



Wamba Wemba Aboriginal Corporation

ICN 7839

Notice of special general meeting

All members of the corporation are advised that a special general meeting of the members of Wamba Wemba Aboriginal Corporation will take place as follows:

Time: 12:00PM
Date: Sunday 16 November 2025
Place: Online via ZOOM
Technology: Online via ZOOM

Gnerrick Gnerrick (Elders) who require support with attending the meeting, may attend in person at the Wamba Wemba Aboriginal Corporation office at 246 Campbell Street, Swan Hill, Victoria.

Please phone 0428 462 378 if you have any queries: Please note you must contact the office at least 48 hours in advance of the meeting for assistance.

The Wamba Wemba Aboriginal Corporation employees will assist you with transport to the office for the meeting and provide you with morning tea.

Purpose of the meeting

This meeting has been called to consider a special resolution to adopt changes to the rule book for the corporation. The proposed changes are essential to maintaining our status as a Registered Aboriginal Party.

More Information - Contact the Corporation

To support your understanding of the proposed changes, the Corporation encourages you to contact the office between now and the date of the meeting to seek clarification and ask questions.

- a) To watch an explainer video go here: <http://wambawemba.com/sgm>
- b) To read the supporting documentation go here: <http://wambawemba.com/sgm>
- c) Copies of the above are also available at the Wamba Wemba Aboriginal Corporation office at 246 Campbell Street, Swan Hill, Victoria

To Register for the Meeting

- d) To register for the meeting please complete the online registrations form here:
<http://wambawemba.com/sgm>
 - a) Members may phone, attend in person or email the office to get support with completing the registration form. Hard copies of the registration form are available at the office.
- e) You will receive your invitation and ZOOM once you have registered, at least 48 hours before the meeting start. Please be sure to include either your email or mobile number in your registration.

Agenda

Item	Description
1	Welcome, attendees and apologies: 1.1 Confirm the chair for the meeting 1.2 Attendees 1.3 Apologies 1.4 Quorum
2	Proxy appointments As per rule <i>8.14 Proxies</i> of the Rule Book of the Wamba Wemba Aboriginal Corporation: 8.14 Proxies 8.14.1 Who may appoint a proxy a) A member who is entitled to attend and cast a vote at a general meeting may appoint a person as proxy to attend and vote for them at the meeting. b) The person appointed as a member's proxy must be an individual. c) The appointment may specify the proportion or number of votes that the proxy may exercise if the person appointing the proxy has more than one vote 8.14.2 Rights of proxies a) Subject to this rule, a proxy appointed to attend and vote for a member has the same rights as the member: i. to speak at the meeting ii. to vote (but only to the extent allowed by the appointment) iii. join in a demand for a poll. b) A proxy's authority to speak and vote for a member at a meeting is suspended if the member is present at the meeting. c) A person must not exercise proxies for more than 3 members. However, a contravention of this rule does not affect the validity of the votes cast.

	8.14.3 Appointing a proxy a) An appointment of a proxy is valid if it is signed, or otherwise authenticated as prescribed by the Regulations, by the member making the appointment and contains the following information: i. the member's name and address ii. the Corporation's name iii. the proxy's name or the name of the office held by the proxy iv. the meetings at which the appointment may be used b) An undated appointment is taken to have been dated on the day it is given to the Corporation. c) An appointment may specify the way the proxy is to vote on a particular resolution. If it does: i. the proxy need not vote on a show of hands ii. if the proxy has 2 or more appointments that specify different ways to vote on the resolution, the proxy must not vote on a show of hands iii. if the proxy is the chair, the proxy must vote by poll, and must vote as directed iv. if the proxy is not the chair, the proxy need not vote by poll v. if a proxy is also a member, this rule 7.14.3(c) does not affect how the person casts any votes they hold as a member. d) A person who contravenes this rule commits an offence under the Act, but only if the person's appointment as a proxy resulted from the corporation sending to members: i. a list of persons willing to act as proxies, or ii. a proxy appointment form holding the person out as being willing to act as a proxy. e) An appointment of a proxy does not have to be witnessed. f) A later appointment of a proxy revokes an earlier one if both appointments could not be validly exercised at the meeting. 8.14.4 Receipt of proxy documents a) For an appointment of a proxy for a meeting of members to be effective, the following documents must be received by the corporation at least 48 hours before the meeting: i. the proxy's appointment ii. if the appointment is signed by the appointor's attorney, the authority or a certified copy of the authority. b) If a meeting has been adjourned an appointment and any authority received by the corporation at least 48 hours beforehand is still valid when the meeting resumes. c) The period of notice for appointing proxies may be reduced.
3	Minutes of the previous meeting of members (if applicable):
4	Special resolution/s The following special resolution/s will be proposed at the meeting: The members resolve to: 1. Replace the current clause 5.2.2(c) of the Rule Book: <i>5.2.2(c) can demonstrate descent from at least one of the ancestors listed in the Wamba Wamba Native Title Application (VID14/2022).</i> With the following revised text:

	<i>5.2.2(c) can demonstrate descent from at least one of the Wamba Wemba Apical ancestors listed in Schedule 6, and in accordance with the processes set out in that Schedule.</i> <i>and</i> 2. Insert the following new definitions into Schedule 1 – Dictionary and Interpretation: <i>1. Wamba Wemba Apical ancestor means an Aboriginal person recognised through historical, genealogical, or cultural evidence as a direct ancestor of the Wamba Wemba people and whose name is listed in Schedule 6.</i> <i>and</i> 3. Insert Schedule 6 – Wamba Wemba Apical Ancestor Governance Protocols as circulated with this notice and available at http://wambawemba.com/sgm
5	Close

Attachments

- Copy of Schedule 4-Appointment of proxy form
- Copy of proposed Schedule 6-Wamba Wemba Apical Ancestor Governance Protocols

Regards,

Nakia Firebrace (Chair), Jason Kelly (Deputy Chair), Lowana Moore (Treasurer), Lisa Thorpe (Secretary) and Bobby Nicholls (Council of Gnerrick Gnerrick Representative)

The following are the proposed changes (in red) to the existing Rule Book. You can view a copy of the full Rule Book at www.wambawemba.com or by viewing a hard copy at the Wamba Wemba Aboriginal Corporation office at 246 Campbell Street, Swan Hill, Victoria

5.2.2 Who can apply to become a member (eligibility for membership)

A person who is eligible to apply for membership must be an individual who is:

- a) at least 16 years of age;
- b) a Wamba Wemba Person; and
- c) ~~can demonstrate descent from at least one of the ancestors listed in the Wamba Wemba Native Title Application (VID14/2022).~~
can demonstrate descent from at least one of the Wamba Wemba Apical ancestors listed in Schedule 6, and in accordance with the processes set out in that Schedule.

5.2.3 Membership application

A person (the applicant) who wants to become a member must:

- a) Apply to the corporation;
- b) The application must be in writing; and
- c) The application must be made using one of the following:
 - i) the application form at Schedule 2 of this rule book; or
 - ii) using an online registration process that is endorsed by the directors and consistent with the content of the application form at Schedule 2.

5.2.4 Deciding membership applications

- a) The directors will consider and decide membership applications.
- b) Applications will be considered and decided in the order in which they are received by the corporation.
- c) The directors must not accept an application for membership of the corporation unless the applicant:
 - i) applies according to rule 5.2.3; and
 - ii) meets all the eligibility for membership requirements
- d) If applications are incomplete the directors may ask the applicant to provide additional information.
- e) In considering an application for membership the directors may take into account relevant anthropological and genealogical advice or opinion, commission such advice or opinion and any other relevant information where necessary.
- f) The directors must not accept an application if it results in a majority of members being non-Indigenous.

The rule book of Wamba Wemba Aboriginal Corporation (ICN: 7839)

Registered by a Delegate of the Registrar of Aboriginal and Torres Strait Islander Corporations
on 14 June 2023

Officer is a director, corporation secretary, administrator, special administrator, receiver, receiver and manager, liquidator or trustee of the corporation or a person who makes decisions that affect a substantial part of the business of the corporation, or could significantly affect the corporation's financial position.

Poll means voting at a general meeting by the members signing a paper headed 'for' or 'against' a motion or resolution, as the case may be (as opposed to voting by a show of hands). A poll can include a secret ballot.

Proxy form means the form included in *Schedule 3—Appointment of proxy form*.

Proxy means a person who has been appointed to attend, speak and vote at a general meeting on behalf of a member, according to rule 8.14.

Registered native title body corporate or *RNTBC* means a prescribed body corporate whose name and address are registered on the National Native Title Register under the Native Title Act 1993.

Register of members means the register of members kept according to rule 5.2.5.

Registrar means the Registrar of Aboriginal and Torres Strait Islander corporations appointed in accordance with the Act.

Replaceable rule is a rule under the Act that can be either apply as is or changed.

Rule book means a document consisting of set laws under the CATSI Act, the corporation's constitution and any replaceable rules that apply to the corporation.

Secretary means a person elected or appointed according to rule 13.

Set law means provisions extracted from the Act.

Special general meeting or *SGM* means a general meeting other than an annual general meeting.

Special resolution means a resolution that has been passed by at least 75 per cent of the votes cast by members entitled to vote on the resolution.

Surplus assets has the meaning given in rule 20.

Torres Strait Islander means a descendant of an indigenous inhabitant of the Torres Strait Islands.

Wamba Wemba means Aboriginal people who identify as Wamba Wemba, are descendent from a Wamba Wemba apical ancestor, and are accepted as being Wamba Wemba. Wamba Wemba has various spellings based on phonetic and dialectic differences, which include: Wamba Wemba, Wemba Wamba, Wamba ~~Wamba~~ and Wemba ~~Wemba~~.

***Wamba Wemba Apical Ancestor* means an Aboriginal person recognised through historical, genealogical, or cultural evidence as a direct ancestor of the Wamba Wemba people and whose name is listed in Schedule 6.**

Insert a New Schedule named: Schedule 6 – Wamba Wemba Apical Ancestor Governance Protocols

1. Purpose

This Schedule sets out the rules and decision-making processes that apply to the removal or addition of Wamba Wemba Apical ancestors from the Corporation's official list of ancestors for the purposes of membership eligibility under rule 5.2.2 of the Rule Book.

2. Definitions

For the purposes of this Schedule:

Wamba Wemba Apical ancestor means an Aboriginal person recognised through historical, genealogical, or cultural evidence as a direct ancestor of the Wamba Wemba people and whose name is listed in Schedule 6.

3. Current Wamba Wemba Apical Ancestors

3.1. The following persons are recognised as Wamba Wemba Apical ancestors for the purposes of membership eligibility under rule 5.2.2 of the Rule Book.

- George Allen
- Jemima Burns
- Koombra Alexander Campbell
- William Day
- Eliza Edwards
- Henry Edwards
- Edward Firebrace
- Edward Joachim
- Ernest McGee
- John Moore
- William Sampson
- Mary/Margaret Ingram (nee Smith)
- Kathleen/Kitty and Walin (Stewart)
- Mary Tattambo
- Robert Taylor
- Richard and Sarah Wilson/Crow (Agnes Edwards)
- David Taylor
- Sarah Smith

4. Removal of a Wamba Wemba Apical Ancestor

4.1. The Corporation may remove a person listed as a Wamba Wemba Apical ancestor only if all the following conditions are met:

- 4.1.1. A formal resolution is passed by the Board of Directors supporting the proposed removal;
- 4.1.2. The Corporation conducts reasonable consultation with known descendants or family members of the proposed ancestor;
- 4.1.3. The Board is satisfied the evidence provided is credible and aligns with traditional knowledge and custom;
- 4.1.4. The resolution and supporting documentation are recorded in the Corporation's meeting minutes.

4.2. If the Corporation cannot reasonably identify or contact the relevant descendants or family group(s), it must take all reasonable steps to do so, including public notification or outreach through the Corporation's membership network.

5. Addition of a Wamba Wemba Apical Ancestor

- 5.1. The Corporation may add a person to the list of Wamba Wemba Apical ancestors only if all the following conditions are met:
 - 5.1.1. A formal request is submitted in writing to the Board by a member, identifying the proposed ancestor and their connection to Wamba Wemba Country and including sufficient historical, genealogical or cultural evidence;
 - 5.1.2. The Corporation conducts reasonable consultation with known descendants or family members of the proposed ancestor;
 - 5.1.3. The Board is satisfied the evidence provided is credible and aligns with traditional knowledge and custom;
 - 5.1.4. A Board resolution is passed and recorded in the Corporation's minutes;

6. Decision-Making Process for Reviewing Evidence

- 6.1. The following process applies when reviewing material submitted in support of an ancestor's addition or removal:
 - 6.1.1. All requests must be in writing and include:
 - 6.1.1.1. A family tree or genealogical records,
 - 6.1.1.2. Oral history and traditional knowledge,
 - 6.1.1.3. Any historical or anthropological references, and
 - 6.1.1.4. Local knowledge recognised by Wamba Wemba Elders.
- 6.2. The Corporation must review all material and prepare a recommendation.
- 6.3. The Board will consider the recommendation and make a final decision by resolution.
- 6.4. All decisions, outcomes and updates to the list of Apical ancestors must be recorded and made available to members upon request.

7. Maintenance of the Apical Ancestor List

- 7.1. The Corporation must maintain and regularly review the list of recognised Wamba Wemba Apical ancestors as part of this Schedule.
- 7.2. Any changes must be made in accordance with the processes in this Schedule and lodged with the Office of the Registrar of Indigenous Corporations if required.