



Newsletter 4, October 2025

ICN 8264 (under special administration)

Dear members and other interested people,

Our names are Jack James and Paula Smith and we are from the firm Rodgers Reidy. On 17 December 2024, the Registrar of Aboriginal and Torres Strait Islander Corporations appointed us as the special administrators of First People of the Millewa-Mallee Aboriginal Corporation RNTBC (FPMMAC).

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 Indigenous Corporations at oric.gov.au – use the 'Find a corporation' tool, search using 'First people' and click on the ICN access a list of corporation documents.

Current progress

We are now moving into stage 3 of the special administration, which is which is preparing the corporation for return to members control:

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

Extension of special administration

The special administration was due to end on 19 September 2025, however the registrar extended the end date to 21 November 2025.

During the period to the end of the special administration, we will also:

- work with the new CEO to ensure a proper handover
- complete the audit of the 2024 and 2025 financial statements
- hold the 2024 and 2025 Annual General Meetings
- obtain feedback on the proposed new rule book (discussed below)
- appoint the new board of directors.

Appointment of new CEO

As previously advised, Pipeline Talent were engaged to undertake the recruitment process for a new CEO. The recruitment process was comprehensive, with first and second round interviews and reference checks.

We thank the members of the Advisory Group who assisted in the process and participated as panel members on the 1st and 2nd round interviews of the CEO applicants.

Kenneth Knight – new CEO

Ken will be known to many of you, having been actively involved in Mildura over many years, including most recently being in an executive role at Mallee Catchment Management Authority and previous roles as interim CEO at FPMMAC.

Ken is a proud Wamba Wamba man with links to Wergaia and Yorta Yorta.

Ken has a strong track record in executive roles in a variety of organisations and has strong links with government agencies and other stakeholders.

A strong supporter of community engagement and involvement, Ken will work with members and native title holders to strengthen FPMMAC at a crucial time of the Corporation's growth and development.

Ken commences as CEO on 6 October 2025. Please join us in welcoming Ken as the new CEO.

Chris Marshall – Interim CEO

We wish to thank Chris Marshall for his outstanding work as interim CEO during a very challenging period. Chris will ensure that there is a smooth transition to Ken Knight following his commencement on 6 October 2025. Chris' last day at FPMMAC is 8 October 2025.

Please join us in thanking Chris for his hard work and dedication over the last 9 months and wish him well in the future.

2024 and 2025 Audited Financial Statements

The audit of the FY24 and FY25 financial statements is almost complete. We expect to be able to issue the FY24 and FY25 audited financial statements by 15 October 2025. Once finalised, a copy of these financial statements will be sent to members and will be uploaded to the FPMMAC website. Copies will also be made available at the forthcoming AGM's (discussed below).

2024 and 2025 Annual General Meetings

We will be holding the 2024 and 2025 AGM's Thursday, 30 October 2025. Details of the meetings are as follows:

Date: Thursday, 30 October 2025

Time: 10:30 am 2024 AGM
11:30 am 2025 AGM

Place: Mallee Catchment Management Authority, Acacia Room
Agriculture Victoria Centre
Cnr Koorlong Ave & Eleventh St
Irymple VIC 3498

Attending virtually:

If you want to attend the meeting virtually, register by contacting FPMMAC reception by 12.00 noon on Wednesday, 29 October 2025:

Email: admin@fpmmac.com.au

Ph: (03) 4014 9780

After you register, at a date closer to the meeting you will be given instructions on how to access the meeting.

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

The Corporation will not be able to pay the costs for members to travel to the meeting. Virtual access to the meeting will be made available to members upon registration.

SEE THE ATTACHED AGM MEETING NOTICES.

Rule Book – further amendments

As stated in our newsletter # 3:

On 28 March 2025, First Nations Legal & Research Services (FNLRs) wrote to us and (amongst other things) stated:

- *the FPMM claim group had been workshopping a rule book for the PBC incorporating elements of of FPMM governance principles*
- *the rule book in development is intended to be adopted as the rule book for the PBC, whether that be FPMMAC or a new corporation*
- *if FPMMAC is nominated as the PBC for the FPMM native title claim, amendments to the Rule book be made by FPMMAC adopting any rule book developed and approved by the claim group at the authorisation meeting to be held on 11 May 2025.*

FNLRS further stated that this approach would “ensure that the process for the development of the rule book aligns with the nomination of the PBC by the claim group, is led by the claim group, which is composed of all native title holders, and avoids duplication of resources.”

On 3 April 2025, we had a Teams call with FNLRS to discuss the above matters.

On 4 April 2025, we wrote to FNLRS and advised that if FPMMAC is nominated as the PBC, and noting we had not seen the proposed rule book developed by the claim group, in principle, we have no issue with adopting a rule book approved by the claim group subject to our review of the proposed rule book, its compliance with the CATSI Act and ORIC’s review and approval.

Subsequently:

- FNLRS advised a new rule book was approved by the native title claim group at an Authorisation Meeting held on 11 May 2025.*
- We submitted this rule book to ORIC and, following some very minor amendments which were agreed by the FNLRS, it was registered on 19 June 2025*

Notwithstanding the above, if any members or Traditional Owners have any concerns or suggested further amendments to the rule book, we are happy to discuss these and seek comments from members.

At the information meeting held on 19 September 2025, Tricia Stroud, the Registrar of Indigenous Corporations, stated that further amendments would be made to the rule book to strengthen the eligibility requirements for directors, including, but not limited to that a person who was a director for more than one month in the 12 months prior to the special administration, is not eligible to be appointed a director until the 2028 AGM.

In consultation with ORIC, proposed amendments have been made to the rule book. In this regard:

- A summary of key details of the proposed new rule book is attached.

- The draft new rule book with the proposed changes in mark up will be loaded onto the ORIC and FPMMAC’s website’s shortly.
- If you want a copy of the draft new rule book to be emailed to you, please contact the FPMMAC administration team admin@fpmmac.com.au.

Members will be provided the opportunity to provide feedback on the proposed changes on 30 October 2025 following the AGMs.

Forming a new board of directors

An important step in the final stage of the special administration is the appointment of a new board. The governance structure set out in the rule book that was approved by the FPMMAC Claim Group at an authorisation meeting on 11 May 2025 provides that the board is to comprise:

- The number of directors of the corporation is up to 8.
- This number includes up to 6 Member Directors and up to 2 independent, specialist non-member directors.
- The board will have up to 2 Member Directors from each of the 3 Language Groups (Latji Latji, Ngintait and Nyeri Nyeri).
- A Language Group must have two Member Directors unless the Language Group decides they only want one director position appointed.

The new board will take over control of the corporation at the end of the special administration.

For corporation members who would like to be a director at the end of the special administration, a nomination form is attached. If you are interested in being a director, please complete and return the attached nomination form to jjames@rodgersreidy.com.au by **5 November 2025**.

Many thanks,
Jack and Paula

SPECIAL ADMINISTRATORS



Rodgers Reidy
(08) 9328 6262
jjames@rodgersreidy.com.au
psmith@rodgersreidy.com.au

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 or call 1800 622 431.



ICN 8624 (under special administration)

NOTICE OF 2024 ANNUAL GENERAL MEETING

For corporation members

All members are invited to the 2024 AGM on:

Details of the meeting:

Date: Thursday, 30 October 2025
Time: 10:30 am
Place: Mallee Catchment Management Authority, Acacia Room
Agriculture Victoria Centre
Cnr Koorlong Ave & Eleventh St
Irymple VIC 3498

Attending virtually:

If you want to attend the meeting virtually, register by contacting FPMMAC reception by 12.00 noon on Wednesday, 29 October 2025:
Email: admin@fpmmac.com.au
Ph: (03) 4014 9780

After you register, at a date closer to the meeting you will be given instructions on how to access the meeting.

Agenda

1. Opening of meeting and formalities
2. Confirmation of the minutes of the 2023 AGM
3. Presentation of audited financial statements for the year ended 30 June 2024
4. Asking questions

Notes

Election of directors

As the corporation is under special administration, there will not be any resolutions for the election of directors at the FY24 AGM.

Quorum

Rule 6.7 of the corporation rule book states a quorum for an AGM is 10 members.

Entitlement to vote

Rule 6.11 of the corporation rule book states that each member has one vote at an AGM.

Proxies

Rule 6.13 of the corporation rule book states that:

- a Member can appoint another Member as their proxy
- a person must not be a proxy for more than two Members
- a completed appointment proxy form must be provided to the corporation at least 24 hours before the meeting commences

A form of Proxy is attached. Completed proxy forms are to be sent to admin@fpmmac.com.au prior to the commencement of the meeting.

A form of Proxy is attached.

Kevin Vu from ORIC will attend and be available to answer any questions.

Light refreshments will be served

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ICN 8624 (under special administration)

APPOINTMENT OF PROXY FORM

2024 ANNUAL GENERAL MEETING

Please return your form to
admin@fpmmac.com.au

I, _____ (full name of member)

of _____ (address of member)

am a Member of the corporation.

I appoint _____ (full name of proxy)

of _____ (address of proxy)

as my proxy to vote for me on my behalf at the **2024 Annual general meeting** of the corporation to be held on 30 October 2025 and at any adjournment of that meeting.

Instructions to the proxy holder (optional):

Signature of Member appointing proxy _____

Date _____

NOTE: A proxy vote may be given to the people listed at rule 6.13.
(For more about proxies see rule 6.13 and section 201-90 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006*.)

Please note: Rule 6.13 of the corporation rule book states that:

- a Member can appoint another Member as their proxy
- a person must not be a proxy for more than two Members
- a completed appointment proxy form must be provided to the corporation before the meeting commences

Completed proxy forms are to be sent to admin@fpmmac.com.au prior to commencement of the meeting.



ICN 3630 (under special administration)

NOTICE OF 2025 ANNUAL GENERAL MEETING

For corporation members

All members are invited to the 2025 AGM on:

Details of the meeting:

Date: Thursday, 30 October 2025
Time: 11:30 am
Place: Mallee Catchment Management Authority, Acacia Room
Agriculture Victoria Centre
Cnr Koorlong Ave & Eleventh St
Irymple VIC 3498

Attending virtually:

If you want to attend the meeting virtually, register by contacting FPMMAC reception by 12.00 noon on Wednesday, 29 October 2025:
Email: admin@fpmmac.com.au
Ph: (03) 4014 9780

After you register, at a date closer to the meeting you will be given instructions on how to access the meeting.

Agenda

1. Opening of meeting and formalities
2. Report by special administrators
3. Report by chief executive officer
4. Presentation of audited financial statements for the year ended 30 June 2025
5. Appointment and remuneration of auditor
6. Asking questions

Notes

Election of directors

As the corporation is under special administration, there will not be any resolutions for the election of directors at the FY25 AGM.

Quorum

Rule 6.7 of the corporation rule book states a quorum for an AGM is 10 members.

Entitlement to vote

Rule 6.11 of the corporation rule book states that each member has one vote at an AGM.

Proxies

Rule 6.13 of the corporation rule book states that:

- a Member can appoint another Member as their proxy
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A form of Proxy is attached.

Kevin Vu from ORIC will attend and be available to answer any questions.

Light refreshments will be served

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2025 ANNUAL GENERAL MEETING

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I, _____ (full name of member)

of _____ (address of member)

am a Member of the corporation.

I appoint _____ (full name of proxy)

of _____ (address of proxy)

as my proxy to vote for me on my behalf at the **2025 Annual general meeting** of the corporation to be held on 30 October 2025 and at any adjournment of that meeting.

Instructions to the proxy holder (optional):

Signature of Member appointing proxy _____

Date _____

NOTE: A proxy vote may be given to the people listed at rule 6.13.
(For more about proxies see rule 6.13 and section 201-90 of the *Corporations (Aboriginal and Torres Strait Islander) Act 2006*.)

Please note: Rule 6.13 of the corporation rule book states that:

- a Member can appoint another Member as their proxy
- a person must not be a proxy for more than two Members
- a completed appointment proxy form must be provided to the corporation before the meeting commences

Completed proxy forms are to be sent to admin@fpmmac.com.au prior to commencement of the meeting.



ATTACHMENT

ICN 8624 (under special administration)

Proposed rule book changes for First People of the Millewa-Mallee Aboriginal Corporation RNTBC

October 2025

DICTIONARY

Dictionary (rule 2.1)

New definition inserted:

Traditional Owner Corporation means one of the following bodies:

- a registered native title body corporate under the *Native Title Act 1993* (Cth)
- a traditional owner group entity as defined in section 3 of the *Traditional Owner Settlement Act 2010* (Vic) which has entered into a recognition and settlement agreement under the *Traditional Owner Settlement Act 2010* (Vic)
- any other corporation which the Board deems, in its sole and absolute discretion, a Traditional Owner Corporation for the purposes of Rule 7.3. The Board is not required to give any reason for its decision to deem a corporation a Traditional Owner Corporation.

MEMBERS

Members' responsibilities (rule 5.5)

Updated to also include the following clause:

- that a member must treat employees of the corporation with respect.

GENERAL MEETINGS AND ANNUAL GENERAL MEETINGS

Proxies (rule 6.13)

Updated to also require that proxies be submitted to the corporation at least 24 hours before the meeting commences.

DIRECTORS

Eligibility of Member Directors (rule 7.3)

This rule has been updated to also include:

- Further grounds for a person not being eligible to become a director; and
- Set out matters a director must provide prior to or shortly after appointment

Updated rule 7.3 now states:

A director must:

- be at least 18 years old
- be a member of the corporation, unless appointed under rule 7.8
- have a Director ID or have applied for a Director ID and give the corporation their Director ID as soon as they have received it
- have completed a 'Consent to become a Director form' (at schedule 2)

Proposed rule book changes for First People of the Millewa-Mallee Aboriginal Corporation RNTBC

<p>Eligibility of Member Directors (rule 7.3)</p> <p>continued</p>	<ul style="list-style-type: none"> • have skills relevant to the governance, business or activities of the corporation, such as law, accounting, cultural knowledge and lore or business administration, and • have completed governance training either prior to their appointment or as soon as possible following their appointment and within a period of 12 months following their appointment <p>A person is not eligible to become a director if the person:</p> <ul style="list-style-type: none"> • is disqualified under the CATSI Act from managing corporations. Disqualification happens when a person: <ul style="list-style-type: none"> • has been convicted of an offence under the CATSI Act that is punishable by imprisonment for more than 12 months • has been convicted of an offence involving dishonesty that is punishable by imprisonment for at least three months • has been convicted of an offence against the law of a foreign country that is punishable by imprisonment for more than 12 months • is an undischarged bankrupt • has signed a personal insolvency agreement and has not kept to the agreement • has been otherwise disqualified under the CATSI Act or the Corporations Act 2001 from managing corporations. • is an employee of the corporation (this does not apply to a person who is engaged by the corporation for cultural heritage work) • is a director (or equivalent) of another Traditional Owner Corporation • owes money to the Corporation • has commenced legal action against the corporation • is a member of the Elders Council • were a director of the corporation for more than one (1) month at any time from 17 December 2023 to 17 December 2024. These people are not eligible to be appointed as a director until the 2028 Annual General Meeting. <p>A director must:</p> <ul style="list-style-type: none"> • provide a signed consent to act – prior to being appointed. • provide a Director Identification Number or evidence of having applied for a Director Identification Number and give the corporation their Director Identification Number as soon as they have it. • have a a current National Police Certificate or within two (2) months of appointment, obtain a National Police Certificate. • within two months of appointment, obtain a Working With Children check; • within one (1) month of appointment, sign the Directors Confidentiality agreement. • within one (1) month of appointment, sign the Director Code of Conduct.
<p>How to become a director (Member Director) (Rule 7.5)</p>	<p>Updated to also include the following clause;</p> <ul style="list-style-type: none"> • At the end of the special administration that commenced on 17 December 2024, the special administrators will appoint the member directors, following calling for nominations (using the Nomination to serve as a director form' (provided at schedule 3).
<p>Appointing independent, specialist non-member directors (rule 7.8)</p>	<p>Updated to also include the following clauses:</p> <ul style="list-style-type: none"> • An Independent, specialist non-member director must meet the eligibility criteria set out in Rule 7.3. • At the end of the special administration that commenced on 17 December 2024, the special administrators will appoint up to two independent, specialist non-member directors.

DIRECTORS' MEETINGS

Payments to directors

(rule 7.15)

Currently, the rule book prohibits the payment of a salary or sitting fees to directors.

This has been amended to allow directors to be paid salary or sitting fees, subject to the rate of payment being decided by members at an EGM or General meeting.

Rule 7.15 now states:

- The directors may be be paid a salary or sitting fees for their work as directors. The rate of payment is to be decided by members at an AGM or general meeting provided it is disclosed in the notice of meeting.
- The above rule does not prevent reasonable payments (having regard to the market costs of obtaining similar goods or services) to a director for a contract for goods or services, provided that rules 7.14 and 20 have been complied with.
- The corporation may pay the directors' travelling and other expenses for attending meetings or to do with other corporation business

ELDERS COUNCIL

Elders Council

(rule 9)

This rule has been updated to also include the following clauses:

- The Elders Council is not able to give directions to the directors or bind the corporation.
- The Elders Council are not to instruct or discipline employees of the corporation they interact with. Any issues that a member of the Elders Council may have with an employee are to be referred to the Chief Executive Officer.

CHIEF EXECUTIVE OFFICER

Chief executive officer

(rule 25)

Currently, rule 25 states:

- The board of directors, by resolution, shall appoint a Chief Executive Officer

Rule 25 has been updated to state:

- Following undertaking proper process, the board of directors, by resolution, shall appoint or dismiss a Chief Executive Officer

FINANCIAL REPORTING

Financial Reporting

(new rule 17.1)

The Corporation must comply with the annual reporting requirements set out in the CATSI Act.

The Directors' Report that is prepared for annual reporting must include the following information (in addition to such information as required under the CATSI Act and/or accounting standards):

- a) The following information regarding the Directors who held office during the financial year:
 - i. The number of Board meetings held during the financial year;
 - ii. Details, by Director, of the number of Board meetings the Director attended; and
 - iii. Details, by Director, of the remuneration and allowances paid to the Director during the financial year.
- b) The following information regarding information meetings and newsletters held/ issued during the financial year:
 - i. The number of information meetings held, their date and their location; and
 - ii. The number of newsletters issued and their date of issue.



ICN 8624 (under special administration)

NOMINATION TO SERVE AS A DIRECTOR FORM

Please return your form to
jjames@rodgersreidy.com.au

I, _____ (full name of person)

of _____ (residential address,
a postal address is
not sufficient)

Phone _____

Email _____

Director
identification
number _____

nominate and give my consent to become a director of the corporation.

I am a member of the Latji Latji language group: Yes ☐ No ☐

I am a member of the Ngintait language group: Yes ☐ No ☐

I am a member of the Nyeri Nyeri language group: Yes ☐ No ☐

My skills and experience relevant to the role as director of the corporation are:

My vision for the corporation is:

I am currently a director of the following entities and currently hold the following roles:

Additional information that will be relevant to members/native title holders in their decision making:

Signature of person nominating for position of director _____

Date _____

Once completed, please email to jjames@rodgersreidy.com.au by 5 November 2025