



The rule book of Yorgum Aboriginal Corporation

ICN 1747



Contents

1. Name	3
2. Objectives	3
3. Membership of the Corporation	4
4. General Meetings and AGMs (Members' Meetings)	7
5. Directors	13
6. Secretary	19
7. Records	19
8. Finances	19
9. Application of funds	20
10. Gift fund rules	21
11. Dispute resolution	21
12. Changing the rule book	22
13. Winding up	22
Schedule 1 - Application for membership form	24
Schedule 2 - Appointment of proxy form	25

1. Name

The name of the corporation is Yorgum Aboriginal Corporation.

2. Objectives

The Objectives of the corporation are to:

- reduce further domestic violence and sexual abuse by providing counselling services and education programs in the prevention and treatment of family violence, sexual abuse and the underlying issues;
- assist Aboriginal people to deal with personal and social issues that they are confronted with, in order that they may grow and develop within enhance family relationships;
- provide a range of services which are available and responsive to Aboriginal people's needs by working in a respectful way, encouraging clients to determine their own needs;
- provide services to link clients removed from their families through past government policies for family tracing, reunions and support;
- collaborate and liaise with relevant agencies so that clients can be referred in a seamless manner as required;
- ensure that Yorgum works in a holistic framework towards the healing of each individual client under the Aboriginal Terms of Reference;
- encourage self-sufficiency and empowerment amongst Aboriginal people;
- respect and value clients accessing the Service and at all times work in a highly professional and confidential manner;
- research, plan and develop programs, workshops, training and seminars to promote the healing of Aboriginal people;
- encourage community development and identify community issues relevant to Aboriginal individuals, families and community;
- collaborate and negotiate with relevant funding bodies, government and non-government departments, Aboriginal community agencies and other key stakeholders to provide the best service possible to the Aboriginal community;
- to operate and maintain a gift fund to be known as 'The Yorgum Gift Fund' in accordance with the requirements of the *Income Tax Assessment Act 1997*.

3. Membership of the Corporation

3.1 *Who is eligible?*

A member must be:

- at least 21 years' old
- an Aboriginal or Torres Strait Islander person residing in Western Australia.

3.2 *How a person can become a member*

To become a member:

- a person must apply using the prescribed form
- the person needs to be eligible under rule 3.1
- the directors must consider all applications within a reasonable period after they are received and approve successful applications by resolution at a directors' meeting
- 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, the applicant must be informed in writing about the decision and the reasons for it
- a person does not become a member until their name, address and date they became a member is entered on the corporation 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:
 - 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.

Note: An application for membership form is at Schedule 1 of this rulebook

3.3 *Members rights*

A member may:

- attend, speak and vote at general meetings
- nominate for election as a director (if the member is eligible to be a director under these rules)
- put forward resolutions at general meetings that comply with these rules
- ask the directors to call a general meeting in accordance with these rules
- look at the members' register free of charge
- look at the minutes of general meetings and AGMs free of charge
- look at the rulebook or get a copy (free of charge)
- raise a dispute and have a dispute dealt with in accordance with these rules
- look at the books of the corporation if the directors have authorised it or the members pass a resolution at a members' meeting which approves it.

3.4 *Members' responsibilities*

A member must:

- follow the corporation rules
- let the corporation know if they change their address
- treat other members with respect and in accordance with the code of conduct
- whenever possible attend general meetings (including AGMs) or give their apologies.

3.5 *Membership fee*

An annual membership fee shall be \$2.00 and determined by the members by resolution at general meeting from time to time, payable by members before each annual general meeting.

If the annual membership fee is not paid by a member before an AGM, they are ineligible to vote at the annual general meeting and cannot be elected as a director.

If an annual membership fee is not paid after 3 months of the AGM, that person may be removed as a member in accordance with rule 3.9.

3.6 *Liability of members*

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

3.7 How a person can 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 these rules

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.

3.8 Termination of membership

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

- can't be contacted for two years
- misbehaves or displays behaviour that is not aligned with the code of conduct
- is not an Aboriginal or Torres Strait Islander person

The directors must give the person notice of the cancellation of their membership at the person's last known address or most recent email 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.

3.9 Directors' limited right to cancel membership

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 or has not paid their membership fee.

To do this, the directors must:

- write to the member to tell them:

The directors are going to cancel their membership and the reasons for doing so

- the member has 14 days from the time the notice is given to object in writing to the planned 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 and a copy of that resolution being given to the former member.

3.10 Different classes of members

The corporation does not have different classes of members.

3.11 Observers

The corporation does not have observers.

3.12 The register/s of members and former members

The Corporation will maintain a member's register and 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.

The register of members must be made available at the AGM and ask every member attending to check the accuracy of their information and inform Yorgum of any corrections that are required.

4. General Meetings and AGMs (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:

- confirming the minutes of the previous annual general meeting
- presenting reports
- allowing time for members to ask questions about the corporation
- 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 required to call a general meeting.

Number of members in corporation	Number of members required to request a general meeting
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 21 days of receiving the members' request or apply to the Registrar to deny the request on appropriate grounds and inform the contact member of the application.

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
- how 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 via social media or other common communication mediums. 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 three 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 is for ordinary general meetings and AGM's.

If the corporation has been given notice of a members' resolution, it must be considered at the next general meeting that occurs more than 28 days after the notice is given.

4.7 Quorum at general meetings and AGMs

The following table outlines the quorum requirements at a general meeting or AGM

Number of members in corporation	Number of members to make a quorum
30 or less 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 dissolved.

4.8 How to count the quorum

To work out if there is a quorum:

- count each member present at the meeting.
- a member has appointed more than one proxy and each of those proxy holders are at the meeting, count only one of them.
- a member has appointed one or more proxies and the member is also present at the meeting, do not count the member's proxy holders.

4.9 Chairing general meetings and AGMs

The directors must elect a member to chair the meeting. If they don't, or the elected person is unavailable or declines to act, the members must elect a member present to chair the meeting.

4.10 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. If the directors agree to use technology at a general meeting or AGM, the type of technology to be used must be set out in the respective notice of meeting.

4.11 Voting at general meetings and AGMs

Each member and valid proxy has one vote each.

The chairperson has one vote (if he or she is a member) 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 as per these rules. The chairperson will tell the meeting whether they have received any proxy votes and how they are to be cast.

4.12 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.

4.13 Proxies at general meetings and AGMs

Members can appoint another member as their proxy to attend meetings and vote for them.

A proxy appointment must contain the member's name and address, the corporation's name, the proxy's name or the name of the office held by the proxy 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.

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

Note: An appointment of proxy form is at schedule 2 of this rulebook.

4.14 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 or a natural disaster).

The directors can 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 original 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.

4.15 Adjourned meetings

Business at adjourned meetings

Only unfinished business is to be transacted at a general meeting resumed after an adjournment.

Re-notification of adjourned meeting

If a general meeting is adjourned for 30 days or more, at least 21 days' notice must be given to the members, Directors and the secretary or contact person of the day, time and place of when the general meeting will be resumed.

5. Directors

5.1 *Role of directors*

The directors are responsible for the strategic direction of the corporation and guiding it from a broad business perspective on behalf of all members.

The directors are involved in defining the vision and strategic objectives for the corporation. They should be aware of how the corporation and the CEO are meeting the strategic objectives. The director's work with the CEO to set the direction of the corporation.

Directors do not become involved in the operation of the corporation.

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

5.2 *Number of directors*

The number of directors of the corporation is between 3 and 9. This number includes up to 2 independent or specialist non-member directors.

To change the maximum number of directors, members need to pass a special resolution at a general meeting or AGM to change the rulebook.

5.3 *Eligibility of Directors*

To be considered for appointment as a director (other than a director appointed under rule 5.6) a candidate must be:

- at least 21 years' old
- a member of the corporation
- an Aboriginal or Torres Strait Islander person residing in Western Australia.

The chief executive officer (CEO) may be a director but cannot chair directors' meetings.

A person is not eligible to become a director if the person:

- has been disqualified from managing a corporation
- has been convicted of a criminal offence in the last three years.

5.4 Majority of director requirements

A majority of directors of the corporation must:

- be individuals who are Aboriginal or Torres Strait Islander people
- be members of the corporation
- not be employees of the corporation.

5.5 How to become a director

Elections to fill vacancies created by the natural expiry of directors occur at the AGM. If a vacancy exists, the notice of meeting will also include a nomination form for members who may want to stand for election.

If a director ceases to be a director before the natural expiry of their term, there is a casual vacancy and the other directors can pass a resolution in a directors' meeting to fill the vacancy with a person who meets the criteria for directorship as set out in these rules until the natural expiry of that position.

Before being appointed as a director, a 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

Directors (other than those appointed to a casual vacancy) are elected for 2 years. They must retire at the end of the second year AGM after they take office. They are eligible to be re-elected.

5.7 Independent or specialist non-member directors

Independent or specialist non-member directors may be appointed because they are independent and have specialist skills valuable to the corporation's activities.

The directors may appoint independent or specialist non-member directors by passing a resolution in a directors' meeting.

Before being appointed as an independent or specialist non-member director, the person must give the corporation their written consent to become a director.

Independent or specialist non-member directors must be confirmed by resolution at the corporation's next AGM after their appointment, otherwise they cease to be a director at the conclusion of that AGM.

Eligibility for appointment as a specialist director is on the basis of expertise in a specific field. Candidates must hold a postgraduate professional qualification and have extensive experience in their area of expertise.

5.8 *How to stop being a director*

5.8.1. 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, but was a member when they became a director.

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

5.9 *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 a general meeting or AGM.
- 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 unless it is.

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 explanation.
- 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 which must be provided to the former director as soon as practicable after the resolution has passed.

5.10 *Misconduct or contravention of the code of conduct by board members*

Should a board member behave inappropriately or in direct contravention of the code of conduct the CEO and the board have the right to call for an independent review.

The independent review would include:

- a formal review of all documents or evidence in relation to the matter
- interviews with any persons that had been subjected to the inappropriate behaviour or behaviour that contravenes the code of conduct

The outcome of the review will be determined by the independent reviewer and may include:

- instructions for formal independent mediation
- formal communication in relation to the behaviour and its outcomes
- recommendations to the board for removal of the board member in accordance with the requirements of the CATSI Act and this rule book

5.11 *Directors' and officers' duties*

The duties of directors and officers include:

- 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
- a duty not to improperly use position or information
- a duty to not trade while insolvent.

5.12 *Conflict of interest*

A director who has, or thinks they may have, an 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 material personal conflict of interest must not:

- be present at a directors' meeting while the matter in question is being considered, or
- 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 that;
- identifies the director, the nature and extent of the director's interest in the matter and its relation to the affairs of the corporation; and
- states that those directors are satisfied that the interest should not disqualify the director from voting or being present or
- the Registrar in writing.

5.13 *Payments to directors*

A director may be paid sitting fees for their work as directors as determined by a resolution in general meeting.

Out-of-pocket expenses for travel, meals and accommodation can be provided or reimbursed to directors in the undertaking of Yorgum business.

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 upon agreement by resolution of the board.

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 four times per year.

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

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.

5.18 *Electing a Chair*

There must be a chair elected for the Board.

If the person elected as chair is not available, then the directors must elect a director present to chair the meeting (other than the CEO).

The directors may remove a chair (but not their appointment as a director) by a resolution of the directors.

5.19 *Responsibilities of the chair*

The chair or other directors appointed by resolution of the board is responsible for providing regular guidance, review and assistance to the CEO, being available for corporation duties at the request of the CEO and attending meetings with stakeholders when requested and able.

5.20 *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.

5.21 *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.

6. Secretary

The directors must appoint at least one Secretary to provide information and support for the board.

The secretary must be at least 18 years old.

The secretary must give the corporation a signed consent to act as secretary before being appointed which must be kept by the organisation

A secretary holds office on the terms and conditions (including as to remuneration) that the directors determine.

The secretary must pass on any correspondence received to at least one director within 14 days.

The secretary will take the minutes at the Board meetings and provide copies to the Board within 4 days of a board meeting

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

7. Records

The corporation must keep the:

- minutes of meetings
- rule book (constitution)
- register of members and former members
- names and addresses of directors, officers and the secretary

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.

When the corporation is a trustee it must also keep written financial records for the trust.

- All accounts must be approved for payment at a directors' meeting or in accordance with valid delegations.
- All cheques, withdrawal forms, electronic funds transfer (EFT) transactions, 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

The board is responsible for ensuring that the CEO has good financial governance in place and monitoring the financial health of the organisation.

9. Application of funds

The corporation is a not-for-profit corporation.

The directors can strategically guide the CEO and the management team in the use of money and property of the corporation to carry out its objectives

The directors cannot directly or indirectly give any money or property of the corporation to members of the corporation or any other person. 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. Gift fund rules

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

- to be named ‘The Yorgum Aboriginal Corporation 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*.

11. 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 rulebook, 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.

12. Changing the rule book

The rulebook can be changed by the members passing a special resolution at a general meeting or an 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 copies of the:

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

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

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

The funding bodies will be provided with information on the windup and distribution of assets

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

Yorgum Aboriginal Corporation ICN: 1747

Application for membership

I, _____ (first and last name of applicant)
of, _____ (address of applicant)
Suburb, _____
Email Address, _____
Contact Number, _____

Apply for membership of the corporation.

I declare that I am eligible for membership.

- At least 21 years' old
- Aboriginal
- Torres Strait Islander

Signature of applicant _____

Date _____

Corporation use only

Application Received	Date:
Application tabled at directors' meeting held on	Date:
Directors consider applicant is eligible for membership	Yes / No
Directors enter name, address and date on register of members	Date:
Directors have sent notification of directors' decision to applicant	Date:

Schedule 2 - Appointment of proxy form

Yorgum Aboriginal Corporation ICN: 1747

Appointment of proxy

I, _____ (full name of member)

of _____ (address of member)

am a member of the corporation.

I appoint _____ (full name of proxy)

of _____ (address of proxy)

as my proxy to vote for me on my behalf at the general meeting of the corporation

(annual general meeting or other general meeting, as the case may be to be held

on _____ (insert date of meeting, and at any adjournment
of that meeting.

(Signature of member appointing proxy)

(Date)

NOTE: A proxy vote may be given to people listed at rule 4.12.
(For more about proxies see rule 4.12 and section 201-90 of the Corporations
(*Aboriginal and Torres Strait Islander*) Act 2006).

Please return your completed form for the corporation **at least 48 hours before**
the meeting.