



Njernda Aboriginal Corporation ICN 1274

Notice of Annual General Meeting

This is to advise you of the upcoming annual general meeting (AGM) of the members of Njernda Aboriginal Corporation. Please note that Members are unable to appoint a proxy for this meeting.

Time: 5:00pm – 7:00pm

Date: Friday 29th November 2024

Place: Echuca Moama Uniting Church, 115 – 117 Hare Street, ECHUCA (Note: No online availability)

Agenda

Item	Description
1	Welcome, Attendees and Apologies: 1.1 Confirm the Chairperson for the AGM 1.2 Attendees 1.3 Apologies 1.4 Member Register Check
2	Minutes of the previous AGM: 2.1 Confirmation of previous AGM minutes 2.2 Report on matters arising from previous AGM
3	Presentation on Corporation Reports: 3.1 Annual Report 3.2 Directors' report 3.3 Financial report 3.4 Auditor's Closing Report
4	Members Discussion 4.1 Members discussion on the Management of the Corporation
5	Decision Matters 5.1 External Auditor Appointment and Fee Approval 5.2 Dispute Resolution Director/Member 5.3 Election of 4 Vacant Director Positions 5.4 Remuneration of Board Directors
6	Other Matters 6.1 General Business
7	7.1 Meeting close

A nomination form is enclosed with this notice for members interested in nominating for 4 Vacant Director Positions. The form must be submitted to Njernda by COB Friday 22nd November.

Submit to: Njernda Board - 51-55 Heygarth St Echuca / PO Box 201 Echuca VIC 3564 OR
ThereseS@njernda.com.au

SCHEDULE 2—NOMINATION/CONSENT TO BECOME A DIRECTOR

NJERNDA ABORIGINAL CORPORATION

ICN: 1274

Nomination / Consent to become a director

ALL SECTIONS OF THIS FORM MUST BE COMPLETED

SECTION A – PERSONAL DETAILS

I, _____ (print full name)
_____ (print residential
address, a postal
address is not
sufficient)
of: _____
Phone: _____ (print telephone
number)
Email: _____ (print email
address)

nominate and, if appointed, give consent to become a director of the Corporation.

I confirm my date of
birth is

_____ (date of birth)

and my place of birth
is

_____ (place of birth)

And my Director

Identification Number is

_____ (director
identification
number)

SECTION B – DISCLOSURE OF INTERESTS

I also set out the following as standing notice to the Directors of the Corporation under Rule 6.16 and section 268-1 and 268-10 of the Act regarding directors duty to disclose material personal interests that might conflict with the interests of the Corporation):

1. I have the following interests in contracts or proposed contracts with the Corporation:

2. I declare I have the following associations with other Corporations or businesses (Please state the name of the entity and your role in it, eg member, partner, owner, officer, shareholder):

3. I hold the following appointments whereby duties or interests might be created in conflict with my duties as a Director of the Corporation:

4. I set out below any other material personal interest which relates to the affairs of the Corporation:

SECTION C – RELEVANT EXPERIENCE AND/OR QUALIFICATIONS

(insert details of relevant experiment/qualifications for the role of director)

SECTION D – ACKNOWLEDGEMENTS AND SIGNATURE

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* (the 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;
- are an undischarged bankrupt;
- have signed a personal insolvency agreement and have not kept to the agreement; and
- have been disqualified under the *Corporations Act 2001* from managing corporations.

and I will notify the Corporation within 14 days if any of the above events occur after my appointment.

I **acknowledge** that my appointment as a Director is subject to the Rules of the Corporation and the Act.

In circumstances where this form has been completed to nominate for a member director position, I **consent** to this form and my resume being sent to members as set out in rule 6.6 of the rule book on the basis that all personal information in Section A (other than my name) is redacted.

I **confirm** that I meet the eligibility criteria to be appointed a Director as detailed in:

For Member Directors – Rule 6.4, being:	For Independent Specialist Directors – Rule 6.7, being:
is a Full Member of the Corporation	is not a Member of the Corporation or have any financial or familial interests in it
has consented in writing to be appointed as a Director of the Corporation using the form set out in Schedule 2 to these Rules	Is an Aboriginal and/or Torres Strait Islander person
has demonstrated knowledge and experience in the areas of health, finance, governance, law and/or another area that is relevant to the objectives of the Corporation as set out in rule 2	is at least 25 years of age
within one month of appointment provides a Director Identification Number. If a Director Identification Number is not provided within one month of appointment the Committee Member appointment is terminated immediately	within one month of appointment provides a Director Identification Number. If a Director Identification Number is not provided within one month of appointment the Committee Member appointment is terminated immediately
Has a current Working with Children check or within two months obtains a Working with Children Check. If a Working with Children check is not provided within two months of appointment the Member Director's appointment is terminated immediately	Has a current Working with Children check or within two months obtains a Working with Children Check. If a Working with Children check is not provided within two months of appointment the Director's appointment is terminated immediately
is not an employee at their time of appointment, during their appointment or within 12 months prior to their appointment as a director	is not an employee of the Corporation or any subsidiary of the Corporation
within two months of appointment, obtains a National Police Certificate. If a National Police Certificate: <ul style="list-style-type: none"> • is not provided within two months of appointment • records a Serious Offence within the last 10 years • records pending charges for a Serious Offence • records a conviction for a Serious Offence during the term of appointment the appointment as a Director is terminated immediately	was not an employee of the Corporation or any subsidiary of the Corporation within the previous 2 years
within one month of appointment, signs the Director's Confidentiality Agreement. If a signed Director's Confidentiality Agreement is not provided within one month of appointment the Member Director's appointment is terminated immediately	has not worked for or been paid by the Corporation for services in a period of 12 months before their appointment
within one month of appointment, sign the Directors Code of Conduct. If a signed Directors Code of Conduct is not provided within one month of appointment the Member Director's appointment is terminated immediately	within one month of appointment, obtains a National Police Certificate. If a National Police Certificate: <ul style="list-style-type: none"> • is not provided within two months of appointment • records a Serious Offence within the last 10 years • records pending charges for a Serious Offence • records a conviction for a Serious Offence during the term of appointment the appointment as a Director is terminated immediately
has completed suitable governance training either prior to their election or appointment or within a period of six months following their election or appointment	is independent and have demonstrated skills in financial management, corporate governance, accounting, law or the health sector

	Do not owe the Corporation more than \$1,000, or if so, such debt has been approved by members in accordance with Part 6.6 of the Act		gives the Corporation their written consent to become a director before being appointed in the form set out at Schedule 2 of these Rules
			signs the Director's Confidentiality Agreement and Director's Code of Conduct prior to appointment
			has completed suitable governance training either prior to their appointment or within a period of six months following their appointment

Signature of

person: _____

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