



ABORIGINAL CORPORATION

DEFENCE UPDATE

Thank you to the Ewamian People who attended the community meetings on the 19th November and authorisation meeting on the 26th November 2020 in Mareeba and Brisbane. The Indigenous Land Use Agreement (ILUA), together with an ancillary agreement, cultural heritage management agreement and access agreement were authorised by the Ewamian People in attendance. The ILUA is with the National Native Title Tribunal and this diagram shows the current process.

ILUA Developments

ILUAs notified in Townsville Bulletin and Koori Mail - 27 January 2021

Objections close 3 May 2021

Hopefully a dry season / winter registration

ETPAC as Trustee issues invoice and Defence has 20 Business Days to pay.

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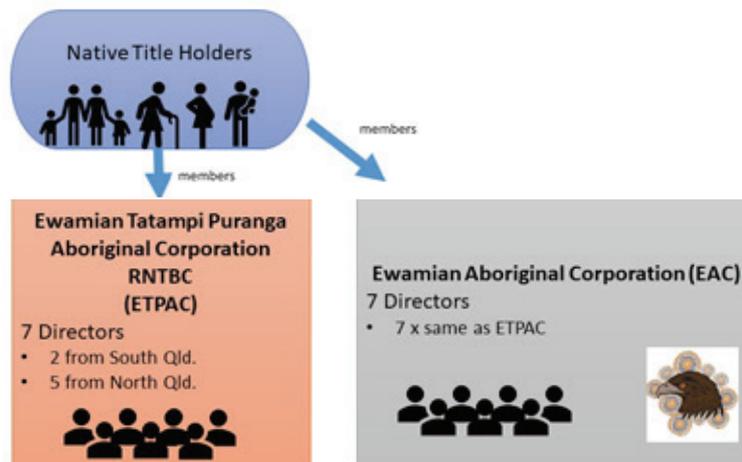


EWAMIAN STRUCTURES

As detailed at the community meeting on 19 November 2020 and authorisation meeting on 26 November 2021, Ewamian People will need to set up a new charitable trust to hold money and review the structure of the Ewamian entities. The authorisation meeting marked the end of a long process of negotiations but is the start of a process of implementation, including ensuring that our corporations and structures are fit for purpose.

The Ewamian entities have now obtained taxation and structuring advice through NQLC, which was provided by Miriam McDonald from McDonald Legal & Advisory. Miriam is an experienced lawyer who has worked with small and large Australian companies and not for profit groups and also with Aboriginal corporations.

The directors have considered this information at meetings of directors on 16 November 2020, 3 and 4 February 2021 and 3 March 2021. Further information about the current and proposed structuring is detailed below.



THIS DIAGRAM SHOWS OUR CURRENT STRUCTURING

Native Title Holders are members of our PBC which holds our native title as agent for Native Title Holders. This PBC is an Aboriginal Corporation called **Ewamian Tatampi Puranga Aboriginal Corporation**. As part of our restructure we propose to rename it **Ewamian People Aboriginal Corporation RNTBC (the PBC)** so that it is clear to all Native Title Holders what its role is.

This PBC will be the parent company in our new company structure. It will be important for all Ewamian People to become members of the PBC. We attach the membership form to make sure that all Ewamian People that are not currently members of the PBC can sign up. You can also download a PBC membership form for Ewamian Tatampi Puranga Aboriginal Corporation RNTBC from the website at www.ewamian.com.au. This is most of you (most Ewamian People are only members of Ewamian Aboriginal Corporation).

Please pass this message to all your Ewamian family as well and return the signed membership forms to **PO Box 1535 Mareeba QLD 4880** or scan the signed copy and send to admin@ewamian.com.au.

In our current structuring **Ewamian Aboriginal Corporation (EAC)** is an Aboriginal Corporation. Many Ewamian People are members of EAC. It is proposed that in the new structure EAC will have a change of name to Ewamian Limited and its registration will be changed so that it is a company limited by guarantee. However, it will still be the same entity and have the same functions.

The differences between a company limited by guarantee and an Aboriginal corporation are set out in the pictures below.

Aboriginal Corporations are registered under the Office of the Registrar of Indigenous Corporations (ORIC) whereas Companies Limited by Guarantee are registered under the Australian Securities and Investments Commission (ASIC).

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Company limited by guarantee



“We guaranteed a set amount. We are members. We are governed by our Constitution and registered with ASIC”

Aboriginal corporation



“We are all Ewamian People. We are members. We are governed by our rule book and registered with ORIC”

In our new structure, there will only be one member of the Company Limited by Guarantee which will be our PBC. This is represented below.

Company limited by guarantee

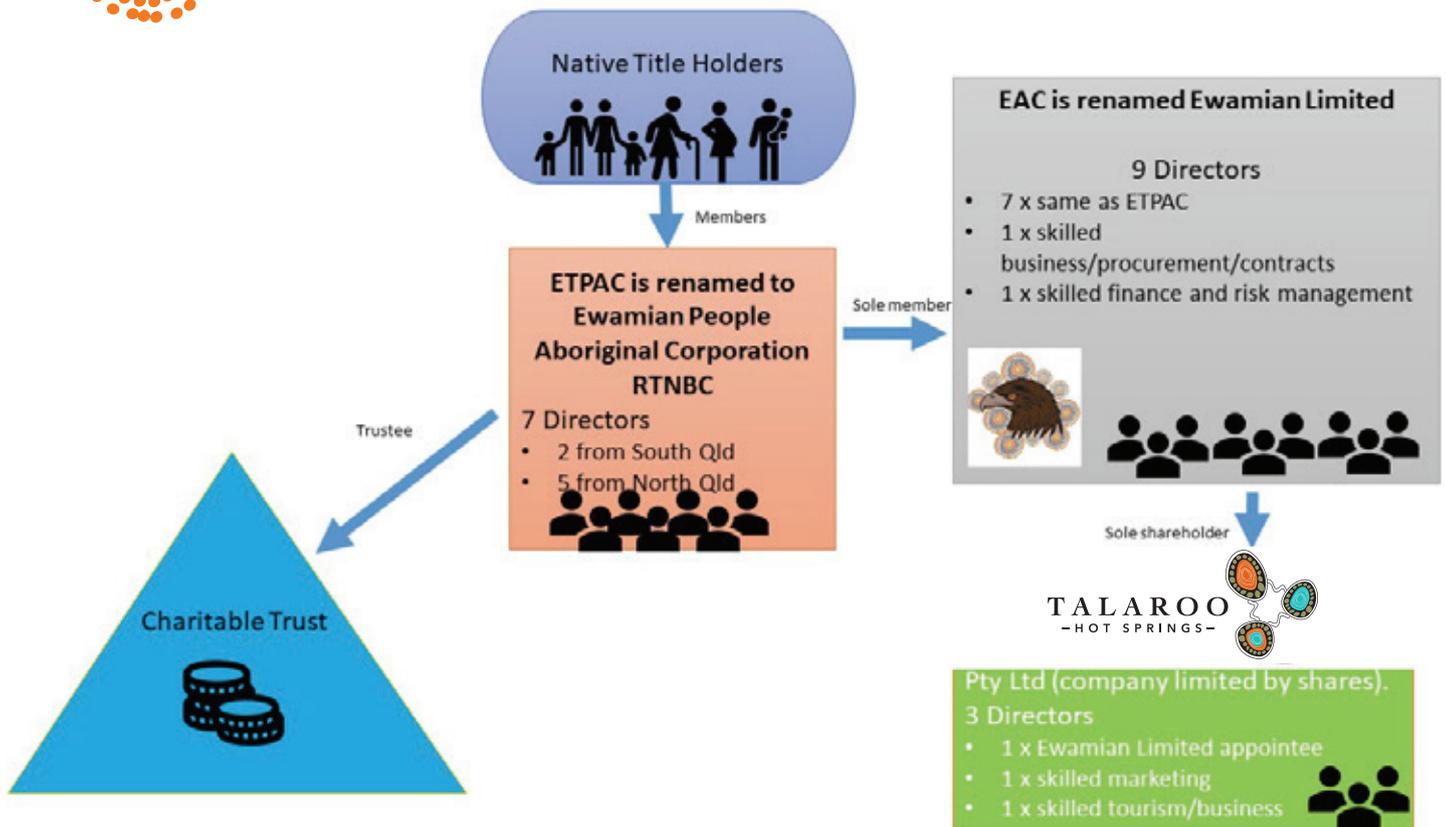


We have one member, are governed by our constitution and registered with ASIC

We will shortly draft a new constitution and convene a meeting of members of EAC to be held in April. Notices will be issued soon. At that meeting Ewamian People will be consulted and informed about the restructuring process and resolutions will be put to members to adopt a new name, new constitution and to agree to transfer Ewamian Aboriginal Corporation so that it becomes a company limited by guarantee called Ewamian Limited.

The transfer of registration does not create a new legal entity or affect existing property, rights or obligations or the corporation, however, any ‘transferring’ directors’ and any ‘transferring’ members must give new consents to act as director/ be a member.

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It is proposed that the final structure looks like the diagram set out above. In the diagram Ewamian Tatampi Puranga Aboriginal Corporation is still our PBC and it has changed its name. It also has two new roles.

- The PBC will be **trustee of the Ewamian People Charitable Trust**. Many of our assets (including the money paid under the Defence ILUA) will go into the Ewamian Charitable Trust. This is for tax reasons and to ensure our assets are safe. It is likely that some of the assets that are currently held by EAC should also be transferred to the trust to protect them. The trust deed was endorsed at a meeting of directors on 3 and 4 February 2021 so the creation of the trust is well advanced.
- The PBC will be the **sole member of Ewamian Limited**. As sole member it will have a lot of influence over Ewamian Limited. Also, all the members of the board of the PBC will be board members of Ewamian Limited, but additionally two new skills based board members will be appointed, one skilled in business, procurement and contracts and one skilled in finance and risk management.

Because the PBC will have these two new important roles it will be important for all Ewamian People to sign up as members of the PBC. So please send back **the application for membership form attached** to the address detailed above.

The diagram also includes a new entity, **Talaroo Hot Springs Pty Ltd**. This will be a company limited by shares with one single shareholder, being Ewamian Limited. Its role will be to run Talaroo Hot Springs tourism business. The board will consist of one Ewamian Limited appointee, one director with marketing skills and one director with tourism and business skills. Decisions to create Talaroo Hot Springs Pty Ltd was endorsed by the board on 1 March 2021.

Although it is not shown in the diagram there will also be a governance and probity advisor appointed to the PBC and Ewamian Limited to make sure corporate governance principles and legal requirements are properly followed. The PBC will also have advisory committees for investment and expenditure decisions in relation to trust monies and assets.

Advertisements will shortly be placed for skilled and independent governance and probity advisors and investment and expenditure advisors.

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EARLY CULTURAL HERITAGE RISK ASSESSMENT WORKS

The cultural heritage management agreement does not come into effect until all ILUAs for the Defence Project are Registered with the National Native Title Tribunal however the PBC has an agreement with Defence to allow early works to proceed that would be allowed on pastoral stations. This is called the Early Works Risk Management Agreement.

A contract has been awarded for the design of a firebreak around the Greenvale Training Area. The contract initially is for the scoping and design; separate contracts may be let at a later date for the construction, which will need to include cultural heritage assessments with EAC. This will likely begin in the second half of this calendar year. As part of their design activities, Kleinfelder Pty Ltd (the contractor) will be undertaking a site visit to Greenvale Training Area commencing 22 February 2012, to undertake various environmental assessments; this will not include any 'early works' i.e. no ground disturbing activities. A further site visit may be undertaken by the contractor to do soil engineering assessments for the design of the firebreak. These visits may trigger the need for cultural heritage assessments and are being planned separately to the site visit on 22 February.

Defence also still intends to install signage on the legal boundary, which will also involve the need for Early Works Risk Assessments under the agreement. This activity is still being scoped and will be undertaken by a different contractor to the fire breaks.

We will keep you updated as activities start to occur on the Defence training area and post information on the website as it becomes available to the PBC.

CONTRACTING OPPORTUNITIES

The ILUA and associated documents provide for preferential contracting provisions. The Ewamian Rangers are well placed to take advantage of some of these contracting opportunities in 2021 – 2022 once the ILUA is registered, and we look forward to undertaking this work over the coming years.

Contracting opportunities are also beginning to be advertised by Defence's managing contractor CPB Contractors Pty Limited currently for design and if Ewamian People have any existing businesses we would encourage you to keep an eye out on the Australian Tenders Website.

<https://www.australiantenders.com.au/>

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TALAROO PROSPECTUS UPDATE

Since 2017, EAC has been partnering with the Commonwealth Scientific and Industrial Research Organisation (CSIRO) on a research project about developing Indigenous economic opportunities on country. This research project is part of the Australian government's support to realise the aspirations set out in the Our North, Our Future: White Paper on Developing Northern Australia. Talaroo IPA was selected as a case study site together with estates from two other Indigenous groups in Northern Australia. Through this partnership, CSIRO used science to support EAC to better understand the land and water assets on Talaroo for economic development opportunities. The key document from the project, a prospectus is ready in draft form for Ewamian people to look at and comment on.

Ewamian rangers, and EAC management and board participated in many of the scientific assessments funded through this project. These assessments include exploring soil suitability for agriculture, investigating the source and age of the Talaroo hot spring water and potentials for carbon farming among others. EAC management and board guided decisions on what assessments are needed and used these study findings to identify which opportunities to prioritise and support Talaroo tourism development.

This collaboration between Ewamian people and scientists is showcased in the Talaroo prospectus, which is an invitation for partners to build a sustainable future for Talaroo with Ewamian people. EAC management and board have been using findings from the assessments mentioned above to develop the focus and content in the Talaroo prospectus with CSIRO scientists. These discussions defined a vision and partnership principles for Talaroo, highlighted key assets in Talaroo and clarified partnership and investment opportunities for the Talaroo tourism and Ewamian Rangers. An Indigenous graphic company helped the team to come up with a beautiful design that brings the narratives and messages in the Talaroo prospectus to life.

The team is asking Ewamian people to review the latest draft of this creation and provide valuable inputs to improve the Talaroo prospectus as it gets finalised. EAC will be sending a link to view the latest draft of the Talaroo prospectus next week and mail out hardcopies to families who prefer paper.



EAC board and management discussing the Talaroo prospectus with CSIRO scientists.



Front cover of the Talaroo prospectus.



EWAMIAN TATAMPI PURANGA ABORIGINAL CORPORATION RNTBC (PBC) MEMBERSHIP FORM

PO Box 1535 | 9A Hort St, Mareeba Q 4880 | Phone: 07 4092 2555 | Fax: 07 4092 1868

Email: admin@ewamian.com.au | Website: www.ewamian.com.au

A: PERSONAL INFORMATION		
First Name	Surname	
Street Address		
Suburb	State	Postcode
Telephone	Mobile	
Email		

B: NOMINATED FAMILY GROUP					
COLLINS BING	LACEY	HUDSON	GEORGETOWN	RICHARDS	CLARKE

C: NOMINATED REGION	
NORTH QUEENSLAND	SOUTH QUEENSLAND

I hereby apply for the membership of the Ewamian Tatampi Puranga Aboriginal Corporation
RNTBC

I declare that I am eligible for membership

Signature _____ Date _____