

WWBL WY DIRECTOR NOMINATIONS

Winja Wajarri Barna Limited (WWBL) is seeking nominations for (up to) 5 Wajarri Yamaji (WY) Directors and encourages applications from Minangu, Ngoonooru, Byro & Burringurrah/Milly Milly Land Groups.

Meetings & Duties

WY Directors have a vitally important role in overseeing WWBL and must be committed to complying with the duties imposed by law and act in the best interests of WWBL. Board meetings are currently conducted bi-monthly, on an alternating basis between Geraldton and Perth and/or using videoconferencing facilities, with additional meetings if required.

Eligibility

Applicants **MUST** meet the eligibility requirements to be considered as a WY Director. Requirements are outlined in Chapter 8 of the WWBL Constitution. A copy of these requirements is outlined below.

How to apply

To express your interest in becoming an WWBL WY Director the following is required:

1. Current resume and any other relevant documentation
2. Completed Nomination Form (attached)
3. Completed Consent to Act Form (attached)

Please also note, if your application is successful, within 14 days and prior to commencement as a Director, you will need to provide:

- a current (within last 12 months) Police Clearance certificate; and
- Director ID, from the Australian Business Registry Services.

Please submit the above to the Wajarri Community Office via email trustsecretary@wajarri.com.au or in person to the Wajarri Community Office located at 70 Forrest Street, Geraldton.

Incomplete applications or applications submitted after the expression of interest closing date and time of 4.00pm on Tuesday 12th September 2023 will not be considered.

Eligible nominations will be presented to the membership for election at WYAC's 2023 AGM.

Expressions of Interest close

4pm Tuesday 12th September

Extract of the WWBL Constitution Chapter 8.5.2

Eligibility for appointment as a WY Director

8.5.2 WY Director

- a) Subject to sub-rule (c), a person is only eligible for the appointment of WY Director of the Company if the person is able to demonstrate the following qualifications:
- i) financial literacy;
 - ii) leadership experience;
 - iii) experience with directorships and boards;
 - iv) commitment to uphold all the legal duties, responsibilities and obligations of a Director;
 - v) absence of conflicting commitments;
 - vi) standing and respect within the WY People;
 - vii) is not a director of the Approved Body Corporate at the time of appointment as a Director; and
 - viii) is of high repute and recognised integrity; and:
 - A. is not a person who is not permitted by the Corporations Act (or an order made under the Corporations Act) to be a director;
 - B. has not been disqualified (either automatically or by Court order) from managing corporations under:
 - a. Part 2D.6 of the Corporations Act, without permission or leave to manage the Company being granted under section 206F or 206G; or
 - b. Part 6-5 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (Cth), without permission or leave to manage the Company being granted under section 279-30 or 279-35;
 - C. has not been disqualified (either automatically or by Court order) from managing corporations, or from doing anything else contemplated by the role of WY Director, under any other applicable law;
 - D. is not a person who has been convicted of an offence against or arising out of a law of the Commonwealth, a State, a Territory or a foreign country, being an offence in respect of dishonest conduct (including fraud), other than where:
 - a. 20 years has passed from the time of conviction; or
 - b. 10 years has passed from the time of conviction; and

- The conduct resulted in a term of actual imprisonment of less than three months; or
- The conduct resulted in a fine of less than \$5,000.

Note: Part 2D.6 of the Corporations Act and Part 6-5 of the *Corporations (Aboriginal Torres Strait Islander) Act 2006* (Cth) outline the nature of prior convictions that would disqualify a person, for example a conviction of an offence involving dishonesty that is punishable by imprisonment of at least 3 months; and

- E. is able to produce an acceptable Police Clearance Certificate to the board of directors.
- b) An individual who has previously held office as a director of the Approved Body Corporate may be given preference as a WY Director of the Company.
- c) To avoid doubt, a person is not required to be a Member in order to be eligible for the appointment of WY Director of the Company, provided that person satisfies the eligibility requirements of this rule.
- d) If a person who is eligible to be appointed as a WY Director is not able to demonstrate every qualification but expresses a willingness to learn and attain that qualification, the Members in their discretion may accept the person's nomination for Director subject to the following conditions:
- i) the person must undertake appropriate training to attain that qualification and the Corporation will meet the expense of the training and otherwise provide full support and encouragement of the person and his or her efforts to achieve the requisite qualifications;
 - ii) the person may act as Director for 12 months while undertaking the training; and
 - iii) the Members may terminate the appointment after 12 months if the Members determine that satisfactory progress was not made by the person towards achieving the requisite qualifications.
- e) If a nominee for WY Director is not willing or able to learn or attain the qualifications in accordance with sub-rule 8.5.2(a), the Members in their discretion may accept the person's nomination for Director if there remains, at all times, at least 2 WY Directors on the Board that satisfy sub-rule (a) and (b) above.
- f) Regardless of 8.5.2(a) to (c), all WY Directors must undertake ongoing and appropriate governance training in accordance with rule 8.11.2.



WINJA WAJARRI BARNALIMITED (WWBL) (ACN 163 839 343)

CONSENT TO ACT AS A WY DIRECTOR

Information under Chapter 8 and Rule 8.5.2 of the WWBL Constitution

I, the undernamed person, hereby consent to act as a WY Director of WWBL in accordance with Rule 8.5.2 and declare that I meet the requirements under Chapter 8 of the WWBL Constitution:

Full Name: (including any middle names)	
Land Group: (Please circle)	Minangu Ngoonooru Byro Burringurrah/Milly Milly
Former maiden name: (if applicable)	
Residential Address:	
Date of Birth:	
Place of Birth:	

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

1. 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;
2. have been convicted of an offence involving dishonesty that is punishable by imprisonment for at least three months;
3. have been convicted of an offence against the law of a foreign country that is punishable by imprisonment for more than 12 months;
4. am an undischarged bankrupt;
5. have signed a personal insolvency agreement and have not kept to the agreement; or
6. 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 within a reasonable time.

Signature:			
Printed Name:		Date:	



WWBL WY DIRECTOR NOMINATION FORM

Please complete and submit this form by no later than 4.00pm Tuesday 12th September either via email to Kerryn Hay trustsecretary@wajarri.com.au or in person at the Wajarri Community Office, 70 Forrest Street, Geraldton, WA, 6531

Full Name:			
Phone:		Email:	
Employer Name:			
Your Job Title:			
Police Clearance attached?	Y / N	Director ID Number attached?	Y/N
Have you checked you meet the eligibility criteria (Clause 8.5.2 above)?	Y / N	Resume Attached?	Y/N
Previous Committee/Board represented (if any):			
Organisation	Role/Title	Dates of Service	
Why are you interested in serving as a WY Director Winja Wajarri Barna Limited?			

Have you previously had any involvement with Winja Wajarri Barna Limited? If yes, in what capacity?

How do you feel Winja Wajarri Barna Limited would benefit from your involvement on the Board?

Please list any groups, organisations or businesses that you could serve as a liaison to on behalf of Winja Wajarri Barna Limited.

I, _____ wish to nominate for appointment as a WY director of Winja Wajarri Barna Limited. I believe that I meet the Eligibility Criteria required to be considered for a Director role.

Signed: _____

Date: _____