

The Rule Book of Moorditj Koort Aboriginal Corporation

ICN 7702

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

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1. Name

The name of the corporation is **Moorditj Koort Aboriginal Corporation**.

2. Objectives

The objectives of the corporation are to:

- Provide consistent and effective holistic, culturally safe, and supportive health and community services to Aboriginal and Torres Strait Islander peoples and others in the Kwinana / Rockingham region and, wherever such a service may be required.
- Promote self-sufficiency among Aboriginal people
- Help and encourage Aboriginal people to renew and sustain their traditional culture and spirituality.
- Establish a range of facilities and services for improving social wellness outcomes for the local Aboriginal community, wherever such a service may be required.
- Partner, consult with and/or coordinate with other groups and stakeholders providing services to Aboriginal people.
- Undertake activities that promotes the role, values, and mission of the organisation.
- Maintain a Public Benevolent Institution which will be a Non-Profit Institution organised for the direct relief of poverty, sickness, suffering, distress, misfortune, disability or helplessness among the Aboriginal and Torres Strait Islander Community which it serves and that is not-for-profit and where all funds and revenue are directed at achieving the objectives of the Corporation.

3. Members

3.1 *Who is Eligible?*

A member must be:

- at least 18 years old
- an Aboriginal or Torres Strait Islander person
- People who usually live in the Rockingham/Kwinana region and have lived there for at least 12 months
- Membership is not open to individuals who are currently an employee or contractor of the corporation

An associate member of the corporation does not need to be an Aboriginal or Torres Strait Islander person and must be:

- at least 18 years old
- have a connection or family ties to an Aboriginal person in the Rockingham/Kwinana region and have lived there for at least 12 months.

Members whose names were included on the corporation register at the time of this rule book coming into effect but do not meet the eligibility criteria retain their membership.

3.2 How to Become a Member or Renew Membership

A person applies in writing via the membership application form as per schedule 1 of this rule book.

A person needs to be eligible under rule 3.1.

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

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

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

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

A person does not become a member until their name is entered on the corporation's register of members. This must be done within 14 days after the Directors accept the membership application. However, the corporation must not enter the person on the register of members until after the relevant general meeting or Annual General Meeting (AGM) has been held if:

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

Membership is renewed annually. Renewal notices are sent to members within 7 days of the end of financial year.

Membership renewals must be returned to the Corporation within 60 days of receipt of renewal notice.

If a member fails to renew their membership within the specified time period the Directors may proceed to cancel their membership.

3.3 *Members' Rights*

A member can:

- attend, speak and vote at general meetings
- be made a Director (if the member is eligible to be a Director—see rule 5.3 on eligibility of Directors)
- put forward resolutions at general meetings, including under rule 4.6
- ask the Directors to call a general meeting under rule 4.3
- look at the members' register of names free of charge
- look at the minutes of general meetings and Annual General Meetings free of charge
- look at the rule book or get a copy (free of charge)
- raise a dispute and have a dispute dealt with using rule 10
- look at the books and records of the corporation if the Directors have authorised it or if the members pass a resolution at a members' meeting which approves it.

3.4 *Associate Members Rights*

An associate member can:

- receive notice of and attend general meetings
- access the following books and records of the corporation:
 - register of members
 - the minutes of meeting of members
 - the Corporations Constitution
 - other documents as required by law.

An associate member is not entitled to:

- vote or speak at any general meetings
- be nominated, elected, or appointed as a Director
- nominate a Director
- propose a resolution at general meetings of members
- call a general meeting
- exercise any other right or privilege enjoyed by a member.

3.5 *Members' Responsibilities*

A member must:

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

Members should also attend general meetings (including Annual General Meetings) or give their apologies.

3.6 *No Membership Fee*

The members of the corporation are not required to pay fees to join or for ongoing membership of the corporation.

3.7 *Liability of Members*

The members do not have to pay the corporation's debts if the corporation is wound up.

3.8 *How to Stop Being a Member*

A person stops being a member if:

- they resign in writing
- they pass away
- their membership is cancelled in accordance with rule 3.10.

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

3.9 *Cancelling Membership*

A person's membership can be cancelled by members passing a special resolution at a general meeting if the member:

- can't be contacted for two years and there is evidence of attempts to contact

The Directors must give the person notice of the cancellation of their membership at the person's last known address as soon as possible after the special resolution is passed.

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

3.10 Directors' Limited Right to Cancel Membership

For grounds not covered by rule 3.9, a person's membership can be cancelled by the Directors passing a resolution at a Directors' meeting if the member is not or stops being eligible for membership as set out in rule 3.1.

To do this, the Directors must:

- write to the member to tell them:
 - the Directors are going to cancel their membership
 - the member has 14 days to object to the planned cancellation
 - if the member objects, they must write to the corporation to say so
- allow the member 14 days to object in writing to the intended cancellation.

If the member does not object, the Directors must cancel the membership by passing a resolution at a Directors' meeting. Then give the former member a copy of the resolution.

If the member objects, the Directors cannot cancel the membership. The membership can only be cancelled by members passing a resolution at a general meeting.

3.11 The Register/s of Members and Former Members

The register/s must contain:

- the names and addresses of members and former members
- the date when each person's name was added to the register
- for former members, the date when they stopped being a member.

The register/s of members and former members must be kept at the corporation's document access address or, if it is a large corporation, its registered office.

The register of members must be made available at the Annual General Meeting.

4. General Meetings and Annual General Meetings (AGM) (Members' Meetings)

4.1 AGM Timing

An AGM must be held before the end of November each year.

4.2 AGM Business

AGM business includes:

- checking the register of members
- confirming the minutes of the previous general meeting
- presenting reports: general, financial, Directors'
- asking questions about how the corporation is managed
- electing Directors (if required)
- choosing an auditor (if required) and agreeing on the fee

4.3 Calling General Meetings

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

The required number of members can request the Directors to call a general meeting.

Number of members in corporation	Number of members required to request a general meeting
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2 to 10 members	= 1 member
11 to 20 members	= 3 members
21 to 50 members	= 5 members
51 members or more	= 10 per cent of members

The members' request must:

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

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

Directors Agree to the Request

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

Directors Apply to the Registrar to Deny the Request

If the Directors resolve that:

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

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

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

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

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

4.4 General Meeting Business

General meetings business includes:

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

4.5 Notice for General Meetings and AGMs

At least 21 days' notice must be given.

Notice must be given to:

- each member individually
- the Directors
- the contact person or secretary

- the auditor (if the corporation has one).

The notice must set out:

- the place, date and time for the meeting
- the business of the meeting
- if a special resolution is being proposed, the exact wording of it
- any technology to be used in the meeting (if required)
- if a member can appoint a proxy.

Notices must be given to each member individually. This can be done by sending by post to their address, by fax, by email or via social media. In addition to individual notice a corporation can also give notice in a manner which follows Aboriginal or Torres Strait Islander custom.

A notice of meeting:

- sent by post is taken to be given five days after it is posted
- sent by fax, or other electronic means, is taken to be given on the business day after it is sent.

4.6 *Members' Resolutions*

The required number of members can propose a resolution by giving notice of it to the corporation.

Number of members in corporation	Number of members required to propose a resolution
2 to 10 members	= 1 member
11 to 20 members	= 3 members
21 to 50 members	= 5 members
51 members or more	= 10 per cent of members

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

The corporation must give notice of the resolution to all members in the same way as rule 4.5.

The corporation must consider the resolution at the next general meeting which is being held more than 28 days after the notice from the members has been given to the corporation.

4.7 Quorum at General Meetings and AGMs

Number of members in corporation	Number of members to make a quorum
2 to 30 members	= 2 members
31 to 90 members	= 5 members
91 members or more	= 10 members

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

4.8 Chairing General Meetings and AGMs

The Directors can elect someone to chair the meeting. If they do not, the members must elect someone.

4.9 Using Technology at General Meetings and AGMs

General meetings and AGMs can be held at more than one place using any technology that gives members a way of taking part but the type of technology to be used must be set out in the notice of meeting.

4.10 Voting at General Meetings and AGMs

Each member has one vote.

The Chairperson has one vote plus a casting vote.

A challenge to a right to vote at a meeting may only be made at the meeting, and must be determined by the Chairperson, whose decision is final.

A resolution is decided by majority on a show of hands unless a poll is demanded under rule 4.11. The Chairperson tells the meeting whether they have received any proxy votes and how they are to be cast.

The Chairperson declares the results of the vote, on a show of hands, or when a poll is demanded.

4.11 Demanding a Formal Count (i.e. a poll)

Either the Chairperson or any member entitled to vote on the resolution can demand a poll. A poll is a formal count of votes.

A poll can be held instead of, or immediately after, a vote decided by majority on a show of hands.

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

4.12 Proxies at General Meetings and AGMs

Members can appoint a person as proxy to attend meetings and vote for them. A proxy form needs to be sent as part of the notice of the meeting package.

Proxies can also speak at meetings and join in demanding a poll. They can vote if their appointment allows them to.

A proxy appointment must contain the member's name and address, the corporation's name, the proxy's name, the meeting where the proxy is going, and it must be signed by the member.

The corporation must receive the proxy's appointment at least 48 hours before the meeting (as stated in the meeting notice).

A person must not be a proxy for more than one member.

4.13 Postponing a General Meeting or AGM

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

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

The Directors must give reasonable notice of the postponement and give each member individually a notice of the postponed meeting setting the new date, time and place.

5. Directors

5.1 *Role of Directors*

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

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

The Directors are required to undergo governance training at the beginning of their appointment and must be through an authorised training provider.

5.2 *Number of Directors*

The minimum number of Directors of the corporation is 3 and the maximum number is 7.

The maximum number of independent or specialist non-member Directors is 2.

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

5.3 *Eligibility of Directors*

A Director (other than a Director appointed under rule 5.7) must be:

- at least 18 years old
- a member of Moorditj Koort Aboriginal Corporation
- an Aboriginal or Torres Strait Islander person living in the Kwinana, Rockingham region
- agree in writing to be appointed as a Director of the corporation
- agree to a criminal history check being completed
- a non-Aboriginal Director can be appointed in accordance with Rule 5.7
- A person is not eligible to become a Director if the person:
 - has been disqualified from managing corporations
 - has had the status of an undischarged bankrupt

- has been convicted of an offence that is punishable by imprisonment for more than 12 months within the last 5 years
- not currently be or have been an employee of the Corporation for at least two years before the date of the meeting at which they are elected
- not more than one person from an immediate family and/or in-laws shall be eligible to be appointed as a Director or hold office as a Director at the same time.

Immediate family and/or in-laws means any living person related in any of the following ways: spouse, de-facto spouse, grandfather, grandmother, father, father in-law, mother, mother in-law, stepfather, stepmother, son, son in-law, daughter, daughter in-law, sister, sister in-law, brother, brother in-law, stepchildren and including adopted family members (over the age of 18).

5.4 Majority of Director Requirements

A majority of Directors of the corporation must:

- be individuals who are Aboriginal or Torres Strait Islander people (only relevant if your rule 5.3 allows non-Indigenous people as Directors)
- usually reside in Australia
- be members of the corporation

The Chief Executive Officer (CEO) will attend board meetings in an ex officio capacity but cannot vote.

5.5 How to Become a Director

The corporation can appoint a Director by the members passing a resolution at a general meeting or Annual General Meeting (AGM).

An independent (non-employee) Returning Officer is appointed by the board prior to the AGM.

The Returning Officer accepts nominations from the floor (Nominations by at least 2 members to be a Director) and the nominee agrees to the nomination.

The Returning Officer provides the membership with the list of nominees and calls for a secret ballot. The Returning Officer is responsible for calculating the outcome of the poll and advising the membership of the successful Directors.

If there is a casual vacancy in a Directorship the other Directors can pass a resolution in a Directors' meeting to fill the vacancy (see rule 5.8).

Before being appointed as a Director, the person must give the corporation their consent in writing to act as a Director.

The corporation must notify the Registrar of the Director's appointment and personal details within 28 days after they are appointed.

5.6 *Directors' Terms of Appointment and Rotation*

Office Bearers are Directors of the corporation and are elected at the Annual General Meeting (AGM).

All Directors (other than those appointed under rule 5.7) are appointed on rotation for two years, so that half the Directors' appointments expire each year. They are eligible to be re-elected.

Newly elected Directors have a term of two years, which ends at the second AGM after they take office. If a Director is replaced during their term, the replacement Director holds office for the remainder of the replaced Director's term.

The AGM minutes must record the term of each Director appointed.

5.7 *Independent or Specialist Non-Member Directors*

The Directors may appoint non-Aboriginal, non-member Directors. Non-member Directors may be selected because they are independent or have skills in financial management, corporate governance, accounting, law, or a field relating to the corporation's activities.

Non-member Directors must give the corporation their written consent to become a Director before being appointed. Non-member Directors are appointed for the term specified by the Directors in their appointment. Non-member Directors cannot be appointed for a term of more than two years, but they can be reappointed.

5.8 *How to Fill Casual Vacancies*

The Directors can appoint a person as a Director to fill a casual vacancy but must refer to the poll roster from the previous Annual General Meeting (AGM). The next highest vote on that list for that vacancy will need to be contacted.

A casual vacancy is where a person stops being a Director before their term of appointment expires (see rule 5.9) and so the position of that Director is vacant.

The person must meet the Director eligibility criteria in rule 5.3 and any criteria that applies to the particular vacancy.

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

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

The members must be notified of any change to the Directorship.

5.9 How to Stop Being a Director

A person stops being a Director if:

- the Director passes away
- the Director resigns in writing
- the Director's term of appointment expires
- the Director is removed as a Director by the members or the other Directors
- the Director is disqualified from managing a corporation
- the Director ceases to be a member

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

5.10 How to Remove a Director

By resolution of the members in a general meeting:

- A notice for a resolution to remove a Director must be given to the corporation at least 21 days before the next general meeting or Annual General Meeting (AGM). (Alternatively, the members can request a meeting (rule 4.3) for the purpose of removing a Director.)
- The corporation must give the Director concerned a copy of the notice as soon as possible.
- The Director can give the corporation a written statement and speak at the meeting. The written statement must be given to everyone entitled to notice of the meeting (see rule 4.5).

By the other Directors:

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

5.11 Directors' and Officers' Duties

The duties are:

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

The business of the corporation is to be managed by or under the direction of Directors. The Directors may exercise all the powers of the corporation except any that the CATSI Act or this Rule Book requires the corporation to exercise in a general meeting.

5.12 Conflict of Interest

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

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

A Director who has a conflict of interest must not:

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

unless they have been granted approval by:

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

5.13 Payments to Directors

Subject to this clause, the Directors may be paid such Director's meeting fees as determined by the Corporation by resolution at a general meeting of members.

The Directors may not receive payment in respect to Rule 8 unless and until the members have passed a resolution at a general meeting and the resolution will expire at the next Annual General Meeting.

The Directors may be reimbursed for travel and other expenses that the Directors reasonably incur in the performance of their duties as Directors and subject to the rules of the Australian Taxation Office in respect to reimbursement of expenses.

Members' approval is not required for reimbursement of expenses.

The Corporation must disclose the remuneration and expenses paid to each Director of the corporation in the audited financial statements published by the corporation annually and as required by law.

5.14 Related Party Benefit

If a corporation wants to give a financial benefit to a Director or other related party (including a spouse, child, or parent of a Director) it must comply with Part 6.6 of the CATSI Act and, where required, follow the procedure to get the approval of the members.

5.15 Delegation of Directors' Powers

The Directors can pass a resolution to delegate any of their powers to:

- another Director
- a committee of Directors
- an employee of the corporation
- any other person or group of people providing advice.

The delegate must follow the directions of the Directors when using the delegated powers.

The exercise of the power by the delegate is as effective as if the Directors had exercised it themselves. This means the Directors are still responsible for what the delegate does with the powers.

Delegates must report to Directors on the exercise of their delegated power.

5.16 *Calling and Giving Notice of Directors' Meetings*

Directors must meet at least every two months.

All Directors must be given reasonable notice of a Directors' meeting.

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

A Director can call a meeting by giving reasonable notice to all the other Directors.

5.17 *Quorum for Directors' Meetings*

A majority of the Directors must be present at all times during the meeting. A majority being fifty percent of the Directors plus one.

5.18 *Chairing Directors' Meetings*

The Chairperson will be the chair for each Directors' meeting.

If the Chairperson is not available, the Vice-Chairperson will proceed with chairing the meeting.

If the Chairperson and Vice-Chairperson are unavailable, the Directors will delegate a chair for the meeting.

5.19 *Using Technology*

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

5.20 *Resolutions by Directors*

Directors pass a resolution at a Directors' meeting by a majority of the votes.

- Each Director (including independent or specialist non-member Directors) has one vote.
- The Chairperson of the meeting also has a casting vote (if required).

Directors can pass a resolution without a Directors' meeting if all Directors sign a statement saying that they are in favour of it or provide an electronic approval.

6. Contact Person or Secretary

The Directors appoint a contact person/secretary.

The contact person/secretary must be at least 18 years old and appointed by the Directors.

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

The contact person/secretary must pass on any correspondence received to at least one of the Directors within 14 days and provide all inward and outward correspondence to the Directors to view at their meeting.

The contact person/secretary must give the corporation their consent in writing to become a contact person/secretary before being appointed.

The corporation must send the Registrar a contact person's/secretary's details within 28 days after they are appointed.

7. Records

The corporation must keep the following records at the corporations registered office or document access address:

- minutes of meetings (in writing or as an audio or video recording)
- rule book (constitution)
- register of members and former members
- names and addresses of Directors, officers and the contact person/secretary
- written financial records.

8. Finances

The corporation must keep written financial records that:

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

The corporation must follow these procedures.

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

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

9. Application of Funds

The corporation is a not-for-profit corporation.

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

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

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

10. Dispute Resolution

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

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

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

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

If the Directors cannot resolve the dispute, it must be put to the members to resolve it at a general meeting.

Seeking Assistance From the Registrar

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

For more information on members' rights see rule 3.3 and rule 3.4.

11. Changing the Rule Book

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

Within 28 days after the resolution is passed, the corporation must send the Registrar a completed Request to change corporation rule book form together with copies of the:

- rule book changes
- special resolution
- minutes of the meeting.

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

12. Gift Fund Rules

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

- to be named 'The Moorditj Koort Gift Fund'
- which must receive gifts of money or property for the purposes (objectives) of the corporation
- which must have credited to it any money received by the corporation because of those gifts.

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

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

Receipts issued for gifts to the gift fund must state:

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

As soon as:

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

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

13. Winding Up

Surplus Assets of the Corporation

Where:

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

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

The surplus assets must not be given to any member or to any person to be held on trust for any member and can only be given to a charitable organisation/s with similar charitable purposes.

Surplus Assets of Gift Funds

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

Schedule 1 Application for Membership Form

Moorditj Koort Aboriginal Corporation

ICN 7702

Application for Membership

This application is for: New Membership Membership Renewal

Full Name: _____ Date of Birth: _____

Address: _____

Email Address: _____ Contact Number: _____

Preferred method of correspondence Post E-Mail

I, _____ (print name) declare that I am eligible for membership.

I am: Aboriginal Torres Strait Islander

Neither Aboriginal nor Torres Strait Islander (consideration for Associate Member only)

If this is a new membership, please provide details relating to your family connection below or by attaching a copy of your family tree or Proof of Aboriginality form:

Signature of Applicant: _____ Date: _____

All the above must be completed, if not this application will not be accepted.

Corporation Use Only:

Application received	Date:
Application tabled at Directors' meeting	Date:
Directors consider applicant is eligible for membership	Yes / No
Directors approve the application	Yes / No
If approved, new members' details added to register of members	Date:
Applicant notified of Directors' decision	Date:

Signature of Chair: _____ Date: _____

Rule Book of the Moorditj Koort Aboriginal Corporation (ICN 7702)

Registered by the delegate of the Registrar on 9 February 2021

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Schedule 2 Consent to Become a Director Form

Moorditj Koort Aboriginal Corporation

ICN 7702

Consent to become a Director

I, _____ (full name of person)

of _____ (residential address, a postal address is not sufficient)

give consent to become a Director of the corporation.

I confirm my date of birth is _____ (date of birth)

and my place of birth was _____ (place of birth)

I acknowledge I am automatically disqualified from managing corporations if I:

- have been convicted of an offence under the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act) that is punishable by imprisonment for more than 12 months
- have been convicted of an offence involving dishonesty that is punishable by imprisonment for at least three months
- have been convicted of an offence against the law of a foreign country that is punishable by imprisonment for more than 12 months
- am an undischarged bankrupt
- have signed a personal insolvency agreement and have not kept to the agreement
- have been disqualified under the *Corporations Act 2001* from managing corporations,

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

Signature

Date

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

The period of automatic disqualification is set out in sections 279-5 and 279-10 of the CATSI Act.

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