



SPECIAL MEETING

08 JULY 2024

AGENDA & REPORTS



WOORABINDA ABORIGINAL SHIRE COUNCIL

ABN 16 133 571 041

Council Chambers

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WOORABINDA ABORIGINAL SHIRE COUNCIL

SPECIAL MEETING

LOCAL GOVERNMENT REGULATION 2012

In accordance with section 254C of the *Local Government Regulation 2012* (Cth), notice is hereby given that Council will hold a Special Meeting on Monday, 8 July 2024, commencing at 10.30am.

Agenda

Appointment and removal of company officeholders of Woorabinda Pastoral Company Pty Limited ACN 011 072 450.

The special meeting will be held at the Council Chambers, 112 Munns Drive, Woorabinda, Queensland 4713.

COUNCIL REPORT

Recommendation:

Council to resolve to:

Approve the following changes to the officeholders of Woorabinda Pastoral Company Pty Limited ACN 011 072 450:

- 1. pursuant to clause 59 of the Constitution, appoint Cr Howard Booth to the position of Company Director and request the Chief Executive Officer to notify the Member of this approval;*
- 2. pursuant to clause 104 of the Constitution, appoint Kristine Smith to the position of Company Secretary and request the Chief Executive Officer to notify the Board of Directors of this consent; and*
- 3. pursuant to clause 104 of the Constitution, terminate Joshua Weazel from the position of Company Secretary and request the Chief Executive Officer to notify the Board of Directors of the Company of this consent.*

Background:

Council is the sole Shareholder of Woorabinda Pastoral Company Pty Limited ACN 011 072 450 ("the Company").

The Company's structure comprises a mix of Directors, including those elected from Council members and others with specialised skills and knowledge. Following the recent local government elections, significant changes occurred in the Board of Directors due to the departure of Councillors and the voluntary resignation of some skilled Directors. Consequently, it is necessary for Council to re-elect Directors from its elected Members and to help the Company restore a complete team of officeholders, ensuring effective governance and strategic direction.

As specified in the Company's Constitution adopted on 29 February 2000:

1. Directors of the Company may only be appointed by the Company by ordinary resolution with the Approval of the Council (clause 59);
2. The Directors of the Company may appoint one or more Secretaries with the consent of the Council (clause 104); and
3. The Directors of the Company may at any time terminate the appointment of a Company Secretary with the consent of the Council (clause 104).

A copy of the Constitution is attached.

Preston Law will attend the Council meeting to further discuss the matter with Council if necessary.

Officer's Recommendation:

Council pass the abovementioned resolutions in accordance with the relevant terms of the Company's Constitution and request the Chief Executive Officer to notify the Company and Board of Directors accordingly.