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INDEPENDENT COMMISSION AGAINST CORRUPTION

THE HONOURABLE MEGAN LATHAM

PUBLIC HEARING

OPERATION GREER

Reference: Operation E14/0362

TRANSCRIPT OF PROCEEDINGS

AT SYDNEY

ON WEDNESDAY 11 MAY 2016

AT 10.05AM

Any person who publishes any part of this transcript in any way and to any person contrary to a Commission direction against publication commits an offence against section 1122) of the Independent Commission Against Corruption Act 1988.

This transcript has been prepared in accordance with conventions used in the Supreme Court.

THE COMMISSIONER: Yes, Mr Henry.

MR HENRY: Thank you, Commissioner. Before I call the next witness, I just wanted to identify, for those who are interested, the fact that we have the proposed witness list for the remainder of the week up on the website.

THE COMMISSIONER: Yes.

10 MR HENRY: And as you indicated yesterday, Commissioner, we're slightly behind what we hoped to be in terms of the progress of getting through the witnesses as at the end of yesterday. We have received a number of indications from witnesses as to their availability and we've attempted to accommodate that. And so for the benefit of everybody who may be interested, if there are availability issues, please let Mr Collins at ICAC here know. Obviously we can't undertake to accommodate everybody's requests, but we do what we can.

20 May I make this observation with respect to the rest of this week. We've identified four witnesses for each of today and tomorrow, and five for Friday. Doing the best I can on my feet at the moment, I suspect it's a bit ambitious to anticipate that we would get through all of those witnesses this week, but we will obviously have to just assess that as we go. And at the end of each day an updated witness list will be put up on the website so that everyone can see what's proposed going ahead.

So if anyone does have an issue with their availability, please let us know and we'll do what we can without undertaking to meet everybody's convenience.

30 THE COMMISSIONER: Thank you, Mr Henry.

MR HENRY: Otherwise I propose to be calling the next witness.

THE COMMISSIONER: Yes.

MR HENRY: The next witness is Gloria Provest.

MR CHEE: Commissioner, Chee.

40 THE COMMISSIONER: Yes, Mr Chee.

MR CHEE: I appear for Ms Provest. I can indicate that I've explained the operation of section 38 to her, and she seeks a declaration.

THE COMMISSIONER: Thank you.

MR CHEE: I can also indicate that she will be taking affirmation.

THE COMMISSIONER: Thank you. Just take a seat, Ms Provest. I just need to ensure that you appreciate that the order does not protect you from the use of your answers in proceedings under the ICAC Act if it should be found that you have given false or misleading evidence. You understand that?

MS PROVEST: Yes.

10 THE COMMISSIONER: Yes. Pursuant to section 38 of the Independent Commission Against Corruption Act, I declare that all answers given by this witness and all documents and things produced by this witness during the course of the witness's evidence at this public inquiry are to be regarded as having been given or produced on objection and there is no need for the witness to make objection in respect of any particular answer given or document or thing produced.

20 **PURSUANT TO SECTION 38 OF THE INDEPENDENT COMMISSION AGAINST CORRUPTION ACT, I DECLARE THAT ALL ANSWERS GIVEN BY THIS WITNESS AND ALL DOCUMENTS AND THINGS PRODUCED BY THIS WITNESS DURING THE COURSE OF THE WITNESS'S EVIDENCE AT THIS PUBLIC INQUIRY ARE TO BE REGARDED AS HAVING BEEN GIVEN OR PRODUCED ON OBJECTION AND THERE IS NO NEED FOR THE WITNESS TO MAKE OBJECTION IN RESPECT OF ANY PARTICULAR ANSWER GIVEN OR DOCUMENT OR THING PRODUCED.**

30 THE COMMISSIONER: Yes, can we have the witness affirmed, please?

MR HENRY: Thank you, Commissioner. Ms Provest, am I correct in understanding that you became a board member of Gandangara Local Aboriginal Land Council in 2012?---Yes, that's right.

And for convenience, I'll refer to the Land Council as GLALC. Do you understand that?---Yes.

10

And are you able to recall approximately when in 2012 you became a board member?---I think it was May.

May. And I understand, as well, that it was only a few months prior to that that you became a member of the council.---Yes.

So you became a member and shortly thereafter you were elected to the board.---Yes.

20

All right. Excuse me. Now prior to May 2012 when you became a Board member had you been a director of any other Aboriginal Land Council?---No.

Had you been a director of a corporation?---No.

Had you had any education or training with respect to directors duties?---Before I became a Board member?

Yes?---No.

30

And also before you became a Board member had you had any training or education concerning corporate governance?---No.

Conflicts of interest?---Working in the government, in Department of Education, I understand what conflict of interest is, yeah.

All right?---But I probably had some training in it I'd imagine over the years, yeah.

40

All right. Well perhaps, could you perhaps explain what your employment was in broad terms prior to becoming a director of GLALC?---I think at that time I was a team leader of the school's area in Aboriginal Education and Community Engagement in the Department of Education.

I see. And were you in that capacity – what were you responsible for?---Looking after a number of staff that facilitated programmes and funding out to schools across the state for Aboriginal students.

Right. So as far as the funding aspect was concerned were you responsible for allocating funds?---Yes.

And did you have to prepare a budget?---Yes, with the finance officer in the department. We had someone that we worked closely with to do that, yep.

And are you able to say, even approximately the amount of money for which you budgeted on an annual basis?---Oh well one programme alone that major one was \$16M, so - - -

10

Right?---Yeah, and others were a lot less than that, but probably, it varied from year to year.

In your role at work did you have experience in reviewing management accounts?---Yeah, with the finance officer, we went through those, yep.

I see. And, and financial statements?---Yeah, to a, to a degree, yep.

Right. Did you have any training as in formal training apart from your work experience in relation to the understanding of accounts and financial statements?---No.

20

All right. Now following your appointment as a direct of GLALC were you provided with any training?---Prior to, no.

No, no, sorry following, once you were appointed - - -?---Oh following, yeah, sorry, sorry, yes, yes.

That's all right. And what was that training?---I think it was I did two lots in Wollongong at the Novotel with John Mero.

30

Right. And do you recall – you said you thought you became a director in about May 2012, was it shortly after that that you attended a session in Wollongong or not?---I can't remember. I think probably a few months down the track. But I couldn't say 100 percent when it was, yep.

All right. And are you able to describe what the subject matter of the training was?---Well it was mainly around governance and there was some financial, I think basic financial training in that . I can't remember everything else that was in it.

40

How long did the training go for?---It went for two days.

I see?---Yeah, over a weekend.

Do you recall if it covered debt directors duties?---Debt directors?

Directors duties, did it cover that?---I'm assuming it did, but, yeah, I can't recall.

You can't recall?---Yeah.

What about that you said you thought you went to two sessions. How far apart were the two sessions?---Oh there was one in I think the first year, probably towards the end of that year I'm thinking. And then the next one, oh at least six months apart it would have been.

10 All right. And was it training purely for GLALC directors or were there other directors of other Aboriginal Land Council's there?---It was purely for GLALC.

Right. And do you know if – are you able to say whether all or most of the directors attended?---Most of them did.

I see. Do you know who organised it?---GLALC, Jack.

Mr Johnson?---Mr Johnson, sorry, yep.

20 I see. If it's more convenient for you to refer to Mr Johnson as Jack that's – I understand what – who you're referring to. Did you receive any training from – whilst you were a director of GLALC from the New South Wales Aboriginal Land Council?---Yes. Yeah, one lot of training at – it was at GLALC. It was quite a while after I became a Board member and it was I think one and a half days.

All right. Do you know who conducted the training, can you recall?---I think it was NSWALC. Someone from NSWALC came out to do it but I can't recall who it was.

30 I see. And can you recall the topics that were covered?---No, sorry.

That's all right. Now, did you understand whilst you were a director of GLALC that you were obliged to appoint a Chief Executive Officer?---Yes.

And what did you understand the Chief Executive Officer's role to be? ---The operations of the Land Council so, you know, staffing, just the complete operations of, you know, having the GLALC run effectively.

40 Would it be a fair way to describe it as you understood the Chief Executive Officer's responsibilities to include the day-to-day management of GLALC?---Yes, yeah.

Did you have any understanding as to what responsibilities the Board of Directors of GLALC could delegate to the Chief Executive Officer?---Yes. Oh well, usually the CEO would come to the meetings and discuss things and the Board would agree or not agree whether that should happen or not

but we didn't actually have a lot to do with the day-to-day things that were happening there.

When you're referring to the meetings you're referring to directors' meetings are you?---Yes, yeah.

All right. Did you get any instruction after you became a director of GLALC about the Aboriginal Land Rights Act?---No.

10 And did you have any instruction about that prior to becoming a director?  
---No.

Did you know of - - -?---I knew about it but I hadn't actually – which in hindsight I should have known about it but - - -

All right. Well, when you say you knew about it, are you saying you knew of the existence of the Act before you became a director?---Yes, yeah.

20 Did you know anything about – other than the fact that the Act existed did you know anything about what it said?---No, no.

All right.

THE COMMISSIONER: Did none of the training that you attended down in Wollongong include any aspects of the Aboriginal Land Rights Act?---I don't recall that it did.

30 And similarly with the New South Wales Aboriginal Land Council, that didn't include any - - -?---I don't recall it, no.

MR HENRY: I'll provide you with a copy of some sections of the Act. You can give that to the Commissioner if she wants.

THE COMMISSIONER: I've still got the previous one.

40 MR HENRY: All right. I'll take that back. I appreciate – excuse me – Mrs Provest, that you, you're unfamiliar with the terms of the Act but nonetheless I want to ask you whether you were aware of the substance of certain provisions. You'll see I've provided to you a copy of section 78B of the Act and at subsection 1 it says, "The following persons must not be or continue to be employed as the Chief Executive Officer of a Local Aboriginal Land Council." Can you see those words?---Yeah.

And if you go down the page to subparagraph (e) you will see it says, "A person who has an interest in or is an employee of or concerned in the management of a corporation that receives a benefit from the Council." Can you see those words?---Yeah.

The effect of this I suggest to you in relation to subparagraph (e) is that a person who meets the description in subparagraph (e) cannot be or continue to be employed as the Chief Executive Officer of a Local Aboriginal Land Council. Do you understand that?---Yes, yeah.

Did you understand – I appreciate you didn't know section 78B of the Aboriginal Land Rights Act says what I've just said?---Mmm.

10 But did you nonetheless whilst you were a director of GLALC understand that a person who satisfied the description in subparagraph (e) could not be the Chief Executive Officer of GLALC?---Did I understand it then?

Yes.---No.

No-one ever told you that?---No.

You just need to speak - - - ---Oh, sorry.

20 - - - for the transcript.---Speak up a bit?

Yes.---I'll have a drink of water.

Now, just if I could ask you, please, to turn back to subparagraph E. You'll see that it refers to a person who has a number of characteristics. Do you agree?---Yes.

30 Now, one of those characteristics is a person who has an interest in a corporation. I want to ask you about a corporation named Waawidji Proprietary Limited, and I'll call it Waawidji for convenience. Do you understand?---Yes.

Were you, when you were a director of GLALC, aware of the existence of Waawidji?---Yes.

All right. And what did you understand Waawidji was or did?---That I understood that it was a company that Jack Johnson owned or had, yeah.

40 Did you understand that, when you say he owned, what do you mean by that? That he - - - ?---Well, that it was his company.

It was his corporate vehicle? Is that your understanding?---Yes, yeah.

Did you understand that he controlled it?---Yes.

Did you understand he managed it?---Yes.

Did you know whether he was a director of it?---No. I assumed that but, no.

But you didn't know.---Only got to know about it after I, you know, more about it after I became a board member, I suppose, yeah.

And when you say you knew more about it, what more do you refer to?  
---Well, it'd come up in meetings and things, Waawidji, you know. Didn't really know a lot about it before then, but still don't know a lot about it. Yeah.

10 But nonetheless it was your understanding whilst you were director that it was in effect Mr Johnson's company?---Yes.

If I could ask you, please, to turn to the last page of the document, which records section 152 of the Aboriginal Land Rights Act. And again, I appreciate you didn't understand, or you didn't know, at the time of your directorship of GLALC what section 152 of the Aboriginal Land Rights Act said. But I nonetheless am interested to know whether you knew the substance of what's recorded here. You'll see at subsection 1 it says, "Each Local Aboriginal Land Council is to establish, in an authorised deposit-taking institution, an account, which is called the Local Aboriginal Land  
20 Council's account." Do you see that?---Yes.

And then if I could ask you, please, to go to subsection 3. It says, "The following is to be paid from the Local Aboriginal Land Council's account." And firstly, there's three things. Firstly, "amounts required for the acquisition of land by the council, where that acquisition has been approved in accordance with this Act". Do you see that?---Yes.

30 Secondly, "amounts required to meet expenditure incurred by the council in the execution or administration of this Act". Do you see that?---Yes.

And then thirdly, "any other payments authorised by or under this or any other Act". Do you see that?---Yes.

Now, did you know when you were a director of GLALC that amounts held in GLALC's bank account could only be paid for the three purposes identified in subsection 3?---No.

No-one told you that?---No.

40 All right. You can hand that document back, if you would, please. Now, I'll show you a document in volume 10 of exhibit G1, at page 121. You should have in front of you, Ms Provest, meetings of a board meeting of GLALC and other entities of 10 December, 2012. Is that what you're looking at?  
---Yes.

You'll see that you are identified as an attendee at the meeting. Do you see that?---Yes.

My understanding is that the spelling of your surname is incorrect there. Is that right?---Yes.

It's supposed to be P-r-o-v-e-s-t is it?---Yes, that's right.

Now I want to ask you about the way in which meetings generally of the Board of GLALC were conducted. And then I'll come to the detail of this particular meeting?---Ah hmm.

10 In relation to the more general questions were you ordinarily provided with Board papers prior to a Board meeting?---Sometimes. I'd have it emailed – we'd have it emailed to us that afternoon of the meeting, sometimes. And some of the documents but not always.

THE COMMISSIONER: So the afternoon of the meeting?---Yes.

What about in the days prior to the meeting?---No.

MR HENRY: And when – I realise this is generally speaking, but when you  
20 were emailed Board papers on the afternoon prior to the meeting how voluminous were they?---Oh, it varied.

All right. Were there attachments to the email?---I think so.

Okay. Can you recall whether for example you would receive multiple  
attachments or one attachment?---Oh, probably a couple of attachments  
sometimes. Usually it was late in the afternoon and I'd be on my way from  
the city to Liverpool, so I never really got a chance to have a look at them  
prior to the meetings.  
30

I see?---But I, they did come in sometimes, yeah.

So on occasion Board papers were emailed to you but not in sufficient time  
for you to read them prior to the meeting. Is that a fair summary?---Yes,  
yep.

All right. Then you arrived at Liverpool for the meeting?---Yes.

40 Were there papers waiting for you upon your arrival at the office?---Yes,  
they'd usually be in a folder sitting on the, the table ready for us.

And are you able to say whether the documents in the folder were the same  
as the documents that had been emailed to you or not?---No, I just assume  
they were, but I can't say exactly, yeah.

Presumably that's because you didn't have an opportunity to look at the  
email?---(No Audible Reply).

All right. And again I understand it's a general question, but what, what were the types of documents ordinarily waiting for you in the folder?---Oh the agenda was in the folder and the previous minutes, the minutes from the previous meeting and I'm just trying to think what else, not a lot else I don't think.

All right. Were there ever reports in the folder?---I can't recall whether they were in there.

10 On printouts of PowerPoint presentations?---For that meeting?

Yes?---I don't think so.

When you arrived at the office and the folder was made available to you did you have time to read the contents of the folder before the meeting?---Well usually because sometimes there wasn't a lot in there, so I could get through the minutes and the agenda fairly quickly, yep.

20 So if it was just minutes and an agenda it might only be half a dozen pages or less?---Yep.

And you could read that?---Yes.

But if it was more than that would you have had time?---That would depend on what time the meeting started.

All right?---And what time we got there, yeah.

30 Now in relation to the actual conduct of the meeting you'll see by reference to these minutes at page 121 of 10 December, 2012 that the minutes record of series of motions and whether they were carried. Do you see that?---Yes.

Is, is this the way the, the meeting was conducted? A motion was proposed in this way, Mr Johnson would be on a computer in attendance at the meeting and he would type up a proposed motion or resolution that would go up on to an overhead or PowerPoint presentation for everyone to see? Did that happen?---I think so, yes.

40 Was it as you, as you recall – you'll see for example motion 1 on page 121, "The Board moves that the minutes of the meetings held on 30 October, 2012 are accepted." Now, that's a recurring resolution amongst the minutes of GLALC but is the way in which it worked Mr Johnson formulated the terms of the resolution in the motion?---Yes, usually, yeah.

All right. Can you recall anyone else formulating the terms of any resolution?---I can't recall, no.

All right. Do you recall, do you ever recall debate or discussion about whether the terms of a resolution should be amended or not?---Sometimes there was, just the wording to be changed, yeah.

And did that occur after the wording had been put up on the overhead for everyone to see?---Yes, yeah.

10 And I rather understand – tell me if this is right or wrong – that the terms of the resolutions that were put up on the overhead for everyone to see had not been prepared, as far as you’re aware, prior to the meeting but they were generated during the meeting. Is that right?---That’s right.

Well, certainly as a director you weren’t provided with proposed terms of resolutions prior to the meeting?---Not that I can recall, no.

20 All right. So the terms of the resolution go up on the overhead projector or PowerPoint screen and then you’ll see in the minutes it says someone moved each motion. How did that happen?---It was typed up onto the overhead and then someone would move it and then someone would second it.

But did that happen by that person’s own volition or did the Chairperson or someone else, Mr Johnson say will someone move this or how did it work? ---Yes, yeah, would be asked who moves this and ask for a seconder.

Right?---And usually the Chairperson did that.

30 All right. And at that time that was Ms Cronan wasn’t it?---That’s right, yeah.

All right. Then following that, there’s a mover and a seconder, is a vote taken or how did it work next?---I don’t recall a vote being taken. That was it.

THE COMMISSIONER: You mean at any time in relation to any resolution?---No.

You don’t recall votes being taken?---No.

40 MR HENRY: I understand you’ve said no votes were taken, was – did anyone say well, the motion is carried or the resolution is passed or anything to that effect?---Not that I recall, no.

Were you ever left uncertain as the end of a meeting whether a particular motion had succeeded or not?---No. I just – that was the way it was run.

So say for example, if you look at page 121, motion 3, it says, “The Board resolves that Lawler Partners be invited to the February, 2013 Board

meeting to show cause as to whether or not they should be reappointed as auditors for the 2012/2013 fiscal period.” Do you see that?---Yes, yeah.

And then it says moved by Rohan Tobler, seconded by yourself?---Yeah.

Do you actually have a recollection of that occurring at the meeting, that is, you seconding - - -?---Yes, yeah.

- - - that motion?---Yes, yeah.

10

All right. So presumably – correct me if I’m wrong – a motion or a proposed resolution in those terms is put up by Mr Johnson on the overhead during the meeting. Is that correct?---Yes, yeah.

Mr Tobler says I move it. Is that right?---Yeah. There would have been some discussion around it.

All right. And then what, following the discussion Mr Tobler says I move the motion?---Ah hmm.

20

And then you say I second it?---Yeah.

And then – well, then what happens in order for it to be carried?---I supposed no one disagreed so it was just carried, yeah.

I see.---No one raised any concerns or disagreed with it so, yeah.

I may be wrong but I can’t recall seeing any motion in any minutes not carried.---Mmm, possibly.

30

Do you recall any motion not being carried?---No.

THE COMMISSIONER: Does your answer a short time ago indicate that there was no occasion when any member of the board, in relation to a motion, said, “I’m not sure what this is about. I have some issues with it. I’m not quite understanding the terms of this”? Was there ever any doubts expressed by any members of the board before a resolution was put and carried?---No.

40

No?---No.

MR HENRY: Did - - - ?---Not that I recall, no.

Can you recall a director ever saying, “I’m opposed to this. I don’t agree with it,” in relation to a resolution?---In these minutes?

No, just more generally.---At any - - -

At any board meeting.---At a meeting, I'm not sure, yes, it was a board meeting, I did object to something but I'm not sure if it ever went into the minutes or not.

All right.---And I can't recall which meeting it was at.

Right.---But I recall the time and the incident.

10 All right. Well, what was that, please?---That was in relation to – that was  
an email that came prior to that meeting. It was a letter to the  
administrators, I think it was, from Jack. It was after there was some  
anomalies found in the financial statements. And it was a letter to the  
directors asking us to sign to say that we knew about the truck being used  
for Gandangara purposes. And actually that was one afternoon I did print  
off and we were asked to come in. But I'm not a hundred per cent sure  
whether that was a board meeting or whether we just came in for a meeting.  
And I went. I think it was a board meeting. Went that afternoon, or that  
night after work, and went, 'cause I refused to sign the letter, because I  
didn't know about it, and I said, "I'm not signing something that I'm not  
20 aware of." And it was to do with the truck being used by Gandangara,  
because apparently there was some discussion about it becoming a dental –  
using multipurpose as a dental clinic to be taken around to schools so there  
was a dental service being operated. And there was some costs in there  
about the use of the truck and other things. And I just said I wasn't signing  
it because I didn't know about it and I wasn't agreeing to something that I  
knew nothing about. And actually got attacked across the table, or abused,  
saying that I didn't know anything, that it'd been discussed prior, I was only  
new to the board. It had been discussed, obviously, prior to me being on the  
board. And Jack had said, "Well, we can't move on till everybody agrees  
30 with the meeting." So, yeah, it was a meeting. And in the end, after being  
abused, I signed the paper, which I regretted.

When you say you were attacked and abused, I assume you mean verbally.  
---Verbally, yeah.

Yeah.---Verbally, yeah.

And who did - - - ?---I felt attacked.

40 Yes. Who do you say attacked and abused you?---Rohan Tobler.

Right. Can you recall what he said or the substance of it?---Not word for  
word, but just how I was only new, I didn't know what was happening, and  
it had been discussed. Yeah, so to that effect, mmm.

So did this occur – I appreciate you can't recall the precise time, but you  
said earlier that you commenced as a director of GLALC in about May  
2012. Did this occur shortly after then or not?---No, no. It was after the

administrators had come in. So, towards the end, I suppose, of our time as board members.

Now so you obviously can recall that particular incident where you disagreed and expressed disagreement about what was proposed to you. Is that the only instance that you can recall in which a member of the Board of GLALC expressed disagreement with a proposed resolution or course of action?---Yes.

10 Otherwise the way in which certainly the Board meetings ran was someone would move and someone would second a proposed resolution. Nothing would be said for or against it and then everyone presumably proceeded on assumption that the resolution was passed. Is that your understanding?  
---Yep, my understanding of it, yes, yep.

Okay. Did you yourself feel at all disinclined to express disagreement with a proposed resolution?---No, I don't think so.

20 So there was no fear of speaking up for example?---No.  
All right?---Well not before that occasion.

Yes, I understand. You'll see, and I directed your attention to this earlier, in motion 1, it says the Board moves that – this is on page 121, the Board moves that the minutes of the meeting held on 30 October, 2012 are accepted. Do you see that?---Yes.

30 As I indicated earlier that's a recurring theme, the minutes acceptance of the preceding Board's Board meeting minutes. Can you recall – sorry before I ask you that, did you ordinarily read the minutes from the preceding meeting before that motion would be put on the board at a meeting?---Yes, usually, yep.

Did you ever suggest any amendments to minutes?---Oh yes, that my name is spelt correctly.

I see. I gather that wasn't taken up?---Not for a little while.

40 All right. Apart from that did you ever suggest any other amendments to – that you can recall, to minutes of a meeting?---Not that I recall.

Do you recall any other director ever suggesting amendments to the minutes of a meeting?---Not that I recall, no.

Who do you understand created the minutes?---Jack did the minutes.

Right. And as far as you can recall was he ordinarily at Board meetings?  
---Yes.

Now if you turn please to page 122 of volume 10, you'll see at the top of the page motion 4 and it says "the Board resolves the contract between GMS Limited and Waawidji Pty Limited be terminated by mutual consent". Do you see that?---Yes.

That contract referred to between GMS Limited and Waawidji was that document ever shown to you?---This, the minutes do you mean?

10 No. Perhaps, perhaps I'll deal with it this way?---The contract.

THE COMMISSIONER: The contract?

MR HENRY: Yes?---No. Sorry, no.

I can show you a copy of the contract if it assists you. Do you need that - - - ?---No, no.

20 So you - - -?---I've never seen the contract, a contract.

All right. Did anyone ever tell you what its terms were or the substance of the terms?---Not that I recall, no.

Did you have any understanding at all what the contract between GMS and Waawidji was about?---No.

30 It says that the contract – I withdraw that. At the time of this – I withdraw that as well. During your period as a director of GLALC did you understand that you were a director of GMS or not?---When I first became a Board member for GLALC it wasn't until I received lots and lots of envelopes from ASIC and I was quite surprised because I didn't know that that all of those entities belonged to GLALC and that I was a director of them. I was, yeah, never informed of that and when I got all this I thought someone had just resent the same, because they all looked similar except they had a different name on each of the entities, until I had a real good look and I went, you know, and there were quite a number of them. So I wasn't aware of that.

40 Sorry, what did you receive from ASIC?---Paperwork to say that now a director of these entities or organisations or, yeah.

Bear with me a moment.

THE COMMISSIONER: When you received that correspondence did you raise that issue with anyone?---I just said I was surprised. I didn't realise that.

Who did you say that to?---Oh, it was at one of the meetings, yeah.

And was it explained to you why you were a director of those other entities?---No, not really, no. But those entities belonged to GLALC. That as my understanding so becoming, yeah, becoming a Board member of GLALC automatically you became a director of those entities. That was what, yeah, my understanding and that's what was explained to me.

MR HENRY: By whom, I'm sorry?---By Jack.

10 And when was that?---I don't – well, shortly after receiving the paperwork which I'm not sure how long that was after I was elected.

This paperwork, was it paperwork that you were asked to sign?---I think we might – I might have signed something the night I got elected, I think, but I remember signing and I thought what's all this about but didn't really know what it was all about.

20 Were the documents you received from ASIC information for your purposes or did you have to return them?---No, just for information.

I see. So upon receipt of this – these documents from ASIC you became aware for the first time that you had become a director of companies other than GLALC. Is that right?---Yeah. I still thought it was all part of GLALC though. It was just entities that GLALC had.

Right. You mentioned a moment ago that Mr Johnson told you something, was that on the – at the time at which you were elected a director of GLALC?---On that evening?

30 Yes.---No.

I see. It was after that was it?---I think so. Yeah, after I go the paperwork as I didn't understand - - -

From ASIC?---Yeah.

40 And doing the best you can, can you recall the substance of what he told you?---Just that becoming a, I think, coming a member or a Board member made us a director of the entities.

And what entities did you understand he was referring to?---Well, the health services and a list of those entities.

Right. Did you understand that they included GMS?---Yes, yeah.

Returning then if you would please to page 122 of volume 10 and motion 4. You will see that the Board resolves the contract between GMS and Waawidji is – be terminated by mutual consent. Do you recall this motion

or resolution being put to the Board at the Board meeting?---I remember some discussion about it but I didn't understand a lot of what, what it was about because I was only fairly new to, I think, to, to being a Board member then.

All right. Did you ask any questions about what it was about?---Don't recall.

10 All right. Are you able to recall what anyone said about this proposed resolution at the meeting?---No.

All right. You'll see it says that "The board resolves the contract between GMS and Waawidji be terminated by mutual consent retrospectively on 30 June 2012." Are you able to recall why the termination that's referred to was retrospective?---No.

20 And then it goes on to say "and immediately replaced by contracts commencing 1 July, 2012 between Waawidji" and then there's three other entities referred to. Do you see that?---Yes, yeah.

Are you able to provide any explanation as to why the board was being asked to consider contracts between Waawidji and the three entities referred to there, Marumali, GHS and GTS?---No.

Those three contracts, again I can take you to them if it would assist, but the question I want to ask is, do you recall being shown a copy of those three contracts?---No.

30 Are you able to say definitively that they weren't provided to you at the board meeting?---Not definitively, but I don't remember. I don't recall seeing them.

Are you able to recall – sorry, I'll withdraw that. As you understood things at the time of this meeting, were you a director of Marumali Limited?---Yes.

Of GHS Limited?---Yes.

GTS?---Yes.

40 Are you able to explain why those companies, or any of them, would enter into a contract with Waawidji at that point in time?---The only thing that I can think of is that Jack was doing some other work with his company, going out to other Land Councils. But I'm not sure if that's to do with that or not, as providing support to them. But other than that, no.

THE COMMISSIONER: Can I just ask you, the sum total of those per annum amounts is \$143,613.---Mmm.

Did you appreciate at the time that effectively that meant that Waawidji was the receipt of that annual income, namely \$143,613 - - - ?---No.

- - - as a result of those three contracts?---No. I don't ever remember the amounts or the names of where it was coming from up on the board. So I don't recall that at all.

You didn't see those amounts in relation to those - - - ?---I don't recall seeing - - -

10

- - - three companies?---No. There may have been, but I don't recall seeing them.

But assuming that they were part of the resolution - - - ---Mmm.

- - - my question goes to what your understanding of that might be. Did you appreciate that whatever that amount was, it represented an annual income to Mr Johnson's company from those entities?---I can see that now, yeah, yeah.

20

But did you appreciate that at the time?---No.

No?---No.

MR HENRY: Are you able to explain or provide any reason as to why three contracts were proposed to replace the one contract?---I think there was some discussion about tax in there, but that's all. I vaguely remember something about that.

30 Tax for whom?---For Jack.

I see. Did you understand at the time of this meeting that you were being asked to consider a resolution concerning Mr Johnson's remuneration as chief executive officer of GLALC?---Can you just ask that again, sorry?

Perhaps I'll approach it a different way. You see that the motion refers to contracts between Waawidji and other companies. Do you see that?---Yep, yep.

40 Nonetheless did you understand that at the meeting you were being asked to pass a resolution about Mr Johnson's as opposed to Waawidji's remuneration for acting as the CEO of GLALC?---I'm still not sure what you're asking, sorry.

All right. Motion 4 doesn't refer to - - -GLALC.

- - - GLALC?---Mmm.

Nor does it refer to Mr Johnson does it?---No. But I understood it was for Mr Johnson because it's Waawidji.

Right. You say you understood it was for Mr Johnson?---Mmm.

Did you understand it was for Mr Johnson's remuneration package as Chief Executive Officer of GLALC?---No.

10 All right. So you, you understood it was for Mr Johnson - - -?---It was between his company and obviously those three things. But it was a contract that was replacing a contract that was already there.

Yes?---Yep, that I hadn't seen or - - -

Well did you understand that the contract that was already there between GMS and Waawidji was a contract that by which Mr Johnson received remuneration through his company Waawidji for the work he did as CEO of GLALC?---Yes.

20 That contract between GMS and Waawidji says, and I can take you to it if, if it would assist, that Mr Johnson was the CEO of GMS. Do you understand?---He was the CEO of GMS?

Yes?---Was he?

Well did you know that at the time of this meeting in December 2012?---No.

30 All right. I gather from - - -?---He was the CEO of GLALC, that's all I knew.

All right. So the first you've heard of him being the CEO of GMS is when I've asked you that question. Is that right?---Yes.

Does that mean in relation to motion 4 your understanding at the time of the Board meeting was that - sorry I'll withdraw that. You just had no understanding whatever I gather as to why GMS and Waawidji would have a contract. Is that right?---That's right, yeah.

40 THE COMMISSIONER: In the context of you remembering this discussion about Mr Johnson's tax, does that indicate that you had some appreciation at the time that, that this income represented by these contracts was meant to flow to Mr Johnson?---The contracts to Waawidji?

Yes?---Yep.

Well the discussion around Mr Johnson's tax was that a discussion that arose because the value of the contracts would ultimately flow to Mr

Johnson in some way or am I mispresenting why the, why the discussion about tax arose?---I'm not 100 percent sure.

Right?---But it was just something, yeah. And where it was coming from I'm not sure either, yeah, or how it was going to be split up or what. There was just some discussion around it which I vaguely remember about it, yep.

MR HENRY: You see the three companies referred to in motion 4, Marumali, GHS and GTS?---Yep.

10

At the time of the meeting were you aware of any duties or duties that Mr Johnson might perform for the benefit of those companies?---As Waawidji or as the CEO of GLALC?

Well I've asked about Mr Johnson because you appreciate Waawidji is a company?---Mmm, mmm.

So Waawidji can't act without a person doing something for it. Do you agree?---Yeah.

20

And the person who acted on behalf of Waawidji as you understood things was Mr Johnson. Correct?---Yes.

So were you aware at the time of this Board meeting of any duties Mr Johnson was proposing to perform for any of those three companies, Marumali, GHS or GTS?---I understood that all of those were under GLALC and that was part of his role as the CEO for GLALC.

30

I see. So is this a fair way to summarise your position as at the time of the meeting, that whatever duties Mr Johnson would perform for the benefit of Marumali, GHS or GTS were, were duties he would perform or was obliged to perform as you understood it for GLALC?---Yes, that was my understanding.

So is this fair to say, in substance you understood Mr Johnson was the Chief Executive Officer of GLALC and there was nothing in addition to his duties in that capacity that he had to perform for any of these three entities?---Not that I'm aware of, no.

40

And would you say the same thing about GMS? That is whatever Mr Johnson did for GMS he was obliged to do in any event in your mind for GLALC?---Yes.

Now do you recall this particular motion being put up on the overhead presentation?---Written like that, no. I don't recall it, no.

When you say written like that do you recall it in some other form?---I just don't recall that being put up there like that, no.

All right. Do you recall at the Board meeting any motion being put forward for the purposes of this replacement of contracts?---I'm sure there would have because there was discussion and agreement about it, about replacing contracts.

Do you recall whether – sorry, I'll withdraw that. I assume from your earlier evidence there was no vote that you can recall about whether or not this resolution should be passed. Is that recorrect?---That's correct.

10

Do you recall yourself whether you agreed, disagreed with the proposed resolution?---I didn't disagree because it was, you know, there was already a contract, it was just, you know, replacing it. And I hadn't seen a contract so

---

THE COMMISSIONER: Was Mr Johnson present during the discussion on this motion?---Yes, I'm pretty sure he was, yeah.

MR HENRY: Did anyone ask to see any of the contracts referred to in the motion 4 resolution?---Not that I recall.

20

And you don't recall seeing any of them at the meeting?---No.

And you don't recall being provided with any of them prior to the meeting? ---I don't recall that, no.

Did you understand at the meeting that you were being asked to agree to an employment arrangement with Mr Johnson pursuant to which Waawidji would receive benefits?---Yes.

30

And at that time, you didn't understand there to be any rule against that under the Aboriginal Land Rights Act?---That's correct.

All right. Perhaps if you hold onto volume 10 but put it to one side for a minute, and I'll ask you to be provided with volume 1, at page 258. You should see there, if you're looking at the screen, perhaps it needs to be brought down a bit. Thanks. You'll see there's two diagrams there, an original structure and a new structure. Have you seen these diagrams before?---I saw some structures that the administrators brought to one of the meetings but I don't recall if they looked like that.

40

Well, perhaps - - - ---Yeah. Other than that, no.

If we go to the preceding page, then, page 257, there's a different structure. Now, that's quite difficult to read.---Mmm. That's the one I've seen.

I see. Now, that appears to have GLALC in the centre and, well, a number of other entities - - - ---Coming off it.

- - - coming off it.---Yeah.

I can't, on the copy I have or on the screen, read which entities are stated. But perhaps if you have a look at the text on the right-hand side of the page, it says, "As noted in prior reports, the administrator had conducted legal and tax reviews, and drafted the documentation required to enable the board to put the proposed hub-and-spoke corporate structure in place, diagram opposite." Can you see that?---Yes.

10

Does that assist you in recalling that the administrator had put forward, in early 2014 if perhaps not a bit earlier, a proposal for restructure whereby GLALC was in effect the sole member and controlling entity of all of the other subsidiary companies, if I can call them those?---Yes, I remember that, yes.

20

All right. And you'll see in the text, well, perhaps at the top of the page it says, "The boards of GLALC's service delivery entities have changed the group structure without the consultation or approval of GLALC members or the administrator."---Sorry, where's that?

At the heading at the top of the page.---Oh, yeah, yeah.

It says, "The boards of GLALC's service delivery entities have changed the group structure without the consultation or approval of GLALC members or the administrator." Do you see that?---Mmm.

Do you recall that occurring?---Before this, do you mean?

30

My understanding of the sequence, and correct me if I'm wrong - - -  
---Yeah.

- - - is that the administrator put forward the hub-and-spoke structure, which is depicted in the diagram.---Yeah.

That happened in either early 2014 or late 2013. Do you recall that?---I do, yes, yeah.

40

It may assist if you look at the typed portion of page 257. It says at the second dot point, under the heading Background, "The administrator believed that the hub-and-spoke model would provide GLALC members with a higher level of control over the entities of the group, and that the structure was less likely to cause breaches of the ALRA," which is an acronym for the Aboriginal Land Rights Act.---Yeah.

Do you recall this happening?---Yes, yeah.

And then it says, “The administrator intended to place this matter before the new board and implement these changes at the earliest opportunity in 2014. However, on 21 January, 2014, the administrator was provided with a copy of correspondence sent to the Minister from the board of two new entities, GSL and GHL. The letter advised the Minister that on 15 January, 2014, the boards of the existing Corporations Act, i.e., limited service delivery entities, had met and decided to make changes to the corporate structure. The administrator was not informed of this meeting or the intended change. The administrator had requested a board meeting. However, the CEO of  
10 GLALC advised the administrator that the board was unable to meet until late January or early February. A meeting has now been called for 24 February, 2014.”---Ah hmm.

“The structural changes implemented have effectively removed GLALC member control from all but one of the old GLALC corporate entities.” Now, I realise I've just read a passage to you, but does that assist you in recalling the events that occurred late 2013, early 2014?---Yes.

If you turn over the page to 258 you'll see the heading at the top of the page  
20 says, “The change effectively removes GLALC member control from most of the old GLALC corporate entities. It does not reflect the Administrator's intended hub and spoke model.” Do you see that?---Yes, yeah.

And then the diagram is separated into the original structure and the new structure and you see that difference?---Yeah, yeah.

The original structure I suggest is the structure that existed when you were first appointed a member of the Board. Does that accord with your recollection?---I thought it all went under the members like straight down  
30 the line. I didn't realise that all of those were under Gandangara Management Services.

I see.---Mmm.

And just looking at those companies in that original structure, was it your understanding after you received the ASIC documentation to which you've referred that you were a director of each of the companies depicted in that original structure?---Not like that. Not under GMS. I thought they were all  
40 just under GLALC.

Yes. But in respect of each of the companies did you understand after you had received the ASIC documentation but not before that you were a director of each of the companies?---Yes.

All right. And then you'll see there's a new structure proposed - - -?  
---Ah hmm.

- - - on the right-hand side of that vertical line. That I suggest to you depicts the structure that was put in place or at least an attempt was made to put it in place in January, 2014. Do you recall that?---I don't recall this structure, no. I recall the meeting.

Perhaps – when you say the meeting, are you referring to a directors' meeting?---I'm not sure if it was an official directors' meeting but we were called to come in.

10 You were called to come in to where?---To GLALC.

Right. And what occurred at that time?---There was discussion around having two other entities because it looked like we were advised that it looked like we were going to lose the health services and those other services, this is my understanding of it, and in order to stop NSWALC from taking all the assets and that we needed to set up two other entities but I don't remember it looking like that. I don't think we were shown how it was going to look.

20 All right. And can you recall who told you this?---Jack.

So you say he told you what you've just stated but you weren't shown a copy of this diagram of the new structure. Is that right?---Yes. I don't recall seeing this, yeah.

But were you shown any other depiction of the new structure?---I don't recall seeing anything.

30 All right. Do you recall who was present at the meeting?---No, not – I think the ones that had signed that paper were there only, you know, because not everyone came, not everyone could come.

All right. I may be able to assist your recollection. If you could perhaps be shown volume 5, please at page 131. You should have in front of you Ms Provest, a circulating resolution of directors for GLALC Development Services Limited. Is that what you have?---Yes.

And your signature appears on that document. Correct?---Yes.

40 You said a moment ago or you referred to signing papers or a document, is this what you're referring to?---Yes.

All right. Now and you mentioned that not everyone could come to this meeting. You'll see there there's a number of directors who have signed and a number who haven't?---Yes.

Is it your best recollection that the people who attended the meeting signed the document?---Yes, I'm pretty sure that that - - -

Now I gather from your evidence that whilst you signed this document at the, what offices of GLALC was it?---Yes.

That wasn't at a Board meeting that had been convened with the usual notice. Is that right?---That's right.

10 How did you learn that you – by what means were you requested to attend the offices?---Someone from Jack's office would have called and asked us to come in.

Right. And can you recall being told why you were required to come in? ---No. We just needed to come in.

So you turn up at the office of GLALC without any idea of why you needed to be there. Is that right?---Yes, that's my recollection of it.

20 And what happens next when you get to the office?---There was discussion around what was going to happen and you know, if we were to save some of these services to the community that we would need to do something about it and, and this was the way of doing it. This was the best way to do it.

And I gather from your earlier evidence it's Mr Johnson who said that? ---Yes.

Then you'll see page 131 is the first of a number of circulating resolutions. They go through to page 138. And you sign each of them. Correct?---My signature's there. I don't recall signing that many, but - - -

30 All right. Have a look at the documents and the signatures. Do you agree that they're your signatures or do you say someone else may have written your name?---No, no, that's my signature.

All right. So you're told what you've described at the office and then what is a bundle of pieces of paper of which these are copies, put in front of you and you're asked to sign them. Is that how – what happens next?---I don't recall signing all of those, but my signature's on them, so - - -

40 All right. At the time at which you signed the documents – I'll withdraw that. At the time of this meeting did you have any understanding as to why the subject matter of these resolutions could not wait until the next Board meeting?---No, I can't recall.

You'll see that they're referred to as circulating resolutions?---Mmm.

Do you see that at the top of the page?---Yep.

Can you recall any other instance apart from at this meeting whilst you were a director of GLALC in which circulating resolutions were signed by directors?---(No Audible Reply)

THE COMMISSIONER: That is, resolutions that were sent around and otherwise not tabled at a Board meeting.---No, I don't recall any.

MR HENRY: Did that not strike you as a bit unusual?---Yes, yeah.

10 And did anyone at the meeting ask why are we being asked to do this now?  
---No, not that I recall, no.

Can you recall having an understanding as to why you were being asked to do this now?---I think because the Administrators were going to put in another structure and also because NSWALC – we were being told that NSWALC for quite a while that would take all Gandangara's assets and we couldn't let that happen because the community wouldn't have those assets. That's my understanding of it.

20 And what, Mr Johnson said that did he?---Yes.

Is this a fair way to describe your understanding at the time of this meeting at which the circulating resolution was signed that you were asked to sign it when you were asked to sign it in order to put this structure in place prior to the Administrator putting the hub and spoke model into place?---That's my understanding.

Do you recall if that was actually said to you?---Not in those words.

30 Sorry?---Not in those words.

All right?---But that was the intention.

THE COMMISSIONER: Well, does it follow then that all the directors who signed this resolution did so in the knowledge that what they were doing was in effect subverting the intention of the Administrator, was that the purpose?---I think so, yes, because I, I know I made a comment that this is – we're gone. That doing this is, you know, we've got no, you know, we won't be directors any longer or, you know, Board members. As soon as I  
40 did it I was like – I think I said something about that's our death knoll or something, just - - -

Sorry, you said what?---That's our death knoll.

I see.---You know, of being, yeah, you know.

So you made a comment about the likely effect of, in effect, thwarting the Administrator?---Yeah, yeah.

MR HENRY: And was there any response to that from anyone else at the meeting?---No, not that I – I just said it to someone that was at the meeting.

I gather that your understanding of the reason for signing these circulating resolutions was that putting the structure the subject of the resolutions in place you understood would stop New South Wales Aboriginal Land Council from taking GLALC's assets. Is that right?---Yeah.

10 If you have regard – going back to volume 1, page 258. It will come up on the screen in a moment. And focusing on the new structure and I suppose I should ask you first do you accept that the new structure is intended to depict as you understand it the effect of the circulating resolutions?---Can you just ask the question again, sorry.

Looking at the diagram headed new structure.---Mmm.

20 My suggestion to you is that the new structure is – depicts the effect of the – or the intended effect at least of the circulating resolutions so that instead of GLALC in effect controlling all of the companies directly or indirectly in the group - - -?---Mmm.

- - - the change is that GLALC controls Development Services Limited under the new structure. Do you see that?---Yes, yeah.

But the other companies, that is Gandangara Health Limited, which is a bit difficult to read.---Mmm.

30 You can see the hand on the screen.---Yeah.

Do you see that?---Yeah.

Gandangara Health Limited, under the new structure, controls Gandangara Health Services Limited and Marumali Limited. Do you see that?---Yes, yeah.

And then Gandangara Services Limited, under the new structure, controls Gandangara Management Services Limited. Do you see that?---Yes, yeah.

40 And then that company controls all the other companies in the group. Do you see that?---Yes, yeah, yeah.

Do you agree that that was, as you understood it, the intended effect of the circulating resolutions?---Yes, but I'd never seen that diagram like that.

All right.---Yeah, yeah.

Well, the diagram may or may not assist you for the purposes of answering this question. The question is, how did you understand the implementation of the new structure would stop New South Wales Aboriginal Land Council from taking GLALC's assets?---My understanding was that it was outside of the – just put outside of the structure that it was normally in.

When you say it was put outside - - - ?---It was two entities not underneath GLALC.

10 I see. So, as you understood things, is this fair? That Gandangara Health Limited and Gandangara Services Limited did not have to answer to New South Wales Aboriginal Land Council?---Yes, that was my understanding.

And by contrast, GLALC did.---Yes.

And was it your further understanding that if assets were transferred out of GLALC into either of those two companies, that is Gandangara Health Limited or Gandangara Services Limited or the companies that they controlled, that those assets would not be subject to any governance or control by New South Wales Aboriginal Land Council?---That was my understanding, yes.

All right. Is that a convenient time, Commissioner?

THE COMMISSIONER: Yes. We'll take a morning tea adjournment, resume at quarter to 12.00. Thank you.

### SHORT ADJOURNMENT

[11.27AM]

30

THE COMMISSIONER: Yes.

MR HENRY: Ms Provest before the break I asked you some questions by reference to a diagram in volume 1 at page 258. If I could just ask you a further question about the new structure. You'll see at the top of the new structure part of the diagram, if it could be just scroll down a little, you'll see it under the words New Structure there's Members and the members are depicted as being the members of GLALC, Gandangara Health Limited and Gandangara Services Limited. Do you see that?---Sorry.

40

Do you see under the words New Structure - - -?---Yep.

- - - there's a balloon that has Members written in it?---Members, yep. Yep.

And according to the diagram the members are members of each of GLALC Gandangara Health Limited and Gandangara Services Limited?---Yep.

Were you aware that Gandangara Health Limited and Gandangara Services Limited are upon their registration had only one member and that was Ms Cronan?---No.

That was never told to you?---No.

10 All right. You also before the break referred to a letter that you signed and these are my words not yours, as effectively under protest. I want to show you a document, volume, excuse me, 1 page 14. This is a letter dated 18 February, 2014 to Mr Lombe, the GLALC Administrator, a two page letter. If you go to the second page of the letter which has page 15 in the bottom right hand corner, you'll see signatures on that second page of the letter. Is one of those signatures yours?---Yes.

Is this letter to which you were referring in your earlier evidence?---Yes, that's it.

20 And my recollection is that you said in your evidence that you were asked to sign a letter and your concern it related to a truck and its use?---Mmm.

Could just – the letter itself doesn't refer to a truck?---No.

Could you please explain by reference to the letter what the concern was? ---Well there was an amount of money that had been – there were some anomalies within the thing and there were some things on – a list that we got sent to us that the accountants or the auditors had picked up that weren't related to GLALC.

30 Right?---And at the meeting Jack said that he was willing to pay back a certain amount of money that, yes, they were errors. And, but there were some things that he didn't feel were errors and one of those was some things that were charged to do with the truck, the horse, the horse truck.

THE COMMISSIONER: Do you see in paragraph 4 there's a reference to "We have always supported the use of private vehicles and equipment as a cost-effective method where similar resources are not readily available from Gandangara's assets."---Ah hmm.

40 Do you see that?---Yeah.

Is (not transcribable) use of Mr Johnson's private vehicle in some way that was sought to be reimbursed from GLALC?---Yes, I think so, yeah.

And is that what you were referring to?---Yes, yeah.

MR HENRY: And when you refer to a private vehicle, you said a moment ago a horse truck.---Mmm.

Are you talking about a trailer that carries a horse?---Yes.

And are you saying that, as you understood things, there was a claim for expenses by Mr Johnson to be reimbursed for some costs associated with a trailer that carries a horse?---Yes.

And as far as you're aware, what would a trailer that carries a horse – how would a trailer that carries a horse be used for the benefit of GLALC?  
---Well, Jack explained at that meeting that he had used it, I think, to  
10 transport people that had passed on back to their community for burial,  
which I wasn't aware of but - - -

THE COMMISSIONER: What, actual bodies? He'd use the truck to transport - - - ?---That was my understanding, yes. Yeah. And also there was – he also said that he had been driving the truck around to schools to see if it fitted up and down the streets where the schools were located, schools out in that Liverpool-Fairfield-Campbelltown area. Because the plan was that, at some stage, and apparently it had been discussed but never in a meeting that I was at, that Gandangara would set up a mobile dental  
20 clinic. And that's what the truck was going to be used for. And - - -

MR HENRY: Sorry, a horse trailer would be used for a dental clinic?  
---That was what was, yeah, stated.

You mentioned a moment ago a list from the accountants. Do you recall saying that?---Yeah, yeah.

If you turn back in the volume to page 5, please, you'll see a letter there from Deloitte to Mr Johnson of 28 January, 2014. Now, I appreciate you  
30 were not the addressee of this letter, but I take you to it because there's attached to it a list. And I'm wondering whether this list attached to the letter is the list to which you're referring. So just take a moment, if you would, to read the letter and have a look at the list accompanying it, please.  
---Yes, that's the list.

All right. Are you able to assist by identifying in the list the expenses that were of concern to you concerning the horse truck?---The rego transfer for the Isuzu crew cab.

40 I see.---I assume that that was the truck, that was the horse float.

Not sure if it assists you but if you look down the list, at about halfway down there's an entry that's referred to in the far left-hand column as Tuza Floats?---Yeah, horse float accessories.

And there's a horse float accessory \$3,000?---Ah hmm.

Does that assist you?---Yes. They were the things that I noted.

There's a further entry in the same amount - - -?---Insurances.

- - - on 13 September, 2011, Tuza Floats, horse float accessory. Do you see that?---Yeah.

I'm sorry, you've mentioned insurance.---Mmm, down.

Is that on 19 April, 2012?---Yes.

10

And there's – there appear to be two entries of 19 April for insurance - - -?  
---Ah hmm.

- - - horse float and horse trailer. Are they expenses to which you're referring?---Yes.

And so is your position that you were provided with this list. Is that correct?---Yes.

20

And you were provided with the list prior to being asked to sign the letter of 18 February on page 14?---It came all together I think. It was emailed.

I see. So you were emailed by whom?---Jack.

He - - -?---Tina maybe. Someone in the office that came - - -

And was Tina Mr Johnsons secretary or personal assistant?---Yeah, but she was off on maternity leave for some of that time and I can't recall who replaced her when she wasn't there but it was definitely emailed because I know I was at work when I received it and I was just – couldn't believe it. I was actually shocked that all this stuff was on there.

30

Sorry, you were shocked that, when you say this stuff - - -?---What looked like personal stuff, things not related to GLALC I thought, you know.

Yes.---From what I understood the role of GLALC was, yeah.

I see. So then you're sent the email, you reviewed a list, you're shocked at what you see.---Mmm.

40

There's, I gather from what you're saying, attached to the email is what, a draft of the 18 February, 2014 letter. Is that correct?---Yes, yeah, yeah.

And - - -?---And Jack had already highlighted out what he had paid back or – from memory it was highlighted, you know. He agreed that these were mistakes and he paid that back but there were some things that the Administrators were saying were personal and he – and that was the things

to do with the, the truck and because he was using it for GLALC though he felt that he shouldn't have to pay them back.

I see.

THE COMMISSIONER: Did that - - -?---That was my understanding of it.

Did that include all of the items on that list that refer to the truck, that is, the insurance and - - -?---No.

10

No, just - - -?---Didn't include all of them, no.

Just some of them?---Just some, some items. I think the electric, just electric fence, hay, things that were farming things too he had I'm pretty said yes, I'll pay that because that was part of the payback - - -

Sorry, can I just - - -?--- - - - because it related to the farm.

20

Can I just clarify something, that you were emailed this list, was that together with the draft of the letter to the Administrator, so that came together did it?---Yes, that's what I remember.

Your understanding was that - - -?---Yeah.

- - - Mr Johnson drafted that letter as well?---Yes, yeah.

MR HENRY: And you've referred, Ms Provest, to a list that was highlighted.---Yes.

30

If you have a look please at page 9 of the volume. You'll see on page 9 an email exchange between Mr Johnson and Mr Lombe, who was the Administrator, on 14 February, 2014 and I appreciate you're not a - at least on the face of this you're not a person - - -?---Yeah.

40

- - - who is copied on the email but if you look at the pages that are - that follow the email, in particular pages 11, if we start with page 11 perhaps. Is that what you were referring to, a list with highlighted items and the highlighted items as you understood it identified those items that Mr Johnson said what ought to be repaid. Is that your understanding?  
---Yeah, yeah, yeah.

So and then have a look if you would too please at page 13, the same again as in highlighted items and it was your understanding was it that these highlighted items were items that Mr Johnson accepted were not properly claimable expenses?---Yes.

But the items that were not highlighted were still the subject of a claim by Mr Johnson?---That's my understanding of it, yes.

Right. Then there's the letter at page 14 and you've said that that letter came to you attached to an email unsigned presumably. Is that right?---Yes.

The letter has on page 15 eight signatures. Do you recall where you signed the letter?---Yes, it was at that meeting that night.

I see. So the email came on the day did it of the meeting that evening?---I think so, yeah. It was very soon after. It was either that day or the next day,  
10 but I think it was that night 'cause I nearly didn't go, I was so - - -

And at the meeting you've already given evidence about the substance of what was said to you principally by Mr Tobler in relation to the letter?---Ah  
hmm.

Is that correct?---Yes.

And then you signed the letter. Correct?---Yes, under sufferance, yes.

20 When you say under sufferance just explain what you mean by that?---Well after I was abused across the table about not knowing anything and 'cause I'm only fairly new to this committee and Jack also said that we can't move on until everyone agrees to the meeting. And in the end I was in tears, I ended up signing the letter. I just gave in but regretted it as I walked out the door.

And is that because, that is you regretted it because as you understood things, notwithstanding that you signed the letter, your view of things was that Mr Johnson had claimed expenses that were not properly a subject of  
30 expense claims for him in his capacity as Chief Executive Officer of GLALC?---Yes.

Did anyone at the course of the meeting attempt to explain why the use of the horse float or horse trailer was a use for the benefit of GLALC?---Yes. It was going to be, Jack had said that he'd been driving around, up and down streets where the schools were located to see if the horse float or the truck was going to fit up and down the streets of the schools. And they had a list of schools and all the information about those schools, quite a thick list. And I just, you know, questioned why would you need to drive up and  
40 he said he needed to see if they would fit. And this was because they were planning, well there was supposed to be a plan that it would be turned into a, they were going to use it as a dual purpose as a mobile dental clinic. And I just didn't think that was realistic. And – because I couldn't see a horse float being turned into a – used as a dental clinic. And I asked Jack when actually was he doing all the driving up and down these streets and he said he'd do it early of a morning before it started as CEO at GLALC. And I actually said, oh, I didn't believe him. And told him I didn't come down in the last shower and, and that was when I was challenged across the table.

And you mentioned that, that the, as you understood it, the trailer or float for the horse was being used to transport corpses. Who told you that?---Jack.

I see. And did he attempt to explain why he was doing that with his horse trailer?---Because the families couldn't afford to take their loved ones home.

I see. All right. Well, you can hand back (not transcribable), please, Ms Provest. Do you still have volume 10 there?---No. I've got – oh, that's 1.  
10 10. Did you want 10?

Yes. Volume 10.---No. Yes.

If it assists, you can hand back volume 1. In volume 10, could you please turn up page 118?---118?

Yes, page 118. You should have in front of you minutes of a board meeting of 30 October, 2012. Is that what you're looking at?---Yes.

20 You'll see that you're identified, although your surname's misspelt, as an attendee at the meeting. Do you agree?---Yes.

Now, at this meeting, if you could please have a look at motion number 2. It says, "The board moves that M. Johnson/Waawidji representation letter, requested by Lawler's and presented to the board, be signed by the chair and CEO on behalf of the board." Do you see motion 2?---Ah hmm.

Do you recall this meeting?---There's not a lot there to try and – I'm sure I was there.  
30

All right. I'll show you a copy of the letter that I understand to be the representation letter referred to in motion 2, and see if that assists your recollection. It's in volume 20 at page 250. You should be looking at a letter dated 29 October, 2012.---Yes.

To a Mr Clayton Hickey on a GLALC letterhead. Is that what you see?  
---Ah hmm.

40 Just take a moment, if you would, please, to read that letter. And let me know when you've done that, please.---Yeah.

Have you had an opportunity to read the letter?---Mmm.

You need to say yes or no for the transcript?---Oh sorry, yes, I've read the letter.

Now do you recall having seen the letter before?---No.

Right. The letter addresses, particularly on the second page a bonus that was payable according to the letter, I'm sorry a bonus was in fact paid to Mr Johnson. Do you agree?---Yes.

Do you recall the bonus that was paid to Mr Johnson for the year ended 30 June, 2011 being the subject of discussion at a Board meeting?---Yes, yeah, I do recall something about a bonus, yeah.

10 Well what, what do you recall being said about a bonus at a Board meeting?---Well I think that Jack was being paid a bonus, a bonus depending on the work that was carried out during that year.

Right?---I don't recall the details of it.

All right. Well if you, keeping the letter to hand but returning at the same time to page 118 of volume 10 where the Minutes are for 30 October, 2012?---Yep.

20 I'll ask you to go back if you would please to motion 2 where it says, the Board moves that M Johnson/Waawidji representation letter requested by Lawlers and presented to the Board be signed by the Chair and the CEO on behalf of the Board. Having looked at the letter to which I've taken you are you able to say whether or not you understand that letter to be the representation letter referred to in motion 2?---I'm assuming that's what that's referring to.

30 Right. Having reviewed the letter does that assist you in recalling whether the letter or a draft of the letter was provided to the Board members at the meeting of 30 October, 2012?---I don't recall that letter.

All right?---With a table in it and I don't recall that.

You don't recall a table?---No.

I'll provide you with a document, this is an email from Mr Johnson to Mr Hickey and others. Mr Hickey of course being the addressee of the letter to which I've taken you?---Ah hmm.

40 I'm providing you with this email, Ms Provest because you'll see that you are blind copied on to it?---Yep.

Do you see that?---Yes.

Now this email is 25 September, 2012, about a month prior to the date of the letter of 29 October, 2012. Do you understand that?---Yep.

If you could have a look at the email please, that is the email from Mr Johnson which is in blue typescript?---Ah hmm.

It says, "Clayton, I would ask you to consider the format and contents of the table attached following the review requested by you this afternoon, we have concluded that the attached format and contents represent a more understandable account of the payments made. You will note that there is only a subtle variation to the bottom line. I would be very comfortable to sign off your requested letter with the table attached replacing the table provided in your draft letter. And accordingly I would without reservation recommend to the Gandangara Board that they endorse and sign the

10 attached letter at the earliest opportunity, that being immediately prior to the AGM tomorrow evening." And then there's reference to an audit letter. And then you'll see at the base of that email, the last sentence is, "I have blind copied the Board into this correspondence in order that they are aware of the timeframes and issues and in order to preserve their privacy. Do you see that?---Yep.

Now, attached to the email is a draft letter dated 20 September, 2012 which is in similar terms to the 29 October, 2012 letter.---Yeah.

20 Do you see that?---Yes, yeah.

And then there are some tables attached as well. You'll see on the very last page, the table that is attached on the last page is not identical to but does bear some resemblance to the table that's in the draft letter. Do you agree? ---Yes, yeah.

Now, do you recall receiving this email?---I may have received it but I may not have read it.

30 All right. You have no - - -?---I don't recall seeing it.

I'm sorry?---I don't recall seeing this.

I see. This as I say is dated 25 September, 2012 which is a bit over a month before the Board meeting of 30 October, 2012, the minutes to which I've taken you. Do you recall any discussion about the contents of this letter, the draft letter I should say between – or in the month leading up to the Board meeting?---I don't recall, no.

40 With the benefit of this email does it assist you in recalling that at the 30 October, 2012 Board meeting a draft of the 29 October, 2012 letter was discussed at the Board meeting?---I'd say it possibly was but I don't remember those figures or – because it's such a lot of money I would have thought I'd remember that.

THE COMMISSIONER: Well, in particular, Ms Provest, can I just ask you, you see that in the table the reimbursement of expenses column is the largest single figure?---Exactly.

Is that something that – if you had seen that is that something that would have - - -?---Stuck out I would have thought, yeah. When I just saw it then I went oh. Yeah, yeah, so that’s why I’m not – I don’t recall seeing it at the time, yeah.

MR HENRY: And what about the bonus number?---Yeah.

10 That’s a similar sort of figure in terms of the amount. It’s over \$300,000. Do you recall being informed at any time when you were a director of GLALC that Mr Johnson was paid a bonus of over \$300,000?---I knew he was paid a bonus. I’m not sure – wasn’t sure how much he was paid.

Well, if you had have been told or been made aware that it was in excess of \$300,000, is that something that is likely to have stuck in your mind?---Yes, yeah.

20 You will see in the minutes back on page 118 of volume 10 that the resolution is that the Board moves that the representation letter be signed by the Chair and the CEO on behalf of the Board. I take it from your evidence that you don’t recall one way or the other whether you agreed to the signing of the 29 October, 2012 letter. Is that correct?---That’s correct. I don’t recall seeing that letter there, yeah.

Having had an opportunity to read the letter, that is the 29 October, 2012 letter, you will see on page 251 its signed or appears at least to be signed by Mr Johnson and Ms Cronan.---Ah hmm.

30 Do you see that?---Yes.

And it’s signed – it’s said to be signed for and on behalf of the Board and directors. Do you see that?---Yes.

Now, I appreciate you don’t actually recall being presented with a draft of this letter at the 30 October, 2012 Board meeting but is it your – what’s your position, do you, do you say that you ever agreed to a letter in these terms being signed on behalf of the Board?---I just – when I saw the amounts I would have raised I’m sure why they were so high.

40 Yes. Given that, are you able to say whether you would ever have agreed to this letter being signed on behalf of the board?---Not without knowing more information about it, why it was that high.

And as you - - - ---And not having seen the contracts and what was in the contracts. Yeah.

THE COMMISSIONER: Ms Provest, do you see that on the first page of that letter the directors are in effect certifying the completeness and

accuracy of the information, and that the transactions all occurred in accordance with the employment contracts. Do you see that paragraph? It's just on the first page of the letter, immediately after statement by the chief executive officer and directors.---I'm looking at the wrong letter, I think. Which one?

I'm sorry. The letter of the - - - ---29 October?

Yes.---Yeah. Oh, the heading. Sorry.

10

Do you see "we confirm the completeness and accuracy of the information"?

MR HENRY: I think the Commissioner's referring to the second page of the letter.

THE COMMISSIONER: I'm sorry.---Oh, sorry, sorry. I'm on the wrong page. Yeah. Yes.

20

"And we confirm that the transactions occurred in accordance with the employment contracts between Mr Johnson, Waawidji and GLALC." You see all of that?---Yes, yeah.

So, in effect, the board is certifying completeness and accuracy of the information upon which the accounts are being audited. Is that something that you recall being told that you were doing?---No, I don't recall that. No.

30

MR HENRY: Did you know, whilst you were director of GLALC, did you know the basis upon which Mr Johnson or Waawidji's bonus entitlements were to be calculated under the contracts?---No, no. And I was only new to the board by then. Probably hadn't been to, you know, a lot of meetings by then. So that was, I think, already worked out and probably discussed before I became a board member.

Well, are you able to positively say that you did not authorise the signing of this letter of 29 October, 2012 on your behalf?---I can't positively say that, no.

40

All right. I rather gather from your evidence that you think it's unlikely that you did, given you didn't know what the employment contracts said. Is that correct?---Yes.

And presumably because of the amounts referred to in the table on the first page of the letter. Is that right?---Yes.

All right. You can return, Ms Provest, volume 20. Thanks. And, Commissioner, I tender the email of 25 Sept, 2012 from Mr Johnson to Mr Hickey and others.

THE COMMISSIONER: Yes, that email with the attachments is Exhibit G3.

**#EXHIBIT G3 - EMAIL FROM JACK JOHNSON TO CLAYTON HICKEY DATED 25 SEPTEMBER 2012 AND ATTACHED LETTER FROM THE CEO OF GLALC TO CLAYTON HICKEY DATED 20 SEPTEMBER 2012**

10

MR HENRY: If you still have there volume 10, Ms Provest.---Yes.

Sticking with the board meeting of 30 October, 2012, if I could ask you, please, to turn to page 119. Do you see motion 5 on page 119?---Yes.

20

It says, "Noted that in accordance with various reports made to the Board by the CEO, GLALC has entered into arrangements with the companies listed below under which the companies provide various services to the Council and members of the Council in consideration for the Council allowing the companies to use such of the Council's assets as are required for the provision of those services including without limitation motor vehicles and residential premises together with payment of a nominal monetary amount by the Council to each of the companies. The companies are", and there's six companies listed there. Do you see that?---Yes.

Are you able to explain what motion 5 is referring to?---No.

30

You will see there's a reference to motor vehicles in motion 5?---Yeah.

Are you able to say or do you know whether GLALC had owned motor vehicles itself?---Yes.

All right?---I think so, yes.

In October, 2012?---I don't know for certain so, yeah.

40

All right. But what about residential premises?---Well, they had the offices at Liverpool.

Right.---In Moore Street.

Did GLALC own housing that it rented out though?---Yes, yeah, yeah. And also the health service was there, separate building.

And it refers in motion 5 to service arrangements. Are you able to explain what services were the subject of these service arrangements between GLALC and these companies A to F?---No, I can't.

In particular I'd ask you to have regard to the company identified at subparagraph (a) Gandangara Future Fund Limited. Can you see that company?---Yes.

I'll refer to that for convenience as GFF.---Ah hmm.

Were you whilst you were a director of GLALC as you understood it a director of GFF?---Yes.

10

All right. What did you understand GFF did?---My understanding was that GFF was an investment, an investment that money, like an account that money was put into that gained interest so that was my understanding of what it was.

And from where did the money come as you understood it?---From the sale of property and, yeah, so that was my understanding, any land and that that was sold.

20 So the sale of land what, owned by GLALC?---Yes.

So as you understood it, was GFF a company that had a bank account and GLALC sold land which – and the proceeds of those sales were given to GFF for GFF to put in its bank account. Is that - - -?---That was my understanding, that it was an investment thing, that GFF was an investment thing.

30 Did you understand that GFF simply left the money in its bank account or did you understand that GFF passed some of the money or loaned some of the money onto other companies?---No, I just thought it was in as an investment so it was making money while it was in GFF, yeah.

But by sitting in the bank account to which you've referred?---Yeah. That was my understanding of it.

I see.---So obviously I didn't have a very good understanding of it.

40 All right. Well, perhaps this may assist, I'm not sure. If you go back in volume 10 to page 113. You should have in front of you, Ms Provest, the minutes of the Board meeting of GLALC, GFF and some other companies of 10 September, 2012. Is that what you have?---Yes.

And you're, again with your surname misspelt, recorded as an attendee. Do you see that?---Yes.

Now, if you go over the page, please, to page 114, you'll see motion 5. And this motion involves – or the board resolves to rescind motion 17 of the GLALC board meeting of 11 July, 2011. Do you see that?---Yes.

And then a resolution's passed at paragraph 2 for GLALC to execute loan deeds and a security deed. Do you see that?---Yeah.

Do you recall this board meeting? And take a moment, if you need, to read the remainder of the minutes. I've only addressed portions of it.---I don't recall that in - - -

10 You don't recall that meeting?---I don't, no.

I'm sorry?---No.

All right.---I don't recall that.

You see the reference in motion 5, paragraph 1 to motion number 17 of the GLALC board meeting of 11 July, 2011? Can you see that reference? ---Yes.

20 All right. If you turn back, please, to - - - ---11 July one, yeah.

- - - page 87 in the same volume, you'll see some minutes of a board meeting of GLALC, GFF and other companies of 11 July, 2011. Can you see that?---What page? 87?

Yes.---Yeah.

Now, this pre-dates your appointment as a director of GLALC, correct? ---That's right.

30 If you have a look at motion number 17, which you'll see on page 90 in the bottom right-hand corner.---Sorry. What am I looking at?

Page 90.---Right. Yeah.

You'll see motion 17.---Yes.

40 Motion 17 is a resolution of the board that all funds surplus to the operating needs of GLALC shall be loaned to GFF on a commercial loan basis secured by a charge registered with ASIC. Can you see that?---Yes.

Now, and take a moment, if you'd like, to read the three dot points underneath what I've just read, and let me know when you've done that. ---Yeah, I've read it.

Can you recall having seen a resolution in these terms at any time when you were a director GLALC?---No.

Were you ever told by anyone that GLALC lent money to GFF?---No, I didn't realise it was a loan.

Right. If you go back, please, to page 114, you'll see this is back with the board minutes of 10 September, 2012, at which you were recorded as an attendee.---Yes.

Do you recall?---Yeah.

10 On page 114, the motion 5, paragraph 1 refers to the rescission of the motion number 17, to which I've just taken you. Do you understand?---Yes, yeah.

Do you recall being asked at a board meeting to rescind that motion number 17, to which I've just taken you?---I can't honestly say I recall it, yeah.

All right. Well, your understanding you've explained as to what you thought GFF did, where did you obtain that understanding?---Obviously, you know, money was being put in there.

20

Well, how did you know that? Did someone tell you?---Oh, would have been discussed, the GFF fund and how much, you know, how well it was going. And that was going to be there for – and I think it might have been at a members' meeting that it was, you know, talked about that there was a considerable amount of money that was going to, you know, be there for the community in future, with the Future Fund thing. So, yeah.

THE COMMISSIONER: Where was the money coming from?---Well, I thought from the sale of land, yeah.

30

MR HENRY: Do you recall ever being told, when you were a director of GLALC, when money was being transferred from GLALC to GFF?---I don't recall that, no.

Do you recall being told the amounts of money being transferred from GLALC to GFF?---I don't recall that.

Do you recall being informed who authorised transfers of money from GLALC to GFF?---No. I don't recall that.

40

Were you aware that over \$4.5 million was transferred from GLALC to GFF?---No.

If you look, please, at page 114 again, you'll see motion 4 at the top of the page. It says, "The board notes and receives the David Wing (Baker & McKenzie) report as presented."---Yeah.

You see that?---Yes.

Do you have any idea what that's a reference to?---I can't remember.

All right. I should ask you in respect of motion 5. You'll see that on page 115 it's carried, was recorded as being carried.---Yeah.

Do you have any recollection of agreeing to the resolution in motion 5?  
---I don't recall it. Yeah. I don't recall seeing such a big motion, but it possibly was up on the screen, but - - -

10

I was going to ask you about that. It's a very long motion, isn't it?---Mmm.

Do you recall a motion of that length ever being put up on the overhead projector or PowerPoint screen?---I don't recall it, but - - -

All right.--- - - - not saying it didn't.

And in relation to subparagraph 2B of motion 5, or 2A and 2B, there's a reference to loan deeds and security deed. Do you see those references?

20

---Mmm.

Do you recall ever being shown loan deeds or a security deed?---No.

Do you recall ever being asked to approve a loan deed or a security deed?  
---No.

And to the best of your recollection did you ever approve a loan deed or a security deed?---Not that I'm aware of, yeah.

30

All right. Now, if I could – you could hand back volume 10 and I'll ask you please to be provided with volume 20, Ms Provest, at page 16. You should have in front of you a letter of 31 August, 2012 from the Registrar of the Aboriginal Land Rights Act to GLALC. Is that what you have?---Yes.

And you'll see there's a heading in bold Compliance Direction and it reads, "Pursuant to section 235(2) of the Aboriginal Land Rights Act I as the Registrar appointed pursuant to section 164(1) of the Act may issue compliance direction. Enclosed is a compliance direction to GLALC." Do you see that?---Yes.

40

And have you – and then, sorry, following it, that page, on pages 17 through to 20 you'll see the compliance direction?---Mmm.

Have you seen this compliance direction before?---I don't recall it.

By the time of this letter of 31 August, 2012 you were a director of GLALC. Correct?---Yes, yeah.

Do you recall ever being shown a copy of this compliance direction?---I don't recall it. I may have been shown it but I don't recall.

You agree that – well, if you have a look please at page 19 in the bottom right-hand corner, you'll see that about halfway down the page in bold it says, "Directions to Gandangara LALC". Do you see that heading?---Yes, yeah.

10 And then there's identified in subparagraphs (a) to (h) over the page - - -?  
---Yeah.

- - - things that GLALC is directed to do. Do you agree?---Yes, yeah.

Do you recall ever being told that GLALC had obligations to do certain things upon direction of the Registrar?---I have a vague recollection that the Registrar had wanted certain things done but I can't recall what they were or  
- - -

20 All right. Do you – you will see that in subparagraph (a) on page 19 there's  
a direction that within 28 days of receiving this compliance direction  
GLALC was directed to rescind the Board resolution or decide it's not to be  
implemented or further implemented or alternatively amend the resolution  
in a way that satisfies the Registrar that the amended resolution is within  
power and complies with the Aboriginal Land Rights Act?---Mmm.

Now, the resolution for your benefit is referred to in page 17. If you go to  
page 17 you'll see paragraph 3?---Yeah.

30 And it says that, "On or before 27 July, 2011 the Board of GLALC passed a  
resolution that all funds surplus to the operating needs of GLALC shall be  
loaned to GFF on a commercial basis secured by a charge registered with  
ASIC." Do you see that?---Yeah.

Now, that's I suggest to you the substance of the resolution to which I took  
you of 11 - - -?---Right. To rescind that resolution, is that - - -

Yes, perhaps take it a step at a time. Paragraph 3 refers to the resolution I  
suggest that I took you to of 11 July, 2011. Do you recall that?---Mmm.

40 When you say mmm do you say yes?---Oh, yes.

All right. And then when one goes back to page 19 sub-paragraph (a)  
- - -?---Yep.

- - - you'll see that that sub-paragraph refers to or sets out a direction as to  
what GLALC must do with respect to the resolution to which I've just  
referred. Do you agree?---Yes.

Now as a Board member of GLALC were you made aware that GLALC had obligations with respect to what should be done or had to be done to that Board resolution?---No, I wasn't.

10 You'll see at sub-paragraph (c) on page 19 that there was a direction that GLALC perform no act to implement or further the implementation of the Board resolution pending it's rescission or the decision it is not to be implemented or further implemented or its amendment in accordance with paragraph (a) of that. In other words I suggest to you that the compliance direction was to the effect that at least pending the events referred to in sub-paragraph (c) GLALC was not to act upon the resolution. Do you agree?  
---Yes.

Now were you were informed when you're a director of GLALC that GLALC following service of this compliance direction was not to lend funds to GFF?---I wasn't aware, no.

20 Or I should say perhaps not lend funds to GFF other than on a commercial basis and secured by a charge?---No, I wasn't aware of the details of that, how it happened.

All right.

THE COMMISSIONER: But I understood you to say earlier in relation to the money that went to GFF that your understanding was that they weren't loans?---Yes, it was just an investment.

So you didn't - - -?---I wouldn't call it a loan.

30 - - - you didn't understand them to be loans from anyone?---No. I just thought it was an investment. The money went into an account, well the Future Fund was the account and that's, that was my understanding of it and it drew through, you know, depending on the interest rate that it was invested at.

40 MR HENRY: I haven't taken you through the entirety of the compliance direction, but you agree that it's a document of some importance to GLALC in the sense that the Registrar of the Aboriginal Land Rights Act is directing GLALC what it can and can't do with its money?---Yes.

Do you agree?---Yes.

Is that something that is, is the compliance direction something that you believe you would recall now having seen before if you had of been shown it?---I think so, yes.

And you don't recall having been shown it?---I don't recall it, no, having been shown it.

And you don't recall having been told about it?---There could have been some mention about a compliance from the Registrar, but yeah, I don't recall what it was or, yeah.

All right. I'll ask you then some questions about expense claims by Mr Johnson. I appreciate you've given some evidence about that. Apart from the evidence that you have given in relation to Mr Johnson's expense claims, in particular concerning the horse float and the correspondence that I've taken you to relating to that. You recall that correspondence?---Yes.

Were you ever asked to review an expense claim made by Mr Johnson?  
---No.

Were you ever asked to approve an expense claim made by Mr Johnson?  
---No.

Were you ever informed by anyone about expense claims made by Mr Johnson, again carving out if I can put it that way, the correspondence to which I've taken you?---No, not in detail. Possibly when the finance manager came and he gave a report, there might have been an amount or something, but - - -

THE COMMISSIONER: That was a global amount, was it?---Yes. Yeah, it wasn't broken down. And there was also a finance subcommittee that was made up of a few of the board members - - -

MR HENRY: Yes?--- - - - that I wasn't a part of. And they used to meet prior to meetings and go through that and, you know. So we didn't feel we had to go through it in detail, you know, or we didn't have it to go through in detail.

Who was on the finance - - - ?---Oh, now you're asking me.

- - - committee?---Yeah, I'm not a hundred per cent sure who was on it. It was about three or four people, I think. 'Cause I had thought of going on it, 'cause at one stage to - so I'd have a better handle around things. But didn't have the time. But it was prior to meetings. I don't recall who was on it.

And to the extent that there were presentations made to the board about expenses of Mr Johnson from the finance manager, that you can recall, were they presentations made by Mr Gundar?---Yes.

And were those presentations written, oral or a combination of the two?  
---Combination, yeah.

And the Commissioner asked you about whether or not what you were told was general. What information can you recall was actually conveyed to you

about Mr Johnson's expense claims?---I don't recall them ever being explicitly stated what they were. I don't recall that. There would have been, like, an amount, what was in the bank, what's not in the bank, in this account, in that account, and, yeah.

Well, was Mr Johnson referred to in the course of that conveying of information? Or was it rather GLALC's expenses are whatever they are, and - - - ---Yeah, I think.

10 - - - GMS's expenses or - - - ---From memory, that's how it was. Yeah. That's what I recall.

Is this a fair summary, that you don't recall expenses being identified that were expenses of either Mr Johnson or Waawidji specifically?---They could have been. I don't recall them, no. They could have been.

All right. Just pardon me for a minute, Commissioner, please. They're my questions of Ms Provest.

20 THE COMMISSIONER: Ms Provest, can I just ask you this. I appreciate that it's difficult, because you're being asked to recall things that occurred some years ago, but just in relation to the sequence of events, on 31 August, 2012, you've got this letter coming from the New South Wales Aboriginal Lands Council with the compliance direction.---Yeah.

And you've said that you do recall something about that. And then on 29 October, so only two months after that, there's the letter from Lawler's, which asks, in effect, how these amounts are calculated for the purposes of Mr Johnson's remuneration. And the board certifies that the figures are  
30 accurate.---Mmm.

So you remember that?---Mmm.

Well, sorry, I don't mean to misrepresent you. You say that you don't remember seeing anything like those figures.---Yeah.

And then on 15 January, 2014, there's that urgent meeting about the new structure, which you understand is designed to take those corporate entities outside the remit of the Aboriginal Lands Council.---Yeah.  
40

And then on 18 February, so again only a month later, there's this dispute with the administrator about Mr Johnson's expenses that he's claiming.

So the thing that's operating on my mind is putting that sequence of events together, was there any point at which anyone on the Board you included started asking questions about why all these things were happening? I mean was there any sense of unease or disquiet that you, that these, these, if I could put it this way generically, that these difficulties were being

encountered from a number of different sources?---There was discussion around NSWALC wanting to take over, take all of Gandangara's assets and things like that, so it was always brought back to that, that - - -

So the problems were seen as stemming from, from the interference of the, of the State Aboriginal Land Council?---Yes, yep, yep.

And that was a view expressed by whom?---By Jack and, yeah.

10 Anyone else?---Mainly Jack, yep.

I note the time, does anyone have any questions of Ms Provest? Mr Docker, do you know how long you'll be, sorry?

MR DOCKER: Commissioner, I would say at least 15 minutes.

THE COMMISSIONER: All right. Well we'll take the luncheon adjournment then.

20 MR CHALMERS: Commissioner - - -

THE COMMISSIONER: Sorry, yes, Mr Chalmers.

MR CHALMERS: Sorry to, sorry to keep everyone from the luncheon adjournment.

THE COMMISSIONER: That's all right.

30 MR CHALMERS: Just, I'll be a sec. That Exhibit G3, can we access to that?

THE COMMISSIONER: Yes, yes, you can have access to that. Thank you. I'll adjourn.

**LUNCHEON ADJOURNMENT**

**[1.01pm]**