



SOUTH WEST  
NATIVE TITLE SETTLEMENT

**TRANSITION  
PROGRAM:  
CENTRAL  
SERVICES  
CORPORATION  
2019**



South West Aboriginal  
Land & Sea Council





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**IMPORTANT:** The material in this publication contains photos of deceased people and has been included with permission from the family. It is not our intention to offend any persons and would like to respect our people's contribution to our Noongar community.



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## INTRODUCTION

The purpose of this Transition Program is to provide a documented plan to assist the Noongar people to understand the role and establishment of the Central Services Corporation under the South West Native Title Settlement (Settlement).

The Settlement area includes land covered by the eight registered Noongar native title claims.

The terms of the negotiated Settlement are in the form of six separate **Indigenous Land Use Agreements (ILUAs)** (Document 1). The six ILUAs generally encompass the entire area of the eight registered Noongar native title claims.

The Agreement Groups as described in the ILUAs are:

1. Ballardong People
2. Gnaala Karla Booja and Harris Family
3. South West Boojarah #2 and Harris Family
4. Wagyl Kaip and Southern Noongar
5. Whadjuk People
6. Yued

The ILUAs prescribe that six Regional Corporations are to be established, one in each of the ILUA regions and one Central Services Corporation to support the Regional Corporations.

The activities that occur during the Transition Period are guided by the **Transition Principles** (Document 2) which were included in the ILUAs. The Transition Principles were negotiated to encourage maximum Noongar Community participation in the development of the Central Services Corporation and Regional Corporations and require that this will be achieved through the development and implementation of a well-defined Transition Program. The Transition Principles ensure that there is a transparent and accountable process undertaken to establish, identify and appoint the first Central Services Corporation and Regional Corporations.

The Settlement also provides for the establishment of the Noongar Boodja Trust (Trust), which will be established solely for the purpose of providing money, property or benefits to the Regional Corporations

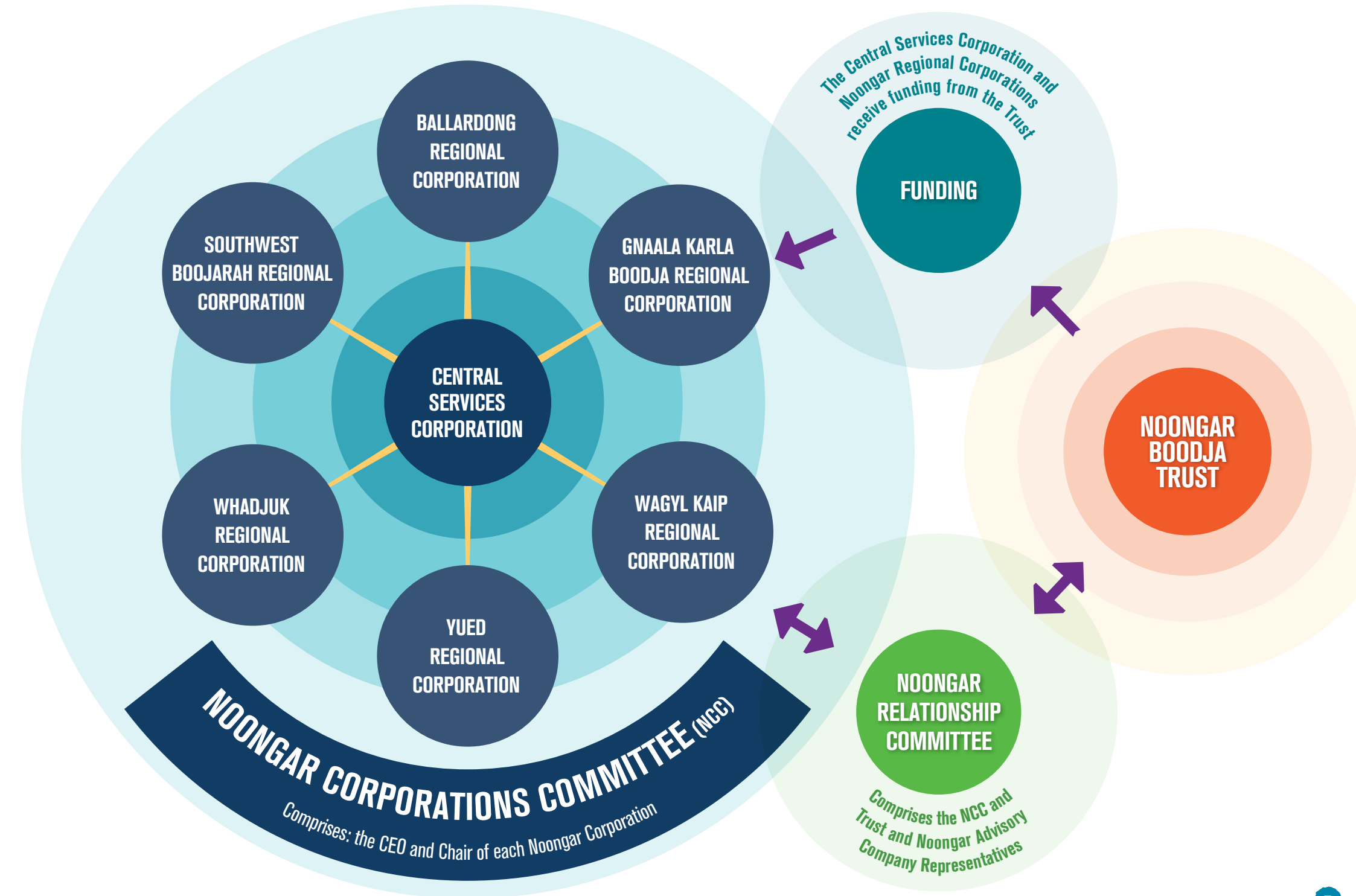
and Central Services Corporation. The Trust will be managed by an independent professional Trustee.

The WA Government will make funding instalments of \$50 million (indexed) yearly for 12 years into the Trust. These financial contributions will be invested during those 12 years. The Trust will function as a permanent fund which will provide ongoing funding for Noongar cultural, social and economic programs.

Operational funding of \$10 million (indexed) will be shared between the seven Noongar Corporations (which includes the Central Services Corporation) annually for the first 12 years.

In order for the Trustee to start providing financial support to a Noongar Corporation, that entity must be established and formally appointed as a Noongar Corporation by the Trustee. Each Noongar Corporation must satisfy the Trustee that it has been established through a transparent and accountable process, in accordance with the requirements of the Transition Principles and other ILUA obligations.

The Central Services Corporation will have a close relationship with the Trustee. It will provide the link between the Trustee and the Regional Corporations via a committee (facilitated by the Central Services Corporation) called the Noongar Corporations Committee (see further information on the Noongar Corporations Committee below). The Trustee will be required to consult with the Regional Corporations through the Noongar Corporations Committee. Whilst the Trustee will provide funding to the Regional Corporations, it will not provide operational support to the Regional Corporations. This will be a role of the Central Services Corporation.







## NOONGAR CORPORATIONS

SIX REGIONAL CORPORATIONS WILL BE ESTABLISHED TO REPRESENT THE AGREEMENT GROUPS, AND A CENTRAL SERVICES CORPORATION WILL ALSO BE ESTABLISHED TO ASSIST AND SUPPORT THE REGIONAL CORPORATIONS IN THEIR EVERYDAY BUSINESS.

### WHAT IS A REGIONAL CORPORATION?

Detailed information about the Regional Corporations can be found in the **Transition Program: Establishment of the Regional Corporations** (Document 3).

### WHAT IS THE CENTRAL SERVICES CORPORATION?

The Central Services Corporation will support the Regional Corporations by providing financial, administrative and corporate services. Further information about the role and functions of the Central Services Corporation is set out below. The Central Services Corporation must comply with the **Central Services Corporation Principles** (Document 4) that encourage good governance, transparency and accountability of the Central Services Corporation in the performance of its functions.

The Central Services Corporation must:

- Be an Aboriginal Corporation;
- Be endorsed by the State;
- Be endorsed as an Eligible Charity (or be capable of being endorsed); [clause 5.4(b)(ii) of the Trust Deed]

- Receive written endorsement from a majority of the Agreement Groups; and
- Satisfy the requirements set out in the Central Services Corporation Principles and the Transition Principles.

### WHAT IS THE ROLE OF THE CENTRAL SERVICES CORPORATION?

During ILUA negotiations, it was agreed that a Central Services Corporation will provide a mechanism to build capacity gradually in the Regions. The Central Services Corporation is fundamental to the success of the Regional Corporations during the first 5 years after commencement, whilst the Regional Corporations are developing capacity to be self-sufficient. This is known as the “Start-Up Period”.

During the Start-Up Period the Central Services Corporation will be responsible for the following services:

#### CORE SERVICES

These are Noongar wide activities that support the broader Noongar Community. This will include ILUA compliance support, advocacy, cultural development, heritage and research, stakeholder engagement and land management.

#### REGIONAL SERVICES

These services will be offered directly to the Regional Corporations at no cost during the Start-Up Period. The “Common Platform” is one key service which will provide centralised administrative services that the Regional Corporations can access to increase

efficiency, reduce costs, share knowledge and build capacity. This will include finance, information technology, administration and human resources services.

The Regional Services are intended to ensure “back office” consistency across the Regional Corporations, create cost effective outcomes and facilitate the Regional Corporations becoming independently operational as soon as possible.

The medium term goal is that, at the end of the Start-Up Period, the Regional Corporations will have access to the funding for their own ‘Regional Services’ and have the capacity to provide the Regional Services for themselves, or outsource them from other providers including the Central Services Corporation. The Central Services Corporation must work with the Regional Corporations to enhance their capacity in this area.

As the Central Services Corporation will be responsible for a high level of support and services to the Regional Corporations during the Start-Up Period, it is expected that a significant portion of the operational funding from the Trust will be used to fund the Central Services Corporation during this time.

During the Start-Up Period the Regional Corporations:

1. will receive Trust funds directly to deliver their own Regional Corporation functions; and
2. will not receive Trust funds to source the Regional Services from other service providers, as they will be available from the Central Services Corporation at no cost to the Regional Corporations.

### OPTIONAL SERVICES

These are potential additional service offerings that the Central Services Corporation may develop (possibly at the request of Regional Corporations) and which Regional Corporations will pay for on a user pay basis. Some examples of Optional Services could be:

- A Regional Corporation has land assets outside the Trust and wishes to bring them into the Trust. The Regional Corporation requires the Central Services Corporation’s assistance to undertake this.
- A Region has been receiving services from SWALSC prior to the ILUA and would like this service arrangement to be continued by the Central Services Corporation.







WAGYL KAIP  
CHAIR+CEO

YUED  
CHAIR+CEO

GNAALA  
KARLA BOOJA  
CHAIR+CEO

CENTRAL  
SERVICES  
CORPORATION  
CHAIR+CEO

BALLARDONG  
CHAIR+CEO

WHADJUK  
CHAIR+CEO

SOUTH WEST  
BOOJARAH  
CHAIR+CEO

## NOONGAR CORPORATIONS COMMITTEE

The Central Services Corporation is responsible for establishing and maintaining a subcommittee known as the Noongar Corporations Committee, and must facilitate its activities. The Noongar Corporations Committee must comprise the Chair and CEO of the Central Services Corporation, and the Chair and CEO of each of the Regional Corporations.

The Noongar Corporations Committee will be the primary forum for consultation and communication between the Noongar Corporations. The Noongar

Communications Committee's functions will include:

- making recommendations to the Trustee on how it should consult with the Noongar Community;
- considering Trust related matters;
- consulting with the Trustee in relation to:
  - the Trust investment policy;
  - the Trust strategic plan;
  - Trust Deed amendments; and
  - winding up of the Trust;
- consider ILUA implementation matters; and
- encouraging information and knowledge sharing.

The Trustee will also engage with the Central Services Corporation outside of the Noongar Corporations Committee framework in relation to the Central Service's Corporation's planning, budgeting and development.

Further information about the Central Services Corporation's relationship with the Noongar Corporations Committee and the Trustee can be found in the **Noongar Governance Manual** (Document 5).

## CENTRAL SERVICES CORPORATION SERVICES DURING THE FIRST YEAR

It is understood that upon commencement of the Settlement, the Noongar Corporations will not be fully operational. The First Year will be a period of planning and development in collaboration with the Trustee. However, during this time the Central Services Corporation will need to be ready to deliver a range of services to the Regional Corporations as follows:

### FIRST YEAR - EXPECTED CENTRAL SERVICES CORPORATION ACTIVITIES

- Develop job description forms
- Support development of community and stakeholder engagement plans
- Undertake a membership drive
- Engage with Regional Corporations to co-design Central Service Corporation services
- Finalise Service Level Agreements with Regional Corporations and Trust
- Finalise Common Platform services
- Facilitate further planning and scoping workshops with Regional Corporations
- Review capacity and capability to deliver Core and Regional Services
- Assist in selection of operational sites
- Review Information and Communication Technology capabilities
- Develop procedure for monitoring and evaluating service delivery







## WHO CAN BECOME THE CENTRAL SERVICES CORPORATION?

There are three potential models for the Central Services Corporation. Any of these models can be pursued, provided that the selected nominee is eligible under the ILUAs and Trust Deed to be appointed, the nominee can demonstrate they are in a position to deliver the Central Services Corporation functions, and a majority of the Agreement Groups have chosen and endorsed the nominee as the Central Services Corporation.

The three identified models are:

1. **South West Land and Sea Council (SWALSC) transitions to become the Central Services Corporation;**
2. **a new corporation is established to become the Central Services Corporation (Newco); or**
3. **an existing third party Aboriginal corporation transitions to become the Central Services Corporation (Third Party).**

It is important to note that regardless of which model is chosen, there are minimum standards and criteria that will apply to the Central Services Corporation, regarding the process for its establishment and how it is structured. These standards are designed to deliver the best outcome for the Noongar Community and are found in the Transition Principles, Central Services Corporation Principles and **Central Services Corporation Rulebook** (Document 6).

This table provides a comparison of the three models:

	BENEFITS	CHALLENGES
<b>MODEL ONE: SWALSC</b>	<ul style="list-style-type: none"> <li>Cultural and community understanding, connections and experience</li> <li>Relevant land and heritage management experience</li> <li>Investment of time and resources in transition process has already commenced</li> <li>Detailed knowledge of the ILUAs, Noongar governance documents, relationships, etc</li> <li>Existing organisational capacity and experience</li> <li>Continuity of governance</li> </ul>	<ul style="list-style-type: none"> <li>How to accommodate residual Native Title Representative Body functions</li> <li>Need for cultural change within organisation to reflect changed purpose and functions</li> <li>Effective and efficient change management required to transition to new purpose and functions</li> </ul>
<b>MODEL TWO: NEWCO</b>	<ul style="list-style-type: none"> <li>Provides a “clean slate” – no corporate history</li> <li>Can be designed to ensure it is fit for purpose</li> <li>No existing Native Title Representative Body functions to be accommodated</li> </ul>	<ul style="list-style-type: none"> <li>No existing organisational capacity or experience</li> <li>Does not have cultural understanding, connections and experience of SWALSC</li> <li>Lack of familiarity with ILUAs, Noongar governance documents, relationships, etc</li> <li>Would require transition plan, community consultation and participation and membership drive, resulting in potential delay to commencement of Noongar governance structure</li> <li>Will have to spend significant time and resources meeting the requirements in the ILUA to be eligible to potentially become the Central Services Corporation</li> </ul>
<b>MODEL THREE: THIRD PARTY</b>	<ul style="list-style-type: none"> <li>May have extensive service delivery experience</li> <li>May be able to leverage off existing relationships, efficiencies, etc</li> <li>Existing organisational capacity and experience</li> </ul>	<ul style="list-style-type: none"> <li>Does not have cultural understanding, connections and experience of SWALSC</li> <li>Lack of familiarity with ILUAs, Noongar governance documents, relationships, etc</li> <li>Would require transition plan, community consultation and participation and membership drive, resulting in potential delay to commencement of Noongar governance structure</li> <li>Will have to spend significant time and resources meeting the requirements in the ILUA to be eligible to potentially become the Central Services Corporation</li> </ul>



## WHY CHOOSE SWALSC AS THE CENTRAL SERVICES CORPORATION?

SWALSC is currently the Native Title Representative Body for the Noongar people. In this role, SWALSC is responsible for working with the Noongar people to progress resolution of their native title claims, and helping to advance and strengthen Noongar culture, language, heritage and society.

SWALSC's vision is to inspire, enable and lead the Noongar People to build a strong, sustainable and united Noongar Nation.

In contrast, the role of the Central Services Corporation is different to SWALSC's current role and encompasses a wide range of challenging and demanding functions. The Central Services Corporation will not have any native title representative functions.

In comparison to its current structure and operational functions, the Central Services Corporation functions are new and different for SWALSC and require organisational change. However, it is anticipated that the Central Services Corporation's unique combination of functions would be new to almost any other organisation.

Having regard to its background and current circumstances, SWALSC is in a strong position to become the Central Services Corporation because:

- SWALSC has a deep and comprehensive understanding of the Settlement including the drivers and sensitivities, and is therefore in a position to support the rapid establishment and operation of the Regional Corporations;
- SWALSC has relationships with the Agreement Groups and wider Noongar Community which will be a critical success factor in the effective delivery of the Central Service Corporation's services;
- SWALSC has collected a large number of native title documents and materials during its time as a Native Title Representative Body. These include anthropology reports and genealogical information. Subject to instructions from the Agreement Groups, SWALSC is in a position to preserve and maintain these materials for and on behalf of the Noongar Community as the Central Services Corporation;
- SWALSC has a deep understanding and appreciation of Noongar history and culture, which facilitates communication and engagement with the Agreement Groups and Noongar Community in a culturally appropriate manner;
- SWALSC has existing relevant capabilities which other entities would need to develop;
- SWALSC presents a low risk profile when considering the complex environment the Central Services Corporation will operate within;
- SWALSC's appointment will provide a level of continuity and familiarity; and
- SWALSC's current vision and core values align with the aspirations for the Central Services Corporation and the role of the Central Services Corporation in building capacity within the Regions.

## ASSESSMENT OF SWALSC'S CAPABILITY TO TRANSITION TO CENTRAL SERVICES CORPORATION

SWALSC has engaged and worked with an independent consultant (PricewaterhouseCoopers Indigenous Consulting) to assist SWALSC to assess its readiness to transition to the Central Services Corporation. Arising from this work, PwC has provided its perspective on SWALSC's ability to transition, focusing on the core capabilities that will be required to ensure the Central Services Corporation contributes effectively to the Noongar governance structure achieving its objective.

With the assistance of PwC, SWALSC has undertaken a thorough review to analyse its current capability and capacity to deliver the Central Services Corporation functions during the Start-Up Period. This review is set out in PwC's report **Enabling the Transition: Planning the establishment of the CSC (Appendices)** (Document 7) This report is useful in identifying SWALSC's current strengths, and those areas and gaps for SWALSC's attention and investment. This report will provide guidance to SWALSC in further preparing for transition, if it is selected as Central Services Corporation.

In addition, SWALSC has assessed its current readiness to deliver the expected First Year functions. Based on this assessment, the following table shows SWALSC considers it is well equipped to undertake the necessary functions of the Central Services Corporation during the First Year:

## SWALSC CAPABILITY ASSESSMENT

● Good capability / capacity ● Some capability / capacity ● Little or no capability / capacity

Expected Central Services Corporation stage one activities	Status	Comments
Finalise Service Level Agreements with Regional Corporations and Trustee	●	<ul style="list-style-type: none"> <li>• SWALSC is currently building an understanding of Service Level Agreements</li> <li>• SWALSC will build final agreements in partnership with Regional Corporations</li> </ul>
Finalise Common Platform services	●	<ul style="list-style-type: none"> <li>• SWALSC is currently documenting procedures and building necessary capacity</li> <li>• SWALSC has engaged with the Trustee to align these procedures</li> </ul>
Facilitate further planning and scoping workshops with Regional Corporations	●	<ul style="list-style-type: none"> <li>• SWALSC has extensive experience in facilitating Agreement Group working parties and internal strategy workshops</li> <li>• SWALSC has facilitated numerous Agreement Group Workshops throughout the South West to maximise Noongar Community participation in the planning for the establishment of the Regional Corporations</li> <li>• SWALSC has organised Focus Group Workshops in all of the Agreement Areas to enable the Agreement Groups to prepare for the establishment of the Regional Corporations</li> <li>• SWALSC is currently in the process of coordinating Town Information Sessions in all of the Agreement Areas</li> </ul>
Begin community and stakeholder engagement	●	<ul style="list-style-type: none"> <li>• SWALSC has an extensive and successful record in community and stakeholder consultation and engagement</li> <li>• SWALSC has 5,676 members, enabling direct engagement with a large section of the Noongar community</li> <li>• The SWALSC Facebook page has 3,972 likes</li> <li>• SWALSC has engaged with the community regarding the Settlement since 2001 when the Comprehensive Regional Agreement was first discussed at a series of Community Meetings</li> <li>• SWALSC coordinated the successful Noongar Dialogue in 2010, which enabled the community to express its aspirations for the Settlement</li> <li>• In 2013 SWALSC commenced a Noongar Leadership Program</li> <li>• Conducted six successful Authorisation meetings in 2015</li> <li>• SWALSC has developed an extensive research database of family histories and genealogies to ensure appropriate decisions are made relating to connection with country</li> </ul>
Assist Regional Corporations with community and stakeholder engagement	●	<ul style="list-style-type: none"> <li>• SWALSC has a long record of stakeholder engagement</li> <li>• SWALSC has engaged with the WA Government to negotiate and implement the Settlement</li> <li>• SWALSC has represented Noongar People at the Commonwealth Heads of Government Meeting (CHOGM)</li> <li>• SWALSC currently engages with numerous stakeholders administrating the NSHA under the Settlement</li> </ul>
Seek external expertise review capacity and capability to deliver Core and Regional Services	●	<ul style="list-style-type: none"> <li>• SWALSC will seek external expertise to review their capacity and capability to deliver services and understand current and future gaps</li> </ul>
Assist in selection of operational sites	●	<ul style="list-style-type: none"> <li>• SWALSC is considering options for operational sites and seeking external expertise where necessary</li> </ul>
Review IT capabilities	●	<ul style="list-style-type: none"> <li>• SWALSC currently engages an external contractor for their IT support needs who will review their systems</li> </ul>
Develop procedure for monitoring and evaluating service delivery	●	<ul style="list-style-type: none"> <li>• SWALSC has demonstrated the capability to develop new procedures for collecting and actioning feedback</li> </ul>

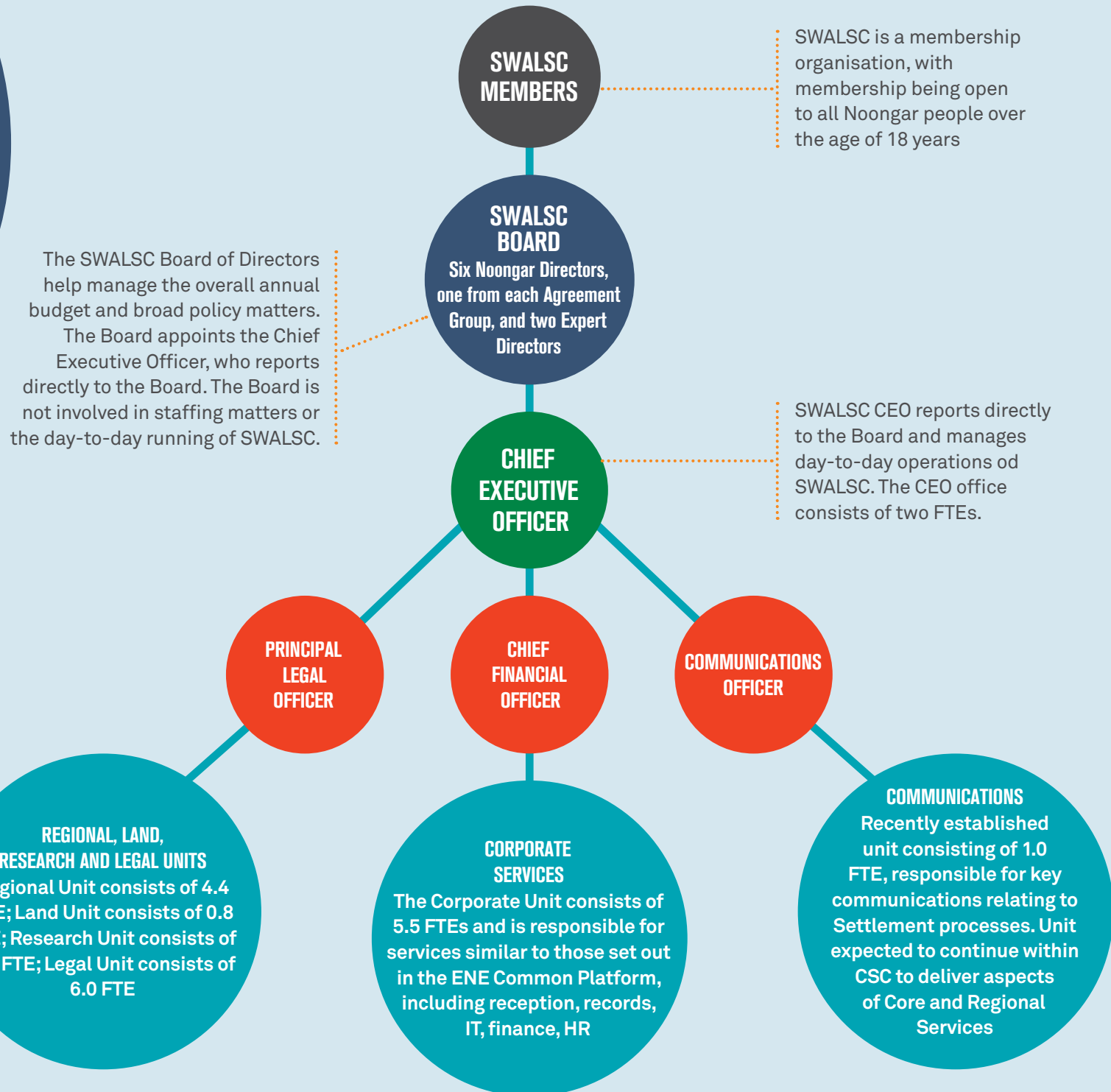


## SWALSC CURRENT ORGANISATIONAL STRUCTURE

The current activities SWALSC undertakes provides for the current organisational structure.

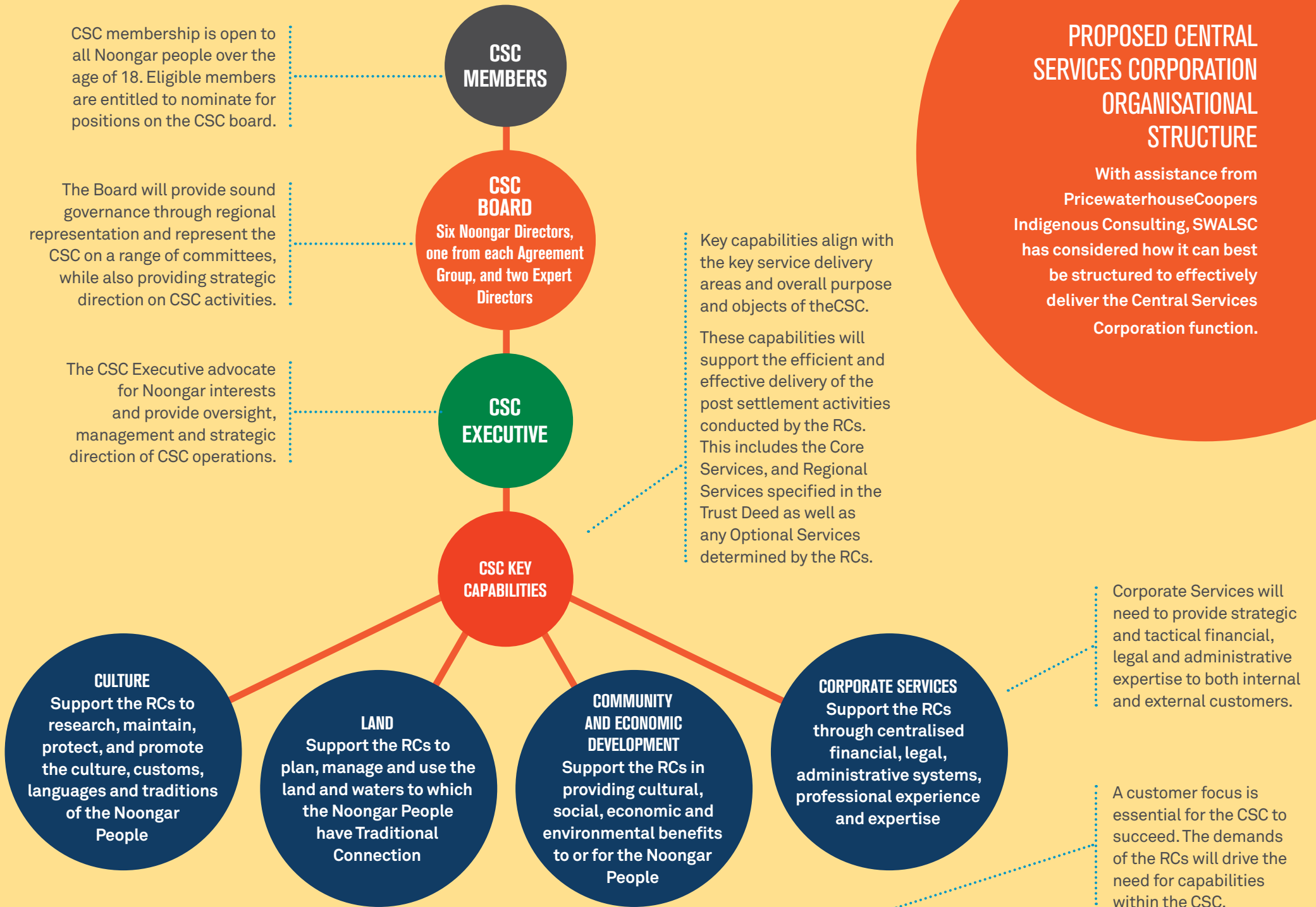
### LEGEND:

- FTE** Full Time Employee Equivalent Position
- CSC** Central Services Corporation
- RC** Regional Corporation



## PROPOSED CENTRAL SERVICES CORPORATION ORGANISATIONAL STRUCTURE

With assistance from PricewaterhouseCoopers Indigenous Consulting, SWALSC has considered how it can best be structured to effectively deliver the Central Services Corporation function.





## WHAT ARE THE DIFFERENT TYPES OF MEMBERSHIP?

Throughout the Noongar governance structure there are a range of different roles for Noongar People.

As a summary:

### REGIONAL CORPORATION MEMBER

A **Regional Corporation Member** is an Agreement Group member who has applied to become a member of a Regional Corporation, and has been accepted as a member. A person can be a member of more than one Regional Corporation.

### SWALSC MEMBER

A **SWALSC Member** is a Noongar Person that has applied to become a member of SWALSC, and has been accepted as a member. If SWALSC becomes the Central Services Corporation, SWALSC members will automatically be Central Services Corporation members.

The roles of Agreement Group members and members of the Noongar Corporations in relation to the appointment of Directors are different. This is discussed later in this document.

### AGREEMENT GROUP MEMBER

An **Agreement Group Member** is a Noongar Person who is the descendant of one or more persons listed in Schedule 2 of the relevant ILUA (the apical ancestors). Agreement Group members may apply to become members of one or more Regional Corporations, and/or of the Central Services Corporation.

A **Central Services Corporation Member** is a Noongar Person who has applied to become a member of the Central Services Corporation, and has been accepted as a member (see the Membership Drive - Expressions of Interest section) of this program for information on the membership application process). Regional Corporation Members will not automatically become Central Services Corporation Members, they must separately apply. A person can be a member of one or more Regional Corporations, and a member of the Central Services Corporation.

### CENTRAL SERVICES CORPORATION MEMBER

## HOW DO YOU BECOME A MEMBER OF THE CENTRAL SERVICES CORPORATION?

Membership of the Central Services Corporation must be open to all adult Noongar People. Members must meet the eligibility requirements set out in the Central Services Corporation Rulebook. A Member must have a traditional connection to Noongar land, be a descendant of the Noongar People and identify as and be accepted as a member of the Noongar People.

Noongar People who are not currently SWALSC members have two options. They can either:

1. submit an Expression of Interest to become a member of the Central Services Corporation. Their Expression of Interest will not be considered and processed unless and until a majority of Agreement Groups endorse SWALSC as the Central Services Corporation; or
2. apply to become a SWALSC member. If SWALSC becomes the Central Services Corporation, they will automatically be a member of the Central Services Corporation.

An Expression of Interest process for membership of the Regional Corporations will commence at the Town Information Sessions. At the same time, Noongar People who wish to become members of the Central Services Corporation will be invited to submit Expressions of Interest (Document 8) for membership.

Alternatively, Noongar People will also continue to have opportunities to apply for membership of SWALSC at any time. If a majority of Agreement Groups endorse SWALSC as the Central Services Corporation, all of its members will automatically become members of the Central Services Corporation at that time.

SWALSC's current membership requirements comply with the eligibility requirements for the Central Services Corporation, as set out in the Central Services Corporation Principles and the Central Services Corporation Rulebook.

Once appointed, the directors of the Central Services Corporation will decide on membership applications. The Central Services Corporation will have a Register of Members.

## IF I AM ALREADY A SWALSC MEMBER HOW DO I BECOME A MEMBER OF THE CENTRAL SERVICES CORPORATION?

SWALSC members will automatically become members of the Central Services Corporation if SWALSC is endorsed as the Central Services Corporation.

However, current SWALSC members joined SWALSC on the basis that SWALSC is the Native Title Representative Body for the Noongar People, not on the basis that SWALSC may in future become the Central Services Corporation. It is therefore important for SWALSC members to consider their membership, and feel comfortable that they wish to be a member of the Central Services Corporation.

If a SWALSC member does not wish to be a member of the Central Services Corporation, they can resign as a member at any time, either before or after SWALSC is formally endorsed as the Central Services Corporation.







## WHAT IS THE PROCESS FOR EMPLOYMENT OF CENTRAL SERVICES CORPORATION STAFF?

The Agreement Groups will have an opportunity to consider and provide feedback on the Central Services Corporation staff recruitment process outlined below at the Town Information Sessions:

1. Central Services Corporation Board will consider the skills required for a Chief Executive Officer. Specific details regarding the selection criteria, short listing and interview process will be determined by the Central Services Corporation board following the Central Services Corporation being appointed by the Trustee.
2. The Board will engage an Independent Recruitment Company to conduct the recruitment process for a Chief Executive Officer.
3. The position of Chief Executive Officer and staff will be advertised broadly.
4. Once appointed, the Chief Executive Officer and Board will inform the Central Services Corporation Members about the Central Services Corporation's proposed organisational structure, including how staff will be recruited, selected and appointed through an open, independent and transparent process.

5. The proposed Central Services Corporation staffing requirements will need to take into account the purpose and role of the Central Services Corporation.
6. The Board and Chief Executive Officer will report to the membership at the first and every opportunity in relation to the progress of recruitment of Central Services Corporation staff.
7. Central Services Corporation Members will have an opportunity to apply for staffing positions, and will be provided with sufficient notice to do so.

It is recognised that the current CEO and team will have an important role to play in steering SWALSC through its transition to Central Services Corporation and during the first year of transition.

To ensure consistency and the retention of important corporate knowledge the above recruitment process will only be commenced by the Central Services Corporation board after the Central Services Corporation is appointed by the Trustee and will continue over the duration of the First Year of Transition.

Agreement Group members will be asked to endorse the staff recruitment process for the Central Services Corporation at the Pre-incorporation meetings. Agreement Group Members are otherwise able to participate in the development and governance of the Central Services Corporation, by becoming a Central Services Corporation Member.

## WHAT IS THE CENTRAL SERVICES CORPORATION CULTURAL CONSULTATION POLICY?

The Central Services Corporation Principles require that the Central Services Corporation develops and maintains policies and procedures for consultation with relevant Noongar People regarding cultural matters. The **Cultural Consultation Policy** (Document 9) will be designed to meet this requirement. The Cultural Consultation Policy will outline how the Central Services Corporation will consult with persons who have traditional connection and cultural authority within the Noongar Community. It provides guidance on consultation processes.

The Cultural Consultation Policy must be developed jointly by the Central Services Corporation and the Noongar Corporations Committee, once this Committee has been established. This Committee cannot be established until the Central Services Corporation and the Regional Corporations have been appointed by the Trustee.

An initial Draft Cultural Consultation Policy will be developed for discussion at the Town Information Sessions. This will be a framework policy only at this stage.

It is therefore anticipated that the initial Cultural Consultation Policy (as considered by the Agreement Groups) will be presented as a proposed draft to the Noongar Corporations Committee for further development.

## HOW IS THE CULTURAL CONSULTATION POLICY DIFFERENT FROM THE REGIONAL CORPORATION CULTURAL ADVICE POLICY?

The **Trust Deed** (Document 10) requires that all Regional Corporations satisfy the requirements of the Regional Corporation Principles. The Regional Corporation Principles state that each of the Regional Corporations must adopt a **Cultural Advice Policy** (Document 11).

The Cultural Advice Policy will outline how the Regional Corporations will make cultural decisions in their particular Region. It will also set out how the Regional Corporation will obtain advice on making cultural decisions from persons who have traditional connection and cultural authority within the Noongar Community.

The Regional Corporation Board can only make decisions in relation to Noongar cultural interests after having received cultural advice following the process set out in the Cultural Advice Policy.

Consideration of the draft Cultural Advice Policy has occurred at the Focus Group Workshops. Agreement Group members will have the opportunity at the Town Information Sessions to participate in the further development of the Policy. It is intended the draft Policy will be tabled for **Agreement Group Endorsement** (Document 12) at each of the Regions' Pre-incorporation Meetings.





## TIMEFRAME FOR SETTLEMENT

This diagram outlines the relationship between the transition of SWALSC to Central Services Corporation (if selected), the establishment of the Regional Corporations and the commencement of the Settlement through the Registration of the ILUAs.

For the Settlement to commence the ILUAs need to be registered with the National Native Title Tribunal (NNTT). This registration process depends on finalising any legal proceedings against registration. Once these are finalised, the WA Government will signal commencement of the Settlement through the issue of a "Settlement Effective Date Notice".

The Settlement Effective Date Notice will trigger the Agreement Groups to initiate the formal ORIC incorporation process for the Regional Corporations. Once established, the Trustee will consider the eligibility of the Regional Corporations.

The Trust Effective Date will provide a trigger for the Central Services Corporation to apply to the Trustee for endorsement.

## SETTLEMENT COMMENCEMENT PROCESS

Registration Process for 6 ILUAs with NNTT and legal proceedings in Federal Court (time frame unknown)

Conclusive Registration of all 6 ILUAs (60 BD after the last ILUA is registered with NNTT)

Settlement Effective Date Notice (1-20 BD after Conclusive Registration of all 6 ILUAs)

Settlement Effective Date (20 BD after Settlement Effective Date Notice)

Trust Effective Date (1-60 BD after Settlement Effective Date)

Trustee considers whether Regional Corporation is eligible

## ESTABLISHING REGIONAL CORPORATIONS PROCESS

Focus Group Workshops

Town Information Sessions 2016 Membership Drive commences

Membership Expressions of Interest  
Pre-incorporation Director Nomination Process

Pre-incorporation / Agreement Group Meetings

ORIC Incorporation of Regional Corporations

Member Director and Expert Director Nomination Process

Postal Vote to elect Member Directors

First Regional Corporation General Meeting

Member Directors appoint Expert Directors

Regional Corporations seek endorsement from ACNC (Charitable Purposes) State and Trustee

TRUSTEE APPOINTS NOONGAR CORPORATIONS

## SWALSC TRANSITION TO CSC PROCESS

CSC Rulebook adopted by SWALSC Members and SWALSC Board elected 2014

Town Information Sessions 2016 CSC Membership Drive Commences

Membership Drive - Expressions of Interest

Pre-incorporation/ Agreement Group Meetings. Agreement Groups to consider endorsement of SWALSC as CSC

A majority of Agreement Groups endorse SWALSC as CSC - SWALSC Members are automatically CSC Members

EOIs for CSC Membership considered by SWALSC Board

CSC Member Director Nominations Process

Postal Vote to elect Member Directors

AGM CSC Members endorse CSC Board

Member Directors appoint Expert Directors

CSC seeks endorsement - State and Trustee

BD: business days



## STEP 1 ESTABLISHING A CENTRAL SERVICES CORPORATION

A Central Services Corporation must be an Aboriginal Corporation established under the CATSI Act. It must also satisfy the requirements set out in the Transition Principles and in the Central Services Corporation Principles.

## STEP 2 AGREEMENT GROUP ENDORSEMENT

There must be an Agreement Group Endorsement of the Central Services Corporation. An Agreement Group Endorsement is an endorsement given in writing by an Agreement Group following a special procedure set out in the Trust Deed. To become the Central Services Corporation a majority of the Agreement Groups must give their endorsement.

## STEP 3 ENDORSEMENT AS ELIGIBLE CHARITY

There must be an endorsement by the Commissioner of Taxation (via the ACNC) that the entity is an Eligible Charity (or is capable of being endorsed as such). This means a fund, institution or other entity endorsed by the Commissioner of Taxation as income tax exempt under the Income Tax Assessment Act 1997 (Cth). Note that SWALSC is already endorsed as an Eligible Charity and will not need to undertake this step.

## STEP 4 STATE ENDORSEMENT

The Trust Deed requires that the WA Government must provide written approval of the nomination of a corporation as a Central Services Corporation before the Trustee can be satisfied that it may be appointed as a Central Services Corporation. This is called State Endorsement.

## STEP 5 NOMINATION OF CENTRAL SERVICES CORPORATION

Once steps 1-4 are complied with, the Central Services Corporation can nominate in writing for appointment as the Central Services Corporation for its region.

## STEP 6 APPOINTMENT OF CENTRAL SERVICES CORPORATION

If satisfied that the Central Services Corporation is eligible in accordance with the requirements of the Trust Deed, the Trustee must appoint it as the Central Services Corporation by a written Appointment Notice.

## STEP 7 APPLICATION FOR FINANCIAL SUPPORT MADE TO THE TRUSTEE

A Central Services Corporation may make an application and is eligible to receive support from the Trust in accordance with the rules of the Trust and in such amounts and on such conditions as the Trustee may determine. Applications must be made in accordance with the Funding Guidelines (Document 13).

# STEPS FOR SWALSC TO BECOME THE CENTRAL SERVICES CORPORATION

This part of the document is prepared on the basis that SWALSC is selected to transition to become the Central Services Corporation (rather than adopting another model such as Newco or Third Party).

This Transition Program is designed to assist the Agreement Groups in understanding how SWALSC intends to comply with the requirements set out in the:

- Relevant documents within the ILUAs (including the Noongar Boodja Trust Deed);
- Central Services Corporation Principles;
- Transition Principles; and
- CATSI Act (as relevant).

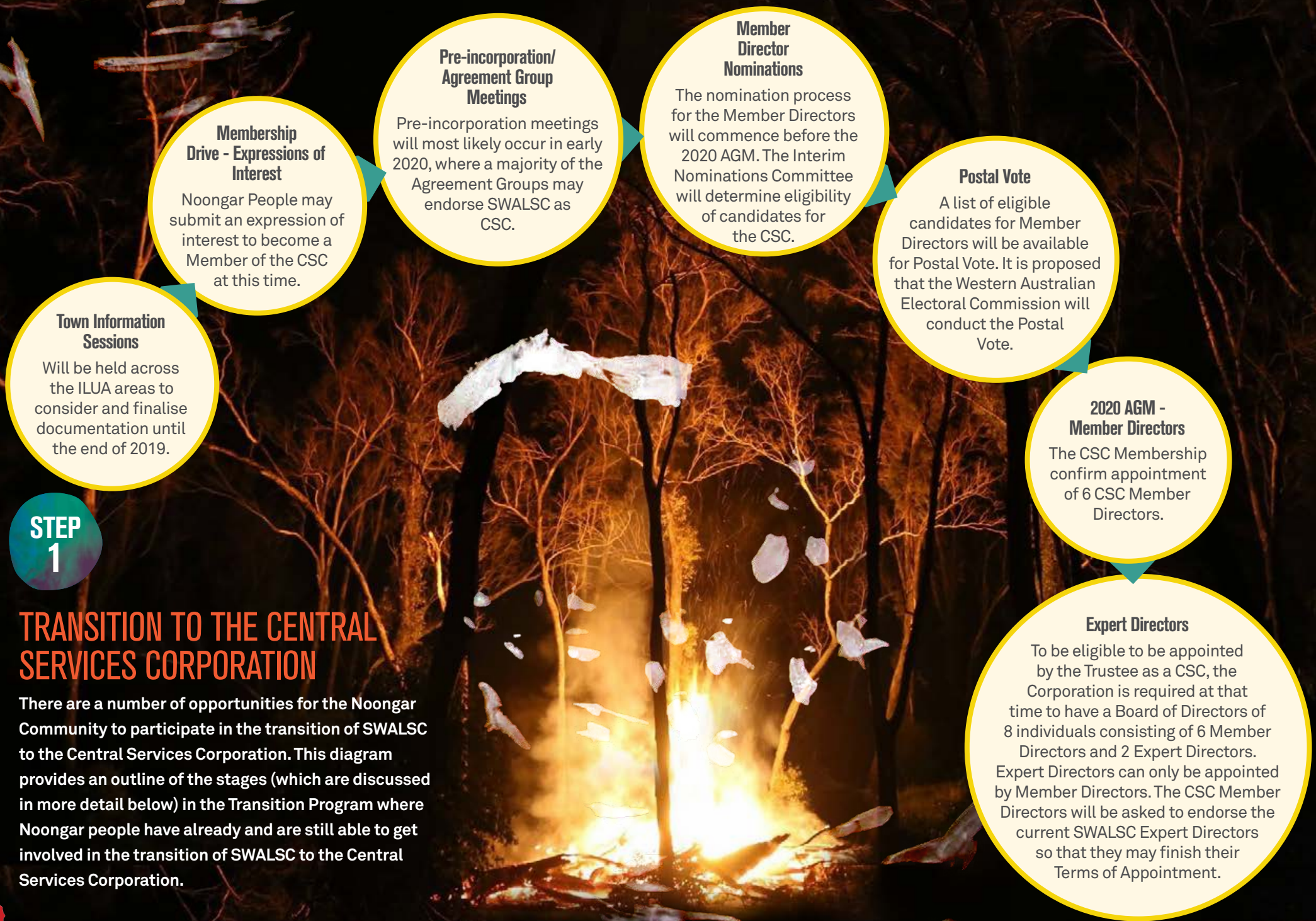
The following steps are required to satisfy the Trustee that an organisation is eligible to act as the Central Services Corporation (clause 5.4 of the Trust Deed).



# STEP 1

## TRANSITION TO THE CENTRAL SERVICES CORPORATION

There are a number of opportunities for the Noongar Community to participate in the transition of SWALSC to the Central Services Corporation. This diagram provides an outline of the stages (which are discussed in more detail below) in the Transition Program where Noongar people have already and are still able to get involved in the transition of SWALSC to the Central Services Corporation.



## TOWN INFORMATION SESSIONS

### PURPOSE

These meetings are to prepare for the Pre-incorporation Meetings, and the establishment of the Regional Corporations and Central Services Corporation.

Agreement Group members will have an opportunity to consider SWALSC's transition to the Central Service Corporation.

These sessions will include discussion and information related to:

- This Transition Program
- The initial Draft Central Services Corporation Cultural Consultation Policy
- The Central Services Corporation Rulebook
- The Central Services Corporation Staff Recruitment Process

These sessions will also include discussion and information related to:

- SWALSC update information on the Regional Corporation Transition Program
- Focus Group work
- The Regional Corporation Director Nomination and appointment process, explaining how and when Directors will be elected
- The Regional Corporation Rulebook
- The process and commencement of the Membership Drive – Regional Corporations
- The Draft Cultural Advice Policy
- An update on Noongar Boodja Trust progress
- The Regional Corporation Staff Recruitment Process



### NOTIFICATION

The Town Information Sessions will be advertised as agreed at the Agreement Group Workshops. Family meetings will also be facilitated on request for Agreement Group members that are unable to attend Town Information Sessions.

### LOCATION OF TOWN INFORMATION SESSIONS

Agreement Group	Location
Wagyl Kaip	Albany, Katanning, Cannington
Ballardong	Northam, Quairading, Cannington
Gnaala Karla Booja	Bunbury, Narrogin, Cannington
South West Boojarah	Busselton, Bridgetown, Cannington
Yued	Moora, Wongan Hills, Cannington
Whadjuk	Beechboro, Seville Grove, Cannington





## MEMBERSHIP DRIVE - EXPRESSIONS OF INTEREST

The Membership Drive will include opportunities for Agreement Group members to express their interest in becoming a member of a Regional Corporation or the Central Services Corporation. Expression of Interest forms will be available:

- Through Social media;
- On SWALSC website;
- At Town Information Sessions;
- At Pre-Incorporation Meetings;
- Through the Director Nomination Processes.

The Membership Drive will commence from the Town Information Sessions to encourage maximum participation in and membership of the Central Services Corporation by the relevant Agreement Group members and/or existing SWALSC Members.

The Membership Drive will include informing Agreement Group members about accessing application forms, and how their membership application process will be run.

All current SWALSC members will receive a letter which will explain the process.

The Central Services Corporation Membership Expression of Interest Forms will enable Noongar People to become members of the Central Services Corporation, without having to become members of SWALSC first. Once completed, these Expressions of Interest Forms will not be considered by the SWALSC Board unless and until a majority of the Agreement Groups have endorsed SWALSC as the Central

Services Corporation. At the same time, SWALSC members will automatically become Central Services Corporation members.

To enable maximum awareness of the Membership Drive, the Director Nomination Processes for Regional Corporation Directors will include further opportunities for Agreement Group members to apply for membership of the Regional Corporation and Central Services Corporation.

## PRE-INCORPORATION MEETINGS

The Pre-incorporation Meetings will be an Agreement Group Meeting to approve actions and documents for Regional Corporation incorporation.

This meeting will also provide the opportunity for Agreement Group endorsement of SWALSC becoming the Central Services Corporation. The Pre-incorporation Meetings are expected to occur early in 2020.

## NOTIFICATION

Pre-incorporation Meetings require a minimum 21 day's written notice. The notification process for the Pre-incorporation Meetings will include:

- Mail out to the SWALSC membership;
- Mail out to Focus Group and Town Information Session participants;
- Advertising on Facebook and the SWALSC website;
- Advertising in local newspapers and notice boards in each region.

## WHEN DOES SWALSC MEMBERSHIP CONVERT TO CENTRAL SERVICES CORPORATION MEMBERSHIP

If SWALSC is endorsed as the Central Services Corporation by the Agreement Groups, SWALSC members will be automatically considered Central Services Corporation members from that point in time. This will take effect after a majority of Agreement Groups have endorsed SWALSC at their Pre-incorporation Meetings.

At this point Expressions of Interest submitted by Agreement Group members to be Central Services Corporation Members (ie persons who are not already SWALSC members) will be assessed and accepted by the SWALSC Board.

## DIRECTOR NOMINATION PROCESS

Once there is a Central Services Corporation with members, those members will be able to elect the Central Services Corporation's Member Directors following the required Director nomination process.

The current SWALSC Board has been elected for a 3 year term, which ceases in late 2020. The Director nomination process can therefore be aligned to fit in with SWALSC's 2020 AGM and the completion of those Director terms.

If SWALSC is endorsed by a majority of the Agreement Groups as the Central Services Corporation, the Director nomination process will commence shortly after, with support from the Interim Nominations Committee (discussed further below). Noongar candidates who have skills and experience relevant

to holding a Director position will be able to nominate for appointment as Member Directors. The Central Services Corporation Rulebook outlines the eligibility requirements for Directors. Those that nominate and are eligible will be voted on via the postal vote process.

Once the Interim Nominations Committee has prepared a list of qualified candidates for the Member Directors, it is proposed the WA Electoral Commission will conduct a postal vote for the Central Services Corporation members to vote for the Member Directors.

The Member Directors will be responsible for:

- endorsing the current SWALSC Expert Directors for the duration of their term;
- appointing new Expert Directors once the current Expert Directors terms have ended;
- considering membership applications;
- applying to the State and Trustee to be appointed as Central Services Corporation (after the Expert Directors are appointed); and
- carrying out the role and functions of Directors of the Central Services Corporation as set out in the Central Services Corporation Rulebook.

The Central Services Corporation Principles requires the Central Services Corporation Member Directors to be endorsed by the Central Services Corporation's members in a General Meeting. This will occur at the 2020 AGM. The AGM is discussed further below.

## INTERIM NOMINATIONS COMMITTEE

An Interim Nominations Committee has been established by SWALSC and the WA Government to pre-qualify Noongar candidates as eligible for appointment as Directors. This Committee does not have any role in relation to the appointment of Directors other than confirming candidates' eligibility for appointment.

The Committee is comprised of six persons as follows:

- one person nominated by SWALSC;
- one person nominated by the WA Government;
- two representatives of the Noongar Community that have experience with directorships and boards; and
- two Independent persons that have experience with directorships and boards, of which one shall be appointed Chair.

An independent organisation, the **Forum for Directors of Indigenous Organisations (FDIO)** (Document 14), will provide secretariat support to the Committee and facilitate the selection process for Central Services Corporation Directors.





## ANNUAL GENERAL MEETING

### PURPOSE

The CATSI Act requires that an Aboriginal Corporation hold an Annual General Meeting within 5 months of the end of its financial year.

This will require that the following business be included on the usual AGM agenda:

- Confirm and endorse the Central Services Corporation Member Directors;
- Update on progress and future steps in relation to the Trust and Central Services Corporation Trustee/ State endorsement.

### NOTIFICATION

The Annual General Meeting will require a minimum of 21 days' notice. The notification process will need to include:

- Mail out to Central Services Corporation members;
- Advertising on Facebook and SWALSC Website; and
- Advertising in local newspapers and notice boards in each Region.

## ENDORSEMENT OF CURRENT EXPERT DIRECTORS

The Central Service Corporation Member Directors will be asked to endorse the current SWALSC Expert Directors, so that they can complete the remainder of their Terms which extend beyond 2020.

Expert Directors will have recognised expertise and demonstrated experience that is appropriate and relevant to the role and functions of the Central Services Corporation.

## CEASING NATIVE TITLE REPRESENTATIVE BODY FUNCTIONS

As part of SWALSC's transition to Central Services Corporation, there will need to be a clear plan for how and when SWALSC will cease performing native title representative functions for the Noongar People. Having regard to the very nature of the Settlement with the WA Government and the specialised role of the Central Services Corporation, the ILUAs and Central Services Corporation Principles do not permit the Central Services Corporation to undertake Native Title Representative Body functions.

The following steps will be relevant to SWALSC's transition planning:

1. identify the nature and scope of its current native title representative functions and the anticipated duration of those functions;
2. undertake due diligence on alternative native title representative bodies or legal service provider that may be able to take on SWALSC's former functions or manage outstanding legal proceedings;
3. identify which remaining native title matters could readily be transferred to another Native Title Representative Body;
4. map out the timing and process for transferring native title matters, including how it aligns with the commencement of the Settlement;
5. consulting with the Noongar Community in relation to the above plans;
6. consulting with the Commonwealth government in relation to the above plans regarding funding and delivery;
7. identifying the formal legal requirements for ceasing to perform native title representative functions; and
8. Taking steps to ensure all native title representative functions have ceased prior to seeking State and Trustee endorsement.
9. Consult with the Agreement Groups in relation to the native title documents and materials that it holds. SWALSC will obtain instructions as to whether it can retain some or all of the native title materials in its role as Central Services Corporation, including where documents were obtained from individuals on a confidential basis.







**STEP 2**

**AGREEMENT GROUP ENDORSEMENT**

**NOONGAR BOODJA TRUST DEED REQUIREMENTS FOR AGREEMENT GROUP ENDORSEMENT AT THE PRE-INCORPORATION MEETING**

The Trust Deed requires that there must be a majority Agreement Group Endorsement of a Central Services Corporation.

There are a number of things that must be done in order to fulfill the requirements for Agreement Group Endorsement:

- Agreement Group Endorsement must be given in writing by an Agreement Group to the Trustee following the procedure set out in Schedule 6 of the Trust Deed;
- Agreement Group Endorsement must be provided following a meeting called by the Agreement Group at which a resolution was passed to endorse the SWALSC as Central Services Corporation for the purposes of the Trust Deed; and
- The Agreement Group Endorsement must be signed on behalf of the Agreement Group by the persons authorised to do so by the Agreement Group.

It is proposed that the Agreement Group Meeting for Agreement Group Endorsement will take place at the same time as the Pre-incorporation Meeting.

**STEP 3**

**ENDORSEMENT AS AN ELIGIBLE CHARITY**

**WHY IS THE CENTRAL SERVICES CORPORATION REQUIRED TO BE ENDORSED AS AN ELIGIBLE CHARITY?**

The Trust Deed requires that the Commissioner of Taxation must endorse the Central Services Corporation as an Eligible Charity and therefore Tax exempt. Tax exempt means to be free from, or not subject to, taxation by the Australian Tax Office. This will mean that the Central Services Corporation will not need to pay income tax or lodge income tax returns.

This requirement must be met before the Trustee can appoint the Central Services Corporation.

SWALSC has already been endorsed as an Eligible Charity. If SWALSC is selected as the Central Services Corporation, this step is already completed.



**STEP 4**

**STATE ENDORSEMENT**

**WHAT ARE THE REQUIREMENTS FOR STATE ENDORSEMENT OF THE CENTRAL SERVICES CORPORATION?**

The Trust Deed requires that the WA Government must provide written approval of the nomination of a corporation as the Central Services Corporation. This is called State Endorsement.

A Framework of Assessment of Transition Principles (Document 15) has been developed by the WA Government. The framework sets out the criteria on which the State will rely when considering whether to provide its endorsement of a Corporation which is seeking appointment as Central Services Corporation by the Trustee.

Evidence regarding the establishment of the Central Services Corporation by the Agreement Groups will be provided to the Transition Consultant to enable the WA Government to carry out its assessment.

The Transition Consultant is an independent consultant engaged by the WA Government to report on and advise the WA Government on compliance with and satisfaction of the Transition Principles.

The Consultant will require evidence of:

1. A widespread membership drive;
2. Consultation, review and amendment of the Central Services Corporation Template Rulebook with the relevant Agreement Group members prior to its adoption;
3. Reasonable notification and widespread advertising of the Central Services Corporation's first General Meeting. If SWALSC is selected, this could be its first General Meeting after it receives Agreement Group endorsement;
4. Consultation, review and amendment of Cultural Consultation Policy with the Agreement Groups;
5. Appointment of Member and Expert Directors in accordance with the Rulebook;
6. An Agreement Group meeting or AGM that achieves the following:
  - Endorsement of the Rulebook as the adopted Rulebook for the Central Services Corporation;
  - Adoption of the Cultural Advice Policy; and
  - Endorsement that the Central Services Corporation seek appointment by the Trustee as the Central Services Corporation;
7. Agreed processes for recruitment, selection and appointment of senior management and staff.



STEP 5

## NOMINATION OF THE CENTRAL SERVICES CORPORATION

Once steps 1 to 4 are completed, the Corporation can apply in writing to the Trustee for appointment as the Central Services Corporation.

STEP 6

## APPOINTMENT OF CENTRAL SERVICES CORPORATION BY THE TRUSTEE

If satisfied that the Corporation is eligible in accordance with the requirements of the Trust Deed, the Trustee must appoint the nominated entity as the Central Services Corporation. This will be evidenced by a written Appointment Notice.

STEP 7

## APPLICATION FOR FUNDING TO THE TRUSTEE

Once appointed by the Trustee, the Central Services Corporation can apply for funding from the Trust.

This will require the Central Services Corporation to prepare the following documents:

- A financial year budget; and
- A first year implementation/annual plan.

## DEFINITIONS

**Aboriginal Corporation:** means corporation registered under the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act)

**Australian Charities and Not-for-profits Commission (ACNC):** is the independent national regulator of charities.

**Agreement Group:** the relevant “Native Title Agreement Group” associated with a Region as defined in the ILUA. Means Ballardong, Gnaala Karla Booja and Harris Family, South West Boojarah and Harris Family, Wagyl Kaip and Southern Noongar, Whadjuk , Yued being all of the people who have been identified as people who hold or may hold Native Title in relation to land and waters within that ILUA Area.

**Agreement Group Endorsement:** an endorsement given by the Agreement group in accordance with Schedule 6 of the Noongar Boodja Trust Deed.

**Agreement Group Member:** is a Noongar Person who is the descendant of one or more persons listed in Schedule 2 of the relevant ILUA (the apical ancestors).

**Australian Business Number (ABN):** means the registered business number with the Australian Tax Office.

**Australian Tax Office:** means the Australian Government Office for Taxation.

**CATSI Act:** the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (Cth). The Regional Corporations must be incorporated under this Act so as to be considered to be Aboriginal Corporations.

**Central Services Corporation:** means the organisation appointed as the Central Services Corporation.







**Central Services Corporation Member:** is a Noongar Person that has applied to become a member of the Central Services Corporation, and has been accepted as a member.

**Central Services Corporation Principles:** the Principles which must be provided for in the Rulebooks of Central Services Corporation. The Principles provide for sound governance arrangements, as set out in Annexure E to the Settlement Terms of the ILUA.

**Central Services Corporation Rulebook:** a comprehensive written document containing all of the internal governance rules (as that phrase is defined in section 63-1 of the CATSI Act) of the

corporation and consistent with the Central Service Corporation Principles, the ILUAs, the Trust Deed and the CATSI Act.

**Conclusively Registered:** an ILUA that remains Registered in the ILUA Register which is maintained by the National Native Title Tribunal.

**Cultural Advice Policy:** each Regional Corporation is required under the Regional Corporation Principles to have a process providing for Cultural Decisions to be made in accordance with the advice and recommendations of persons who have relevant traditional connection and cultural authority under Traditional laws and Customs.

**Cultural Consultation Policy:** policies and procedures developed by the Central Services Corporation to guide consultation processes with relevant Noongar People in relation to matters affecting Traditional Laws and Customs.

**Cultural Land:** means any estate, right, interest in land or Management Order held by the Land Sub and vested in the Trust from time to time and identified by the Trustee as Cultural Land.

**Directors Nomination Process:** the process followed to pre-qualify Noongar candidates as eligible for appointment as Directors.

**Eligible Charity:** an entity endorsed by the Commissioner of Taxation as income tax exempt under Sub-division 50B of the Income Tax Assessment Act 1997.

**Election Manual:** sets out the process for nomination and election of Directors.

**Expert Directors:** means a Director of the Corporation having recognised qualifications and demonstrated experience that is appropriate and relevant to the matter for which the expert is required.

**Framework of Assessment of Transition Principles:** sets out the WA Government's criteria for State Endorsement of a Regional Corporation.

**ILUA:** an Indigenous Land Use Agreement containing the details of the South West Native Title Settlement, entered into by the State and each of the Agreement Groups.

**Initial Directors:** the first Directors of the Corporation upon registration with ORIC. Persons who were Pre-Incorporation Directors become Initial Directors upon Incorporation by ORIC.

**Initial Members:** members of an Agreement Group who agree to be Initial Members of the Corporation for the purpose of enabling Incorporation of the Regional Corporation by ORIC.

**Interim Nominations Committee:** established to pre-qualify candidates as eligible for appointment as directors on the boards of the Regional Corporations and Central Services Corporation before the Trust is established.

**Member Directors:** means a Member of the Corporation who is appointed as a Director.

**Native Title Representative Body:** means a prescribed body corporate in relation to Native Title rights and interests.

**Noongar Advisory Company:** established to assist the Trustee to manage its relationship with the Noongar community and Noongar corporations. Makes recommendations to the Trustee to fulfill trust purposes and provides guidance in its dealings with traditional laws and customs relevant to the Noongar community.

**Noongar Boodja Trust:** will hold and manage assets derived from the Settlement for the benefit of the Regional Corporations.

**Noongar Community:** the six Agreement Groups, collectively.

**Noongar Corporations Committee:** established as the primary source for consultation amongst the Regional Corporations and Central Services Corporation.

**Pre-incorporation Directors:** the persons who are approved by the Agreement group at the Pre-Incorporation meeting to become the Initial Directors once the Corporation is Incorporated under the CATSI Act by ORIC.

**Office of the Registrar of Indigenous Corporations (ORIC):** maintains the public registers of Aboriginal councils and incorporated Aboriginal associations.

**Regional Corporation:** a Corporation that is established by the relevant Agreement Group and appointed by the Trustee as the Regional Corporation for that Region.





**Regional Corporation Member:** is an Agreement Group member that has applied to become a member of a Regional Corporation, and has been accepted as a member. A person can be a member of more than one Regional Corporation.

**Regional Corporation Nomination:** a written notice to the Trustee from a Corporation seeking appointment as a Regional Corporations.

**Regional Corporation Principles:** the Principles which must be provided for in the Rulebooks of each Regional Corporation. The Principles provide for sound governance arrangements, as set out in Annexure E to the Settlement Terms of the ILUA.

**Regional Corporation Rulebook:** document that contains all of the internal governance rules (as that phrase is defined in section 63-1 of the CATSI Act) of the corporation and consistent with the Regional Corporation Principles, the ILUAs, the Trust Deed and the CATSI Act.

**Settlement Effective Date Notice:** notice of the actual date of Settlement. Notice must be given by the State within 20 Business days of the last of the Conditions to Settlement being fulfilled for all ILUAs.

**South West Aboriginal Land And Sea Council (SWALSC):** means the Native Title Representative Body for the South West of Western Australia.

**South West Native Title Settlement:** means the full and final resolution of native title claims of the Noongar People in the South West of Western Australia, as described in each of the ILUAs.

**State Endorsement:** the WA Government's written approval for the nomination of a Corporation as a Regional Corporation.

**SWALSC Member:** is a Noongar Person that has applied to become a member of SWALSC, and has been accepted as a member.

**Traditional Laws and Customs:** the body of traditions, laws, customs and beliefs of the Noongar Community.

**Transition Consultant:** an independent consultant engaged by the State to report on and advise the State on compliance with satisfaction of the Transition Principles and the associated "Framework of Assessment" of compliance with the Transition Principles.

**Transition Period:** the period in each Region from the execution of the ILUA, through to the appointment by the Trustee of a Regional Corporation for that Region.

**Transition Principles:** the Principles described in Annexure Y of the Settlement Terms to the ILUAs, which are designed to ensure that a transparent and accountable process is undertaken to identify

Corporations that can nominate to become Regional Corporations, through maximum community participation in the development of the organisation, and in its membership.

**Transition Program:** the document that outlines the process for establishing the Regional Corporations during the Transition Period, to assist the Noongar people to understand how and when they can participate in the development and establishment of the Regional Corporations.

**Trust Deed:** means the trust deed that establishes the Trust.

**Trustee:** means the professional trustee company that will be the initial trustee of the trust. The Trustee of the Noongar Boodja Trust, as appointed under the Trust Deed.

**Trustee in Waiting:** the Trustee that is nominated to be appointed as the Trustee of the Noongar Boodja Trust. After the Trust Effective Date, the Trustee in waiting becomes the actual Trustee, following Appointment by the Appointers, as described in the Trust Deed.

**Trust Effective Date:** means the Noongar Boodja Trust commencement date.





## LINKS TO SUPPORTING DOCUMENTATION (AS THEY APPEAR IN THE TRANSITION PROGRAM)

All links can be found in [www.noongar.org.au/formal-docs](http://www.noongar.org.au/formal-docs)

1. ILUAs
2. Transition Principles
3. Transition Program: Establishment of the Regional Corporations
4. Central Services Corporation Principles

5. Noongar Governance Manual
6. Central Services Corporation Rulebook
7. Enabling the Transition: Planning the establishment of the CSC (PwC Report)
8. Expression of Interest: Membership application forms
9. Initial Cultural Consultation Policy

10. Trust Deed
11. Cultural Advice Policy
12. Agreement Group Endorsement
13. Funding Guidelines
14. FDIO Proposal
15. State's Framework of Assessment of Transition Principles

## OTHER USEFUL DOCUMENTATION

16. Template Regional Corporation Rulebook
17. Election Manual
18. Regional Corporation Principles
19. Draft Central Services Corporation Cultural Consultation Policy

20. Communication, Consultation and Participation strategy
21. Presentation that SWALSC provided at the Preliminary Workshops
22. Focus Group Workshop Agenda
23. Town Information Session Agenda
24. Draft Notice for the Pre-Incorporation Meetings
25. Draft Agenda for the Pre-Incorporation Meetings

26. Draft proposed resolutions for the Pre-Incorporation Meetings
27. Draft First Regional Corporation Board Meeting Agenda Draft
28. Draft Agenda for the First Regional Corporation General Meeting
29. Draft proposed resolutions for the First Regional Corporation General Meeting







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**IMPORTANT:** The material in this publication contains photos of deceased people and has been included with permission from the family. It is not our intention to offend any persons and would like to respect our people's contribution to our Noongar community.



South West Aboriginal  
Land & Sea Council