



## MACKAY/PROSERPINE WARD ELECTION NOTICE

MEMBERS ARE DULY ADVISED 2023 IS AN ELECTION YEAR FOR THE NORTH QUEENSLAND  
LAND COUNCIL NATIVE TITLE REPRESENTATIVE BODY ABORIGINAL CORPORATION

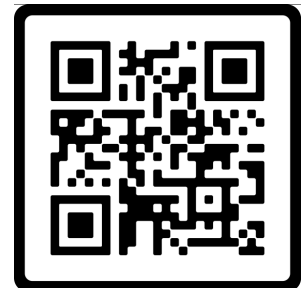
AN ELECTION PROCESS WILL BE HELD TO SELECT A BOARD MEMBER FOR THIS WARD

### TAKE NOTICE

the Ward Election for the MACKAY/PROSERPINE WARD will be held on:

<b>DATE:</b>	Saturday 21 October 2023
<b>TIME:</b>	10:00AM
<b>VENUE:</b>	<b>Resources Centre of Excellence</b> 65 Crichtons Rd, Paget QLD 4740

- **THIS IS A MEMBERS ONLY ACTIVITY**
- It is the member's obligation to check that they are eligible to vote in this Ward.
- Proxy voting does not apply.
- Eligible members are encouraged to attend the meeting and stand for election. If you are interested in standing for election, please read the enclosed Fact Sheet – “*What it means to be an NQLC Director*”.
- Any member accepting a nomination to stand will be asked to sign a ‘Consent to Act as a Director’ Form.
- Any member accepting a nomination to stand will require a Directors Identification Number. (**scan QR code**)
- The Directors elected at this election take office at the close of the NQLC's AGM later this year.



### Please note

1. that under the NQLC Rules a quorum of Eligible Ward Members at a Ward Election meeting will be twenty (20) or 20% of the total Eligible Ward Members for that Ward, **whichever is the lesser**.
2. Where a quorum is **NOT OBTAINED** within thirty minutes, after the designated time set for a Ward Election meeting, the meeting shall be adjourned to a time one hour after the advertised commencement of the meeting i.e. wait a further half hour to 11:00am start.
3. The quorum for this adjourned Ward Election meeting shall be the number equivalent to the number of members then in attendance on the day.

❖ No assistance provided to attend the Ward Election

***This event is not catered, Tea, coffee and biscuits will be provided.***





# What it means to be an NQLC Director

*The vision of the NQLC is for a region in which the native title rights and interests of every Native Title Holder has been legally recognised and in which Aboriginal people benefit economically, socially and culturally from the secure possession of their traditional land and waters. To ensure the continuance of an organisation with good governance as a fundamental and which gives Traditional Owners a representative board through the ward election process.*



## Who can become an NQLC Director?

### To be eligible to run for election to the board under the NQLC Rules:

- You must live permanently within the ward you are running for
- Be an Aboriginal person and a member of the NQLC

### You are disqualified from election to the board under the CATSI Act if you are a person who:

#### Conviction

##### Section 1

- (a) is convicted on indictment of an offence that:
- i. concerns the making, or participation in making, of decisions that affect the whole or a substantial part of the business of an Aboriginal and Torres Strait Islander corporation; or
  - ii. concerns an act that has the capacity to affect significantly the financial standing of an Aboriginal and Torres Strait Islander corporation; or
- (b) is convicted of an offence that:
- i. is a contravention of this Act and is punishable by imprisonment for a period greater than 12 months; or
  - ii. Involves dishonesty and is punishable by imprisonment for at least 3 months; or
- (c) is convicted of an offence against the law of a foreign country that is punishable by imprisonment for a period greater than 12 months.

The offences covered by paragraph (a) and subparagraph (b) (ii) include offences against the law of a foreign country.

##### Section 2

The period of disqualification under Section 1 starts on the day the person is convicted and lasts for:

- (a) if the person does not serve a term of imprisonment—5 years after the day on which the person is convicted; or
- (b) if the person serves a term of imprisonment—5 years after the day on which the person is released from prison.

#### Bankruptcy or personal insolvency agreement

##### Section 3

A person is disqualified from managing Aboriginal and Torres Strait Islander corporations if the person is an undischarged bankrupt under the law of Australia, its external territories or another country.

##### Section 4

A person is disqualified from managing Aboriginal and Torres Strait Islander corporations if:

- (a) the person has executed a personal insolvency agreement under:
- i. Part X of the Bankruptcy Act 1966; or
  - ii. a similar law of an external Territory or a foreign country; and
- (b) the terms of the agreement have not been fully complied with.

#### Disqualification under Corporations Act

##### Section 5

A person is disqualified from managing Aboriginal and Torres Strait Islander corporations at a particular time if the person is, at that time, disqualified from managing Corporations Act corporations under Part 2D.6 of the Corporations Act.

### You are disqualified by the Head Agreement for Indigenous Grants and the Project Schedule thereto for general grants for native title representative bodies and service providers if:

- The person is an undischarged bankrupt
- There is in operation a composition, deed of arrangement or deed of assignment with the person's creditors under the law relating to bankruptcy
- The person has been given final judgment for a debt and the judgment has not been satisfied
- Within the last 5 years, the person:
  - Has been convicted of an offence/s against a Commonwealth, State or Territory law involving dishonesty

## Who can become an NQLC Director? *(continued)*

- Has been released from prison after having been imprisoned for offence/s involving dishonesty
- Is or was a director or occupied an influential position in the management or financial administration that had failed to comply with funding or grant requirements of the Commonwealth, the Aboriginal and Torres Strait Island Commission or its predecessors
- The person is otherwise prohibited from being a Director, employee or responsible officer of the Provider under Commonwealth, State or Territory legislation.

## Ward Elections

In order for each area of the NQLC footprint to be equally represented within the Board of Directors, the areas have been broken up into 10 representative wards: Cairns; Charters Towers/Hughenden; Innisfail; Mackay/Proserpine; Mount Garnet; Palm Island; Tablelands; Townsville/Ayr; Tully and Yarrabah. Based on the approximate percentage of members within each ward area, there is one representative for all wards except for Cairns and Atherton, which have two representatives.

### On the day of the election:

On the day of election, members will need to sign the attendance record upon arrival and check their address to ensure that they are eligible to vote or stand for election.

As soon as there is a quorum (20 persons or 20% of the eligible electors - whichever is the lesser) and the appointed start time has been reached, the meeting will be opened by the NQLC representative.

*NB: There is no requirement to wait any period of time past the appointed time if all present have signed in and a quorum is present.*

If there is no quorum by 30 minutes after the advertised start time, the NQLC representative will postpone the

meeting for another 30 minutes. Once 60 minutes after the advertised start time is up, the election will proceed whether or not a quorum has been reached.

The NQLC representative will state the number of directors to be elected, will read out the disqualification rules and call for nominations for director.

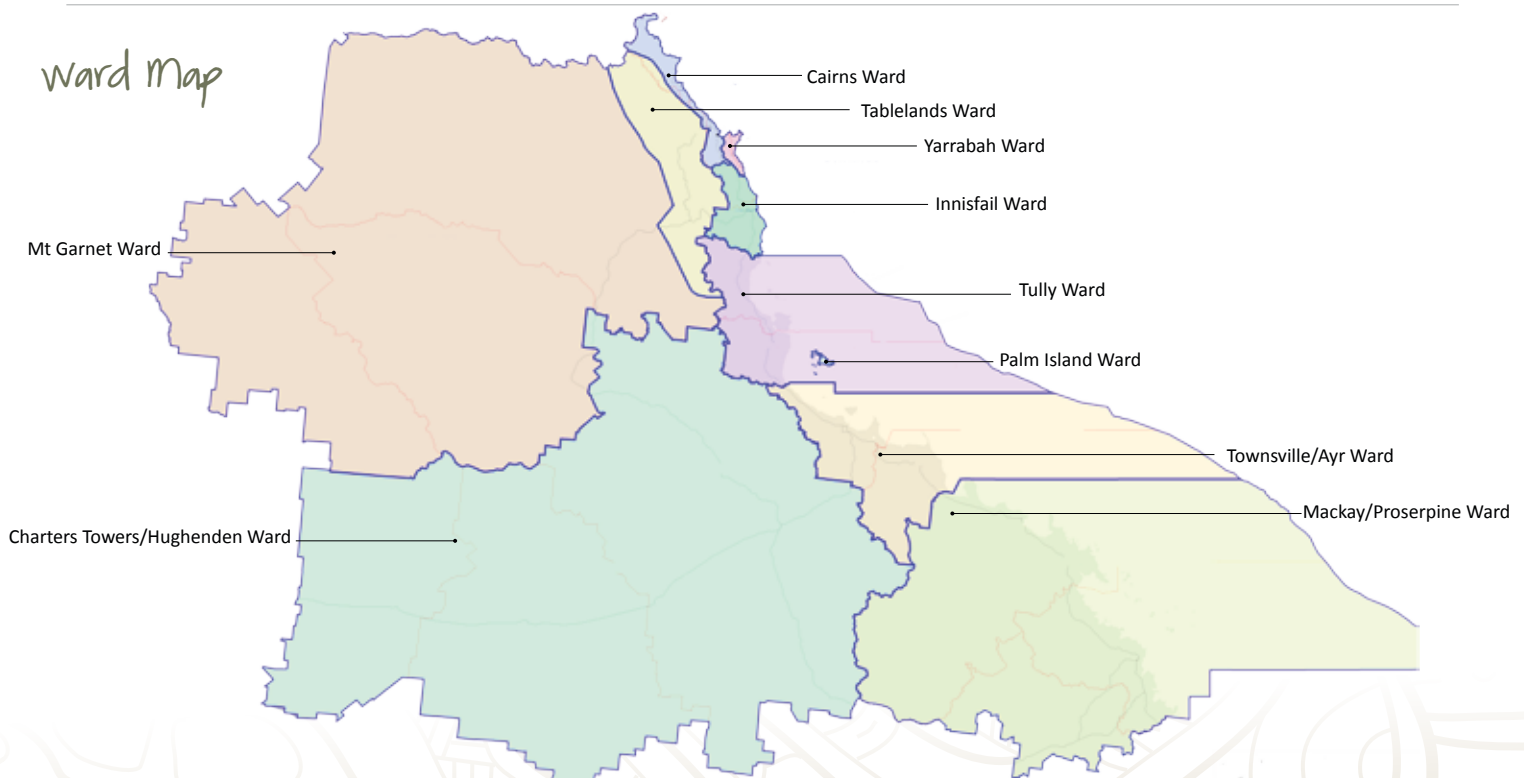
For a nomination to be counted, it should be seconded by another member other than the person nominated and the person nominated must accept the nomination.

Nominated members will then need to sign a Consent to Act as Director Form, giving their consent and declaring they are not disqualified.

If more than one person is nominated, a secret ballot will determine who will be elected based on the majority of votes received. If there is only one person nominated, they will be elected unopposed.

The successful candidate/s become Board Members at the close of the next Annual General Meeting following the election. The elected term expires at the second Annual General Meeting after that which is approximately two years.

## Ward Map

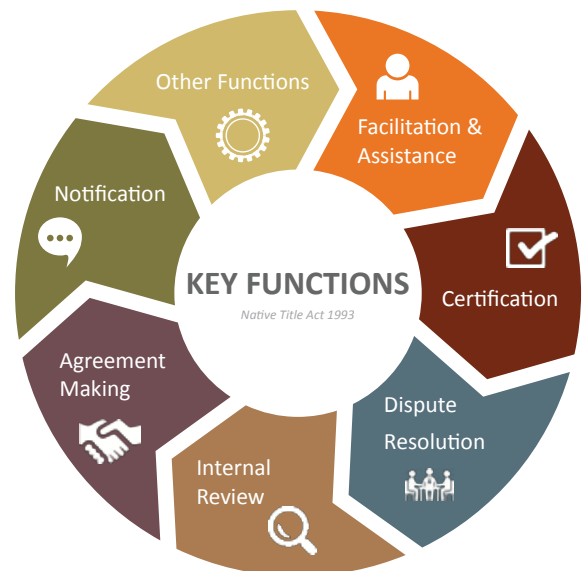


## Director's Responsibilities to NQLC

Being a Director is an important and high level role within the NQLC, and with it comes many responsibilities that need to be fulfilled.

- All Directors must have read the NQLC Rule Book and follow the rules at all times.
- The Board of Directors is responsible for setting policies and the priorities of the NQLC, and the strategic planning to achieve these.
- The Board of Directors is responsible for NQLC's statutory functions under the NTA which are facilitation and assistance, certification, dispute resolution, internal review, agreement making, notification and other functions.
- The Board of Directors is responsible for the appointment of NQLC's Chief Executive Officer to manage the administrative affairs of the corporation.
- The Board of Directors is responsible for the setting, running and record keeping of general meetings, annual general meetings and ward elections.
- The Board of Directors is required to represent the corporation at high level events including political forums and conferences.
- The Board of Directors is responsible for the review and

approval of budgets, and ensuring the requirements of NQLC's program funding agreement are being fulfilled.



## Responsibilities to Your Fellow Board Members

Respect should be given to your fellow directors for the time they have taken out of their busy lives to travel and prepare for board meetings, by attending all board meetings, on time, and fully prepared.

The NQLC Board of Directors is required to meet a minimum of once each quarter, with additional meetings being held if required. In order to be a Director of the NQLC, you will need to make yourself available for these meetings.

Assistance with travel expenses to attend Board meetings is provided. Directors are not paid attendance fees (the role is voluntary) for Board meetings however you can be reimbursed for lost wages and/or out of pocket expenses.

For a Board Meeting to go ahead, a quorum of at least seven (7) directors is required.

## Responsibilities to NQLC Members within your Elected Ward

NQLC has in excess of 900 members throughout its 10 wards. As your ward's representative, you have a responsibility to be approachable to these members and to assist them with concerns about NQLC's operations or to pass on these concerns to the Chief Executive Officer and your fellow directors.



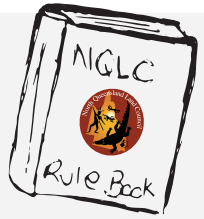
### Why does the NQLC have a Board of Directors?

North Queensland Land Council operates as a Native Title Representative Body whose appointment is by the relevant Federal Minister. NQLC is a body incorporated under the provisions of the Corporations (Aboriginal and Torres Strait Islanders) Act, better known as the CATSI Act. The CATSI Act requires a body incorporated under the Act to have a Board of Directors.

# Director's Legal Responsibilities

## Care and Diligence

A director has a duty of care and diligence in all aspects of their role. This means they take their position seriously and have a genuine interest in the corporation and its goals. Directors must ensure that they are across all aspects of their role, including following the NQLC Rule Book, attending all board meetings fully prepared and remain focused on the corporation's vision.



A director must be honest and loyal in their dealings with each other, the corporation and its stakeholders. A director must always act in the best interest of the NQLC and its members and never use their position for personal gain.

## Good Faith

## Never improperly use position or information

A director must never use their position or information they've gained as a result of their position to obtain benefit for themselves or anyone else; or to cause harm to anyone or to the NQLC. Information obtained through the role as director is to remain confidential at all times.



Directors must tell each other of any potential or perceived conflicts of interest in matters concerning the NQLC. By disclosing an interest, a director is not necessarily exempt from being a director or from attending a board meeting, however they may be asked to step out while certain matters are discussed.

## Must disclose material personal interests

## Must not trade while insolvent

Directors have a duty to ensure that the NQLC does not carry out its role as a native title representative body if it is unable to pay its bills, i.e. is insolvent.

## Have a question?

Feel free to contact us on freecall:

**1800 814 779**



*This fact sheet is a guide only and does not deal with all aspects of being a director. For more information please refer to the North Queensland Land Council Rule Book which can be downloaded from the Directors page of our website: [nqlc.com.au](http://nqlc.com.au).*