



Australian Government
**Office of the Registrar of
Indigenous Corporations**

ORIC YEARBOOK 2021–22

Strong corporations
Strong people
Strong communities





Australian Government

**Office of the Registrar of
Indigenous Corporations**

Please be aware that this publication may contain the names and images of deceased people. The Registrar strives to treat Aboriginal and Torres Strait Islander culture and beliefs with respect. We acknowledge that for some communities, it is distressing to show images of people who have passed away.

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CONTENTS

ABOUT THE REGISTRAR AND THE CATSI ACT	1
ABOUT THE YEARBOOK	1
HIGHLIGHTS	2
REGISTRAR'S YEAR IN REVIEW	4
ABOUT ORIC	9
Vision	9
Budget	9
Organisational structure	10
Office locations	11
Staff	12
PERFORMANCE REPORTING	14

Establishing	15
Conduct research	15
Develop policy	15
Understand sector risks and issues	16
Engage stakeholders	16
Amend legislation and regulations	23

Registering	24
Provide pre-registration service	24
Drafting, reviewing and understanding rule books	25
Register corporations	26
Register documents and changes	29
Provide access to public registers	36

Supporting	38
Publish guidance	38
Provide information and advice	41
Provide corporate governance training	42
Provide support services	54

Monitoring	58
Promote timely lodgement of corporation annual reports	58
Assess complaints	62
Manage disputes	67
Conduct examinations	68
Conduct investigations	72

Seeking remedy and deterring	73
Calling corporation meetings	73
Issue compliance notices	74
Commence special administrations	74
Seek criminal and civil penalties	78

ACCOUNTABILITY	80
Senate Estimates appearances	81
Questions on notice	81
Freedom of information	82
Complaints about ORIC	82
Legal services expenditure	83

ABOUT THE REGISTRAR AND THE CATSI ACT

The Registrar of Aboriginal and Torres Strait Islander Corporations is an independent statutory office holder who administers the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act).

The CATSI Act sets out the Registrar's functions, the services the Registrar provides and the powers the Registrar has to enforce the law. Broadly speaking, the Registrar's functions are to support the delivery of registration, regulation and related services to Aboriginal and Torres Strait Islander corporations.

The CATSI Act has some unique features:

- ▶ Registered corporations must be owned and controlled by Aboriginal or Torres Strait Islander people – a majority of both members and directors must be Aboriginal or Torres Strait Islander people.
- ▶ The Registrar has special powers, for example to appoint examiners and special administrators.
- ▶ The Office of the Registrar of Indigenous Corporations (ORIC) provides support to corporations to strengthen their corporate governance, and conducts research.

ABOUT THE YEARBOOK

Although not required by legislation to produce an annual report, the Registrar believes it is appropriate and good practice to publish a yearbook to inform all clients and stakeholders about the work of the Office of the Registrar of Indigenous Corporations (ORIC).

ORIC has also contributed to the 2021–22 annual report of National Indigenous Australians Agency (NIAA), available at niaa.gov.au.

HIGHLIGHTS



More corporations

- ▶ 3520 registered **corporations**; up 5% from last year (and up 38% in 15 years)
- ▶ Of those, 243 (6.7%) are **RNTBCs**.



Longer term growth in corporations overall is steady, but RNTBCs are rising

- ▶ For the past 5 years new incorporations approved is steadily growing at an average of 186 corporations per year (although the number of applications received each year has been increasing).
- ▶ Over the same period growth of RNTBCs is outpacing the overall sector – increasing from 5.9% to 6.9% of all corporations.



Rate of corporation reporting is decreasing

- ▶ Only 62.49% of corporations complied with their reporting obligations – a decrease of 8.18% compared to the previous year.



More access to online information

- ▶ Traffic through the ORIC website grew in terms of both visits (6.5%) and visitors (5%).
- ▶ Visits were also more in-depth: the average visitor viewed 44% more pages per session.



Fewer, longer special administrations

- ▶ 7 corporations were under special administration during 2021–22 (down from 13).
- ▶ For the 4 that ended, the average duration was 9 months and 6 days – up from 7 months and 15 days in the previous year.

HIGHLIGHTS



Training participants embraced different types of learning activities

- ▶ 62.3% (485) of training participants tried new activities (workshops with single topic focus; and virtual and in-person forums); 37.7% (294) participated in existing types of activities (governance workshops; information sessions; and corporation-specific workshops).
- ▶ Online workshops with a single topic focus had the greatest portion of all participants (37%; 293).



Fewer complaints involving corporations

- ▶ Over the last 5 years, the number of complaints about corporations has steadily declined, from 831 in 2017–18 to 351 in 2021–22. That's a reduction of 57%.



Examinations take time

- ▶ The average time taken to complete an examination was 103 days.

Hot topics and trends

- ▶ Duties of directors and other officers is the most requested training topic, the most downloaded fact sheet, and the top topic for complaints.
- ▶ Native title legislative amendments seek to clarify the rights of common law holders in native title decision-making; accountability of RNTBCs to common law holders; and ensure all common law holders are represented in RNTBC membership.
- ▶ The sector's performance in meeting reporting obligations has been on a downward trend, exacerbated by circumstances of the pandemic.

REGISTRAR'S YEAR IN REVIEW

Preceding leadership

It is a privilege to be the Registrar of Aboriginal and Torres Strait Islander Corporations, one I share with 26 previous Registrars. All who since 1978, under preceding legislation, have regulated and supported Aboriginal and Torres Strait Islander corporations. Corporations who are delivering important services and benefits to Indigenous communities, and who in many instances are entrusted with the management of land, water and cultural rights and interests of Aboriginal and Torres Strait Islander people. Important work that is enhanced when there is strong and secure governance, and where accountability to members and beneficiaries is foremost.

It is for this reason I believe the role of Registrar and its office is a privilege. We hold a unique legislative mandate to regulate and support corporations to achieve a standard of governance that is self-determination in action – Indigenous people governing Indigenous corporations for Indigenous people.

Having been the Registrar for only 2 months of this reporting period, I acknowledge my immediate predecessors, Selwyn Button and Gerrit Wanganeen and their significant contributions.

During his 3-year tenure, Selwyn steered ORIC through Covid-19, adapting our regulatory work, reaching out to corporations with a set of special rules easing some of the COVID challenges, and assisting processes to adopt them.

Selwyn also drew attention to a significant flaw in the regulatory framework for native title corporations. The fact that trusts can be opaque even to those whose money they manage is a blight on a fundamental tenant of governance – accountability to those you serve. We will continue to hold a light to this failing.

With 7 years' ORIC experience and an intimate working knowledge of the CATSI Act, Gerrit stepped into the Registrar position for a 6-month period providing continuity and stability to the agency. While the Registrar must remain at arms-length to matters concerning a change to the CATSI Act, Gerrit was able to provide informed and considered advice on proposed changes in his capacity as the Deputy Registrar prior to stepping into the Registrar role.

Taking the baton

I am pleased to take the regulatory baton from my predecessors and do so with a full understanding of the obligations it carries. An obligation to protect the integrity of the CATSI Act and its legacy. One which stems from a belief that Indigenous people have a right to Indigenous corporate structures and governance to manage their own affairs. Since the introduction of the *Aboriginal Councils and Associations Act 1976*, legislative changes have preserved the fundamental purpose of specific legislation for Indigenous people to govern their own corporations.

As a Kungarakan and Waramungu woman I am happy to be accountable to another Indigenous woman as Minister for Indigenous Australians: the Hon Linda Burney MP. I am particularly pleased to be the Registrar at a time where we have a level of Indigenous leadership in the Australian Government not seen before, with Minister Burney, Assistant Minister Malarndirri McCarthy and Special Envoy Senator Pat Dodson.

The role of Registrar and the regulatory work of its office must be impartial at all times. And while we must be apolitical with regard to community, corporation and government politics there is a responsibility and new opportunity to regulate and support corporations to achieve the governance standing and confidence that allows them to be front and centre in the significant Indigenous agenda this government has set.



Minister for Indigenous Australians, The Honourable Linda Burney MP, Assistant Minister for Indigenous Australians, Senator the Honourable Malarndirri McCarthy and Special Envoy for Reconciliation and the Implementation of the Uluru Statement from the Heart, Senator Patrick Dodson addressing staff of the National Indigenous Australians Agency.

Regulatory challenges

Meeting the regulatory and support needs of over 3500 Aboriginal and Torres Strait Islander corporations is rewarding but challenging work. ORIC operates across 8 locations with an average of 40 staff members. To do its work effectively requires tough resourcing decisions – balancing compliance work with support and assistance to corporations, and prioritising where we can reasonably provide intensive support and, where necessary, interventions.

ORIC's work is by its nature process heavy. We are bound by the CATSI Act and must be able to withstand public scrutiny and reviews to our processes and decisions. Comparable to size, ORIC receives more Freedom of Information (Fol) requests than any other agency.

The obligation to conduct our work with meticulous attention to detail, and the growing number of corporations does not lend itself easily to budget efficiencies. Having grown by 21 per cent in the past 5 years, we expect our resourcing challenges will only increase.

However, we remain determined to keep improving: to produce more consistent and accessible guidance, to be faster in processing requests – and more responsive to their nuances.

It is my vision that ORIC is a champion of the Aboriginal and Torres Strait Islander corporate sector. Through our regulatory role holding it to the standard of governance that Indigenous communities expect and deserve. Through our support role working with the sector to have self-determination.

It is my expectation that ORIC meets the regulatory standards the government, community and corporations expect of us. We treat all with impartiality, fairness and respect; and we are consistent, transparent and accountable in our processes and decisions.

Most importantly it is my expectation that we do this while protecting the integrity of the CATSI Act and our independence.

2021–22 in review

Throughout 2021–22 ORIC continued its program of governance support while trialling new approaches. We hosted 10 online training workshops on key topics and ran a pilot program to support boards of directors to make decisions online. We hosted a nationwide 6-hour online event under the banner of 'Governance Day' – and heeding the call from participants

for more regionally-focused events, we followed that up with in-person 'connected governance' events in Alice Springs, Thursday Island and Coffs Harbour.

In March we saw the successful prosecution of a man who defrauded Aboriginal artists of almost half a million dollars. An outcome welcomed by ORIC, the sector and more importantly the artists and their families.

A secure native title estate

Toward the end of this reporting period ORIC attended the AIATSIS Summit on Kabi Kabi Country, Sunshine Coast. Given the 30th anniversary of the Mabo decision, it was an important one and an opportune time for ORIC to provide information and support to registered native title bodies corporate (RNTBCs) on the *Native Title Legislation Amendments Act 2021* and the requirements of them.

Forty-two per cent of Australia is now subject to native title, and as at 30 June 2022 there were 243 RNTBCs.

Strong cultural and corporate governance is the foundation of a secure native title estate that is protected in perpetuity for native title holders.

RNTBCs are charged with the responsibility of managing the native title rights and interests of common law holders in perpetuity. The manner in which they do this is one for RNTBCs in line with their cultural governance. ORIC does not regulate native title nor cultural governance.

Our role is to support RNTBCs to maintain integrity and security in relation to their corporate governance. We do this by ensuring their rule book is consistent with legislative requirements and the native title determination/s they manage, and are built on cultural governance. Our role is then to ensure that RNTBCs are compliant with their own rule book.

While RNTBCs are required by law to be registered under the CATSI Act, I am determined to demonstrate that ORIC is better placed to regulate and support RNTBCs than any other regulator.

Governance support focus

A continuing challenge for ORIC is the balance of its compliance regulatory role with one of supporting corporations. We will continue to review this throughout 2022–23 and prioritise our resources and efforts where there is a greater return in terms of strong governing corporations.

In terms of supporting corporations, we look forward to commencing the rollout of our refreshed training program and governance forums, again using flexible modes such as webinars.

We will be investing time and resources into improving our processes and systems.

A priority for 2022–23 is accountability within the sector. Strong governance of corporations is built on accountability and transparency to its members. Previously our focus has been on ensuring corporations are compliant with their reporting obligations under the CATSI Act. With much of the pandemic induced barriers behind us, I am renewing our focus on reporting, and extending it to accountability to corporation members. This includes holding annual general meetings, duly elected boards, appropriate annual reporting and transparency to members on third party benefits and remuneration. We will support self-governance by encouraging corporations to adopt rule books that are workable and accessible so that directors and members can understand and exercise their rights and fulfill their obligations.

For RNTBCs, the *Native Title Legislation Amendments Act 2021* require specific membership and dispute resolution provisions be included in their rule books before 25 March 2023. We are increasing our native title resources available to work with RNTBCs to ensure compliance with the requirements before the deadline, and support their governance practice.

I look forward to reporting on these in our next yearbook.

Tricia Stroud.
Tricia Stroud

31 October 2022



ABOUT ORIC

ORIC supports the Registrar to administer the CATSI Act. This includes regulating and supporting corporations to improve the standards of governance, financial management and accountability – factors that underlie all successful corporations.

ORIC supports the Registrar to administer the CATSI Act by:

- ▶ **advising** groups on how to incorporate
- ▶ **training** directors, members and key staff in good corporate governance
- ▶ **ensuring compliance** with the CATSI Act and regulations
- ▶ **intervening** when needed.

Vision

Strong corporations, strong people, strong communities

Aboriginal and Torres Strait Islander corporations play an important role in the lives of Aboriginal and Torres Strait Islander people and their communities, as well as in the broader Australian society. Our vision is of well-governed corporations that inspire trust in the sector and provide high-value services and benefits to communities and members.

To achieve that vision, ORIC staff operate within a framework that covers:

- ▶ our regulatory approach
- ▶ the risks we identify
- ▶ how we categorise and prioritise cases
- ▶ how we measure our performance.

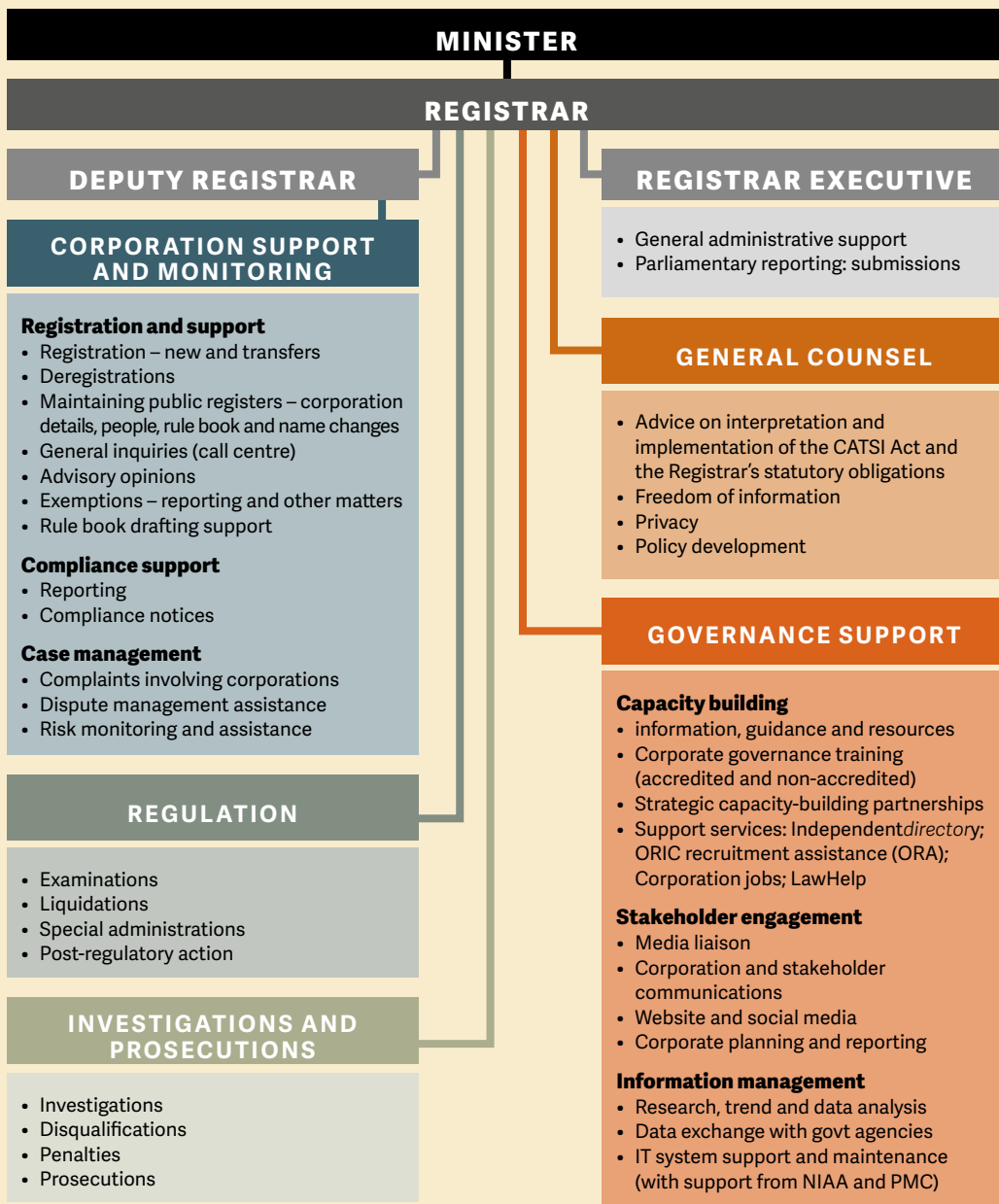
Our work is also directed by a corporate plan. The current plan covers the period 2021–24 and sets out 4 strategic priorities: native title; prevention; investigations; and governance knowledge. Our corporate documents are available online at [oric.gov.au/about-us](https://www.oric.gov.au/about-us).

Budget

The Registrar's budget allocation for 2021–22 was \$7.561 million as departmental funding, with an extra \$1 million of administered funds. Together, those were a close match to the \$8.378 million allocated in the previous year. Our actual spend was a little more: \$7.87 million plus \$0.931, totalling \$8.801 million.

On 18 February 2022 then Prime Minister Scott Morrison announced a \$21.9 million Indigenous Leadership and Governance package to support the next generation of Indigenous leaders. The package included \$6.7 million for ORIC to develop governance training materials for Indigenous organisation. The announcement from then Minister for Indigenous Australians, the Hon Ken Wyatt AM, MP: indigenous.gov.au/news-and-media/announcements/strengthening-indigenous-leadership-and-governance.

Organisational structure



Office locations





ORIC staff

Staff

As at 30 June 2022, ORIC had a staff of 43 people (41.1 full-time equivalent):

- ▶ 21 (48.8%) worked from the Canberra office
- ▶ 22 (51.2%) worked from a regional office
- ▶ 20 (46.5%) were Aboriginal and/or Torres Strait Islander
- ▶ 24 (55.8%) were women
- ▶ 7 (16.3%) were part-time.

Senior management

Senior managers at 30 June 2022:

- ▶ Tricia Stroud, Registrar
- ▶ Gerrit Wanganeen, Deputy Registrar
- ▶ Dan Bush, General Counsel
- ▶ Julie Steel, Executive Officer
- ▶ Ben Murray, Special Projects
- ▶ Lisa Hugg, Manager, Governance Support
- ▶ Kevin Vu, Manager, Regulation
- ▶ Trish Mu, Manager, Investigations and Prosecutions
- ▶ Catherine Turtle, Manager, Southern Hub
- ▶ Hannah Roe, Manager, Northern Hub



ORIC management team

Community participation

ORIC staff are encouraged to participate in annual and special events that celebrate Aboriginal and Torres Strait Islander people and culture.

At the all-staff recall to Canberra in May 2022 we toured the bush food garden at the National Arboretum.



ORIC staff participating in a bush food cultural activity

During NAIDOC Week 3 ORIC staff-members joined the NIAA touch football team convened by the agency's Aboriginal and Torres Strait Islander Network, to play in the NAIDOC APS Touch Football Day.



Touch football team

PERFORMANCE REPORTING

ORIC's performance measurement framework describes how we measure the value of the work we do and provides the backbone for this yearbook.

Measuring our performance by output helps us to understand the efficiency of our operations. But beyond that, we want to build capability to measure our impact on good governance and trust in the Aboriginal and Torres Strait Islander sector – our outcomes.

ESTABLISHING

The Registrar is responsible for administering the CATSI Act, and that involves creating a sustainable regulatory framework to give effect to the legislation.

Conduct research

In October 2020 ORIC accepted an invitation from University of Queensland researchers to participate in its project to identify and document less tangible factors and mechanisms (beyond monitoring and enforcing compliance) that contribute to governance success in Aboriginal and Torres Strait Islander corporations. From March to June 2022, the researchers presented emerging themes from their work at ORIC's connected governance forums and at the AIATSIS Summit

Develop policy

As a stakeholder in Aboriginal and Torres Strait Islander affairs, ORIC is consulted in relation to policy reform or new initiatives. Requests for input may come from ministers, government departments or agencies, or parliamentary committees.

No new policy statements were developed in 2021–22 but there was a significant revision to *Policy statement 11: The Indigeneity requirement*. The revision introduced provisions for requiring additional evidence of Indigeneity in the case of corporations with fewer than 20 members; for-profit corporations; and corporations with corporate members.

Understand sector risks and issues

In accordance with our strategic risk framework, we have a risk working group to analyse information staff receive in the course of their daily work and – periodically – plan a response. Issues identified by the risk working group are fed into our annual planning process where we plan responses to address those risks. This work guides our regulatory activities, support and training, how we prioritise our assistance in relation to complaints and disputes, the general information we provide and the communication activities we undertake. Examples of responses initiated through this process include revisions to guidance such as policy statements (see the previous section); and topics for our guidance materials.

This year, corporations faced challenges due to increasing expectations of corporation stakeholders, and competition for service provision.

Engage stakeholders

As part of ongoing business we engage and consult with government and industry stakeholders. For example, we meet annually with the Commonwealth Director of Public Prosecutions; on a quarterly basis with the Department of Social Services, Aboriginal Health and Medical Research Council, Office of the Children's Guardian; monthly with the Department of Health, National Native Title Tribunal; and fortnightly with the National Indigenous Australians Agency. We also engage with other national, state and territory regulators and enforcement bodies. We use the opportunity to gather their feedback on our services and regulatory activities, as well as issues relevant to the sector and regulation. This information is also used to inform our annual planning.

ORIC conducts a range of communication activities to help inform the broader community about Aboriginal and Torres Strait Islander corporations and ORIC's regulatory activity.

oric.gov.au

The ORIC website at oric.gov.au has a range of information and resources for and about Aboriginal and Torres Strait Islander corporations. Interested people can:

- ▶ download corporations' public documents
- ▶ access statistical reports
- ▶ find a list of prosecution outcomes
- ▶ sign up for news and media releases.

It's also a portal through which, for example, corporations can:

- ▶ lodge their documents
- ▶ advertise job vacancies
- ▶ register for training.

In 2021–22 there were 280,555 sessions on the website by 136,098 visitors. That's a modest growth of 5% in relation to visitors and 6.5% in relation to the number of visits. Significantly, this year our visitors stayed longer on our site and visited more pages. On average people viewed 4.5 pages per session – which is a 43.8% increase on the average number of pages viewed last year.

Media releases

The Registrar issues regular media releases on significant developments or events affecting Aboriginal and Torres Strait Islander corporations.

In 2021–22 the Registrar issued 18 [media releases](#), all of which are available on the ORIC website.

Opinion articles

Selwyn Button, 'Native title trusts lack transparency, fail traditional owners', *Australian Financial Review*, 29 November 2021.

Social media

We share news and stories through the Registrar's Twitter, ORIC's LinkedIn page, and indigenous.gov.au channels.

In 2021–22 our 57 posts on LinkedIn prompted 987 reactions, 72 comments and 60 shares, and our followers grew from 473 to 941.

On Twitter our followers grew by 56 from 159 to 215 and our 49 posts prompted 804 engagements.

AIATSIS summit including the National Native Title Conference

Registered native title bodies corporate (RNTBCs) are Aboriginal and Torres Strait Islander corporations that have obligations under the *Native Title Act 1993*. By law these corporations must register under the CATSI Act, and cannot be deregistered as long as they remain a prescribed body corporate and manage or hold native title rights. The annual National Native Title Conference is the principal gathering for the sector with around 1000 delegates attending. It provides a valuable opportunity to engage face-to-face with native title corporations, representative bodies and other stakeholders in the sector. In 2022 the conference was held on Kabi Kabi Country (the Sunshine Coast), Queensland, from 30 May to 3 June. ORIC was a sponsor and hosted an information stall.

An opportunity to meet with RNTBCs as a collective provides an opportunity for robust open discussion of our regulatory role and how we can administer the CATSI Act while respecting the uniqueness of RNTBCs and their obligations under the Native Title Act. Something that we regularly ask ourselves: how can we manage the dual imperatives to hold corporations accountable and honour their cultural governance? A burning question which we expect to consider more fully in the future, and in partnership with the RNTBC sector.





Spotlight on...

Each month we publish a story of an Aboriginal or Torres Strait Islander corporation. For the featured corporation, it's due recognition and celebration of their efforts and achievements. For the broader public it's a way to learn more about this vibrant, diverse sector.

JULY
2021



Taking care of elders, past and future:
Kaurna Yerta Aboriginal Corporation RNTBC

AUG
2021



Walking strong for Ngunnawal families:
Yerrabi Yurwang Child & Family Aboriginal Corporation

SEPT
2021



Bush food, meet tech:
Mamabulanjin Aboriginal Corporation

OCT
2021



Credit for mitigating climate change:
Wilinggin Aboriginal Corporation

NOV
2021



Lifelines of Erub arts:
Erub Erwer Meta Torres Strait Islander Corporation

DEC
2021



Foundations and the future of strong governance: Arnhem Northern and Kimberley Artists Aboriginal Corporation

JAN 2022



After the mega-blaze:
Mingaan Wiradjuri Aboriginal Corporation

FEB 2022



Sky's no limit:
Djarindjin Aboriginal Corporation

MAR 2022



Cool burning for country and community:
Firesticks Alliance Indigenous Corporation

APR 2022



Leadership for sustainable and positive futures: Leadership Institute for Positive Futures Indigenous Corporation

MAY 2022



Bunya governance:
Bunya Peoples' Aboriginal Corporation

JUNE 2022



Imagination for a fairer world:
Australian Indigenous Mentoring Experience Indigenous Corporation

Partnerships

ORIC maintains partnerships with a range of organisations for different purposes. As at 30 June 2022 we had current memorandums of understanding with the following organisations:

- ▶ Australian Securities and Investments Commission
- ▶ Australian Charities and Not-for-profits Commission
- ▶ Australian Taxation Office, Australian Business Register
- ▶ National Native Title Tribunal.

To provide our pro bono legal assistance service, **LawHelp**, in 2020–21 we worked with 14 of Australia's leading law firms:

- ▶ Allens
- ▶ Ashurst
- ▶ Australian Government Solicitor
- ▶ Baker & McKenzie
- ▶ Bradley Allen Love Lawyers
- ▶ Castledine Gregory Law & Mediation
- ▶ Clayton Utz
- ▶ DLA Piper Australia
- ▶ Herbert Smith Freehills
- ▶ Holding Redlich
- ▶ HWL Ebsworth Lawyers
- ▶ Jackson McDonald
- ▶ Minter Ellison
- ▶ Taylor David Lawyers.

Other partnerships active in 2021–22 were with Loomio, a New Zealand-based cooperative offering a platform for online decision-making; and Justice Connect, experienced trainers with expertise in charities and not-for-profit law.

In April 2021 ORIC contracted Loomio to provide a 12-month service for around a dozen Aboriginal and Torres Strait Islander corporations to test whether its platform for online discussion and decision-making works to strengthen corporate governance. The project was in the early stages as at 30 June. The tool was installed at decisions.oric.gov.au and several corporations had attended introductory training sessions.

ORIC contracted Justice Connect to provide a series of online training workshops on various topics: disputes and conflict on the board; risk and corporations; and working with other organisations.

Amend legislation and regulations

To operate effectively and efficiently as a regulator, the Registrar and ORIC need the driving legislation – the CATSI Act – to be clear, robust and appropriate to meet the needs of Aboriginal and Torres Strait Islander corporations, people and communities.

Since a technical review of the CATSI Act in 2017, 2 separate attempts have been made to pass a bill to modernise the CATSI Act and reduce the regulatory burden for Aboriginal and Torres Strait Islander corporations.

As the policy owner of the legislation, NIAA conducted a comprehensive review of the CATSI Act in 2020. This review included 3 phases of consultation over a 6-month period, including on an exposure draft of the proposed Bill.

The Bill was introduced into the House of Representatives on 25 August 2021 and referred to the Senate Finance and Public Administration Legislation Committee for inquiry. The Bill passed the House on 2 September 2021.

The inquiry tabled its report on 14 October 2021, recommending that the Bill be passed after considering recommendations from senators.

The Bill did not achieve passage through the Senate before the general election being called. Accordingly, the Bill lapsed when Parliament was prorogued on 11 April 2022.

Often, some of the specific detail of about how legislation will apply is contained in delegated or secondary legislation – in this case the CATSI Regulations. Amendments to the CATSI Act meant changes were also required to the Regulations, and a significant amount of work was done during the first half of the year developing amendments to the Regulations. It was intended to undertake consultation on an exposure draft of the proposed Regulations, however, this wasn't required when the Bill did not find passage.

REGISTERING

A key function of the Registrar is registering corporations under the CATSI Act. The Registrar complements this function with pre and post-registration services.

The Registrar is also required to maintain a public register of information and documents relating to the registration and administration of corporations.

Provide pre-registration service

Pre-registration meetings with groups

ORIC staff often field queries from groups of Aboriginal and Torres Strait Islander people who are thinking about incorporating, and wanting more information about their options. Some conversations occur over the phone; in other cases, an ORIC officer will meet with the group to discuss options and determine whether registering under the CATSI Act is appropriate in their circumstances. This pre-registration service is also available to groups that are already incorporated under alternative legislation and considering transferring their registration.

Pre-registration workshops with groups

ORIC staff run workshops to assist groups who are planning to incorporate for the first time, transfer their existing registration or amalgamate with another organisation. We provide information on the requirements and process, and help develop a constitution (rule book) that is consistent with the CATSI Act.

Drafting, reviewing and understanding rule books

Combined with the pre-registration workshop mentioned above, ORIC offers assistance to new groups and existing corporations to develop or revise their rule book. Available support includes providing information and a range of model rule books on our website; a service to check a proposed rule book for compliance with the CATSI Act before it is put to members; facilitating workshops for a group to design or review a rule book.

ORIC recommends that corporations regularly review their rules to make sure directors and members can understand them, and the rules work well for their corporation's circumstances;

ORIC is sometimes called upon to help members and directors understand their rules, and sometimes address complaints or disputes arising from disagreements on the application of rules. During 2021–22 ORIC received 316 inquiries related to rule books.

Our most popular model rule book is the condensed version – downloaded 2,766 times in total (1,985 unique downloads).

During 2021–22 ORIC facilitated 3 rule book design workshops, one of these was with a registered native title body corporate (RNTBC) – see 'Training and education activities in detail'.

Focused rule book support for RNTBCs

As a result of amendments in March 2021 to the *Native Title Act 1993*, RNTBCs are required to have specific rules in their rule book about membership and dispute resolution. Existing RNTBCs were provided 2 years to revise their rules.

ORIC provided assistance to RNTBCs and stakeholders by publishing information on the requirements and a model rule book for RNTBCs. The fact sheet *Rule book changes for RNTBCs* was downloaded 483 times (411 unique downloads); the model rule book for RNTBCs was downloaded 446 times (276 unique downloads).

ORIC focused on raising awareness of the requirements through engagement activities with RNTBCs, native representative bodies and service providers and other stakeholders at ORIC's governance forums, the 2022 AIATSIS Native Title Summit and at a PBC forum in Renmark, South Australia co-hosted by the National Native Title Council and South Australia Native Title Services.

If an RNTBC fails to make the required changes to its rule book by 24 March 2023, the Registrar may use her powers to issue a notice for the corporation to make the required changes or initiate the changes on its behalf.

As at 30 June 2022 there were 243 RNTBCs, and 35 of them had rule books that met all the requirements of the amended law.

Register corporations

At 30 June 2022 there were 3521 corporations registered under the CATSI Act. The year before there were 3352. That’s a net increase of 169 corporations; growth of 5%. Of those 3521, 243 (6.9%) are registered native title bodies corporate (RNTBCs).

Figure 1. Registered and new corporations from 1994–95 to 2021–22

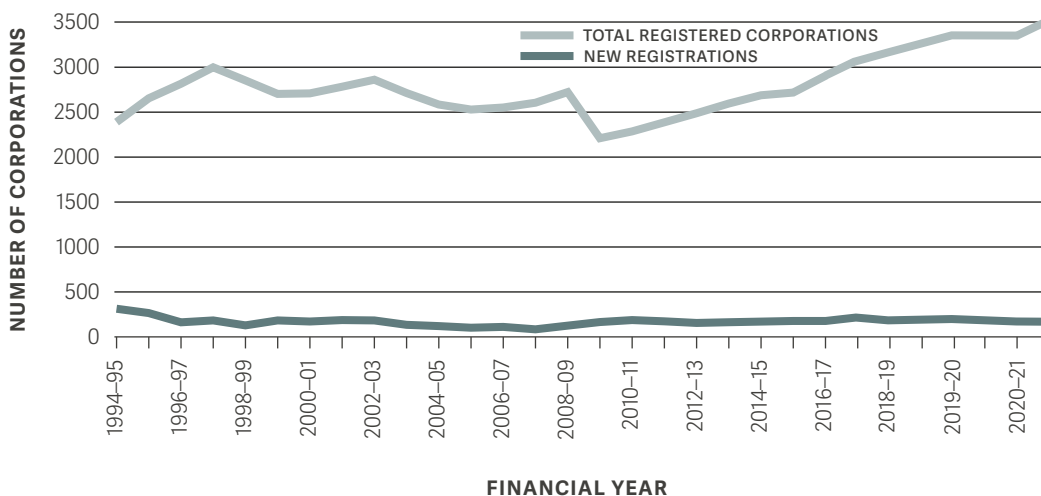
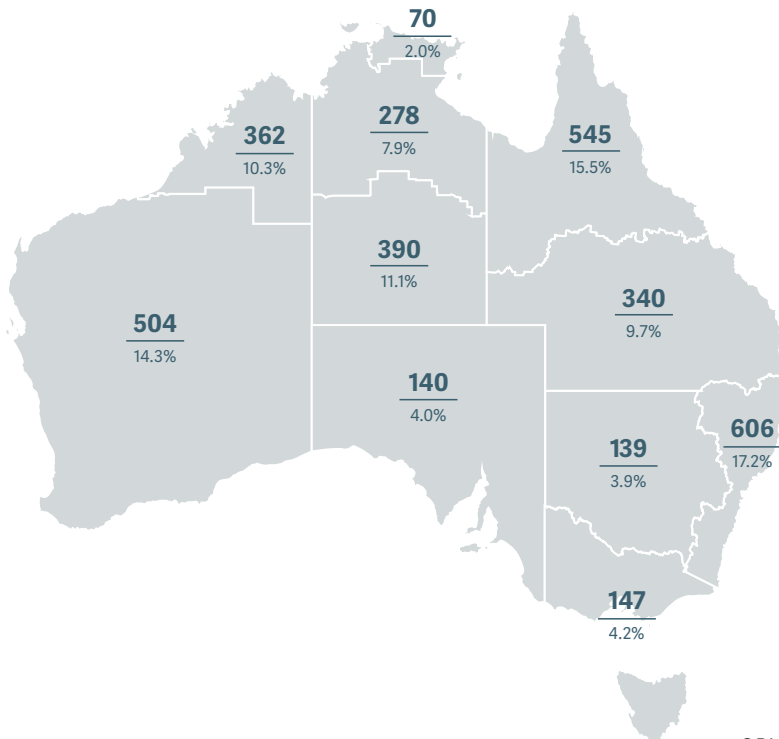


Table 2. Number of registered corporations by region as at 30 June 2022

Region	No. of corps	% of total
Arnhem Land & Groote Eylandt	70	2.0%
Central Australia	390	11.1%
Eastern NSW	606	17.2%
Greater Western Australia	504	14.3%
Kimberley	362	10.3%
North Queensland	545	15.5%
South Australia	140	4.0%
South Queensland	340	9.7%
Top End & Tiwi Islands	278	7.9%
Victoria & Tasmania	147	4.2%
Western NSW	139	3.9%
TOTAL	3352	

Figure 2. Number of registered corporations by region as at 30 June 2022

New registrations

During 2021–22 there were 189 new registrations – 14 more than the previous year. Those included 6 transfers of incorporation to the CATSI Act from other incorporation legislation and 5 reinstatements. The year before, 3 of the 175 registrations were transfers in.

Table 2. Requests to incorporate

Requests to incorporate	2017–18	2018–19	2019–20	2020–21	2021–22
Received	205	235	231	219	253
Actioned:	209	223	220	217	244
▶ approved	183	193	189	175	189
▶ refused	12	6	12	9	10
▶ lapsed/withdrawn	15	24	20	33	45

Note: the figures above include applications for reinstatement. In 2021–22 11 applications for reinstatement were received, and 5 corporations were reinstated.

Requests to register a corporation were processed in an average of 43 days.

Deregistrations

There were 26 deregistrations this year, compared with 181 corporations that were deregistered in the previous year – a decrease of 85%, mostly attributable to a bulk round initiated by the Registrar in the previous year to deregister 156 dormant corporations.

Table 3. Deregistrations finalised

Deregistration	2017–18	2018–19	2019–20	2020–21	2021–22
Initiated by the corporation	41	44	30	25	26
Initiated by the Registrar	–	–	–	156	–
TOTAL	41	44	30	181	26

Register documents and changes

ORIC receives a range of information, forms and reports that need to be added to or require amendments to information on the Register of Aboriginal and Torres Strait Islander Corporations. In 2021–22 ORIC processed 6455 registration jobs.

The range of jobs requiring changes to the register includes:

- ▶ change corporation name
- ▶ change corporation address and/or other contact details
- ▶ change directors, contact persons or secretaries
- ▶ change rule book
- ▶ lodge updated membership list
- ▶ change native title status
- ▶ lodge general, financial and directors' reports.

Table 4. Sample of registration activity in the last 5 years

Requests to change rule book	2017–18	2018–19	2019–20	2020–21	2021–22
Received	235	232	218	254	257
Finalised:	237	215	221	244	257
▶ approved	218	201	167	187	200
▶ refused	19	13	54	57	57
Average processing time in days	20.97	23.52	30.72	26.26	34.87
Requests to change name					
Received	24	26	28	29	24
Finalised:	25	25	28	28	28
▶ approved	22	23	22	23	23
▶ refused	3	2	6	5	5
Average processing time in days	34.8	15.64	26.68	19.29	66.71
Requests to change a corporation's contact details or details of directors, contact person or secretary					
Received	1328	1323	1312	1427	1362
Finalised	1325	1303	1317	1426	1352
Changes applied to the public register	1289	1280	1273	1355	1285
Average processing time in days	1.8	2.8	3.8	2.93	4.65

Notes:

1. Processing times are measured in calendar days, not business days.
2. Some requests finalised during 2021–22 were initiated in the previous year.
3. Where a request to change details for a contact person or other officer is not implemented, usually the reason is that the person making the request is not authorised to change those details.

Figure 3. Outcomes of requests to change rule book

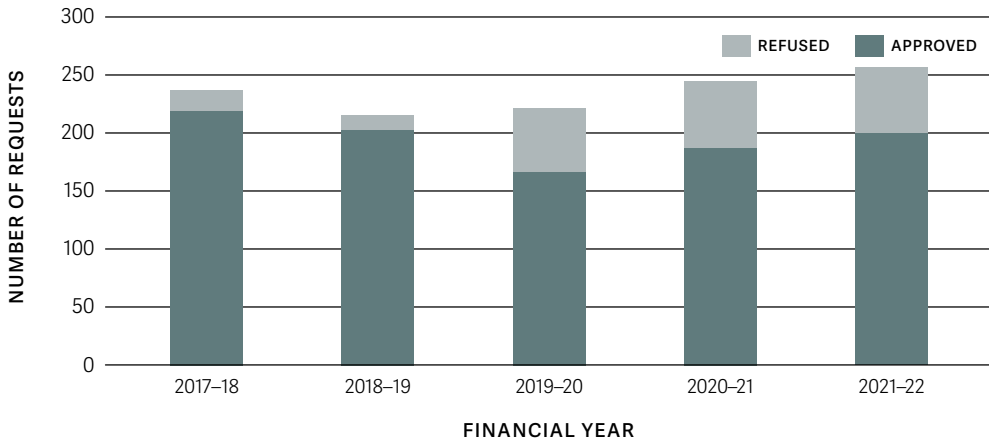


Figure 4. Outcomes of requests to change name

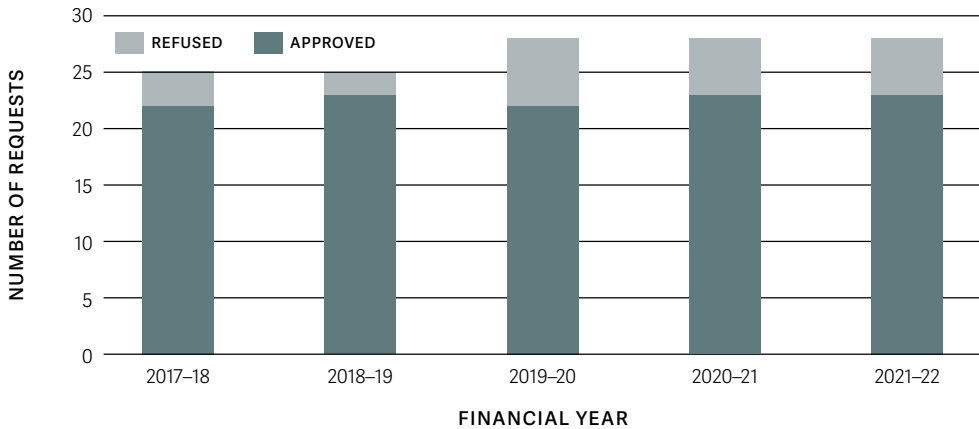
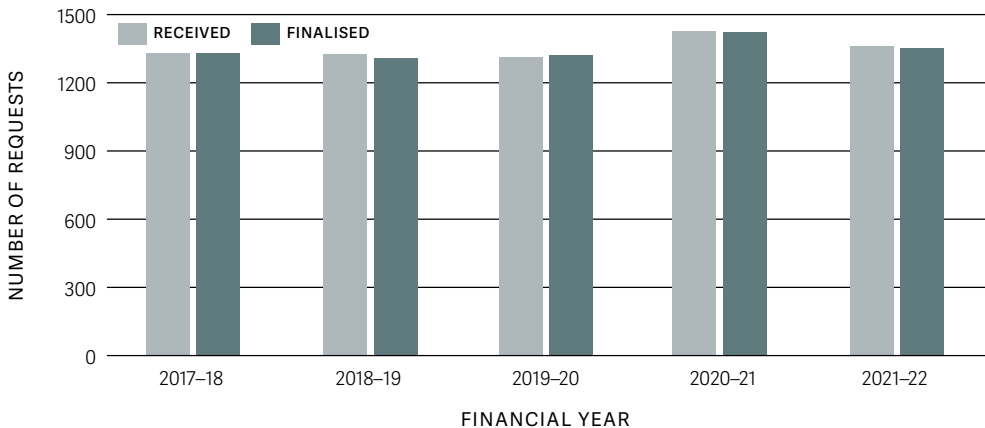


Figure 5. Requests to change corporation contact details or details of contact person, secretary or director/s



Depending on the type of changes required to the register, the time to process them varies.

Table 5. Average processing time for each kind of change request, 2021–22

Type of change request	Average processing time in days
Rule book	34.87
Corporation name	48.29
Contact details for corporation or officers	4.65
Member list	2.46
Native title status	13.18

Note: As noted previously, average processing times are measured in calendar days, not business days. Processing time starts when a job opens and ends when it is closed, during this period the job may be sitting idle which is not excluded from the processing time. For example, a job will sit idle while ORIC awaits information from a corporation because the original request had insufficient or inadequate supporting documentation.

Registrar-initiated rule book changes

For the last 2 years we have reported on **special measures available to corporations in response to bushfires and Covid-19**. Corporations were offered a supported process with lower requirements to adopt the special rules than is required for a usual change of rules. The special rules allowed corporations to:

- ▶ postpone or cancel a meeting after it was called
- ▶ more easily pass resolutions without meeting
- ▶ meet virtually.

In 2019–20 when the special rules were first offered, 50 corporations adopted them. By default, the rules were set to expire on 30 November 2020. In the year that followed, 25 corporations requested to extend the term of their special rules to 31 May 2021; and 7 corporations adopted the special rules for the first time. During 2021–22 – the third consecutive year of the pandemic – 5 corporations requested to extend the term of their special rules to varying end dates ranging from 10 December 2021 to 31 December 2022; and 13 corporations adopted the special rules for the first time.

Table 6. Registrar-initiated rule book changes for special temporary rules

	2019–20	2020–21	2021–22
Number of corporations adopting special rules for the first time	50	25	13
Number of corporations extending the term	N/A	7	5
Expiry date	30 Nov 2020	31 May 2021	Various – ranging from 10 Dec 2021 to 31 Dec 2022

There were **7 other changes** to rule books initiated by the Registrar in 2021–22: 4 to correct errors, 1 to address unworkable rules and 2 for changes requested by special administrators.

Exemptions

The Registrar has the power to grant exemptions from particular sections or parts of the CATSI Act to adapt the legislation to meet the individual circumstances of an Aboriginal and Torres Strait Islander corporations. The Registrar’s **Policy statement 07: Exemptions** provides more detail.

In 2021–22 ORIC processed 692 applications for exemptions from various provisions of the CATSI Act, down 5% from the previous year. On average, applications for exemptions were processed in 7.81 days, up a little from 7 days.

Table 7. Requests by exemption type, 2021–22

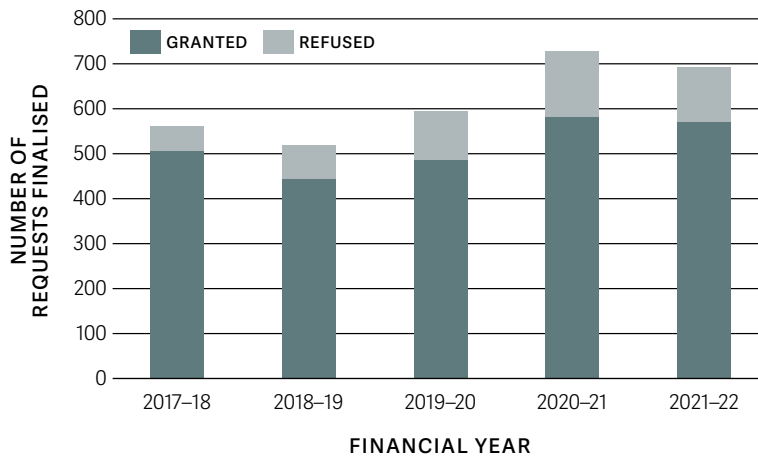
Exemption type	Received	Finalised	Granted	Refused
Extension of time to hold AGM	446	446	371	75
Exemption in relation to record keeping and reporting requirement	185	183	151	32
Exemption in relation to meetings	29	28	21	7
Exemption in relation to directors	15	14	13	1
Exemption in relation to members	20	19	13	6
Exemption in relation to member approval for related party benefit	2	2	2	0
TOTAL	697	692	571	121

Note: Some requests finalised were received in the previous financial year and some received are carried over to next financial year.

Table 8. Total exemption requests received and finalised, last 5 years

Exemptions	2017-18	2018-19	2019-20	2020-21	2021-22
Received	563	521	606	729	697
Finalised:	562	520	598	729	692
▶ granted	506	444	485	581	571
▶ refused	56	76	113	148	121

Figure 6. Exemptions received and finalised, last 5 years



Lodgement of forms and reports online

ORIC provides forms for corporations to register and meet their reporting and other obligations under the CATSI Act. To optimise accuracy of the information and efficiency of the process, we encourage corporations to use our secure system for online lodgement at online.oric.gov.au. When a corporation needs to lodge a report or update their details, they can log in and their corporation's registered information will pre-populate the relevant form. In that way they can easily revise their information and instantly lodge it with the Registrar. To ensure access for all, we still provide PDF versions of our forms, which corporations can download, print, complete, scan and return.

Over the past decade we've observed a change in the percentage of forms and reports lodged from majority hard copy to online through the Registrar's online lodgement system. However over the past 5 years the percentage shift has retracted slightly. This year:

- ▶ 66% of all forms lodged were submitted online. That's a one per cent drop from last year.
- ▶ 80% of general reports were submitted online – a 1.8% drop from last year.

The rate of corporations' compliance with their annual reporting obligations will be addressed later in this document. See 'Promote timely lodgement of annual reports'.

Figure 7. Change in forms and reports lodged online, last 10 years

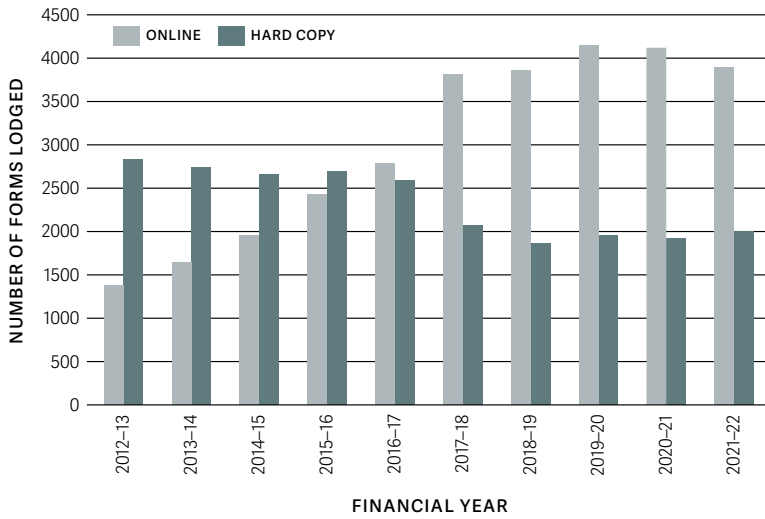
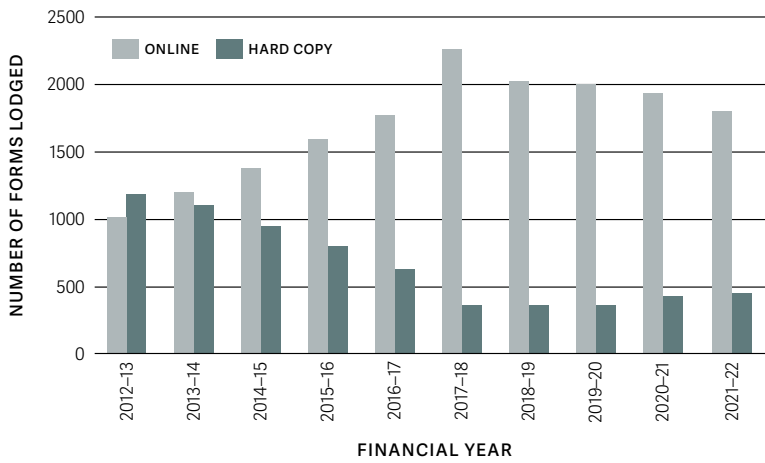


Figure 8. Change in general reports lodged online, last 10 years



Provide access to public registers

ORIC manages the Register of Aboriginal and Torres Strait Islander Corporations and makes part of it – contact details and certain documents about each corporation such as financial reports and regulatory actions by ORIC – publicly accessible on the web. We also manage and publish the Register of Disqualified Officers. Maintaining and providing access to these information resources is a critical service provided by ORIC.

In 2021–22 there were:

- ▶ 139,745 website visits to search the Register of Aboriginal and Torres Strait Islander Corporations – which is 0.7% less than the previous year (140,719 sessions). Around half of all visitors to the ORIC website end up on a corporation search result page
- ▶ 1,573 visits to the Register of Disqualified Officers.

Table 9: Website visits to search public registers, last 5 years

	2017–18	2018–19	2019–20	2020–21	2021–22
Register of Aboriginal and Torres Strait Islander Corporations	103,588	111,677	128,652	140,719	139,745
Register of Disqualified Officers	436	424	446*	1,150	1,573

Note: * The full number of visits for 2019–20 resulting in a referral to the register of disqualified officers is not ascertainable as there was a blackout in tracking that data from 7 August to 17 November 2019.

Open data

Section 658-1(h) of the CATSI Act states that one of the Registrar's functions is 'to conduct research in relation to matters affecting Aboriginal and Torres Strait Islander corporations'. ORIC serves this research purpose by various means, as this yearbook attests. Openly publishing a data set via data.gov.au means that many more people are able to use ORIC data to conduct research, to combine our data with that from other sources, to embark on innovative collaborative research and potentially, to generate new insights into the sector.

In September 2021 ORIC released the first monthly set of [open data](#) about registered Aboriginal and Torres Strait Islander corporations. Principles we follow in determining what goes into the public data set include:

- ▶ **De-identify people** – but retain the title (Mr / Mrs / Ms / Dr / etc) for directors as an imperfect way to capture gender representation
- ▶ **Respect corporation sensitivities** – financial information is not exact but provided by category
- ▶ **Avoid feeding spammers** – no address or other contact information

Feedback from users:

‘Great to see ORIC’s data available on the open data page. It is really useful and helpful, thanks so much for putting it up.’ [Dr Zannie Langford, Research Fellow, Agribusiness and Rural Development, University of Queensland]

‘Thank you so much for all the hard work getting your data out there, it’s much appreciated and will be amazing for so much work across the sector.’ [Sam Thorp, chair of ChangePath]

Other research partnerships:

- ▶ University of Queensland School of Political Science and International Studies – ORIC commissioned research to identify and document factors and mechanisms that contribute to the governance success of Aboriginal and Torres Strait Islander organisations. The aim was to look beyond the crude measure of compliance with reporting obligations, to improve our understanding and our support mechanisms.
- ▶ In March 2022 we started work on responding to a recommendation of the [National Indigenous Visual Arts Action Plan 2021–25](#). The plan tasks ORIC with providing targeted and tailored training for Indigenous art centre to improve their financial and governance capacity and outcomes. In the first instance, we contracted Inside Policy to undertake a scoping study of art centres and peak bodies, to identify what art centre staff and boards need. The report will be provided in August 2022.

SUPPORTING

One of the outcomes of ORIC's activities is that corporations are supported to succeed. The Registrar's functions include supporting Aboriginal and Torres Strait Islander corporations and promoting good governance.

Publish guidance

ORIC provides corporations and other interested people with a wealth of guidance on the CATSI Act, including information on starting and running a corporation; fact sheets; guides to legislation and reporting; newsletters; templates for rule books, membership application forms, directorships, and meeting notices, minutes and resolutions. The guidance offers practical advice and tips on various topics. Materials are developed or revised throughout the year in response to trends and issues in the sector identified through inquiries, complaints about corporations, examinations, training activities, local officer engagement, and common issues with lodgement of forms and other information.

Guidance is provided in both digital and printed formats. Printed material is most often distributed during face-to-face engagement with corporations where a discussion on a particular governance topic is reinforced with the published resource provided as a reference tool for the corporation to draw on later.

As a general indicator of demand for general information and guidance, during 2021–22 there were 280,555 sessions on the website by 136,098 users. On average users viewed 4.5 pages per session – a 43.8% increase from last year.

Fact sheets

ORIC currently has 24 titles in its fact sheet series. We also provide a range of other information sheets that offer guidance on specific matters such as rules required for gift funds. These are most often in the context of, and therefore attached to, other guidance resources such as model rule books.

Table 10: Most downloaded fact sheets from oric.gov.au, 2021–22

Fact sheet title	Total downloads	Unique downloads
Duties of directors and other officers	2271	1919
A corporation's rule book: what you need to know	1985	1689
Becoming a corporation member	1383	1194
Corporation size and reporting	1049	970
Making a complaint about a corporation	1017	795
Registers of members and former members	887	718
Meetings for members	839	722
Meetings for directors	769	655
Contact persons and secretaries	736	622
The CATSI Act and the Corporations Act – some differences	639	568

Guidance for RNTBCs

During 2021–22 ORIC published and revised guidance for RNTBCs and their stakeholders to help them understand their obligations arising from changes to native title laws that started in March 2021.

Table 11: Downloads of guidance for RNTBCs from oric.gov.au, 2021–22

Resource title	Total downloads	Unique downloads
Fact sheet: Rule book changes for RNTBCs	483	411
Fact sheet: Types of decisions in RNTBCs	365	282
Flow chart: Making decisions about native title and compensation applications	361	308

Policy statements

ORIC publishes policy statements to provide guidance and clarity on the Registrar's interpretation and application of certain aspects of the CATSI Act.

In 2021–22 ORIC published the following new or significantly revised policy statements:

- ▶ Indigeneity – if the Registrar has concerns that a corporation may not meet the Indigeneity requirement, we may require evidence that the members or directors are Aboriginal or Torres Strait Islander people. We are more likely to request evidence of Indigeneity from any newly-registering corporation that:
 - is for-profit
 - has fewer than 20 members or
 - has corporate members.

Presentations

- ▶ Gerrit Wanganeen, 'Our people-first approach, based on the principles of good governance', video presentation to the Not-for-profit Virtual Conference (CPA Australia), 7 April 2022
- ▶ Tricia Stroud, 'Navigating the spaces between governance law and lore', AIATSIS Summit, 3 June 2022

Provide information and advice

Call centre and other inquiries

ORIC operates a call centre offering information and advice to corporations and others interested in the governance and regulation of Aboriginal and Torres Strait Islander corporations. Calls are free.

In 2021–22, **13,739 calls** were made to the number 1800 622 431. That's an increase of 1398 calls (3.2%) from last year.

Many corporations are in remote communities with a shared phone or similar, and many calls are made from a mobile phone, so if the call cannot be handled immediately, our system is designed to invite the caller to leave a message for a call back rather than having them wait in a queue. Forty-four per cent of calls are answered immediately. In 2021–22, 5990 calls (56%) that came in during business hours were diverted to voice mail.

Table 11: Calls to 1800 622 431, last 5 years

Measure	2017–18	2018–19	2019–20	2020–21	2021–22
Total calls presented	8497	11,407	11,708	12,341	13,739
• Calls answered by an ORIC officer	7605	8567	8332	7077	5531
• Calls referred to voice mail during business hours	185	311	2463	3854	5990
• Calls presented but caller hung up before speaking	52	236	825	1276	2161
• Calls received after hours	59	499	88	134	57

In 2021–22, ORIC finalised **5860 inquiries** from corporations and the public including requests for information, support and referrals. The number of inquiries is down by 829 (12%) on the previous year.

Table 12: Inquiries finalised by method of inquiry, last 5 years

Inquiry method	2017–18	2018–19	2019–20	2020–21	2021–22
By phone	3224	3074	4665	5216	4006
In writing	989	1028	1023	1463	1838
In person	40	32	24	10	16
TOTAL	4253	4134	5712	6689	5860

Provide corporate governance training

ORIC delivers corporate governance training to corporations that are either registered under the CATSI Act or planning to be. The training supports good governance and works to:

- ▶ build knowledge and skills among the directors, staff and members who participate in the programs
- ▶ increase the efficiency and accountability of the directors and staff of corporations
- ▶ ultimately, strengthen Aboriginal and Torres Strait Islander communities.

Scheduled courses are listed on the ORIC website at oric.gov.au/training with an online form to apply to participate. Custom training is also available on request. The Registrar encourages directors, members and staff of corporations to apply for corporate governance training.

In planning our training activities each year we analyse a range of factors including:

- ▶ attendance and retention rates for previous training workshops
- ▶ cost-effectiveness
- ▶ demand/requests for training
- ▶ emerging regulatory risks, priorities and issues
- ▶ responses to our annual survey to all corporations and open to the public asking what training they want, when and where.

This year ORIC diversified its range of learning activities by trialling online workshops focusing on single topics, and forums designed to inspire, learn, affirm and network.

We ran a series of short training workshops online. We also hosted the interactive online Governance Day forum and – in response to the request from participants for similar events but in person and with a regional focus – offered a series of ‘Connected governance forums’ (see below). In response to amendments to the Native Title Act, and with a new ‘native title engagement officer’ on board too we also reached out to offer RNTBCs support to make necessary adjustments to their rule books. The first of these workshops was offered in June – see ‘Training and education activities in detail’.

In 2021–22, ORIC delivered **42 training and learning activities to 779 participants from over 145 corporations**, indicating that our training program is recovering from the Covid-induced slump. Three scheduled group workshops were cancelled due to covid outbreaks.

The range of workshops provided in 2021–22 was:

- ▶ Introduction to Corporate Governance (ICG) – a 3-day workshop (3)
- ▶ 2-day Governance Workshop – a compressed form of the ICG (12)
- ▶ native title amendments for RNTBC rule books (1)
- ▶ workshops each focusing on a single topic of interest (11)
- ▶ corporation-specific training (CST) – tailored to the particular needs and circumstances of corporations that request training (11)

ORIC also provided 2 other learning and capacity building activities:

- ▶ Governance Day forum (1)
- ▶ Regional ‘connected governance’ forums (3)

Engagement preferences

Although ORIC routinely receives feedback that in-person training is preferred over virtual training, there is a strong uptake in new virtual offerings. When comparing training workshops only for 2021–22 it is clear that virtual workshops yield higher attendance rates – 12 workshops were delivered online with 306 participants (average 25.5 participants per workshop), and 15 workshops were delivered in person with 195 participants (average 13 participants per workshop). Anecdotal feedback confirms each mode of training delivers learning outcomes and peer-to-peer learning, however the in-person mode provides greater flexibility in delivery, and opportunity for breakaway or side discussions.

The participation rate for activities involving participants from multiple corporations outweighed activities designed for individual corporations – 89% of participants came to multiple corporation activities rather than individual corporation activities. This may be because most participants that attend ORIC’s training are people motivated to grow or affirm their personal development as a director. Understandably it can be more difficult for a whole board to assemble or find common availability in their busy schedules to undertake training as a group.

Combined, the newer types of activities attracted a larger share of all participants when compared with activities in ORIC’s traditional governance training program:

- ▶ 62.3% (485) new activities – (293) single topic focus; (192) forums
- ▶ 37.7% (294) existing activities – (199) governance workshops; (9) information sessions; (86) corporation-specific workshops.

Figure 9: Locations of training workshops, 2021–22

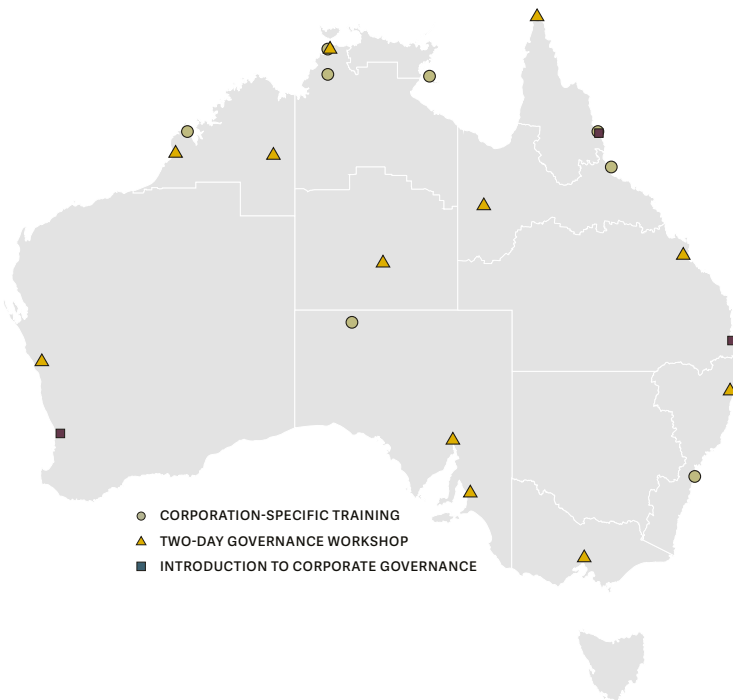


Figure 10. All training courses by state and territory, 2021–22

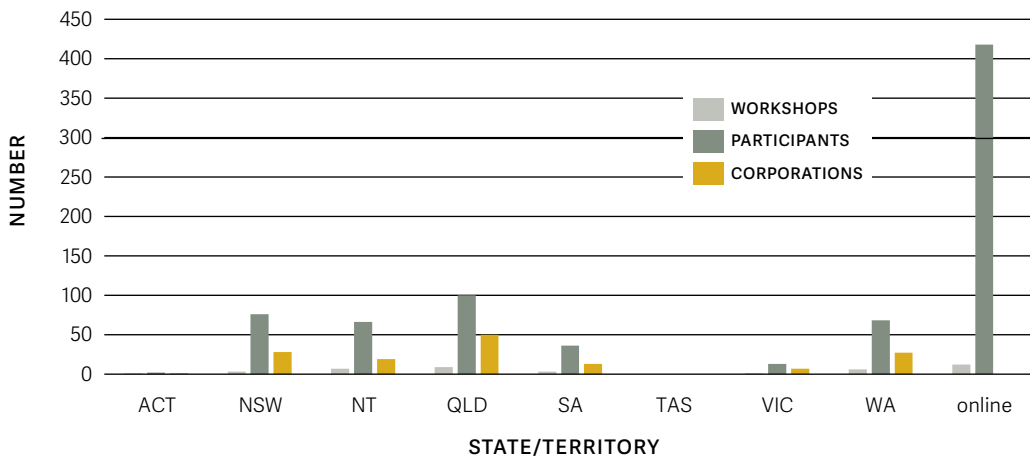
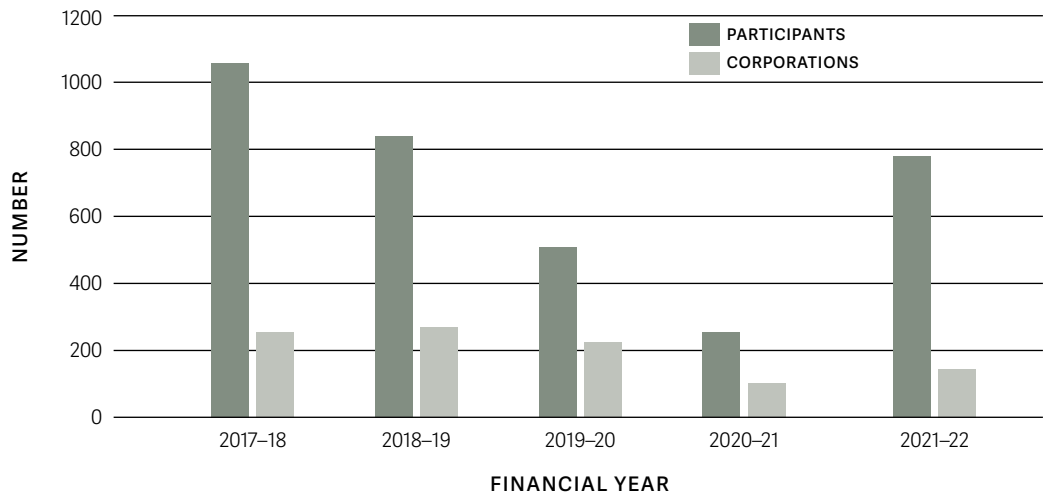


Table 13. Participation in training, last 5 years

	Target	2017–18	2018–19	2019–20	2020–21	2021–22
Number of participants	1000	1058	880	513	253	779
Number of corporations	162	254	276	224	102	145
Participants that reported a significant or very significant increase in corporate governance knowledge	90%	97.42%	84%	80%	n/a*	

Note: This year we reviewed our strategy for evaluating workshops. Delivery challenges throughout the year also limited the sample size and therefore the significance of the results.

Figure 11: Participation in all training, last 5 years

Training and education activities in detail

WORKSHOPS WITH SINGLE TOPIC FOCUS

This year, ORIC provided a series of online training workshops for the first time. Some workshops were delivered by lawyers from Justice Connect who have expertise in charity and not-for-profit law, the sessions offered engaging opportunities to increase knowledge and improve skills. Directors Australia – board and governance advisors and director recruitment specialists – also delivered some workshops. They delivered 2 topics focusing on board evaluations and recruiting directors. Like our face-to-face workshops, these online workshops brought people from different corporations together for information sharing, networking and problem-solving practice.

There were 5 different topics and each topic was covered at least twice, amounting to 11 separate workshops.

The registration process for these online workshops was simpler than for face-to-face workshops, so we don't have data for how many corporations were involved in online workshops.

Table 14: Workshops with single topic focus, 2021–22

Date	Duration	Workshop		Participants
21-Oct-21	3 hours	Disputes and conflict on the board	Justice Connect	46
22-Oct-21	1.5 hours	Risk management in corporations	Justice Connect	46
27-Oct-21	3 hours	Working with other organisations	Justice Connect	35
3-Nov-21	1 hour	Board and director performance evaluations	Directors Australia	23
3-Nov-21	1 hour	Director recruitment	Directors Australia	17
16-Nov-21	1 hour	Board and director performance evaluations	Directors Australia	9
18-Nov-21	1 hour	Director recruitment	Directors Australia	5
26-Nov-21	1.5 hours	Risk management in corporations	Justice Connect	13
10-Dec-21	3 hours	Working with other organisations	Justice Connect	11
10-Jun-22	1.5 hours	Risk management in corporations	Justice Connect	42
30-Jun-22	3 hours	Disputes and conflict on the board	Justice Connect	46
TOTAL				293

QUALITATIVE FEEDBACK ON ORIC TRAINING

At the end of our training workshops we ask participants what they found most useful. A selection of comments from our online training is below.

About 'Working with other organisations', 20 July 2021:

'Being new to all of this I have [found it] very useful and professional, has so much information that was needed for me to understand about it all.'

'This gives us the opportunity to consider future arrangements under differing models that were presented today. The check list and explanations on due diligence [are] very comprehensive.'

'It will provide our organisation with the knowledge to work with other organisations in delivering better services through the health sector.'

About 'Disputes and conflict on the board', 9 December 2021

'I am a first-time Director and I have found all content useful. Although I haven't experienced disputes or risks as of yet, the content helped me to understand my rule book structure.'

'The entire session was useful. I am a member of [a corporation]. I attended this webinar with my fellow members. We have been incorporated for approx. 12 months. It's been great to learn this information. This is all new to me.'

'I am happy that our corporation of 5 members attended this session together. They really helped me to understand. The ladies were very professional and explained things easily to understand and my members broke the information down further for me.'

About 'Risk management', 30 June 2022:

'Everything. I really enjoyed the break out rooms and smaller groups working together through the case studies. I also enjoyed listening to the yarns and conversations and truth telling of how people are feeling on a grass roots level.'

'I found the whole session very informative, the resources provided during the session were great and very useful.'

INTRODUCTION TO CORPORATE GOVERNANCE WORKSHOPS

The Introduction to Corporate Governance (ICG) workshop opens a clear pathway to best-practice corporate governance. It introduces key concepts and principles and invites participants to apply the ideas and practices to their own corporations. The ICG is the pre-requisite for the Certificate IV in Business (Governance).

ORIC delivered 3 ICG workshops across Australia in 2021–22. A total of 50 people, representing 30 corporations, completed this training.

Table 15: ICG workshops, 2021–22

Date	Location	State/ territory	Mode	Number of participants	Number of corporations
2–4 Nov 2021	Perth	WA	in person	17	9
16–18 Mar 2022	Brisbane	Qld	in person	19	12
22–24 March 2022	Cairns	Qld	in person	14	9
TOTAL				50	30

TWO-DAY GOVERNANCE WORKSHOP

Generally, ORIC's 2-day governance workshops take place in community locations and are run by ORIC's regional officers, with sensitivity to cultural protocols and ways of learning.

In 2021–22 ORIC delivered Two-day Governance Workshops in 11 regional and remote locations, and one online as listed in the table below. A total of 149 people, representing 74 corporations, completed training. Three workshops were scheduled but cancelled due to Covid circumstances – Canberra, Shepparton and Wollongong.

Table 16. Two-day governance workshops, 2021–22

Date	Location	State/ territory	Mode	Number of participants	Number of corporations
31 Aug & 1 Sep 2021	Halls Creek	WA	In person	12	7
7 & 8 Sep 2021	Geraldton	WA	In person	12	4
6 & 7 Oct 2021	Rockhampton	QLD	In person	17	5
11 & 12 Oct 2021	Adelaide	SA	In person	9	6
14 & 15 Oct 2021	Port Augusta	SA	In person	16	7
8 & 9 Feb 2022	Melbourne	VIC	Online	13	7
23 & 24 Feb 2022	Broome	WA	In person	8	5
8 & 9 Mar 2022	Darwin	NT	In person	2	2
6 & 7 Apr 2022	Alice Springs	NT	In person	9	4
20 & 21 April 2022	Mount Isa	QLD	In person	6	3
11 & 12 May 2022	Thursday Island	QLD	In person	13	10
22 & 23 June 2022	Coffs Harbour	NSW	In person	32	14
TOTAL				149	74

UNDERSTANDING AMENDMENTS TO NATIVE TITLE LAW

ORIC offered a short workshop to help RNTBCs understand changes arising from amendments to native title legislation. This workshop provided an overview of changes to the way RNTBCs must perform their functions and the changes they need to make to their rule books. While this workshop was a one-off, ORIC presented very similar information at forums organised by native title representative bodies which have not been counted in these statistics – see 'Drafting, reviewing and understanding rule books'.

Table 17: Native title amendments for RNTBCs workshop, 2021–22

Date	Location	State/ territory	Mode	Number of participants	Number of corporations
6 Apr 2022	Alice Springs	NT	in person	9	2
TOTAL				9	2

CORPORATION-SPECIFIC TRAINING WORKSHOPS

Corporation-specific training (CST) workshops are usually held at a corporation's premises or a central venue within a community. The training is conducted over one or two days and is adapted to meet a corporation's needs. The standard workshops are:

- ▶ rule book design and re-design
- ▶ corporation/post-administration governance training
- ▶ corporation support and mentoring.

In 2021–22 ORIC delivered 9 CST workshops and 3 rule book design workshops for:

- ▶ 11 corporations (plus one non-CATSI Act entity)
- ▶ 86 participants.

Table 18. CST workshops, 2021–22

Date	Location	State/ territory	Mode	Number of participants	Number of corporations
22 Jul 2021	Cairns	QLD	in person	11	1
24 Aug 2021	Darwin	NT	in person	9	1
12 & 13 Oct 2021	Alyangula	NT	in person	9	3
19 Oct 2021	Umuwa, APY Lands	SA	mixed	11	–
9 Mar 2022	Sydney	NSW	in person	7	1
4 Apr 2022	Palm Island	QLD	in person	3	1
27 & 28 Apr 22	Naiyu Community, Daly River	NT	in person	9	1
24 May 2022	Dampier Peninsular	WA	in person	9	1
TOTAL				68	9

The rule book design workshop provides some training on corporation basics such as corporate governance structures, separation of powers, and roles and responsibilities. The facilitator takes the group through the typical rules in a rule book, explaining requirements of the CATSI Act. They guide discussion and decision-making for the group to design their own rule book, or review an existing rule book.

Table 19: Rule book design workshops, 2021–22

Date	Location	State/ territory	Mode	Number of participants	Number of corporations
31 Aug 2021	Brisbane	QLD	in person	6	1
11 Mar 2022	Geraldton	WA	in person	10	1
15 May 2022	Canberra	ACT	in person	2	1
TOTAL				18	3

OTHER CAPACITY BUILDING ACTIVITIES

Governance Day 2021

On 30 November, as a by-product of the digital governance project partnership, ORIC and Loomio hosted an online forum we called Governance Day. It was a one-day online forum ‘for illumination, inspiration and action’. Hosted by veteran journalist and acclaimed author, Stan Grant, the event involved 11 official speakers on 3 themes:

- ▶ the current state of Indigenous governance – where are we at? What are the challenges?
- ▶ the director mindset and setting up for success – women, young people, effective corporate culture
- ▶ resilience – emerging issues and risk – digital tools, cybersecurity, the pandemic

As well as the official speakers, there were mini-workshops in breakout rooms and plenty of opportunities for all attendees to share stories and ideas.

Table 20: National forum 2021–22

Date	Duration	Event	Mode	Number of participants
30 Nov 2021	6 hours	Governance day	online	125

Connected governance forums

Following the success of the national Governance Day virtual forum, many attendees suggested that ORIC should consider hosting similar gatherings in person in regional locations. In the latter half of 2021–22 ORIC trialed a series of 3 governance forums in regional and remote locations, as listed in the table below. A total of 67 people, representing 27 corporations, attended the forums.

The forums were designed to build capacity of local voices and cultivate local networks by encouraging local people to share their experience and insights as speakers. The program for each forum also included information presentations and discussion groups from experts. The combination of local and outside presenters provided opportunity to learn as well as for local presenters and audience to affirm and celebrate the expertise held within their own community.

Table 21: Connected governance forums 2021–22

Date	Location	State/ territory	Mode	Number of corporations	Number of participants
5 Apr 2022	Alice Springs	NT	in person (some virtual presentations)	19	6
10 May 2022	Thursday Island	QLD	in person (some virtual presentations)	11	8
21 Jun 2022	Coffs Harbour	NSW	in person	37	13
TOTAL				67	27

ACCREDITED TRAINING

To cater for Aboriginal and Torres Strait Islander people who want to extend their corporate governance knowledge and management skills, and are seeking a nationally recognised qualification, ORIC engages registered training organisations (RTOs) to deliver relevant qualifications.

In April 2021 ORIC supported 16 students to begin the **BSB50220 Diploma of Aboriginal and Torres Strait Islander Governance**. Before the pandemic ORIC supported delivery of this course in the format of a series of 5 residential blocks however with travel not back to normal following the pandemic, we agreed to change the mode of delivery to a 12-month program of online group classes and individual catch ups.

This course was scheduled to run until March 2022. However in November 2021 the RTO placed delivery on hold and in 2022 ceased trading. Unfortunately neither students nor ORIC were able to recover any records of student progress or assessments. Through early 2022 we approached other RTOs to take over delivery of the qualification. All students previously enrolled were given first option of a place in a subsequent course.

In June 2022 engaged an RTO to deliver **BSB40220 - Certificate IV in Aboriginal and Torres Strait Islander Governance**. The format for delivery was a series of online engagements and student support check-ins. ORIC provided 16 students with access to this course, but some of these students did not engage so ORIC supported enrollment of 4 further people.

Changes to qualifications

On 24 January 2022 the Australian Skills Quality Authority made a decision to supersede both the diploma and certificate IV qualifications with a new certificate IV qualification (**BSB41021 - Certificate IV in Aboriginal and Torres Strait Islander Governance**) that is not equivalent to either previous qualification. This meant that any courses under the superseded qualifications must be finalised by 24 January 2023.

Provide support services

LawHelp

ORIC created LawHelp to provide access to pro bono legal assistance to:

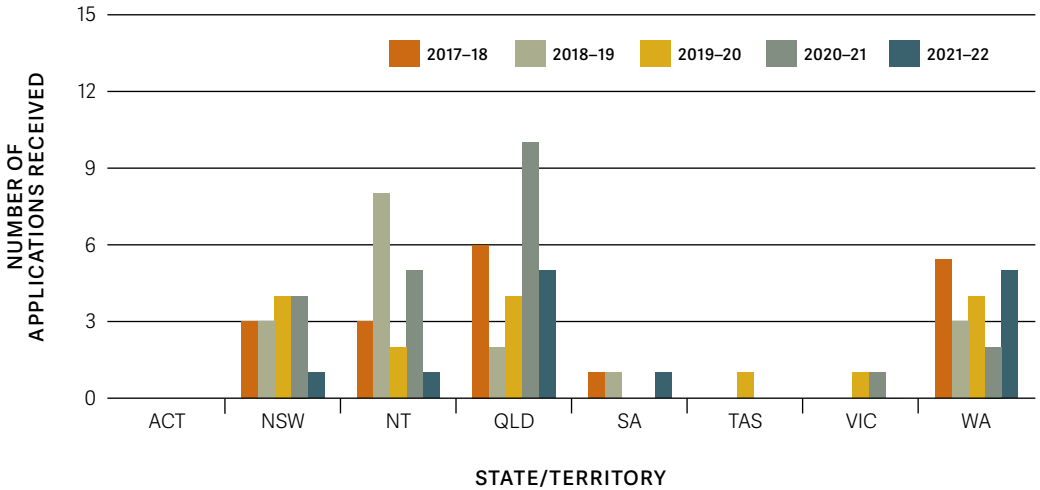
- ▶ not-for-profit Aboriginal and Torres Strait Islander corporations
- ▶ other entities seeking to transfer their registration to the CATSI Act.

Corporations can access a wide variety of legal assistance, such as tax issues, employment contracts and intellectual property rights.

When we receive an application for LawHelp, we review it for eligibility, then forward it to the independent LawHelp assessment panel for action. In 2021–22, ORIC received 13 LawHelp applications, in comparison to the 22 applications received the previous year. Of the 13 applications:

- ▶ 1 was outside the scope for LawHelp but the applicant was provided with details of alternate resources or contacts that may be able to assist (such as ACNC, ASIC, ATO and ORIC's own service centre)
- ▶ 2 applications were withdrawn before referral to the assessment panel
- ▶ 10 were supported by the panel and successfully referred to a law firm.

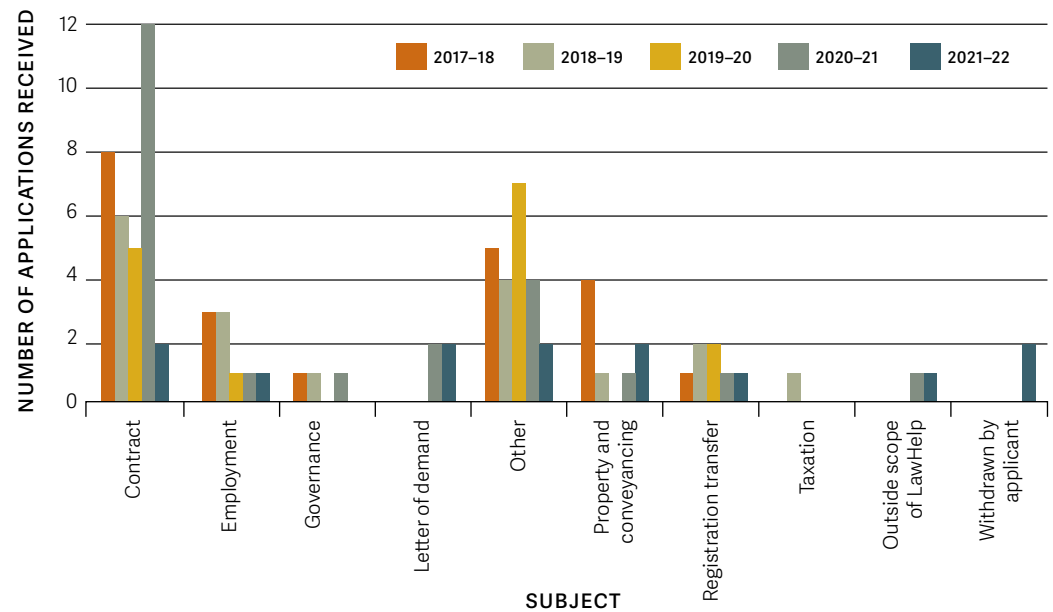
Figure 12. Number of LawHelp applications received by state/territory, last 5 years



Notes:

Figures from 2020-21 include all applications that were received by the LawHelp secretariat including applications that the secretariat deemed ineligible for the service and were redirected to an alternative form of support.

Figure 13. Number of LawHelp applications received by subject, last 5 years



Note: The 2021-22 figures include all applications that were received by the LawHelp secretariat including applications that the secretariat deemed ineligible for the service and were redirected to an alternative form of support.

ORIC recruitment assistance

ORIC recruitment assistance (ORA) provides help and guidance through the process of recruiting to corporations to fill their senior positions. It encourages best practice – and helps build capacity – by supporting corporations to follow a clearly defined process with established guidelines.

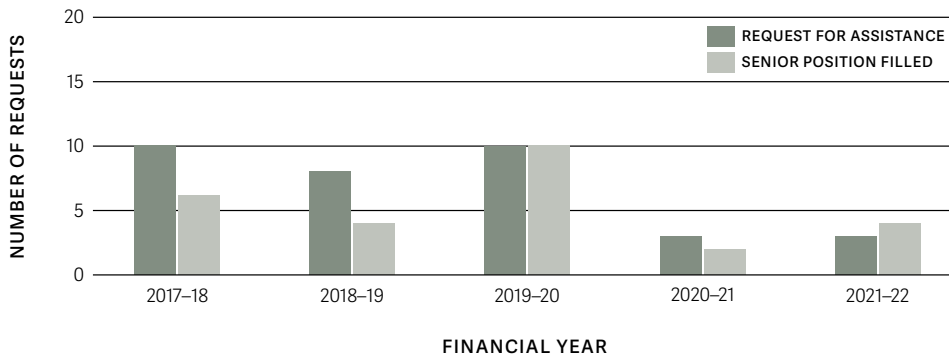
The service is free to corporations (although they must meet their own advertising costs). Corporations also remain responsible for all decisions, including selecting the successful candidate and negotiating a suitable salary package.

In 2021–22 we received a total of 3 requests through ORA and one was carried over from the previous year. Ultimately, all 4 senior staff positions were filled.

This service you provided has been a real god send for a small organisation like us here at Baluk Arts. You helped us to navigate the process, and your initial assessment of the applications, and your notes on each interview – it all helped the board and reinforced our assessments. The templates provided on your web site were also a welcome resource and made for a cost-effective process.

Patsy Smith, Secretary,
Baluk Arts Aboriginal and Torres Strait Islander Corporation

Figure 14. Number of job assistance requests accepted through ORA and senior positions filled in the last 5 years



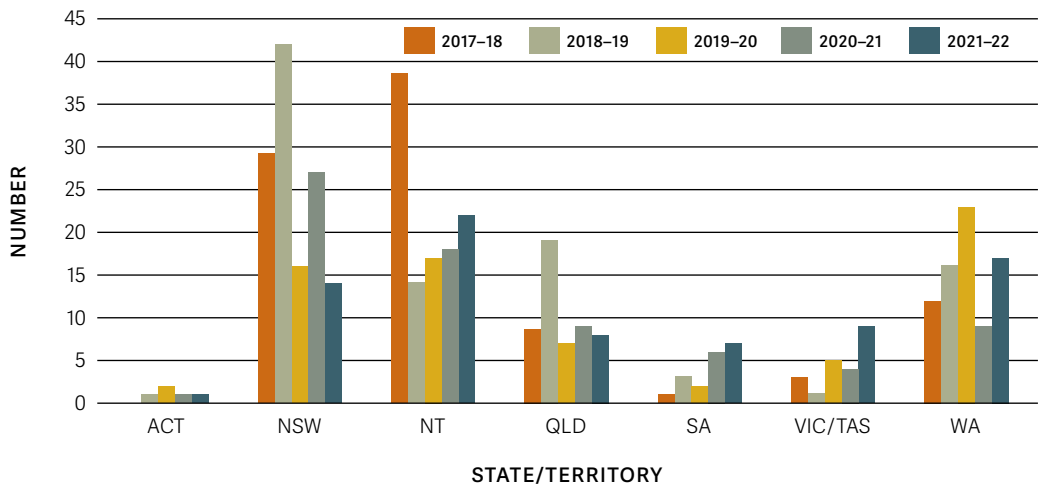
Note: The outcome of requests for recruitment activities is not always the position being filled – for example, some corporations withdraw from the recruitment activity part way through and some determine that there were no suitable applicants.

Corporation jobs

ORIC offers corporations the chance to advertise their employment vacancies free of charge on the ORIC website. Since this service began, 880 corporation jobs have been advertised.

In 2020–21, Corporation jobs advertised 78 job vacancies.

Figure 15. Corporation jobs advertised on the ORIC website by state/territory, last 5 years



In recognition that not all corporations take up the offer to advertise on the ORIC website, and to add value to our web page, the Corporation jobs page includes a link to 'related vacancies' (in Aboriginal and Torres Strait Islander corporations) on the EthicalJobs website.

Independentdirectory

Independent*directory* was a website that matched people interested in joining the board of an Aboriginal and Torres Strait Islander corporation with corporations advertising vacancies on their board. In January 2022 the service was converted to a LinkedIn group. At the time of its retirement, the website had 98 registered candidates and 61 registered corporations. An email was sent to all registered addresses to invite both candidates and corporations to join the new group. As at 30 June 2022 the group had 55 members



MONITORING

Promote timely lodgement of corporation annual reports

The CATSI Act emphasises the importance of compliance and reporting as a mechanism to improve transparency and accountability. Not only is access to corporation information important, that information needs to be timely so that members, communities, creditors and government agencies are confident that the public Register of Aboriginal and Torres Strait Islander Corporations is accurate and up-to-date. For these reasons, ORIC has a strong focus on maintaining high rates of compliance among corporations with their reporting obligations.

Reporting requirements vary according to the registered size of a corporation – large, medium or small – and its income. Unless they are granted an extension of time or an exemption (from reporting at all), corporations are required under the CATSI Act to lodge their annual reports with the Registrar within 6 months of the end of the financial year; 2020–21 reports were due on 31 December 2021.

Corporation reporting rate, national

For the 2020–21 reporting period, 3226 corporations were required to lodge a report or reports. As at 30 June 2022, 2016 corporations (62.5%) had met their obligations. That is a drop from last year, when 2169 of the 3069 corporations (70.7%) met their reporting obligations.

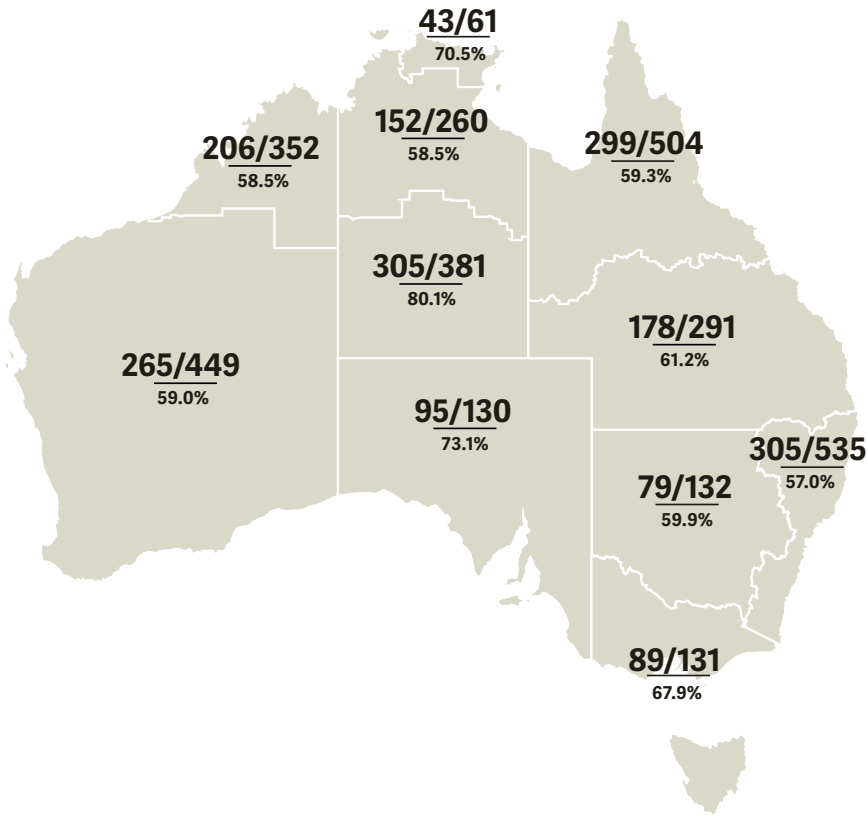
The number of corporations required to provide 2020–21 reports (3226) is different to the total number of registered corporations (3521 as at 30 June 2022) as it's based on corporations registered at 31 December 2020 and excludes corporations under liquidation or being deregistered.

Reporting rate by region

Table 22. Reporting rate for 2020–21 corporation reports by region as at 30 June 2022

Region	Number of corporations required to report	Number of corporations compliant	Percentage of corporations compliant
Arnhem Land and Groote Eylandt	61	43	70.5%
Central Australia	381	305	80.1%
Eastern New South Wales	535	305	57.0%
Greater Western Australia	449	265	59.0%
Kimberley	352	206	58.5%
North Queensland	504	299	59.3%
South Queensland	291	178	61.2%
South Australia	130	95	73.1%
Top End and Tiwi Islands	260	152	58.5%
Victoria and Tasmania	131	89	67.9%
Western New South Wales	132	79	59.9%
TOTAL	3226	2016	62.5%

Figure 16. Reporting rate for 2020–21 reports by region as at 30 June 2022



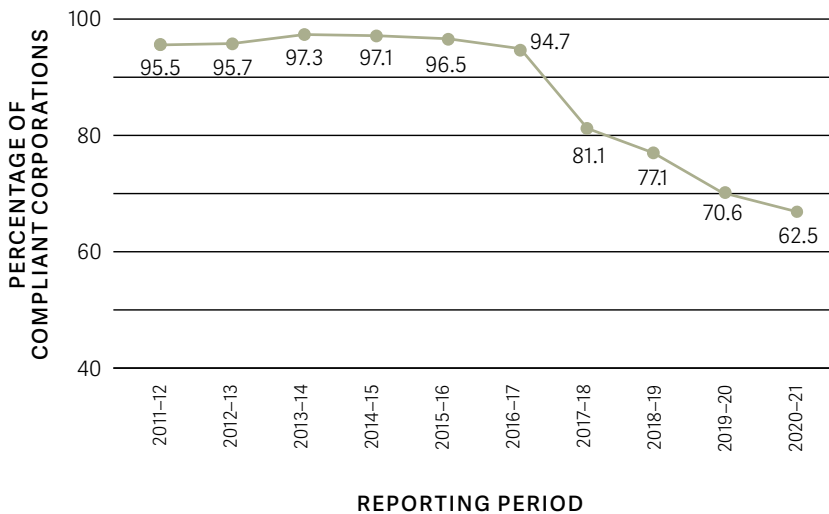
Key:

Number of corporations compliant / Number of corporations required to report
Percentage of corporations compliant

History of reporting rate

In years gone by well over 90% of Aboriginal and Torres Strait Islander corporations have met their reporting obligations – a testament to the generally good governance of the sector, and ensuring the accuracy and reliability of the Register of Aboriginal and Torres Strait Islander Corporations. However recent years show a decline in the rate of reporting, inviting criticism of the sector.

Figure 17. Reporting rate nationally, last 10 years



To optimise reporting, the Registrar keeps in touch with corporations and assists them as needed. Our support strategy in 2021-22 comprised:

- ▶ **periodic reminders** and offers of guidance, by email, letter or telephone and through notices and messages on the Registrar's website
- ▶ **follow-up of key groups and specific sectors**, such as RNTBCs and corporations helped by bigger corporations operating in remote regions
- ▶ **face-to-face visits** by ORIC's regional officers, particularly to corporations in remote locations and outside metropolitan areas – regional officers helped to complete reports as well as to build capacity for the future
- ▶ **telephone reminders to newly registered corporations** reporting for the first time and to corporations that were late to lodge in the previous year
- ▶ **telephone outreach to corporations in breach** – ORIC staff identified corporations that for whatever reason did not submit their annual reports by the due date and, where appropriate, assisted them to complete

- ▶ **formal warning notices** were sent to corporations that were in breach and that failed to respond to reminders
- ▶ maintaining a **list of corporations with overdue reports** on the ORIC website.

Assess complaints

Under the CATSI Act one of the functions of the registrar is to deal with complaints involving Aboriginal and Torres Strait Islander corporations. Complaints serve a very useful and important purpose. A complaint can be made by phone, email, fax or in person, and it is often the first indication of disharmony at a corporation and therefore the first sign that something may be starting to go wrong.

The registrar publishes on the ORIC website a statistical overview of complaints involving corporations every 6 months.

Table 23. Complaints involving corporations, last 5 years

Year	Number of complaints received	Percentage increase/decrease in complaints received over previous year	Number of complaints finalised*
2017–18	831	2.6%	823
2018–19	588	-29.2%	557
2019–20	523	-11.1%	556
2020–21	406	-22.4%	403
2021–22	351	-13.5%	351

***Note:** this figure includes complaints carried over from the previous year.

Of the complaints received during 2021–22, the top 5 categories of complaint were:

- ▶ directors and officers – complaints about the conduct of directors or breaches of directors, officers or employees’ duties
- ▶ multiple issues – complaints that each cover a number of issues and are not easily placed into a single complaint category
- ▶ other issues – this group of complaints cover a wide range of issues that are within the Registrar’s jurisdiction but not easily placed within the other defined complaint categories

- ▶ corporation meetings – complaints that members’ or directors’ meetings are not being held or meetings are not being held in accordance with the corporation’s rules or the CATSI Act
- ▶ membership – complaints about the management of memberships, including incorrect membership details, removal of members, or members not being provided with information about their membership.

Categorising complaints by complexity

Complaints are classified by the Registrar into three levels based on their complexity and degree of risk to the corporation. The levels are:

- ▶ Straightforward complaints: these are low risk and can be quickly resolved by providing the complainant with immediate advice or information, or referring the complainant to another agency.
- ▶ Detailed complaints: these can pose a higher degree of risk as the issues are more complicated and include the assessment of financial irregularities and concerns about the financial records and affairs of a corporation.
- ▶ Complex complaints: these are high risk and very complex, usually because of the issues raised or the consequences for the complainant or a corporation if not resolved. They include complaint campaigns and allegations of criminal misconduct.

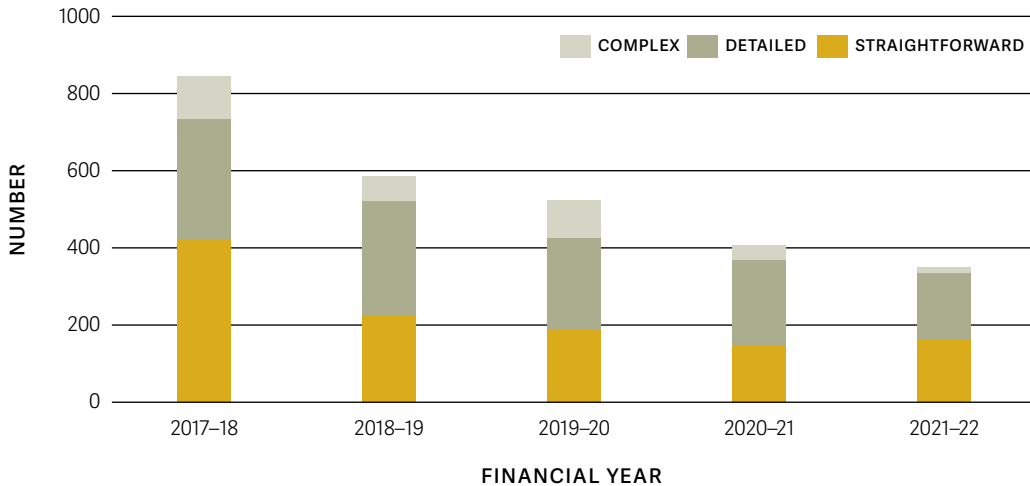
The Registrar aims to deal with all complaints in a timely way. The Registrar monitors the number of days taken to finalise complaints based on their level.

Table 24. Number of complaints received by complexity, last 5 years

Type	2016–17	2017–18	2018–19	2019–20	2020–21
Straightforward	403	409	222	191	145
Detailed	266	291	299	235	223
Complex	141	131	67	97	35
TOTAL	810	831	588	523	406*

Note: * 3 complaints were uncategorised as to complexity

Figure 18. Number of complaints received by complexity, last 5 years



Around half of the complaints made to ORIC over any 12-month period are ‘straightforward’. In many cases, this means that the person contacting ORIC simply wants an explanation of the rules, and some information about how they can resolve their concerns through good governance practices. Resolutions are often found by using the dispute resolution rule, or the rules setting out members’ rights to request a meeting, to replace directors, or to attend, speak and vote at annual general meetings. Complaints are also quite often about a matter outside the Registrar’s jurisdiction – see below.

Where possible and appropriate, as part of its complaints-handling process ORIC provides:

- ▶ information about good corporate governance
- ▶ guidance on what constitutes a breach of the CATSI Act or a corporation’s rule book, and how to rectify the breach
- ▶ options that may help to resolve concerns raised in a complaint
- ▶ information to corporation members and directors on rights and responsibilities under a corporation’s rule book.

The Registrar’s fact sheets, [Making a complaint about a corporation](#) and [Handling complaints](#), as well as a policy statement, [Policy statement 02: Complaints involving corporations](#), are also helpful documents. All 3 are available on the ORIC website.

Sometimes complainants allege fraud or misappropriation of funds at a corporation. Such allegations are taken very seriously but ORIC will always ask for evidence to support the claims. This is crucial – no case can be built or action taken if there is insufficient supporting evidence. Hearsay and suspicion is not good enough.

Time to resolve complaints

In 2021–22 on average, 'straightforward complaints' were finalised in 24 calendar days (compared to 15 days last year), 'detailed complaints' were finalised in 27 days (compared to 22 days last year), while the most 'complex complaints', which often required considerable background research and follow-up with third parties, were resolved in 103 days (92 days last year).

When ORIC cannot help with a complaint

In 2021–22 4.2% of all complaints received were about matters outside the Registrar's jurisdiction.

The role of the Registrar in dealing with complaints is to assist corporations, their members and third parties to understand the CATSI Act and to apply good practice governance. However, for many complainants, the problem is the actions of a staff-person, the terms of employment, the services the corporation delivers, compliance with funding agreements, corporation business decisions, or even sometimes the behaviour of a director in their private life.

For example, if the complaint is about the chief executive officer (CEO), the complainant can raise the matter with the directors. But ORIC has no authority to censure the CEO or monitor their performance. Only the directors do.

Similarly, if the concern is about staff conditions, and employees do not feel they can approach the CEO or directors, they may need to contact the Fair Work Ombudsman to find out what their rights are under their workplace agreement.

The services delivered by a corporation are business decisions of the directors, which are also not regulated by the CATSI Act. In these complaints, the complainant may need to speak with the funding body, to find out if there are service standards in the funding agreement that would address their concerns.

We are often contacted by people who are concerned with the ethics and character of directors, either in meetings or in their general demeanour. There are circumstances which will lead to a person being disqualified from serving as a director, but these circumstances are limited (see the ORIC fact sheet on

Disqualification from managing corporations under the CATSI Act). Callers are sometimes surprised to learn an allegation of fraud (as opposed to a conviction) or a conviction for a drug or alcohol-related crime does not automatically disqualify a person from representing the corporation. It is up to the members to determine if a person is a fit and proper nominee for a directorship, or to remove a director if they fail in their duties.

If a director is violent or aggressive towards members, that is a police matter. Callers are encouraged to inform the police of such incidents.

Other matters where ORIC cannot assist include deciding whether a person is of a particular clan group, proof of Aboriginality processes and native title matters.

The examples provided above are matters that are not related to governance under the CATSI Act, where ORIC can only suggest other authorities that may be able to assist with these complaints.

Manage disputes

The Registrar treats all disputes sensitively and takes into consideration the culture and traditions of Aboriginal and Torres Strait Islander people. With early intervention and careful management, a dispute can often be resolved and the damage minimised. A well-managed dispute can improve a corporation's resilience. As well as consulting with all parties involved and taking care to tailor responses to suit a corporation's particular needs, ORIC helps corporations build capacity to prevent disputes from flaring up.

In 2021–22 ORIC helped to resolve 4 disputes, compared to just one in the previous year. All 4 cases were opened during 2021–22; nil were carried over from the previous year. Disputes by nature are complex. One of the 4 disputes we helped to manage was within an RNTBC, which are more complex than normal as they have the potential to cross into native title matters. The average resolution time for disputes in 2021–22 was 20 days

ORIC supports corporations in dispute by:

- ▶ listening and providing information – by telephone, email or face-to-face
- ▶ offering an advisory opinion – a formal letter from the Registrar giving an opinion about how the CATSI Act and the corporation's rule book applies to the matter
- ▶ calling, attending and chairing general meetings
- ▶ recommending rule book amendments to reduce the likelihood of disputes and to provide an effective dispute resolution process.

See also the fact sheet, ***Dispute resolution***, and the ***Policy statement 22: Disputes involving corporations***.

Conduct examinations

In 2021–22 ORIC began the year with 11 examinations in progress from the previous year and during the year started a further 29 – 4 more than the previous year. As at 30 June 2022, 19 examinations had been finalised – 4 fewer than the 23 of the year before – leaving 21 on hand.

The Registrar has the power under the CATSI Act to prompt an examination a corporation's books and records. The purpose of examinations is to assess the standards of corporations' governance and the health of their finances. An examination may include checks that a corporation is:

- ▶ running in accordance with the CATSI Act and its rule book
- ▶ keeping up-to-date financial records and managing its finances in line with policies and procedures
- ▶ properly managing any conflicts of interest and benefits to related parties.

Each year the Registrar conducts a routine program of examinations. Additional examinations are initiated by the Registrar in response to potential governance issues raised about a corporation.

Examinations are an element of the CATSI Act, designed to proactively protect the interests of Aboriginal and Torres Strait Islander people and communities. They perform an important function in detecting early signs of trouble.

An examination can confirm that a corporation is managing its corporation affairs effectively, and the governance of the corporation is to a high standard.

In a small number of cases, an examination is undertaken for the specific purpose of financial analysis and solvency assessment. In those cases, the outcome is usually a report to the corporation.

For more information see the **[Policy statement 25: Examinations](#)** on the ORIC website.

Table 25. Examinations completed by state/territory, 2021–22

State/territory	Corporations
Australian Capital Territory	0
New South Wales	3
Northern Territory	3
Queensland	5
South Australia	4
Tasmania	0
Victoria	0
Western Australia	4
TOTAL	19

Almost a third (31.6%) of examinations in 2021–22 were of corporations in the health and aged care services sector. The same proportion were of RNTBCs. .

Table 26. Examinations completed by activities, 2021–22

Main activities of corporations	Examinations
Health and aged care services	6
Drug and alcohol rehabilitation services	1
Community services	1
Land management	0
Registered native title bodies corporate (RNTBCs)	6
Other native title	0
Agriculture, forestry and fishing	0
Sport and recreation	1
Art and cultural centres	0
Housing	1
Education, employment and training	2
Community stores	1
Communications (radio, broadcasting and language)	0
TOTAL	19

Of the 19 corporations where examinations that were completed during 2021–22:

- ▶ 4 corporations (21%) were found to be operating well so a management letter was issued and no further action was required
- ▶ 6 corporations (31.6%) needed to address minor matters, so were referred for a compliance notice under section 439-20 of the CATSI Act
- ▶ 5 corporations (26.3%) were found to have serious issues. These were referred for a show cause process to explain why they should not be placed under special administration
- ▶ 4 corporations (21%) were found to have serious issues that require a corporation and/or other stakeholders to assess a course of action for the corporation to move forward
- ▶ nil corporations were found to be not operating and referred for deregistration.

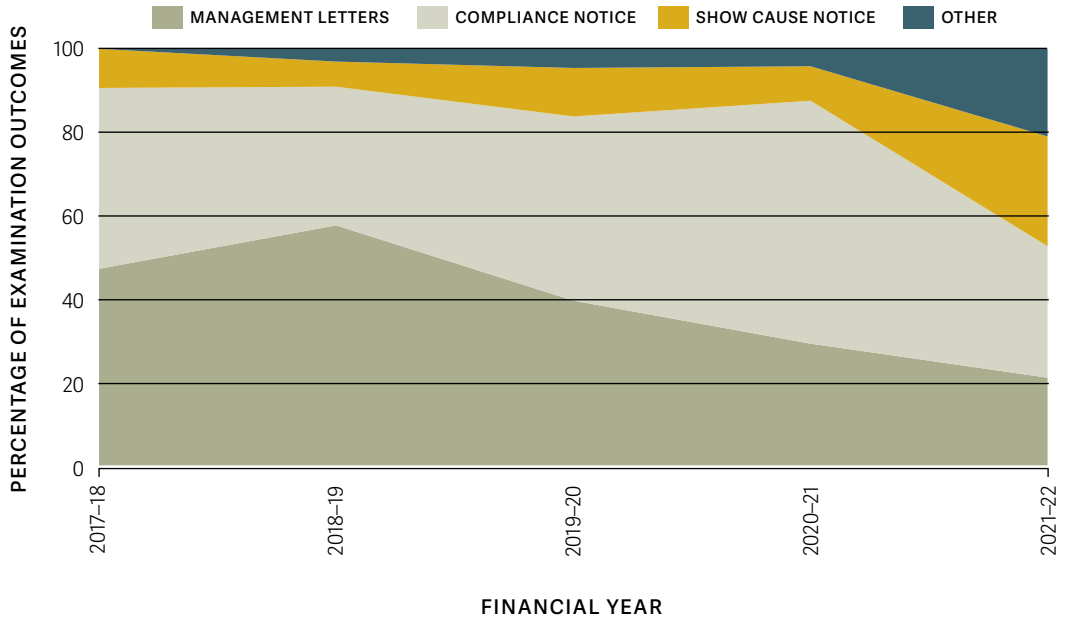
As at 30 June 2022, 21 examinations were in progress.

Table 27. Outcomes of examinations, last 5 years

Examination outcome	2017–18	2018–19	2019–20	2020–21	2021–22
Management letters	25	38	17	7	4
Compliance notice	23	22	19	14	6
Show cause notice	5	4	5	2	5
Other	0	2	2	1	4
TOTAL	53	66	43	24	19

The average time taken to complete an examination was 103 days.

Figure 19. Outcomes of examinations as a percentage of all examinations, last 5 years



Conduct investigations

Potential breaches of the law, including the CATSI Act, are brought to the Registrar's attention in a number of ways, including from:

- ▶ complaints or inquiries from members of the public
- ▶ referrals from funding agencies (including other government departments), other regulators or the police
- ▶ statutory reports from examiners, auditors and external administrators (liquidators, special administrators, voluntary administrators and receivers)
- ▶ the Registrar's staff.

The Registrar carefully considers how to respond to all potential breaches of the law, but does not undertake a formal investigation of every complaint or matter that is brought to their attention.

In deciding whether or not to conduct a formal investigation, the Registrar considers resources, the available evidence, the public interest, and how recently the alleged breach occurred. This is referred to as an assessment. If the available information suggests a breach that is serious, ongoing, and provable, the Registrar may investigate.

A formal investigation is the first step toward initiating (or ruling out) prosecution.

The year started with 16 matters on hand from the previous year:

- ▶ 8 referrals for assessment
- ▶ 8 matters under investigation.

During 2021–22 one further matter was referred to ORIC for assessment.

In 2021–22 ORIC completed assessments of nil matters.

By 30 June 2022 ORIC had concluded investigations into nil matters.

At the close of the year 17 matters remained on hand:

- ▶ 9 referrals for assessment
- ▶ 8 matters under investigation.



SEEKING REMEDY AND DETERRING

Calling corporation meetings

Under Part 10-2 of the CATSI Act, the Registrar may convene a meeting to discuss a matter affecting a corporation, or call a general meeting or an annual general meeting. This kind of action may be in response to a request by members of the corporation, or because a scheduled meeting was not held, or for some other reason that the Registrar believes warrants it. In such cases the Registrar would either chair the meeting or authorise another person to be the chair.

In 2021–22 the Registrar's powers were used twice:

- ▶ one was a general meeting to elect directors and propose changes to the rule book about members' resolutions and the quorum at general meetings;
- ▶ the other was a meeting of interested parties to discuss a matter affecting a corporation.

Issue compliance notices

When the Registrar suspects that a corporation has some governance or financial issues, and often as a result of an examination, the Registrar may send the corporation a compliance notice. The notice sets out the reasons for the suspected non-compliance, and directs the corporation to take action, within a specified timeframe. It provides valuable information to the corporation's members and other stakeholders (such as funding agencies and creditors) about the standards of corporate governance and financial management within a corporation at a given point in time.

Each notice is therefore made available on the public Register of Aboriginal and Torres Strait Islander Corporations.

In 2021–22, we issued 6 compliance notices (2 from examinations started in 2021–22 and 4 from examinations started in the previous year).

Commence special administrations

Special administrations are a form of external administration unique to the CATSI Act. They allow the Registrar to provide proactive regulatory assistance to corporations experiencing financial or governance difficulties.

The Registrar appoints an independent, suitably qualified person (the special administrator) to work with a corporation to remedy any issues and to restore it to good corporate health as soon as possible. At the end of their appointment, the special administrator returns full control of the corporation to its members.

Special administrations are different to receiverships, liquidations or voluntary administrations as defined under the *Corporations Act 2001*, as these are usually driven by the interests of creditors.

The grounds on which the Registrar can decide to place a corporation under special administration are outlined at section 487-5(1) of the CATSI Act. The grounds are not restricted to insolvency or the inability to pay a debt.

For more information, see [**Policy statement 20: Special administrations**](#).

In 2021–22:

- ▶ 4 special administrations **continued** from the previous year
- ▶ 3 special administrations **started**
- ▶ 4 special administrations **completed**, with 4 handed back to members' control
- ▶ 3 special administrations remained **in progress** as at 30 June 2022.

Two of the 3 new special administrations (or 67%) in 2021–22 were started after the directors wrote to the Registrar asking for assistance.

Before any corporation is placed under special administration, the Registrar accords a period of natural justice. The corporation is issued a notice to show cause as to why it should not be put into special administration. The corporation is given a reasonable time to respond to the notice.

In 2021–22, 5 corporations were required to show cause why a special administrator should not be appointed to manage the corporation.

The aim of a special administration is usually to achieve one or both of the following:

- ▶ restoration of **good operational order** – usually after a corporation has not complied with a provision of the CATSI Act or its rule book, has experienced financial difficulties or there has been a dispute
- ▶ a **restructure** – usually after the directors or members have asked the Registrar to intervene to review governance standards or organisational structures.

Four special administrations ended during 2021–22. For these:

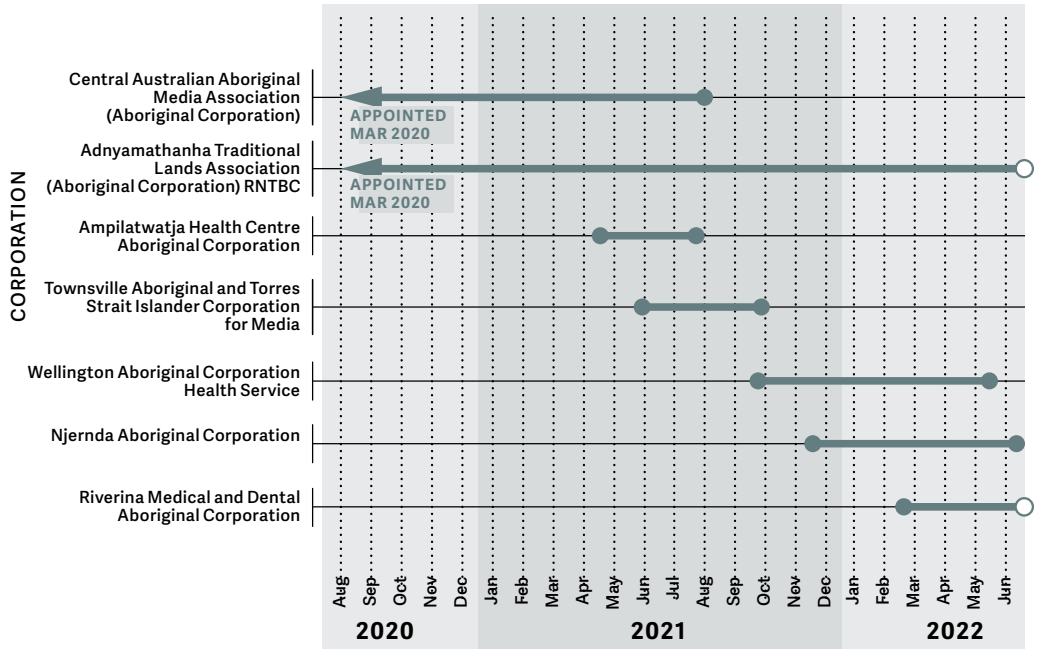
- ▶ none were completed within 6 months in line with ORIC's key performance indicator
- ▶ the average time for completion was 9 months and 6 days
- ▶ in all 4 cases a successful business turnaround was achieved – in other words, issues were resolved and the corporation was handed back to members' control.

Table 28. Corporations under special administration in 2021–22

Date appointed	Carried over from prev year	Corporation, special administrator(s)	Status as at 30/6/2022	Date ended or due
9 Mar 2020	CF	Central Australian Aboriginal Media Association (Aboriginal Corporation), Jack James and Paula Smith	Ended H	6 August 2021
25 Mar 2020	CF	Adnyamathanha Traditional Lands Association (Aboriginal Corporation) RNTBC, Peter McQuoid	In progress	31 December 2022
12 Apr 2021	CF	Ampilatwatja Health Centre Aboriginal Corporation, Jack James and Paula Smith	Ended H	30 July 2021
14 Jun 2021	CF	Townsville Aboriginal and Torres Strait Islander Corporation for Media, Neil Michel and Mark O'Shea	In progress	30 September 2022
20 Sep 2021	New	Wellington Aboriginal Corporation Health Service, Jack James and Paula Smith	Ended H	27 May 2022
15 Nov 2021	New	Njernda Aboriginal Corporation, Jack James and Paula Smith	Ended H	17 June 2022
22 Feb 2022	New	Riverina Medical and Dental Aboriginal Corporation, Peter McQuoid	In progress	26 August 2022

CF = carried forward; H = Handed back to members' control; L = liquidator appointed

Figure 20. Special administrations in progress during 2021–22



Communications with members of corporations under special administration

During the course of a special administration the Registrar expects the special administrator to keep members and stakeholders informed. The special administrator needs to:

- ▶ explain the process of a special administration
- ▶ discuss necessary changes that must be made
- ▶ involve members in planning for the corporation's future.

To orchestrate the process, special administrators provide newsletters and hold information meetings for members and interested people. They might also establish one or more advisory groups. ORIC supports the administrator by checking the wording of notices, newsletters and nomination forms, and designing them in line with the corporation's own branding.

Seek criminal and civil penalties

As part of its regulatory approach, ORIC may elect to commence civil proceedings for breaches of the CATSI Act. In appropriate cases ORIC will prepare and refer a brief of evidence to Commonwealth Director of Public Prosecutions (CDPP) for consideration of criminal proceedings. The decision to prosecute alleged criminal offences under the CATSI Act is made by the CDPP in accordance with the *Prosecution Policy of the Commonwealth*.

ORIC publishes a summary of [prosecution outcomes](#) on its website.

In 2021–22 the Registrar did not refer any matters to the CDPP for possible criminal proceedings.

In 2021–22, one major criminal prosecution was finalised. The case was referred to CDPP in 2019–20. It involved the former CEO misusing his position to gain a personal benefit.

Criminal matters

CRIMINAL MATTERS FINALISED

1 criminal matter was finalised in 2021–22.

Mr Brett Evans – former CEO of Mirndiyan Gununa Aboriginal Corporation

On 21 May 2020, 35 charges were filed against the former CEO of Mirndiyan Gununa Aboriginal Corporation for dishonestly using his position with the intention of directly gaining a personal advantage.

On 15 February 2022, Mr Evans was sentenced to 4 years and 6 months in prison with a non-parole period of 20 months and ordered to pay reparation of \$421,378.20 to the corporation, the estate of Sally Gabori and other artists.

CRIMINAL MATTERS IN PROGRESS

As at 30 June 2022 there were nil criminal matters in progress.

Civil matters

As at 30 June 2022 nil civil matters remained in progress and nil had been finalised. .

The Registrar maintains a list of all [prosecution outcomes](#) on the ORIC website.

Register of disqualified officers

The registrar maintains a publicly available register of people disqualified from managing Aboriginal and Torres Strait Islander corporations. See the [Register of disqualified officers](#) on the ORIC website.

ACCOUNTABILITY

Senate Estimates appearances

The Registrar may be called to appear before the Senate Finance and Public Administration Legislation Committee during the cross-portfolio hearing on Indigenous matters.

During 2021–22 the Registrar was called as a witness to answer questions before the committee on 3 occasions – 29 October 2021, 18 February 2022 and 8 April 2022.

Questions on notice

ORIC answered 14 questions on notice arising from Senate Estimates in the 2021–22 year. Typically, these were questions about specific corporations generated by members raising issues with individual senators. These included issues such as non-lodgement of reports, what regulatory action ORIC had taken in regard to non-compliance, and why the Registrar had agreed to, or not agreed to, certain decisions such as rule book changes.

From time to time the Registrar is also invited to appear as a witness before a parliamentary inquiry where the terms of reference of the inquiry will touch on the work of ORIC. In early 2021, the South Australian Government announced a review of governance standards in South Australian Aboriginal community-controlled organisations, and invited the Registrar to make a submission and appear as a witness before a hearing.

One of the drivers of the review was that 2 South Australian native title corporations had been placed under special administration by the Registrar in the previous 12 months.

The Registrar appeared before a hearing of the review on 19 July 2021, and took one question on notice. This question sought data regarding the number of Aboriginal and Torres Strait Islander corporations based in South Australia that had been subject to some sort of regulatory action by ORIC in the previous 5 years.

Freedom of information

In accordance with the Australian Government requirement for agencies to be open and transparent with regard to the functions they perform and the information they hold, the registrar's website includes an information publishing plan for ORIC and a freedom of information (FOI) disclosure log.

In 2021–22:

- ▶ 8 FOI requests were made to the Registrar, compared to 6 in 2020–21
- ▶ 8 FOI requests were finalised.

Complaints about ORIC

ORIC responds to complaints about its staff and contractors in accordance with policy statement *PS-03: Complaints about the Registrar's staff and contractors*. During 2021–22, 2 complaints about staff were finalised, compared to nil complaints the year before. Both complaints were resolved by 30 June. In each case the complainant was notified of the outcome within 20 weeks. While this did not meet the timeframe in which the Registrar aims to resolve complaints under ORIC's service standard they were both complex complaints that necessitated significant review and consideration.

In 2021–22 ORIC received one 'section 8' notice from the Commonwealth Ombudsman. Under the *Ombudsman Act 1976*, the Ombudsman requested information from ORIC to help investigate a complaint made to the Ombudsman about ORIC. The Registrar responded to all issues raised in the Ombudsman's notice and the Ombudsman advised that no further investigation was warranted.

Legal services expenditure

The tables that follow are a statement of legal services expenditure by ORIC for 2021–22 and provided in order to comply with paragraph 11.1(ba) of the *Commonwealth's Legal Services Directions 2017*.

Table 29. Expenditure on legal services and legal service providers 2021–22

Internal legal services expenditure	\$ GST exclusive
Total internal legal services expenditure	509,500.00
External legal services expenditure	\$ GST inclusive
Professional fees:	
Australian Government Solicitor	94,713.50
Minter Ellison	710.00
Total professional fees paid	95,423.50
Counsel briefs	Nil
Other disbursements on external legal services	315.24
Total external legal services expenditure	95,738.74

Note: Internal legal services expenditure was derived through estimates of the percentage of time spent by legally qualified staff on legal work. Expenditure was calculated using base salaries and overheads.

Table 30. Briefs to counsel 2021–22

Number of counsel briefed	Number
Number of male counsel briefed	nil
Number of female counsel briefed	nil
Value of counsel briefs	\$ GST inclusive
Value of briefs to male counsel	nil
Value of briefs to female counsel	nil