



BUNURONG LAND COUNCIL

ABORIGINAL CORPORATION
ICN 3630 (under special administration)

NEWSLETTER 1 SEPTEMBER 2023

Dear members, traditional owners and other interested people

My name is Peter McQuoid and on 11 September 2023 the Registrar of Indigenous Corporations, Tricia Stroud, appointed me as the special administrator for Bunurong Land Council (Aboriginal Corporation) ICN 3630. The appointment of a special administrator was made for a period of 6 months. It is due to end on Friday, 15 March 2024.

While I'm in this role I'll send regular newsletters to let you know what I'm doing to help get your corporation back on track. This is the first.

During the special administration, I will keep you informed of progress through regular newsletters and information meetings. These newsletters and all meeting notices will be available on the public Register of Aboriginal and Torres Strait Islander Corporations at oric.gov.au – use the 'Find a corporation' tool, search using **Bunurong** and follow the link to 'documents'.

What is special administration?

A special administrator is an independent, suitably qualified person who works in the best interests of the corporation and its members. The special administrator helps to fix problems such as money trouble, service delivery problems or poor governance.

Only the Registrar can appoint a special administrator. This form of assistance is unique to the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act).

Special administration differs from other types of external administration in that the special administrator's aim is to work with the corporation to fix internal problems and restore it to good health. When I achieve that, I will appoint a new board of directors and hand back control of the corporation to its members.

Registered Aboriginal Party

Bunurong is an appointed Registered Aboriginal Party (RAP) and has cultural heritage responsibilities under the *Aboriginal Heritage Act 2006* (Vic) over its appointed area. The corporation will continue to operate as a RAP during this period of special administration. The corporation will not lose its RAP registration / status because a special administrator has been appointed. The *Aboriginal Heritage Act 2006* was amended in September 2022 to allow for a special administrator to be appointed and for the corporation to retain its RAP registration.

Why is Bunurong Land Council under special administration?

Bunurong is under special administration because the Registrar of Aboriginal and Torres Strait Islander Corporations formed a view that the corporation was not being governed effectively or in the best interests of the corporation and its members. Problems with governance and financial management have been going on for some time. The corporation hasn't successfully held an AGM for the past 2 financial years, denying members their right to elect directors to govern the corporation on their behalf. The Registrar issued a compliance notice in November 2022 directing it to hold an AGM in December 2022, but the directors failed to comply with this notice. In March 2023 the Registrar appointed examiners to check the corporation's books. The examiners confirmed poor standards of corporate governance and financial management, likely arising from long-standing dysfunction and factions among key roles in the corporation.

The Registrar issued a show cause notice to the board providing them an opportunity to explain the issues and how they would address them however, the response from the board wasn't enough to satisfy the Registrar that the problems would be addressed.

Where are we now?

There are 3 stages to a special administration:

STAGE & ACTION	STATUS
1 Take control of the assets, including bank accounts; build a complete picture of issues and challenges; and establish a clear plan of action.	IN PROGRESS
2 Restore good operational order.	IN PROGRESS
3 Prepare the corporation for return to members control.	NOT STARTED

Stage one of the special administration is almost finished and I am commencing stage 2.

I am pleased to advise that with the support of the members, staff, community all services will continue to operate at Bunurong. It is business as usual at Bunurong. There will be no interruptions

to business services offered by the corporation during the period of special administration. My job is to restore good operational practice and then to prepare the corporation to be handed back to member control.

Special Administration Corporation Advisory Group

Your path to Bunurong board membership

I am in the process of establishing a special administration corporation advisory group (CAG). The advisory group will help me to make sound decisions during the special administration for the welfare and governance of the corporation.

Members of the special administration advisory group will be people who want to be considered for a future position on the board and who have the skills required to guide and strengthen the leadership, business and development of the corporation.

You are invited and encouraged to nominate your interest in joining the CAG using the **attached form**. During the special administration, the advisory group will help me:

- review the corporation's rules with a view to putting in place better mechanisms for good governance
- look at ways the corporation's rules can be amended to reflect the interests of all members
- review new membership applications
- consider how best to strengthen the corporation, develop the capability of its future board and improve its administration systems.

At the conclusion of the special administration, I will appoint members from the CAG to the new Bunurong board, to lead the governance, strategy and commercial oversight of Bunurong in its important role as a Registered Aboriginal Party (RAP).

I will keep accepting nominations for the special administration advisory group well into the special administration but encourage you to nominate your interest as soon as possible.

Other activities

Rule book review

With the help of ORIC staff I will commence the process of converting the corporation's rule book to a simplified, condensed version. I will place the first draft of this on the ORIC website. I will also review a number of the clauses about membership and board eligibility with the advisory group members to see if they require amending.

On-site engagement

During the special administration I will visit the corporation during the fourth week of each month. During this time, I will meet with staff to review progress and when established also meet with the advisory group members.

Bunurong Corporate Recovery Team

I have brought in a team of corporate recovery experts to work with existing staff to bring about positive change for the corporation and ensure its long-term future.

- **Human Resource** – Kelli Dragos from Abundance HR. Kelli is part of the special administration team and will be working with staff to ensure position descriptions and contracts are in place. Kelli will also work with our industrial relations lawyers to clear up any claims which had been made against the corporation by former staff members.
- **Recruitment, leadership structure and board development** – Keith Mackay from KMSearch. Keith is part of the special administration team and will oversee the recruitment of a new permanent CEO. He will also commence recruiting the corporation advisory group (CAG) from the membership body and start a search for

specialist independent members. Keith will also provide training for the directors-elect on the role of directors and how to performance manage a CEO.

- **Industrial Relations** – Adrian Barwick from Williamson Barwick. Adrian is part of the special administration team. Adrian will take over any industrial relations claims against the corporation. Adrian will also work on reviewing and where necessary creating employment contract templates for management positions and staff generally.

Information meeting

Throughout the special administration we will hold information meetings. These meetings are an opportunity to hear from us about the work we're doing and for people to ask questions.

Information meetings are open to all corporation members and other interested people except for media.

I will be holding an information meeting on 3 October 2023. The notice of meeting is attached to this newsletter.

DATE: Tuesday, 3 October 2023

TIME: 5.30pm

PLACE: Functions By The Bay, Davis Room
Cnr Plowman Place & Young Street
Frankston VIC

All interested persons are encouraged to attend. Representatives from ORIC will be there and available to answer questions.

Many thanks,
Peter
Special administrator

14 September 2023

SPECIAL ADMINISTRATOR



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MORE ON SPECIAL ADMINISTRATION

The Registrar has a fact sheet, *Special administrations: what members and directors need to know* – see oric.gov.au/special-admins or call 1800 622 431.



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ABORIGINAL CORPORATION
ICN 3630 (under special administration)

NOTICE OF INFORMATION MEETING

Members and other interested people

are invited to an information meeting of the special administration of Bunurong Land Council (Aboriginal Corporation) (under special administration).

The meeting is not only for members. It's a chance to be informed, ask questions and enjoy some fellowship. Media cannot attend this meeting.

Tricia Stroud, the Registrar of Aboriginal and Torres Strait Islander Corporations will be present and happy to respond to any questions.

The meeting will be live streamed to allow people to hear and see the meeting proceedings from a personal computer or smart phone. Details of how to log into the meeting will be provided via the corporation's website and emailed to members.

This is an opportunity for you to discuss the special administration and your corporation's future. Please come along. Light refreshments will be provided.

No financial support is available to attend this meeting.

Peter McQuoid
Special administrator

14 September 2023

DATE: Tuesday, 3 October 2023

TIME: 5.30pm

PLACE: Functions By The Bay,
Davis Room
Cnr Plowman Pl & Young St
Frankston VIC

Agenda

1. Checking the register of members
2. Role of the special administrator and aim of the special administration
3. Progress to date
4. Next steps
5. Asking questions about the corporation and the special administration



BUNURONG LAND COUNCIL

ABORIGINAL CORPORATION

NOMINATION TO BE IN THE SPECIAL ADMINISTRATOR'S ADVISORY GROUP

My name is: _____

I nominate myself for the special administrator's advisory group.

My relevant background and experience is:

My contact details

Email:

Phone:

Address:

Signature:

Date:

Please return your form to Keith Mackay at KM Search by email to:
k.mackay@kmsearch.com.au

For more information call Keith Mackay on 07 3289 6071