
Annexure 1: YMBBMAC Constitution

**CONSTITUTION OF THE
YAMATJI MARLPA
BARNA BABA MAAJA
ABORIGINAL CORPORATION**

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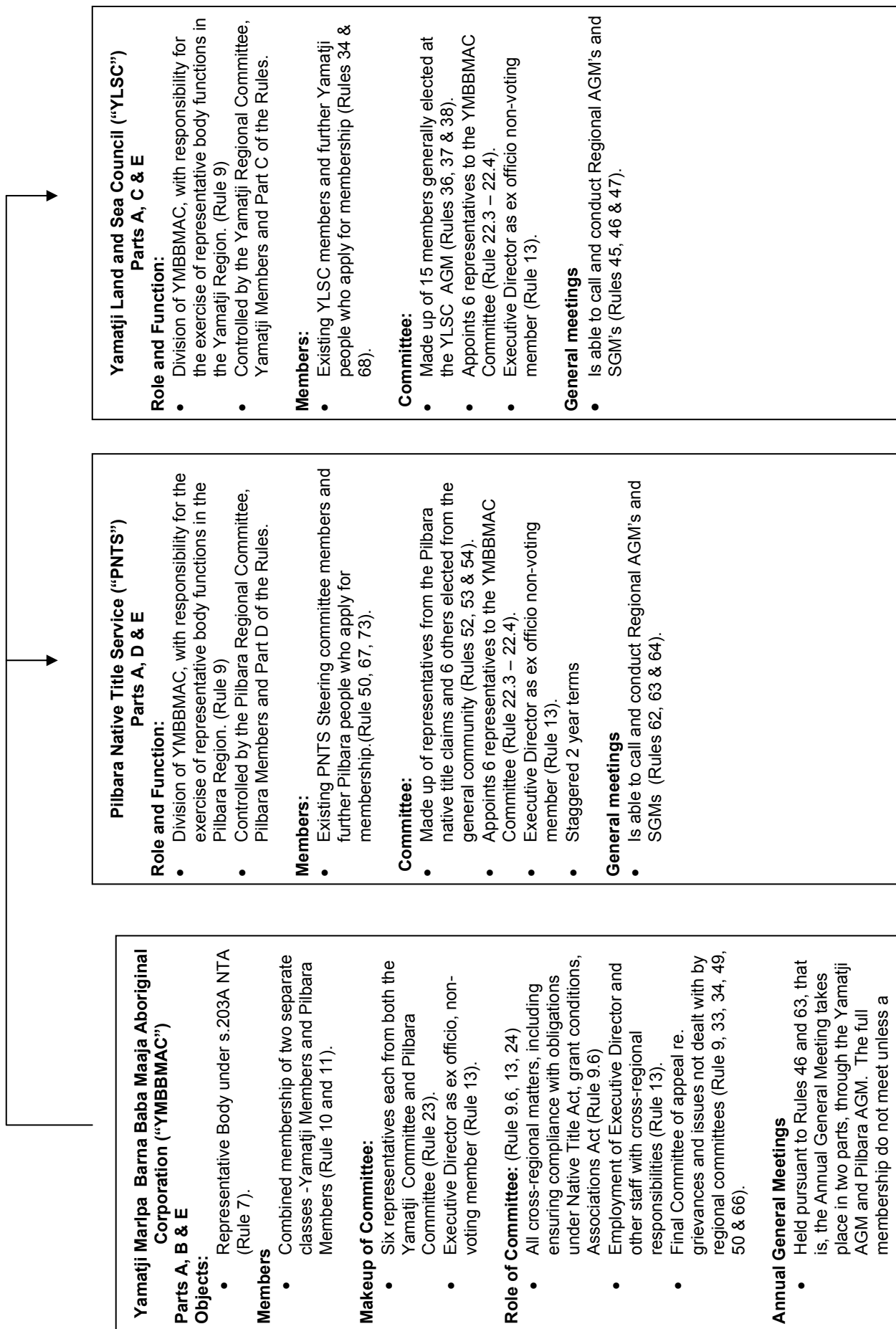
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1 Preamble

- A. The Yamatji Marlpa Barna Baba Maaja Aboriginal Corporation (“**YMBBMAC**”) was incorporated on 15 April 1994, under the name Yamatji Barna Baba Maaja Aboriginal Corporation. The words “Yamatji Barna Baba Maaja” are Wadjari words meaning the “land/ground and water is the boss” - Person (“Yamatji”), Land/ground (“Barna”), Water (“Baba”), Boss (“Maaja”). The word Marlpa, is a word used in the Pilbara region meaning person and was added to the name on 16 November 2002.
- B. Since its establishment the **YMBBMAC** has worked in the furtherance of its goals under the **NTA** and its **Rules**.
- C. The **YMBBMAC** achieved full status as a native title **Representative Body** under the *Native Title Act (Cth) 1993* (“**NTA**”) on 6 December 1994.
- D. The **NTA** was substantially amended in late 1998, including those provisions that most effect the operation of native title **Representative Bodies**. The amendments provided for a process where **Representative Bodies** were required to be assessed and re-recognised for each **Representative Body** region.
- E. The **YMBBMAC** was re-recognised under Part 11 of the **NTA** as a native title **Representative Body** for the **Yamatji Region** in April 2000 and was recognised under Part 11 of the **NTA** as a native title **Representative Body** for the **Pilbara Region** on 30 June 2000.
- F. The **YMBBMAC** undertook its functions as native title **Representative Body** for the **Yamatji Region** under the name ‘Yamatji Land and Sea Council’ (“the **YLSC**”). The **YMBBMAC** undertook its functions as the native title **Representative Body** for the **Pilbara Region**, under the name of ‘Pilbara Native Title Service’ (“**PNTS**”).
- G. The **PNTS** was managed by the **PNTS** Steering Committee (“the **PNTS** Steering Committee”).
- H. On 16 November 2002, these **Rules** were amended to reflect the additional responsibility of the organization in becoming the native title **Representative Body** for the Pilbara. Further, the **Rules** were amended to reflect the enlarged obligations of the organization under the amended **NTA** and the name was changed to the Yamatji Marlpa Barna Baba Maaja Aboriginal Corporation with the addition of word Marlpa. “Marlpa” is a word used in the Pilbara meaning “person”, and has a similar meaning to the word “Yamatji” in the Gascoyne and Murchison regions.
- I. The twin principles embodied in these **Rules** are that Aboriginal people of the **Yamatji** and **Pilbara Regions** respectively should enjoy independence and autonomy to achieve native title on behalf of the Aboriginal people of those **Regions**.
- J. It is envisaged that by September 2005 the **YMBBMAC** will review the status of the **PNTS** operations and examine further constitutional amendment as required to reflect the native title aspirations of **Yamatji** and **Pilbara People**.
- K. In furtherance of the principles set out in statement I of this Preamble, the **YMBBMAC** has two organisational divisions that are known as: the **PNTS**

and the **YLSC**. It is the intention that the structure of the **YMBBMAC** is as set out in the diagram below.



PART A: GENERAL PROVISIONS

2 Name

2.1 The name of the association is:

YAMATJI MARLPA BARNA BABA MAAJA ABORIGINAL CORPORATION (“YMBBMAC”)

3 Definitions and Interpretation

3.1 In these **Rules**, unless the context otherwise requires:

Aboriginal Person means a person who is:

- (a) a member of the Aboriginal race of Australia; or
- (b) a descendant of an indigenous inhabitant of the Torres Strait Islands.

Adult means a person who has attained the age of 18 years.

Annual General Meeting means a **General Meeting** held pursuant to Rules 29, 46 and 63.

Associations Act means the *Aboriginal Councils and Associations Act 1976 (Cth)*, as amended from time to time.

Claim Group Representative has the meaning as set out in Rules 53.

Class of Membership has the meaning as set out in Rule 10.2.

Committee includes the **YMBBMAC Committee**, **Yamatji Committee** and the **Pilbara Committee**.

Dispute means a disagreement, where a party issues a written notice of dispute to the **Committee**, setting out the nature of the disagreement and in such form as the **Committee** may prescribe from time to time.

Executive Director means the person who holds the position of “executive director”, or such other position that has the same or similar duties, that replaces the position of “executive director”.

Fully Assisted means that the **YMBBMAC** has granted full assistance to the **Native Title Claim Group** in question pursuant to sections 202(4) of the **NTA** and 203B of Schedule 3 (Part 2 - Later amendments) to the **NTA**.

Generally Elected Committee Member has the meaning as set out in Rule 37 and 53.11.

General Meeting means either an **Annual General Meeting** or a **Special General Meeting**.

Member means a member of the **YMBBMAC**.

Minister means the Minister of Aboriginal Affairs (Commonwealth), or such other minister who has the responsibility for the administration of the **Associations Act**.

Native Title Claim Group means a group of Aboriginal persons who are seeking, or who have obtained, a claimant determination of native title.

Native Title Claim includes a determination of native title.

NTA means the *Native Title Act (Cth) 1993*, as amended from time to time.

One Year Term means the period of time between two (2) consecutive **Annual General Meetings**.

Pilbara Committee means the committee with delegated responsibility to administer the **Pilbara Region** appointed in accordance with Rules 52 & 53 and with the functions and duties set out in these **Rules**.

Pilbara Member means those **Pilbara People** who are accepted into membership of the **YMBBMAC** pursuant to Rules 50 & 67.

Pilbara People means all Aboriginal People who now claim, hold or have held in the past, native title rights and/or interests within the **Pilbara Region**.

Pilbara Region means the area as determined by the minister responsible for the administration of the **NTA** as the "Pilbara Invitation Area" under Division 2 of Part 11 of the **NTA**, as amended from time to time, or such other region as may replace it.

Pilbara Region Chairperson means the Chairperson of the **Pilbara Committee**.

PNTS means the Pilbara Native Title Service as set out in Rule 9.5.

Public Officer means the person appointed pursuant to Rule 12 to be the public officer as defined by, and with the duties set out in, the **Associations Act**.

Region means the **Pilbara Region** or the **Yamatji Region**.

Regional Committee means the **Yamatji Committee** or the **Pilbara Committee**.

Regional Committees means the **Yamatji Committee** and the **Pilbara Committee**.

Registrar means the Registrar of Aboriginal Corporations appointed under the **Associations Act**.

Register has the meaning given to it in Rule 11.

Representative Body means a native title representative body under Part 11 of the **NTA**.

Rules means the rules of the **YMBBMAC** as set out in this constitution.

Special General Meeting means a **General Meeting** held pursuant to Rules 30, 47 or 64.

Two Year Term means the period of time between three (3) consecutive **Annual General Meetings**.

Yamatji Committee means the committee appointed in accordance with Rules 36 & 37 and with delegated responsibility to administer the **Yamatji Region** according to the functions and duties set out in these **Rules**.

Yamatji Members means those **Yamatji People** who are accepted into membership pursuant to Rule 34 and 67.

Yamatji Region means the area as determined by the minister with responsibility for the administration of the **NTA** as the "Geraldton Invitation Area" under Division 2 of Part 11 of the **NTA** as amended from time to time, or such other region as may replace it.

Yamatji People means all Aboriginal People who now claim, hold or have held in the past, native title rights and or interests within the **Yamatji Region**, and includes those Aboriginal people whose traditional lands/Homelands are within the Yamatji Region and who are accepted as such by their local Yamatji community.

Yamatji Region Chairperson means the Chairperson of the **Yamatji Committee**.

YMBBMAC means the Yamatji Marlpa Barna Baba Maaja Aboriginal Corporation and includes the **PNTS** and the **YLSC**.

YMBBMAC Committee has the meaning given to it under Rules 22 & 23.

YMBBMAC Committee Member means a member of the **YMBBMAC Committee**.

YLSC means the Yamatji Land and Sea Council as set out in Rule 9.3.

3.2 Interpretation

- (a) Unless otherwise defined, expressions used in these **Rules** have the same meaning as those given in the **Associations Act** and the **NTA**.
- (b) Unless otherwise stated:
 - (i) words in the masculine gender shall be deemed to include the feminine gender and vice versa; and
 - (ii) words in the singular include the plural and vice versa.
- (c) Any inconsistency between these **Rules**, the **NTA** and the **Associations Act** shall be resolved in favour of the **Associations Act**.

4 Type of Association

- 4.1 The **YMBBMAC** is an Incorporated Aboriginal Association under the **Associations Act**.

5 Registered Office

- 5.1 The registered office of the **YMBBMAC** shall be at the official address of the **Public Officer** notified to the **Registrar** in accordance with section 57 of the **Associations Act**.

6 Liability of Members

- 6.1 The **Members** shall not be liable to contribute towards the payment of the debts and liabilities of the **YMBBMAC**.

7 Objects

The objects of the **YMBBMAC** are:

- 7.1 To perform the statutory functions of a **Representative Body** as defined by the **NTA**.
- 7.2 To take action in all ways to achieve Land Rights, involving the recognition and protection of native title (and including compensation for extinguishment of Native Title) and social justice for Aboriginals in the **Yamatji Region** of WA, including all of the traditional lands/homelands of the **Yamatji People**, and for Aboriginal people in the **Pilbara Region**.
- 7.3 To take action in all ways to protect, sponsor, promote and to encourage, maintain and renew Aboriginal traditional culture in the **Yamatji and Pilbara Region**.
- 7.4 To take action in all ways to protect and maintain the natural and Aboriginal cultural environment in the **Yamatji Region** and **Pilbara Region**, including the protection and maintenance of the land generally, areas of Aboriginal cultural significance and flora and fauna in the **Yamatji Region** and **Pilbara Region**.
- 7.5 To assist, encourage and co-ordinate the actions of all Aboriginals and Aboriginal groups, communities and organizations in the **Yamatji Region** and **Pilbara Region** in achieving these objectives.
- 7.6 To assist and encourage the actions of Aboriginals in other parts of Australia in their efforts to achieve land rights and social justice.
- 7.7 To deal with and negotiate with government departments, agencies and instrumentalities and the mining, tourist, fishing, development industries in all matters concerning these objects.
- 7.8 To carry out research necessary for achieving these objects.
- 7.9 To support the self-determination, social, economic and political development and self-management of its members.

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- 7.10 To participate with other Aboriginal associations in the **Yamatji Region** and **Pilbara Region** in projects to their mutual benefit, including to acquire land for social, cultural and/or economic benefits for **Yamatji People** and **Pilbara People**.
- 7.11 To achieve and spend grants of money from the State and Commonwealth Governments and from any other sources.
- 7.12 To buy and sell property, both personal and real.
- 7.13 To carry out all other acts necessary in achieving these objects.
- 7.14 To develop aims, goals and objectives for achieving these objects.
- 7.15 To develop an appropriate structure for the organisation for achieving these objects .

8 Powers

- 8.1 The **YMBBMAC** shall, subject to the provisions of the **Associations Act** and the **NTA**, have power to do all such lawful things as may seem necessary to the **YMBBMAC Committee**, **Yamatji Committee** or **Pilbara Committee** in order to carry out the objects of the **YMBBMAC**.

9 Division of Responsibilities

Division of Responsibilities

- 9.1 The exercise of and responsibility for the powers and duties of the **YMBBMAC** are divided between the **YMBBMAC Committee**, the **Pilbara Committee** and the **Yamatji Committee**, in accordance with these **Rules**.

Yamatji Committee

- 9.2 The **YLSC** shall have responsibility for exercising the rights, obligations and powers of the **YMBBMAC**, in relation to all matters arising within the **Yamatji Region** including, but not limited to:
- (a) The exercise of the statutory body functions under the **NTA** of the **YMBBMAC** in relation to the **Yamatji Region**, in particular as set out in section 203B of the **NTA**, including:
- (i) facilitation and assistance functions;
 - (ii) certification functions;
 - (iii) dispute resolution functions;
 - (iv) notification functions;
 - (v) agreement making functions;
 - (vi) internal review functions; and

- (vii) functions referred to in section 203BJ and other functions as are conferred on representative bodies under the **NTA**.
- (b) financial matters relating to the **Yamatji Region**;
- (c) employment of **YLSC** staff;
- (d) maintenance of organisational structures and policy and procedures for the **YLSC**;
- (e) assist **Yamatji People** in achieving their native title aspirations; and
- (f) assist **Yamatji People** in protecting their cultural heritage.

Yamatji Land and Sea Council

- 9.3 The **Yamatji Committee** and all staff employed by the **YMBBMAC** to work in relation to the **Yamatji Region** shall be known as the 'Yamatji Land and Sea Council' ("the **YLSC**").

Pilbara Committee

- 9.4 The **PNTS** shall have responsibility for exercising the rights, obligations and powers of the **YMBBMAC**, in relation to all matters arising within the **Pilbara Region** including, but not limited to:
- (a) The exercise of the statutory body functions under the **NTA** of the **YMBBMAC** in relation to the **Pilbara Region**, in particular as set out in section 203B of the **NTA**, including:
 - (i) facilitation and assistance functions;
 - (ii) certification functions;
 - (iii) dispute resolution functions;
 - (iv) notification functions;
 - (v) agreement making functions;
 - (vi) internal review functions; and
 - (vii) functions referred to in section 203BJ and other functions as are conferred on representative bodies under the **NTA**.
 - (b) financial matters relating to the **Pilbara Region**;
 - (c) employment of **PNTS** staff;
 - (d) maintenance of organisational structures and policy and procedures for the **PNTS**;
 - (e) assist **Pilbara People** in achieving their native title aspirations; and
 - (f) assist **Pilbara People** in protecting their cultural heritage.

Pilbara Native Title Service

- 9.5 The **Pilbara Committee** and all staff employed by the **YMBBMAC** to work in relation to the **Pilbara Region** shall be known as the 'Pilbara Native Title Service' ("the **PNTS**").

YMBBMAC Committee

- 9.6 The **YMBBMAC Committee**, shall have responsibility for exercising the powers and duties of the **YMBBMAC**, in relation to all cross-regional matters including:
- (a) Ensuring that the **YMBBMAC** acts in compliance with its obligations under the **NTA**, the terms of Aboriginal and Torres Strait Islander Commission ("**ATSIC**") funding and other statutory or legal obligations;
 - (b) all matters arising under Divisions 4 and 5 of Part 11 of the **NTA**, in particular, the preparation of strategic plans, accounting records and annual reports;
 - (c) obligations under the **Associations Act**, including, the keeping of proper accounts and records of the transactions and affairs of the **YMBBMAC**, the appointment of an examiner, preparation of statement of compliance, balance sheet, income and expenditure and list of Members;
 - (d) the employment of all staff with cross-regional responsibilities;
 - (e) the exercise of the statutory body functions under the **NTA** of the **YMBBMAC** in so much as they have cross-regional application;
 - (f) elsewhere as provided in these **Rules**; and
 - (g) otherwise as may be agreed by the **YMBBMAC Committee** and the **Regional Committees** from time to time.

Decisions of YMBBMAC Committee

- 9.7 The **YMBBMAC Committee** shall exercise its role by overseeing and monitoring the operations of the **YMBBMAC** to ensure compliance with the **Rules** and obligations of the **YMBBMAC** under the **NTA**. It is not the role of the **YMBBMAC Committee** to be engaged in carrying out the day-to-day functions of the **Representative Body**, rather this is the role of the **YLSC** and **PNTS**.
- 9.8 The **YMBBMAC Committee** shall have regard to the views of the **Regional Committees** and the **PNTS** and **YLSC**, as applicable, in relation to any decisions directly affecting the said region.
- 9.9 Subject to Rule 9.8, in the case of any conflict between a decision of a **Regional Committee** and a decision of the **YMBBMAC Committee**, the decision of the **YMBBMAC Committee** shall prevail to the extent of the inconsistency.

10 Membership

Entitlement of Members

- 10.1 All **Members**:
- (a) are entitled to attend, speak and vote at **General Meetings** of the **YMBBMAC** and the **General Meetings** for the **Region** of which they are a **Member**; and
 - (b) are eligible for appointment as **YMBBMAC Committee Members** or **Regional Committee Members** in accordance with these **Rules**.

Classes of Membership

- 10.2 There shall be two (2) **Classes of Membership** of the **YMBBMAC**:
- (a) **Yamatji Members**, who become **Members**, pursuant to Rule 34, or who are **Members**, pursuant to Rule 67;
and
 - (b) **Pilbara Members**, who become **Members**, pursuant to Rule 50, or who are **Members**, pursuant to Rule 67.
- 10.3 A person shall choose to be either a **Pilbara Member** or a **Yamatji Member**, but may not be both.

Termination of Membership

- 10.4 A **Member** shall cease to be a **Member** if he or she:
- (a) dies;
 - (b) by notice in writing resigns his or her membership; or
 - (c) is expelled in accordance with these **Rules**.

Applications for Membership

- 10.5 An **Adult Aboriginal Person** wishing to become a **Member** must apply to the relevant **Regional Committee** in such a form that may be prescribed by the **Regional Committee** from time to time. The relevant **Regional Committee** shall determine membership applications pursuant to these **Rules**.

11 Register of Members

- 11.1 The **Public Officer** shall keep at his or her official address a register of **Members** (“the **Register**”) showing:
- (a) the name and address of every **Member**;

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- (b) the date on which each **Member** joined the **YMBBMAC**;
 - (c) the date on which a **Member** ceased to be a **Member**; and
 - (d) the **Class of Membership** of each **Member** under Rule 10.2.

Register to Show Two Classes of Membership

- 11.2 The **Register** shall be divided into two (2) sections showing the two (2) **Classes of Membership**:
 - (a) one (1) section shall be titled “**Register of Yamatji Members**”, and shall contain the details of the **Yamatji Members**; and
 - (b) one (1) section shall be titled “**Register of Pilbara Members**”, and shall contain the details of the **Pilbara Members**.

Register to be Open for Inspection

- 11.3 The **Public Officer** must ensure that the **Register** is open for inspection to members of the public at all reasonable times.
- 11.4 As soon as practicable after each 30 June, but not later than the next 31 December, the **YMBBMAC Committee** must give the **Registrar** a copy of the **Register** or a list of the names and addresses of all the persons who are **Members**, in accordance with subsection 58(3) of the **Associations Act**.

Change of Class of Membership

- 11.5 A **Member** is entitled to request that the relevant **Regional Committee** alter any of his or her details on the **Register** and, where requested by the relevant **Regional Committee**, shall provide information in support of that request.
- 11.6 **Members** seeking to change their **Class of Membership** must apply to the **YMBBMAC Committee** (and not the **Regional Committee**) in writing in such a form as may be prescribed by the **YMBBMAC Committee** from time to time.
- 11.7 Subject to the **Associations Act**, all actions taken in good faith in reliance upon the **Register** shall be deemed to be valid, even if it is subsequently discovered that the **Register** is incorrect.

12 Public Officer

- 12.1 Unless otherwise determined by the **YMBBMAC Committee**, the **Executive Director** shall be the **Public Officer**.
- 12.2 Where for any reason there is a change of **Public Officer**, the **YMBBMAC Committee** shall, within three (3) weeks after the appointment of the new **Public Officer**, notify the **Registrar** of the full name and official address of the **Public Officer** by completing the appropriate documentation and sending it to the **Registrar**.

Duties of Public Officer

- 12.3 Where the **YMBBMAC Committee** changes the official address of the **Public Officer** it shall, within three (3) weeks of the change, notify the **Registrar** of such change.
- 12.4 In accordance with these **Rules**, the **Public Officer** shall:
- (a) maintain the **Register** pursuant to Rule 11;
 - (b) notify the **Registrar** of alterations to these **Rules** pursuant to Rule 20;
 - (c) oversee the process of nomination of **YMBBMAC Committee** members pursuant to Rule 22;
 - (d) oversee the nomination of proxies pursuant to Rule 32;
 - (e) maintain the Pilbara Schedules of Claims, pursuant to Rules 53 & 54;
 - (f) keep a record of the **Pilbara Committee** members and **Yamatji Committee** members and their terms of appointment pursuant to Rules 37.5 & 53.14; and
 - (g) other duties that may be required by the **Associations Act**, the **YMBBMAC Committee**, or these **Rules**, from time to time.

13 Appointment, Removal and Powers of Executive Director

- 13.1 Pursuant to Rule 9.6, the **YMBBMAC Committee** shall appoint an **Executive Director** who shall have the delegated responsibility from the **YMBBMAC Committee**, for the day-to-day running of the **YMBBMAC**, including:
- (a) staff recruitment and management;
 - (b) financial administration; and
 - (c) internal practices, policies and procedures.
- 13.2 The **Executive Director** shall undertake these duties in consultation with the **YMBBMAC Committee** and **Regional Committees** and chairpersons.
- 13.3 The person appointed by the **YMBBMAC Committee** to be **Executive Director** will be an ex officio non-voting **Member** of the **YMBBMAC Committee**, the **Yamatji Committee** and the **Pilbara Committee**.
- 13.4 Except as otherwise provided in the **Associations Act**, these **Rules**, or by law, the **YMBBMAC Committee** shall have power to appoint and remove or suspend the **Executive Director**.

14 Common Seal

- 14.1 The **YMBBMAC** shall have a common seal, which shall be kept at the registered office of the **YMBBMAC**. The common seal of the **YMBBMAC**

shall be in the form of a rubber stamp with the full name of the **YMBBMAC** inscribed in legible characters.

- 14.2 The common seal shall not be used or placed on any document unless authorised by the **relevant and authorised Committee**.
- 14.3 If the common seal is placed on any document three (3) members of the relevant **Committee** shall sign the document.
- 14.4 The **YMBBMAC Committee** may authorise the application of the common seal in relation to matters falling within the jurisdiction of the **YMBBMAC** under Rule 9.6.
- 14.5 The **Yamatji Committee** may authorise the application of the common seal in relation to matters falling within the jurisdiction of the **Yamatji Committee** under Rule 9.2.
- 14.6 The **Pilbara Committee** may authorise the application of the common seal in relation to matters falling within the jurisdiction of the **Pilbara Committee** under Rule 9.4.
- 14.7 The relevant **Committee** authorises the use of the common seal where the following conditions are met:
- (i) The **Executive Director** recommends the application of the common seal, acting in his or her capacity under Rule 13; and
 - (ii) The chairperson of the relevant **Committee** authorises the application of the common seal; and
 - (iii) The common seal is witnessed by three (3) **Committee** members from the relevant **Committee**; and
 - (iv) The relevant **Committee** is advised of the application of the common seal at the next **Committee** meeting.

15 Application of Funds and Property

- 15.1 All funds or property of the **YMBBMAC** not subject to any special trust, shall, subject to any conditions imposed upon the grant of monies by ATSIIC or any other body, corporation or government department that is funding the **YMBBMAC**, be available at the discretion of the **YMBBMAC Committee** for the purpose of carrying out the objects of the **YMBBMAC**, provided that no portion thereof shall be paid or applied directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to any **Member**.
- 15.2 Nothing herein contained shall prevent the payment, in good faith, of reasonable and proper remuneration to any **Member**, officer, servant, agent or employee of the **YMBBMAC** for or in return for services actually rendered to the **YMBBMAC**.

16 Financial Records

- 16.1 The **YMBBMAC Committee** shall keep, or cause to be kept, proper accounts and records of the transactions and affairs of the **YMBBMAC**. The **YMBBMAC Committee** shall do all things necessary to ensure all payments out of the monies of the **YMBBMAC** are correctly made and properly authorised and that adequate control is maintained over the assets of, or in the custody of, the **YMBBMAC** and over the incurring of liabilities by the **YMBBMAC**.
- 16.2 Accounts shall be passed for payment by the **YMBBMAC Committee** or under the authority of a delegation approved by the **YMBBMAC Committee** for this purpose.

Reporting Requirements

- 16.3 The **YMBBMAC Committee** shall, as soon as practicable after each 30 June, prepare or cause to be prepared a **YMBBMAC Committee's** Report consisting of:
- (a) a statement, in a form approved by the **Registrar**, showing whether the **YMBBMAC Committee** and the **YMBBMAC** have complied with the obligations imposed by the **Associations Act**, the Regulations and the **Rules** during the financial year ending on that date;
 - (b) a balance sheet setting out the assets and liabilities of the **YMBBMAC** as at that 30 June;
 - (c) an income and expenditure statement giving a true and fair view of the income and expenditure of the **YMBBMAC** for the financial year ending on that 30 June; and
 - (d) a copy of the latest **Register** or a list of **Members** as required under Rule 11.4 and section 58 (3) or (4) of the **Associations Act**.

17 Audit

- 17.1 As soon as practicable after the **YMBBMAC Committee's** report has been prepared, the **YMBBMAC Committee** shall cause a person authorised by the **Registrar** for that purpose:
- (a) to examine whether the **YMBBMAC Committee** and the **YMBBMAC** have complied with the obligations imposed by the **Associations Act** and any accompanying regulations, these **Rules** and the **NTA**, and whether the balance sheet and income and expenditure statement are based on proper accounts and records and in agreement with those accounts and records; and
 - (b) to give the **YMBBMAC Committee** an Examiner's Report of the results of that examination, drawing attention to any irregularity that it has disclosed.
- 17.2 The **YMBBMAC Committee** must forward to the **Registrar** a copy of the **YMBBMAC Committee's** Report and the Examiner's Report as soon as

practicable after receiving the Examiner's Report and in any case not later than 31 December after the end of the relevant financial year.

- 18.3 The **YMBBMAC Committee** must make a copy of the **YMBBMAC Committee's** Report and the Examiner's Report available at the **Annual General Meeting** of the **YMBBMAC** as well as for inspection at all reasonable times by **Members**.

18 Reporting Requirements Under the NTA

- 18.1 The **YMBBMAC Committee** shall ensure that **YMBBMAC** complies with all reporting requirements under the **NTA**.

19 Notices

- 19.1 A notice may be given by the **YMBBMAC** to any **Member** either personally, or in a manner which accords with Aboriginal custom, or by sending it by post to him or her at his or her residential address.

Service of Notices

- 19.2 Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and, unless the contrary is proved, to have been effected at the time at which the letter would be delivered in the ordinary course of post.
- 19.3 If a **Member's** residential address is not a postal address, or if they do not have a residential address in the **Region**, or have not supplied to the **YMBBMAC** an address, a notice advertised in a newspaper circulating in the neighbourhood of the **YLSC** or **PNTS** offices, as applicable, of the **YMBBMAC** shall be deemed to be a notice duly given to him or her on the date on which the advertisement appears.

Notice to be Given to all Members

- 19.4 Notice of any **YMBBMAC General Meeting** shall be given in the above manner to every **Member**.
- 19.5 Notice of any **YLSC General Meeting** shall be given in the above manner to every **Yamatji Member**.
- 19.6 Notice of any **PNTS General Meeting** shall be given in the above manner to every **Pilbara Member**.

20 Alteration of these Rules

- 20.1 Subject to the provisions of this sub-rule, these **Rules** may be altered by a resolution passed by a majority of not less than two thirds (2/3) of the **Members** present at a **General Meeting**. The proposed alterations must be specified in the notice of the **General Meeting**;

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- 20.2 Part C of these Rules may only be altered if the **General Meeting** convened to consider the proposed alterations is held within the **Yamatji Region**.
- 20.3 Part D of these Rules may only be altered if the **General Meeting** convened to consider the proposed alterations is held within the **Pilbara Region**.
- 20.4 Part A or Part B of these **Rules** may only be amended if at least forty (40) **Yamatji Members** and forty (40) **Pilbara Members** are present at the **Special General Meeting** which considers the proposed amendments.
- 20.5 The **Public Officer** shall, pursuant to section 52 or 54 (as appropriate) of the **Associations Act**, within six (6) weeks after the making of the alteration, file with the **Registrar** a notification of the alteration.
- 20.6 An alteration of the **Rules** shall not take effect unless and until approved by the **Registrar**.

21 Winding Up

- 21.1 The winding up of the **YMBBMAC** shall be in accordance with the **Associations Act**.

Conditions for Winding Up

- 21.2 The **YMBBMAC** may only be wound up if all of the obligations of the **YMBBMAC**, in relation to the exercise of its statutory functions under the **NTA**, and for the **Yamatji Region** and the **Pilbara Region** are met and are likely to continue to be met upon the **YMBBMAC** being wound up.

Process for Voluntary Winding Up

- 21.3 The **YMBBMAC** may be voluntarily wound up by a resolution passed by a majority of at least three-quarters (3/4) of the **Members** present and voting at a **General Meeting** of the **YMBBMAC** specially convened for the purpose.
- 21.4 The resolution for voluntary winding up shall specify an association or fund established for the benefit of **Aboriginal People** generally in Australia to which the property and funds of the corporation shall be transferred. Such association or fund shall be one that meets the requirements of section 78(1)(a)(ii) of the *Income Tax Assessment Act 1936*, or as amended.
- 21.5 The **Public Officer** shall, within 3 weeks of the passing of the resolution for voluntary winding up, lodge with the **Registrar** a notice in the prescribed form of the passing of the resolution and a copy of the resolution, in accordance with section 64 of the **Associations Act**.

PART B: THE YMBBMAC Committee

22 Composition of the YMBBMAC Committee

Composition

- 22.1 The **YMBBMAC** shall have a governing committee established pursuant to these **Rules** (“the **YMBBMAC Committee**”).
- 22.2 The **YMBBMAC Committee** shall consist of up to thirteen (13) **Members**, ten (10) of whom are appointed under Rule 22.4, two (2) of whom are appointed under Rule 22.3, and the **Executive Director** who is an ex officio, non-voting **Member** pursuant to Rule 13.3.

Nominations for YMBBMAC Committee

- 22.3 The **Yamatji Region Chairperson** and the **Pilbara Region Chairperson** shall be **YMBBMAC Committee Members**.
- 22.4 In addition to the chairpersons, the **Yamatji Committee** and the **Pilbara Committee** shall, at their first Committee Meeting following their respective **Annual General Meetings**, elect five (5) **Members** of their respective committees, as representatives on the **YMBBMAC Committee**.

Casual Vacancies

- 22.5 Subject to clause 22.6, each **Regional Committee** shall have the power to:
- (a) remove all or any of its **YMBBMAC Committee** representatives (including those representatives elected pursuant to Rule 22.4) from time to time, on the grounds that he or she has acted in a manner that is detrimental to the interests of the **YMBBMAC** or has not acted in accordance with section 49C of the **Associations Act**; and
 - (b) appoint alternative representatives from amongst themselves to fill any vacancies. There is no requirement that the replacement **Regional Committee** representative be from the same **Native Title Claim Group** as the previous representative.
- 22.6 The chairperson of the relevant **Regional Committee** shall advise the **Public Officer** in writing of any changes made pursuant to Rule 22.6.

Terms of Membership

- 22.7 Subject always to Rule 23, each **YMBBMAC Committee Member** shall be subject to re-election at the next nomination period pursuant to Rules 22.3 and 22.4, and shall be eligible for re-appointment following the expiry of their term.

23 Eligibility to be a YMBBMAC Committee Member

- 23.1 Any **Regional Committee Member** is eligible to be appointed as a **YMBBMAC Committee Member** in accordance with Rule 22.
- 23.2 A person is only eligible to remain a **YMBBMAC Committee Member** for so long as that person is a **Regional Committee Member**.
- 23.3 Subject to the **Associations Act**, a person cannot be elected or hold office as a **Regional Committee Member** if he or she has been convicted of an offence against a Commonwealth, State or Territory law and sentenced:
- (a) to imprisonment for three (3) months or longer if the offence involved fraud or misappropriation of funds; or
 - (b) to imprisonment for one (1) year or longer in the case of any other offence.
- 23.4 A conviction does not prevent a person from standing for election or being elected if at least five (5) years have passed since the date of conviction and the person is not serving a term of imprisonment, or if the person has been granted an exemption by the **Registrar** or the **Minister**.
- 23.5 A person ceases to be a **YMBBMAC Committee Member** if he or she:
- (a) becomes bankrupt or insolvent under administration;
 - (b) becomes incapable of holding office because of a civil penalty or other disqualification by a court, which prevents the person holding such office;
 - (c) resigns from office or from the **YMBBMAC**;
 - (d) is absent or fails to attend for the entirety of the meeting for three (3) consecutive **YMBBMAC Committee** meetings (irrespective of whether quorum is reached) without apology, and the **YMBBMAC Committee** passes an ordinary motion removing the **YMBBMAC Committee Member** pursuant to this clause ; or
 - (e) ceases to meet any residency requirements imposed under Rules 36.2(b) & 52.2(b) for a period of twelve (12) months or more.

24 Functions and Duties of the YMBBMAC Committee

Scope of Functions and Duties

- 24.1 The **YMBBMAC Committee** shall manage and control the affairs of the **YMBBMAC** in accordance with these **Rules**, the **NTA** and the **Associations Act** and for that purpose may exercise the powers of the **YMBBMAC** as if they had been conferred expressly on the **YMBBMAC Committee** by a **General Meeting** of the **YMBBMAC**.
- 24.2 Subject to the **Associations Act**, **NTA**, these **Rules**, and any other law (whether written or unwritten), the **YMBBMAC Committee** may delegate such of its powers and functions as it considers appropriate to a Sub-

Committee of the **YMBBMAC Committee**, the **Regional Committees**, or employees of the **YMBBMAC**.

Power to Consult

- 24.3 In exercising its powers and functions, the **YMBBMAC Committee** may consult any person or body that the **YMBBMAC Committee** considers to have expertise in the matter under consideration.

Duty to Act Honestly and not Make Improper Use of Information

- 24.4 The **YMBBMAC Committee Members** must act honestly and with reasonable care and diligence in exercising powers and performing functions and duties under the **Associations Act** and these **Rules**.
- 24.5 A current or former **YMBBMAC Committee Member** shall not make improper use of information or opportunities received through his or her position in order to:
- (a) gain advantage, either directly or indirectly, for himself or herself or for another person; or
 - (b) cause detriment to the **YMBBMAC** or to another person.

Duty to Disclose an Interest

- 24.6 All **YMBBMAC Committee Members** have a duty to disclose an interest and must comply with Rule 27 of these **Rules**.

Public Statements

- 24.7 No **YMBBMAC Committee Member** may make any public statement on behalf of the **YMBBMAC** unless authorised by the **YMBBMAC Committee**.

25 YMBBMAC Committee Business and Proceedings

- 25.1 The **YMBBMAC Committee** shall meet to attend to its business as often as it considers necessary, but at least once each six (6) months. Subject to Rules 25.2 & 25.4, any six (6) **YMBBMAC Committee Members** may call a meeting of the **YMBBMAC Committee**.
- 25.2 The **YMBBMAC Committee** shall meet alternately within the **Yamatji Region** and **Pilbara Region** unless otherwise agreed by the **YMBBMAC Committee**, the **Regional Committees** or both the **Yamatji Region Chairperson** and the **Pilbara Region Chairperson**.
- 25.3 The **YMBBMAC Committee** meetings shall be chaired as follows:
- (a) The **Yamatji Region Chairperson** shall preside over all meetings of the **YMBBMAC Committee** that take place within the **Yamatji Region**.

- (b) The **Pilbara Region Chairperson** shall preside over all meetings of the **YMBBMAC Committee** that take place within the **Pilbara Region**.
- (c) If the relevant chairperson is not present or is not willing or able to take the chair, pursuant to these **Rules**, or the meeting is being held outside the **Yamatji** and **Pilbara Regions**, then the **YMBBMAC Committee** may choose a chairperson for the meeting.

Notice

- 25.4 Reasonable notice of each meeting of the **YMBBMAC Committee** shall be given to each **YMBBMAC Committee Member**.

Minutes

- 25.5 The **YMBBMAC Committee** shall ensure that proper minutes of the proceedings of all meetings of the **YMBBMAC Committee** are maintained.

Meetings by Telephone or Teleconference

- 25.6 A meeting of the **YMBBMAC Committee** may be held by telephone or teleconference, provided that:
 - (a) each **YMBBMAC Committee Member** who is taking part in the meeting by telephone or teleconference must be able to hear each of the other **YMBBMAC Committee Members** who are taking part;
 - (b) at the commencement of the meeting, each **YMBBMAC Committee Member** must acknowledge his or her presence to all other **YMBBMAC Committee Members** who are taking part; and
 - (c) no **YMBBMAC Committee Member** may leave the meeting without obtaining the express consent of the **Chairperson** of the meeting.

Quorum

- 25.7 A quorum for the **YMBBMAC Committee** shall be six (6) voting **YMBBMAC Committee Members**, providing always that at least two (2) members of the quorum are members of the **Pilbara Committee** and two (2) are members of the **Yamatji Committee**.

26 Sub-Committees

- 26.1 The **YMBBMAC Committee** may at any time appoint a sub-committee, of at least three (3) people, from the **YMBBMAC Committee** and will determine the responsibilities and powers of the sub-committee. Any sub-committee so appointed ceases to exist or have any powers on:
 - (a) the expiry of or realisation of any time or purpose fixed by the **YMBBMAC Committee**;

- (b) the **YMBBMAC Committee** by resolution so directing;
 - (c) the **YMBBMAC** in a **General Meeting** by resolution so directing; or
 - (d) the date of the **YMBBMAC's** next **Annual General Meeting** following the appointment of the sub-committee.
- 26.2 Unless otherwise decided by the **YBBMAC Committee**, a sub-committee shall:
- (a) have a quorum of three (3) at its meetings, unless the subcommittee resolves that a larger number will be the quorum;
 - (b) appoint one of its **Members** to be responsible for calling meetings of the sub-committee and inform the **YMBBMAC Committee** of the name of the responsible person; and
 - (c) keep minutes in accordance with Rule 25.5.

27 Disclosure of Interest

- 27.1 In this Rule "Arrangement" shall include an arrangement or proposed arrangement whereby the **YMBBMAC** provides or may provide assistance or a financial benefit to a particular individual or group. Further, a **YMBBMAC Committee Member** shall be deemed to have an interest in an Arrangement if that person is the applicant for assistance, or that person is a member of the group on behalf of which assistance is sought.
- 27.2 No **YMBBMAC Committee Member** may vote on a motion from which they will or may receive a direct or indirect benefit, without the approval of the other members of the **YMBBMAC Committee**, who do not hold such an interest.
- 27.3 To give effect to Rules 27.2 and 27.4 any person on the **YMBBMAC Committee** must disclose any interest in a contract or Arrangement, or proposed contract or Arrangement, with the **YMBBMAC** at any meeting of the **YMBBMAC Committee** and, in accordance with section 49D of the **Associations Act**, a record of such disclosure shall be made in the minutes of that meeting.
- 27.4 A **YMBBMAC Committee Member** who has disclosed an interest may not vote on any motion relating to the contract or Arrangement or proposed contract or Arrangement, without the approval of the **YMBBMAC Committee**. Such a person may, subject to Rule 27.5, remain in the room or other meeting place and take part in the discussion and debate on that issue.
- 27.5 Where a **YMBBMAC Committee Member** has disclosed an interest in a matter before the **YMBBMAC Committee**, a majority of the other **YMBBMAC Committee Members** then present may request that person to leave the room or other meeting place whilst that matter is discussed and debated.
- 27.6 Without derogating from the generality of the foregoing, where:
- (a) a **YMBBMAC Committee Member** is an applicant or part of a group that has applied for assistance to the **YMBBMAC** and/or

has been granted assistance by the **YMBBMAC** (in this Rule referred to as “the first applicant”);

- (b) the **YMBBMAC Committee** is considering providing any form of assistance to a different individual or group (in this Rule referred to as “the second applicant”); and
- (c) it is known, or the **YMBBMAC Committee** has reasonable cause to believe, that there may be a conflict between the first applicant and the second applicant in respect of the matter for which either is applying or has been granted assistance,

then **that YMBBMAC Committee Member** shall be deemed to have a conflict of interest in respect of that matter and shall be subject to Rules 27.4 and 27.5.

28 Office Bearers

- 28.1 The **Pilbara Region Chairperson** and the **Yamatji Region Chairperson** shall be the office bearers of the **YMBBMAC Committee**.

29 Annual General Meetings

- 29.1 **Annual General Meetings** shall be pursuant to clauses 46 and 63.

30 Special General Meetings

- 30.1 The **YMBBMAC Committee** may call **General Meetings** in addition to **Annual General Meetings**. Such meetings shall be called **Special General Meetings**.
- 30.2 The order of business at a **Special General Meeting** shall be to:
 - (a) confirm the minutes of the last **General Meeting**; and
 - (b) deal with all matters for which the meeting was called.
- 30.3 Subject to Rule 30.5, the **YMBBMAC Committee** shall, on the written request of five (5) or more **Members**, or no fewer than ten percent (10 %) of the total number of **Members**, whichever number is greater, call a **Special General Meeting**. A **Special General Meeting** called under this Rule must be held as soon as practicable, but not later than ninety (90) days, after the chairperson receives the request.
- 30.4 A request for a **Special General Meeting** under Rule 30.3 must state the objects of the meeting and must be signed by each of the persons making the request.
- 30.5 An aggrieved **Member** may at any time request the **YMBBMAC Committee** to call a **Special General Meeting**. The **YMBBMAC Committee** must do so unless, on application by the **YMBBMAC Committee**, the **Registrar** considers the request to be frivolous, unreasonable or contrary to the interests of the **Members**.

31 Rules for General Meetings

- 31.1 The **YMBBMAC Committee** shall determine the place, date and hour of every **YMBBMAC General Meeting**.

Notice

- 31.2 Notice of every **YMBBMAC General Meeting**, including the purpose of the meeting, must be given to the **Members** at least twenty-one (21) days prior to the date of the meeting, in accordance with Rule 19.

Minutes

- 31.3 The **Executive Director**, or such other person as the **YMBBMAC Committee** appoints, shall keep, or shall cause to be kept, proper minutes of the proceedings of all **YMBBMAC General Meetings**.

- 31.4 No business shall be transacted at any **YMBBMAC General Meeting** unless a quorum of **Members** is present.

Quorum

- 31.5 A quorum of **Members** shall be forty (40) **Members**.

- 31.6 Decisions made at **YMBBMAC General Meetings** shall be binding on the **YMBBMAC Committee**.

- 31.7 **YMBBMAC General Meetings** shall be chaired as follows:

- (a) The **Yamatji Region Chairperson** shall preside over all **YMBBMAC General Meetings** that take place within the **Yamatji Region**.
- (b) The **Pilbara Region Chairperson** shall preside over all **YMBBMAC General Meetings** that take place within the **Pilbara Region**.
- (c) If either **Chairperson** (as appropriate) is not present or is not willing or able to take the chair pursuant to this Rule, then the **Members** present at the **YMBBMAC General Meeting** may choose a **Chairperson** for that meeting.

32 Voting at all Meetings

- 32.1 Questions arising at any meeting pursuant to these **Rules** shall be decided by a majority of votes. Voting shall be by show of hands unless the meeting otherwise decides.

- 32.2 At **YMBBMAC General Meetings**, any **Member** shall be entitled to appoint another **Member** as proxy by notice given to the **Public Officer** at least twenty four (24) hours before the meeting in respect of which the proxy is appointed

- 32.3 No member may hold more than one proxy.
- 32.4 The notice appointing the proxy shall be in the form set out in Appendix One to these **Rules**.

33 Dispute Resolution Procedures

- 33.1 Where a **dispute** arises between the **YMBBMAC** and a person or persons and the **YMBBMAC Committee** makes a decision under these **Rules** that is adverse to the person(s) (in this Rule referred to as “the aggrieved person”) about whom the decision is made, it must send to the aggrieved person a written notice within fourteen (14) days of making the decision.
- 33.2 The written notice referred to in this Rule must:
- (a) state the **YMBBMAC Committee’s** reasons for the decision;
 - (b) invite the aggrieved person to attend a **YMBBMAC Committee** meeting in order to discuss the decision;
 - (c) invite the aggrieved person to submit such evidence with respect to the subject of the decision, as the aggrieved person sees fit; and
 - (d) state that the aggrieved person may, in lieu of attending the meeting referred to in Rule 33.2(b), make written submissions to the **YMBBMAC Committee**, prior to that meeting.
- 33.3 At the meeting referred to in Rule 33.2(b), the **YMBBMAC Committee** shall, on the basis of all of the material before it, make a decision about the matter in question and shall pass a resolution setting out its decision and record that resolution in the **YMBBMAC Committee** minutes.
- 33.4 The **YMBBMAC Committee** shall, within seven (7) days of its decision, as set out in Rule 33.3, forward to the aggrieved person a letter advising the applicant of its decision.
- 33.5 If the applicant wishes to review this decision then the aggrieved person may refer the **dispute** to a **YMBBMAC General Meeting**.

PART C: THE YLSC

34 Process of becoming a Yamatji Member

Criteria for YLSC Membership

- 34.1 Membership of the Yamatji class of the **YMBBMAC** is open to all **Adult Yamatji People** who are willing to abide by these **Rules** and to act in the best interests of the **YMBBMAC**.

Application for Membership

- 34.2 An **Aboriginal Person** wishing to become a **Yamatji Member** (in this Rule referred to as “the applicant”) must apply to the **Yamatji Committee** in writing in such form as may be prescribed by the **Yamatji Committee** from time to time.

Yamatji Committee to Decide

- 34.3 Upon receipt of a membership application the **Yamatji Committee** shall decide whether the applicant is accepted as a **Member**.
- 34.4 The **Yamatji Committee** shall consider the membership application at the first **Yamatji Committee** meeting after the membership application is received.
- 34.5 If the **Yamatji Committee** considers that it requires further information in order to properly assess the membership application, the **Yamatji Committee** may request such information from the applicant. The **Yamatji Committee** may also consult any person or body, which the **Yamatji Committee** considers to have expertise in relation to the membership application.
- 34.6 The **Yamatji Committee** shall inform the applicant in writing of its determination of the membership application.

Dispute Procedures Under Rule 49 Apply

- 34.7 Rule 49 shall apply where a **dispute** arises in relation to a decision about membership.

35 Expulsion of Yamatji Members

Yamatji Members May be Expelled

- 35.1 A **Yamatji Member** may be expelled as a **Member**, on the basis that he or she has acted in a manner that is detrimental to the interests of the **YMBBMAC** or has not acted in accordance with section 49C of the **Associations Act**.

Resolution of Expulsion

- 35.2 A person can be expelled under Rule 35.1 by a resolution passed by a majority of not less than three-quarters (3/4) of the **Yamatji Members** at a **YLSC General Meeting**.

Resolution Must State Grounds

- 35.3 A resolution of expulsion under Rule 35.2 must state the grounds of the proposed expulsion.

Notice Required

- 35.4 Written notice of a proposed resolution of expulsion must be forwarded to the **Yamatji Member** concerned, not less than fourteen (14) days before the date of the **YLSC General Meeting** at which the resolution is to be moved.

Opportunity to be Heard

- 35.5 A person who the **Yamatji Committee** proposes to expel under Rule 35.1 must be given an opportunity to be heard at the **YLSC General Meeting** at which the proposed resolution of expulsion is to be determined.

36 Yamatji Committee

- 36.1 The **YLSC** shall have a governing committee established pursuant to these **Rules** ("the **Yamatji Committee**").

Eligibility Requirements for Yamatji Committee Members

- 36.2 Any **Member** is eligible to be appointed as a **Yamatji Committee Member** in accordance with Rule 37, provided that:

- (a) the **Member** is a **Yamatji Member**; and
- (b) has been resident within the **Yamatji Region** or otherwise within a claim area for a period of not less than 12 months where that claim is **Fully Assisted** by the **YMBMAC** and is wholly or partially within the **Yamatji Region**;

- 36.3 Subject to Rule 36.4, a person cannot be elected or hold office as a **Yamatji Committee Member** if he or she has been convicted of an offence against a Commonwealth, State or Territory law and sentenced:

- (a) to imprisonment for three (3) months or longer if the offence involved fraud or misappropriation of funds; or
- (b) to imprisonment for one (1) year or longer in the case of any other offence.

- 36.4 A conviction does not prevent a person from standing for election or being elected if at least five (5) years have passed since the date of conviction

and the person is not serving a term of imprisonment, or if the person has been granted an exemption by the **Registrar** or the **Minister**.

- 36.5 A person immediately ceases to be a **Yamatji Committee Member** if he or she:
- (a) becomes bankrupt or insolvent under administration;
 - (b) becomes incapable of holding office because of a civil penalty or other disqualification by a court;
 - (c) ceases to be a **Yamatji Member**;
 - (d) resigns from office or from the **Yamatji Committee**;
 - (e) is absent or fails to attend for the entirety of the meeting for three consecutive **Yamatji Committee** meetings (irrespective of whether quorum is reached) without apology, and the **Yamatji Committee** passes an ordinary motion removing the **Yamatji Committee Member** pursuant to this clause; or
 - (f) ceases to meet any residency requirements as defined in Rule 36.2(b) for a period of twelve (12) months or more.

37 Composition of the Yamatji Committee

Generally Elected Committee

- 37.1 The **Yamatji Committee** shall consist of fifteen (15) eligible members who have been elected at a **YLSC Annual General Meeting**.
- 37.2 The procedure for electing **Committee Members** pursuant to clause 37.1 above is as follows:
- (a) Nominations are called for at each **YLSC Annual General Meeting**.
 - (b) Each **Member** who is nominated to be a **Generally Elected Committee Member** on the **Yamatji Committee** must accept the nomination, and sign an "Acceptance of Nomination" in a form prescribed by the YMBBMAC from time to time.
 - (c) The **Generally Elected Committee Members** shall be elected by a ballot, which shall be conducted in a manner prescribed by the meeting.
- 37.3 If at any time the number of **Yamatji Committee Members** falls below nine (9) then the remaining **Yamatji Committee Members** shall fill the casual vacancies pursuant to Rule 38, so that there are at least nine (9) **Yamatji Committee Members**.

Two Year Terms for Yamatji Committee Members

- 37.4 Each **Yamatji Committee Member** shall serve a **Two Year Term** and shall be eligible for re-appointment following the expiry of the term.

Public Officer to Keep Record of Composition and Terms

- 37.5 The **Public Officer** shall keep a record of the **Yamatji Committee Members** and their terms of appointment.

38 Casual Vacancies on the Yamatji Committee

- 38.1 A casual vacancy on the **Yamatji Committee** shall exist if a **Yamatji Committee Member** ceases to be a **Yamatji Committee Member**.

- 38.2 If a casual vacancy exists then the **Yamatji Committee**:

(a) Shall appoint to fill that casual vacancy for the remainder of the vacating **Yamatji Committee Member's** term of membership with the **Yamatji Member** who was the unelected nominee from the last YLSC Annual General Meeting who had the next highest number of votes; unless

- (i) There were no further unelected nominees; or
- (ii) there is less than 2 months to the next **Annual General Meeting**; or
- (iii) where there was more than one nominee with the same number of votes,

then the **Yamatji Committee** shall exercise its discretion in the application of this Rule, provided that there are no more than fifteen (15) **Yamatji Committee Members**.

39 Yamatji Committee Functions and Duties

Scope of Functions and Duties

- 39.1 Subject always to the control of the **YLSC** in **General Meeting**, the **Yamatji Committee** shall exercise the powers of the **YMBMAC** for all matters arising within the **Yamatji Region**.

Power to Consult

- 39.2 In exercising its powers and functions the **Yamatji Committee** may consult any person or body whom or which the **Yamatji Committee** considers to have expertise in the matter under consideration.

Duty to Act Honestly and not Make Improper Use of Information

- 39.3 Each person who is on the **Yamatji Committee** has a duty to act in that position with honesty, diligence and reasonable care in exercising powers and performing functions and duties given under or delegated pursuant to these **Rules**.

-
- 39.4 Current or former **Yamatji Committee Members** shall not make improper use of information or opportunities received through his or her position in order to:
- (a) gain advantage, either directly or indirectly for himself, herself or for another person; or
 - (b) cause detriment to the **YMBBMAC**, **YLSC** or to another person.

Duty to Disclose an Interest

- 39.5 All **Yamatji Committee Members** have a duty to disclose an interest and must comply with the provisions of Rule 43.

Public Statements

- 39.6 No **Yamatji Committee Member** may make any public statement on behalf of the **YMBBMAC** or **YLSC** unless authorised by the respective committee.

40 Expulsion of Yamatji Committee Members

Yamatji Committee Members May be Expelled

- 40.1 A **Yamatji Committee Member** may be expelled as a **Yamatji Committee Member**, on the basis that he or she has acted in a manner that is detrimental to the interests of the **YMBBMAC** or has not acted in accordance with section 49C of the **Associations Act**.

Resolution of Expulsion

- 40.2 Subject to this Rule, a person can be expelled by a resolution passed by a majority of not less than three-quarters (3/4) of the **Yamatji Committee Members**.
- 40.3 Subject to this Rule, **Yamatji Members** may remove any member of the **Yamatji Committee**, including office bearers before the period of office expires and elect another person to the **Yamatji Committee** at any **Special General Meeting** by simple majority of **Yamatji Members** voting at that meeting.

Resolution Must State Grounds

- 40.4 A resolution of expulsion under Rule 40.2 and 40.3 must state the grounds of the proposed expulsion.

Notice Required

- 40.5 Written notice of a proposed resolution of expulsion pursuant to Rule 40.2 must be forwarded to the **Yamatji Committee Member** concerned, not less than fourteen (14) days before the date of the **Yamatji Committee** meeting at which the resolution is to be determined.

Opportunity to be Heard

- 40.6 A person who the **Yamatji Committee** proposes to expel under this Rule must be given an opportunity to be heard at the **Yamatji Committee** meeting at which the proposed resolution of expulsion is to be determined.

41 Yamatji Committee Business and Proceedings

- 41.1 The **Yamatji Committee** shall meet to attend to its business as often as it considers necessary, but at least once each three (3) months. Any four (4) **Committee Members** may call a meeting of the **Yamatji Committee**.
- 41.2 The **Yamatji Region Chairperson** shall preside over all meetings of the **Yamatji Committee**, but if the **Chairperson** is not present or is not willing or able to take the chair the **Yamatji Committee** may choose a **Chairperson** for the meeting.

Notice

- 41.3 Reasonable notice of each meeting of the **Yamatji Committee** shall be given to each **Yamatji Committee Member**.

Minutes

- 41.4 The **Yamatji Committee** shall ensure that proper minutes of the proceedings of all meetings of the **Yamatji Committee** are maintained.

Meetings by Telephone or Teleconference

- 41.5 A meeting of the **Yamatji Committee** may be held by telephone or teleconference, provided that:
- (a) each **Yamatji Committee Member** who is taking part in the meeting by telephone or teleconference must be able to hear each of the other **Yamatji Committee Members** who are taking part;
 - (b) at the commencement of the meeting, each **Yamatji Committee Member** must acknowledge his or her presence to all other **Yamatji Committee Members** who are taking part; and
 - (c) no **Yamatji Committee Member** may leave the meeting without obtaining the express consent of the **Chairperson** of the meeting.

Quorum

- 41.6 A quorum for the **Yamatji Committee** shall be half (1/2) plus one (1) of the **Yamatji Committee Members** currently holding office.

42 Sub-Committees

- 42.1 The **Yamatji Committee** may at any time appoint a sub-committee, of at least three (3) people, from the **Yamatji Committee** and shall determine the responsibilities and powers of the sub-committee. Any sub-committee so appointed ceases to exist or have any powers on:
- (a) the expiry of or realisation of any time or purpose fixed by the **Yamatji Committee**;
 - (b) the **Yamatji Committee** by resolution so directing;
 - (c) the **YLSC** in a **General Meeting** by resolution so directing; or
 - (d) the date of the next **YLSC Annual General Meeting** following the appointment of the sub-committee.
- 42.2 Unless otherwise decided by the **Yamatji Committee**, a sub-committee shall:
- (a) have a quorum of three (3) at its meetings, unless the sub-committee resolves that a larger number shall be the quorum; and
 - (b) appoint one of its members to be responsible for calling meetings of the sub-committee and inform the **Yamatji Committee** of the name of the responsible person.

43 Disclosure of Interest

- 43.1 In this Rule "Arrangement" shall include an arrangement or proposed arrangement whereby the **YMBBMAC** provides or may provide assistance or financial benefit to a particular individual or group. Further, a **Yamatji Committee Member** shall be deemed to have an interest in an Arrangement if that person is the applicant for assistance, that person is a member of the group on behalf of which assistance is sought.
- 43.2 No **Yamatji Committee Member** may vote on a motion from which they will or may receive a direct or indirect benefit, without the approval of the other **Yamatji Committee Members**, who do not hold such interest.
- 43.3 To give effect to Rules 43.2 and 43.4, any person on the **Yamatji Committee** must disclose any interest in a contract or Arrangement, or proposed contract or Arrangement, with the **YMBBMAC** at any meeting of the **Yamatji Committee** and, in accordance with section 49D of the **Associations Act**, a record of such disclosure shall be made in the minutes of that meeting.
- 43.4 A **Yamatji Committee Member** who has disclosed an interest may not vote on any motion relating to the contract or Arrangement or proposed contract or Arrangement, without the approval of the **Yamatji Committee**. Such a person may, subject to Rule 43.5, remain in the room or other meeting place and take part in the discussion and debate on that issue.
- 43.5 Where a **Yamatji Committee Member** has disclosed an interest in a matter before the **Yamatji Committee** a majority of the other **Yamatji Committee Members** then present may request that person to leave the room or other meeting place whilst that matter is discussed and debated.

- 43.6 Without derogating from the generality of the foregoing, where:
- (a) a **Yamatji Committee Member** is an applicant or part of a group that has applied for assistance to the **YMBBMAC** and/or has been granted assistance by the **YMBBMAC** (in this Rule referred to as “the first applicant”);
 - (b) the **Yamatji Committee** is considering providing any form of assistance to a different individual or group (in this Rule referred to as “the second applicant”); and
 - (c) it is known, or the **Yamatji Committee** has reasonable cause to believe, that there may be a conflict between the first applicant and the second applicant in respect of the matter for which either is applying or has been granted assistance,

then that **Yamatji Committee Member** shall be deemed to have a conflict of interest in respect of that matter and shall be subject to Rules 43.4 & 43.5 above.

44 Office Bearers

Yamatji Region Chairperson

- 44.1 The **Yamatji Committee** shall elect a chairperson (“the **Yamatji Region Chairperson**”) and a deputy chairperson as its office bearers.
- 44.2 The **Yamatji Region Chairperson** shall be elected by the **Yamatji Committee Members** at the first meeting of the **Yamatji Committee** after the **YLSC Annual General Meeting** and shall be eligible for re-appointment.
- 44.3 The **Yamatji Committee** may fill any vacancy in the office of an office bearer that it has elected by appointing another **Yamatji Committee Member**. The **Yamatji Committee Members** appointed in this way shall retain office until the next election of office bearers and shall be eligible for re-appointment under Rule 44.1.
- 44.4 The **Yamatji Committee** may, by resolution passed by simple majority, remove an office bearer before the expiration of his or her period of office, and may by simple majority at the same or any other **Yamatji Committee Meeting** appoint another person in his or her place in accordance with Rule 44.3.

45 Rules for YLSC General Meetings

- 45.1 The **Yamatji Committee** shall determine the place, date and hour of every **YLSC General Meeting**.

Notice

- 45.2 Notice of **YLSC General Meetings**, including the purpose of the meeting, must be given to the **Yamatji Members** at least twenty one (21) days prior to the date of the meeting and in accordance with Rule 19.

Minutes

- 45.3 The **Executive Director** or such other person as the **Yamatji Committee** appoints shall keep, or shall cause to be kept, proper minutes of the proceedings of all **YLSC General Meetings**.

Quorum

- 45.4 No business shall be transacted at any **YLSC General Meeting** unless a quorum of **Yamatji Members** is present.
- 45.5 A quorum of **Yamatji Members** shall be forty (40) **Members**.
- 45.6 Decisions made at **YLSC General Meetings** shall be binding on the **Yamatji Committee**.

46 YLSC Annual General Meetings

- 46.1 **YLSC Annual General Meetings** shall be held within six (6) months after each 30 June.
- 46.2 The order of business at the **YLSC Annual General Meeting** shall be to:
- (a) confirm the minutes of the last **YLSC General Meeting**, whether the **YLSC Annual General Meeting** or a **YLSC Special General Meeting**;
 - (b) receive from the **Yamatji Committee**, reports concerning the activities and business of the **YLSC**;
 - (c) elect members of the **Yamatji Committee** pursuant to Rule 37 of these Rules.
 - (d) conduct such other business as the meeting shall determine.

47 YLSC Special General Meetings

- 47.1 The **Yamatji Committee** may call **YLSC General Meetings** in addition to the **YLSC Annual General Meeting**. Such meetings shall be called **YLSC Special General Meetings**.
- 47.2 The order of business at a **YLSC Special General Meeting** shall be to:
- (a) confirm the minutes of the last **YLSC General Meeting**, whether the **YLSC Annual General Meeting** or a **YLSC Special General Meeting**; and
 - (b) deal with all matters for which the meeting was called.
- 47.3 The **Yamatji Region Chairperson** shall, on the written request of five (5) or more **Yamatji Members**, or no fewer than ten percent (10 %) of the total **Yamatji Members**, whichever number is greater, call a **YLSC Special General Meeting**. A **YLSC Special General Meeting** called under this Rule must be held as soon as practicable, but not later than ninety (90) days, after the **Yamatji Region Chairperson** receives the request.

- 47.4 A request for a **YLSC Special General Meeting** under Rule 47.3 must state the objects of the meeting and must be signed by each of the persons making the request.

48 Voting at all Meetings

- 48.1 Questions arising at any meeting pursuant to these **Rules** shall be decided by a majority of votes. Voting shall be by show of hands unless the meeting otherwise decides.
- 48.2 The **Yamatji Region Chairperson** shall be the chairperson of all meetings at which he or she is present, but if he or she is not present, is not willing, able or does not wish to take the chair, the deputy chairperson shall be the chairperson for the meeting. If neither the **Yamatji Region Chairperson** nor deputy chairperson is present, the **Yamatji Members** present shall elect a chairperson for the meeting.
- 48.3 At **YLSC General Meetings**, any **Yamatji Member** shall be entitled to appoint another **Yamatji Member** as proxy by notice given to the Public Officer at least twenty four (24) hours before the meeting in respect of which the proxy is appointed
- 48.4 No member may hold more than one proxy.
- 48.5 The notice appointing the proxy shall be in the form set out in Appendix One to these **Rules**.

49 Dispute Resolution Procedures

- 49.1 Where a **dispute** arises with the **YLSC** and the **Yamatji Committee** makes a decision under these **Rules** that is adverse to the person or persons about whom the decision is made (in this Rule referred to as “the aggrieved person”), it must send to the aggrieved person a written notice within fourteen (14) days of making the decision.
- 49.2 The written notice referred to in this Rule must:
- (a) state the **Yamatji Committee's** reasons for the decision;
 - (b) invite the aggrieved person to attend a **Yamatji Committee** meeting in order to discuss the decision;
 - (c) invite the aggrieved person to submit such evidence with respect to the subject of the decision, as the aggrieved person sees fit; and
 - (d) state that the aggrieved person may, in lieu of attending the meeting referred to in Rule 49.2(b) above, make written submissions to the **Yamatji Committee**, prior to that meeting.
- 49.3 At the meeting referred to in Rule 49.2(b), the **Yamatji Committee** shall, on the basis of all of the material before it, make a decision about the matter in question and shall pass a resolution setting out its decision and record that resolution in the **Yamatji Committee** minutes.

- 49.4 The **Yamatji Committee** shall, within seven (7) days of its decision as set out in Rule 49.3, forward to the applicant a letter advising the aggrieved person of its decision.
- 49.5 If the aggrieved person wishes to review this decision then the aggrieved person may request that the **YMBMAC Committee** review the decision.

PART D: THE PNTS

50 Process of becoming a Pilbara Member

Criteria for Pilbara Membership

- 50.1 Membership of the Pilbara class of the **YMBBMAC** is open to all **Adult Pilbara People** who are willing to abide by these **Rules** and to act in the best interests of the **YMBBMAC**.

Application for Membership

- 50.2 An **Aboriginal Person** wishing to become a **Pilbara Member** (in this Rule referred to as “the applicant”) must apply to the **Pilbara Committee** in writing in such form as may be prescribed by the **Pilbara Committee** from time to time.

Pilbara Committee to Decide

- 50.3 Upon receipt of a membership application the **Pilbara Committee** shall decide whether the applicant is accepted as a **Member**.
- 50.4 The **Pilbara Committee** shall consider the membership application at the first **Pilbara Committee** meeting after the membership application is received.
- 50.5 If the **Pilbara Committee** considers that it requires further information in order to properly assess the membership application, the **Pilbara Committee** may request such information from the applicant. The **Pilbara Committee** may also consult any person or body, which the **Pilbara Committee** considers to have expertise in relation to the membership application.
- 50.6 The **Pilbara Committee** shall inform the applicant in writing of its determination of the membership application.

Dispute Procedures under Rule 66 Apply

- 50.7 Rule 66 shall apply where a **dispute** arises in relation to membership.

51 Expulsion of Pilbara Members

Pilbara Members May be Expelled

- 51.1 A **Pilbara Member** may be expelled as a **Member**, on the basis that he or she has acted in a manner that is detrimental to the interests of the **YMBBMAC** or has not acted in accordance with section 49C of the **Associations Act**.

Resolution of Expulsion

- 51.2 A person can be expelled under Rule 51.1 by a resolution passed by a majority of not less than three-quarters (3/4) of the **Pilbara Members** at a **PNTS General Meeting**.

Resolution Must State Grounds

- 51.3 A resolution of expulsion under Rule 51.2 must state the grounds of the proposed expulsion.

Notice required

- 51.4 Written notice of a proposed resolution of expulsion must be forwarded to the **Pilbara Member** concerned, not less than fourteen (14) days before the date of the **PNTS General Meeting** at which the resolution is to be moved.

Opportunity to be Heard

- 51.5 A person who the **Pilbara Committee** proposes to expel under Rule 51.1 must be given an opportunity to be heard at the **PNTS General Meeting** at which the proposed resolution of expulsion is to be determined.

52 Pilbara Committee

- 52.1 The **PNTS** shall have a governing committee established pursuant to these **Rules** (“the **Pilbara Committee**”).

Eligibility Requirements for Pilbara Committee Members

- 52.2 Any **Pilbara Member** is eligible to be elected or appointed as a **Pilbara Committee Member** in accordance with these **Rules**, provided that:
- (a) the **Member** is a **Pilbara Member**; and
 - (b) is a member of a Native Title Claim Group whose Native Title Claim is Fully Assisted by the YMBBMAC and is wholly or partly within the Pilbara Region.
- 52.3 Subject to Rule 52.4, a person cannot be elected or hold office as a **Pilbara Committee Member** if he or she has been convicted of an offence against a Commonwealth, State or Territory law and sentenced:
- (a) to imprisonment for three (3) months or longer if the offence involved fraud or misappropriation of funds; or
 - (b) to imprisonment for one (1) year or longer in the case of any other offence.
- 52.4 A conviction does not prevent a person from standing for election or being elected if at least five (5) years have passed since the date of conviction and the person is not serving a term of imprisonment, or if the person has been granted an exemption by the **Registrar** or the **Minister**.

- 52.5 A person immediately ceases to be a **Pilbara Committee Member** if he or she:
- (a) becomes bankrupt or insolvent under administration;
 - (b) becomes incapable of holding office because of a civil penalty or other disqualification by a court;
 - (c) ceases to be a Pilbara Member;
 - (d) resigns from office or from the **Pilbara Committee**;
 - (e) is absent or fails to attend for the entirety of the meeting for three consecutive **Pilbara Committee** meetings (irrespective of whether quorum is reached) without apology, and the **Pilbara Committee** passes an ordinary motion removing the **Pilbara Committee Member** pursuant to this clause; or
 - (f) ceases to be a member of a Native Title Claim Group as required by Rule 52.2(b).

53 Composition of the Pilbara Committee

Schedule of Claims

- 53.1 The **Public Officer** shall keep and maintain a schedule of claims (“the Pilbara Schedule of Claims”), listing the **Native Title Claim Groups** who are entitled to have a representative (“**Claim Group Representative**”) on the **Pilbara Committee**.
- 53.2 Pursuant to Rule 54 the **Public Officer** shall amend the Pilbara Schedule of Claims from time to time.

Basis of Representation

- 53.3 Each **Native Title Claim Group** from the **Pilbara Region** listed in the Pilbara Schedule of Claims shall be entitled to have a representative **Claim Group Representative** on the **Pilbara Committee**.
- 53.4 The **Pilbara Committee** shall consist of:
- (a) the **Pilbara Committee Members** chosen pursuant to Rule 53.9 and 53.10 below (“**Claim Group Representatives**”); and
 - (b) any other **Pilbara Committee Members** that are elected at the **PNTS Annual General Meeting** in accordance with Rule 53.7..
- 53.5 In the event that a **Claim Group Representative** is not nominated pursuant to Rule 53.9 then, subject to Rule 53.7, the vacancy shall be treated as a casual vacancy pursuant to Rule 55.
- 53.6 There shall be at least (9) **Pilbara Committee Members**. In the event that at least (9) **Pilbara Committee Members** have not been deemed elected in accordance with Rule 53.10 in the course of a **PNTS Annual General Meeting**, then the **PNTS Annual General Meeting** shall elect sufficient additional **Pilbara Committee Members** by ballot conducted in a manner

prescribed by the meeting to make up at least nine (9) **Pilbara Committee Members**.

53.7 At the first **PNTS Annual General Meeting** held in accordance with these Rules:

- (a) half (1/2) of the **Pilbara Committee Members** deemed elected in accordance with Rule 53.10 or elected in accordance with Rule 53.7 shall serve a One Year Term; and
- (b) half (1/2) of the **Pilbara Committee Members** deemed elected in accordance with Rule 53.10 or elected in accordance with Rule 53.7 shall serve a Two Year Term,

with those **Pilbara Committee Members** to serve a One Year Term being determined by random ballot conducted in a manner prescribed by the meeting.

53.8 If at any time the number of **Pilbara Committee Members** falls below nine (9) then the remaining **Pilbara Committee Members** shall fill the casual vacancies pursuant to these **Rules**, so that there are at least nine (9) **Pilbara Committee Members**.

Nomination and Election of the Claim Group Representatives on the Pilbara Committee

53.9 **Claim Group Representatives** are nominated on the **Pilbara Committee** as follows:

- (a) The applicant(s) of each relevant **Native Title Claim Group** shall nominate one (1) member of the **Native Title Claim Group** for election as their **Claim Group Representative** on the **Pilbara Committee** (“the nominee”).
- (b) Nominations shall be conducted in accordance with the **Native Title Claim Groups’** exercise of statutory powers pursuant to section 62A of the **NTA**. The nomination shall take place in the same manner as the applicant(s) usually make decisions pursuant to section 62A of the **NTA**.
- (c) The applicant(s) shall provide written notice of the nomination under Rule 53.9(a) to the **Pilbara Region Chairperson** prior to or at the **PNTS Annual General Meeting** and, upon receipt of that notice, the nominee shall be deemed to be nominated.
- (d) A nomination under this Rule shall then be submitted for consideration to the next **PNTS Annual General Meeting**.
- (e) In this Rule “applicant” has the same meaning given to it in section 61(2) of the **NTA**.

53.10 Candidates nominated in accordance with Rule 53.9 shall, at each **PNTS Annual General Meeting**, be deemed to be elected and may only be refused election on the grounds provided by these Rules or by any law of a state or territory that governs their application.

Nomination and Election of Generally Elected Committee Members on the Pilbara Committee

Two Year Terms for Pilbara Committee Members

- 53.11 Each **Pilbara Committee Member** shall serve a **Two Year Term** and shall be eligible for re-appointment following the expiry of the term.

Public Officer to Keep Record of Composition and Terms

- 53.12 The **Public Officer** shall keep a record of the **Pilbara Committee Members** and their terms of appointment.

54 Addition or Removal of Native Title Claim Groups

- 54.1 In this Rule “Additional Native Title Claim Group” means a **Native Title Claim Group** not included in the Pilbara Schedule of Claims referred to in Rule 53.1.

Additional Native Title Claim Group Representatives

- 54.2 Subject to Rule 54.3, the **Pilbara Committee** may, from time to time, decide that Additional **Native Title Claim Groups** shall have the right to appoint a **Claim Group Representative**. If the **Pilbara Committee** decides thatA an Additional **Native Title Claim Group** has the right to appoint a **Claim Group Representative**, the **Public Officer** shall amend the Pilbara Schedule of Claims to add the **Native Title Claim Group**.

Criteria for Additional Claim Group Representatives

- 54.3 The **Pilbara Committee** may only decide that an Additional **Native Title Claim Group** has the right to appoint a **Claim Group Representative** where the Additional **Native Title Claim Group**:
- (a) is not a sub-group of any of the **Native Title Claim Groups** which are represented on the **Pilbara Committee**, except where expert advice or a court determination is to the effect that the sub-group is the appropriate native title holding community;
 - (b) meets the **YMBBMAC**'s criteria for being granted full assistance; and
 - (c) has a lodged and registered **Native Title Claim**.

New Pilbara Committee Members

- 54.4 Each new **Claim Group Representative** on the **Pilbara Committee** that is consequentially appointed pursuant to Rule 54.2 shall serve an initial term consisting of one (1) year plus the remainder of the year in which they were appointed and thereafter shall be governed by Rule 53.13.

Loss of Claim Group Representative

- 54.5 Where a **Native Title Claim**, entitled to a **Claim Group Representative**, combines their **Native Title Claim** with another **Native Title Claim** entitled to a **Claim Group Representative** each **Claim Group's Representatives** shall remain on the **Pilbara Committee** until the next **Pilbara Annual General Meeting** and the election of the next **Pilbara Committee**, at and following which time the combined claim ("the Combined Claim") shall be entitled to only a single **Claim Group Representative** on the **Pilbara Committee** and the **Public Officer** shall amend the Pilbara Schedule of Claims accordingly.
- 54.6 Where a **Native Title Claim Group** ceases to meet the criteria for additional **Claim Group Representatives**, as set out in Rule 54.3, then the **Pilbara Committee** by resolution, of not less than three-quarter (3/4) majority, may resolve to remove the entitlement of the **Native Title Claim Group** to a **Claim Group Representative** and the **Public Officer** shall amend the Pilbara Schedule of Claims to remove the **Native Title Claim Group**.

55 Casual Vacancies on the Pilbara Committee

- 55.1 A casual vacancy on the **Pilbara Committee** shall exist if a **Pilbara Committee Member** ceases to be a **Pilbara Committee Member**, or if a **Native Title Claim Group** fail to nominate a **Claim Group Representative** pursuant to Rule 53;
- 55.2 If a casual vacancy exists then the **Pilbara Committee** shall use its best endeavours to appoint a **Pilbara Member** to fill that casual vacancy for the remainder of the vacant **Pilbara Committee Member's** term of membership.
- 55.3 If the vacating **Pilbara Committee Member** is a **Claim Group Representative**, in making an appointment, the **Pilbara Committee** shall use its best endeavours to obtain and follow the instructions of the Applicants from the same **Native Title Claim Group** as the departed **Pilbara Committee Member**.
- 55.4 Rule 53.9(b) shall apply in the observance of Rule 55.3.

56 Pilbara Committee Functions and Duties

Scope of Functions and Duties

- 56.1 Subject always to the control of the **YMBBMAC** in **General Meeting** and the **PNTS General Meeting**, the **Pilbara Committee** shall exercise the powers of the **YMBBMAC** for all matters arising within the **Pilbara Region**.

Power to Consult

- 56.2 In exercising its powers and functions **Pilbara Committee** may consult any person or body whom or which the **Pilbara Committee** considers to have expertise in the matter under consideration.

Duty to Act Honestly and Not Make Improper Use of Information

- 56.3 Each person who is on the **Pilbara Committee** has a duty to act in that position with honesty, diligence and reasonable care in exercising powers and performing functions and duties given under or delegated pursuant to these **Rules**.
- 56.4 Current or former **Pilbara Committee Members** shall not make improper use of information or opportunities received through his or her position in order to:
- (a) gain advantage, either directly or indirectly for himself, herself or for another person; or
 - (b) cause detriment to the **YMBBMAC**, **PNTS** or to another person.

Duty to Disclose an Interest

- 56.5 All **Pilbara Committee Members** have a duty to disclose an interest and must comply with the provisions of Rule 60.

Public Statements

- 56.6 No **Pilbara Committee Member** may make any public statement on behalf of the **YMBBMAC** or **PNTS** unless authorised by the respective committee.

57 Expulsion of Pilbara Committee Members

Pilbara Committee Members May be Expelled

- 57.1 A **Pilbara Committee Member** may be expelled as a **Pilbara Committee Member**, on the basis that he or she has acted in a manner that is detrimental to the interests of the **YMBBMAC** or has not acted in accordance with section 49C of the **Associations Act**.

Resolution of Expulsion

- 57.2 Subject to this Rule a person can be expelled, by a resolution passed by a majority of not less than three-quarters (3/4) of the **Pilbara Committee Members**.
- 57.3 Subject to this Rule, **Pilbara Members** may remove any member of the **Pilbara Committee**, including office bearers before the period of office expires and elect another person to the **Pilbara Committee** at any **Special General Meeting** by simple majority of **Pilbara Members** voting at that meeting.

Resolution Must State Grounds

- 57.4 A resolution of expulsion under Rule 57.2 and 57.3 must state the grounds of the proposed expulsion.

Notice Required

- 57.5 Written notice of a proposed resolution of expulsion must be forwarded to the **Pilbara Committee Member** concerned, not less than fourteen (14) days before the date of the **Pilbara Committee Meeting** at which the resolution is to be determined.

Opportunity to be Heard

- 57.6 A person who the Pilbara Committee proposes to expel under this Rule must be given an opportunity to be heard at the **Pilbara Committee Meeting** at which the proposed resolution of expulsion is to be determined.

58 Pilbara Committee Business and Proceedings

- 58.1 The **Pilbara Committee** shall meet to attend to its business as often as it considers necessary, but at least once each three (3) months. Any four (4) **Pilbara Committee Members** may call a meeting of the **Pilbara Committee**.
- 58.2 The **Chairperson** of the **Pilbara Committee** shall preside over all meetings of the **Pilbara Committee**, but if the **Chairperson** is not present or is not willing or able to take the chair the **Pilbara Committee** may choose a **Chairperson** for the meeting.

Notice

- 58.3 Reasonable notice of each meeting of the **Pilbara Committee** shall be given to each **Pilbara Committee Member**.

Minutes

- 58.4 The **Pilbara Committee** shall ensure that proper minutes of the proceedings of all meetings of the **Pilbara Committee** are maintained.

Meetings by Telephone or Teleconference

- 58.5 A meeting of the **Pilbara Committee** may be held by telephone or teleconference, provided that:
- (a) Each **Pilbara Committee Member** who is taking part in the meeting by telephone or teleconference must be able to hear each of the other **Pilbara Committee Members** who are taking part;
 - (b) At the commencement of the meeting, each **Pilbara Committee Member** must acknowledge his or her presence to all other **Pilbara Committee Members** who are taking part; and
 - (c) No **Pilbara Committee Member** may leave the meeting without obtaining the express consent of the **Chairperson** of the meeting.

Quorum

- 58.6 A quorum for the **Pilbara Committee** shall be half (1/2) plus one (1) of the **Pilbara Committee Members** currently holding office.

59 Sub-Committees

- 59.1 The **Pilbara Committee** may at any time appoint a sub-committee, of at least three (3) people, from the **Pilbara Committee** and shall determine the responsibilities and powers of the sub-committee. Any sub-committee so appointed ceases to exist or have any powers on:
- (a) the expiry of or realisation of any time or purpose fixed by the **Pilbara Committee**;
 - (b) the **Pilbara Committee** by resolution so directing;
 - (c) the **PNTS** in a **General Meeting** by resolution so directing; or
 - (d) the date of the next **PNTS Annual General Meeting** following the appointment of the sub-committee.
- 59.2 Unless otherwise decided by the **Pilbara Committee**, a sub-committee shall:
- (a) have a quorum of three (3) at its meetings, unless the sub-committee resolves that a larger number shall be the quorum; and
 - (b) appoint one of its members to be responsible for calling meetings of the sub-committee and inform the **Pilbara Committee** of the name of the responsible person.

60 Disclosure of Interest

- 60.1 In this Rule "Arrangement" shall include an arrangement or proposed arrangement whereby the **YMBBMAC** provides or may provide assistance or financial benefit to a particular individual or group. Further, a **Pilbara Committee Member** shall be deemed to have an interest in an Arrangement if that person is the applicant for assistance, that person is a member of the group on behalf of which assistance is sought.
- 60.2 No **Pilbara Committee Member** may vote on a motion from which they will or may receive a direct or indirect benefit, without the approval of the other **Pilbara Committee Members**, who do not hold such interest.
- 60.3 To give effect to Rules 60.2 and 60.4 any person on the **Pilbara Committee** must disclose any interest in a contract or Arrangement, or proposed contract or Arrangement, with the **YMBBMAC** at any meeting of the **Pilbara Committee** and, in accordance with section 49D of the **Associations Act**, a record of such disclosure shall be made in the minutes of that meeting.
- 60.4 A **Pilbara Committee Member** who has disclosed an interest may not vote on any motion relating to the contract or Arrangement or proposed contract or Arrangement, without the approval of the **Pilbara Committee**.

Such a person may, subject to Rule 60.5, remain in the room or other meeting place and take part in the discussion and debate on that issue.

60.5 Where a **Pilbara Committee Member** has disclosed an interest in a matter before the **Pilbara Committee**, a majority of the other **Pilbara Committee Members** then present may request that person to leave the room or other meeting place whilst that matter is discussed and debated.

60.6 Without derogating from the generality of the foregoing, where:

- (a) a **Pilbara Committee Member** is an applicant or part of a group that has applied for assistance to the **YMBBMAC** and/or has been granted assistance by the **YMBBMAC** (in this Rule referred to as “the first applicant”);
- (b) the **Pilbara Committee** is considering providing any form of assistance to a different individual or group (in this Rule referred to as “the second applicant”); and
- (c) it is known, or the **Pilbara Committee** has reasonable cause to believe, that there may be a conflict between the first applicant and the second applicant in respect of the matter for which either is applying or has been granted assistance,

then that **Pilbara Committee Member** shall be deemed to have a conflict of interest in respect of that matter and shall be subject to Rules 60.4 and 60.5 above.

61 Office Bearers

61.1 The **Pilbara Committee** shall elect a chairperson (“the **Pilbara Region Chairperson**”) and a deputy chairperson as its office bearers.

61.2 The **Pilbara Region Chairperson** shall be elected by the **Pilbara Committee Members** at the first meeting of the **Pilbara Committee** after the **PNTS Annual General Meeting** and shall be eligible for re-appointment.

61.3 The **Pilbara Committee** may fill any vacancy in the office of an office bearer by appointing another **Pilbara Committee Member**. The **Pilbara Committee Members** appointed in this way shall retain office until the next election of office bearers and shall be eligible for re-appointment under Rule 61.1.

61.4 The **Pilbara Committee** may, by resolution by simple majority, remove an office bearer before the expiration of his or her period of office, and may by simple majority at the same or any other **Pilbara Committee Meeting** appoint another person in his or her place in accordance with Rule 61.3.

62 Rules for PNTS General Meetings

62.1 The **Pilbara Committee** shall determine the place, date and hour of every **PNTS General Meeting**.

Notice

- 62.2 **Notice of PNTS General Meetings**, including the purpose of the meeting, must be given to the **Pilbara Members** at least twenty one (21) days prior to the date of the meeting and in accordance with Rule 19.

Minutes

- 62.3 The **Executive Director** or such other person as the **Pilbara Committee** appoints shall keep, or shall cause to be kept, proper minutes of the proceedings of all **PNTS General Meetings**.

Quorum

- 62.4 No business shall be transacted at any **PNTS General Meeting** unless a quorum of **Pilbara Members**.
- 62.5 Subject to the provisions of Rule 62.7, a quorum of **Pilbara Members** shall be forty (40) **Members**.
- 62.6 Where a quorum is not obtained within two (2) hours after the designated commencement time set for a **PNTS General Meeting** the meeting shall be adjourned to the following day at the same time and place.
- 62.7 The quorum for a **PNTS General Meetings** adjourned under Rule 62.6 shall be those **Pilbara Members** present at the commencement time set for that meeting.
- 62.8 Decisions made at **PNTS General Meetings** shall be binding on the **Pilbara Committee**.

63 PNTS Annual General Meetings

- 63.1 **PNTS Annual General Meetings** shall be held within six (6) months after each 30 June.
- 63.2 The order of business at the **PNTS Annual General Meeting** shall be to:
- (a) confirm the minutes of the last **PNTS General Meeting**, whether the **PNTS Annual General Meeting** or a **PNTS Special General Meeting**;
 - (b) receive from the **Pilbara Committee**, reports concerning the activities and business of the **PNTS**;
 - (c) notify the **PNTS Annual General Meeting** of the **Pilbara Committee Members** deemed elected pursuant to Rule 53.10 and to elect the **Pilbara Committee Members** pursuant to Rule 53.12 who shall hold office as **Pilbara Committee Members** until the next **PNTS Annual General Meeting**; and
 - (d) conduct such other business as the meeting shall determine.

64 PNTS Special General Meetings

- 64.1 The **Pilbara Committee** may call **PNTS General Meetings** in addition to the **PNTS Annual General Meeting**. Such meetings shall be called **PNTS Special General Meetings**.
- 64.2 The order of business at a **PNTS Special General Meeting** shall be to:
- (a) confirm the minutes of the last **PNTS General Meeting**, whether the **PNTS Annual General Meeting** or a **PNTS Special General Meeting**; and
 - (b) deal with all matters for which the meeting was called.
- 64.3 The **Pilbara Region Chairperson** shall, on the written request of five (5) or more **Pilbara Members**, or no fewer than ten percent (10 %) of the total number of **Pilbara Members**, whichever number is greater, call a **PNTS Special General Meeting**. A **PNTS Special General Meeting** called under this Rule must be held as soon as practicable, but not later than ninety (90) days, after the **Chairperson** receives the request.
- 64.4 A request for a **PNTS Special General Meeting** under Rule 64.3 must state the objects of the meeting and must be signed by each of the persons making the request.

65 Voting at all Meetings

- 65.1 Questions arising at any meeting pursuant to these **Rules** shall be decided by a majority of votes. Voting shall be by show of hands unless the meeting otherwise decides.
- 65.2 The **Pilbara Region Chairperson** shall be the chairperson of all meetings at which he or she is present, but if he or she is not present, willing, able or does not wish to take the chair, the deputy chairperson shall be the chairperson for the meeting. If neither the **Pilbara Region Chairperson** nor deputy chairperson is present, the **Pilbara Members** present shall elect a chairperson for the meeting.
- 65.3 At **PNTS General Meetings**, any **Pilbara Member** shall be entitled to appoint another **Pilbara Member** as proxy by notice given to the Public Officer at least twenty four (24) hours before the meeting in respect of which the proxy is appointed (but no **Pilbara Member** shall hold more than 3 proxies). The notice appointing the proxy shall be in the form set out in Appendix One to these **Rules**.

66 Dispute Resolution Procedures

- 66.1 Where a **dispute** arises with the **PNTS** and the **Pilbara Committee** makes a decision under these **Rules** that is adverse to the person or persons about whom the decision is made (in this Rule referred to as “the aggrieved person”), it must send to the aggrieved person a written notice within fourteen (14) days of making the decision.
- 66.2 The written notice referred to in this Rule must:

- (a) state the **Pilbara Committee's** reasons for decision;
- (b) invite the aggrieved person to attend a **Pilbara Committee** meeting in order to discuss the decision;
- (c) invite the aggrieved person to submit such evidence with respect to the subject of the decision, as the person sees fit; and
- (d) state that the aggrieved person may, in lieu of attending the meeting referred to in Rule 66.2(b), make written submissions to the **Pilbara Committee**, prior to that meeting.

66.3 At the meeting referred to in Rule 66.2(b), the **Pilbara Committee** shall, on the basis of all of the material before it, make a decision about the matter in question and shall pass a resolution setting out its decision and record that resolution in the **Pilbara Committee** minutes.

66.4 The **Pilbara Committee** shall, within seven (7) days of its decision as set out in Rule 66.3, forward to the aggrieved person a letter advising the aggrieved person of its decision.

66.5 If the aggrieved person wishes to review this decision then the applicant may request that the **YMBMAC Committee** review the decision.

PART E: TRANSITIONAL PROVISIONS

67 Existing membership

- 67.1 All those persons who were members of the **YMBBMAC** as at the time of the adoption of these **Rules** remain as **Yamatji Members**.
- 67.2 The **PNTS** Steering Committee Members, as set out in Rule 73, shall be the initial **Pilbara Members**.
- 67.3 Under this Part, the expression “Adoption of these **Rules**” means and includes adoption of these **Rules** by the **Members** at a **Special General Meeting** convened for that purpose under the **Rules** then in force and the approval of these **Rules** by the **Registrar**.

68 Initial Yamatji Committee Under These Rules

- 68.1 The initial **Yamatji Committee** shall be the **YMBBMAC** Committee as at the date of the approval of these Rules by the Registrar.
- 68.2 This initial **Yamatji Committee** shall hold office until the first **YLSC Annual General Meeting** after the adoption of these Rules, at which time a new **Yamatji Committee** shall be elected, in accordance with Rule 37.
- 68.3 For the first **Yamatji Committee** elected after the adoption of these **Rules**
- a) half (1/2) of the elected representatives on the **Yamatji Committee**, elected under Rule 37.1 shall serve a **One Year Term**; and
 - b) half (1/2) of the elected representatives on the **Yamatji Committee**, elected under Rule 37.1 shall serve a **Two Year Term**,

so as to ensure that future elections elect only half (1/2) of the **Yamatji Committee Members**. Those **Yamatji Committee Members** to serve a **One Year Term** shall be determined by random ballot at the first **YLSC Annual General Meeting** under these **Rules** at which the **Yamatji Committee** is elected. The ballot shall be conducted in a manner prescribed by the meeting.

69 First YLSC Annual General Meeting

- 69.1 The first **YLSC Annual General Meeting** following the adoption of these **Rules** shall be held in accordance with Rule 46.

70 Initial Represented PNTS Claims

70.1 Subject to these **Rules**, the following **Native Title Claim Groups** shall be entitled to have a **Claim Group Representative** on the initial **Pilbara Committee** after the adoption of these **Rules** and the following shall constitute the initial Pilbara Schedule of Claims:

(a)	Njamal	WAG 6028/98	WC99/8
(b)	Nyangumarta	WAG 6281/98	WC98/65
(c)	Ngarla	WAG 6185/98	WC99/26
(d)	Karriyarra	WAG 6169/98	WC99/3
(e)	Martu Idja Bunjima;	WAG 6278/98	WC 98/62
(f)	Gobawarra	WAG 6173/98	WC 97/43
(g)	Jurruru;	WAG 6007/00	WC 00/008
(h)	Innawonga;	WAG 6285/98	WC 98/69
(i)	IBN;	WAG 6096/98	WC 96/61
(j)	Nyiyaparli;	WAG 6280/98	WC 98/64
(k)	Ngarluma;	WAG 6185/98	WC 98/026
(l)	Yindjibarndi	WAG	WC
(m)	Puutu Kurnti Kurrama Pinikura	WAG	WC 01/5
(n)	Nyamal 2	WAG 6008/98	WC 00/5
(o)	Kurama	WAG6090/98	WC99/092
(p)	Palyku.	WAG 6287/98	WC99/16
(q)	Warrarn	WAG 6003/98	WC95/61
(r)	Birramaya	WAG6051/98	WC 95/60
(s)	Kariyarra Yindjibarndi	WAG6045/98	WC95/53

71 Initial Pilbara Committee Under These Rules

71.1 The initial **Pilbara Committee** shall be the **PNTS** Steering Committee, as at the date of the approval of these **Rules** by the **Registrar**.

71.2 This initial **Pilbara Committee** shall hold office until the first **Pilbara Committee** elected after the adoption of these **Rules**, at which time a new **Pilbara Committee** shall be elected, in accordance with Rule 53.

72 First PNTS Annual General Meeting

- 72.1 The first **PNTS Annual General Meeting** following the adoption of these **Rules** shall be held in accordance with Rule 63.

73 Initial Pilbara Committee and Pilbara Members

- 73.1 The initial **Pilbara Committee** and **Pilbara Members** pursuant to Rules 67.2 and 71 are those persons set out below:

- (a) Charlie Wright;
- (b) Brendon Cook;
- (c) Charlie Smith;
- (d) David Daniels;
- (e) Michael Woodley;
- (f) Guy Parker;
- (g) Roy Tommy;
- (h) Neil Finlay;
- (i) Toby Smirke;
- (j) Diana Robinson;
- (k) Doris Eaton;
- (l) Nora Cooke;
- (m) Douglas Yuline;
- (n) Natalie Parker; and
- (o) Maurice Dalbin.

74 Initial YMBBMAC Committee Under These Rules

- 74.1 The initial **YMBBMAC Committee** following the adoption of these **Rules** shall be elected in accordance with Rule 22.2.

YAMATJI MARLPA BARNA BABA MAAJAABORIGINAL CORPORATION
FORM OF APPOINTMENT OF PROXY

I, _____
(Full Name)

of _____
(Address)

being a Yamatji / Pilbara Member (please cross out the region that does not apply) of
YAMATJI MARLPA BARNA BABA MAAJA ABORIGINAL CORPORATION hereby appoint

(Full Name of Proxy)

of _____
(Address of Proxy)

being a Member of the Yamtji Marlpa Barna Baba Maaja Aboriginal Corporation, as my proxy to
vote for me on my behalf at the General Meeting of the Corporation (Annual General Meeting, as
the case may be) to be held on the:

_____ day of _____ 20____,

and at any adjournment of that meeting.

Signature of Member appointing proxy

Dated

NOTE: A proxy vote may not be given to a person who is not a Member.