



14 JULY 2023

TO

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FROM

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TRIM Reference:

Compliance and governance for Aboriginal Land councils

Thank you for your question relating to governance and compliance of Land Councils and the NTAIC, received on 8 June by CEP.

You have asked for:

Information relating to governance and compliance requirements for the Northern Territory Aboriginal Investment Corporation (NTAIC) and the 4 Northern Territory Land Councils, including requirements (if any) under the PGPA Act.

You requested this information by 14 July.

Caveat

Within the time available it was not possible to examine recent findings of the ANAO about 3 of the Northern Territory Land Councils in detail.

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Short answer/Executive summary

This answer provides an overview of the land councils and NTAIC, summaries and extracts of the relevant legislation, plus extracts of recent ANAO reports examining the governance of three of the Land Councils, and discussion of the formation of the NTAIC (in part extracted from the relevant Bills Digest).

Entity overview

Northern Territory Land Councils

The **Anindilyakwa Land Council (ALC)**, **Central Land Council (CLC)**, **Northern Land Council (NLC)** and **Tiwi Land Council (TLC)** are the four [Northern Territory Land Councils](#) established under the *Aboriginal Land Rights (Northern Territory) Act 1976* (ALR Act). The Land Councils are corporate Commonwealth entities established to represent Aboriginal interests in a range of processes under the ALR Act. They are all subject to the compliance requirements of a 'body corporate' or 'corporate Commonwealth entity' under the [Public Governance, Performance and Accountability Act 2013](#) (laid out in more detail below).

Legislated Objective: The objective or purpose of the land councils is to represent Aboriginal interests in various processes under the *Aboriginal Land Rights (Northern Territory) Act 1976*. The CLC and NLC are also Native Title Representative Bodies under the *Native Title Act 1993*. As such the NLC is the Native Title Representative Body for land within the areas otherwise represented by the ALC and TLC.

2023–24 Budget: The [Prime Minister and Cabinet Portfolio Budget Statement 2023–24](#) states (p.222) that 'Payments associated with Land Councils' will total \$226.7 million in 2023–24. These payments to the NT land councils derive from the Aboriginals Benefit Account (ABA) rather than general taxation revenue. They are subject to Land Council budgets being submitted to and approved by the Minister. The Land Councils also pay Mining Withholding Tax on their payments from the ABA. The CLC and NLC also receive grants from the NIAA for acting as Native Title Representative Bodies for the Northern Territory. All four land councils have also received grants to employ ranger groups, provide environmental services, and for other purposes, for the most part from the NIAA.

Remuneration: Land Council Chairs and council members have remuneration determined by the independent [Australian Government Remuneration Tribunal](#). The recently issued [Remuneration Tribunal \(Remuneration and Allowances for Holders of Part-time Public Office\) Determination \(No. 1\) 2023](#) includes determinations of remuneration to be paid to the Chairs and other members of Aboriginal Land Councils under the *Aboriginal Land Rights (Northern Territory) Act 1976* for meeting days, non-meeting days conducting official business, and travel.

Staff: Land Council employees are not public servants under the *Public Service Act 1999*. According to their most recently available annual reports, staff employed were as follows:

- ALC: At 30 June 2022, the ALC had 151 employees. ([2021–22 Annual Report](#), p. 30)
- CLC: In [2021–22](#) (p. 8), the CLC employed 266 full-time-equivalent staff.
- NLC: In [2021–22](#) (pp. 79–80), the NLC employed '347 full-time or part-time employees' and an additional approximately 150 casual employees 'to support seasonal workloads in the dry season.'



- TLC: In [2021–22](#) (p. 90), the Tiwi Land Council had 8 employees.

Northern Territory Aboriginal Investment Corporation

The [Northern Territory Aboriginal Investment Corporation](#) (NTAIC) is a Commonwealth corporate entity subject to the PGPA Act, created by the [Aboriginal Land Rights \(Northern Territory\) Amendment \(Economic Empowerment\) Act 2021](#), in order to productively invest approximately 50% of the accumulated balance of the Aboriginals Benefit Account (ABA).

Objective: To assist cultural maintenance and social well-being, economic-self sufficiency and self-management for the betterment of Aboriginal people living in the Northern Territory through investments, commercial enterprise, beneficial payments and other financial assistance.

2023–24 Budget: According to [Budget Paper No. 4](#), the NTAIC projects that it will receive \$75.4 million in external revenue. This consists of a \$72.2 million transfer of funds by the NIAA from the ABA for purposes of administering a new ABA grants program, plus other unspecified revenue, presumably including returns on investments. In addition, a capital transfer of \$500 million from the ABA to the NTAIC will take place in this financial year, in accordance with its legislation.

Staffing: The NTAIC is projected to employ 37 full-time-equivalent public service positions in 2023–24.

Recent ANAO governance audits of three Land Councils

The ANAO has recently published audits of the governance of the [Anindilyakwa Land Council](#) (ALC), [Central Land Council](#) (CLC), and [Tiwi Land Council](#) (TLC). An [audit of the Northern Land Council](#) is currently in progress.

For all the audits so far published, the ANAO stated:

Land Council decision-making authority is exercised under multiple pieces of legislation. The delegation of functions and powers under this legislative framework is complex. A delegation instrument for ALRA functions and powers is not valid. A lack of specificity raises questions over whether functions and powers belonging to the ALC accountable authority under the PGPA Act have been invalidly delegated by the Council. Greater clarity is required for the NT Land Councils in relation to how accountable authority delegations are meant to be implemented under the two Acts.

This suggests that several of the ‘partially effective’ findings are due to the legislative and regulatory complexity of interaction between the ALRA and PGPA Act, rather than lack of due diligence on the part of the land councils, although the ANAO also made recommendations to improve performance in some key areas. The audit for the Tiwi land council contains a corresponding recommendation to the NIAA that “National Indigenous Australians Agency (NIAA) clarify the NT Land Council accountable authority’s ability to delegate.”

ALC findings

The ALC’s governance arrangements under the ALRA and PGPA Act are partly effective.

The ALC has not appropriately delegated its functions under the ALRA and there is a lack of clarity as to whether an NT Land Council accountable authority can delegate.

The ALC’s governance arrangements under the ALRA are partly effective.



The ALC's arrangements to promote the proper use and management of resources under the PGPA Act are partly appropriate.

There were 15 recommendations to the ALC: two aimed at improving the exercise of decision-making authority, eight aimed at improving governance arrangements under the ALRA and five aimed at improving governance arrangements under the PGPA Act.

The ALC agreed to 14 recommendations and disagreed to one.

CLC findings

The CLC's governance arrangements under the ALRA, NTA and PGPA Act are largely effective.

There are instruments of delegation under the ALRA and authorisations, however these could be improved, and there is a lack of clarity as to whether the accountable authority can delegate.

The CLC's governance arrangements under the ALRA and NTA are largely effective.

The CLC's arrangements to promote the proper use and management of resources under the PGPA Act are largely appropriate, except for arrangements to manage risk of fraud and conflicts of interest.

There were 11 recommendations to the CLC: one aimed at documenting governance arrangements relating to the accountable authority; four aimed at improving governance arrangements under the ALRA and six aimed at improving governance arrangements under the PGPA Act.

The CLC agreed to ten recommendations, and partly agreed to one recommendation.

TLC findings

The Tiwi Land Council's (TLC) governance arrangements under the ALRA and the PGPA Act are partly effective.

There are instruments of delegation under the ALRA, however there is a lack of clarity as to whether the accountable authority can delegate.

The TLC's governance arrangements under the ALRA are partly effective.

The TLC's arrangements to promote the proper use and management of resources under the PGPA Act are largely inappropriate.

There were 13 recommendations to the TLC, one aimed at documenting governance arrangements; six aimed at improving governance arrangements under the ALRA; and six aimed at improving governance arrangements under the PGPA Act.

There was also one recommendation to the National Indigenous Australians Agency (NIAA) to clarify the NT Land Council accountable authority's ability to delegate.

The TLC and the NIAA agreed to the recommendations.

The library was not able to examine the recommendations in detail in the time available. However, a brief high-level comparison with other recent governance audits carried out by the ANAO (of the



[National Archives](#), [Attorney-General](#), [Australian Wool Innovation](#) and [Defence Investment program](#)) suggests that a mix of largely effective, partly effective, and ineffective/inappropriate findings and corresponding recommendations is fairly typical.

NT Land Councils legislative requirements

Aboriginal Land Rights (Northern Territory) Act 1976 (Cth)

<p>S22(1)</p>	<p>22 Land Council to be body corporate etc.</p> <p>(1) A Land Council:</p> <ul style="list-style-type: none"> (a) is a body corporate, with perpetual succession; (b) shall have a common seal; (c) may acquire, hold and dispose of real and personal property; and (d) may sue and be sued in its corporate name. <p>Note: The <i>Public Governance, Performance and Accountability Act 2013</i> applies to a Land Council. That Act deals with matters relating to corporate Commonwealth entities, including reporting and the use and management of public resources.</p> <p>(2) All courts, judges and persons acting judicially shall take notice of the common seal of a Land Council affixed to a document and shall presume that it was duly affixed.</p>
<p>S23</p>	<p>S23 – Functions of Land Council</p>



S23AA(5)
)**23AA How functions of a Land Council are to be performed***Priorities*

- (1) A Land Council must from time to time determine the priorities it will give to performing its functions under this Part.
- (2) A Land Council may allocate resources in the way it thinks fit so as to be able to perform its functions efficiently.
- (3) A Land Council must give priority to the protection of the interests of traditional Aboriginal owners of, and other Aboriginals interested in, Aboriginal land in the area of the Council.

Functions to be performed in a timely manner

- (4) A Land Council must use its best efforts to perform its functions in a timely manner, particularly in respect of matters affected by:
 - (a) time limits under this Act; or
 - (b) time limits under another law of the Commonwealth or a law of the Northern Territory that are relevant to the performance of its functions.

Maintenance of organisational structures and processes

- (5) A Land Council must perform its functions in a manner that:
 - (a) maintains organisational structures and administrative processes that promote the satisfactory representation by the Council of, and promote effective consultation with, the traditional Aboriginal owners of, and other Aboriginals interested in, Aboriginal land in the area of the Council; and
 - (b) ensures that the structures and processes operate in a fair manner.



S29	<p>S29 – Membership of Land Council</p> <p>29 Membership of Land Council</p> <p>(1) The members of a Land Council shall be Aboriginals living in the area of the Land Council, or whose names are set out in the register maintained by the Land Council in accordance with section 24, chosen by Aboriginals living in the area of the Land Council in accordance with such method or methods of choice, and holding office on such terms and conditions, as is, or are, approved by the Minister from time to time.</p> <p>(2) A Land Council may, with the approval of the Minister, co-opt Aboriginals living in the area of the Land Council as additional members, but not more than 5 such members may hold office at any one time.</p> <p><i>Eligibility requirements</i></p> <p>(3) A person is not eligible to be a member of a Land Council for the period set out in subsection (6) if a disqualifying event happens in relation to the person.</p> <p>(4) A person ceases to be a member of a Land Council if a disqualifying event happens in relation to the person.</p> <p>(5) For the purposes of subsections (3) and (4), a <i>disqualifying event</i> happens in relation to a person if the person:</p> <ul style="list-style-type: none"> (a) is convicted of an offence against a law of the Commonwealth, a State or a Territory (not involving dishonesty) and sentenced to a period of imprisonment of 12 months or more; or (b) is convicted of an offence against a law of the Commonwealth, a State or a Territory involving dishonesty and sentenced to a period of imprisonment of 3 months or more; or (c) is convicted of 2 or more offences against a law of the Commonwealth, a State or a Territory, is sentenced to a period or periods of imprisonment in respect of the offences and is required (or would have been required if the sentence or sentences had not been suspended) to serve a term of imprisonment of 12 months or more; or (d) is convicted of 2 or more offences against a law of the Commonwealth, a State or a Territory involving dishonesty, is sentenced to a period or periods of imprisonment in respect of the offences and is required (or would have been required if the sentence or sentences had not been suspended) to serve a term of imprisonment of 3 months or more. <p>This subsection applies whether or not the person is also fined in respect of the offence or offences.</p> <p>(6) For the purposes of subsection (3), the period of ineligibility is for:</p> <ul style="list-style-type: none"> (a) if the person serves a term of imprisonment—2 years beginning on the day the person is released from prison; or (b) if the person does not serve a term of imprisonment—2 years beginning on the day the person is convicted.
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<p>S29AA</p>	<p>S29AA – Register of interests of members of Land Council</p> <p>29AA Register of interests of members of Land Council</p> <p><i>Disclosure</i></p> <p>(1) Each member of a Land Council must make to the Council written disclosures of the member’s direct or indirect pecuniary interests in accordance with a determination of the Minister under this section.</p> <p><i>Keeping of register</i></p> <p>(2) The Council must keep a register of the interests disclosed in accordance with the determination.</p> <p><i>Determination</i></p> <p>(3) The Minister may, by legislative instrument, make a determination specifying:</p> <p>(a) the kinds of interests to be disclosed; and</p> <p>(b) the manner in which, and the times at which, disclosures are to be made; and</p> <p>(c) the form in which the register is to be kept.</p>
<p>S29A</p>	<p>S29A – Committees</p> <p>29A Committees</p> <p>(1) A Land Council may, by notice in writing, appoint a committee or committees of its members to assist the Council in relation to the performance of any of its functions or the exercise of any of its powers.</p> <p><i>Content of notice</i></p> <p>(2) The notice must specify:</p> <p>(a) the name of each committee member; and</p> <p>(b) if the committee is appointed in relation to a particular area of the Land Council— that area.</p> <p><i>Number of committee members</i></p> <p>(3) A committee must consist of at least 7 members or such other number as is prescribed by the regulations.</p> <p><i>Rules for conduct of meetings</i></p> <p>(4) The Land Council must make written rules providing for and in relation to the convening of meetings, and the procedure for the conduct of meetings, of a committee appointed under this section. The rules are not a legislative instrument.</p> <p>(5) The Land Council must give a copy of the rules made under subsection (4) to the Minister.</p> <p><i>Minutes</i></p> <p>(6) A committee must keep minutes of its meetings.</p> <p><i>Inspection</i></p> <p>(7) The Land Council must allow:</p> <p>(a) the traditional Aboriginal owners of Aboriginal land in the area of the Council; or</p> <p>(b) any Aboriginal living in the area of the Council;</p> <p>to inspect, at any reasonable time without charge:</p> <p>(c) rules made under subsection (4); or</p> <p>(d) the minutes of committee meetings (other than any part of the minutes that relates to an excludable matter).</p>



<p>S30</p>	<p>S30 – Chair and Deputy Chair of Land Council</p>
<p>S31</p>	<p>S31 – Meetings of Land Council</p>
<p>S34</p>	<p>S34 – Expenditure to be in accordance with approved estimates</p> <p>34 Expenditure to be in accordance with approved estimates</p> <p>(1) A Land Council shall prepare estimates, in such form as the Minister directs, of its expenditure to meet its administrative costs or capital costs for each financial year and, if the Minister so directs, for any other period and the Land Council shall submit those estimates to the Minister for his or her approval not later than such date as the Minister directs.</p> <p>Note: The Minister must have regard to approved estimates in determining what amounts are to be debited from the Account under subsection 64(1).</p>
<p>S35C</p>	<p>S35C – Reporting obligations for body corporate receiving money from Land Council</p> <p>35C Reporting obligations for body corporate receiving money from Land Council</p> <p>(1) This section applies to a body corporate that spends an amount in a financial year (the <i>reporting year</i>) that it received in that year or an earlier financial year:</p> <ul style="list-style-type: none"> (a) under a determination under subsection 35(2), (3) or (6); or (b) under subsection 35(3) in accordance with an agreement mentioned in that subsection; or (c) under subsection 35(4), but only if the Land Council concerned has advised, under subsection 35(4A), that the amount the body corporate received is an accountable amount; or (d) under subsection 35(4B); or (e) under subsection 35(11) in relation to an amount covered by paragraph (a), (b), (c) or (d) of this subsection; or (f) under subsection 67B(6), but only if the Land Council concerned has advised, under subsection 67B(7), that the amount the body corporate received is an accountable amount. <p>(2) The body corporate must give the Land Council concerned:</p> <ul style="list-style-type: none"> (a) a copy of the financial statements that the body is required, under the law under which it is incorporated, to give in respect of the reporting year; and (b) a written report setting out: <ul style="list-style-type: none"> (i) the purpose for which that amount was spent (including details of any relevant project); and (ii) each recipient of that amount; and (iii) the amount paid to each recipient and the day or days the amount was paid. <p>(3) The body corporate must comply with subsection (2) within 30 days after the day by which it is required to give those financial statements.</p> <p>Note: A body corporate's failure to do so may affect future payments to the body: see subsections 35(6A) to (6D) and section 35A.</p>



S37	<p>S37 – Additional Land Council reporting requirements</p> <p>37 Additional Land Council reporting requirements</p> <p>(1) The annual report prepared for a Land Council and given to the Minister under section 46 of the <i>Public Governance, Performance and Accountability Act 2013</i> for a period must also include the matters set out in this section in relation to the period.</p> <p><i>Fees</i></p> <p>(2) The report must specify:</p> <p>(a) the total fees the Council received under section 33A of this Act during that period for services the Council provided under Part IV (whether in that period or the previous period); and</p> <p>(b) the total fees the Council received under section 33A of this Act during that period for any other services the Council provided (whether in that period or the previous period); and</p> <p>(c) the total fees the Council received under section 33B of this Act during that period.</p> <p>(3) The report must include:</p> <p>(a) particulars of any determinations made by the Council under subsection 35(2) or (3) during that period; and</p> <p>(b) particulars of any determinations made by the Minister under subsection 35(6) during that period.</p> <p><i>Details of amounts paid</i></p> <p>(4) The report must include for each amount paid by the Council during that period:</p> <p>(a) under a determination made under subsection 35(2); or</p> <p>(b) under a determination made under subsection 35(6) (in so far as that determination was made because the Council did not make a determination under subsection 35(2)); or</p> <p>(c) under subsection 35(4) that the Council has advised, under subsection 35(4A), is an accountable amount; or</p> <p>(d) under subsection 35(4B); or</p> <p>(e) under subsection 35(11) in relation to an amount covered by paragraph (a), (b), (c) or (d) of this subsection; or</p> <p>(f) under subsection 67B(6) that the Council has advised, under subsection 67B(7), is an accountable amount;</p> <p>the following details:</p> <p>(g) the recipient of the amount;</p> <p>(h) the subsection under which the amount was paid;</p> <p>(i) the total of the amount paid.</p>
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	<p><i>Details of amounts held in trust</i></p> <p>(5) If, at the end of that period, the Council holds an amount:</p> <p>(a) paid to the Council, in any financial year, as mentioned in subsection 35(2) or (3); and</p> <p>(b) in trust as mentioned in subsection 35(6B), (8) or (9); the report must include the following details:</p> <p>(c) the amount paid to the Council and the financial year in which the amount was paid;</p> <p>(d) the amount held in trust;</p> <p>(e) the mining operations concerned.</p>
S53B	An Aboriginal Land Commissioner is not an official of a Commonwealth entity for the purposes of the <i>Public Governance, Performance and Accountability Act 2013</i> .

Land Trusts – Tiwi and Anidilyakwa – *Aboriginal Land Rights (Northern Territory) Act 1976*

S4	<p>4 Land Trusts</p> <p>(1) The Minister may, by notice published in the <i>Gazette</i>, establish Aboriginal Land Trusts to hold title to land in the Northern Territory for the benefit of Aboriginals entitled by Aboriginal tradition to the use or occupation of the land concerned, whether or not the traditional entitlement is qualified as to place, time, circumstance, purpose or permission, and, subject to subsections 10(1) and (2), shall so establish Land Trusts to hold the land described in Schedule 1.</p>
S4(2A)	<p><i>Anidilyakwa Land Trust</i></p> <p>(2A) An Aboriginal Land Trust with the name “Anidilyakwa Land Trust” is established by this subsection. The boundaries of the land to be held by the Land Trust are set out in Schedule 6.</p> <p>Note: Section 12AAB deals with the grant of land to the Land Trust.</p>



S12AAA	<p>12AAA Additional grant to Tiwi Land Trust</p> <p>(1) The Governor-General may execute a deed of grant to the Tiwi Land Trust of an estate in fee simple in so much of the land as was included in the description of Bathurst Island appearing in Schedule 1 as was not included in the description of Bathurst Island that appeared in Schedule 1 as in force immediately before the commencement of this section and may deliver that deed of grant to the Tiwi Land Trust.</p> <p>(2) The provisions of this Act apply to a grant made in pursuance of subsection (1) as if it were a grant made under subsection 12(1).</p> <p>(3) The Tiwi Land Trust shall be taken for all purposes of this Act or of any other law of the Commonwealth, of a State or of a Territory to hold title both to land granted to it under subsection (1) and to land previously granted to it under this Act, for the benefit of Aboriginals entitled by Aboriginal tradition to the use or occupation of the area of land comprising all the lands so granted whether or not the traditional entitlement is qualified as to place, time, circumstance, purpose or permission.</p> <p>(4) On the application of the Tiwi Land Trust, the Registrar-General of the Northern Territory shall take such measures as are necessary under the law of the Northern Territory relating to the transfer of land to issue to the Tiwi Land Trust one certificate for the whole of the land granted under this Act to the Tiwi Land Trust and held under separate certificates and, upon the issue of the certificate, to cancel those separate certificates.</p> <p>(5) Except to the extent that subsection (4) expressly provides, nothing in that subsection shall be taken to affect the application to land granted under this Act to a Land Trust of any provision of the law of the Northern Territory relating to the transfer of land.</p> <p>(6) In this section, a reference to the Tiwi Land Trust is a reference to the Land Trust of that name established by the Minister by notice published in the <i>Gazette</i> in pursuance of subsection 4(1).</p> <p>(7) In this section, a reference to the law of the Northern Territory relating to the transfer of land shall read as a reference to that law as applied in accordance with the requirements of this Act.</p>
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Public Governance, Performance and Accountability Act 2013

All four Land Councils are body corporates as per [s22\(1\)\(a\)](#) of the [Aboriginal Land Rights \(Northern Territory\) Act 1976](#).

From [ANAO report](#): “The Land Councils consist of representatives chosen by Aboriginal people in the region, who are known as ‘members of the Council’, and an administrative arm managed by a CEO, who is appointed by the Council. The accountable authority of the CLC is defined in section 7A of the PGPA Act as the group of persons made up of the Chair of the Land Council and the CEO of the Land Council.”

This means that the compliance requirements of a ‘body corporate’ as per the [Public Governance, Performance and Accountability Act 2013](#) will apply. As per s10(1)(d), a body corporate established by a law of the Commonwealth is taken to be a Commonwealth entity. As per s11(a) of the [Public Governance, Performance and Accountability Act 2013](#), a Commonwealth entity that is a body corporate is taken to be a corporate Commonwealth entity.

As such, the following reporting requirements apply.

Accountable authorities

S12(2)	As per the table set out in s12(2) of the PGPA Act, the ‘accountable authority’ of the Land Council, as a body corporate, is the entity’s ‘governing body.’ The governing body of the Northern Land Council consists of the Chair and the Chief Executive Officer (CEO)
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General duties of accountable authorities

S15	<p>15 Duty to govern the Commonwealth entity</p> <p>(1) The accountable authority of a Commonwealth entity must govern the entity in a way that:</p> <ul style="list-style-type: none"> (a) promotes the proper use and management of public resources for which the authority is responsible; and (b) promotes the achievement of the purposes of the entity; and (c) promotes the financial sustainability of the entity. <p>Note: Section 21 (which is about the application of government policy) affects how this duty applies to accountable authorities of non-corporate Commonwealth entities.</p> <p>(2) In making decisions for the purposes of subsection (1), the accountable authority must take into account the effect of those decisions on public resources generally.</p>
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<p>S16</p>	<p>16 Duty to establish and maintain systems relating to risk and control</p> <p>The accountable authority of a Commonwealth entity must establish and maintain:</p> <ul style="list-style-type: none"> (a) an appropriate system of risk oversight and management for the entity; and (b) an appropriate system of internal control for the entity; <p>including by implementing measures directed at ensuring officials of the entity comply with the finance law.</p> <p>Note 1: An example of a measure directed at ensuring officials of the entity comply with the finance law is a measure:</p> <ul style="list-style-type: none"> (a) requiring, as a condition of employment of an official of the entity, that the official complies with the finance law; and (b) specifying sanctions (such as termination) that apply to the official for contravening that condition. <p>Such a measure would not be needed for officials to whom the <i>Public Service Act 1999</i> or <i>Parliamentary Service Act 1999</i> applies because, under that Act, sanctions may be imposed on those officials for contravening the finance law: see section 32 of this Act.</p> <p>Note 2: This duty includes managing consultants and independent contractors who work for the entity, even if they are not officials of the entity.</p>
<p>S17</p>	<p>17 Duty to encourage cooperation with others</p> <p>The accountable authority of a Commonwealth entity must encourage officials of the entity to cooperate with others to achieve common objectives, where practicable.</p>
<p>S18</p>	<p>18 Duty in relation to requirements imposed on others</p> <p>When imposing requirements on others in relation to the use or management of public resources for which the accountable authority of a Commonwealth entity is responsible, the accountable authority must take into account:</p> <ul style="list-style-type: none"> (a) the risks associated with that use or management; and (b) the effects of imposing those requirements.



S19

19 Duty to keep responsible Minister and Finance Minister informed

- (1) The accountable authority of a Commonwealth entity must do the following:
- (a) keep the responsible Minister informed of the activities of the entity and any subsidiaries of the entity;
 - (b) give the responsible Minister or the Finance Minister any reports, documents and information in relation to those activities as that Minister requires;
 - (c) notify the responsible Minister as soon as practicable after the accountable authority makes a significant decision in relation to the entity or any of its subsidiaries;
 - (d) give the responsible Minister reasonable notice if the accountable authority becomes aware of any significant issue that may affect the entity or any of its subsidiaries;
 - (e) notify the responsible Minister as soon as practicable after the accountable authority becomes aware of any significant issue that has affected the entity or any of its subsidiaries.
- (2) However, for a Commonwealth entity that is related to a court or tribunal, subsection (1) applies only to activities, reports, documents, information or notifications about matters of an administrative nature.
- (3) Without limiting subsection (1), the rules may prescribe matters to be taken into account in deciding whether a decision or issue is significant.
- (4) The accountable authority must comply with a requirement under paragraph (1)(b) within the time limits set by the Minister concerned.

Relationship with other laws and powers

- (4A) If a Commonwealth entity has enabling legislation, then subsection (1) applies only to the extent that compliance with that subsection is not inconsistent with compliance with that legislation.
- (4B) This section is subject to any Commonwealth law that prohibits disclosure of particular information.
- (5) This section does not limit any other power that a Minister has to require information from a Commonwealth entity.



<p>S110</p>	<p>110 Accountable authority</p> <p><i>When accountable authority may delegate</i></p> <p>(1) The accountable authority of a non-corporate Commonwealth entity may, by written instrument, delegate to an official of a non-corporate Commonwealth entity any powers, functions or duties under this Act or the rules, including:</p> <p>(a) this power to delegate in relation to powers, functions and duties conferred directly by this Act or the rules on the accountable authority; and</p> <p>(b) powers, functions or duties that have been delegated by the Finance Minister to the accountable authority under subsection 107(1).</p> <p>(2) However, the accountable authority of a non-corporate Commonwealth entity may not delegate any of the accountable authority's powers, functions or duties under:</p> <p>(a) Subdivision A of Division 2 of Part 2-2 (which is about the general duties of accountable authorities); or</p> <p>(aa) section 20A (which is about accountable authority instructions); or</p> <p>(b) section 21 (which is about the application of government policy to non-corporate Commonwealth entities); or</p> <p>(c) section 35 (which is about corporate plans for Commonwealth entities); or</p> <p>(d) section 37, 38 or 39 (which has requirements relating to performance of Commonwealth entities); or</p> <p>(e) section 41, 42 or 43 (which has requirements relating to accounts and financial statements of Commonwealth entities).</p>
<p>S20A</p>	<p>20A Accountable authority instructions</p> <p>(1) The accountable authority of a Commonwealth entity may, by written instrument, give instructions to an official of the entity about any matter relating to the finance law.</p> <p>(2) The accountable authority of a Commonwealth entity may, by written instrument, give instructions to an official of another Commonwealth entity in relation to:</p> <p>(a) the official approving the commitment of relevant money for which the accountable authority is responsible; and</p> <p>(b) the official banking, or otherwise dealing with, relevant money for which the accountable authority is responsible; and</p> <p>(c) the official debiting or crediting an appropriation for which the accountable authority is responsible; and</p> <p>(d) any matter prescribed by the rules that relates to the official dealing with public resources for which the accountable authority is responsible.</p> <p>(3) An instruction under subsection (1) or (2) is not a legislative instrument.</p>

S22	<p>22 Corporate Commonwealth entities</p> <p>(1) The Finance Minister may make an order (a <i>government policy order</i>) that specifies a policy of the Australian Government that is to apply in relation to one or more corporate Commonwealth entities.</p> <p>(2) Before making a government policy order that applies in relation to a corporate Commonwealth entity, the Finance Minister must be satisfied that the Minister responsible for the policy has consulted the entity on the application of the policy.</p> <p>(3) If a government policy order applies in relation to a corporate Commonwealth entity, the accountable authority of the entity must ensure that the order is complied with:</p> <ul style="list-style-type: none"> (a) in relation to the entity; and (b) in relation to any subsidiary of the entity, so far as practicable. <p>(4) A government policy order is a legislative instrument, but section 42 (disallowance) of the <i>Legislation Act 2003</i> does not apply to it.</p>
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Members and staff of the Northern and Central Land Councils are taken to be ‘officials’ of that Commonwealth entity, as they are a ‘person who is in, or forms part of, that entity,’ as per s13(2) of the *PGPA Act 2013*. Officials are bound by the general duties set out below.

General duties of officials

S25	<p>25 Duty of care and diligence</p> <p>(1) An official of a Commonwealth entity must exercise his or her powers, perform his or her functions and discharge his or her duties with the degree of care and diligence that a reasonable person would exercise if the person:</p> <ul style="list-style-type: none"> (a) were an official of a Commonwealth entity in the Commonwealth entity’s circumstances; and (b) occupied the position held by, and had the same responsibilities within the Commonwealth entity as, the official. <p>(2) The rules may prescribe circumstances in which the requirements of subsection (1) are taken to be met.</p>
S26	<p>26 Duty to act honestly, in good faith and for a proper purpose</p> <p>An official of a Commonwealth entity must exercise his or her powers, perform his or her functions and discharge his or her duties honestly, in good faith and for a proper purpose.</p>



S27	<p>27 Duty in relation to use of position</p> <p>An official of a Commonwealth entity must not improperly use his or her position:</p> <ul style="list-style-type: none"> (a) to gain, or seek to gain, a benefit or an advantage for himself or herself or any other person; or (b) to cause, or seek to cause, detriment to the entity, the Commonwealth or any other person.
S28	<p>28 Duty in relation to use of information</p> <p>A person who obtains information because they are an official of a Commonwealth entity must not improperly use the information:</p> <ul style="list-style-type: none"> (a) to gain, or seek to gain, a benefit or an advantage for himself or herself or any other person; or (b) to cause, or seek to cause, detriment to the Commonwealth entity, the Commonwealth or any other person.
S29	<p>29 Duty to disclose interests</p> <ul style="list-style-type: none"> (1) An official of a Commonwealth entity who has a material personal interest that relates to the affairs of the entity must disclose details of the interest. (2) The rules may do the following: <ul style="list-style-type: none"> (a) prescribe circumstances in which subsection (1) does not apply; (b) prescribe how and when an interest must be disclosed; (c) prescribe the consequences of disclosing an interest (for example, that the official must not participate at a meeting about a matter or vote on the matter).



Planning and budgeting

S35	<p>35 Corporate plan for Commonwealth entities</p> <p><i>Commonwealth entities</i></p> <p>(1) The accountable authority of a Commonwealth entity must:</p> <p>(a) prepare a corporate plan (however described) for the entity at least once each reporting period for the entity; and</p> <p>(b) give the corporate plan to the responsible Minister and the Finance Minister in accordance with any requirements prescribed by the rules.</p> <p>(2) The corporate plan must comply with, and be published in accordance with, any requirements prescribed by the rules.</p> <p>(3) If:</p> <p>(a) a statement of the Australian Government's key priorities and objectives is published under section 34; and</p> <p>(b) the purposes of the Commonwealth entity relate to those priorities and objectives; then the corporate plan must set out how the activities of the entity will contribute to achieving those priorities and objectives.</p> <p>(4) However, if the Commonwealth entity has enabling legislation, then subsection (3) applies only to the extent that compliance with that subsection is not inconsistent with compliance with that legislation.</p> <p><i>Subsidiaries</i></p> <p>(5) If the Commonwealth entity has subsidiaries, the corporate plan must cover both the entity and its subsidiaries. In particular, for each subsidiary the corporate plan must include details of any matters prescribed by the rules, so far as they are applicable.</p> <p><i>Variation of corporate plan</i></p> <p>(6) If the accountable authority varies the plan, the authority must comply with any requirements relating to variations of corporate plans that are prescribed by the rules.</p>
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S36	<p>36 Budget estimates for Commonwealth entities</p> <p>(1) The accountable authority of a Commonwealth entity must:</p> <ul style="list-style-type: none"> (a) prepare the budget estimates covering the entity's activities for each reporting period for the entity, and for any other periods directed by the Finance Minister; and (b) give the budget estimates to the Finance Secretary in accordance with any directions under subsection (3). <p>(2) The budget estimates must:</p> <ul style="list-style-type: none"> (a) fairly present the estimated financial impacts of the entity's activities for the reporting period or other period; and (b) comply with any directions under subsection (3); and (c) be accompanied by any information relating to the budget estimates for the entity that is required by any direction under subsection (3). <p>(3) The Finance Secretary may give written directions to the accountable authority of a Commonwealth entity for the purposes referred to in paragraph (1)(b) or subsection (2).</p> <p>(4) A direction made under subsection (3) is not a legislative instrument.</p>
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Performance of Commonwealth entities

S37	<p>Records about the performance of Commonwealth entities</p> <p>37 Records about performance of Commonwealth entities</p> <p>(1) The accountable authority of a Commonwealth entity must cause records to be kept that properly record and explain the entity's performance in achieving its purposes.</p> <p>(2) The accountable authority must ensure that the records are kept in a way that:</p> <ul style="list-style-type: none"> (a) complies with any requirements prescribed by the rules; and (b) enables the preparation of the annual performance statements required by section 39. <p>(3) The responsible Minister and the Finance Minister are entitled to full and free access to the records kept under this section. However, those Ministers' access is subject to any Commonwealth law that prohibits disclosure of particular information.</p>
S38	<p>38 Measuring and assessing performance of Commonwealth entities</p> <p>(1) The accountable authority of a Commonwealth entity must measure and assess the performance of the entity in achieving its purposes.</p> <p>(2) The measurement and assessment must comply with any requirements prescribed by the rules.</p>



S39	<p>39 Annual performance statements for Commonwealth entities</p> <p>(1) The accountable authority of a Commonwealth entity must:</p> <ul style="list-style-type: none"> (a) prepare annual performance statements for the entity as soon as practicable after the end of each reporting period for the entity; and (b) include a copy of the annual performance statements in the entity's annual report that is tabled in the Parliament. <p>Note: See section 46 for the annual report.</p> <p>(2) The annual performance statements must:</p> <ul style="list-style-type: none"> (a) provide information about the entity's performance in achieving its purposes; and (b) comply with any requirements prescribed by the rules.
S40	<p>40 Audit of annual performance statements for Commonwealth entities</p> <p>(1) The responsible Minister for a Commonwealth entity or the Finance Minister (the <i>requesting Minister</i>) may request the Auditor-General to examine and report on the entity's annual performance statements.</p> <p>Note: The Auditor-General may at any time conduct a performance audit of a Commonwealth entity: see Division 2 of Part 4 of the <i>Auditor-General Act 1997</i>.</p> <p>(2) If, under a request under subsection (1), the Auditor-General examines and reports on the entity's annual performance statements, the Auditor-General must give a copy of the report to the requesting Minister.</p> <p>(3) The requesting Minister must cause a copy of the Auditor-General's report to be tabled in each House of the Parliament as soon as practicable after receipt. The copy that is tabled must be accompanied by a copy of the entity's annual performance statements.</p>



Financial reporting and auditing requirements for Commonwealth entities

S41	<p>41 Accounts and records for Commonwealth entities</p> <p>(1) The accountable authority of a Commonwealth entity must cause accounts and records to be kept that properly record and explain the entity's transactions and financial position.</p> <p>(2) The accountable authority must ensure that the accounts and records are kept in a way that:</p> <ul style="list-style-type: none"> (a) complies with any requirements prescribed by the rules; and (b) enables the preparation of the annual financial statements required by sections 42 and 48; and (c) allows those financial statements to be conveniently and properly audited in accordance with this Act. <p>Note: The Auditor-General audits the financial statements of Commonwealth entities (see section 43).</p> <p>(3) The Finance Minister and the responsible Minister are entitled to full and free access to the accounts and records kept under this section. However, those Ministers' access is subject to any Commonwealth law that prohibits disclosure of particular information.</p>
S42	<p>42 Annual financial statements for Commonwealth entities</p> <p>(1) The accountable authority of a Commonwealth entity must:</p> <ul style="list-style-type: none"> (a) prepare annual financial statements for the entity as soon as practicable after the end of each reporting period for the entity; and (b) give the statements to the Auditor-General as soon as practicable after they are prepared. <p>(2) The annual financial statements must:</p> <ul style="list-style-type: none"> (a) comply with the accounting standards and any other requirements prescribed by the rules; and (b) present fairly the entity's financial position, financial performance and cash flows. <p>Note: If financial statements for a Commonwealth entity prepared in accordance with the accounting standards would not present fairly the entity's financial position, financial performance and cash flows, the accountable authority of the entity must add the information and explanations required to present fairly those matters.</p> <p>(3) In the annual financial statements, the accountable authority must state whether, in the authority's opinion, the statements comply with subsection (2).</p> <p>(4) If the Commonwealth entity is a government business enterprise, the accountable authority must state whether, in the authority's opinion, there are reasonable grounds to believe, when the statement is made, that the entity will be able to pay its debts as and when they fall due.</p>

S43**43 Audit of annual financial statements for Commonwealth entities**

- (1) As soon as practicable after receiving annual financial statements under section 42 for a Commonwealth entity, the Auditor-General must:
 - (a) examine the statements and prepare an audit report; and
 - (b) give the report to the entity's responsible Minister as soon as practicable after it is prepared.
- (2) In the audit report, the Auditor-General must state whether, in the Auditor-General's opinion, the annual financial statements:
 - (a) comply with the accounting standards and any other requirements prescribed by the rules; and
 - (b) present fairly the entity's financial position, financial performance and cash flows.
 If the Auditor-General is not of that opinion, the Auditor-General must state the reasons.
- (3) If the Auditor-General is of the opinion that a failure of the annual financial statements to comply with:
 - (a) the accounting standards; or
 - (b) any other requirements prescribed by the rules;
 has a quantifiable financial effect, then the Auditor-General must quantify that financial effect and state the amount, where practicable.
- (4) A copy of the annual financial statements and the Auditor-General's report must be included in the Commonwealth entity's annual report that is tabled in the Parliament.

Note: See section 46 for the annual report.



S44	<p>44 Audit of subsidiary's financial statements</p> <p>(1) This section applies in relation to a corporate Commonwealth entity that has a subsidiary at the end of the subsidiary's reporting period.</p> <p>(2) The accountable authority of the Commonwealth entity must ensure that all the subsidiary's financial statements for a reporting period of the subsidiary are audited.</p> <p>(3) The subsidiary's financial statements must be audited by the Auditor-General unless:</p> <p style="margin-left: 20px;">(a) the subsidiary is incorporated or formed in a place outside Australia; and</p> <p style="margin-left: 20px;">(b) either:</p> <p style="margin-left: 40px;">(i) under the law applying to the subsidiary in that place, the Auditor-General cannot be appointed as auditor of the subsidiary; or</p> <p style="margin-left: 40px;">(ii) in the Auditor-General's opinion, it is impracticable or unreasonable for the Auditor-General to audit, or to be required to audit, the statements.</p> <p>Note: If the Auditor-General is not the subsidiary's auditor, this subsection requires the Auditor-General to do an audit of the statements in addition to that done by the subsidiary's auditor, except in the circumstances referred to in paragraphs (3)(a) and (b).</p> <p>(4) For a subsidiary that is a Corporations Act company that, under the <i>Corporations Act 2001</i>, is required to have those statements audited, the Auditor-General's report on the subsidiary's financial statements must be prepared using the relevant rules in the <i>Corporations Act 2001</i>. Those rules must also be used for other subsidiaries, so far as is practicable.</p> <p>(5) The accountable authority of the Commonwealth entity must give the report of the auditor to the responsible Minister (whether or not the auditor is the Auditor-General), together with a copy of the subsidiary's financial statements.</p>
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Audit committee for Commonwealth entities

S45(1)	<p>45 Audit committee for Commonwealth entities</p> <p>(1) The accountable authority of a Commonwealth entity must ensure that the entity has an audit committee.</p> <p>(2) The committee must be constituted, and perform functions, in accordance with any requirements prescribed by the rules.</p>
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Annual report for Commonwealth entities

S46(1)	<p>46 Annual report for Commonwealth entities</p> <p>(1) After the end of each reporting period for a Commonwealth entity, the accountable authority of the entity must prepare and give an annual report to the entity's responsible Minister, for presentation to the Parliament, on the entity's activities during the period.</p> <p>Note: A Commonwealth entity's annual report must include the entity's annual performance statements and annual financial statements (see paragraph 39(1)(b) and subsection 43(4)).</p> <p>(2) The annual report must be given to the responsible Minister by:</p> <p>(a) the 15th day of the fourth month after the end of the reporting period for the entity; or</p> <p>(b) the end of any further period granted under subsection 34C(5) of the <i>Acts Interpretation Act 1901</i>.</p> <p>(3) The annual report must comply with any requirements prescribed by the rules.</p> <p>(4) Before rules are made for the purposes of subsection (3), the rules must be approved on behalf of the Parliament by the Joint Committee of Public Accounts and Audit.</p>
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Borrowing by corporate Commonwealth entities

S57	<p>57 Borrowing by corporate Commonwealth entities</p> <p>(1) An agreement for the borrowing of money by a corporate Commonwealth entity (including by obtaining an advance on overdraft or obtaining credit by way of credit card or credit voucher) is of no effect unless:</p> <p>(a) borrowing by the entity is expressly authorised by or under an Act; or</p> <p>(b) the borrowing is authorised by the Finance Minister in writing; or</p> <p>(c) the borrowing is authorised by the rules.</p> <p>(2) An authorisation under paragraph (1)(b) is a legislative instrument, but section 42 (disallowance) of the <i>Legislation Act 2003</i> does not apply to it.</p>
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Native Title Act 1993 (Cth)

The Northern Land Council and Central Land Council are Native Title 'representative bodies' under the *Native Title Act 1993* (Cth). The following governance and compliance provisions apply.

S203BA	<p>203BA How functions of representative bodies are to be performed</p> <p><i>Functions to be performed in a timely manner</i></p> <p>(1) A representative body must use its best efforts to perform its functions in a timely manner, particularly in respect of matters affected by:</p> <ul style="list-style-type: none"> (a) the time limits under this Act; or (b) time limits, under another law of the Commonwealth or a law of a State or Territory, that are relevant to the performance of its functions. <p><i>Maintenance of organisational structures and processes</i></p> <p>(2) A representative body must perform its functions in a manner that:</p> <ul style="list-style-type: none"> (a) maintains organisational structures and administrative processes that promote the satisfactory representation by the body of native title holders and persons who may hold native title in the area for which it is the representative body; and (b) maintains organisational structures and administrative processes that promote effective consultation with Aboriginal peoples and Torres Strait Islanders living in the area for which it is the representative body; and (c) ensures that the structures and processes operate in a fair manner, having particular regard to: <ul style="list-style-type: none"> (i) the opportunities for the Aboriginal peoples or Torres Strait Islanders for whom it might act to participate in its processes; and (ii) the extent to which its processes involve consultation with those Aboriginal peoples or Torres Strait Islanders; and (iii) its procedures for making decisions and for reviewing its decisions; and (iv) its rules or requirements relating to the conduct of its executive officers; and (v) the nature of its management structures and management processes; and (vi) its procedures for reporting back to persons who hold or may hold native title in the area, and to the Aboriginal peoples or Torres Strait Islanders living in the area.
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S203BC	<p>203BC How facilitation and assistance functions are to be performed</p> <p><i>General</i></p> <p>(1) In performing its facilitation and assistance functions in relation to any matter, a representative body must:</p> <ul style="list-style-type: none"> (a) consult with, and have regard to the interests of, any registered native title bodies corporate, native title holders or persons who may hold native title who are affected by the matter; and (b) if the matter involves the representative body representing such bodies corporate, native title holders or persons—be satisfied they understand and consent to any general course of action that the representative body takes on their behalf in relation to the matter. <p><i>Consent of native title holders etc.</i></p> <p>(2) For the purposes of paragraph (1)(b), a native title holder or a person who may hold native title is taken to have consented to action if:</p> <ul style="list-style-type: none"> (a) where there is a process of decision-making that, under the traditional laws and customs of the group to which he or she belongs, must be complied with in relation to giving consent of that kind—the consent was given in accordance with that process; or (b) where there is no such process of decision-making—the consent was given in accordance with a process of decision-making agreed to and adopted by the members of the group to which he or she belongs in relation to giving the consent or giving consent of that kind. <p><i>Streamlining of applications process</i></p> <p>(3) In performing its facilitation and assistance functions in relation to an application under section 61 in relation to land or waters wholly or partly within the area for which the body is the representative body, the representative body must:</p> <ul style="list-style-type: none"> (a) act in a way that promotes an orderly, efficient and cost-effective process for making such applications; and (b) if the land or waters covered by the application are wholly or partly covered by one or more applications (including proposed applications) of which the representative body is aware—make all reasonable efforts to minimise the number of applications covering the land or waters.
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<p>S203DA</p>	<p>203DA Accounting records</p> <p><i>Proper accounts and records to be kept</i></p> <p>(1) A representative body must keep accounting records that properly record and explain its transactions and financial position, to the extent that its transactions and financial position relate to the performance of its functions or the exercise of its powers. It must keep those records in a way that allows them to be conveniently and properly audited in accordance with this Division.</p> <p><i>Accounting records to be separate from others</i></p> <p>(2) The body must keep accounts and records required to be kept by subsection (1) separate from any other accounts and records kept by the body.</p> <p><i>Retention of accounting records</i></p> <p>(3) The body must retain those records for at least 7 years after completion of the transactions to which they relate.</p> <p><i>Availability of accounting records</i></p> <p>(4) The body must make those records available at all reasonable times for inspection by any director of the body.</p>
<p>S203DB</p>	<p>203DB Payments to be properly made etc.</p> <p>A representative body must do all things necessary to ensure that payments out of the money of the body are correctly made and properly authorised, and that adequate control is maintained over:</p> <p>(a) the assets of, or in the custody of, the body; and</p> <p>(b) the incurring of liabilities by the body;</p> <p>to the extent that the payments, or the assets or liabilities, relate to the performance of its functions or the exercise of its powers.</p>
<p>S203DG</p>	<p>(1) For the purpose of conducting an inspection and audit, or an investigation, of a representative body under section 203DF, the person appointed under subsection 203DF(1):</p> <p>(a) is entitled at all reasonable times to full and free access to documents relating to the representative body; and</p> <p>(b) may make copies, or take extracts from, any such document; and</p> <p>(c) may require a representative body:</p>



	<p>(i) to answer such questions; and</p> <p>(ii) to produce such documents in the representative body's possession or to which the representative body has access;</p> <p>as the person so appointed considers necessary for that purpose.</p>
<p>S203EA</p>	<p>203EA Representative bodies that are not corporations</p> <p>(1) This section applies to a representative body that is neither:</p> <p>(a) registered under the <i>Corporations (Aboriginal and Torres Strait Islander) Act 2006</i>; nor</p> <p>(b) a company incorporated under the <i>Corporations Act 2001</i>.</p> <p>(3) A director of the representative body who has a material personal interest in a matter that is being considered by the body's governing body:</p> <p>(a) must not be present during any deliberation by the governing body on the matter; and</p> <p>(b) must not take part in any decision of the governing body on the matter.</p> <p>(4) However, a contravention of this provision does not affect the validity of any resolution.</p> <p>(5) Subsection (3) applies instead of any rules made for the purposes of section 29 of the <i>Public Governance, Performance and Accountability Act 2013</i> which deal with the consequences of having a material personal interest in a matter that is being considered at a meeting of a governing body.</p> <p>(6) To avoid doubt, this section does not otherwise affect the obligations imposed by the <i>Public Governance, Performance and Accountability Act 2013</i> or any rules made for the purposes of that Act on a representative body that is a Commonwealth entity (within the meaning of that Act).</p>



NTAIC

As per s65B(3)(a) of the *Aboriginal Land Rights (Northern Territory) Act 1976*, the Northern Territory Aboriginal Investment Corporation (NTAIC) is a body corporate. It is subject to relevant provisions of the PGPA Act as discussed above.

The 12-member board of the NTAIC makes grant and investment decisions. The board has two directors elected by each NT land council, two directors appointed by the government, and two independent directors appointed by the board.

The following description of the NTAIC's establishing legislation is taken from the [Bills Digest](#) of the [Aboriginal Land Rights \(Northern Territory\) Amendment \(Economic Empowerment\) Act 2021](#).

The NTAIC is established with the purpose of both promoting the self-management and economic self-sufficiency as well as the social and cultural wellbeing of Aboriginal people in the NT (**proposed section 65BA**). Its functions include making payments for the benefit of Aboriginal people living in the NT and making investments in order to advance its purposes (**proposed section 65BB**).

The NTAIC is given broad powers by the Bill, and it has the power to do all things necessary or convenient for or in connection with its functions (**proposed section 65BD**). This includes accepting gifts, borrowing money, making loans, giving guarantees and entering other arrangements. Many of the provisions note that the *NTAI Corporation Rules* (made under **proposed section 65JE**) can provide details on the exercise of these functions.¹

Proposed section 65BH provides for an investment limit so that the NTAIC cannot make an investment over \$100 million without the Minister's agreement – this amount can be raised but not lowered by Ministerial rules. The NTAI Corporation Rules can also set out how the 'value' of an investment is calculated. The Government notes that this provision provides appropriate Government oversight for very large investments, while safeguarding the role of the NTAIC (as the limit cannot be lowered).² The Scrutiny of Bills Committee noted that if such investment is erroneously made without the Minister's agreement, it is not invalidated (**proposed subsection 65BH(3)**).³

The NTAIC is Commonwealth body corporate, and so will be subject to the requirements of the [Public Governance, Performance and Accountability Act 2013](#) (PGPA Act) (**proposed subsection 65B(3)**). Typically, a Commonwealth entity that makes investments would be subject to an 'investments mandate' that outlines (among other things) the expected 'benchmark' rate of return that it is required to make, although this is not a legislative requirement of the PGPA Act. Such Investment Mandates are often legislative instruments.⁴

The Bill instead provides that the Board must develop a strategic investment plan (SIP) for the NTAIC which includes information on the NTAIC's priorities and principal objectives over a period of three to five financial years (**proposed section 65C**). The SIP is not a legislative instrument but is required to be tabled in Parliament (**proposed subsection 65C(8)**). Importantly, the Board must

1. See, for example, **proposed section 65BI** which provides the NTAI Corporation rules can prescribe limits or conditions on the making of loans by the NTAIC. Rules for these purposes cannot be made without the written agreement of the Finance Minister.

2. [Explanatory Memorandum](#), Aboriginal Land Rights (Northern Territory) Amendment (Economic Empowerment) Bill 2021, p. 16.

3. Scrutiny of Bills Committee, *Scrutiny digest*, op. cit., pp. 1–2.

4. For examples, see [Aboriginal and Torres Strait Islander Land and Sea Future Fund Investment Mandate Direction 2019](#); [Clean Energy Finance Corporation Investment Mandate Direction 2020](#).



consult with both Aboriginal people and Aboriginal organisations in the Northern Territory in developing the SIP (**proposed paragraph 65C(6)(a)**), including Aboriginal people who are not Traditional Owners and thus not represented by Land Councils. The Board must also consider any advice given by the Investment Committee set up under **proposed section 65FA (proposed paragraph 65C(6)(b))**.

Part 2 of Schedule 1 puts in place transitional arrangements by which members of an Interim Board are appointed by the Minister and Finance Minister, Land Councils, and the Interim Board, until full elections for the Land Council members of the Board can be held. This Interim Board, rather than the first ‘regular’ board, will appoint the first Independent board members and the first Investment committee, which is responsible for creating the SIP.

To fund the NTAIC, approximately half (\$680 million) of the current accumulated balance of the ABA (\$1.3 billion)⁵ will be transferred to the NTAIC over three years (**proposed subsections 64AA(1)-(3)** at **item 4** of **Schedule 1**). The Bill makes provision for further transfers in future, but these are subject to ministerial discretion (**proposed subsection 64AA(4)**). **Item 5** also abolishes the current Aboriginals Benefit Account Advisory Committee (ABAAC), meaning that ministerial spending from the remaining balance of the ABA will be relatively unconstrained in future (discussed below). A review of proposed Part VIA of the Act (which would likely include a review of the NTAIC’s performance) after seven years, which must be tabled in Parliament, is mandated by **proposed section 65JD**.

The Bills Digest also covers potential issues for the NTAIC, including:

- [Tensions between the legislated purposes of the NTAIC](#)
- [Representativeness and election of the NTAIC Board](#)
- [Payments by the NTAIC and their tax treatment](#)
- [Power of the Minister to approve the CEO](#)

NTAIC Legislative requirements under the ALRA

S65B(1)	S65B(1) establishes the Northern Territory Aboriginal Investment Corporation.
S65BA	<p>65BA Purposes of the NTAI Corporation</p> <p>The NTAI Corporation is established:</p> <p>(a) to promote the self-management and economic self-sufficiency of Aboriginal people living in the Northern Territory; and</p> <p>(b) to promote social and cultural wellbeing of Aboriginal people living in the Northern Territory.</p>

5. [Explanatory Memorandum](#), Aboriginal Land Rights (Northern Territory) Amendment (Economic Empowerment) Bill 2021, p. 3.



<p>S65BB</p>	<p>65BB NTAI Corporation’s functions</p> <p>The NTAI Corporation has the following functions:</p> <ul style="list-style-type: none"> (a) to make payments to or for the benefit of Aboriginal people living in the Northern Territory; (b) to make investments for the purposes mentioned in paragraphs 65BA(a) and (b); (c) to provide financial assistance (other than payments or investments of the kind mentioned in paragraphs (a) and (b) of this section), whether on commercial terms or otherwise, to or for the benefit of Aboriginal people living in the Northern Territory; (d) any other functions that are prescribed by the NTAI Corporation rules for the purposes of this paragraph; (e) any other functions conferred on the NTAI Corporation by this Act or any other Commonwealth law; (f) to do anything incidental to, or conducive to, the performance of the above functions. <p>Note: For paragraph (b), see subsection 65A(4) and section 65BH.</p>
<p>S65BC</p>	<p>65BC General rules about performance of functions</p> <p>In performing its functions, the NTAI Corporation must:</p> <ul style="list-style-type: none"> (a) have regard to its purposes under section 65BA; and (b) have regard to the strategic investment plan that is in force at the relevant time; and (c) act in accordance with sound business principles whenever it performs its functions on a commercial basis; and (d) maximise the employment of Aboriginal people living in the Northern Territory; and (e) maximise the use of goods and services provided by businesses owned or controlled (whether directly or indirectly) by Aboriginal people living in the Northern Territory.
<p>S65C</p>	



	<p>65C Strategic investment plan</p> <p><i>Development and approval of strategic investment plan</i></p> <p>(1) The Board must:</p> <ul style="list-style-type: none"> (a) develop a strategic investment plan for the NTAI Corporation; and (b) ensure that a strategic investment plan is in force at all times after the end of 18 months starting on the commencement of this section. <p>(2) A strategic investment plan must:</p> <ul style="list-style-type: none"> (a) relate to a period of 3, 4 or 5 financial years; and (b) state the NTAI Corporation's priorities and principal objectives for the period in relation to: <ul style="list-style-type: none"> (i) the performance of its functions under paragraphs 65BB(a) and (c); and (ii) the making of investments, whether in the performance of its function under paragraph 65BB(b) or in the exercise of its power under subsection 65BG(1). <p><i>(3) A strategic investment plan must be approved by the Board at least 6 months before the Tabling and publishing strategic investment plan</i></p> <p>(7) The Board must give the Minister a copy of a strategic investment plan within 30 days after the Board approves the plan.</p> <p>(8) The Minister must cause a copy of a strategic investment plan to be laid before each House of the Parliament within 15 sitting days of that House after the Minister receives the plan.</p> <p>(9) The Board must cause a copy of a strategic investment plan to be published on the internet as soon as practicable after the plan is laid before a House of the Parliament.</p> <p><i>Revising strategic investment plan</i></p> <p>(10) The Board may review a strategic investment plan for a period, and approve a revised strategic investment plan for the period, at any time.</p> <p>(11) If the Board reviews a strategic investment plan, then:</p> <ul style="list-style-type: none"> (a) subsections (5) and (6) apply in relation to any revision of the plan in the same way as they apply in relation to the development of the plan; and (b) subsections (7), (8) and (9) apply in relation to any revised strategic investment plan approved under subsection (10) in the same way as they apply in relation to a strategic investment plan approved under subsection (3).
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S65D	<p>65D Administrative and capital expenditure to be in accordance with approved estimates</p> <p>(1) The NTAI Corporation must:</p> <ul style="list-style-type: none"> (a) prepare estimates, in such form and for such periods as the Minister directs, of its expenditure to meet its administrative costs and capital costs; and (b) submit those estimates to the Minister for the Minister's approval not later than such date as the Minister directs. <p>Note: The Minister must have regard to approved estimates in directing that an amount is to be debited from the Account under subsection 64AA(4).</p> <p>(2) A period directed under paragraph (1)(a) may be wholly or partly concurrent with another period directed under that paragraph.</p> <p>(3) Subject to subsection (4), if the Minister has directed under paragraph (1)(a) that the NTAI Corporation prepare estimates for a period, money of the NTAI Corporation must not be spent to meet its administrative costs or capital costs in respect of the period otherwise than in accordance with estimates of expenditure approved by the Minister.</p> <p>(4) The amount of expenditure by the NTAI Corporation, in relation to the matter or matters covered by an item in the estimates approved by the Minister under subsection (1), may exceed the amount specified in the item by an amount not exceeding 20% of the amount so specified.</p> <p>(5) The NTAI Corporation must not spend amounts, in relation to matters covered by estimates approved by the Minister under subsection (1), that exceed the total amount of expenditure provided for by those estimates.</p> <p>(6) Nothing in this section affects a requirement under section 36 of the <i>Public Governance, Performance and Accountability Act 2013</i> to prepare budget estimates.</p>
S65EA	<p>65EA Membership</p> <p>The Board consists of the following members:</p> <ul style="list-style-type: none"> (a) for each Land Council—2 persons appointed by the Land Council under subsection 65EB(1); (b) a person appointed by the Minister under subsection 65EC(1); and (c) a person appointed by the Finance Minister under subsection 65EC(2); and (d) 2 persons appointed by the Board under subsection 65ED(1).



<p>S65EG</p>	<p>65EG Term of appointment</p> <p>(1) A Board member holds office for the period specified in the instrument of appointment. The period must not exceed 3 years.</p> <p>(2) A person must not be appointed as a Board member for a period if the sum of the following exceeds 9 years:</p> <p>(a) that period;</p> <p>(b) any periods of previous appointment of the person as a Board member.</p>
<p>S65EI</p>	<p>S65EI sets out the disclosure of interest requirements, as per s29 of the <i>PGPA Act 2013</i>, for board members other than independent members.</p> <p>65EI Disclosure of interests—Board members other than independent members</p> <p>(1) A disclosure, under section 29 of the <i>Public Governance, Performance and Accountability Act 2013</i> (which deals with the duty to disclose interests), by a Land Council Board member, or a Board member appointed under subsection 65EC(1) or (2), must be made to the responsible entity for the Board member.</p> <p>(2) Subsection (1) applies in addition to any rules made for the purposes of section 29 of the <i>Public Governance, Performance and Accountability Act 2013</i>.</p> <p>(3) For the purposes of this Act and the <i>Public Governance, Performance and Accountability Act 2013</i>, the Board member is taken not to have complied with section 29 of that Act if the Board member does not comply with subsection (1) of this section.</p>
<p>S65EJ</p>	<p>S65EJ sets out the remuneration and allowances for board members</p> <p>65EJ Remuneration and allowances</p> <p>(1) A Board member is to be paid the remuneration that is determined by the Remuneration Tribunal. If no determination of that remuneration by the Tribunal is in operation, the member is to be paid the remuneration that is prescribed by the NTAI Corporation rules.</p> <p>(2) A Board member is to be paid the allowances that are prescribed by the NTAI Corporation rules.</p> <p>(3) Subsections (1) and (2) have effect subject to the <i>Remuneration Tribunal Act 1973</i>.</p> <p>(4) Despite subsection (1) and the <i>Remuneration Tribunal Act 1973</i>, if a person who is the Chair of a Land Council is also a Land Council Board member, the person must not be paid remuneration as a Land Council Board member.</p>
<p>S65EM</p>	<p>S65EM sets out the requirement that the board must, in writing, determine a code of conduct for the board.</p>



	<p>65EM Board code of conduct</p> <p>(1) The Board must, in writing, determine a code of conduct for the Board.</p> <p>Note: Breach of the code of conduct may lead to termination or suspension of a Board member's appointment: see paragraphs 65EN(2)(c) and 65EO(2)(c).</p> <p>(2) The Board must cause the code of conduct to be published on the internet.</p>
<p>S65EN</p>	<p>S65EN sets out the conditions for termination of appointments.</p> <p>65EN Termination of appointments</p> <p>(1) The responsible entity for a Board member may terminate the member's appointment:</p> <ul style="list-style-type: none"> (a) for misbehaviour; or (b) if the member is unable to perform the duties of the member's office because of physical or mental incapacity. <p>(2) The responsible entity for a Board member may terminate the member's appointment if:</p> <ul style="list-style-type: none"> (a) the member: <ul style="list-style-type: none"> (i) becomes bankrupt; or (ii) applies to take the benefit of any law for the relief of bankrupt or insolvent debtors; or (iii) compounds with member's creditors; or (iv) makes an assignment of member's remuneration for the benefit of member's creditors; or (b) the member is absent, except on leave of absence, from 3 consecutive meetings of the Board; or (c) the member engages in conduct that constitutes a serious breach of any code of conduct determined by the Board; or (d) for a Board member appointed under subsection 65ED(1)—the Board becomes aware of circumstances in relation to the matters mentioned in paragraph 65ED(2) (b) or (c) that, had the Board been aware of those circumstances when the member was appointed, would have resulted in the member not being appointed.



	<p>(3) Section 30 of the <i>Public Governance, Performance and Accountability Act 2013</i> applies in relation to a person appointed as a Board member under subsection 65ED(1) as if the Board were a person.</p> <p>Note: The appointment of any Board member may be terminated under section 30 of the <i>Public Governance, Performance and Accountability Act 2013</i> (which deals with terminating the appointment of an accountable authority, or a member of an accountable authority, for contravening general duties of officials).</p> <p>(4) A person appointed as a Board member under subsection 65ED(1):</p> <p>(a) must not be present while the matter of the termination of the person's appointment is being considered by the Board; and</p> <p>(b) must not vote on the matter.</p> <p>(5) A Land Council Board member's appointment is terminated by force of this subsection if, because of subsection 29(4), the Board member ceases to be a member of the Land Council that appointed the Board member under subsection 65EB(1).</p> <p>Note: Subsection 29(4) provides that a person ceases to be a member of a Land Council if a disqualifying event happens in relation to the person. Subsection 29(5) sets out the relevant disqualifying events.</p> <p>(6) A Land Council must terminate the appointment of a Land Council Board member appointed by the Land Council under subsection 65EB(1) if the Land Council is satisfied that the Board member has ceased to be a member of the Land Council (otherwise than because of subsection 29(4)).</p>
S65EO	S65EO sets out the conditions for suspending a Land Council board member.
S65EQ – EX	<p>S65EQ to 65EX set out the requirements for convening and conducting meetings.</p> <p>65EQ Convening meetings</p> <p>(1) The Board must hold such meetings as are necessary for the efficient performance of its functions.</p> <p>(2) The Chair:</p> <p>(a) may convene a meeting at any time; and</p> <p>(b) must convene at least 3 meetings each calendar year; and</p> <p>(c) must convene a meeting within 30 days after receiving a written request to do so from another Board member.</p> <p>(3) The Minister may convene a meeting of the Board if:</p> <p>(a) either:</p> <p>(i) the Chair is on leave of absence; or</p> <p>(ii) there is a vacancy in the office of Chair; or</p> <p>(iii) the Chair is unable to convene a meeting for any other reason; and</p> <p>(b) the Minister considers that the circumstances require it.</p>



	<p>65ER Presiding at meetings</p> <p>(1) The Chair must preside at all meetings at which the Chair is present.</p> <p>(2) If the Chair is not present at a meeting, the other Board members present must appoint one of themselves to preside.</p> <p>65ES Quorum</p> <p>(1) At a meeting of the Board, a quorum is constituted by:</p> <p>(a) half of the Land Council Board members for the time being holding office; and</p> <p>(b) one Board member appointed under subsection 65EC(1) or (2); and</p> <p>(c) one Board member appointed under subsection 65ED(1), if there is such a member; and</p> <p>(d) one other Board member, whether appointed under section 65EB, 65EC or 65ED.</p> <p>(2) However, if:</p> <p>(a) a Board member is required by:</p> <p>(i) subsection 65ED(5), 65EN(4) or 65EO(4); or</p> <p>(ii) rules made for the purposes of section 29 of the <i>Public Governance, Performance and Accountability Act 2013</i>;</p> <p>not to be present during the deliberations, or to take part in any decision, of the Board with respect to a particular matter; and</p> <p>(b) when the member leaves the meeting concerned there is no longer a quorum present;</p> <p>the remaining members at the meeting constitute a quorum for the purpose of any deliberation or decision at that meeting with respect to that matter.</p> <p>65ET Voting at meetings</p> <p>(1) A question arising at a meeting of the Board is to be determined by a majority of the votes of the Board members present and voting.</p> <p>(2) The person presiding at a meeting of the Board has a deliberative vote but does not have a casting vote.</p> <p>65EU Observers</p> <p>The Chief Executive Officer (however described) of each Land Council is entitled to attend meetings of the Board, but may not vote at such meetings.</p>
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	<p>65EV Conduct of meetings</p> <p>The Board may, subject to this Part, regulate proceedings at its meetings as it considers appropriate.</p> <p>Note: Section 33B of the <i>Acts Interpretation Act 1901</i> contains further information about the ways in which Board members may participate in meetings.</p> <p>65EW Minutes</p> <p>The Board must keep minutes of its meetings.</p> <p>65EX Decisions without meetings</p> <p>(1) The Board is taken to have made a decision at a meeting if:</p> <ul style="list-style-type: none"> (a) without meeting, a majority of the Board members entitled to vote on the proposed decision indicate agreement with the decision; and (b) that agreement is indicated in accordance with the method determined by the Board under subsection (2); and (c) all the Board members were informed of the proposed decision, or reasonable efforts were made to inform all the members of the proposed decision. <p>(2) Subsection (1) applies only if the Board:</p> <ul style="list-style-type: none"> (a) has determined that it may make decisions of that kind without meeting; and (b) has determined the method by which Board members are to indicate agreement with proposed decisions. <p>(3) For the purposes of paragraph (1)(a), a Board member is not entitled to vote on a proposed decision if the member would not have been entitled to vote on that proposal if the matter had been considered at a meeting of the Board.</p> <p>(4) The Board must keep a record of decisions made in accordance with this section.</p>
<p>S65F – S65FD</p>	<p>S65F – S65FD set out the conditions upon which committees of the NTAI Corporation may be formed.</p> <p>65F Establishment of committees</p> <p>The Board may establish committees to advise or assist in the performance of the NTAI Corporation's functions or the Board's functions.</p> <p>65FA Investment committee</p> <p>(1) The Board must ensure that the NTAI Corporation has an investment committee.</p> <p>(2) The investment committee has the following functions:</p> <ul style="list-style-type: none"> (a) providing advice to the Board on the entering into, management and disposal of investments; (b) providing advice to the Board on the development and revision of strategic investment plans; (c) any other functions relating to the investment of the NTAI Corporation's money. <p>(3) The investment committee must consist of at least 4 members.</p> <p>(4) At least 2 investment committee members must be individuals:</p> <ul style="list-style-type: none"> (a) who are not Board members; and (b) who the Board is satisfied have expertise in business or financial management. <p>(5) The investment committee must include:</p> <ul style="list-style-type: none"> (a) the Board member appointed by the Finance Minister under subsection 65EC(2); and (b) at least one Board member appointed by the Board under subsection 65ED(1). <p>65FB Audit committee must include independent Board member</p> <p>The NTAI Corporation's audit committee must include at least one Board member appointed under subsection 65ED(1).</p> <p>Note: See section 45 of the <i>Public Governance, Performance and Accountability Act 2013</i> (which deals with audit committees for Commonwealth entities).</p>



	<p>65FD Committee members are officials of the NTAI Corporation</p> <p>For the purposes of the <i>Public Governance, Performance and Accountability Act 2013</i>, a member of a committee is an official (within the meaning of that Act) of the NTAI Corporation.</p>
<p>S65G</p>	<p>65G Chief Executive Officer of the NTAI Corporation</p> <ol style="list-style-type: none"> (1) There is to be a Chief Executive Officer of the NTAI Corporation. (2) The CEO of the NTAI Corporation may also refer to himself or herself, and be referred to, by replacing “NTAI Corporation” with any name or acronym that is specified in the NTAI Corporation rules for the purposes of subsection 65B(2).
<p>S65GA</p>	<p>65GA Functions of the CEO</p> <ol style="list-style-type: none"> (1) The CEO is responsible for the day-to-day administration of the NTAI Corporation. (2) The CEO has power to do all things necessary or convenient to be done for or in connection with the performance of the CEO’s duties. (3) The CEO is to act in accordance with policies determined, and any directions given, by the Board. (4) All acts and things done in the name of, or on behalf of, the NTAI Corporation by the CEO, or with the authority of the CEO, are taken to have been done by the NTAI Corporation. (5) If a function or power of the NTAI Corporation is dependent on the opinion, belief or state of mind of the NTAI Corporation in relation to a matter, the function or power may be exercised upon the opinion, belief or state of mind of a person or body acting as mentioned in subsection (4) in relation to that matter. (6) If a policy or direction under subsection (3) is in writing, the policy or direction is not a legislative instrument.



65GB Appointment

- (1) The CEO is to be appointed by the Board with the written agreement of the Minister.
- (2) The CEO is to be appointed:
 - (a) by written instrument; and
 - (b) on a full-time basis.

Note: The CEO may be reappointed: see section 33AA of the *Acts Interpretation Act 1901*.
- (3) The CEO holds office for the period specified in the instrument of appointment. The period must not exceed 5 years.
- (4) A person is not eligible to be appointed as the CEO if the person is:
 - (a) a Board member; or
 - (b) a member of a Land Council; or
 - (c) a member of staff of a Land Council.

65GD Other paid work

The CEO must not engage in paid work outside the duties of the CEO's office without the Board's approval.

65GE Remuneration and allowances

- (1) The CEO is to be paid the remuneration that is determined by the Board.
- (2) The CEO is to be paid the allowances that are determined by the Board.
- (3) The office of CEO is not a public office for the purposes of the *Remuneration Tribunal Act 1973*.

65GF Leave of absence

- (1) The CEO has the recreation leave entitlements that are determined by the Board.
- (2) The Board may grant the CEO leave of absence, other than recreation leave, on the terms and conditions as to remuneration or otherwise that the Board determines.

65GG Resignation

- (1) The CEO may resign the CEO's appointment by giving the Board a written resignation.
- (2) The CEO must also give a copy of the written resignation to the Minister.
- (3) The resignation takes effect on the day it is received by the Board or, if a later day is specified in the resignation, on that later day.

65GH CEO code of conduct

- (1) The Board must, in writing and with the written agreement of the Minister, determine a code of conduct for the CEO.

Note: Breach of the code of conduct may lead to termination of the CEO's appointment: see paragraph 65G1(2)(e).
- (2) The Board must cause the code of conduct to be published on the internet



S65GI**65GI Termination of appointment**

- (1) The Board may, with the written agreement of the Minister, terminate the appointment of the CEO:
 - (a) for misbehaviour; or
 - (b) if the CEO is unable to perform the duties of the CEO's office because of physical or mental incapacity.
- (2) The Board may, with the written agreement of the Minister, terminate the appointment of the CEO if:
 - (a) the CEO:
 - (i) becomes bankrupt; or
 - (ii) applies to take the benefit of any law for the relief of bankrupt or insolvent debtors; or
 - (iii) compounds with the CEO's creditors; or
 - (iv) makes an assignment of the CEO's remuneration for the benefit of the CEO's creditors; or
 - (b) the CEO is absent, except on leave of absence, for 14 consecutive days or for 28 days in any 12 months; or
 - (c) the CEO engages, except with the Board's approval, in paid work outside the duties of the CEO's office (see section 65GD); or
 - (d) the CEO fails, without reasonable excuse, to comply with section 29 of the *Public Governance, Performance and Accountability Act 2013* (which deals with the duty to disclose interests) or rules made for the purposes of that section; or
 - (e) the CEO engages in conduct that constitutes a serious breach of any code of conduct determined by the Board under section 65GH.

65GJ Disclosure of interests

- (1) A disclosure by the CEO under section 29 of the *Public Governance, Performance and Accountability Act 2013* (which deals with the duty to disclose interests) must be made to the Board.
- (2) The CEO must also give a copy of any disclosure under subsection (1) to the Minister.
- (3) Subsections (1) and (2) apply instead of any rules made for the purposes of that section.
- (4) For the purposes of this Act and the *Public Governance, Performance and Accountability Act 2013*, the CEO is taken not to have complied with section 29 of that Act if the CEO does not comply with subsections (1) and (2) of this section.

65GK Other terms and conditions

The CEO holds office on the terms and conditions (if any) in relation to matters not covered by this Act that are determined by the Board.

<p>S65GJ</p>	<p>S65GJ sets out the disclosure of interest requirements by the CEO under s29 of the <i>PGPA Act 2013</i>.</p> <p>65GC Acting appointments</p> <p>(1) The Board may, by written instrument and with the written agreement of the Minister, appoint a person to act as the CEO:</p> <p>(a) during a vacancy in the office of CEO (whether or not an appointment has previously been made to the office); or</p> <p>(b) during any period, or during all periods, when the CEO:</p> <p>(i) is absent from duty or from Australia; or</p> <p>(ii) is, for any reason, unable to perform the duties of the office.</p> <p>Note: For rules that apply to acting appointments, see sections 33AB and 33A of the <i>Acts Interpretation Act 1901</i>.</p> <p>(2) A person is not eligible to be appointed to act as the CEO if the person is:</p> <p>(a) a Board member; or</p> <p>(b) a member of a Land Council; or</p> <p>(c) a member of staff of a Land Council.</p>
<p>S65JC</p>	<p>S65JC sets out the requirement for the Board to prepare an annual report and deliver it to the Minister, as per s46 of the <i>PGPA Act 2013</i>.</p> <p>65JC Annual report</p> <p>The annual report prepared by the Board and given to the Minister under section 46 of the <i>Public Governance, Performance and Accountability Act 2013</i> for a period must include any matter specified in the NTAI Corporation rules for the purposes of this section.</p>

S65B(3) also includes the following note:

The *Public Governance, Performance and Accountability Act 2013* applies to the NTAI Corporation. That Act deals with matters relating to corporate Commonwealth entities, including reporting and the use and management of public resources.

As per the Australian Government Directory, the Northern Territory Aboriginal Investment Corporation is a corporate Commonwealth entity.

As the *PGPA Act 2013* applies to the NTAIC, because it is a ‘body corporate,’ the governance and compliance requirements listed under the *PGPA Act 2013* will similarly apply.

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