. CONSTITUTION OF AUSTRALIAN ABORIGINAL ENTERPRISE FOUNDATION Ltd.

1. Name of the Charity

AAEF — Australian Aboriginal Enterprise Foundation Ltd.

2. Legal Status

Company Limited by Guarantee, registered charity, PBI.

2.1 Application of Corporations Act & ACNC Act

1. AAEF is incorporated under the *Corporations Act 2001 (Cth)* and must comply with all requirements applying to companies limited by guarantee.
2. AAEF is registered under the *Australian Charities and Not-for-profits Commission Act 2012* and must comply with all ACNC Governance Standards.
3. AAEF must comply with all laws relevant to its operations, including:
    - Privacy Act 1988
    - Work Health and Safety legislation
    - Human Rights legislation
    - Cultural governance obligations
    - Environmental and eco-friendly building standards
    - ATO requirements for Deductible Gift Recipient (DGR) endorsement
4. If there is any inconsistency between this Constitution and the ACNC Act, the ACNC Act prevails.
5. All Responsible Persons must comply with:
    - This Constitution
    - The Corporations Act
    - The ACNC Act
    - Cultural governance protocols
    - Safeguarding requirements
    - Eco-friendly construction standards
    - All AAEF policies and procedures
6. Nothing in this Constitution limits obligations under any applicable law, cultural governance requirement, safeguarding requirement, or environmental standard.
7. AAEF must operate in a manner that protects:
    - Its charitable purpose
    - Its Public Benevolent Institution (PBI) status
    - Its Deductible Gift Recipient (DGR) endorsement
    - Cultural governance authority
    - Safeguarding and WHS compliance
    - Eco-friendly construction obligations

2.2 DGR Endorsement

- AAEF is endorsed as a DGR.
- Gift Fund required.
- Gift Fund used only for benevolent relief.
- Must comply with ATO requirements.

3. Charitable Purpose3.1 Objects of the Charity

The objects of AAEF are:

1. To relieve crisis, trauma, poverty, homelessness risk, and long-term disadvantage among Aboriginal adults.
2. To provide crisis accommodation, stabilisation, and trauma-informed cultural support.
3. To provide eco-friendly hempcrete housing for long-term stability.
4. To provide cultural strengthening, ceremony, and Elder-led governance.
5. To provide life skills, employment pathways, and enterprise development.
6. To operate the crisis-to-independence model nationally.
7. To provide safeguarding, WHS compliance, and risk management across all programs.
8. To operate solely for benevolent relief and charitable purposes.

Benevolent relief for Aboriginal adults experiencing crisis, trauma, poverty, homelessness risk, disadvantage.

4. Activities of the Charity

- QLD Combined House
- Skills Retreats
- Committee Houses
- Cultural strengthening
- Trauma-informed support
- Life skills
- Enterprise pathways

5. Beneficiaries

Aboriginal adults 18+, families entering Committee Houses, communities benefiting from cultural governance.

6. Not-for-Profit Clause

1. AAEF must operate solely as a **not-for-profit charity** whose dominant purpose is benevolent relief for Aboriginal adults experiencing crisis, trauma, poverty, homelessness risk, and long-term disadvantage.
2. All income, property, and assets must be applied **exclusively** to the charitable purpose of AAEF.
3. **No profits or assets may be distributed** to any individual, member, director, officer, staff member, volunteer, or any other person.
4. Members may only receive:
    - Reimbursement for approved expenses
    - Payments for legitimate services rendered under proper contracts
    - Cultural ceremony support approved by Elders
5. All assets are **charity-locked** and cannot be used for private benefit.
6. AAEF must comply with:
    - ACNC Act 2012
    - Corporations Act 2001
    - ATO DGR requirements
    - Cultural governance protocols
7. This clause must be interpreted consistently with all charity law, cultural governance, safeguarding requirements, and eco-friendly principles.
8. Nothing in this Constitution permits private benefit, profit distribution, or use of assets outside AAEF's charitable purpose.

7. Winding-Up Clause

1. If AAEF is wound up or dissolved, **all surplus assets** must be transferred to another charity that is:
    - Registered with the ACNC
    - Endorsed as a **Public Benevolent Institution (PBI)**
    - Endorsed as a **Deductible Gift Recipient (DGR)**
    - Has similar benevolent relief purposes
    - Supports Aboriginal people
2. Members cannot receive any assets, benefits, or payments upon winding up.
3. The President, Vice President, Board, and Elders must jointly select the replacement PBI.
4. The replacement charity must:
    - Provide benevolent relief
    - Operate ethically and culturally safely
    - Support Aboriginal communities
5. Each member agrees to contribute **$10** if the charity is wound up, in accordance with the Corporations Act 2001.
6. This clause overrides all other clauses in the Constitution.
7. All cultural governance records, safeguarding records, and eco-friendly construction records must be transferred to the replacement PBI or stored according to legal requirements.
8. All remaining funds in the **Gift Fund** must be transferred according to the **DGR Revocation Clause**

7.7 DGR Revocation Clause

If AAEF's DGR endorsement is revoked:

1. All remaining gifts, deductible contributions, and money in the **Gift Fund** must be transferred to another charity that:
    - Is endorsed as a **DGR**
    - Is endorsed as a **Public Benevolent Institution (PBI)**
    - Has similar benevolent relief purposes
    - Supports Aboriginal people
2. The President, Vice President, Board, and Elders must jointly select the replacement charity.
3. No member or individual may receive any assets or benefits from the Gift Fund.
4. The transfer must occur as soon as practicable after revocation.
5. All Gift Fund records must be provided to the replacement charity or stored according to ATO requirements.
6. Gift Fund assets must transfer to another DGR PBI.
7. Replacement charity must support Aboriginal benevolent relief.
8. Selected by President, Vice President, Board, Elders.
9. No member benefit.

8. Membership

- Eligibility
- $1 fee
- Rights
- Responsibilities
- Cultural expectations
- No profit
- Application process
- Member register
- Suspension
- Removal
- Resignation
- Renewal

9. Governance Structure

President, Vice President, Board, Elders, CEO, National Ops Manager, State Managers, Retreat Teams, Committee House Coordinators, Safety House Manager, Support Team.

10. Charity Committee

President, Vice President, Secretary, Treasurer, Ordinary Members — administrative, cultural, safeguarding, eco-governance support.

11. Cultural Governance Council

Cultural authority, cultural safety, cultural decision-making, cultural conflict resolution, cultural ceremony, cultural safeguarding.

12. Board of Directors

Governance, strategy, compliance, cultural safety, safeguarding, financial oversight, eco-governance, crisis-to-independence oversight.

13. CEO

National operations, cultural safety, eco-friendly standards, staff, compliance, Safety House, Retreats, Committee Houses, safeguarding, reporting.

14. Eco-Friendly Construction Clause

Hempcrete, solar, water tanks, eco septic, natural insulation, breathable render, low-energy systems, recycled materials, cultural environmental protocols, low-carbon methods.

15. Safety House Governance

- Purpose
- Governance structure
- Cultural governance authority
- Operational governance
- Entry conditions
- Resident rules
- Removal
- Safeguarding & WHS
- Privacy
- Reporting
- Eco-friendly standards

16. Safeguarding Governance

16.1 Purpose

Safety of participants, residents, staff, volunteers, Elders, visitors, community.

16.2 Principles

Safety first, zero tolerance, cultural safety, trauma-informed, mandatory reporting, adult-only model, risk-managed access, WHS, privacy, documentation.

16.3 Board Responsibilities

Safeguarding framework, compliance, suitability checks, risk review, safeguarding committee, cultural governance.

16.4 CEO Responsibilities

Enforce rules, remove unsafe individuals, incident response, records, staff compliance, cultural governance, risk systems, reporting.

16.5 Safety House Safeguarding Requirements

Safe environment, behavioural rules, prohibited conduct, documentation, surveillance, cultural governance, crisis-to-independence, emergency procedures, WHS, suitability checks.

16.6 Safeguarding Committee

Board reps, CEO, Safety House Manager, Elder — incident review, risk oversight, cultural guidance.

16.7 Cultural Safeguarding

Conflict resolution, ceremony, cultural breaches, removal decisions, cultural healing, identity strengthening, Elder review.

16.8 Mandatory Reporting

State laws, WHS, Privacy Act, Human Rights, ACNC standards.

16.9 Enforcement

Removal, discipline, termination, reporting to authorities.

17. Meetings

Board meets 4 times/year, AGM annually, minutes required, cultural governance may be included.

18. Financial Management

Financial governance, records, bank accounts, controls, use of funds, financial statements, ACNC reporting, audits, risk management, transparency.

19. Amendments to Constitution

75% special resolution, must comply with ACNC, Corporations Act, cultural governance, safeguarding, DGR, eco-friendly values.

20. Responsible Persons Obligations

All Responsible Persons (Directors, President, Vice President, Secretary, Treasurer, CEO if appointed, and Elders where applicable) must:

- Act with reasonable care and diligence.
- Act honestly and fairly in the best interests of AAEF.
- Not misuse their position or information.
- Disclose conflicts of interest.
- Ensure financial management is responsible.
- Ensure AAEF complies with ACNC Governance Standards.
- Ensure cultural governance is upheld.
- Ensure safeguarding obligations are met.
- Ensure eco-friendly construction standards are followed.
- Ensure AAEF's charitable purpose is protected at all times.

21. Definitions

In this Constitution:

- **AAEF** means Australian Aboriginal Enterprise Foundation Ltd.
- **Board** means the Board of Directors of AAEF.
- **PBI** means Public Benevolent Institution.
- **DGR** means Deductible Gift Recipient endorsed under Subdivision 30-BA of the *Income Tax Assessment Act 1997*.
- **Gift Fund** means the fund required for DGR endorsement.
- **Responsible Person** means a person holding a governance role as defined by ACNC Governance Standard 5.
- **Cultural Governance Council** means Elders providing cultural authority.
- **Safety House** means the crisis accommodation facility operated by AAEF.
- **Committee House** means long-term eco-friendly hempcrete accommodation.
- **Skills Retreat** means training and cultural strengthening facilities.
- **Member** means a person admitted under Section 8.
- **Corporations Act** means the *Corporations Act 2001 (Cth)*.
- **ACNC Act** means the *Australian Charities and Not-for-profits Commission Act 2012*.

22. Gift Fund Requirements

1. AAEF must maintain a **Gift Fund** for DGR purposes.
2. All deductible gifts and contributions must be deposited into the Gift Fund.
3. The Gift Fund must be used only for AAEF's benevolent relief activities.
4. The Gift Fund must not be used for administration or private benefit.
5. If AAEF is wound up or DGR endorsement is revoked, all Gift Fund assets must be transferred according to Section 7.7.
6. The Gift Fund must be audited annually.

23. ACNC Governance Standards

AAEF must comply with all ACNC Governance Standards, including:

- Maintaining its charitable purpose.
- Accountability to members.
- Duties of Responsible Persons.
- Suitability of Responsible Persons.
- Compliance with Australian laws.
- Maintaining records, safeguarding, cultural governance, and eco-friendly standards.