



Riverina

Medical and Dental

ABORIGINAL CORPORATION

ICN 745 ABN 86 609 212 206 (under special administration)

Newsletter 1 February 2022

DEAR MEMBERS, TRADITIONAL OWNERS AND OTHER INTERESTED PEOPLE,

My name is Peter McQuoid and on 22 February 2022 the Acting Registrar of Indigenous Corporations, Gerrit Wanganeen, appointed me special administrator for Riverina Medical and Dental Aboriginal Corporation ICN 745 (RivMed). The appointment is for 6 months and due to end on Friday, 26 August 2022.

While I'm in this role I'll send regular newsletters to let you know what I'm doing to help get your corporation back on track. This is the first.

What is special administration?

A special administrator is an independent, suitably qualified person who works in the best interests of the corporation and its members. The special administrator helps to fix problems such as money trouble, service delivery problems or poor governance.

Only the registrar can appoint a special administrator. This form of assistance is unique to the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act).

Special administration differs from other types of external administration in that the special administrator's aim is to work with the corporation to fix internal problems and restore it to good health. When I achieve that, I will appoint a new board of directors and hand back control of the corporation to its members.

There are 3 stages to a special administration.

STAGE	ACTION	STATUS
1	Take control of the assets, including bank accounts; build a complete picture of issues and challenges; and establish a clear plan of action.	IN PROGRESS
2	Restore good operational order.	IN PROGRESS
3	Prepare the corporation for return to members control.	NOT STARTED

It is important to note that during my appointment, there will be **no disruption to the services** that RivMed provides.

Why is RivMed under special administration?

An examination of the books of RivMed completed in October 2021 identified a range of serious deficiencies in RivMed's governance and operations. Shortly afterward, the corporations' members passed a vote of no confidence in the board, and elected new directors.

After the examination, some of RivMed's stakeholders asked the registrar's office to intervene to assist the corporation. In January 2022 RivMed was issued a notice asking the board to show cause why the corporation should not be placed under special administration. In their response, the new directors unanimously agreed that a special administration was in the best interests of the corporation and its services, its members and the community.

If successful, the special administration will fix RivMed's governance, service delivery and other problems.

Where are we now

Stage one of the special administration will be finished soon and I have made good progress in a number of important areas.

I am pleased to advise that with the support of the members, staff, community and funding bodies **all services will continue** to operate at RivMed. My job is to restore good operational practice and then prepare the corporation to be handed back to members' control.

Special administration corporation advisory group (CAG)

Your path to a position on the future board of RivMed

I am in the process of establishing a special administration corporation advisory group (CAG). The advisory group will help me to make sound decisions during the special administration for the welfare and governance of the corporation.

Members of the advisory group will be people who want to be considered for a future position on the board and who have the skills required to guide and

strengthen the leadership, business and development of the corporation.

You are invited and encouraged to nominate your interest in joining the CAG using the attached form. During the special administration, the advisory group will help me:

- review the corporation's rules with a view to putting in place better mechanisms for good governance
- look at ways the corporation's rules can be amended to reflect the interests of all members
- review new membership applications
- consider how best to strengthen the corporation, develop the capability of its future board and improve its administration systems.

At the end of the special administration, I will appoint members from the CAG to the new RivMed board, to lead the governance, strategy and commercial oversight of RivMed in its important role as an Aboriginal community-controlled health service.

I will keep accepting nominations for the CAG well into the special administration but encourage you to nominate your interest as soon as possible.

The CAG may also consist of some non-members of the corporation who have the skills and experience required to assist the CAG members and myself during the special administration.

Other activities

With the help of ORIC staff I will start converting the corporation's **rule book** to a simplified, condensed version. I will place the first draft of this on the ORIC website for everyone to see. With the help of the CAG, I will also review rules about membership and board eligibility to see if they require amending.

I have **scheduled meetings with key stakeholders** from the NSW and Commonwealth government agencies including Department of Health, Department of Communities and Justice, Ministry of Health (NSW), Office of the Children's Guardian, Department of Social Services and National Indigenous Australians Agency. These agencies have offered significant support to the corporation.

All **staff police checks and working with children clearances** will be reviewed.

During the special administration **I will visit the corporation during the 4th week of each month.**

In those visits I will meet with staff to review progress and, when the CAG is established, meet with its members.

RivMed corporate recovery team

I have gathered a team of people to work with existing RivMed staff to bring about a positive change for the corporation and ensure its long-term future:

Governance – John Ramsay from JXR Consulting will work with RivMed senior managers and the CAG to ensure there is an appropriate and effective governance framework in place. John will work with the CAG and staff on the quality of reports prepared for CAG oversight.

Human resources – Kelli Dragos from Abundance HR will work with staff, especially those who have been absent on WorkCover. Kelli will also work with our industrial relations lawyers to clear up any claims by former staff members against the corporation.

Recruitment, leadership structure and board development – Keith Mackay from KMSearch will oversee the recruitment of a new CEO. He will also start recruiting members for the CAG, as well as searching for specialist independent members. Keith will also provide training for the directors-elect on the role of directors and how to manage a CEO's performance.

Industrial relations – Adrian Barwick from Williamson Barwick will work on resolving any cases where former staff members are claiming damages from the corporation. Adrian will also work on reviewing and where necessary creating employment contract templates for management positions and staff generally.

Information & annual general meeting (AGM)

I will be holding a joint information meeting / annual general meeting on **17 March 2022** at 5:15 pm at the CSU Riverina Playhouse. The notice of meeting is attached to this newsletter. All interested persons are encouraged to attend.

Because of the special administration there will be no voting for directors at this AGM.

A representative from the Office of the Registrar of Indigenous Corporations (ORIC) will be in attendance and available to answer your questions.

More on special administrations

See ORIC's fact sheet **Special administrations: what members and directors need to know** at oric.gov.au.

Find out more about special administrations via oric.gov.au or by calling the registrar's office on **1800 622 431**.

Many thanks,
Peter



Special administrator

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Nomination to be in the special administration corporation advisory group (CAG)

I _____

(insert name)

nominate myself for the special administration corporation advisory group (CAG).

My relevant background and experience

My contact details

Email: _____ Phone: _____

Address: _____

Signature: _____ Date: _____

Please return your form to Keith Mackay at KM Search by email to k.mackay@kmsearch.com.au

For more information, call Keith Mackay on 07 3289 6071



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Notice of information meeting and annual general meeting

Members and other interested people are invited to the AGM and first information meeting of the special administration.

The meeting is not only for members. It's a chance to be informed, ask questions and enjoy some fellowship and afternoon tea.

Media cannot attend this meeting. Please note that in accordance with rule 4.12, proxies are not permitted.

A representative from ORIC will be present and happy to respond to any questions you have.

This is an opportunity for you to discuss the special administration and your corporation's future. Please come along. Light refreshments will be provided.

No financial support is available to attend this meeting.

Peter McQuoid
special administrator

DATE: Thursday, 17 March 2022

TIME: 5.15 pm

PLACE: CSU Riverina Playhouse
8 Cross St
Wagga Wagga NSW 2650

Agenda

1. Checking the register of members
2. Confirming the minutes of the previous general meeting
3. Role of the special administrator and aim of the special administration
4. Presenting the financial report
5. Choosing an auditor (if required) and agreeing on the fee
6. Progress to date
7. Next steps
8. Asking questions about the corporation and the special administration