

GREER
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PUBLIC
HEARING

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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 18 MAY 2016

AT 10.15AM

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, my apologies for that delay. Could I just raise a matter before we resume. One of the boxes or the folders of – sorry, one of the boxes of documents containing the folders in relation to the Board members has some sensitivity about it insofar as I think it contains documents that refer to a previous complaint made to the Commission and it's the Commission's policy that the details of complaints not be made public. I think it's Mr Bloomfield's folders.

10 MR HENRY: I'm told that's right.

THE COMMISSIONER: And so I'm going to make an order suppressing publication of the contents of that box insofar as it relates to a previous complaint to the Commission and any identifying information that arises out of those documents.

20 **AN ORDER SUPPRESSING PUBLICATION OF THE CONTENTS OF THAT BOX INsofar AS IT RELATES TO A PREVIOUS COMPLAINT TO THE COMMISSION AND ANY IDENTIFYING INFORMATION THAT ARISES OUT OF THOSE DOCUMENTS**

THE COMMISSIONER: So I'd just like everyone to be aware of that and also that of course applies to anyone who might be here from the media. I don't think there is anyone at the moment. So we can resume then with Ms Edwards, or Mr Mack might have something to say. Yes, Mr Mack.

MR MACK: I've just got some questions for Ms Edwards.

30 THE COMMISSIONER: Oh, sorry. You're in - - -

MR HENRY: Sorry, but perhaps before that happens.

THE COMMISSIONER: Yes.

MR HENRY: Can I just indicate at least at this stage in relation to Mr Bloomfield I'm not proposing to go to the material in that box.

40 THE COMMISSIONER: No. I understand that.

MR HENRY: And I just raise that because so far as – at the moment the box has material that of course isn't in evidence and for the benefit of everybody else here who may wish to ask questions by reference to documents in the box they should keep in mind that suppression order when they're on their feet - - -

THE COMMISSIONER: Yes.

MR HENRY: - - - if they want to take Mr Bloomfield or anyone else to the documents in that box.

THE COMMISSIONER: Yes. Thank you. Sorry. Yes, Mr Mack.

MR MACK: Ms Edwards, my name is Mr Mack. I represent the Registrar of the Aboriginal Land Rights Act and I just want to take you back in particular to a meeting that occurred in September, 2012. You recall that your evidence yesterday was that you attended three meetings, one in July, one in September and one in December of 2012. Do you recall that?
---Correct.

10

Yes. I just want to take you to the minutes of the meeting of 10 December, 2012 and if the witness could be taken to volume 10, page 113. And you will see at the top of that page that you're noted as attending that. That's correct isn't it?---Yeah.

And then if I could get you to turn please, Ms Edwards, to page 115 and to motion 7.---Yeah.

20

Could I just get you to read motion 7 briefly just to familiarise yourself with it. It carries over onto page 116. Yes, and at the bottom of that motion it says that you moved the motion. Is that correct?---Correct.

And do you recall moving that motion?---No.

30

No. All right. What I propose to do now is to take you to some documents that are in a box, and I don't have them in front of me, so I'll need your assistance to just identify some documents to me. But I have seen the documents and I've got some notes of them. Could the witness be shown the box with identifier E14/0362/29/7? And if you turn to it a little way through the documents in the box, there should be one with two tabs on it, with a pink and a blue tab. Should be at the start of it. Can you see the pink and the blue tab? I just want to take you through these documents, Ms Edwards. You'll see at the front – well, first of all, can you tell the Commission what that document is?---It's the Board meeting agenda for 10 September, 2012.

40

Yes. And you'll see that there's some handwriting where it looks like October's been scribbled out and September's been written there. Can you see that?---Yeah.

Is that your handwriting?---Doesn't look like it.

Doesn't look like it. Okay. I just want to take you through some of those documents to see if your memory's refreshed about ever seeing those documents on 10 September. I mean, if I could get you to turn over the page. Sorry, before you do, you'll see that there's an item number 4 on the agenda, a report by David Wing.---Yeah.

Do you recall Mr Wing being at that meeting on 10 September, 2012?---It's a possibility.

It's a possibility. Okay. If I could get you to turn over to the next document, which I understand is a five-page document, which has a staple in it, and it's titled "Report to GLALC Board regarding loans from GLALC to GFFL." Do you see that? Just directly behind.---Oh, yeah.

10 Can you recall seeing that document before?---No.

Can you recall if Mr Wing presented that document to the Board?---No, I can't recall.

Can't recall. All right. Can I get you to turn to the next document, which is a document dated 31 August, 2012?---Yeah.

20 And it's from the Registrar to GLALC, and it's in relation to a compliance direction. Can you recall discussion at the meeting about the Registrar and a compliance direction?---No.

No? Okay. All right. And if I could get you to turn to the next page, which I understand is an email from Mr Johnson to somebody called Scott Tobler. ---Yeah.

Yes?---I see that, yeah.

Dated 10 September, 2012?---Yeah.

30 And can you recall if you've ever seen that document before?---No.

No. All right. Well, I'll just take you to three more - - -

THE COMMISSIONER: Sorry. You mean you can't recall it or you didn't ever see that document?---I've never seen it.

You've not seen it?---No.

40 MR MACK: Thank you, Commissioner. And in relation to the compliance direction that I took you to previously.---Yeah.

Is your evidence that you cannot recall seeing it or you haven't seen it?---I cannot recall seeing it.

Okay. Okay. All right. If I can get you to turn to the next document after the email, which I understand is a letter from Baker & McKenzie, dated 4 September, 2012.---Yeah.

Have you ever seen that document before?---No. Doesn't look familiar.

Doesn't look familiar. And the next document's an audit management letter dated 7 September, 2012. Just a one-page - - - ---Yeah, I have that.

Can you recall seeing that document before?---No.

All right. And finally you'll see that the final document's a report in relation to Marumali Proprietary Limited, and it's dated 30 June, 2012. Do you accept that?---Yeah.

10

Can I get you to turn to the first page of that and you'll there's a list of directors at the top?---Yep.

And you're listed – are you listed as a director of Marumali?---Yes.

Yes. And what's the date of your appointment there?---9/5/2012.

All right. Do you recall being appointed a director, a director of Marumali Pty Limited?---No.

20

No. All right. If I can just get you put those documents away?---Yep.

And if I can take you back to volume 10, page 115, which is the motion 7. This is the motion, and you'll see it says, this is one I took you to before that you've read already?---Yep.

And it says, "And the Board resolves as follows to rescind motion number 18 of the meeting of 11 July, 2011"?---Yes.

30 Can you recall any discussion about that motion at the meeting on 10 September, 2012?---No.

All right. And you can't recall asking any questions about that motion at, at the Board meeting?---No. No.

I'm just going to take you to a diagram on page 258 of volume 1 of the materials. And I just want you to look at the entities under the original structure?---Yep.

40 And I think you gave some evidence yesterday relating to Gandangara Future Fund Limited?---Yep.

And you recall you thought it was a bank account. Do you recognise – have you heard of Gandangara Development Services before?---Yes.

Yes. And have you ever – and do you recognise Gandangara Management Services Limited?---Yes.

Gandangara Employment & Training Limited?---Yes.

Gandangara Health Services?---Yes.

Gandangara Housing Services?---Yes.

Gandangara Transport Services?---Yes.

Statewide Aboriginal Services Limited?---Yes.

10

MR CHALMERS: Sorry, just, not an object I just - - -

THE COMMISSIONER: Yes.

MR CHALMERS: - - - want to make sure there's no ambiguity. When he says recognises is he asking my client to read through the names and saying he recognises them or - - -

THE COMMISSIONER: No. As entities as I understand it.

20

MR CHALMERS: I was just wondering there might – if that could just be made a bit clearer.

THE COMMISSIONER: Do you understand that Ms Woods you knew of all these names as the names of entities that were functioning under the GLACL?---I knew them when I was an employee, yes.

Right.

30

MR MACK: And when you say you were an employee who employed you?---Gandangara Employment & Training Services.

Okay. And what did you do for Gandangara Employment - - -?---I was the project officer for the Employment Services.

And when did you start that employment?---It would have been 2007, yeah, about 2007.

And when did you finish?---2011.

40

All right. So your employment terminated with Gandangara Employment & Training before you became a director of GLALC. Is that correct?---Yes. Yes.

All right. And just, I think I got down to the Statewide Aboriginal Services Limited?---Yep.

There's I think three more underneath, underneath there, there's Sydney Aboriginal Services Limited. Have you heard of that before today?---No.

No. All right. And Sproule Road Limited?---No.

And Lot 3 Barden Ridge Limited?---No.

And Gandangara 101 Limited?---No.

10 All right. Well having regard to the ones that you do recognise, do you recall ever receiving any money from any of those entities?---Gandangara Employment & Training Services and Gandangara Transport Services.

And Gandangara Transport Services. And what money did you receive from Gandangara Transport Services?---I was a casual driver.

You were a what driver?---Casual driver.

20 Casual driver. Is that a truck driver or a - - -?---I used to pick up the elderly patients and take them to their appointments.

All right. And when did you commence that employment?---I only did it on a casual basis. It would have been maybe 2008/2009 and I only drove a couple of times. I was only just casual.

Right. And were you driving, to the best of your recollection did you drive whilst you were a director GLALC?---No.

30 All right. Did you ever receive any loans from any of those entities including GLALC?---No.

Did you ever receive sitting fees whilst you were a - - -?---No.

And did you ever receive any reimbursements for expenses from GLALC or any of the other entities?---No. Not that I remember, no.

All right. And were any of your family members employed by GLALC or any other entity under - - -?---Yes.

40 And who are they?---My father, Ian Edwards.

Yes.---My mother, Sonia Edwards now. Her name was Sonia Kyle back then. She was a cleaner.

Yes. A cleaner for?---Gandangara.

Gandangara Land Council?---I don't know exactly which – I'm pretty sure it was just directly – I don't know.

Okay.---I can't say I'm sorry. I don't know who was directly her employer.

And is that the same with your father as well, you don't know - - -?---I know that he was under Gandangara Development Services.

Yes. All right.---My mum was a cleaner and my brother, Anthony Edwards, was on the CDP so that was back in 2007 now.

10 What do you mean by CDP?---Community Development Employment Program so it was like a work for the dole type program.

All right. And just finally, I know you didn't attend too many Board meetings but – and your evidence so far has been that you can't recall anybody ever objecting to a motion or there being much discussion. Is that a fair summary of - - -?---I remember a lot of discussions actually but I remember they were lengthy discussions. I don't remember what they were actually about but I don't remember anybody ever rejecting or, or arguing at any stage. Everybody had a chance to put forth their opinions and that's all I remember. So we did have lengthy discussions.

All right. And did you have a large degree of trust in other Board members or the CEO?---Yes, I did.

And who in particular did you - - -?---I would say everyone.

Everyone. All right.---Yeah.

And does that extend to Mr Johnson as well, you - - -?---Yeah.

30 All right. Thank you for that. No more questions, Commissioner.

THE COMMISSIONER: Yes. Any other questions of Ms Edwards? Mr Chalmers.

MR CHALMERS: Yes, just very shortly. Just you've been shown some documents from a - - -

40 MR GANDAR: Excuse me. Sorry, Mr Chalmers. Is it better if I ask questions first, Commissioner?

THE COMMISSIONER: Oh, yes. Sorry. Yes, go ahead, Mr Gandar.

MR GANDAR: I understood perhaps Mr Lim (not transcribable).

MR LIM: I've only got one question, Commissioner.

THE COMMISSIONER: Yes.

MR LIM: Ms Edwards, my name is Mr Lim. I act for the Aboriginal Land Council, Gandangara Local Aboriginal Land Council, Ms Edwards. You just answered Mr Mack's questions regarding your employment with the Employment and Transport Services of Gandangara. Just to confirm your evidence was that you were employed by those organisations in 2007?
---Yeah.

10 Was that as a division of the Land Council or not the actual separate legal entity Gandangara Transport Services Limited?---I can't confirm that.

Okay. That's my - - -?---Sorry.

Thank you.

THE COMMISSIONER: Yes, Mr Gandar.

MR GANDAR: Ms Edwards, my name is Aidan Gandar. I represent Mr Johnson. You gave some evidence in response to questions from Counsel Assisting the Commissioner yesterday about Board meetings and
20 do you recall saying that you had folders with you at the Board meetings?
---Yeah.

And I believe your evidence was that inside the folders were agendas for the current meeting?---Yeah.

And minutes for the previous meeting?---Correct.

30 The folders themselves, were they ring-binder folders?---They were very similar to the folders that we all have right there.

Okay.---But bigger.

Okay.---They were bigger.

And so documents inside them were hole punched?---As far as I remember, yeah.

Were any of them in plastic sleeves?---Not that I recall.

40 Okay. Can I show you the box which Mr Mack took you to. I'm not sure if it's still in front of you. And to the same page which Mr Mack took you to that has the blue Post-it and the pink Post-it. Now, I appreciate your evidence was you're not sure if that's your handwriting on that document but do you recall having the agenda for that Board meeting at the meeting?
---We generally did so I'm going to say yes.

Okay. And the 10 September, 2012 meeting isn't it?---Yeah.

Okay.---That's correct.

And can you read out for the Commission please what the heading is on the top of that agenda.---"Board Meeting Agenda of the GLALC, GDS, GMS, GTS, GHSM, GFF and ORS Board Meeting".

Okay. And is it your understanding that those acronyms relate to some of the companies which Mr Mack showed you on a diagram earlier this morning?---Yes.

10

Okay. And you would have read that at the time?---Not that I recall.

You wouldn't have read the agenda which you had - - - ?---I don't recall that heading.

Okay. Okay. Was it your usual practice, then, at meetings only to look at the agenda items specifically listed and not the heading or - - - ?---Yeah, basically.

20

Okay.---That was just what I did. It wasn't an all-round thing.

Okay. Sure. So I take it from that evidence and what you said to Counsel Assisting yesterday that you didn't appreciate that the meetings were being held in respect of other entities?---Can you ask that again?

Did you appreciate the meetings were being held in respect of entities other than GLALC?

30

MR HENRY: Well, I object that preceding that question is an assumption that that was the fact. The witness could be asked what her understanding was as to which entities other than GLALC, if any, were meeting. But the witness's evidence has been, thus far, that she understood she was attending a meeting - - -

THE COMMISSIONER: Of - - -

MR HENRY: - - - of GLALC.

40

THE COMMISSIONER: Of the GLALC Board.

MR HENRY: And in the question as framed, it's pregnant with an assumption that the meetings were, as a matter of fact, meetings not confined to GLALC itself.

THE COMMISSIONER: Well, I think it proceeds from the heading on the document, doesn't it, Mr Gandar?

MR GANDAR: Yes, Commissioner.

THE COMMISSIONER: Well, as long as it's made clear in the question that you're asking the witness what her knowledge was in relation to whether or not she was aware of the meetings being in relation to those other entities, not whether as a question of fact just because it appears on the document that that might be the case. But is that what you're seeking to ask her?

10 MR GANDAR: Yes, Commissioner. But given Ms Edwards has said she doesn't recall reading the headings, I might not press the question - - -

THE COMMISSIONER: All right.

MR GANDAR: - - - if it pleases the Commission. Could Ms Edwards please be shown volume 10? Ms Edwards, could you please open that folder to page 113?---Can I just ask you to speak up a little bit? I'm just - - -

Sure.--- - - - struggling to hear you a little.

20 Those are the minutes of the meeting on 10 September, 2012, and you're recorded as being in attendance. Is that right? Could you please turn over to the next page, page 114? And you gave evidence yesterday that you don't recall that motion being on the overhead projector?---No, I don't.

That's right. Okay. And could you please turn over the page again, to 115. And there is recorded motion 7, which Mr Mack asked you about a few moments ago, and you said you also didn't recall that motion being moved. Is that correct? Okay. Could you please read through the minutes, starting
30 this question, which, if any, of the motions do you recall being moved at this meeting?---The only thing I remember is motion 8.

Motion 8? And you moved motion 8, is that correct?---Correct.

And you recall that Mr Johnson put that up on the overhead? Is that the case?---Correct.

Okay. Could you please turn over to page 118? Oh, excuse me. Page 121.
40 And those are the minutes of the meeting on 10 December, 2012, in which you're also recorded as in attendance?---Yeah.

You were asked about motion 4 yesterday which is on page 122 and was it your evidence that you don't recall this motion being put up on the screen? ---Correct.

Okay. Could you please read the whole of the minutes from page 121 to 123 with a view to answering the same question as before?--- I don't remember any of them.

You don't remember any of them?---No.

Okay. When Counsel Assisting was asking you about motion 4 yesterday you said that if Waawidji was mentioned in a Board meeting you would have questioned it. Do you recall giving that evidence?---Yep.

Why would you have questioned Waawidji?---Because I wouldn't know what Waawidji would have to do with Gandangara.

10

Okay. And if the explanation was Mr Johnson, it was Mr Johnson's company would you have questioned it any further than that?---Yes.

And why is that?---Because I'd like to know why a company would be getting money from a Land Council.

Okay. And why would you want to know if a company is getting money from a Land Council?---Because I just through that's, a company would be getting extra money that maybe the Land Council should be using.

20

Okay. But if it was explained to you that it was just Mr Johnson's salary and some of it was paid to that company would that have been a cause of concern for you?---No.

MR CHALMERS: These are all hypothetical questions.

THE COMMISSIONER: Well I know they're all hypothetics but I mean it's also answer that doesn't really carry much weight Mr Gandar if she doesn't know about the prohibition in the original Land Rights Act.

30

MR GANDAR: Yes, well perhaps I'll ask her about that, Commission.

THE COMMISSIONER: Yes.

MR GANDAR: You gave evidence yesterday and said words, that you weren't aware of the prohibition in 78(b) - - -?---Correct.

- - - that a person who has an interest in or is involved in the movement of a corporation can't receive a benefit from - - -?---Sorry?

40

MR GANDAR: - - - which receives a benefit from the Land Council can't be the CEO. If you didn't know of that prohibition why do you say you would have questioned why Waawidji was?---It would have been just a natural instinct?

Just natural instincts?---Yeah. I see that not just as a Land Council but across the board.

Okay. You gave evidence earlier that you trusted other members of the board. If none of the other members of the Board asked any questions about it you still would have questioned Waawidji?

MR CHALMERS: That's hypothetical. It's - - -

THE COMMISSIONER: I don't know that it helps Mr Gandar;. Ms Edwards would you have still asked the question even if no, no one else had asked it?---Yes.

10

Yes.

MR GANDAR: Okay. There's one other subject I'd like to ask you about Ms Edward, Ms Edwards and that relates to your work with the Employment and Training aspect of GLALC?---Yep.

You gave some evidence earlier that you were employed for a couple of years as a, what was your role sorry?---Project officer.

20

Okay. And what, what sort of work did you do in that role?---So I implemented Employment and Training Programmes for obviously indigenous people from the community. I worked with Woolworths and Department of Defence.

30

Okay. And you said yesterday that, well I'll read this all out, this whole passage out if that's okay. I'm referring to page 531 of the transcript. Counsel Assisting asked, "In the course of any of those responsibilities referring to your previous answer about your work with Gandangara Employment and Training Services, but also your time as a TAFE teacher, you were asked have, have you, did you have any responsibility for a budget? And your response was, you didn't manage a budget but you took part in you guess seeing what the budget did for the programmes that you were involved in?---Correct.

So is that the case for Gandangara Employment and Training Services, you saw - - -?---Yes.

- - - how the budget was used?---Yes.

40

Okay. Did you have to travel as part of that role?---Yes, I did.

How did you typically travel, were they flights or - - -?---Yeah. Flights, car, accommodation, would be their food so - - -

Okay. And that's all around New South Wales is it?---All around New South Wales. So the main towns that I travelled to was Tamworth and Armidale.

Okay. Did you buy the flights?---No.

Who bought the flights?---I know that it was on Mr Johnson's credit card.

Okay. And did you expect Mr Johnson was paying for that out of his own money?---No. I just assumed that he would be reimbursed for that.

10 Okay. I had understood you to give evidence yesterday that you weren't aware that Mr Johnson was entitled to be reimbursed for expenses.---Well, I just assumed that if he was going to pay for something out of his own personal credit card for a work – for something that I needed for work or anybody needed for work that he would naturally be reimbursed.

Okay. And you didn't see any problem with that?---No.

Do you know if Mr Johnson's credit card was used widely for expenses which he himself weren't incurring, such as your flights?---Yes. Yes, he was.

20 MR HENRY: I object. What does that mean, it was used widely?

THE COMMISSIONER: Widely. Well, I don't know. I mean - - -

MR GANDAR: Well, in - - -

THE COMMISSIONER: Ms Edwards, were you aware whether or not other employees of Gandangara entities used Mr Johnson's credit card if they incurred a work expense, are you aware of that personally?---I can't confirm that.

30 You can't--- I can't confirm that, no.

Right.

MR GANDAR: Well, even from your own experience, Ms Edwards, were there a number of expenses relating to you, such as your travel or perhaps your accommodation - - -?---Yeah.

40 - - - which were paid on Mr Johnsons' credit card?---Yeah. I travelled for I think over six months.

Okay.---In between I, I don't remember Gandangara ever having a corporate credit card so I know that Jack had one and he'd pay for it and then he'd be reimbursed as far as I knew.

Okay.---Or I assumed I should say.

And that was – was it Jack himself who processed these payments or his assistant?---His assistant.

Okay. Did you ever work with his assistant?---Yeah. We supported each other's roles.

Okay. When you were supporting her did you ever assist her with processing any of these payments - - -?---No.

10

- - - on Jack's credit card?---No.

Okay. Thank you. Those are my questions, Commissioner. Thank you, Ms Edwards.

THE COMMISSIONER: Ms Edwards, can I just ask you was there a procedure in place for the reimbursement of those kinds of expenses, i.e. the flights and accommodation when you were travelling as part of your duties, did you give to Mr Johnson's assistant an invoice or a document that was evidence of the fact that you'd taken the flight or paid the accommodation, is that what you did?---Yeah. So Tina Taylor, his assistant, would book my accommodation and my flights.

20

Right?---And she would obviously get the invoices and then from there I can't confirm what happened from then on.

Right. So would that have happened in almost every case, Mr Johnson's assistant did the booking?---Yeah.

30 And the invoice would go to her?---Yeah.

And then those expenses were paid on Mr Johnson's credit card. Is that your understanding?---That's my understanding.

Right. Does anyone else have any questions of Ms Edwards?

MR HENRY: I have some questions that have arisen out of that and it may be better for me to deal with those before Mr Chalmers.

40 THE COMMISSIONER: I think so, yes.

MR HENRY: In relation to these credit card expenses to which you've referred, Ms Edwards, you've referred to Mr Johnson's credit card and you also at one stage referred to a corporate, corporate credit card of – I assume that's a corporate card of GLALC. Is that right?---Yeah. I assume that we didn't have one. I don't think that we had one and that's why we were using Mr Johnson's credit card.

I see. So is it your evidence that as far as you're aware there was no credit card in the name of GLALC?---Correct.

And the credit card that was used was a credit card in Mr Johnson's personal name?---I can't confirm that. I can't confirm but I know it was his credit card.

It was a – when you say it as his credit card you're referring to - - -?---I was Mr Johnson's.

10

- - - a credit card that as you understood it was in his wallet?---Yeah.

But you don't - - -?---I assumed he just ripped it out of his back pocket.

But you don't know whether for example it was a credit card of Mr Johnson's in his own name or a credit card for example, I'm just asking the question, a credit card on an account of a Gandangara company but of which he was the signatory?---You've got me confused there with that one, mate.

20

All right. I'll leave it. Can I ask you then to go to volume 10. You were asked, volume 10 at page 116, about the minutes. This is, this is motion 8 I want to ask you about on 10 September, 2012. And you were asked to look through these minutes and with a view to answering the question, what if any of the motions in the minutes do you recall? And you said motion 8. Do you remember saying that?---Yep.

Motion 8 says, "The Board rescinds its previous delegation to the chairperson": Just pausing there the chairperson at the time was Ms Cronan was it not?---Correct.

30

And then it reads on, "It resolves that prior to seeking any special independent advice a Board member must seek and obtain a resolution of the Board. Do you see that?---(No Audible Reply).

Why as you understood it was – what was the purpose of motion 8 as you understood it?---Well I just, I've seen it on a Board level rather than just a person that check us in general. If anybody was to go outside of or speaking to anybody outside of our Board that they would seek the resolution of the Board for approval.

40

But do you recall any particular reason why this issue arose?---I can't recall the particular issue, no.

And can you recall what, what if anything it was intended to address?---No.

All right. I have no further questions, Commissioner.

THE COMMISSIONER: Ms Edwards, just on that question in relation to the credit cards, do you appreciate that it's possible for example for a company to have a credit card which is in the name of ABC Limited, that the company authorises some of its officers to sign on the corporate credit card. Do you understand that?---I understand that, yep.

And that's different from a credit card that is in the personal name of an individual that is like a private credit card?---Yep, I understand that.

10 And what Counsel Assisting was asking you was did you, did you know whether or not the credit card through which these payments were being processed was a credit card personal to Mr Johnson or a credit card that was attached somehow to a Gandangara company of which he was the authorised signatory. Do you know whether it was one or the other or both?---As far as I knew it was a personal credit card.

That's as far as you knew. All right. Thank you. Now who else was wanting to ask questions of Ms Edwards. I think that's it, yes, Mr Chalmers.

20

MR CHALMERS: Commissioner, I come in extremely short.

THE COMMISSIONER: Ah hmm.

MR CHALMERS: Can I just ask you how old were you when you were on the Board?---I would have been about 24, 23/24.

O.K. That's it.

30 THE COMMISSIONER: Thank you Ms Edwards, you may step down?---Thank you.

THE WITNESS EXCUSED

[10.53am]

MR HENRY: The next, sorry, the next witness Commissioner is Ms Dorothy Shipley. And I call her.

40 THE COMMISSIONER: Yes, just take a seat Ms Shipley. Mr Dunne, I take it that you've explained the section 38 procedure to Ms Shipley?

MR DUNNE: I have, Commissioner. And Ms Shipley will be sworn.

THE COMMISSIONER: Ms Shipley, can I just make sure that you understand that the order protects you against the use of your answers in civil or criminal proceedings, but it doesn't protect you if it should be found

that you've given false or misleading evidence to the Commission. You understand that?

THE WITNESS: Yes, I do.

THE COMMISSIONER: 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
10 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.

**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
20 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**

THE COMMISSIONER: Yes, can we have the witness sworn, please.

THE COMMISSIONER: Yes.

MR HENRY: Thank you Commissioner. Ms Shipley when did you become a director of GLALC?---It would have been towards the end of 2007.

10 All right. And when did you cease being a director of GLALC?---
Beginning of 2012.

All right. And prior to becoming a director of GLALC, had you been a director of an Aboriginal Land Council?---No.

Had you been a director of any corporation?---Yes.

Which corporation?---Kari Aboriginal Corporation.

20 K-a-r-i?---Yes.

And was that a proprietary limited company or - - - ?---I think so. It was just Kari Aboriginal Corporation.

What did it do?---The foster care agency.

So, what, it organised - - - ---Out-of-home care.

I'm sorry?---Out-of-home care for children.

30 I see.---Yeah, meaning foster.

And in your role as a director of that corporation, what functions did you perform?---Well, I was part of the board.

Yes?---And we had regular meetings and reports from the CEO, and financial reports. Yeah, and updates on the organisation, like how many kids were in care and things like that.

40 And in relation to the financial reports, what, if any, role did you have with respect to reviewing them?---Just going over them and agreeing that they were okay.

Did you have to approve expenditure?---No.

All right. Was there a budget that that corporation had?---There was, yes.

Do you recall, annually, approximately how much money was involved in the budget?---No, I don't recall, sorry.

Would it have been - - - ?---It fluctuates yearly.

- - - hundreds of thousands?---Yes, yeah.

Millions? Or millions?---I think it was close to a million.

10 All right.---But - - -

And for what period of time were you a director of Kari Aboriginal Corporation?---I haven't been involved for about the last eight years. It's pretty big now. It's a big organisation. But I wasn't part of the growth. So, I was probably there about, approximately five or six years, something like that.

20 So if you haven't been involved for about eight years, presumably you ceased being involved in about 2008?---Yes.

And then I gather you're saying that you were involved, as in a director of the corporation, for the five years preceding then?---Yes.

Say from about 2003. Would that be right?---Probably, yes.

And whilst you were a director of Kari Aboriginal Corporation, did you receive any training or instruction about your obligations as a director of that company?---We did have some governance training along the way.

30 Right. And do you recall, in general terms, what it covered?---The responsibilities of our role and the CEO's role. Just basic stuff like that.

Right. Did it include, for example, that a director must make decisions for the benefit of the corporation and not for the benefit of any person associated with the director?---No, I don't recall that.

All right. Do you recall learning about conflicts of interest?---No. Not with Kari, no.

40 All right. Did you get any instruction about how to read financial statements?---No.

Or understanding accounts?---No. We just went over it as a board. The expenditure and what was left in the budget and things like that.

Is it fair to say that you understood the financials that you were provided with as a director of that corporation?---Not fully. Because the treasurer would be there and he'd explain it all, the accountant.

Right.---So he'd go through it with us.

Right.---Yeah.

And as far as you were concerned, did you follow what you were told?
---Yeah.

10 All right. Now, you – and was that a part-time position or a full-time position?---Part-time, voluntary, yeah.

I see. And did you have fulltime work or other work at the same time?
---Yes, I did.

And what was that?---I worked in health, State Health.

When you say State Health what, a New South Wales Government department?---Yes, South Western Sydney Area Health Service.

20 I see. And what did you do for the Health Service?---I was a health worker and then became a manager of a team.

Right. And about when did that occur, becoming a manager of a team, do you recall?---Oh, goodness me. Probably early 2000. Yeah, around '99.

All right.---'99/2000 I'd say.

30 And how many people were in the team for which you were responsible?
---Only eight.

Eight. And for how long did you remain their manager?---Until I resigned in 2007.

And were you responsible for a budget with respect to the team?---No. No.

What were your responsibilities as manager of the team?---Just day-to-day management of the programs that were run by Aboriginal Health and, and the workers as well.

40 And when you say the programs, I'm not going to explore this too much further, but what generally speaking were the programs that you were overseeing?---There was an Elders program, there were outreach clinics.

What, sorry?---Outreach clinics - - -

Oh, outreach.--- - - - in the community. Yeah.

I see. And is that what, a reference to attempting to get people into employment, is that what an outreach - - -?---No, no.

What's an outreach clinic?---Where health professionals came out and, and provided the service like chronic care and early childhood, women's health, things like that.

As in health services provided at persons' homes. Is that - - -?---No, no, in a clinic. In an outreach health centre.

10

I see. All right.---With, you know, outside the hospital setting.

I see. You then become a director of GLALC in late 2007 you said.---Yeah.

Did you receive any training upon becoming – that is, training with respect to your responsibilities as a director, once you became a director of GLALC?---We did the training that NSWALC provided for, for the Board down at Tranby.

20

Tranby?---Yeah, Tranby College.

Where is Tranby College?---Glebe.

Oh, I see. Yes.---Yes, that was – it was only basic. It was like – there was a folder there and we went through it. It was like minutes of – how to run a meeting and what each person does. At that time they were like – they had a chairperson, a secretary and a treasurer and that outlined what those roles were and - - -

30

And how long did this training session last?---Just the one day I think it was.

All right. And was it only for directors of GLALC or were there directors of other Aboriginal Land Councils there as well?---No, just us, Gandangara.

All right. And was there any instruction given to you about director's duties?---No.

Was there any instruction given to you in relation to reading financial statements?---No, no.

40

Reading accounts?---No.

Conflicts of interest?---No.

All right. Were you given any instruction at the Glebe training session in respect of the Aboriginal Land Rights Act?---The Land Rights Act was mentioned but I don't recall actually seeing it.

Right. Were you prior to that point in time at all familiar with the Aboriginal Land Rights Act?---No.

So you had this training, one day session in Glebe what, presumably shortly after you became a director. Is that right?---Yes.

Did you have any other training whilst you were a director of GLALC?
---Yeah, I went to the one-day, the two-day training at Wollongong.

10 Right.---And discovered that it was corporate training.

Corporate training?---Yeah, it was like as a Board person - - -

Yes?--- - - - what your duties were. But – and then realising that, you know, it wasn't part of Gandangara.

Sorry, what do you mean by that?---Well it was all about being on a corporate Board and um, yeah, so and that's when I started thinking in my own head I'm here learning about this and I'm a Gandangara Board
20 member. So that's when I was starting to get confused.

I see.

THE COMMISSIONER: Confused in what way, sorry?---In that, you know, I thought I was a Board member of Gandangara and I'm here learning about this corporate stuff, about corporations limited and stuff like that.

30 So what the training in Wollongong looked at things like the Corporations Act did it? Like corporations generally?---Yes. Properties.

And you didn't, you didn't see the connection between that and what you were doing at Gandangara?---No, no, 'cause I thought I was a Board member for Gandangara, not the companies.

MR HENRY: Did anyone at that Wollongong training session say to you that you were a director of companies in addition to being a director of GLALC?---I can't recall um, whether Mr, the trainer might have mentioned it, but, yeah.
40

But were you ever asked, not necessarily confined to the Wollongong training session, but were you ever asked whilst you were a director of GLALC or before becoming a director of GLALC to become a director of companies?---No.

And presumably you never consented to being a director of companies other than GLALC itself. Is that right?---That's right.

All right. In the training session at Wollongong to which you've referred were you given any instruction about the Aboriginal Land Rights Act?
---No.

I understand you've explained that the instruction that you did receive was about corporations?---Yep.

Can you recall whether that included instruction about directors duties?---
Yes, it did.

10 Do you recall what you were told about directors duties?---We were told that um, as a director we were wholly responsible for the, for um, for the company, of a company and um, and responsible for the CEO>

Right. Were you told anything about insolvent trading?---Yes.

Do you recall what you were told about that?---Oh geez, I can vaguely remember. It was about trading when you're insolvent, when you no longer registered and you're still trading.

20 All right?---That's what I understand.

All right. And were you told that a director has responsibility to ensure that a company doesn't trade whilst it's insolvent?---Yes.

Were you told that a director has responsibility to make decisions in the best interests of the company and not any other person?---Yes.

Were you told about conflicts of interest?---Yes, that was mentioned.

30 Do you recall what you were told about that?---That if a person has some interest in other dealings while they're employed by a company, that's a conflict of interest.

I see;. And were you told about the need for a director's declare conflicts of interest?---Yes.

All right. And were you given any instruction about reading financial statements?---He went through some dummy ones.

40 Right?---Lime he had there. He utilised, he said he'd done training for some huge companies around Australia. So he had financial statements from some of those and he particularly talked about companies that did get into trouble and people who did go to gaol and things like that. And it was quite scary and that's when I thought I don't want to be part of this.

I see. When you say "he", who are you referring to?---John. John Mero.

Mr Mero?---Mmm.

Now, do you recall approximately when the Wollongong training session occurred?--I thought it was towards the end of 2012.

I see. I'm sorry - - - ---Could have been '11. I know it was towards the end of the year.

All right. I think your earlier evidence was that you ceased being a director of GLALC in early 2012.---Oh, sorry, yeah.

10

So - - - ---So the year before.

So it's, what, shortly prior to that?---2011. Yeah, it was the summer. So, towards the end of the year, I'd say.

All right. So you had that one training session after you – I'll withdraw that. You had two training sessions. There was one at Glebe and then the one at Wollongong.---Yeah.

20

Did you receive any other training?---No.

Okay. I'll show you a copy of some provisions of the Aboriginal Land Rights Act, just to see whether or not you were aware of the substance of these whilst you were a director of GLALC. The first section, I'm showing you a copy of, Ms Shipley, section 78B of the Aboriginal Land Rights Act. Can you see that it says, "78B. Certain persons must not be employed as chief executive officers." Can you see that in the bold type?---Yes.

30

And then in subsection 1, it says, "The following persons must not be or continue to be employed as the chief executive officer of the Local Aboriginal Land Council." Can you see those words?---Yeah.

And then I'll ask you to look down the page to subparagraph E, where it reads, "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?---Yes.

40

Now, I'll suggest to you that the effect of this section is that a person who meets the description in subparagraph E is not entitled to be employed as a CEO of a Local Aboriginal Land Council. Do you understand that?---Yes.

Were you aware of that when you were a director of GLALC?---No, I wasn't. But it was only – I only sort of asked about this to other Board members when we discovered that he was doing all these other entities. Jack registered all these other entities and that he'd be part of all those. He was part of all those. So that's when we were discussing about him being employed by Gandangara plus doing all these other jobs with these other companies.

THE COMMISSIONER: At the stage at which you discussed him doing, effectively what you say, these other jobs for all these other companies, did you know at that point in time that he was, in effect, doing part of his job through - - - ---No. I didn't.

- - - Waawidji Proprietary Limited?---No.

10 No?---No, it was only at that training, where it sort of opened my eyes and realised that, you know, these companies were coming on board and, yeah.

MR HENRY: When you refer to “these companies”, I'll show you a diagram to see if that assists you in identifying what you're referring to by “these companies”. Volume 1, page 258. Just pause for a moment. You should see there, Ms Shipley, yeah, there's a hard copy and it's also on the screen, and you can use whichever's most convenient. Do you see on the left-hand side of the page there's a diagram that's headed “Original Structure”.---Yeah.

20 If you just focus on that diagram, please. So that's to the left-hand side of the vertical line on the page.---Yeah.

There's a number of companies identified in that original structure. They've just been magnified on the screen. There's the members, then an arrow to Gandangara Local Aboriginal Land Council, and then a further arrow to Gandangara Development Services Limited. Do you see that? ---Yeah.

30 Is that one of the companies you're referring to when you - - - ?---Yes.

All right. What about Gandangara Management Services?---Yeah.

And then you will see there's a series of companies beneath Gandangara Management Services on the original structure diagram. Of those companies are you able to identify which companies you were aware of at the time of your directorship of GLALC?---Yeah. I was aware of the – like the development service, the management, the training, future fund, health services, Marumali, the housing and the transport. I'm not familiar with the others.

40 All right. And you said a moment ago that you – correct me if this is wrong but when you were at the Wollongong training session towards the end of 2011 and you were given instruction about corporations, you came to think that Mr Johnson I think you said was involved with these companies.--- Yeah, well, he put it to a meeting where - - -

I'm sorry?---He put it to a meeting, one of our meetings.

Yes.---I can't remember which one, that we'd now be directors of all these companies.

And do you recall was this before or after the Wollongong session?---
Before.

Before. So he suggested that at a Board meeting did he?--- Yeah.

10 And do you recall what, if anything, you said in response?---Well, that I thought I was only a director of Gandangara not these.

When you say Gandangara, you're referring to GLALC?---The Land Council, yeah.

Yeah. Now, did you have any understanding of what, if any, role Mr Johnson played with respect to these other companies that you've identified that you were aware of?---At that time it was just – there was just sort of planning. This was all in the planning stages.

20 Right.---Like we did have the transport, the employment and the housing and the health. Marumali was all we had then not the Gandangara Health Service.

THE COMMISSIONER: Can I just clarify, Ms Shipley, when you say you had then - - -?---Oh, I knew that they were under Gandangara.

Yes, I appreciate that. But they were parts of Gandangara that were offering different services to the community like - - -?---Yes.

30 - - - transport, health - - -?---Yeah.

- - - and things like that, but did you understand that they were separate corporate entities?---No, no.

MR HENRY: When did you first become aware of that?---When we were told that we were directors of all these companies.

40 So is this at the meeting you referred to a moment ago?---Yeah. Maybe it was our first Board meeting. I'm not sure.

I see.---Because I know that Gandangara had taken over some of these programs, you know, under the umbrella of Gandangara because I, I was involved in the early stages of setting up the transport, setting up Marumali and they were to be – they were being auspiced by non-Aboriginal agencies and after two years they were to go to an Aboriginal organisation and Gandangara put in an expression of interest to take on these programs.

Right.---Under Gandangara not under these companies so - - -

And was that before you became a director?---Yes.

All right. Did you have any understanding upon being told about the existence of these companies why they were being used?---Well, they were being – they were – how can I put it. They were registered outside of Gandangara because – so that they'd be a separate entity in case the Land Council ever fell down well, then, these would be saved. That's what I was told.

10

And who told you that?---Jack.

And - - -?--- - - -To protect them.

Sorry?---To protect these other entities program.

Right. And when you say if the Land Council ever fell down, are you able to explain what you mean by that?---I don't know. There was something going on where he was afraid that Gandangara was going to be wound up. I don't know.

20

He told you that, did he?---Mmm.

And was it - - - ?---He told us as a whole.

I'm sorry?---He told the people at the meeting.

This is at a Board meeting, is it?---Yeah.

30 Pardon me for one tick. Did you yourself have any view about the likelihood of GLALC being wound up?---No, I had no idea.

Did he say, in the course of telling you about this, what he perceived the risk of that happening was?---No.

Or why it was a matter of concern at the time?---Just from memory, I think the concern was because the New South Wales State Land Council weren't agreeing to some of the things that was being conducted by Gandangara.

40 Do you recall what wasn't being agreed to by the - - - ?---The home ownership program. Jack put in a proposal for them to approve of that and it was never, ever agreed to.

And what did that involve?---About the housing, meaning that people who were in the housing, who were renting, could buy. Rent-buy scheme, he called it.

I see.---The rent-buy scheme.

So Aboriginal people who were renting houses - - - ?---Yeah, could go into home ownership through that.

Could purchase those houses. And were those houses owned by GLALC itself, as you understood it?---As far as I know, yeah. They were attained through funding. Some were through the Aboriginal Housing Office or, in the earlier days, ATSIC Housing.

10 Did he explain at all how the creation or implementation of the original structure would resolve the concern about the rent-buy scheme?---No, I don't recall.

All right. Just returning, if I can, please, to the section 78B.---Yeah.

I showed you this diagram of the original structure - - - ---Yeah.

- - - in the context of asking questions about this section. Do you see, in
20 subparagraph E, it refers to a person who "has an interest in or is an employee of or concerned in the management of a corporation". Do you see those words?---Yeah.

Whilst you were a director of GLALC, were you aware of a corporation called Waawidji Proprietary Limited?---The only time I heard that name was when Jack declared, at our very first meeting, that he had a company.

Right.---In his declaration he said, "I declare that I've got a company." And he was the sole person at that company. But it had nothing to do with Gandangara.
30

Is that what he said?---Yeah.

Right. Did he explain why he was making a declaration if he said - - - ---No.

Well, did he explain why?---No.

Did you have any understanding as to why he would be making a declaration as to the fact that he had a company if he also said it had nothing
40 to do with Gandangara?---I think it was just part of the, you know, declaring that he's got a company and a conflict of interest type thing, I suppose.

What did you understand the conflict might be?---I don't know.

Did anyone ask?---No. When he said it was just his own company and it was private, we were satisfied, I presume. Had no idea it was going to be, down the track, going to be involved in all this.

When you say you had no idea down the track it would be involved in all this - - - ?---It would be a big part of Gandangara. I mean, just looking at the documents.

Yes?---I can see it's mentioned in a lot of places. And especially at Board meetings.

Yes. So you've obviously had a look at some of the minutes of the Board meetings, have you, to prepare for the purposes of - - - ---Yeah.

10

- - - giving evidence? You have?---I've had a look at some, yeah, with my solicitor.

All right. Bear with me a moment?---And seeing them on the overheads over the last week, you know I can see that Waawidji's mentioned lots of times.

Yes?---And I never ever saw it writing before.

20

So you never saw the name Waawidji written up?---No. I've never seen a letterhead, nothing.

Have you been sitting in the hearing room during the course of the entire hearings?---Yah. That's what I mean I've seen it until I come in here.

I see. You would have heard me ask questions, excuse me, of directors about the process adopted at Board meetings?---Yep.

30

And that, you will have heard evidence of the process went by Board meetings. Mr Johnson was present and typing on his computer. Do you recall hearing that?---Yep.

Doe that accord with our your recollection as the general way in which the meetings progressed?---Yes, it does.

And then he would type a proposed resolution .--- Yep.

- - - and it would appear on an overhead screen. Is that correct?---That's correct.

40

All right. And I gather from what you've just said that you don't recall ever seeing on the overhead scree or projector, whatever it may be called the name Waawidji. Is that right?---That's right. That's correct.

This is perhaps a fine distinction but are you able to say that Waawidji never appeared on that overhead screen?---Yes.

All right. Which, which, just to be clear, is obviously different to saying I just don't remember. It may have appeared on the screen but I don't remember. I'm asking you not that question - - -?---Yeah.

- - - but are you able to say Waawidji did not appear, the name Waawidji did not appear on the screen during a Board meeting?---Unless it came up in minutes where he's declared it and then the next minutes it might have came up to say Jack declared that he has a company called Waawidji.

10 Right. So the only possible time at which Waawidji may have appeared on the screen was in the context of a declaration of some conflict of interest by Mr Johnson. Is that right?---I'd say so, yep.

All right. Can I take you, just by way of example to volume 9. Oh sorry, page 27. In fact start at page 25 just to give you some context Ms Shipley. You should have there some minutes of a meeting of 5 November, 2010. Can you see that?---Yep.

And you're recorded as being an attendee at that meeting. I'm at the top of the page. Do you see that?---Yeah.

20

I'll ask you to turn forward to page 27, please and you'll see at the top of the page motion 8 under the heading "GLALC Declarations. Can you see motion 8?---(Not Transcribable)

I'm sorry but there was a bit of noise at this end?---Yeah.

Do you see motion 8?---Yep.

30 It reads, "The Board makes the declaration that Mark Jack Johnson, CEO holds the position of director of Waawidji Pty Limited and that WPL, which is an acronym for Waawidji, does not hold any role with the GLALC as a consultant". Can you see that?---Yep.

Now is that an example of the only type of motion that involved, that named Waawidji on the overhead screen whilst you were a director of GLALC? ---Yes, I think so. I recall, I can recall seeing it.

40 So you presumably can recall Mr Johnson making declarations in those terms or in similar terms at Board meetings from time to time?---No, not from time to time.

No. Just on one occasion do you say?---I think so, yeah.

Right. And did he ever refer to section 52 (d) of the Aboriginal Land Rights Act in the context of making such a declaration?---I haven't got 52 (d).

I'm sorry?---52 (d) what's that?

Yes, no, that's all right. I'm just, I'm just wondering if he mentioned that?
---No.

All right. Did he explain that it was necessary for him as he perceived it to make a declaration at the time?---No, not that I recall, no.

So is this, is this fair, oh was there any discussion or explanation provided as to why he was making the declaration?---No. Not that I recall.

10 He just made it. Is that right he just made it?---He must made it.

And from your perspective you, you really understand why. Is that - - -?
---No.

You agree with me?—I don't understand.

All right. Is that a convenient time, Commissioner.

20 THE COMMISSIONER: Yes. Thank you. We'll take the morning tea adjournment, resume at 10 to 12.00.

SHORT ADJOURNMENT

[11.30am]

30 MR HENRY: Ms Shipley, before the break, I handed to you an extract of the Aboriginal Land Rights Act. Do you still have that? If you could go to the last page of that extract, please, you'll see section 152 of the Act. Have you got that there?---Yeah, I do.

You'll see it reads, at subsection 1, "Each Local Aboriginal Land Council is to establish in an authorised deposit-taking institution an account called the Local Aboriginal Land Council's account." Do you see that?---Yes.

And then subsection 3 says, "The following is to be paid from the Local Aboriginal Land Council's account. A, 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.

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

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

Now, I suggest to you that the effect of this section of the Act is that, so far as GLALC was concerned, is that the only purposes for which payments

could be made from GLALC's bank account are the purposes identified at A, B and C, that I've just read to you.---Yeah.

Were you aware of that whilst you were a director of GLALC?---I don't recall it being explained to me at all.

All right. And does it follow, then, that you were unaware of it?---Yes.

10 All right. You can hand that back, thank you. Now, I've asked you some questions already about the process adopted generally at Board meetings. I'll ask you some further questions about that. In relation to Board papers, did you ever receive Board papers prior to a Board meeting?---No, I didn't.

You will have heard evidence, given by various directors, about folders that were available to the directors upon arrival prior to a Board meeting at GLALC's offices. Have you heard evidence to that effect?---I have.

And does that accord with your recollection?---Yes, it does.

20 So you'd turn up to the office and, what, a particular folder with your name on it - - - ---Yeah.

- - - was available? Is that right?---That's correct.

And then I appreciate this is a general question, but what documents, ordinarily, were in the folder as you recall?---The agenda for the night and the previous minutes of the main - - -

30 Right.--- - - -items.

Do you recall there ever being other items or not?---At times there were other items. Probably if there was someone coming in to discuss something.

Right.---Like a visitor or – that's all I can recall.

All right. Do you ever recall there being included, in the Board papers that you saw, contracts?---No.

40 All right.---Definitely not.

And I asked you, do you recall that? I rather understand from your answer that you may be saying positively that there were not contracts in your folder. Is that right?---That's right.

And the contracts that I'm – I should be more specific. In particular were there ever contracts pursuant to which Mr Johnson or his company Waawidji received any – were to receive any payments included in the Board papers that you received?---No, never.

What about legal advice, written legal advice, was that ever included in the papers that you were provided for Board meetings?---No.

All right. So the process was you turned up at the GLALC office for the Board meeting. There's a folder made available to you. Did you ordinarily read the contents of the folder before the commencement of the meeting?
---Mainly the agenda and the minutes. That's all we had, you know, was put to us as we got in there. They were on the table.

10

All right.---And we did have a cup of tea or something and a sandwich and then sat down and started the meeting. Then we, we looked at them then.

Now, I'll ask you to be provided with volume 8 at page 245, and do you have any other volumes there, because you could hand those back if that is
- - -?---Volume 2.

20

If that frees up some space for you. So you should have now in front of you, Ms Shipley, minutes of a GLALC Board meeting of May, 2010. Is that what you have?---I do.

And you're stated as being an apology at the top of the page. Can you see that?---Yeah.

So according to the minutes you weren't present at the meeting.---Yes.

30

Nonetheless I'd like to ask you some questions. Again I'm sticking with general questions about the process adopted at meetings for present purposes. You will see that the minutes are recorded as there being motions.---Yeah.

Motion 1, motion 2, motion 3, et cetera. Do you see that?---Yes.

Is that the way in which you recall the meetings being conducted by reference to specific motions being put?---Yes.

40

And I asked you before about how they may be formulated the motions, that is, Mr Johnson in effect drafts the motion on his computer and it gets put up on an overhead screen. That's correct?---Yes.

Do you recall there being discussion ever about the terms of a resolution?
---At times.

All right. And were changes made as you recall it to the terms that had been put up on the overhead screen?---No, not that I can recall.

All right. So the motions put up on the screen – you will see there, there's a reference to a mover and a seconder of a motion. Can you see that?---Yeah.

And is that what happened as you recall it?---Yes.

Then following the person seconding the motion, what happened next?
---There would be a show of hands for, for and against.

So there was a vote by way of show of hands?---Yes.

10 All right. And you will see that the – in the minutes there’s reference to motions being carried.---Yeah.

How was that determined?---That was just always written there.

Right. But there’s a show of hands - - -?---Yeah.

- - - in favour of or against the motion. Is that right?---Yes.

20 And then what would happen, would the Chairperson say the motion is carried or it’s - - -?---Yes.

Is that what happened?---True, yeah.

Do you recall a motion ever not being carried at a directors’ meeting?---I can’t recall.

I asked that because you will see, and this is just by way of example, in these minutes every motion that is put is carried. Can you see that?---Yeah.

30 And that appears to be a recurring theme in the minutes of GLALC’s Board meetings?---Yes.

That gives rise to this question. Was a motion ever not carried?---I don’t recall any but there were times when I did vote against motions but it wasn’t recorded.

I see. So you can recall, again generally speaking, that there were occasions when one or more of the directors voted against a motion?---Yeah.

40 But it nonetheless carried?---Yeah. It still carried.

And, and - - - ---Because it was - - -

Yeah?---It was beaten.

Beaten?---Yeah, like, might have been six to four or something like that. So - - -

Right. Am I correct in understanding that what you're saying is a motion was carried if there was a majority of the directors voting in favour of it?---
Yes, yes.

All right. You'll see also, on page 245, motion 1 refers to the acceptance of previous minutes. Do you see that?---I do.

And that appears to have ordinarily been a motion at the - well, the first motion at most Board meetings. Does that accord with your recollection?
10 ---Yes.

Can you recall anyone ever suggesting amendments to the minutes from the previous meeting?---I don't recall.

Do you recall ever doing it yourself?---No, I don't recall, sorry.

All right. I appreciate you weren't at this particular meeting. I'll ask you now more specifically about this meeting, rather than general questions about directors' meetings. You'll see motion 2 says, "The Board resolves to
20 accept the new CEO contracts as tabled, effective as at 1 May, 2010, and authorises the chair to sign the contracts." Can you see motion 2 there?
---Yeah.

Were you, in your time as a director of GLALC, ever shown contracts, or a contract, concerning Mr Johnson's CEO position at GLALC?---Not that I can recall.

What about a contract for Waawidji?---Never, no.

30 All right. Were you aware that under any contract Mr Johnson may be entitled to a bonus?---No.

Waawidji entitled to a bonus?---No.

Were you aware of the amount of money that Mr Johnson was paid or entitled to be paid - - - ?---No.

- - - as CEO of GLALC?---No.

40 As CEO of any other company?---No.

What about the reimbursement of expenses? Were you aware whether Mr Johnson was entitled to be reimbursed for any expenses he incurred?---No.

Waawidji entitled to be reimbursed?---No.

And I rather understand that you were never asked to review any claim for expenses made by Mr Johnson?---No, never.

And you never approved any?---No.

And the same applies with respect to Waawidji?---Yes.

All right. I'll ask you, then, please to be shown volume – sorry, just pardon me for one minute. You can hand back that volume, thank you. All right. I'll ask you to be shown, Ms Shipley, volume 9, at page 183. You should have in front of you minutes of a GLALC Board Meeting of 10 October, 2011.---Yes.

And you're recorded as being in attendance at the meeting. Do you see that?---Yes, I do.

You'll see Ms Shipley motion 1 on page 183, a declaration noted by the Board that Mr Johnson, the CEO holds the position of director of Waawidji and WPL, which is an acronym for Waawidji does not hold in any way with GLACL as a consultant. That's a motion similar to one which I've previously taken you to. Do you recall?---Yes.

And is it your best recollection that that motion was not put at this meeting?---I can't recall this particular meeting.

Right. The reason I put the question that way was because my understanding of your evidence is that you have a recollection of a motion, whether in those terms or similar terms, by which a declaration was made by Mr Johnson with respect to Waawidji shortly after you became a director of GLALC in about 2007. Do you recall saying that?---Yes.

But that you're - - -?---I think this is because it's new, a new Board. It would have been the first after the election of the new Board because they're nominating for a chairperson. So he's declared it again.?---I see.

I understand what you're saying and everything - - -?---Yeah.

You can from this document in effect - - -?---I can see why he's done it like that.

- - - you can see why that might have happened?---Yeah.

My question is do you actually recall it happening?---I don't recall it but yeah, it's there.

If I could ask you please to turn to page 184. Sorry before I do that, am I correct in understanding that as at 10 October, 2011 at this first Board meeting after the appointment of the directors previously. Sorry, I'll withdraw that, it's clumsy. You've just said that this is the first Board meeting of this particular Board?---Yeah, yeah.

At that time, that is the at the time of this meeting as far as you were aware was there any reason for Mr Johnson to make a declaration in motion 1?
---No, not that I'm aware.

All right. If you turn the page please, Ms Shipley, to page 184 you'll see motion 4 and it says, "In accordance with section 72 ALRA the Board reaffirms the following delegations for the remaining twelve months or until completion or until reviewed by the Board. And then there's a, a list of
10 delegated authorities. Do you see that?---Yes.

Can you recall – it'll withdraw that. It's a relatively long list in the sense that there's twenty five paragraphs in motion 4. Do you see that?---Yes.

Now do you recall up on the overhead screen at this or any other meeting a motion of that length being put up?---No, I don't.

Are you able to - - -?---It's very long.

20 Yes. Are you able to say that that did not happen?---I can't record.

All right. If you have a look k sorry I'll withdraw that and do you recall being at a Board meeting at which delegations of authority were given to Mr Johnson by the Board?---Yes, I do.

All right. And do you recall the delegations that were given to Mr Johnson by the Board being as extensive as what is written at pages 1 – paragraphs 1-25 on these pages?---He was given delegation but I don't think it was to
30 this extent.

Right.---There's just too many.

If you have a look at page 185 you will see paragraph 21 towards the base of the page. Can you see paragraph 21?---Yes.

It reads, "In line with both Board and members' resolutions the CEO is authorised to ensure that all surplus funds are lent to Gandangara Future Fund in line with the resolutions." Do you see that?---Yeah, I do.

40 Do you recall being at a Board meeting at which Mr Johnson was authorised to ensure surplus funds being lent by GLALC to GFF in line with certain resolutions?---I don't recall it.

Did you have any understanding at the time at which you were a director of GLALC as to what Gandangara Future Fund Limited did, if anything?---My understanding was that it was funds that were set aside - - -

Right.--- - - - for Gandangara to, to provide programs for the community and the money was going to be there to do that. There was always talk of building a multifunction centre, multipurpose centre for the community and I believe that those funds were to go towards that, the building.

Right. Perhaps if I take you back in the volume to page 111.---111.

You will see there - - -?---(not transcribable)

10 - - - minutes of a Board meeting of 11 July, 2011. Is that what you have?
---Yeah.

And you're said to be in attendance at the meeting.---Yeah.

So this – I've perhaps taken you out of sequence in the sense that this Board minute – this Board meeting occurs prior to the delegation to which I have just taken you. Do you understand?---Yes.

20 All right. You will see in these minutes over the page at page 112 - - -?
---Yeah.

- - - there's motion 8 at the base of the page where it says, "The Board resolves that an appropriate resolution be put to the members in line with relevant legal advice that funds be transferred from GLALC to the GFF Limited." Can you see that?---Is that motion 8 did you say?

Yeah, motion 8 - - -.---Yeah.

30 - - - at the base of page of 112.---Yeah.
Can you see that?---Yeah.

Do you recall being informed – sorry, I withdraw that. I understand from what your evidence is already that you never received written – a copy of any written legal advice that GLALC received.---No.

40 Were you nonetheless informed of any legal advice that GLALC received in relation to funds to be transferred from GLALC to the GFF?---I don't recall it, sorry.

All right. If you go over the page – sorry, go over two pages, page 114.
---Yeah.

You will see motion 17.---Yes.

It reads, "The Board resolves that all funds surplus to the operating needs of GLALC shall be loaned to GFF on a commercial loan basis secured by a charged registered with ASIC." Can you see those words?---Yes.

And then there's three dot points. I'll just ask you to read those please and let me know when you've done that.---Yeah.

Now, you'll see underneath that motion, you're recorded as the person who moved the motion.---Yes.

Do you recall moving that motion?---I don't recall it at all. I don't understand the motion.

10

I was going to come to that, yes. I gather, from what you've just said, you don't recall the motion being put to the Board for approval?---No.

Now, it says, "The Board resolves that all funds surplus to the operating needs of GLALC shall be loaned to GFF." Do you see those words?
---Yeah.

Do you recall being asked, as a Board member, to approve any loans from GLALC to GFF?---Could you just say that again, please?

20

Yes. Do you recall being asked to approve any loans from GLALC to GFF?---No.

Are you able to go further and say you were not asked that?---I remember some discussion. Like, if the money was transferred into there, into that account, it would be safe. Yeah, it was put there for a purpose, to protect it, to protect funds. That's what I can think of.

30

When you say the money was to be put there, where do you mean?---Into the Future Fund, to protect the money for those future projects that Gandangara was going to do.

And do you - - - ---Like the building and - - -

I see. Do you recall who said that?---Jack.

Were you ever informed, whilst you were a director of GLALC, of GLALC transferring any funds to GFF?---I don't recall it happening. I don't recall it at all.

40

When you say you don't - - - ---That it was actually transferred from here to there.

Right.---I didn't hear any more after that.

When you say "after that", do you mean after this Board meeting?---Yeah. I didn't hear of - - -

All right.--- - - - that the funds were actually transferred.

All right. So you were never informed?---It was never reported back.

I see. So you were never informed that any particular amounts of money had been transferred from GLALC to GFF? Is that right?---No, I don't recall being told - - -

Yes?--- - - - that the funds were transferred.

10

And you were never asked to approve such transfers?---No.

All right. You'll see it says in motion 17 that it refers to GLALC lending money to GFF. Can you see that?---Yeah.

Were you ever told, whilst you were a director of GLALC, that GLALC received legal advice to the effect that GLALC could not donate money to GFF?---No, I'm not aware of that.

20

Were you ever told that GLALC received legal advice that it could not gift money to GFF?---No.

Were you ever told that GLALC could lend money to GFF?---I don't recall it, sorry.

Were you ever told that GLALC received legal advice that it could lend money to GFF, provided that the loan was secured by a charge?---No, I don't know what that means.

30

All right. Presumably, if you had have been told that, that would stick in your mind, given that you don't understand what it means. Is that right? ---Yeah.

All right. Were you told that GLALC had received legal advice that it could lend money from – to GFF pursuant to a members' resolution of GLALC?-- -Sorry, just repeat that.

40

Yes. Were you told whilst you were a director of GLALC that GLALC had received legal advice that it could lend money to GFF pursuant to a members' resolution of GLALC?---I can't recall it, sorry.

All right. If you have a look at motion 17, Ms Shipley, you will see that the first dot point says, "The loan shall be an interest only loan for a period of 30 days years – sorry, 30 years at a rate identical to the Reserve Bank of Australia RBA cash rate. Can you see that?---Yeah.

Does that make any sense to you?---No.

Do you know what the RBA cash rate is?---No.

Do you know whether or not the RBA cash rate was a commercial rate at the time?---I wouldn't have a clue, no.

All right. And that was never explained to you?---No.

Do you see the third dot point?---Yeah.

10 It says, "The Board notes their intention for long-term sustainability and that should Gandangara Local Aboriginal Land Council ever be wound up and/or forcibly amalgamated and/or placed under administration and/or removed from being able to be beneficial and/or remedial to the Aboriginal members of GLALC the loan shall be forgiven." Do you see that?---Yes.

What do you understand the purpose of that was?---So that if the money was there in that GFF fund - - -

20 Yeah.--- - - - it would be protected like I spoke about earlier.

I see.---If it was moved into there and the Land Council was wound up well, that money would still be there.

All right. And would you - - -?---That's my understanding.

Sorry.---That's my understanding.

30 Okay. Do you recall being asked to vote upon a resolution including that proposition as articulated in the third dot point?---I don't recall.

All right. You've mentioned that your understanding was that money was to - the proposal was that money go from GLALC to GFF for the purpose of protecting that money.---Yes, for, for the community.

Right.---For the, for future programs.

40 Yeah. Where did you understand the GFF would get the money from?---I thought it was from money that was (not transcribable) by Gandangara like through land sales and things like that.

All right. So as far as you understood things, GLALC could pay money to GFF and GFF could in effect invest or look after that money for the benefit of what, GLALC members. Is that right?---Yeah. I didn't see it as two separate things.

I see.---You know, I thought it was still under Gandangara. I didn't know it sat out here on its own. I didn't, I didn't know GFF was separate to Gandangara itself.

So you drew no distinction between Gandangara – GLALC and GFF?---I didn't know at the time, no.

All right. You see this motion refers to a loan from one, one entity to another.---Yeah. I don't – I can see it know.

10 Yeah. I rather understand from your evidence that you gave a moment ago that that would have struck you as a bit odd at the time of the meeting if this motion had been put. Is that right?---Yes.

Was it never explained to you that GFF was a separate entity to GLALC?
---No.

Are you able to provide any explanation as to why for the purposes of preserving or protecting money I think is the word you used, protecting money it was necessary to transfer it from GLALC to GFF?---I didn't get that, sorry.

20 Sorry?---Can you just repeat that?

Yes, are you able to provide any explanation as to why, for the purposes of protecting money, it was necessary to transfer that money from GLALC to GFF?---Any reason why?

Sorry?---Any reason why?

Yes.---No.

30 All right. I'll ask you to be shown volume 9 at page 135, sorry. If you turn to page 135.---Okay.

Now, I've just taken you to the minutes of the 11 July, 2011 Board meeting. I'm now taking you to an agenda for that meeting at page 135. Can you see that?---Yeah.

40 And then you'll see behind the agenda there appears to be a PowerPoint presentation, or copies of the slides for such a presentation, that go from pages 137 to 140. Can you see that?---Yeah.

Now, I'm not going to ask you about the detail of those slides, but looking from 137 through to 140, do you recall there being a presentation at the 11 July, 2011 Board meeting with respect to these slides?---Just trying to refresh my memory by looking through it, but I can't recall the presentation.

All right.---Trying to think, but - - -

You see how the slides are presented on these pages, copies of the slides are presented on these pages?---Yeah.

Were you provided, in your Board papers, copies of slides that were to be presented at the upcoming meeting? Did that ever happen?---At times they were.

All right.---But not all the time. It wasn't a regular thing.

10 I see. If you turn to page 141, Ms Shipley, you'll see two further slides directed to the resolution that I've taken you to.---Yeah.

I've referred you to the resolution. Now, the resolution, as framed on page 141, is a resolution of the members. Can you see that at the top of the page?---Yes.

It's in substance, I suggest, to the same effect as the resolution at the Board meetings that I've taken you to. Do you see that?---Yes.

20 Do you recall that resolution being the subject of any presentation on a slide?---I can't recall it, sorry.

All right. Now, you can hand that volume back. Thank you, Ms Shipley. And I'll ask for you, please, to be given volume 10 at page 99. Now, you should have in front of you now some minutes of a Board meeting of 20 Jan, 2012. Can you see that?---Yeah.

Now according to these minutes you attended by phone. Can you see - - -?
---Yep.

30 - - - that's stated?---Yep.....

Now do you recall, sorry I'll withdraw that. You'll see that the, the minutes say under your name, Dorothy Shipley by phone. Dot agrees that the meeting proceeds tonight. Can you see that?---Yep.

And then the, the meeting goes on to deal with a number of matters including the suspension of Mr Johnson?---Yep.

40 You'll see motion 2?---Yes.

Now do you recall this Board meeting?---I do.

Where were you when the meeting was being conducted?---I was in Tamworth.

All right. And how do you come to learn about the meeting?---I was phoned by the chairperson.

Ms Cronan?---Yeah.

And what, on the day of the meeting?---Yes.

Right. Can you recall in substance what she said to you?---That there was a meeting, a special meeting called regarding um, the actions of the CEO.

Right?---Some actions that had been undertaken by the CEO.

10

Did she tell you what those actions were?---A letter was received from Deerubbin by their CEO to say that, something about, to the effect of some land been purchased and that a percent of it went to Mr Johnson's company.

Right. So she tells you that in this phone call -- - ?---Yeah.

-- - where she tells you about the upcoming meeting?---Yep.

20

Can you recall anything else she said or not?---No, she just told me what the meeting was about.

All right. And then did she say to you ring back at such and such a time or how did it work?---I was on the phone the whole time.

I see. So she rang you - - -?---Yeah.

- - - with the other directors as far as you were aware were in the meeting room. Is that right?---As far as I know, yeah.

30

All right. Do you recall, were you on a speaker phone at the other end, as in you could hear other people talking or not?---No. I was just on my mobile.

So you were on your mobile but was the only voice you could hear on your mobile Ms Cronan's or could you hear other directors speaking?---I could hear other directors. Like they'd um, Cindy would tell me who's moving and who's seconding the motions.

Right. So she would say that to you but - - -?---And she'd read out what the motion was, yeah, and then there'd be a vote.

40

Could you hear discussion by people other than Ms Cronan?---No, no. No.

So the only voice you could hear on your end of the telephone was Ms Cronan?---Yeah.

All right?---She was sort of relating to me, relaying to me what was happening.

I see. Now it says, as I pointed out earlier, Dot agrees that the meeting proceeds tonight. Do you recall any discussion about that?---I think she asked me was I in agreeance of the meeting and I said yes.

As in as you understood it, because you weren't physically there?---Because it was an extraordinary meeting.

Oh, I see?---Yeah.

10 You'll see it also says, this issue has been ongoing since 2009. Do you know what this issue is a reference to?---It probably related to the CEO doing business with other Land Council's and we didn't know about it.

Can you recall that that was told to you on the telephone?---No, I can't. I'm just assuming.

All right. And then it says, "There is concern amongst the Board that this is more widespread, dealings through other LALCs."---Yeah.

20 You see that?---Yeah.

Do you recall being told about any dealings with other LALCs?---Yeah, I think I was told that. That's what I was told, that he was dealing with Deerubbin, Walgett and La Perouse Land Councils.

Right. Do you recall any reference to Waawidji in that conversation?---No, not at all. Only that the per cent of the funds went to Waawidji from the sale of the land.

30 I see.---Through Deerubbin.

You'll see motion 2 says, "Suspension of CEO with pay and investigation pending." Can you see that?---Yeah.

What was your understanding as to why Mr Johnson was suspended?---So that they could investigate what dealings he was doing with the three other Land Councils.

40 Right.---And the sale of that land.

Now, in relation to an investigation, if I could ask you to turn to page 101, please. You'll see motion 12.---Yeah.

Do you recall motion 12 being proposed?---No.

Did you agree to motion 12?---I didn't know about this motion. The discussion was, earlier in the meeting, that somebody independent to do the investigation.

Right.---And, yeah, so I didn't know it was Mr Mero.

Do you think you would recall now if Mr Mero had have been proposed as the investigator?---I wasn't told at that meeting.

Okay. And you never agreed to it?---No, I didn't know about it.

10 Yes, all right. Can I ask you, then, so that's a meeting of 20 January, 2012. Can you recall approximately how long you were on the telephone for the purposes of the meeting?---No, I can't. I can't recall how long.

All right. If you go, please, Ms Shipley, to page 102. You'll see minutes of a meeting of 27 January, 2012, which is a week after the meeting that I've just taken you to.---Yeah.

20 And it says, "Motion 1, the Board resolves to revoke Jack Johnson's suspension, subject to the terms outlined in the letter to him dated 27 January, 2012." Do you see that?---Yes.

And it says, there's a second motion relating to Tina Taylor returning to work. Do you see that?---Yes.

And she was Mr Johnson's assistant, wasn't she?---Yeah.

It names Board members in favour of motions, Board members who did not respond, and Board members not in favour of the motions. Can you see that?---Yes.

30 And you're identified as a Board member not in favour of the motions. ---Yes.

Do you recall this meeting?---No, I don't. I think it was a phone call.

Right.---I think it was a phone call to ask did we agree for him to be reinstated, and I said no.

All right.---That was all.

40 Who made the phone call to you?---The chairperson.

So, Ms Cronan?---Yeah.

Did she, well doing the best you can what's your recollection of what she said to you and what you said to her in that phone call?---It was mainly about Jack getting reinstated and, and Tina to be, to return to work.

Right. Did she - - -?---She said it was the investigation was carried out by John Mero and there was no, nothing in the investigation to say that he should be still – that he should, should be still stood down or should be reinstated, so it was agreed by the majority of the Board that he should be reinstated.

All right. So she says that to you on the phone?---Yeah.

10 Well what do you say in response?---Well I said I didn't agree.

Did you say way?---Because I felt it wasn't a proper investigation.

And why do you say that?---It was only a day or so wasn't it? No, it was a Friday - - -

Yes?--- - - - and then he was back on the Monday, over the weekend.

20 THE COMMISSIONER: You mean, you mean that the, the appointment of Mr Mero was investigated was on the Friday?---No.

No?---I'm saying the meeting was on the Friday when we stood him down, I think it was a Friday evening.

Right. And at that meeting where you stood him down was that, was that when the decision was taken to appoint Mr Mero as the investigator?---Not that I know of. I didn't hear any word about that.

30 MR HENRY: If it assists you Ms Shipley, the meeting the subject of the minutes at page 99 is according to these minutes it was held on Friday, 20 January, 2012 at 6.30. Do you see that at the top of page 99?---Yeah.

So when you say it was a meeting on a Friday, that appears to have been the time at which the meeting was - - -?---Oh, yeah, yep.

- - - held and you were on the phone from Tamworth. Do you recall?---Yes.

And then the second set of minutes to which I've taken you at page 102 - - - ?---Yep.

40 - - - says the date of meeting was Friday, 27 January, 2012 which is one week later?---Oh, it's a week later, yep.

There's no time identified on these minutes?---No.

Now your evidence is that you recall a phone call from Ms Cronan in relation to this 27 January, 2012 set of minutes?---Yes.

Do you recall in that phone call being told of a directors' meeting? Or were you just told what you recounted, namely, in substance, that there had been an investigation and it had showed that there was no reason for Mr Johnson to continue to be stood down?---I recall that there was no reason for him to be stood down and that he'd be reinstated.

Do you recall Ms Cronan, on the telephone to you, referring to a Board meeting or a directors' meeting?---I don't recall.

10

Were you ever provided with a report, a copy of a report, prepared by Mr Mero in relation to this investigation.--- No, I don't recall a report. I've never seen one.

So you never saw the report?---No.

All right. Now, my understanding is that it was shortly after this point in time, that is, 27 January, 2012, that you ceased being a director of GLALC. Is that right?---Yeah, I just didn't go back.

20

When you say you just didn't - - - ?---That was my last meeting, over the phone, and I never had another meeting.

Right. And is there a reason that you decided to do that after 27 January, 2012?---Well, my personal reason was because after listening to that training down in Wollongong, and our responsibilities as directors, I became scared and I thought if the CEO is doing things that I don't approve of, I don't want to be part of it. So I didn't go back.

30

All right. When you say if the CEO is doing things that you don't want to be part of - - -?---Yeah, like dealings with the other Land Councils and selling land for other Land Councils and, and because of his company being there I became scared.

All right. And did you tell anyone about this, about your concerns I mean? ---Yes. I discussed it with two other Board members.

Who did you discuss it with?---Vicki Wade and Wendy.

Wendy Maybury?---Yeah.

40

All right. All right.---After that training at Wollongong I did say to Jack Johnson myself personally - - -

Yeah.---I said, "Jack, after this training," I said, "I am, I am scared."

All right.---Because – and the reason for that – I'll give you an example. I was on – I worked for Marumali. It was a project, I set it up and when Marumali was established we had to get a Board together and we wanted a

couple of Elders on that Board. So I brought two – Jack was the Chairperson of Marumali at the time so I brought the two Elders in to speak with Jack and he explained to them their duties as a Board member and them two old ladies were shocked out of their socks and, and they were scared and they didn't want to do it and I made a reference to Jack. I said, "Jack, remember the two Elders who were scared to be on the Board of Marumali?" I said, "Now I'm on – I'm scared of being on the Board of Gandangara."

10 Right. And did you explain to him why?---After the training, after we were told our – what our responsibilities were - - -

Yeah.--- - - - as a Board member.

So you told him you were scared.---Yeah.

And my question is did you elaborate and say why you were scared or not?
---No. No, I didn't. I thought he'll get the gist of it and he'll realise why I'm scared because he was already dealing with other Land Councils and
20 going off on his own back doing stuff and selling off land.

Right.---And I, you know, when they said it was going in his company I thought he's going to be channelling, channelling funds into there and I don't want to be part of that.

All right. Do you recall if he gave any response to you about the proposition that you were scared?---He just laughed it off.

All right. Can you recall whilst you were a director of GLALC whether a
30 finance committee or subcommittee was established?---There was always a finance committee – subcommittee - - -

Right.--- - - - with the Land Council. You know, because I've been going to meetings for a long time - - -

Yes.--- - - - and there was always a finance committee but I can't recall whether there was one when I was on the Board. I think there may have been I just can't remember.

40 You can't remember at any point at a Board meeting a member of a finance committee or subcommittee reporting to the Board?---No. No.

All right. They're my questions for Ms Shipley.

THE COMMISSIONER: Thank you. Mr Mack, will you be some time with - - -

MR MACK: I'll be longer than six minutes, Commissioner.

THE COMMISSIONER: Right.

MR MACK: If that assists.

THE COMMISSIONER: All right. We'll take the luncheon adjournment and resume at 2 o'clock. Thank you.

10 **LUNCHEON ADJOURNMENT**

[12.54pm]