



Australian Government
Office of the Registrar of
Indigenous Corporations



Government of South Australia
Consumer and Business Services



Transfer to CATSI

Under section 42 of the *Associations Incorporation Act 1985* (The South Australian Act)

How to transfer a South Australian association (registered with Consumer and Business Services (CBS), which incorporates the Corporate Affairs Commission, under the *Associations Incorporation Act 1985* (SA)) to a new corporation (registered with ORIC under the *Corporations (Aboriginal and Torres Strait Islander) Act 2006* (CATSI Act)).

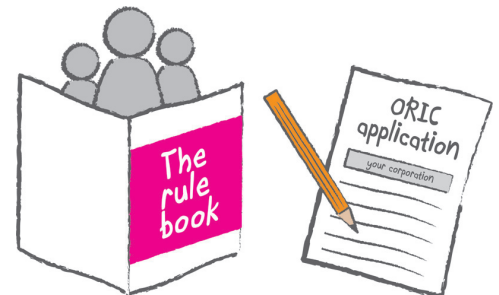
This is a joint publication by the Office of the Registrar of Indigenous Corporations (ORIC) and the Consumer and Business Services (CBS).

1

To transfer its activities from CBS to ORIC, the association needs to:

- fill in an ORIC *Application for registration (general)* form
- prepare a draft CATSI rule book that suits your corporation's needs. Make sure you keep the same objectives and membership. You can use ORIC's model rule book as a guide.

An ORIC officer will help you with these.

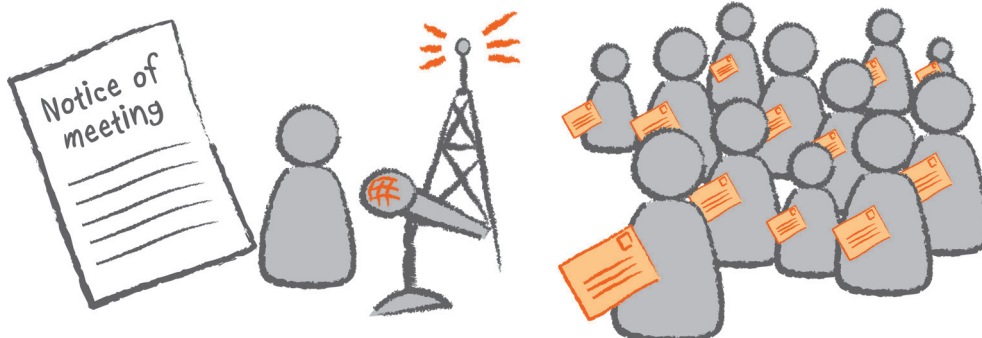


2

Call a special resolution meeting:

The association should call a special resolution meeting to agree to transfer from CBS to ORIC. Members should be contacted at least 21 days before the meeting and told what the resolution is about.

- Make sure everything possible has been done to notify members of the meeting (for example, letters, noticeboards, radio, newspaper ads).
- Keep copies of newspaper ads used to notify the members.



3

At the meeting:

- a) at least 75 per cent of association members attending must approve the transfer of activities from CBS to ORIC

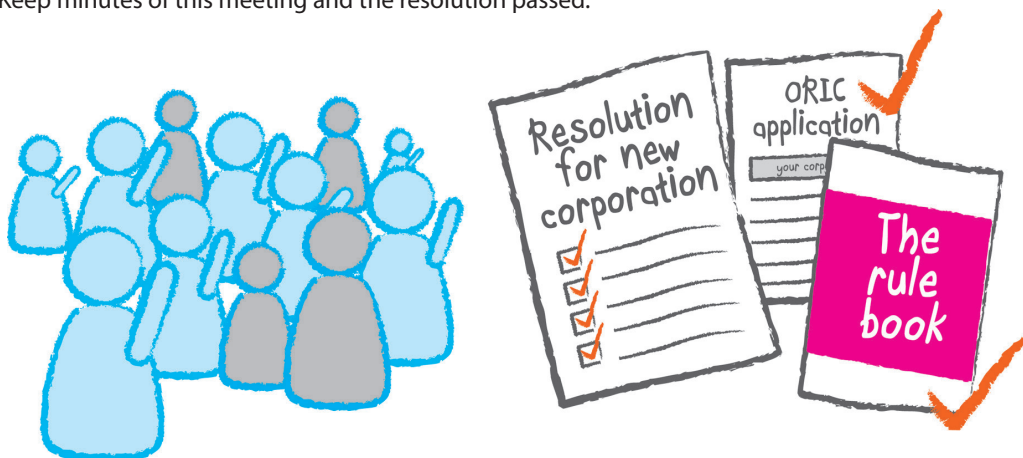


- b) at least 75 per cent of people listed on the ORIC application form must agree to the following resolutions:

- approve the application for registration
- authorise a person to apply on behalf of the members
- approve the new rule book (including replaceable rules)
- the people listed as directors on the application form will become directors
- the person listed as the contact person or secretary on the application form will become the contact person or secretary

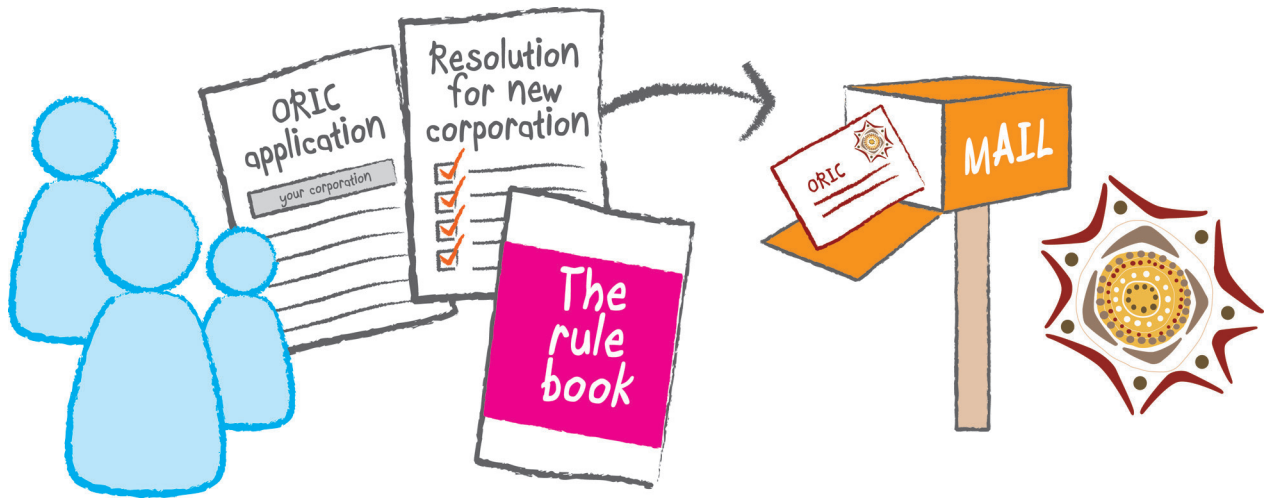
You may use ORIC's prepared resolution and an ORIC officer will help you.

Keep minutes of this meeting and the resolution passed.



4

Send your application form, rule book and resolution to ORIC.



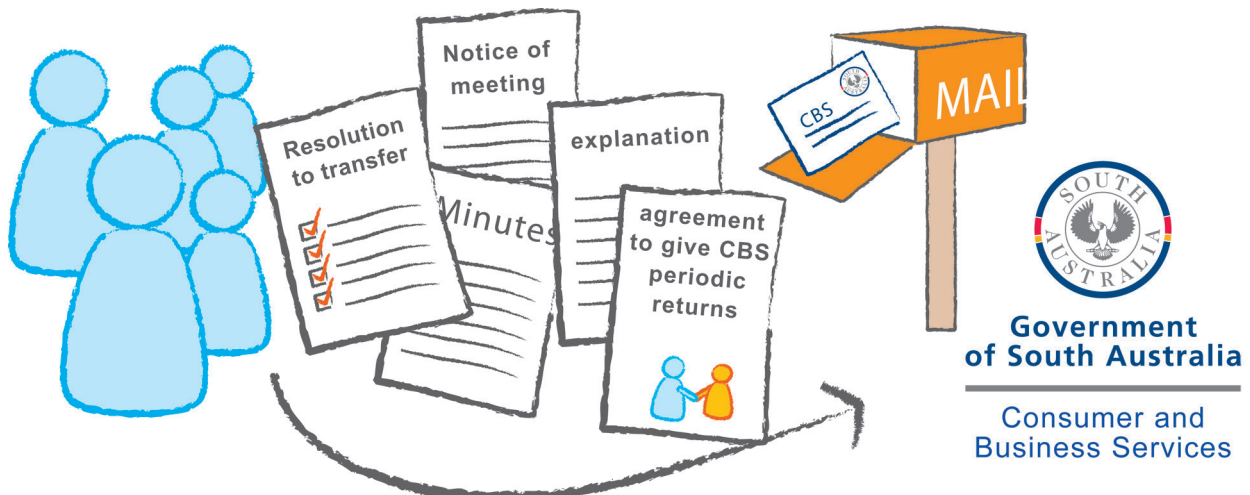
ORIC will then register your corporation and send you a certificate of registration.

5

Then ask CBS to transfer the activities of your CBS association to the new ORIC corporation.

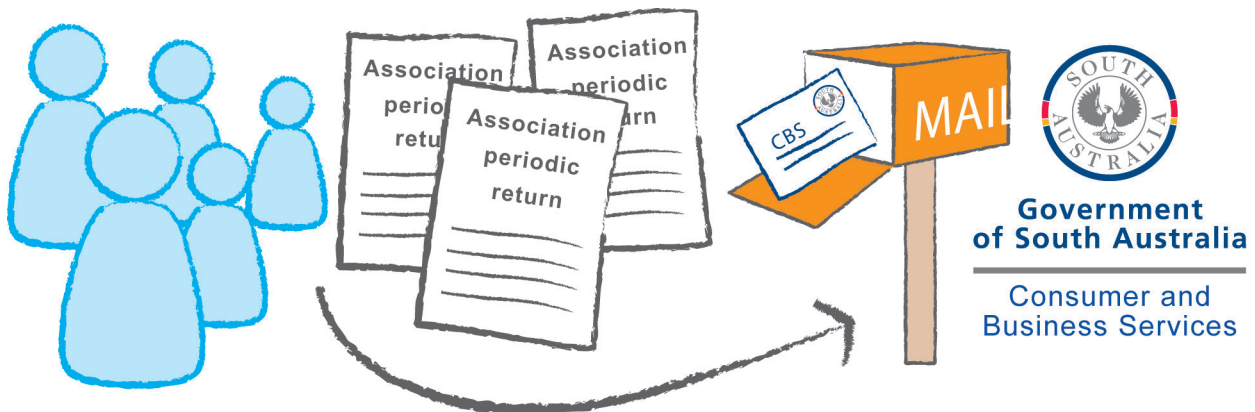
Make sure you send CBS the following:

- a copy of the minutes and resolution
- a description of how you gave notice of the meeting and proposed resolution to members and include any newspaper ads you used to notify members of the meeting
- an explanation of why the association would operate better under the CATSI Act and ORIC (e.g. the CATSI Act would be more appropriate legislation; there are other similar bodies incorporated under the CATSI Act; it can operate nationally; and 75 per cent of those members attending the meeting have agreed with the special resolution)
- an agreement to give CBS the current year's periodic return.



6

Send your association's periodic returns to CBS



7

Final steps...

- After CBS decides that the undertaking or operations of your association would more appropriately be carried on by the ORIC corporation, CBS will send you a notice confirming their opinion. The association must notify CBS within three months that they wish to proceed with the transfer.
- After the transfer is published in the *SA Gazette*, transfer of the association's assets, rights and liabilities to the new ORIC corporation is complete. The transfer is exempt from any stamp duty and you may be eligible for roll-over relief from capital gains tax under subdivisions 124-I and 620-A of the *Income Tax Assessment Act 1997*.
- Ask ORIC for governance assistance and training.

The main benefits of registering under the CATSI Act

- The rule book that determines how the corporation is run can take into account Aboriginal or Torres Strait Islander customs and traditions.
- It is free to register as an Aboriginal and Torres Strait Islander corporation—unlike other administrations that may charge a fee.
- The Registrar of Indigenous Corporations offers client assistance, support, information and training programs.
- Aboriginal and Torres Strait Islander corporations can operate nationally—they are not limited to the state or territory in which they are registered.
- When registering their corporation, members can choose not to be liable for the debts of the corporation.
- In some cases corporations may be exempted from annual reports.
- The corporation can run a business and any profits can be distributed to members if the rule book allows for this.

For more information

ORIC freecall: 1800 622 431 (not free from mobiles)
email: info@oric.gov.au
www.oric.gov.au

OCBA phone: 1300 138 918
www.ocba.sa.gov.au



Related documents

For South Australian associations (registered with Consumer and Business Services under the *Associations Incorporation Act 1985 (SA)*)

As well as this guide about transferring to the CATSI Act from South Australia, you may be interested in:

- The rule book—condensed
- Form: Application for registration (general) under the CATSI Act

Plus a range of other ORIC publications

The ORIC Oracle newsletter

ORIC fact sheets:

- What's in the corporation's rule book?
- Meetings
- Duties of directors and other officers
- Secretaries and contact persons
- Corporation size and financial reporting
- Disqualification from managing a corporation under the CATSI Act
- Related party financial benefits

For more information

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