

Companies Act, 1961

(as amended)

A Company Limited by Guarantee

ARTICLES OF ASSOCIATION

of

ABORIGINAL HOUSING COMPANY LIMITED

I PRELIMINARY

1. In these presents unless there be something in the subject or context inconsistent therewith:

"The Act" means the Companies Act, 1961 and any statutory modification thereof.

"The Company" or "the Project" means ABORIGINAL HOUSING COMPANY LIMITED.

"Special resolution" shall have the meaning assigned thereto by the Act.

"The directors" means the directors of the Company present at a duly convened meeting of the directors at which a quorum is present.

"The office" means the registered office for the time being of the Company.

"The register" means the register of members kept pursuant to the Act.

"Year" means calendar year.

"In writing" and "written" includes printing lithography and other modes of representing or reproducing words in a visible form.

Words importing the singular number include the plural number and vice versa. Words importing any gender include the other genders.

Words importing persons include corporations.

"Secretary" includes an acting secretary or assistant secretary or other person for the time being appointed by the directors to perform any of the duties of the secretary.

Subject as aforesaid any words or expressions defined in the Act shall bear the same meanings in these articles.

2. Regulations contained in Table "A" of the Fourth Schedule to the Act shall not apply to the Company.

II MEMBERS

3. At the date of adoption of these articles the registered number of the members of the Company is one hundred (100). The directors may from time to time register an increase in the number of members.
4. (a) The persons whose names are entered in the register of members of the unincorporated body "Aboriginal Housing Project" as members at the date of the adoption of these articles shall be admitted as members of the Company subject to article 6.
- (b) The directors may from time to time elect additional members.
- (c) A candidate for election as a member shall nominate in writing and shall sign and forward to the secretary an application in the following form or to the effect thereof:

"I desire to become a member of the
ABORIGINAL HOUSING COMPANY LIMITED and I
agree if elected to be bound by the
Memorandum and Articles of Association of the
Company and I authorise my name to be entered
on the register of members. I also agree to
pay an annual subscription of such amount as
is from time to time fixed by the directors.

DATED this day of 19

Name in full:

Address:

Signature: "

- (d) Only persons of Aboriginal or Island descent shall be elected as members of the Company.
5. (a) Every member shall pay to the Company an annual subscription of such amount as is from time to time prescribed by the directors and is for the time being applicable to him.
- (b) The directors may prescribe that certain members may pay lower or higher sums by way of an annual subscription than members of the Company generally.
- (c) Every annual subscription of a member shall become due on the first day of April in each year and shall be paid within three months thereafter.

6. (a) Every member shall receive notice of all general meetings of the Compny and shall have the right to attend and vote (in person or by proxy) thereat.
- (b) Every member shall receive notice of all meetings of directors or sub-committees of directors and shall have the right to attend thereat.
- (c) The rights and privileges of a member as such shall be personal and shall not be transferable and shall cease on his death or on the cessation of his membership.
7. A member shall automatically cease to be a member:
- (a) If by notice in writing to the secretary he resigns and his resignation is accepted by the directors; or
- (b) if his annual subscription is unpaid for more than four months after it has become due and the directors determine that he shall cease to be a member; or
- (c) if the Company resolves by special resolution that
- (i) the member has failed to discharge his obligations to the Company where prescribed by these articles or arising out of any contract or
- (ii) the member has been guilty of conduct detrimental to the Company or which is calculated to bring discredit to the Company.

In either case the member shall be given opportunity to show cause why his membership should not be terminated.

III ASSOCIATE MEMBERS

8. (a) Persons who are associate members of the Aboriginal Housing Project at the date of the adoption of these articles shall be admitted associate members of the company subject to article 9.
- (b) The members may from time to time elect additional associate members.
- (c) An associate member shall not be entitled to notice of or to attend any general meeting of the Company and shall not for the purposes of any provision of the Act or these articles be deemed to be a member of the Company.
- (d) Associate members shall have such privileges and concessions as the directors from time to time prescribe subject to paragraph (c) of this article.

- (e) Such privileges and concessions shall be personal to the associate members shall not be transferable and shall cease when they respectively cease to be associate members.
9. (a) An associate member shall pay to the Company an annual subscription of such amount as is from time to time prescribed by the directors and is for the time being applicable to him.
- (b) The directors may prescribe different rates of subscription for certain associate members.
- (c) Every annual subscription of an associate member shall become due on the first day of April in each year and shall be paid within three months thereafter.
10. An associate member shall ipso facto cease to be such:-
- (a) if by notice in writing to the secretary he resigns and his resignation is accepted by the directors; or
 - (b) if his annual subscription is unpaid for more than four months after it has become due and the directors determine that he shall cease to be an associate member; or
 - (c) if the Company resolves by special resolution that
 - (i) he has failed to discharge his obligations to the Company where prescribed by these articles or arising out of any contract or
 - (ii) he has been guilty of conduct, detrimental to the Company or which is calculated to bring discredit to the Company.

In either case the associate member shall be given opportunity to show cause why his membership should not be terminated.

IV CESSATION OF MEMBERSHIP

11. If the subscription of a member shall remain unpaid for a period of four calendar months after it becomes due then the member may after notice of the default shall have been sent to him by the secretary be debarred by resolution of the directors from all privileges of membership and his name may be removed by the directors from the register of members provided that the directors may reinstate the member and restore his name to the register on payment of all arrears if the directors think fit to do so.
12. A member may at any time by giving notice in writing to the secretary resign his membership of the Company but shall continue liable for any annual subscription and all arrears due and unpaid at the date of his resignation and for all other moneys due by him to the Company and in addition for

any sum not exceeding twenty dollars which he is liable as a member of the Company under clause 5 of the Memorandum of Association of the Company.

V GENERAL MEETINGS

13. The first general meeting shall be held at such time not being less than one month nor more than three months after the incorporation of the Company and at such place as the directors may determine.
14. An annual general meeting of the Company shall be held in accordance with the provisions of the Act. All general meetings other than the annual general meetings shall be called extraordinary general meetings.
15. Any director or any three members may whenever they think fit convene an extraordinary general meeting and any extraordinary general meeting shall be convened on such requisition or in default may be convened by such requisitionists as provided by the Act.
16. Subject to the provisions of the Act relating to notice, special resolutions and agreements for shorter notice five days' notice at the least (exclusive of the day on which the notice is served or deemed to be served but inclusive of the day for which notice is given) specifying the place the day and the hour of meeting and in case of special business the general nature of that business shall be given to such persons as are entitled to receive such notices from the Company.
17. All business shall be special that is transacted at an extraordinary general meeting and also all that is transacted at an annual general meeting with the exception of the consideration of the accounts balance sheets and the report of the directors and auditors the election of officers and other members of the committee in the place of those retiring and the appointment and fixing of the remuneration of the auditors.

VI PROCEEDINGS AT GENERAL MEETINGS

18. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.

Save as herein otherwise provided 30 members present in person or by proxy shall be the quorum.
19. If within half an hour from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the directors may determine. Notice shall be given to all members entitled to notice of the time and place business to be transacted and fact of adjournment. If at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

20. The chairman of directors for the time being shall preside as chairman at every general meeting of the Company or if there is no such chairman or if he is not present within 15 minutes from the time appointed for the holding of the meeting or is unwilling to act the members present shall elect one of their number to be chairman of the meeting.
21. The chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. Notice shall be given of an adjournment or the business to be transacted at an adjourned meeting.
22. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded -
- (a) by the chairman; or
 - (b) by at least three members present in person or by proxy.

Unless a poll is so demanded a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.

23. If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the chairman directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded but a poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith.
24. In the case of an equality of votes whether on a show of hands or on a poll the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
25. A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and on a poll every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.
26. A member who is of unsound mind or whose person or estate is liable to be dealt with in any way under the law relating to mental health may vote whether on a show of hands or on a poll by his committee or by his trustee or by such other person as properly has the management of his estate and any such committee trustee or other person may vote by proxy or attorney.

27. No member shall be entitled to vote at any general meeting if his annual subscription shall be more than two months in arrear at the date of the meeting.
28. The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointor or of his attorney duly authorised in writing if the appointor is a corporation either under seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. Only a member of the Company may be appointed as a proxy.
29. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:

ABORIGINAL HOUSING COMPANY LIMITED

I _____ of _____
hereby appoint _____
of _____
or failing him _____ of _____
as my proxy to
vote for me on my behalf at the (annual or
extraordinary as the case may be) general meeting
of the Company to be held on the _____ day of
19 _____ and at any adjournment thereof.

SIGNED this _____ day of _____ 19 _____.

This form is to be used * in favour of the
against
resolution.

* Strike out whichever is not desired. (Unless otherwise instructed the proxy may vote as he thinks fit).

30. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Company or at such other place within the State as is specified for that purpose in the notice convening the meeting not less than one hour before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid PROVIDED that with the consent of the meeting the instrument of proxy may nevertheless be treated as valid.
31. A vote given in accordance with the terms of an instrument of proxy or attorney shall be valid notwithstanding the previous death or unsoundness of mind of the principal or revocation of the instrument or of the authority under which the instrument was executed if no intimation in writing of such death unsoundness of mind or revocation as aforesaid has been received by the Company at the registered office before the commencement of the meeting or adjourned meeting at which the instrument is used.

VII DIRECTORS

32. (a) The number of directors shall be not less than five nor until otherwise determined by the Company in general meeting more than eleven.
- (b) The directors at the time of adoption of these articles are:
33. The directors may by ordinary resolution at any time and from time to time appoint any person as a director either to fill a casual vacancy or as an addition to the existing directors but so that the total number of directors shall not at any time exceed the maximum number for the time being fixed by or under these articles. A director appointed by virtue of this article shall hold office until he resigns or until his appointment otherwise terminates.
34. The Company may by special resolution remove any director before the expiration of his period of office and may by an ordinary resolution appoint another person in his stead. The person so appointed shall hold office until the next following annual general meeting.
35. Only persons of Aboriginal or Island descent shall be elected as directors of the Company.
36. With the consent of a majority of directors and subject to the provisions of the Act each director may from time to time by writing under his hand or by telegram cablegram radiogram or other form of visible communication appoint any member to act as an alternate director in his place during such period as he thinks fit and the following provisions shall apply to any such alternate director:
- (a) He may be removed or suspended from office by written notice letter telegram cablegram radiogram or other form of visible communication sent to the Company by the director by whom he was appointed.
- (b) He shall be entitled to receive notice of meetings of the directors and if the director by whom he was appointed is not present to attend meetings count towards a quorum at such meeting and vote on all resolutions on which his appointor could vote and where he is a director he shall have a separate vote on behalf of the director he is representing in addition to his own vote.

- (c) At any meeting of directors he shall be entitled to exercise all the powers (except the power to appoint an alternate director) and perform all the duties of a director if the director by whom he was appointed is not present but shall not otherwise have power to act as a director except as provided in paragraph (d) of this article.
 - (d) He shall be entitled to sign resolutions in writing pursuant to article 47 in the place of the director by whom he was appointed.
37. The office of director shall become vacant automatically if he:
- (a) ceases to be a director by virtue of the Act;
 - (b) becomes bankrupt or makes any arrangement or composition with his creditors generally;
 - (c) becomes prohibited from being a director of a company by reason of any order made under the Act;
 - (d) becomes a lunatic a person of unsound mind a patient or an incapable person or a mentally ill person within the meaning of any legislation relating to mental health in the place where he is ordinarily resident;
 - (e) resigns his office by notice in writing to the Company;
 - (f) absents himself personally from the meetings of the directors for a continuous period of three months without leave of absence from the directors and the board resolves that his office be vacated;
 - (g) holds any office of profit under the Company;
 - (h) ceases to be a member of the Company;
 - (i) is removed from office as a director;
 - (j) is directly or indirectly interested in any contract or proposed contract with the Company provided however that a member shall not vacate his office by reason of his being a member of any corporation society or association which has entered or proposes to enter into a contract with the Company if such corporation society or association is among the class of companies referred to in the proviso to clause 3 of the Memorandum of Association of the Company and if he shall have declared the nature of his interest in manner required by the Act.

Provided always that nothing in this article shall affect the operation of clause 3 of the Memorandum of Association of the Company.

38. (1) Directors shall be elected from among the members of the Company at annual general meetings of the Company, and shall retire at the annual general meeting held in the year, two years after the year in which such directors were elected.
- (2) A retiring director is eligible for re-election.
39. The election of directors shall take place in the following manner:-
- (a) Any two members of the Company shall be at liberty to nominate any other member to serve as a director.
- (b) The nomination which shall be in writing and signed by the member and his proposer and seconder shall be lodged with the secretary at least twelve hours before the annual general meeting at which the election is to take place.
- (c) A list of candidates' names in alphabetical order with the proposers' and seconders' names shall be posted in a conspicuous place in the registered office of the Company as soon as nominations are received.
- (d) Balloting lists shall be prepared (if necessary) containing the names of the candidates only in alphabetical order and each member present at the annual general meeting subject to article 6 shall be entitled to vote for any number of such candidates not exceeding the number of directors to be elected.

VIII PROCEEDINGS OF THE DIRECTORS

40. (a) The directors may meet together for the despatch of business adjourn and otherwise regulate their meetings and proceedings as they think fit and may determine the quorum (not being less than three) necessary for the transaction of business. Until otherwise determined seven shall be a quorum.
- (b) The directors may from time to time elect one of their number to be chairman of their meetings and determine the period for which he is to hold office as such.
41. A meeting may be convened at any time by a director. Questions arising at any meeting may be decided by a majority of votes and in the case of an equality of votes the chairman shall have a second or casting vote. A director shall not vote in respect of any contract or proposed contract with the Company in which he is interested or any matter arising thereout and if he does so his vote shall not be counted.
42. The chairman shall take the chair at all meetings of the directors and in his absence the directors shall appoint a chairman in his stead.

43. A meeting of the directors for the time being at which a quorum is present shall be competent to exercise all or any of the authorities powers and discretions by or under these articles for the time being vested in or exercisable by the directors generally.
44. The directors may delegate any of their powers to committees consisting of such member or members of their body or members of the Company as they think fit. Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may from time to time be imposed upon it by the directors. The chairman shall be ex officio a member of any such committee.
45. The meetings and proceedings of any such committee consisting of two or more members shall be governed by the provisions herein contained for regulating the meetings and proceedings of the directors so far as the same are applicable thereto and are not superseded by any regulations made by the directors under the last preceding clause.
46. The directors shall from time to time determine in accordance with clause 7 of the Memorandum of Association at what times and places and under what conditions or regulations the accounting and other records of the Company shall be open to the inspection of members not being directors and all members shall have the right of inspecting any account or book or paper of the Company.
47. A resolution in writing signed by all the directors for the time being entitled to receive notices of a meeting of the directors shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more directors.

Copy of such resolution shall be sent to all directors.

48. (a) Every member shall receive notice of all general meetings of the Company and shall have the right to attend and vote (in person or by proxy) thereat.
- (b) Every member shall receive notice of all meetings of directors or sub-committees of directors and shall have the right to attend thereat.
- (c) The rights and privileges of a member as such shall be personal and shall not be transferable and shall cease on his death or on the cessation of his membership.

IX POWERS AND DUTIES OF DIRECTORS

49. The business of the Company shall be managed by the directors who may pay all expenses incurred in promoting and registering the Company and may exercise all such powers of the Company as are not by the Act or by these regulations required to be exercised by the Company in general meeting subject nevertheless to any of these

regulations to the provisions of the Act and to such regulations being not inconsistent with the aforesaid regulations or provisions as may be prescribed by the Company in general meeting. PROVIDED FURTHER THAT none of the assets of the Company acquired with funds provided by the Australian Government may be mortgaged or charged or otherwise encumbered, nor may any such asset acquired at a cost of more than \$1,000 be disposed of, in either case without the prior consent of 75% of members of the Company signified by consent in writing or by their vote at a general meeting of the Company.

50. The directors shall cause minutes to be made -
- (a) of all appointments of officers and servants;
 - (b) of names of members of the directors present at all meetings of the Company and of the directors; and
 - (c) of all proceedings at all meetings of the Company and of the directors.

Such minutes shall be signed by the chairman of the meeting at which the proceedings were held or by the chairman of the next succeeding meeting.

51. All cheques promissory notes drafts bills of exchange and other negotiable instruments and all receipts for money paid to the Company shall be signed drawn accepted endorsed or otherwise executed as the case may be by any two directors or in such other manner as the directors from time to time determine.

52. The directors shall cause minutes to be made of:
- (a) all appointments of officers and employees;
 - (b) the names of directors present at each meeting of directors and of any committee or sub-committee of directors;
 - (c) all resolutions and proceedings of all meetings of the Company and all the directors and all committees or sub-committees of the directors.

Special minutes shall be recorded in the minute book and shall be signed by the chairman of the meeting at which the proceedings were held or by the chairman of the next succeeding meeting.

The confirmation of such minutes shall be taken as the first business of the next succeeding meeting of the Company directors or committee as the case may be.

53. The directors shall have power to appoint and at their discretion remove or suspend officers clerks agents and servants and to affix their powers duties remuneration.
54. The directors shall arrange insurance against loss damage to or liability of the society by reason of fire accident or otherwise.

55. Notwithstanding the general powers hereinbefore conferred upon them the directors shall not except if authorised by special resolution of the members sell exchange or dispose of the undertakings of the Company or any part thereof.

X MINUTES AND REGISTERS TO BE KEPT

56. The directors shall cause minutes to be duly entered in books provided for the purpose of:
- (a) the names of the directors present at each meeting of the directors;
 - (b) all declarations made or notices given by any director (either generally or specially) of his interest in any contract or arrangement or proposed contract or arrangement or of his holding of any office or property whereby any conflict of duty or interest may arise;
 - (c) all orders made by the directors;
 - (d) all resolutions and proceedings of general meetings of the Company and of meetings of the directors.

All such minutes of any general meeting of the Company or of any meeting of the directors shall be signed by the chairman of such meeting or by the chairman of the next succeeding meeting and if so signed shall be receivable as prima facie evidence of the matters stated in such minutes.

57. The directors shall cause to be kept in accordance with the provisions of the Act:
- (a) a register of the holders of any debentures issued by the Company;
 - (b) a register of charges;
 - (c) a register of the holdings by the directors of shares in and debentures of the Company or any corporation which is deemed under the Act to be related to the Company; and
 - (d) a register of the directors managers and secretaries of the Company which shall contain with respect to each director his consent in writing to his appointment as such.

XI SECRETARY

58. A secretary or secretaries of the Company shall be appointed by the directors in accordance with the Act of whom at least one shall be ordinarily resident in the State. Any such appointment may be for such term at such remuneration and upon such conditions as the directors think fit and any person so appointed may be removed by them.

XII SEAL

59. The directors shall provide for the safe custody of the seal which shall only be used by the authority of the directors and every instrument to which the seal is affixed shall be signed by a director and shall be countersigned by the secretary or by a second director or by some other person appointed by the directors for the purpose.

XIII ACCOUNTS

60. The directors shall cause proper accounting and other records to be kept and shall distribute copies of every profit and loss account and balance sheet (including every document required by law to be attached thereto) accompanied by a copy of the auditors' report thereon as required by the Act provided however that the directors shall cause to be made out and laid before each annual general meeting a balance sheet and profit and loss account made up to date not more than six months before the date of the meeting.

The directors shall from time to time determine in accordance with clause 7 of the Memorandum of Association at what times and places and under what conditions or regulations the accounting and other records of the Company shall be open to the inspection of members not being directors. All members shall have any right of inspecting any account or book or paper of the Company.

XIV AUDIT

61. A properly qualified auditor or auditors shall be appointed and his or their remuneration fixed and duties regulated in accordance with sections 9, 165, 166 and 167 of the Act and clause 7 of the Memorandum of Association.

XV NOTICES

62. A notice may be given by the Company to any member either personally or by sending it by post to him at his registered address or (if he has no registered address within the State) to the address (if any) within the State supplied by him to the Company for the giving of notices to him. Where a notice is sent by post service of the notice shall be deemed to be effected by properly addressing prepaying and posting a letter containing the notice and to have been effected in the case of a notice of a meeting on the day after the date of its posting and in any other case at the time at which the letter would be delivered in the ordinary course of post.
63. (1) Notice of every general meeting shall be given in any manner hereinbefore authorised to:
- (a) every member except those members who (having no registered address within the State) have not supplied to the Company an address within the State for the giving of notices to them; and

- (b) the auditor or auditors for the time being of the Company.
- (2) No other person shall be entitled to receive notices of general meetings.
64. In proving such service it shall be sufficient to prove that the letter envelope or wrapper containing the notice and bearing the requisite postage was properly addressed and put into a post office or post box. A certificate in writing signed by any manager secretary or other officer of the Company that the letter envelope or wrapper containing the notice was so addressed and posted shall be conclusive evidence thereof.
65. Members may nominate as their registered address the registered office of the Company and in such cases and in the event of no New South Wales address being given the affixing of a notice to the Company's notice board within the due time shall constitute due notice to such members. Notwithstanding the provisions of article 6 or article 48, the affixing of a notice on the Company's notice board at least one hour prior to the holding of a meeting of directors or sub-committee of directors shall constitute due notice to all members who are not directors of such meeting.
- * 66. If upon the winding up or dissolution of the Company there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Company but shall be given or transferred to institutions having objects similar to the objects of the Company and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Company under or by virtue of clause 3 of the Memorandum of Association such institution or institutions to be determined by the members of the Company at or before the time of dissolution provided such institution or institutions meet the requirements of section 78(1)(a)(ii) of the Income Tax Assessment Act and if and so far as effect cannot be given to the aforesaid provision then to some charitable object.

XVII INDEMNITY

67. Every director auditor secretary and other officer for the time being of the Company shall be indemnified out of the assets of the Company against any liability arising out of the execution of the duties of his office which is incurred by him in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application under the Act in which relief is granted to him by the Court in respect of any negligence default breach of duty or breach of trust.

WE, the several persons whose signatures are subscribed being subscribers to the Memorandum of Association, hereby agree to the foregoing Articles of Association.

Signatures of Subscribers

Witness to Signatures and
Address of Witness

Witness to all signatures

DATED this 11th day of June 1973.



Aboriginal Housing Company Limited
Level 1, 104 Lawson Street REDFERN NSW 2016
PO BOX 374 STRAWBERRY HILLS NSW 2012
ABN : 28 001 154 481 ACN : 001 154 481

FINANCIAL STATEMENT FOR THE YEAR ENDED 30 JUNE 2014

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Index to 2014 financial report

Directors' Report	3
Statement by the Directors	7
Auditors Independence Declaration	8
Statement of Profit or Loss and other comprehensive Income	9
Statement of Financial Position	10
Statement of Changes in Equity	11
Statements of Cash Flows	12
Notes to financial reports	13
Auditor's report	27



Directors' Report

For the Year Ended 30th June 2014

The directors present this report to the members of Aboriginal Housing Company Ltd.

Director: Mark Spinks Board member since 14/04/2010 Chairman of Aboriginal Housing Company Ltd	Experience Chair and founder of BABANA Aboriginal Men's Group Since its inception in 2005, secretary of the Tribal Warrior Association, Director of the Redfern Foundation and Director Bridgeway Barnes Mentoring and training Company.
Director: Bruce Gale Board member since 14/4/2010. Secretary of Aboriginal Housing Company Ltd	Experience Currently working at RailCorp and has been Chair of Parramatta City Council for 13 years and Committee member for 17 years, Secretary of Sydney Regional Aboriginal Legal Service for 10 years.
Director: Bernadette Munro Board member since 23/06/2012 Treasurer of Aboriginal Housing Company Ltd	Experience Senior Business Analyst in the finance sector currently working with Westpac banking Corporation and has a background in operational risk and compliance. Advance in IT Business Analysis and Cert 4 in Project Management, organisational development, policy analysis and finance management.
Director: Barbara Kennedy Board member since 29/08/2011	Experience Employed with the Aboriginal Medical Service Redfern since 1993, working as a Mental Health Coordinator which has provided vast experience working within the complexities of all types of housing providers and government agencies.
Director: Alisi Tutuila Board member Since 26/06/2012	Experience Operates her-own employment and training company and has held numerous positions across health, community services and employment. Alisi brings to AHC a wealth of knowledge relating to effective community engagement and developing social inclusion strategies and a strong network across various areas of Indigenous Affairs.

The names of each person who has been a director during the year and the number of meetings attend to the date of this report are:

	Date appointed	date of cessation	Board's meeting	
			A	B
Mark Spinks	14/04/2010		9	11
Bruce Gale	14/04/2010		6	11
Bernadette Munro	23/06/2012		8	11
Barbara Kennedy	29/08/2011		8	11
Alisi Tutulia	26/06/2012		11	11

A – Number of meetings attends B – Number of meetings held during the time the director held office during the year.

Short and long – term objectives and strategy

The company's short- and long-term objectives are to:

- The short term objective of AHC is to continue to provide self-subsidised housing and gymnasium service to Aboriginals and Trait Strait Islanders people.
- The company's long term objective is to improve the standard and quality of living of the Aboriginal and Torres Strait Islander people living in safe houses provided by the Aboriginal housing company.
- Strengthening Aboriginal and Torres Strait Islander community through housings.
- To ensure that Aboriginal and Torres Strait Islander people enjoy the same standard of living as all other Australians.
- Improve the financial performance of the company.

The company's strategy for achieving these objectives includes:

- The above objectives will be achieved through development of viable and sustainable social and financial Strategies.
- This strategy include redeveloping the **Redfern Block Area - Pemulwuy Project** into a mixed used site which includes social and affordable housing for 62 families, a gymnasium, commercial and retail space, a gallery, student accommodation for 154, and a childcare space for 60 children.
- Secure finance to fund the redevelopment of the Precinct 1, 2 and 3.
- Considering the cultural need when redesigning the houses.
- Implement Recommendation from AHC Social Plan.
- Cyclical maintenance program to the current housing stock.

Principal activities

The company's principal activities during the year were:

- Provision of self-subsidised rental accommodation and to Aboriginal and Torres Strait Islanders people in NSW.
- Provision of community gymnasium services to Redfern Aboriginals and Torres Strait Islander community.

These activities have assisted the company in achieving its objectives by enabling it to:

- Provide service to the community as well as collecting a self-subsidised rental income which assist the company to run its operation.

Performance measures Achieved FY2014

- Improving cash flow position.
- Allocate sufficient fund for cyclical repairs and maintenance.
- Pay the backdated super, council rates and water rates.
- Acquiring 5 Caroline Street.

Keys performance measures for FY2015

- Improving cash flow position
- Compliance with AASB13 and AASB136 - Valuation of Assets
- Securing debt financing for precinct 2 and 3 of the Pemulwuy project.
- Secure funding to build social and affordable houses for Precinct 1 of Pemulwuy project.

Members Guarantee

The company is limited by guarantee. If the company is wound up, the Constitution states that each member is required to contribute a maximum of any unpaid membership fees.

Auditors' independence

The auditors' declaration of Independence appears on page 6 and form part of the directors' report for the year ended 30 June 2014.

Signed in accordance with a resolution of the directors made pursuant to s.298 (2) of the corporation act.

On behalf of the directors:

Director: Alisi Tutuila Signature:  Date: 30.10.14

Statement by the Directors

For the Year Ended 30th June 2014

The Directors of the Company declare that:

1. The Financial Statements and The Notes to the accounts are in accordance with the Corporations Act 2001 and:
 - (a) Comply with the Accounting Standards and the Corporations Act 2001 to the extent noted in Note 1 to the financial statements;
 - (b) Comply with the Australian Accounting Standards to the extent noted in Note one to the financial statements; and
 - (c) Give a true and fair view of the financial position as at 30th June 2014 and of financial performance of the company for the financial year ended on that date.
1. At the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

This declaration is made in accordance with a resolution of the Board of Directors of the AHC.

Name: Alisi Tutuila

Position: Director

Signature: 

Name: Mark Spinks

Position: Chairman

Signature: 