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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 2.08PM

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

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

THE COMMISSIONER: Yes, Mr Mack.

<DOROTHY SHIPLEY, on former oath

[2.08pm]

MR MACK: Ms Shipley, my name's Mr Mack. I just wanted to ask you a few questions on behalf of the Registrar of the Aboriginal Land Rights Act. I first want to take you to your evidence earlier today and your
10 understanding about what the difference between a Land Council and a company is. Do you understand?---Yeah.

Your evidence earlier today was in 2007. You had some training at Tranby College in Glebe. And you got some instruction on the Aboriginal Land Rights Act. Do you remember that evidence?---Yeah.

You do? Maybe I'll start again. Do you recall telling the Commission about training at Tranby College earlier this morning?---Yes.

20 And can you just tell the Commission again what that training was in relation to?---It was running meetings and the structure of the Land Councils under the State Land Council. It was very basic.

Very basic, all right. And you recall giving evidence about going to Wollongong and getting some training on issues dealing with companies. Do you recall that?---Yeah.

And you recall that your evidence was that no mention was made of the Aboriginal Land Rights Act. Do you recall that?---Yes.
30

Yes. All right. Do you recall, as you understand it, being on the Board of the Land Council, do you understand that to be different from being the director of a company?---Yes.

And what, what's the difference in your own words?---Well those companies were outside. I could see it was outside the Land Council, so - -
-

40 All right?--- - - - they weren't doing what we do at the Land Council.

I'll just rephrase my question. In terms of being a member, a Board member of a Land Council and being a director of a company do you draw a difference between the two?---Well I did because I didn't know where I stood, what I was doing.

All right?---Was I a director of a company or was I director of the Land Council, I didn't know.

Okay. All right. I might return to that line of questioning shortly, but before I do I want to take you to a box of documents and if the plastic bag with the box could be handed to Ms Shipley, for the transcript E14/0362/29/66. And if I can just ask that it stays shut on the top and Ms Shipley you'll see at the top there there's a white page and it's got a date range from 12 October, 2009 to 12 December, 2011. Do you accept that?
---Yes.

10 And you were a Board member of GLALC during that time?---Yes.

Yes. All right. And earlier this morning you recall giving evidence about documents being contained in folders at Board meetings. Do you recall that?---I do.

And can you assist the Commission – were those documents contained in a white Lever Arch folder?---They were.

20 They were. All right. And to the best of your recollection were the documents that were inside the folder were they inside a plastic sleeve or were they hole punched?---Hole punched mainly. There were sleeves there but they were empty.

Okay. Can you recall any time when there was a plastic sleeve in there that contained documents?---There were at times where there was things in those sleeves but I can't remember what.

And do you recall what happened after a meeting with the folders and with the papers inside the folders?---They were left.

30 And were you told to leave - - -?---Left at the Land Council.

They were left at the Land Council?---Yeah.

But you don't know what happened to them after that do you?---No.

Okay?---I never saw them again till the next meeting.

Never saw them again till the next meeting?---Yeah.

40 And at that next meeting would they be the documents from the previous meeting or would they be a fresh set of documents?---Fresh.

Fresh. All right. I now want to take you to a few of the documents inside that box. You may or may not recognise them but I just want to try and refresh your memory?---Yep.

The first document I want to take you to is, there's a tab on it and it says DS1 and that's my marking. Can that be shown to Ms Shipley, please. And

can you see the date there Ms Shipley?---Yes, it says Monday,12 December, 2011.

All right. Ms Shipley, I'm just asking you to be shown a bundle of documents and it's got – can you see the date on the bundle of documents you're being shown now?---Yep.

And what's that date?---10 October, 2011.

10 And do you recall earlier giving evidence about a meeting that occurred on 10 October, 2011 and your evidence was that that was the first meeting of a new Board?---Yes.

Do you recall that?---(No Audible Reply).

And on that document dated 10 October, 2011 it's titled Gandangara Group of Companies. Do you see that?---Yep.

20 And then underneath the date there are the words, "Comprising of" and then there is a set of bullet points relating to a list of companies. Do you see that?---Yes, I do.

Okay. I just want to take you through this document to see if you recall ever seeing it before. Can you recall seeing the agenda before?---No.

No. All right. Well the next document has got a bit of, it's a bit more colourful so if I can ask you to turn to the document behind that and it's a fairly thick document with a staple on it?---Yep.

30 And you'll see a lot of blue there?---Yes.

And that's – you will see – if you just have a quick flick there, the numbers, page numbers are on the bottom of the page and it starts at page 1 and goes to page 33.---Yeah.

All right. Can you recall seeing that document before?---No, I don't.

Never recall seeing that document?---No.

40 Okay. I just want to take you to a couple of pages in that document.---Yeah.

Just to see if I can refresh your memory. At page 3 there's a reference to the Aboriginal Land Rights Act. Do you see that?---Yes.

And there's also a reference to the Corporations Act.---Yes.

Does that bring back any memories in relation to a presentation on the Aboriginal Land Rights Act or the Corporations Act at that - - -?---No, it doesn't. I don't recall.

Okay. All right. At page 10 of that document – Ms Shipley, just appreciate I don't have this document in front of me so could you just read out the title of that on page 10 for me.---Okay. Read it out?

10 Yeah, please, just the first - - -?---“Congratulations. Your election also creates the following responsibilities upon you.”

All right. And you haven't – you can't recall seeing that before?---I don't recall it at all.

Okay. All right. I want to take you to page 11 and page 12 that do with confidentiality. Can you recall anything at this new Board meeting on 11 October – 10 October, 2011 being discussed about confidentiality?---I don't recall it.

20 Okay. If you go to page, page, if you flick through, page 17 begins in relation to pecuniary interests. Can you see that?---Yeah.

And then if you flick – follow that through it comes to page 22 that's titled General Disclosure.---Yes.

And page 23, the one following, is the one I want you to have a read of and then I'll ask you a few questions about it in relation to Mr Johnson. All right. Have you finished reading that?---Yeah.

30 The title of that document is Declaration of Pecuniary Interest. Do you accept that?---Yes.

And it references Waawidji.---Yes.

And it appears to have Mr Johnson's signature.---Yes, it does.

And it also references the ALRA 1983. Correct?---It does.

40 Do you recall Mr Johnson ever taking you to this slide at that meeting on 10 October, 2011?---I remember him making a declaration but I didn't – don't remember seeing the slide.

Okay. And when he made that declaration, can you recall him doing it orally or in writing or - - -?---No, orally.

Orally. All right. And is that at the meeting of 10 October, 2011 with the new Board?---I can't remember.

Can't remember.---But if it was the first meeting on selection it would have been.

Okay. All right. I don't – all right. Just at the bottom of all of those pages, Ms Shipley, there's a reference to Sydney Aboriginal Services. Can you see that?---Yes.

10 Do you know what Sydney Aboriginal Services are, had you heard of them before today?---I had, yes, because when, when, when the staff have seen an email they'd have that SAS after it, SASL and the emails changed from Gandangara to SASL.

Okay. Do you know why?---No.

Do you know when?---No.

20 Okay. You can put that document, that blue document away now. I just want to take you to the couple of other documents that are behind that. Immediately behind that there's a letter or a document bearing the letterhead of Blake Dawson Waldron. Do you see that?---Is it in the same folder?

Yeah, it's in the same sleeve.---Is that from a lawyer, lawyers?

Yes.---Yeah.

Dated – can you see it, can you see that and it says, it says directors' duties at the top – well, it makes reference to directors' duties?---Yeah.

30 Have you ever seen that document before?---No, I haven't.

Okay. And behind that there should be a one-page document "Review of Delegations".---Yes.

Have you seen that document before?---No.

Okay. And finally, there's another letter from what looks to be official kind of lawyer type letter head.---Yeah.

40 From Latham and Watkins. Can you see that?---Yes.

And have you seen that document before?---No, I haven't.

All right. All right, if you could just place all those documents back in that sleeve. And now I want to take you to the document, I'm not sure where the tabs are up to, but it's dated 15 February, 2010. There might be a tab DS2. And it's an agenda. Ms Shipley, do you recognise, there's some blue arrows on the agenda there, in blue biro.---Yeah.

Do you see those?---Yeah.

Do you recognise that as your handwriting?---I can't tell.

You can't say one way or the other?---No, because they're just ticks.

10 Okay. All right. Can the witness be shown volume 8, page 215? It should just come up on the screen. If you just take that back to the start of that set of minutes, please. You'll see on the screen, Ms Shipley, that there's minutes of a Board meeting dated 15 February, 2010.---Yes.

And that's the same document that I've just taken you to there, with the agenda on it, with the blue marking.---Okay.

And you'll see that you're listed as attending.---Yes.

20 All right. If you just flick over to page 215, please. And you'll see at motion 11 there, under the title "GLALC Corporate Structure", there's a motion that "The Board recommends that the attached corporate structure be introduced and, where necessary, the CEO be delegated to pursue the relevant alterations to the (not transcribable)." Do you see that?---Yes.

All right. Do you recall that motion being passed or discussed at that meeting?---I don't recall it.

30 All right. I just want to take you to one document inside the plastic sleeve, where you were before. And it has got a tab on it, and I'm sorry to do this to the person assisting the Commission. There should be a green tab. This is DS2, and in that sleeve there should be a tab, another green tab. And this is a double-sided document, and you'll see three slides in total. If I can ask you to just look at the first two slides and then flip it over and have a quick look at the slide on the back, Ms Shipley, please. And do you accept that they're diagrams of corporate structures?---Yeah, I can see that.

And the one over the page is an amalgamation diagram involving GLALC and DLALC.---Yeah.

40 Have you ever seen any of those diagrams before?---I could have, but I can't recall at the moment.

Do you understand what they mean, Ms Shipley?---When I look at them now it looks like it's going from the Land Council to, to corporate.

Not particularly interest in now but - - -?---No, I don't understand it, sorry.

All right. All right. And you don't recall asking any questions about those diagrams at that meeting?---No.

All right. And I just want to take you to one last document in that box and it's at the very – it's the very last document and there's a big yellow tab and it says DL3. Have you got that?---(No Audible Reply).

And you see that's from 12 October, 2009?---Yes.

And again it says, does it have the words "Congratulations" on the front of it?---Yes.

10 Yes. And does it reference the – any other entity besides GLALC?---On the front page?

On the front page?---No.

No. Okay. Could I just get you to have a quick flick through that document and can you tell me if you recognise any of those slides or if that refreshes your memory?---What all this do you mean?

20 No, sorry, just the slides on that bit?---Where's the slides?

There's an 8 page - - -?---Are they all slides or - - -

Sorry, I should have been more clear. There's a stapled document and there should be what appears to be two slides on each page?---Okay.

And the first, the first slide says, "Congrats on your election" you are now captured within - - -?---Election of a chairperson? Okay. I've got it now.

30 You've got it. But just to be clear the first slide says, "Congrats on your election, you are now captured with some of New South Wales and Australia's most comprehensive and complicated legislation which defines your roles and responsibilities and the penalties that you are faced for non-compliance". Do you see that?---Yes.

Yes. All right. And the slide, does that refresh your memory about ever seeing this document before?---No, it doesn't.

All right. And slide 2 is titled "Confidentiality"?---Yes.

40 Can you recall discussing confidentiality back in 2009 at the Board meeting?---I don't recall it.

You don't recall. Okay. And if you go to page 7 you'll see a familiar declaration of pecuniary interest there. When I say familiar I took you to one from 2010 previously?---Yep.

2011, sorry. And it's titled, "Declaration of Pecuniary Interest"?---Yes.

And again it's got Mr Johnson's signature on it. Do you see that?---Yep.

Do you recall in 2009 ever being taken to this slide by Mr Johnson or anybody else?---No, I don't remember the slide.

Don't remember the slide. Okay. Behind that set of slides there should be what looks like a contract. Can you see that?---Yes.

And is that titled "Confidentiality Agreement"?---Yep.

10

And are you listed as a party on the first page there Ms Shipley?---Yes.

All right. I want you to have a quick flick through there and then tell me when you're at the final page where you'll see some signatures?--- Yep.

Do you recall – is that your signature that appears on the final page of that document?---Yes, it is.

Do you recall signing that document?---I do. Yeah.

20

You do recall signing that document?---Yeah, the confidentiality document I do remember.

Do you know why you signed that document, Ms Shipley?---Well, we were told verbally about, you know, nothing's to be disclosed and spoken outside of Board meeting and things like that.

Do you know why you were told that?---I just thought it was the rules of the Land Council.

30

Can you remember who told you that?---Jack.

Yeah. All right. Have you signed any other – can you recall signing any other confidentiality agreements besides that one?---I don't recall.

Don't recall. Okay. You gave evidence before about speaking to other Board members about your concerns, Ms Wade and Ms Morgan in particular. Can you recall that?---Yeah.

40

Do you recall whether or not being reluctant to tell anybody about your concerns because of a confidentiality agreement that you'd signed?---Yes, outside the Board.

All right. So you felt inhibited from talking to people outside the Board about what happened in a Board meeting, because you'd signed a confidentiality agreement. You accept that?---Yes.

Yes. Okay. All right. I just want to touch on two more areas. The first being the dynamic in the relationship between people inside a Board meeting. And you may recall that at various occasions there were visitors to Board meetings.---Yeah.

Do you recall a David Wing being present at Board meetings?---I do.

10 And do you recall other consultants such as – does the name Arben ring a bell to you? A-r-b-e-n? That’s a company name, Arben. Any representatives from a group called Arben? A Martin Waters?---No, I can’t
- - -

Can’t recall. All right. Can you recall on the occasions that visitors did attend whether or not you listened to what they had to say?---Yes.

Can you recall discussing with visitors what they were reporting on?---Yes.

Can you recall raising any concerns and questions with visitors?---No.

20 No. All right.---I don’t.

And in terms of other Board members at Board meetings, did you place trust in them in relation to this - - - ?---Yes, I did.

And why was that?---Oh, because I feel that I don’t know the Land Rights Act, and other people I knew around the table did know that, like our chairperson and a couple of others.

30 And the chairperson being Ms Cronan, is that correct?---Yeah. Yeah, I knew they all knew the Act and so I put trust in them.

And can you just be a bit more specific about “they”? In addition to Ms Cronan, who else did you consider had a - - - ?---I knew Wendy knew the Act quite well.

Yes. All right. And your relationship with Mr Johnson? In Board meetings, did you consider that he had an understanding of the Land Rights Act?---I don’t know.

40 Don’t know. All right. But you didn’t place the same level of trust in Mr Johnson that you did with Wendy, for example?---Probably not.

Probably not. All right. And just finally, if the witness can be shown page 258 of volume 1. And you’ll see on the left-hand side a heading “Original Structure”.---Yeah.

And if you could just have a look at the entities on the left-hand side and tell me if you've heard of those entities before hearing witnesses give evidence in this Commission.---Some of them, yes.

Which ones have you heard of? Had you heard of, sorry.---I've heard about the Gandangara Development Services, the Gandangara Management. Although that's under the heading, isn't it? Okay, the Employment and Training, the Future Fund, the Marumali, and Housing and Transport.

10 Housing and Transport. But not Statewide Aboriginal Services?---No.

All right. And not Sproule Road, Lot 3 or Gandangara 101? Is that correct? You haven't heard of those last four?---I've heard talk of them in general meetings and stuff.

All right.---Not general meetings, members' meetings.

Have you ever received any money from any of those entities listed there?
---No

20

What about in relation to GLALC, did you ever receive sitting fees?---No.

Did you ever get reimbursed for travel expenses?---I got reimbursed for some petrol to go to Wollongong and that was all.

And that was for when you went to Wollongong for the training?---Yeah, for the training.

But you've never received any loans from GLALC -?---No.

30

- - - or anybody else listed there? And have any of your family members been employed by any of those entities including GLALC?---My son worked in the transport.

Yes.---Yeah.

And what's his name?---Derrick.

Derrick. Derrick Shipley?---He was a driver, yeah.

40

All right. All right. Thank you, Ms Shipley. They're all the questions I have.

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

MR STEWART: Yes, thank you, Commissioner. Ms Shipley, my name is Mr Stewart and I appear on behalf of Ms Cronan. I have a few questions for you.---Yeah.

As you've said earlier, you were on the Board for about five years from 2007 until 2012?---Yeah.

And I assume during that time you attended numerous Board meetings. ---Yeah.

Is that the case?---Yes.

10 And in relation to your training at Tranby College at Glebe, you said that they showed you how a meeting was to run. That was part of it.---Yeah.

And is that how the meetings at GLALC ran, like you were shown at Tranby?---Similar.

Similar?---Similar, yeah.

Okay.---Only the minutes were an issue.

20 Okay. And when you – just on that point, the minutes. You attended for a Board meeting. You went to the office of GLALC.---Yes.

And I think you said earlier today you got there and you had a – dinner was provided.---Yeah, a cup of tea and something to eat.

A biscuit. Okay. And that gave you the time to read what was in your folder and I think earlier you said normally in the folder there was the agenda, the previous minutes and at some times other items.---Yeah.

30 Okay. And did you make it a habit to always firstly, read the agenda and understand what was taking place at the meeting on that evening?---Yeah, when we sat at the table.

Yeah. And did you go through the previous Board minutes as well to review them?---Yes.

In your five years on the Board did you ever recommend any changes to any Board minutes?---No.

40 Is that because they were always accurate in your mind?---Well, no. Because they were a set, a set template of how the minutes were written.

Within your training were you made aware that if the Board meetings – the Board minutes, sorry, weren't accurate you should suggest a change to those Board minutes?---I didn't.

Were you ever told that in your training?---No. We were only told like who took the minutes and to move and second and carry and things like that, not how they were written.

Well, in your five years on the Board did anybody ever suggest changes to the Board minutes?---No.

No one?---Not that I know of.

10 You were shown earlier, you were taken by Counsel Assisting to a meeting of 3 May, 2010. Do you recall that? That was the meeting where Jack's contracts were tabled and I believe you were an apology at that meeting, you weren't there. Counsel said you weren't there?---Yeah.

So – and you said to Counsel Assisting that you'd never seen any contracts for Jack.---No, I haven't.

Okay. When you went to the Board meeting after 3 May, 2010 and you saw the minutes you never asked any questions about what these – this contract for Jack was?---No.

20 Did you think it prudent that you should ask some questions as to what this contract is all about from a meeting you hadn't attended?---Well, I just took faith in the other Board members and, and they've taken them so, you know.

Okay.---I presumed everything was right.

I'll just take you to two meetings in January, 2012. The first one was on 20 January - - -?---Yes.

30 - - - and the second one was a week later on 27 January.---(not transcribable)

You attended both those meetings?---I believe I did.

I believe the evidence you gave was you attended by phone?---Yes.

Correct.

MR HENRY: Well I object to them being conflated in that way because there's an issue as to particularly with respect to the second meeting - - -

40 THE COMMISSIONER: Yes.

MR HENRY: - - - whether it was anything more than a telephone call.

THE COMMISSIONER: Well I mean attendance is probably a rather inaccurate choice of words, but anyway - - -

MR STEWART: My experience is Commissioner, that people attend Board meetings via telephone on a regular occasion in the commercial world. But if I'm incorrect, I stand.

THE COMMISSIONER: Well anyway, perhaps if we just leave it in neutral terms - - -

MR STEWART: We'll leave it.

10 THE COMMISSIONER: - - - and say that she was, that she, that she was able to participate at some point while she was on the phone or something to that effect.

MR STEWART Thank you.

MR DUNNE: Well there's, sorry to interrupt my friend. There's a further objection to that. There's evidence that there was a meeting of some sort of 21 January.

20 THE COMMISSIONER: Mmm.

MR DUNNE: And so in relation to the description of that even as being a meeting, that would be accurate. In relation to what occurred on 21 January - - -

MR HENRY: The 27th.

MR DUNNE: - - - the evidence is it was simply a telephone call.

30 MR HENRY: The 27th that was.

THE COMMISSIONER: I think it was the other way around wasn't it?

MR HENRY: No.

THE COMMISSIONER: No.

MR DUNNE: No, the 27th, the latter.

40 THE COMMISSIONER: The latter was - - -

MR DUNNE: Was just a telephone call - - -

THE COMMISSIONER: Yes.

MR DUNNE: - - - with Ms Cronan. On 20 January there was a meeting.

THE COMMISSIONER: Yes, I understand. All right. Which two – yes, go on.

MR STEWART: I'll take, I'll take Ms Shipley to the two calls.

THE COMMISSIONER: Yes, separately, yes.

MR STEWART: You gave evidence earlier today that you had a telephone conversation with Ms Cronan on one of the two meetings?---Yes.

10

Can you recall which meeting that was? Was it the first meeting or - - -?
---Well the first meeting.

MR HENRY: No, no, I object again. The evidence was there was a meeting on the 20th which Ms Shipley attended by phone. There was then a second incident on 27 January which involved a telephone call by Ms Cronan to Ms Shipley. There's an issue it would appear as to whether or not in fact that was in the context of a meeting occurring.

20

THE COMMISSIONER: Well yes. As I understand it I thought the witness said that she, that she simply being informed of certain developments. There's nothing to suggest that it was actually during the course of a meeting on the 27th.

MR HENRY: There's obviously minutes filed.

THE COMMISSIONER: Yes.

MR HENRY: But whether or not - - -

30

THE COMMISSIONER: Whether or not it was at that time or some later time.

MR HENRY: Yes. Is, is seemingly unclear.

THE COMMISSIONER: All right. All right. Start again.

MR STEWART: When were you first notified that there was to be a meeting on 20 January, 2012?---That afternoon.

40

That afternoon. You don't ever recall receiving an email from Mr Filewood on 12 January at about 5 to 5.00 in the afternoon?---No.

Is your email, and I'll ask this to be suppressed, Commissioner,
[REDACTED] ---Yes, was, yeah.

It was at the time.

THE COMMISSIONER: Yes, that email address is suppressed under section 112 of the Act.

EMAIL ADDRESS OF DOROTHY SHIPLEY IS SUPPRESSED UNDER SECTION 112 OF THE ACT.

10 MR STEWART: And so you never recall, you don't recall receiving an email from Mr Filewood?---I can't recall.

If I suggested to you that he sent an email to you and the other members of the Board saying the Chair and Deputy Chair have called an emergency meeting. The details of the meeting are, date, Friday, 20 January, 2012, time 6.00pm venue the Gandangara Boardroom at 103 Moore Street, Liverpool. You don't, you're saying you didn't receive that or you just don't recall?---I don't recall, sorry.

20 Okay. Do you recall receiving an email from Vicki Wade on 12 January, 2012 at approximately 6.44pm saying Hi fellow Board members, given this is an emergency meeting and it's been called for Friday evening, I suggest we start at 3.30pm. That is much fairer for a Friday evening. You don't recall that one either?---No.

Could have received it, didn't receive it?---I don't recall it.

30 Do you recall replying to those emails on 16 January, 2012 at approximately 9.06am in the morning saying, Hi all. Unfortunately I will not be available on Friday, I am going on leave on Wednesday, the 18th. And I'll be away, otherwise I would be, would have been there with bells on no matter what time. I have spoken to Cindy. I am so disappointed. Last week I was working in the Upper Hunter back at my desk today. Kind regards, Dorothy. Do you recall sending that?---Yep.

40 And that – you sent that on 16 January so it's incorrect that you were only notified of this meeting of the 20th on the afternoon.---Yeah. Well, I would have got a phone call – I did tell them that I wouldn't be there but they did ring me and, yeah, Cindy did ring me so I was willing to do it – to listen to them on the phone.

Listen to them on the phone. Okay. And so on that one of the 20th you listened to the Board meeting. Were you on your - - -?---Sorry?

Were you on your hands-free phone or you were on a landline?---Just my mobile.

Sorry?---Just my mobile.

On your mobile. And could you hear the Board talking?---No.

And you could only – from your evidence you said you heard Ms Cronan advising what took place?---Well, she was telling me.

Right. and did you agree with what Ms Cronan was saying or did you disagree on that on the 20th?

10 MR HENRY: Well, I object. What, agree to what?

MR STEWART: With what she – well, was she putting the motions to you or what was happening?---She was informing me of the meeting as we went along – as they went along what was happening.

Right.

20 THE COMMISSIONER: But I think what is being asked of you, Ms Shipley, is when you say she was informing you of the meeting, was she for example having a conversation with you along these lines, now, Dorothy, we're about to put this motion and the motion reads, et cetera, et cetera. Do you agree with that? So was she actually informing you of the nature of the motions that were being put as the meeting was progressing? ---Yes.

She was?---Yes.

And asking you whether you agreed or disagreed?---Yes.

30 MR STEWART: And you agreed in that first meeting that Mr Johnson should be suspended?---I did.

And did you ever receive or did you ever see a report of Mr Mero in relation to any investigation on Mr Johnson?---I don't recall it.

And the second meeting took place approximately a week or exactly a week later on 27 January and that meeting was by text wasn't it, you were notified by text?---Text. Look, I can't remember.

40 Do you recall receiving a text at approximately 4.21 in the afternoon where the two motions were texted to you?---(No Audible Reply)

Motion 1, I'll just read it out just so you know what it is. 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." And that was texted to you at about 4.31pm and motion 2, "The Board agrees to Tina returning to work with full IT access." And both of those were – or the text had, "Moved by Rohan Tobler and seconded by Cindy Cronan." Do you recall that at all?---I don't recall it. I don't recall the text obviously.

Do you recall - - -

MR DUNNE: Excuse me, can I just object. Just for clarification, is it suggested that in the text sent on the – at 4.31pm the motions recorded a mover and a seconder?

MR STEWART: It is. I can provide that to my friend if there's any problems. Do you recall receiving those texts?---I don't. I thought it was
10 through a phone call.

Sorry?---I thought it was through a phone call but - - -

Well, if I suggest to you that you're incorrect on that, that it was done by text - - -?---Was it.

Do you recall replying to those texts?---No, I don't.

But you – in the minutes it's shown that you voted against that - - -.---Yes.
20

- - - proposal anyway, that he be reinstated. I think after that meeting on the 27th you had nothing further to do with the Board.---No, I didn't.

So you didn't – obviously, after that date, you didn't see any other reports or any other documents in relation to Mr Johnson at all?---No.

Did you have any discussions with Ms Cronan when you decided to leave the Board?---No.

30 None at all?---No.

Thank you, Commissioner. I have nothing further.

MR HENRY: Before anyone else asks questions, could I ask for the production of the emails and text messages about which questions have been asked?

THE COMMISSIONER: Yes. Can they be produced, Mr Stewart?

40 MR STEWART: They can.

THE COMMISSIONER: Thank you.

MR STEWART: I can produce the emails now for learned Counsel.

MR DOCKER: I can say that we have, in respect to the text part of that call, we have some texts. So I can produce them to my learned friend.

MR HENRY: I don't want to delay things. I just want to have a look at these - - -

THE COMMISSIONER: Yes.

MR HENRY: - - - documents.

THE COMMISSIONER: Yes.

10

MR STEWART: Commissioner, I can say that the texts that I've just seen then are the texts that have been forwarded to me on my phone.

THE COMMISSIONER: I see. So there's no distinction between what Mr Docker might have and what you have?

MR STEWART: No, they're exactly the same.

THE COMMISSIONER: All right.

20

MR DOCKER: I should say I'm not sure if this is – I'll give you everything I've got. I'm not sure that there might not be extra copies in there of the same documents, but that's what I've got. And that's the only copy I've got.

MR DUNNE: May I also have - - -

THE COMMISSIONER: Yes, yes, you also have access, Mr Dunne. Now, just while those documents are being looked at, does anyone else want to ask Ms Shipley any questions?

30

MR DOCKER: I did. I'm sorry, there's an email that went with that. Can I just pass that to – thank you, Commissioner.

Ms Shipley, my name's Sean Docker. I appear for Mr Johnson. Is it true that you were an ATSIC councillor prior to 2007?---Yes.

And ATSIC doesn't exist anymore, does it?---No.

40 It was the Aboriginal and Torres Strait Islander Commission, set up by the federal parliament.---Yeah.

That's right?---Yeah.

And how long were you an ATSIC councillor for?---I was on there for three terms, which is nine years.

Right. And what ATSIC council did you serve on?---Sydney.

Sydney. So it covered the Sydney metropolitan region?---Sydney region, yeah.

And when you say three terms, does that mean that you were elected three times to that position?---Yes.

And approximately how often – sorry, could you say roughly the period over which the three terms spanned? Was it three consecutive terms?---Yes.

10 Right, so - - - ---And I wasn't there for the last one, so I don't know when they dissolved. I can't remember. So it was – I don't know when they were wound up, what year.

But had it finished by 2007?---Oh yes.

Right. The, and the Sydney ATSIC Council meet regularly?---Yeah. Different.

20 How many times a year approximately?---Oh, I don't know.

Monthly?---I could have been monthly.

All right. And as an ATSIC counsellor was it part of your role to review and approve budgets?---Yes.

And to review and improve expenditure against budgets?---Oh, no we only approved allocations of money to organisations.

30 Right. And so part of the role of ATSIC Council was to approve grants of monies to Aboriginal corporations. Is that right?---Yes.

And did you understand those Aboriginal corporations to be special kinds of corporations created under the Aboriginal Corporations Act?---Yes.

And they had special rules that applied to them. Is that right?---Yep.

40 And just in relation to – I just want to come forward and ask you some, some questions about the training you received down in Wollongong. Do you remember giving some, some evidence about that?---Yep.

And that you'd had a discussion with Mr Johnson after that training in which you expressed some fear?---Yeah.

Now is it the case that what concerned you was the possibility of personal liability from acting for the kinds of corporations that were being set up through Gandangara Land Council?---Yes.

And you understood that they were different to the kinds of corporations that you were familiar with, that is Aboriginal corporations?---Yeah, the Aboriginal Corporation.

Right. And it's – and so it was that difference along with the possibility of personal liability that, that worried you?---Yeah, because the trainer, John Meron, he, he talked about these companies where the directors went to gaol, like the Alan Bond's and all, he talked about those big organisations and, and he said the same applied to us.

10

Yes?---So that's what scared me.

But what he was saying to you wasn't he was that, that the types of corporations that Gandangara were setting up were similar to the types of corporations that Mr Bond was related to?---Yeah.

Right. And therefore the same rules applied to you as a director would apply to someone like Mr Bond as a director?---That's what I felt.

20

I'm sorry?---That's how I felt, yeah.

Right. And do you recall when that training occurred with Mr Mero?---It was towards the end of 2011 I think.

Right. And you're sure you didn't go to any training before that with Mr Mero?---No.

You only went once?---That's the first time I met him.

30

Right. And so it was his, his message at that, about your potential personal liability was I take it fresh in your mind when the meeting in January, 2012 occurred in relation to standing down Mr Johnson?---Yes.

Because it was only recent?---Yes.

Is that right?---(No Audible Reply).

All right. Could Ms Shipley please be shown volume 22?---Ah hmm.

40

And page 228?---228, ah hmm.

Now, Ms Shipley, before I ask you about this document - - -?---Yeah.

- - - the – at the meeting on 20 January, 2012 you've already said that you weren't there in person but you were on the phone with Ms Cronan.---Yes.

Right. Now, you were – but you were aware weren't you that the reason why the meeting was called was because there had been a complaint made by Deerubbin Local Aboriginal Land Council against Mr Johnson?---Yes.

And that one of the outcomes of the meeting was that Mr Johnson was suspended as CEO pending an investigation?---Yes.

And that was one of the things you supported?---Yes.

10 And that the investigation was to commence immediately?---Yes.

And that Mr Mero was to carry out the investigation. Did you understand that?---Yeah.

And you of course knew who Mr Mero was because - - -?---Yeah.

- - - you've just been to his training session?---Yes.

20 Right. And you supported Mr Mero doing the investigation. Is that right?
---No, I didn't. They said they were getting someone independent and I didn't know it was John Mero until he was reinstated.

Right. And - - -

30 THE COMMISSIONER: Did you not regard Mr Mero as independent in the relevant sense?---No. Because I thought because he knew Jack and he did other training with him through Marumali I think. He was the trainer for, for Marumali I know that and they – that's how they found him through that. But I just didn't feel comfortable with him doing it.

MR DOCKER: Right. So is it the case that you didn't know that Mr Mero was – I withdraw that. Is it the case that you didn't know that the Board resolved to appoint Mr Mero as the consultant or you did know but you voted against it?---No, I didn't know that he was going to be the - - -

You didn't know. So you say that if – you've been shown the resolution from the meeting where Mr Mero was appointed. Do you remember being shown that?---Yeah, I've seen them now.

40 Yes.---Yeah.

So do you say that you, you weren't told about that resolution or are you saying that you don't recall whether you were told about such a resolution when you were on the phone - - -?---The resolution - - -

- - - during the meeting?---The resolution to have John Mero?

Yes.---No, I didn't. I hadn't seen a resolution to that effect.

Yes, but you weren't at the meeting so you wouldn't have seen it?---No.
No, that's right.

I'm asking you whether it's the case that you – are you saying that you definitely weren't told while you were on the phone that the Board had appointed Mr Mero - - -?---No.

10 - - - or are you saying that you don't remember whether or not you were told?---Well, I don't remember I was told.

Right. Now, if you just turn to the volume in front of you and page – and you're at page 228. This is a copy of Mr Mero's report - - ----Okay.

- - - of his investigation. Firstly, do you recall ever seeing this document before?---I don't recall seeing this document.

Is it possible you've seen it before?---I don't recall it, sorry.

20 All right. Now, can you turn to page 229?---Yeah.

And if you just go down to the bottom of the page, you'll see a heading “The Nature of the Allegation to the Independent Commissioner Against Corruption”. Do you see that heading?---Yes.

30 And just ignoring the first sentence there, the second sentence says, “The allegation was that the CEO may have inappropriately used funds from GLALC to enable DLALC to pay his private company, Waawidji Proprietary Limited, for consulting work by organising a loan from GLALC to DLALC.” Do you see that?---Yes.

Now, does that sentence accord with your recollection of what the allegation was against Mr Johnson that was being discussed at the 20 January, 2012 meeting?---It wasn't exactly said like it's written. I was told that a letter was received from Deerubbin to say that Jack had sold a parcel of land and that a per cent of it went to Waawidji. That's all I know.

40 Right. When you said some of it, you mean not some of the land, you mean some of the money.---Per cent of the money, yeah.

Right.---Went into that account, I believe.

Okay. And you didn't know whether it was true or not, I take it?---No.

And if we can fast forward to a week later and the meeting of 27 January, 2012, the meeting where the resolutions were circulated by text message. Do you understand what I'm talking about?---yeah.

That meeting?---Yeah.

Now, by that stage, I take it, you didn't know whether the allegations against him were true or not?---No, I didn't know.

Right. And were you told before those resolutions were circulated that Mr Mero had done an investigation and decided that the allegations, that Mr Johnson, through Waawidji Proprietary Limited, had improperly derived a financial gain, were not substantiated? Were you told that?

10

MR HENRY: I object, just in fairness to the witness. What's being put is that resolutions were circulated. I assume what is intended to be meant is by text. Now, in fairness to Ms Shipley, she - - -

THE COMMISSIONER: She should be told what form they took.

MR HENRY: Yes. And there is evidence, or material that can become evidence, that identifies what text messages were sent. And at this stage Ms Shipley hasn't been shown those, but it's been put to her "You were sent text messages" and she said, "I don't recall that. I remember a phone call."

20

THE COMMISSIONER: Ah hmm.

MR HENRY: So if it's got to be done, and I don't oppose it being done, but it should be done in a way that's fair to her.

MR DOCKER: Sure. Yeah. I'm happy to. I'm sorry, Commissioner. I'm sorry? I can't hear you. Oh, no, I actually do have another copy. Someone's given them to me. I just see that some of these have - I'll just leave them in the same order if you've got them. Have you got them in the same order? All right.

30

Could I, could I just give these documents to - now Ms Shipley I've just given you an email, a copy of an email from Leon Filewood to Cindy Cronan of 1 February, 2012. Do you see that?---Yep.

And then there's some photocopies of text messages following that. Do you see that?---Yep.

Now firstly Mr Filewood was the person who was, who temporarily replaced Mr Johnson when he was suspended. That's right isn't it?---Yes.

40

Right. And other than that - well other than for that period he was an employee wasn't he who worked underneath Mr Johnson otherwise. Is that right?---Yes.

Okay. Now I take it that you - I'll withdraw that. Have you ever seen this email before?---(No Audible Reply).

Not the text messages just the email. I'll come to the text messages after?
---I don't recall it.

I'm not suggesting you have seen it Ms Shipley, because you can see it's not addressed to you but I just wanted to - - -?---Yeah.

- - - I was just asking you whether you've seen it?---No.

10 Now you can see that there are some, just moving to the text messages?
---Yep.

And on the last page there's a, it's a screenshot from a mobile phone. Do you accept that?---Yes.

And it, it's, I suggest to you that it's a screenshot from Mr Filewood's phone where he's circulating the proposed resolutions?---Yep.

20 And that you were one of the people who received them?---Yes.

And your, you'd agree with me that your response is not there on the last page, but is it the case that you responded by saying that you didn't agree with the other resolution?---I can't say because I don't know.

You don't remember?---I'd say that I would of because I didn't agree to him being reinstated.

You didn't agree?---No.

30 Right. And if you could just, I'm sorry these pages aren't numbered Ms Shipley, but if you can just starting at the back, if you go towards the front three more documents you will see that there are some, some messages that are in blue?---Is this on the text messages?

Yeah, in the text messages?---Oh yes, yes.

Do you see there's some in blue?---Yep.

40 There's actually two pages in blue, I want you to look at the one that's in front out of the two. Are you there?---Yep. I'm reading it.

It says, Cinderella CR at the top?---Yeah.

And then it's got 27 January, 2012, 4.33pm. is that what you've got?---Yes. Yep.

And would you agree that, that the two proposed motions are the ones that are put there, are set out there on that page?---Yeah.

That is the first is to revoke Mr Johnson's suspension outlined in a letter to him dated 27 January?---Yep.

And the second is that the Board agrees to Tina Taylor returning to work with full IT access.---Yeah.

So is it your understanding those were the two resolutions?---Yeah.

10 And is it the case that you disagreed with both of them is it?---Well, I can't recall but it's possibly meaning the two.

And was it explained to you before you received these proposed resolutions that, that there'd been an investigation into the allegations against Mr Johnson and it was found that the allegations that he had improperly used the Land Council resources to derive financial gain for his company Waawidji was not substantiated. Were you told that?---I didn't get all that, sorry.

20 I'm sorry. I'm sorry, it was a bit fast. Were you told before receiving those proposed resolutions that I've just shown you that there had been an investigation – that the investigation into the allegations against Mr Johnson had resulted in the investigator saying that the allegations that he – that Mr Johnson had improperly used the Land Council resources to derive a financial gain for his company Waawidji was not substantiated. Were you told that?---I wasn't told that, no.

Right. And - - -

30 THE COMMISSIONER: So could I just clarify, Ms Shipley. So you were told that the Board was intending to reinstate Mr Johnson?---Yes.

But you were not told that the reason for the reinstatement was that the person carrying out the investigation had found nothing wrong in relation to Mr Johnson's conduct?---Yeah, I was told that, sorry.

You were told that?---Yeah.

40 So you were told the - - -?---That he found nothing wrong.

Right. So you were told the reason that he was being reinstated and the reason was that they'd found nothing wrong?---Yeah.

Right.

MR DOCKER: And were you told that Mr Mero had done the investigation before the – before you were given the proposed resolutions?---No.

And it's true isn't it that as at the time of the – receiving the proposed resolutions you didn't know one way or the other whether – yourself whether the allegations against Mr Johnson were true or not?---No, I didn't know until the investigation was done.

I'm sorry, I just - - -?---I didn't know until the investigation was done.

Yeah. So you just didn't know one way or the other at that point?---No.

10 And you, you said earlier that you left the Board – this was your last involvement with the Board?---It was.

And you left the Board because you were worried about your own personal liability potential?---Because of those allegations.

I'm sorry?---Because of the allegations.

And you were worried about I take it – I withdraw that.---And the liabilities as well.

20

I'm sorry, Ms Shipley, I didn't mean to talk over you. What, what did you say?

THE COMMISSIONER: And the liabilities as well.

THE WITNESS: And the liabilities as well.

MR DOCKER: Right. And so is it correct to say that you were worried about the possibility that these allegations may have some repercussions for you?---Yes.

30

And is that why you left the Board?---Well, there was other reasons as well. I had personal reasons as well.

Right.---I was a carer for my mum.

Right.---So I was finding it hard to go to meetings and look after mum and
- - -

40 So you just decided it was all too much and you didn't want to have anything to do with it anymore? Is that right?---Yeah.

Right. Now, Ms Shipley, if I could just come back to your experience as an ATSI councillor. I'm sorry, Commissioner, I'm finished with that email and those texts. Is it convenient for them to be marked so that we don't lose
- - -

THE COMMISSIONER: Have you seen them, Mr Henry? Have you seen them now or - - -

MR HENRY: Yes. And I propose to - - -

THE COMMISSIONER: To tender?

MR HENRY: - - - tender - - -

10 MR DOCKER: Oh, okay.

MR HENRY: - - - the email of 1 February, 2012 and the text messages that are attached, well, yes, the text messages that are attached to the email.

THE COMMISSIONER: All right. Those will be Exhibit G4.

20 **#EXHIBIT G4 - EMAIL FROM LEON FILEWOOD TO CINDY CRONAN DATED 1 FEBRUARY 2012 WITH ATTACHED TEXTS REGARDING MOTIONS TO, AND APPARENT CONFIRMATIONS BY, GLALC BOARD MEMBERS**

MR HENRY: I can provide more than one copy. And there's some copies here.

30 THE COMMISSIONER: Just before we go on, can I just clarify something, Ms Shipley? I heard you say a short time ago that you didn't know, before the resolution about Mr Johnson's reinstatement, that Mr Mero had carried out the investigation.---Yes.

Did you become aware of that during the meeting, when the resolution was being discussed?---Just got to refresh my memory.

The reason I ask is because earlier on you said that you didn't agree with Mr Johnson's reinstatement, and part of the reason was that you didn't think Mr Mero was an independent investigator.---Yeah.

40 Well, that assumes that at some point you knew that Mr Mero was the investigator. Do you know when it was that you became aware that he was the person who carried out the investigation?---I know it was after that meeting, the first meeting on the phone.

Meaning after the meeting of the 20th?---Yes.

That you became aware he was the investigator?---Yes. Someone told me that he was doing it.

Someone told you that?---I can't remember who.

All right. Go on, Mr Docker.

MR DOCKER: Thank you, Commissioner. Ms Shipley, I just wanted to bring you back to something I was asking you about earlier, and that is the period when you were an ATSIC councillor.---Yeah.

10 Was the procedure of meetings when you were an ATSIC councillor, did it follow a similar procedure as with Land Council meetings, such as for the moving, seconding and discussing and voting on resolutions?---It was similar but not the same. It was different.

What were the differences?---Well, I mean, yeah, there was motions put to the floor and people moved it. Yeah, that, doing that.

That was the same?---Yeah. As far as, yeah.

20 And the process of being – I'm sorry.---More of a formal basis with ATSIC.

It was more formal?---More formal.

And with both kinds of meetings, you were provided with the minutes from the last meeting before the next one and asked to accept them or not accept them at the start of the next meeting? Is that right?---No. No, we'd get documents before, long before we went into the meeting.

Yes, but - - - ---They were sent to the home.

30 THE COMMISSIONER: This is the ATSIC meetings?---Yes, yeah.

So the documents would be sent to your home address sometimes?---Sometimes, yeah. What needed to be discussed.

MR DOCKER: But in terms of, with both meetings, is it right to say that with both kinds of meetings there was a process by which, at the start of the meeting, the minutes of the previous meeting were discussed and a motion was put to accept them or not?---Yes.

40 That happened with both?---Yeah.

And you understood didn't you that that was an important process because by accepting the minutes from the previous meeting what the meeting was doing was saying that that record of the previous meeting is accurate? ---Yep.

And you understood that when you were on the Board of the Land Council didn't you?---Yes.

And in fact if I can, if I can ask you Ms Shipley to be shown volume 8, please. Could you please turn to page 29? This is the meeting, the minutes of a meeting of the Board that was held on 26 May, 2008?---Yep.

And you can see there that you were in attendance?---Yes.

Now if you just go over the page to page 30. I just want to direct your attention to motion 2. Do you see that?---Yep.

10

And this was an occasion according to these minutes that the minutes of the previous meeting were not accepted?---I see that.

And, and then there is a, another motion that, that say that the minutes should reflect the highlights of the agenda items as per discussions including general business. Do you see that motion?---Which one was that sorry?

It's right under the - - -?---Motion 2.

20 See that?---Yep.

And that you second it?---Yeah.

So do you recall this occasion when the minutes of the previous meeting were not accepted?---Yep.

30 And it's true isn't it that the Board when you were on it took very seriously the, the task of ensuring that the minutes of the previous meeting were accurate before they voted to accept them. Is that right?---Yeah. Is this, are these notes from when we became the Board's, the restructure, when we became a Board, because previously there was a secretary who took the minutes.

THE COMMISSIONER: Who was the secretary who took the minutes?--- Oh well there was a secretary – 'cause I notice here there's a vice chair. Who was the vice chair?

40 Anyway at some point, at some point including - - -?---In the old days Land Council's always had a chairperson, a secretary and a treasurer.

Right?---And that secretary who was voted on for that term always took the minutes.

THE COMMISSIONER: Took the minutes?---And they were always more, there was more stuff in them.

More detail?---More detailed minutes, yeah, were taken, but then when the change happened they weren't like that. They were - - -

What change was that?---Like when we became Boards and then Jack took our minutes. They weren't as detailed as previously.

Right.

MR DOCKER: Right. So just so that I can help you with that, Ms Shipley, if you just go to page 4 of that volume.---Yeah.

10 You can see that this is the minutes of a Board meeting of 8 October, 2007. Do you see that?---On page?

Page 4. It's also got a number 570 at the bottom right. It's right at the front of that volume 8 that you have.

THE COMMISSIONER: It's on the screen as well, Ms Shipley.---Oh, I'd rather look at the screen then. Yeah, I didn't have that. Okay. What were you asking, sorry?

20 MR DOCKER: What I'm showing you is the minutes of a Board meeting of 8 October, 2007 - - -?---Yeah.

- - - which was in fact the first Board meeting of the Land Council. Do you agree with that?---Yes.

Because before that there were no Boards of Land Councils and all you had was - - -?---That's right.

- - - was members' meetings?---Yeah.

30 Right.---No, we had meetings but - - -

You had meetings of members not of Boards. Is that right?---No.

It's not right?---Oh, sorry. Yeah, the secretary took the, the minutes at the - now I'm confused.

All right. Let - - -?---Of the members' meetings.

40 Yes. So before, before the Boards came in - - -?---Yeah.

- - - and the Boards came in about the middle of 2007. That's right isn't it? ---Yeah.

You need to speak - - -?---Yes.

Yes.---Sorry.

And then – and so after the middle of 2007 you had Board meetings - - -?
---Yeah.

- - - which – of which these minutes of 8 October, 2007 is the first one?
---Yes.

Right. And before that all you had was members' meetings. That's right?
---Yes.

10 And you had – instead of a Board you had a Chairperson, a Secretary and a Treasurer?---Yeah.

And at the meetings it was the Secretary's job to take the minutes?---That's right, yeah.

Right. So just coming back to page 29 and 26 May, 2008 minutes. This is a meeting that is after the Boards were created. Do you accept that?---Yeah.

20 And my question to you was that the Board while you were on it took very seriously the task of making sure the minutes from the previous meeting were accurate before it voted to accept them. Would you agree with that?
---Yes.

Now, you were asked some questions earlier about pecuniary interests. Do you remember that?---Yeah.

Now, that's something isn't it that came up in your time when you were on ATSI Councils isn't it?---No.

30 And what did you understand a pecuniary interest to be?---If something's been discussed and you're part of it like – how can I – say if something was – this is an example. If something was being discussed that something was going to be funded and I was part of that organisation that they were talking about. That'd be an interest so I'd leave the room.

Right. And that came up in your time at ATSI?---Yes.

40 Right. And if you can just turn to page 227 of volume 8. It's just – it's the smallest numbers, Ms Shipley.---Okay.

Or you can use the screen.---Yeah.

227.---Yeah.

You can see there that they're the minutes of a Board meeting of 29 March, 2010. Do you see that?---Yes.

And you can see that you have declared an interest through housing at that meeting. Do you see that?---Yeah.

Do you recall that?---I do.

Could you say what that was?---Because I was a tenant of one of Gandangara's houses.

10 Right. And did you declare your interest because there was going to be some discussion about Gandangara housing?---I'd say so, yes.

And it would – that was on the agenda, and it would affect you personally, is that right?---Yes.

Right. So if I could just ask you to come back to page 4 of volume 8. You can see there that that's – I'm just taking you back to the first minutes. ---Yeah.

20 You can see there, before motion 1, there's a record of the CEO advising about basic roles and responsibilities, trading whilst insolvent and pecuniary interest. Do you see that?---Yes, I do.

And then it says, "The meeting noted that Mr Johnson has a pecuniary interest in Waawidji Proprietary Limited, and that Waawidji Proprietary Limited does not act as a consultant to GLALC." Now, I suggest to you that you understood that, by that disclosure by Mr Johnson, that what he was saying was that he had a financial interest in Waawidji Proprietary Limited. ---Yes.

30 And you understood that? That's what he was saying?---Yeah.

Is that right? Now, Ms Shipley, you've been shown by Mr Mack a printout of a slide earlier. Do you recall being shown that?---Yes.

And I suggest to you that Mr Johnson showed the printout of that slide to the meeting of the Board each time he declared his pecuniary interest in Waawidji.---Each time?

40 Yes.---I don't recall it.

And I suggest to you that he declared his interest in Waawidji at least five times at meetings that you were at.---I don't recall. I remember him saying verbally, talking about it, but I don't remember seeing the slide.

But just, Ms Shipley, if you could turn to page 8, you can see that these are the minutes of 22 October, 2007 Board meeting.---Yeah.

And that the first motion is that the minutes of the previous meeting be accepted.---Yeah.

And you seconded that motion. Do you see that?---Yes. Yeah.

And so is it the case that you must have been satisfied that the minutes of the 8 October meeting were accurate?---Yeah.

Otherwise you wouldn't have done it, would you?---No.

10

And so you would have read the minutes of the 8 October, 2007 meeting before you moved that motion?---Yeah.

And is it correct - - - ---Moved?

I'm sorry?---Seconded.

I'm sorry, I missed that.---I seconded it. I didn't move it.

20 No, I said seconded. And is it the case that before you voted to accept the minutes of any previous meeting, you made sure you read them and satisfied yourself they were accurate?---Yes.

Now if I could just ask you to turn to page 117. Have you go that there? ---Yeah.

This is a meeting of the Board of 22 – minutes of the meeting of the Board of 22 September, 2008?---Yes.

30 And you were present?---Yep.

And I refer you to motion 1 where Mr Johnson declares his interest in Waawidji again?

40 THE COMMISSIONER: Mr Docker, can I just clarify something. I don't understand this witness to have ever said that she didn't hear or understand that these declarations were made in relation to Mr Johnson's possession or interest in a company called Waawidji. She's never denied that. What she's denied is that she didn't know anything about Waawidji's involvement in other GLALC activities. So I'm not quite sure whether you're putting these questions on the basis that you think that she somehow denied the proposition that she was aware of these declarations.

MR DOCKER: Well I hadn't apprehended her to – I think she had said that she didn't recall at one stage at least said she didn't recall knowing about the company Waawidji?---No.

THE COMMISSIONER: No, she said, she I only heard of Waawidji when Jack declared that he had a company that had nothing to with GLALC and that she'd never seen the Waawidji letterhead. But she did go on to say that, that she didn't know anything about Waawidji being involved in other services that the GLALC provided. That was the relevant distinction. Anyway the transcript tomorrow will, will bear this out, but - - -

MR DOCKER: As the Commission pleases. I'm happy to move on.

10 THE COMMISSIONER: All right.

MR DOCKER: Thank you. Ms Shipley, could you just turn to page 113 and you can see there that that's the minutes of the Board meeting of 28 July, 2008?---Yes.

And you were present?---Yes, according to this.

And I just ask you to turn to page 115 and look at motion 9?---Yep.

20 And that's a motion that you seconded it?---Yes.

And what the motion requires is the CEO to present his contract to the Board for its perusal?---Yeah.

And, and that was carried?---I presume so.

And, and that was done wasn't it?---I don't remember it.

30 And you understood didn't you that as a Board member you were entitled to ask for the CEO's contract to be produced for you to look at?---Yes. I've never seen it.

I'm sorry?---I've never seen it, his contract.

But if you wanted to see it you certainly could have asked for it and it would have been given to you?---It was asked for there, but I don't think it was ever presented.

40 Well Ms Shipley, if it wasn't presented I suggest to you that it would have been followed up at a subsequent meeting?---I presume so.

And if it wasn't would you accept that it was produced?---Well I don't know, I can't remember. I'd have to see the next minutes.

Right. Now you were, if I could just ask, if Ms Shipley could be shown volume 10, please and page 63. Now you were asked some questions about this meeting of 3 May earlier. Do you recall that?---Yep.

And this was the meeting where - - -?---I wasn't there.

- - - you were not present and a motion was passed to accept the new CEO contracts.---Yeah.

Do you see that, motion 2?---Yes, I see that.

Yes. Now, you – if I ask you to turn to page 66.---66. It's not numbered. Is that another minutes?

10

THE COMMISSIONER: On the screen.

MR DOCKER: The minutes of the - - -?---Sorry.

- - - 5 July meeting.---Yeah. Okay. It hasn't got the page number on. Okay.

Which you – I'm sorry. Yeah, it's obliterated by the signature I'm sorry. The – that's the minutes of the Board meeting of 5 July, 2010?---Was that following 3 May? No? Anyway, yeah.

20

That's what's in front of you, you can see it on the screen?---Yes.

All right. And you were present at that meeting?---Yes.

And the Board approved the minutes of the 2 May meeting, motion 1? ---Yes.

30

So I suggest to you that you would have had the minutes which are at page 63 with you at that 5 July, 2010 meeting?---Yeah, they would have been in the folder.

And so you would have known wouldn't you that the Board had approved the CEO contracts at the previous meeting?---Well, it doesn't state it.

Well, it states it in the, in the May, 2010 minutes.---Yeah.

So you would have known that?---But there's nothing in here to say that the, the contract was tabled.

40

Yes, we'll get to the contract in a minute. I'm just saying that you would have known – asking you, you would have known wouldn't you by the 5 July, 2010 meeting that at the last meeting the Board had approved the CEO contracts?---I presume so.

Yes. And you knew also that if you wanted to see them you could have just asked and you would have been shown them?---No, I didn't, I didn't think I'd be able to see them because they were already at the previous meeting.

They weren't brought to this one. Where would they be? They weren't in the folder.

But you knew as a Board member you could have asked and you would have been shown them?---No, I didn't know.

I'm sorry, I didn't hear that.---(No Audible Reply)

10 Now, Ms Shipley, I just want to ask you some questions about financial reporting to the meeting, the Board meetings. It's true isn't it that it was common – well, what usually happened was the Finance Manager came along to the Board meetings and provided a financial report?---Yeah.

And in the early days of when you were the – when you came on the Board that was Karen Maltby?---Yes.

And then later it became Shalesh Gundar?---Yeah.

20 Right. And it's true isn't it that early on the – in the early days the contents of the financial report to the Board were much more detailed than in the later days?---Yeah.

And it's true isn't it that the, that the – what coincided with the change from more detailed to less detailed was that the Board set up a finance subcommittee. That's right isn't it?---I can't remember a finance subcommittee.

30 Well, it's true, isn't it, that the very detailed financial reporting that occurred in the early days tended to cause the meetings to go for a very long time? ---Yeah.

And the Board wasn't very happy about that?---I don't recall anyone complaining.

I'm sorry, I couldn't quite hear you.---I don't recall a complaint.

Well, if I could ask you to turn to volume 8, page 29. This is the minutes of the Board meeting of 26 May, 2008. Do you have that?---Yes.

40 Do you have that, Ms Shipley?---I do, yes.

Yes. And if you just go over to the next page, page 30, and it's got "Finance".---Yeah.

And motion 3, it says, "The financial report, as tabled and presented by the finance manager, be accepted." And that's referring to a finance report that was prepared and presented by Ms Maltby, is that right?---I presume it was Ms Maltby.

And I suggest to you that the finance report contained a breakdown of all of the expenditure of the Land Council and its entities since the previous meeting?---Yeah.

That's right?---Yeah.

And in fact you can see there that the Board actually asks for even more information under the motion. Do you see that?---Yes.

10

And if you look at the last page of the minutes, which is on page 32, you can see that the meeting ended at 11.06pm.---Yeah.

And that it started, if you go to page 29, at 6.58pm.---Ah hmm.

And that is you've had a four-hour meeting. It ends after 11.00pm.---Yeah.

20

Now, I suggest to you that, at some point in time after this, the Board asked for less detailed financial reporting so that the meetings wouldn't go for so long.---I don't recall that.

All right. Now, if Ms Shipley could be given volume 9, please, and shown page 137. I'm sorry, that's wrong. Page 169. Do you have that in front of you there, Ms Shipley?---Yeah.

You can see there that from page 169 through to 172, some photocopies of some slides.---Yes.

30

And I suggest to you that this is typical of the kind of financial report that Mr Gundar used to provide to the Board at every meeting. Is that right?---Yeah.

And it would be up on the projector screen for everyone to see?---Yes.

Is that right?---He would put his presentation up, yeah.

40

And this, and this was of a less detailed kind than the kind Ms Maltby used to give which included all of the expenditure. Is that right?---I can't say how, how many pages Karen had, but yeah, it seems to be a cut down version.

Well now volume, if I could just ask you to turn to volume 8 again, please and go to page 4. Now this is, I've taken you to this before, this is the first Board meeting on 8 October, 2007?---Yep.

And if you turn to page 6 you can see that there are two motions that relate to corporate entities already incorporated. Do you see that?---Yep.

And if you look at motion 7 you were in fact voted in as a director of Gandangara Estate Stage 2 Pty Limited, which is the third from last one and Gandangara Sproule Road Estate Pty Limited, which is the last one. Do you see that?---Yeah.

Now I suggest to you that right from the first meeting that you were aware that Gandangara had other corporate entities under its control?---Yeah, but I didn't know they were separate companies from Gandangara.

10 Right. So you say you didn't understand that they were - - -?---They were separate, yeah.

Right?---And we weren't voted on to these, we were just told, we were just allocated these - - -

THE COMMISSIONER: You didn't nominate for, for them, you didn't - - - ?---No, we didn't nominate, they were just allocated to us to say okay, you have this, you have that.

20 MR DOCKER: But there was a mover and a seconder in the vote?---Oh after all it was put to us, but what I mean is I didn't put my hand up and say yes, I want to be part of this one or that one. I didn't do that.

Right?---It was allocated.

And so these, this is 2007 but it's true isn't it that in 2009 the Board decided to restructure its corporate entities. Do you recall that?---I, I don't recall it.

30 You were aware of the Community Land and Business Plan?---Yes.
And that that provided for Gandangara to set up corporate entities to carry out special purposes?---I don't recall that bit.

Right?---Can I say that I was involved in the very first Community Land and Business Plan, seconded the developing that but when I, then there was other things later down the track that I was a part of.

40 Right. So if, when you say, if Ms Shipley could be shown volume 18, page 210. This is the Community Land and Business Plan for 2008. 2001, Ms Shipley, is this the one that you were involved in?---I don't know. But this was the very first one. I don't know if this is the very first one that was done.

Right. So you say you were involved in the first one?---Yeah, we had a workshop.

I'm sorry?---We had a workshop.

Right.---Where we went away for a weekend and developed stuff. I'm not sure of the date.

And was it after you got on the Board?---Yeah.

Right. So you just can't say whether that one there at page 210 was it or not?---No.

10 All right. But the one you were involved with ended up being approved by the members. Is that right?---Yeah.

Now, have you still got volume 8 there?---Yeah.

Can you turn, please, to page 210? You got that?---Yeah.

It's the 14 December, 2009 Board meeting minutes. Do you see that?
---Yeah.

20 And you were there as present?---Yes.

If you go to page 212, you can see that it says "GLALC corporate structure, motion 12". And it says, "The Board recommends the attached corporate structure be introduced and, where necessary, the CEO be delegated to pursue relevant alterations to the (not transcribable)." You see that?---Yes.

And if you go to the minutes of the next meeting, which is 15 February, 2010, on page 213, again, you were there. That's right?---Yeah.

30 And if you go to page 215, the exact same motion is passed, motion 11 this time. Do you see that?---Yes.

You recall, don't you, that there was discussion about setting up a new corporate structure for Gandangara Land Council at that stage?---Yeah, for Gandangara.

And you were supporting it, were you?---Yeah, because I thought it was part of Gandangara.

40 Right. Do you have volume 9 there? Could you be shown, please, page 25. You see that's the minutes of the 15 November, 2010 Board meeting?
---Yeah.

And if I could just ask you to turn to page 29, you can see that there's a motion relating to GLALC Development Services Limited. Do you see that?---Which motion?

Motion 11.---Okay. Yes.

And you see there that's what it's referring to is at (a) the following persons be appointed as its first directors and that includes you?---Yes.

And it's true isn't it that you understood at this stage that Gandangara was setting up or had set up various different companies to, to do various different things. You understood that didn't you?---I didn't understand it but I still understand that they weren't to be separate from Gandangara and I believed that all along.

10 Right.---That they were part of Gandangara not separate.

Right. All right. Now – I'm sorry, Commissioner. I realise the time but I thought Ms Shipley might want to get away. I have one more thing to ask her about.

THE COMMISSIONER: Yes, go on.

THE WITNESS: I do want to get away.

20 MR DOCKER: The – I'm sorry. Yeah. Now, do you have volume 8 there still?---Yeah.

And if you could turn to page 163 please.---Right.

I'm sorry, I'll just ask you to turn first to page 159. You can see that this is a copy of the Gandangara Land Council financial statements for the year ended 30 June, 2009?---Yeah.

30 Now – and if you go to page, pages 162 and 163 you can see your signature on each of those pages. Is that right?---Yeah.

Now, is it the case that each year that you were on the Board that you were provided with the financial statements for the Land Council in draft and given an opportunity to read them?---Yes.

And the Board was asked to vote on whether they would be accepted or not. Is that right?---Yes.

40 And you were asked to sign them if you agreed with them. Is that right?
---Yeah.

And that happened each year that you were on the Board?---Yeah.

All right. Are you on – you're on volume 8. If I could just ask you to turn to volume 9 and this is – and go to page 89. You can see here that these are the financial statements for the year ended 30 June, 2011?---Yeah.

Now, these would have been the last ones that you saw.---Yeah.

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

And you can see at page 84 and 85 you've signed them?---Yeah.

And is that because you have agreed with them?---Yeah.

And was it your practice to read through them before you signed them?
---Not always.

10

Right. Now, if you go to page 104. Are you there?---Yeah.

And you see (c), down the bottom (c) related party transactions?---Related party transactions, yeah.

You can see there's a reference there to payments made to Waawidji in the year.---I do.

20

Do you remember that?---I do but I don't remember it.

Right.---I see it now.

Were you -- okay. I have no further questions, Commissioner. Thank you, Ms Shipley.

THE COMMISSIONER: Any other questions for Ms Shipley? Mr Dunne?

MR HENRY: Sorry, just before Mr Dunne - - -

30

THE COMMISSIONER: Yes.

MR HENRY: - - - I just wanted to ask one question about - - -

THE COMMISSIONER: Yes.

MR HENRY: - - - the Exhibit G4 which is the text messages in Exhibit - - -

THE COMMISSIONER: Yes.

40

MR HENRY: Do you have that available to you there, Ms Shipley? Do you have the text messages there?---Yes, I do.

You'll see if you go to the text messages themselves there's only one piece of paper or one page that has your name on it at the top?---Yeah.

Do you see that?---Yep.

And it says at the top of the page, outgoing?---Yes.

So it's got outgoing and then it's got Dorothy Shipley and two more. Can you see that?---Yeah.

And then there's a photograph of part of a text message that was sent?
---Yeah.

Do you recall receiving the text message?---Oh honestly I can't recall it.

10 Do you remember reading it?---I don't.

All right. They're my questions, thank you.

THE COMMISSIONER: Thank you. Yes, Mr Dunne.

MR DUNNE: Thank you, your Honour. I'm grateful to Counsel Assisting for asking two of my questions. With the events described as those that occurred in January 2011, that is the extraordinary meeting that you attended by phone?---Yep.

20

And then the communications that occurred on the 27th, about a week later. Now you gave evidence before to the Commission - - -?---Yep.

- - - that on 20 January - - -?---Yes.

- - - that you had a telephone, you attended a meeting via telephone?---Yes.

And is it correct though that you spoke with Ms Cronan?---Yes.

30 Did you speak to any other Board members?---No.

Could you hear any other Board members?---Not really, no.

And you told Counsel Assisting that you don't recall receiving the text message?---I don't.

And you don't recall responding to the text message?---No.

40 But you gave evidence earlier that you recall Cindy Cronan phoned you to ask you to agree to reinstatement. Do you recall giving that evidence?
---Yes., yeah.

Now do you stand by that evidence that Cindy Cronan rang you after the extraordinary meeting - - -?---Yep.

- - - where Mr Johnson was suspended - - -?---Yeah.

- - - to ask you to agree to Mr Johnson's reinstatement?---Yeah;

And was it in that conversation that you told Ms Cronan that you didn't agree to Mr Johnson - -?---To my knowledge, yeah, I'm, I'm sure that's what happened.

Yes, thank you. Those are the questions.

THE COMMISSIONER: Thank you. Ms Shipley you may step down. You're excused.

10

THE WITNESS EXCUSED

[4.13pm]

THE COMMISSIONER: We'll adjourn to 10.00am tomorrow. Thank you.

AT 4.13PM THE MATTER WAS ADJOURNED ACCORDINGLY

[4.13PM]

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