernising Business Registers (MBR) program.

Who needs to have a director ID?

You need a director ID if you're:

- a director
- an alternate director who is acting in as a director.

You only ever need one director ID. You don't have to apply for another one if you are a director of other companies registered under the *Corporations Act 2001* (Cth) or other corporations.

When do CATSI Act directors need to apply?

Directors under the *Corporations (Aboriginal and Torres Strait Islander Act) Act 2006* (Cth) (CATSI Act) have a different timeframe to apply for director ID than directors under the *Corporations Act 2001* (Cth).

You can apply for a director ID now.

When you must apply depends on the date you become a director.

Date you become a director	Date you must apply
On or before 31 October 2022	By 30 November 2023
From 1 November 2022	Before appointment

Ways to apply:

For step by step instructions and a list of documentation required for your application, visit the ORIC website on:

<https://www.oric.gov.au/run-corporation/director-id-catsi-act-directors#ways-to-apply>.



online

Applying online via the myGovID app on your smart phone is the fastest way to get a director ID. NB: myGovID is different to myGov. myGovID is an app you download onto your smart device.



by phone

If you can't obtain a myGovID using your own smart device, call ABRIS on **13 62 50** to apply over the phone. ABRIS opening hours are between 8:00am and 6:00pm AEST Monday to Friday.



by paper form

To apply via paper form you will need to phone the ABRIS on **13 62 50** to obtain an application form.

What to do with your director ID

When you receive your director ID, pass it on to your corporation record-holder. This could be your corporation secretary (if your corporation size is large), your board or an authorised agent of the corporation (someone the board has delegated their authority to lodge information about the corporation with ORIC).

If you are appointed as a director of any other companies or Aboriginal and Torres Strait Islander corporations, in the future, you also need to give your director ID to the people responsible for maintaining the records of those organisations.

Offences and penalties related to director ID

There are offences related to director ID under the CATSI Act. The offences apply to both the primary offender and any persons involved in the offending.

Offence	Section of the CATSI Act	Maximum penalties
If you're a person who is required to have a director ID and you don't have one	s 308–20	25 penalty units (\$5550); \$200,000 (civil)
If the registrar of the ABRIS directs you to apply for a director ID and you don't do it	s 308–25	25 penalty units (\$5550); \$200,000 (civil)
If you apply for a director ID when you know you already have one	s 308–40	100 penalty units (\$22,200) or imprisonment for 12 months or both; \$200,000 (civil)
If you give a corporation a director ID number that is not yours	s 308–45	100 penalty units (\$22,200) or imprisonment for 12 months or both; \$200,000 (civil)

The value of a penalty unit is prescribed by the *Crimes Act 1914* (Cth) and is currently \$222 for offences committed on or after 1 July 2020. On 1 July 2023 the value of one penalty unit will be indexed based on the formula in section 4AA of the *Crimes Act 1914* (Cth).

Want to talk to someone?

If you have any issues applying for your director ID or have any questions, do not hesitate to contact NQLC's PBC Support Unit on pbcsupport@nqlc.com.au or free call 1800 814 779.



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