

Constitution of Anangu Pitjantjatjara Yankunytjatjara

(Amended to comply with changes to the *Anangu Pitjantjatjara Yankunytjatjara Land Rights Act 1981* as amended in October 2005)

1. Name

- (a) The name of the body corporate is “Anangu Pitjantjatjara Yankunytjatjara”, which was constituted under that name by the *Anangu Pitjantjatjara Yankunytjatjara Land Rights Act 1981* and that body corporate shall be referred to as “Anangu Pitjantjatjara Yankunytjatjara” in the Constitution.
- (b) Anangu Pitjantjatjara Yankunytjatjara must have a common seal and in any legal proceedings, a document which bears the common seal of Anangu Pitjantjatjara Yankunytjatjara and the signatures of –
- (i) six members of the Executive Board; or
 - (ii) any two (2) of the following: Chairperson, Deputy Chairperson, Director of Administration or General Manager

will be presumed to have been duly executed by Anangu Pitjantjatjara Yankunytjatjara.

- (c) The common seal shall not be used or placed on any document unless authorized by a Delegation or Resolution passed by at least six members at an Executive meeting.

2. Interpretation

- (a) In this Constitution, unless the contrary intention appears –

Act means the *Anangu Pitjantjatjara Yankunytjatjara Land Rights Act 1981* and any statutory modification thereof from time to time and words and expressions defined in the *Act* shall have the same meanings.

Anangu means a person who is

- (i) a member of the Pitjantjatjara, Yankunytjatjara or Ngaanyatjarra people; and,
- (ii) a traditional owner of the Lands or a part of them.

Delegation means a delegation of authority of an administrative function to the Director or General Manager.

Member community means the following community groups:
 Pipalyatjara/Kalka; Watarru; Kanypi/Nyapari/Angatja; Amata/Tjurma;
 Kaltjiti/Irintata/Watinuma; Anilalya/Turkey Bore; Pukatja/Yunyarinyi; Mimili;
 Iwantja; and, Amuruna/Railway Bore/Witjintitja/Wallatina.

- (b) Unless the contrary intention appears words in the singular number shall include the plural and vice-versa and words importing one gender shall include any other gender.
- (c) This Constitution shall be interpreted in all respects subject to the Act.

3. Office

Legal process, notices and other documents may be served upon Anangu Pitjantjatjara Yankunytjatjara or the Executive Board at the office of the Aboriginal Legal Rights Movement, 329 King William Street, Adelaide, South Australia 5000.

4. Membership

All Anangu are members of Anangu Pitjantjatjara Yankunytjatjara.

5. Functions, Powers and Requirements

- (a) The functions of Anangu Pitjantjatjara Yankunytjatjara are as set out in Section 6(1) of the Act.
- (b) The powers of Anangu Pitjantjatjara Yankunytjatjara are set out in Section 6(2) – (8), of the Act.
- (c) The requirement of Anangu Pitjantjatjara Yankunytjatjara to consult with traditional owners is set out in Section 7 of the Act.

6. General Meetings

- (a) There shall be an Annual General Meeting of Anangu Pitjantjatjara Yankunytjatjara once in every calendar year.
- (b) An Annual General Meeting of Anangu Pitjantjatjara Yankunytjatjara shall be held not more than fifteen months after the last preceding Annual General Meeting.
- (c) A special general meeting of Anangu Pitjantjatjara Yankunytjatjara must be held if
 - (i) the Executive Board passes a resolution that such a meeting be held;
 - or

- (ii) not less than ten members of Anangu Pitjantjatjara Yankunytjatjara make a request to the Executive Board that such a meeting should be held.
- (d) Not less than seven (7) days notice shall be given of any general meeting. The Notice shall be given and shall specify the place, date and time for commencement of the meeting. Notice may be given by radio transmission on the Anangu frequency or be sent by fax, post, email or telegram addressed to the member communities of Anangu Pitjantjatjara Yankunytjatjara.
- (e) If members are present from half or more of the member communities, then the meeting can be held.
- (f) The Chairperson shall preside at every general meeting at which s/he is present, or in his absence, the Deputy Chairperson. In their absence the members present shall decide who is to chair the meeting.
- (g) Every question for decision at a general meeting shall be decided by the adult members present in person. Every effort shall be made to reach a consensus. If a consensus on any question is not reached but the adult members present decide to resolve the question by voting, a vote shall be taken in such manner as 2/3 of the majority of adult members present shall approve.

7. Executive Board

- (a) There shall be an Executive Board of Anangu Pitjantjatjara Yankunytjatjara consisting of ten (10) members, elected and appointed in accordance with Schedule 3 to the Act, "Rules of election under Section 9 of the Act".
- (b) A member of the Executive Board may hold office from the date of his/her election for no more than three (3) years but is eligible for re-election.
- (c) The functions and powers of the Executive Board are as set out in Section 9B of the Act.
- (d) The Chairperson and Deputy Chairperson are elected by secret ballot unless the election is uncontested.
- (e) A casual vacancy occurs should the Executive Board, by resolution passed by at least a 2/3 majority, remove a member of the Executive Board from office if the member –
 - (i) becomes physically or mentally incapable of carrying out official duties satisfactorily; or

- (ii) fails to comply with a duty imposed under Section 12B, 12C, 12D or 12 F of the Act; or
 - (iii) is absent without leave of the Executive Board from 3 or more consecutive meetings; or
 - (iv) engages in serious misconduct.
- (f) The office of a member of the Executive Board becomes vacant if the member -
- (i) dies; or
 - (ii) completes a term of office and is not re-elected or reappointed; or
 - (iii) resigns in writing to the Chairperson; or
 - (iv) is sentenced to imprisonment for an offence; or
 - (v) is disqualified from managing corporations under the *Corporations Act 2001 (Cth)*; or
 - (vi) is appointed to be Director, Administration or General Manager of Anangu Pitjantjatjara Yankunytjatjara; or
 - (vii) is removed from office by the Executive Board under section 9D(1) of the Act.
- (g) Where a casual vacancy occurs in the office of a member of the Executive Board, a supplementary election must be held in the electorate from which the member was elected as soon as possible after the vacancy occurs and conducted by the Electoral Commissioner in accordance with Schedule 3 of the Act.
- (h) If no person nominates for a supplementary election or the casual vacancy occurs within six (6) months of the expiry of the term of the Executive Board, the Executive Board may appoint a suitable Anangu from the member community absent from the Board, to fill the vacancy for the balance of the term.

8. Procedure of the Executive Board

- (a) The Chairperson must call a meeting of the Executive Board for the transaction of business at least every two (2) months.

- (b) Six (6) members of the Executive Board present in person, or by proxy, shall constitute a quorum of the Executive Board.
- (c) A meeting will be chaired by the Chairperson or, in his or her absence, by the Deputy Chairperson and, in the absence of both, the members present at a meeting must choose one of their number to preside at the meeting.
- (d) A conference by means of telephone link between members will be taken to be a meeting of the Executive Board if notice of the conference is given to all members and each participating member is capable of communicating with every other participating member during the conference.
- (e) Each member present at a meeting is entitled to one vote.
- (f) A decision agreed to by a majority of the members comprising not less than six (6) votes is a decision of the Executive Board.
- (g) The Executive Board shall keep accurate minutes of its meetings.
- (h) If a member of the Executive Board is unable to attend a meeting of the Executive Board, that member may, by written instrument, appoint another member of the Executive Board to act as his or her proxy at a meeting specified in the instrument of appointment.
- (i) A member of the Executive Board appointed to act as a proxy for another member may only do so if he or she –
 - (i) is present at the specified meeting; and
 - (ii) votes at the meeting in accordance with any instructions of the appointing member.
- (j) A proxy vote if exercised other than in accordance with Section 10(11) of the Act, is void and of not effect.
- (k) No act or proceeding of the Executive Board is invalid by reason only of a vacancy in the office of a member of the Executive Board, or any defect in the election or appointment of a person to the Executive Board.

9. Meetings to be open to all Anangu

Meetings of the Executive Board must be open to all Anangu but the Board may exclude Anangu if, in the opinion of the Executive Board, there are reasonable grounds for doing so. The grounds for excluding Anangu must be recorded in the Minutes.

10. Duties of Members of the Executive Board

- (a) The duties are set out in Section 12B, 12C, 12D of the Act and Executive Board members must comply with these duties.
- (b) Failure to comply with his/her duties may result in action as set out in Section 12 E of the Act.

11. Disclosure of Interest

- (a) A member of the Executive Board must disclose any direct or indirect pecuniary interest in a matter being considered by the Executive Board at an Executive Board meeting.
- (b) The disclosure must be recorded in the minutes of the meeting of the Executive Board and the member must not, without the approval of the Executive Board:
 - (i) be present during any deliberation of the Executive Board about that matter; or
 - (ii) take part in any decision of the Executive Board on that matter.

12. Advisory Committees

- (a) The Executive Board may at any time establish an advisory committee to provide advice in relation to any functions of the Executive Board and shall determine the responsibilities and powers of the advisory committee.
- (b) Unless otherwise decided by the Executive Board, an advisory committee shall:
 - (i) have a quorum of three (3) at its meetings, unless the advisory committee resolves that a larger number shall be the quorum;
 - (ii) appoint one of its members to be responsible for calling meetings of the advisory committee and inform the Executive Board of the name of the responsible person.

13. Code of Conduct

- (a) The Executive Board shall have a Code of Conduct in accordance with Section 12 F of the Act.
- (b) The Code of Conduct is to be observed by members of the Executive Board, the Director of Administration, the General Manager and any employees of Anangu Pitjantjatjara Yankunytjatjara.
- (c) Any amendment to or substitution of the Code of Conduct must be approved by a General Meeting of Anangu Pitjantjatjara Yankunytjatjara.

14. Finance

Pursuant to section 13 of the Act:

- (a) Anangu Pitjantjatjara Yankunytjatjara shall cause proper accounts to be kept of the financial business of Anangu Pitjantjatjara Yankunytjatjara.
- (b) The Executive Board must cause the accounts of Anangu Pitjantjatjara Yankunytjatjara for each financial year to be audited by a registered Company Auditor.
- (c) The Auditor is to be appointed at each Annual General Meeting.
- (d) The Executive Board must at the Annual General Meeting of Anangu Pitjantjatjara Yankunytjatjara –
 - (i) make copies of the Audited accounts for the previous financial year to Anangu; and
 - (ii) provide an explanation of the audited accounts, or a part of the audited accounts, if requested by any Anangu.

15. Annual Report

Pursuant to section 13A of the Act, the Executive Board:

- (a) Must not later than 31 December in each year prepare and submit to the Minister an Annual Report.
- (b) Must at the Annual General Meeting of Anangu Pitjantjatjara Yankunytjatjara
 - (i) make copies of the annual report for the previous financial year to Anangu; and
 - (ii) provide an explanation of the annual report, or a part of the annual report.

16. Budget

Pursuant to section 13A(2) of the Act, the Executive Board shall prepare and submit to the Minister for approval a budget setting out estimates of the Executive Board's proposed expenditure next financial year.

17. Director of Administration and General Manager

- (a) The appointment, functions and duties of the Director of Administration and General Manager of Anangu Pitjantjatjara Yankunytjatjara are set out in Part 2, Division 4A of the Act.

- (b) The Director of Administration, the General Manager and any employee of Anangu Pitjantjatjara Yankunytjatjara are not subject to direction by an individual member of the Executive Board unless the member of the Executive Board is acting in accordance with a resolution of the Executive Board.

18. Appointments and Removal of Director of Administration, General Manager and Employees

- (a) In accordance with sections 13B & 13D of the Act, the Executive Board shall have power to appoint and remove or suspend the Director of Administration and/or the General Manager and to determine the powers, duties and payment of the Director of Administration and/or the General Manager.
- (b) In accordance with section 13L(i) of the Act, the General Manager, shall have the power to appoint employees if consistent with an approved budget or with approval from the Executive Board. The General Manager shall have the power to remove or suspend employees and agents and to determine the powers, duties remuneration of employees and agents.

19. Changes to Constitution

- (a) Anangu Pitjantjatjara Yankunytjatjara may by resolution, passed by at least a two-thirds majority of members present at an Annual General Meeting or Special General Meeting of Anangu Pitjantjatjara Yankunytjatjara, propose an amendment to the constitution.
- (b) As soon as practicable the amendment is to be submitted to the Minister for approval and the proposed amendment will come into effect on such approval being granted.
- (c) The Minister must not unreasonably withhold approval to a proposed amendment.
- (d) Any person is entitled to inspect the Constitution and may receive a copy of the Constitution upon payment of a fee.

20. Disputes

Pursuant to sections 35 – 37 of the Act:

- (a) There will be a Conciliator for the lands appointed by the Minister, with the approval of Anangu Pitjantjatjara Yankunytjatjara, for a term, and on conditions, determined by the Minister.

- (b) Any Anangu who is aggrieved by a decision or action of the Executive Board may appeal to the Conciliator against the decision or action.
- (c) The Conciliator shall deal with the dispute in accordance with Section 36 of the Act.
- (d) If a person or body refuses or fails to comply with a direction of the Conciliator, any party may apply to the District Court for an order to compel that person or body to comply with the direction.
- (e) The District Court shall deal with the dispute in accordance with Section 37 of the Act.

21. Bylaws

Pursuant to sections 43(3)-(6) of the Act:

- (a) Anangu Pitjantjatjara Yankunytjatjara may make bylaws in accordance with Section 43 of the Act.
- (b) The operation of a bylaw is restricted to the lands.

22. Elections

Elections for the Executive Board are held in accordance with Schedule 3 Rules of Election under Section 9 of the Act.

This version was endorsed at SGM held at Umuwa on 22 June 2006.