



ICN 3279 (under special administration)

# NEWSLETTER 1

NOVEMBER 2023

## Dear members and other interested people

Our names are Jack James and Paula Smith and we are from the firm Rodgers Reidy. On 15 November 2023, the Registrar of Indigenous Corporations appointed us as the special administrators of Yorta Yorta Nation Aboriginal Corporation (YYNAC).

During this administration, we will keep you informed of progress through regular newsletters and information meetings.

These newsletters and all meeting notices will be available on the public Register of Aboriginal and Torres Strait Islander Corporations at [oric.gov.au](http://oric.gov.au) – use the 'Find a corporation' tool, search using 'Yorta Yorta' and follow the link to 'documents'.

## What is special administration?

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

The effect of appointing special administrators is that the positions of the directors are vacated. Effectively, the special administrators replace the directors.

Special administration differs from other types of external administration in that the aim is to work with the corporation to fix internal and governance problems and restore it to good health. If that is achieved, the special administrators will appoint a new board of directors and hand back control of the corporation to the members.

Our appointment is for 6 months and is due to end on 17 May 2024.

## Registered Aboriginal Party

YYNAC is an appointed Registered Aboriginal Party (RAP) and has cultural heritage responsibilities under the *Aboriginal Heritage Act 2006* (Vic) over its appointed area. The corporation will continue to operate as a RAP during the period of the special administration. Changes to the *Aboriginal Heritage Act 2006* in September 2022 mean the corporation will not lose its RAP registration/status because it has been placed under special administration.

## Why have special administrators been appointed to YYNAC?

YYNAC is under special administration as the Registrar determined that there were disputes between the directors of the corporation interfering with the corporation's affairs. Unfortunately, the directors were unable to resolve the disputes themselves. There were disagreements between directors about directorship and who was appointed to the position of acting Chief Executive Officer (CEO). Instead of coming together to make decisions in the best interests of the members of YYNAC, the directors called multiple general meetings in an attempt to remove an opposing faction. The disputes led to uncertainty for staff members with respect of who was the acting CEO of the corporation and what directions they were required to follow.

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

As a result of the special administration appointment, the director positions have now been vacated and the special administrators are responsible for the conduct of the affairs of YYNAC.

## Current progress

There are 3 stages to a special administration:

STAGE & ACTION	STATUS
1 Take control of the assets, including bank accounts; build a complete picture of issues and challenges; and establish a clear plan of action.	IN PROGRESS
2 Restore good operational order.	PENDING
3 Prepare the corporation for return to members control.	PENDING

We are currently in stage one of the special administration. This newsletter will outline some of the progress we have made in the opening stages of our work.

## What has happened so far?

As the RAP, YYNAC provides a range of important programs and services to help meet the needs of the wider Yorta Yorta community.

During the special administration, the corporation and these programs and services will continue to operate on a business as usual basis.

### Staff

We have meet with staff to advise of our appointment and answer any queries. We have reassured staff that services will continue without interruption and we are most grateful to all staff for their ongoing work and support of YYNAC and the important work it does.

## 2023 Annual General Meeting and Special General Meeting

We are aware that the following meetings were called before our appointment:

- Special General Meeting – Friday 24 November 2023
- 2023 Annual General Meeting – Saturday 25 November 2023

As YYNAC has been placed under the special administration, these meetings will no longer proceed.

The 2023 AGM will be held in the later stages of the special administration – we will give notice to members.

## Information Meeting

We will be holding our first information meeting on Saturday, 2 December 2023.

**DATE: Saturday, 2 December 2023**

**TIME: 10:00 am**

**PLACE: Yenbena Training Centre  
2 – 8 Schier Street  
Barmah Vic 3639**

The information meeting will be open only to the corporation's members and staff. It provides the opportunity to hear from the special administrators about work being done and allows people to ask questions.

A representative from ORIC, will attend and be available to answer any questions you may have.

**SEE THE ATTACHED MEETING NOTICE.**

If you would like to nominate to be on the advisory group, please complete and return the **attached form** by 22 December 2023. However, we will keep accepting nominations for the advisory group after this date because the people on the advisory group may change or additional members are required.

## Christmas/New Year Closure

YYNAC will be fully closed from 5:00 pm Wednesday, 20 December 2023 and will reopen on Wednesday, 3 January 2024.

Thank you,  
Paula and Jack  
Special administrators

20 November 2023

## Seeking an Advisory Group

To help us during the special administration, we would like to form an advisory group who will provide advice about matters that we need to deal with in order to get YYNAC ready to return to community control.

Members of the advisory group will be people who want to be considered for appointment to the new board at the end of the special administration and who have skills required to work at a board level.

Mainly, the advisory group will help us to (amongst other things):

- Review the rule book to strengthen governance at YYNAC
- How best to strengthen YYNAC.

## SPECIAL ADMINISTRATORS



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## MORE ON SPECIAL ADMINISTRATION

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



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# NOTICE OF INFORMATION MEETING

## Corporation members and staff are invited to an information meeting

On 15 November 2023 the Registrar of Indigenous Corporations appointed us as the special administrators of Yorta Yorta Nation Aboriginal Corporation.

We are holding our first information meeting about the special administration and would like to invite all members of the corporation and interested parties to come.

Only corporation members and staff will be able to attend the information meeting.

A representative from ORIC will also be at the meeting and will be available to answer questions.

This is your opportunity to discuss the special administration and your corporation's future. Please come along.

Light refreshments will be provided at the meeting.

Jack James and Paula Smith  
Special administrators

20 November 2023

**DATE:** Saturday, 2 December 2023

**TIME:** 10:00 am

**PLACE:** Yenbena Training Centre  
2 – 8 Schier Street  
Barmah Vic 3639

## Agenda

1. Role of the special administrators and aim of the special administration
2. Progress to date
3. Next steps in the special administration
4. Asking questions



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# NOMINATION TO BE IN THE SPECIAL ADMINISTRATORS' ADVISORY GROUP

**My name is:** \_\_\_\_\_

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

**My relevant background and experience is:**

## **My contact details**

Email:

Phone:

Address:

Signature:

Date:

Please return your form by email to: [jjames@rodgersreidy.com.au](mailto:jjames@rodgersreidy.com.au)

For more information call Jack James or Paula Smith on (08) 9328 6262.