

**Statement from Directors
of
Darumbal People Aboriginal Corporation
RNTBC ICN 8405
about
Darumbal Native Title Holder Meeting**

On 31 October 2026, the DPAC board intends to convene a meeting of Darumbal Native Title Holders.

The DPAC Board provides the following statement to help Darumbal Native Title Holders better understand the business to be conducted at the meeting.

Background

Under regulation 8 of the *PBC Regulations*:

- (a) before a prescribed body corporate makes a high-level or a low-level native title decision, it must consult and seek the consent of native title holders.
- (b) native title holders can give Standing Instructions to a prescribed body corporate to make certain low-level native title decisions without seeking their consent each time.

A decision to sign an Exploration Agreement and associated Section 31 Agreement is a low-level native title decision.

Without Standing Instructions, the DPAC Board must consult with and seek the consent of Darumbal native title holders before signing any Exploration Agreements.

Purpose of Meeting

To enable the DPAC Board to consult and seek the consent of Darumbal Native Title Holders about the following:

1. The DPAC Board making low-level native title decisions to sign Exploration Agreements

Darumbal Native Title Holders will be asked to consent to the DPAC Board making low-level native title decisions to sign the following Exploration Agreements:

- (a) EPMs 29547 and 29278 – Yabby Creek Minerals Pty Ltd;
- (b) EPM 18595 – Matthew Anthony Vandeleur; and
- (c) EPM 29040 and 29056 – PTR Resources Pty Ltd and Mount Morgan South Pty Ltd.

2. Standing Instructions – Future low-level Native Title Decisions

Darumbal Native Title Holders will be asked to approve Standing Instructions enabling the DPAC Board to make future low-level native title decisions without needing to consult and seek the consent of Darumbal Native Title Holders each time.

The types of low-level native title decisions will be limited to negotiating and executing Exploration Agreements under the *Mineral Resources Act* and the *P&G Act*.

What is an Exploration Agreement

An Exploration Agreement is effectively a cultural heritage management agreement that gives the Darumbal People opportunities to manage their cultural heritage within the Determination Area. Exploration involves low impact on the native title rights and interests of Darumbal native title holders.

In the standard Darumbal Exploration Agreement, DPAC seeks a one-off compensation payment of \$6,500 and an annual administration contribution of \$4,500.00 towards DPAC operating overheads from Proponents. Those figures are negotiated each time and vary between agreements. Once DPAC signs an Exploration Agreement, it sends invoices to the Explorer on the due date. DPAC properly receipts all such monies in the corporation's books and records and reports them in its annual financial statements.

A basic Exploration Agreement does not involve large compensation payments or royalty arrangements. Those payments are made when production commences and usually appear in mining lease or Future Act agreements or ILUAs. The PBC Regulations state that a decision to sign a mining lease agreement or an ILUA is a high-level native title decision and always requires a board to consult with and seek the consent of native title holders before it is signed.

Standing Instructions cannot be given for high-level native title decisions.

What are Standing Instructions

Standing Instructions are instructions given by native title holders to the board of their PBC, enabling the board to make certain low-level native title decisions without needing to consult with and seek the consent of native title holders each time.

Native title holders can set conditions for the giving of Standing Instructions and can withdraw their consent at any time.

Once native title holders provide Standing Instructions, the DPAC board can make low-level native title decisions to sign Exploration Agreements and Section 31 Agreements without consulting and seeking the consent of Darumbal native title holders each time.

Without Standing Instructions, the DPAC board must consult with and seek the consent of native title holders before signing any Exploration Agreement or Section 31 Agreement.

Requirements for Standing Instructions

Holding native title meetings is costly and time-consuming.

DPAC does not have the funds to call native title holder meetings each time an Exploration Agreement needs to be signed. An Explorer has no obligation to pay the cost of a native title holder meeting.

Enough exploration is undertaken within the Darumbal Determination Area to warrant consideration of Standing Instructions.

What to expect at the Native Title Holder Meeting

The meeting will be held on the same day as the AGM. At the meeting, attendees will be asked whether they are prepared to consent to the board making low-level native title decisions about signing the Exploration Agreements and whether they are prepared to give the DPAC board Standing Instructions.

It is an important meeting.

An agenda will accompany the Notice of Meeting. Upon entry to the meeting, Darumbal People will be asked to sign a register to record their attendance.

Attendees will elect a chairperson.

Attendees will be asked to agree to a code of conduct. Attendees are entitled to be respected for their points of view, feel safe, and be heard at the meeting. The DPAC board has a lawful obligation to provide a safe meeting place for all Darumbal Native Title Holders to meet and discuss these matters. Failure to respect the code of conduct may result in the chairperson asking people to leave the meeting.

At the meeting, we will explain the requirements of regulation 8 of the PBC Regulations. The Exploration Agreements referred to in the Notice of Meeting and this Statement will be displayed and discussed in detail.

Maps will be made available to show the location of the Tenements. There will be ample time for questions and answers.

You will have access to legal advice. You will be free to ask questions and expect to receive answers from your legal advisor before being asked to make decisions.

Resolutions will be put to the meeting for consideration. The resolutions may be amended or replaced with other resolutions. Attendees will be asked to decide on the proposed resolutions.

Meeting minutes will be kept, and all decisions will be recorded.

Decision-making at the meeting

In the past, the Darumbal People have consistently used a *“contemporary (or majority) decision-making process”*. Because this has consistently occurred in the past, the *Native Title Act* requires the same decision-making process to be used again, unless there is a very good reason not to.

At the meeting, Attendees are entitled to debate and freely decide whether they agree or disagree with the resolutions sought.

With a majority-making process, all Darumbal native Title Holders attending the meeting will be entitled to vote (either by a show of hands or by poll). The votes for and against the proposed resolution are counted. Whatever decision (for or against the resolution) attracts the most votes “wins the day”. Decisions made at the meeting are made on behalf of all Darumbal Native Title Holders.

What will occur after the meeting

If the Darumbal Native Title Holders in attendance at the meeting **consent** to the DPAC Board making a low-level native title decision to sign the Exploration Agreements and give it Standing Instructions for future low-level native title decisions:

- (a) the DPAC Board will meet and consider a resolution to authorise two directors to sign the Exploration Agreement, the Section 31 Agreement, and the Regulation 9 Certificate on behalf of the corporation. If passed, the two directors will sign those documents.
- (b) the Proponent and the State will then need to sign the agreements. Once all parties have signed, the State will grant the Exploration Tenements referred to in the agreements.
- (c) once the Tenements are granted, Proponents can lawfully undertake exploration and will be liable to meet their obligations to the Darumbal People throughout the term of the agreements
- (d) the DPAC board will be able to negotiate and sign future Exploration Agreements without the need to consult and seek the consent of Darumbal Native Title Holders each time. When making a future Standing Instructions Decision, the DPAC board must comply with any conditions imposed by Darumbal Native Title Holders.

If the Darumbal native Title Holders in attendance at the meeting **do not consent** to the DPAC making a low-level native title decision to sign the Exploration Agreements and do not give Standing Instructions, the following will occur:

- (a) the objections currently filed in the NNTT about the State's use of the Expedited Procedures to grant the Tenements will have to be withdrawn.
- (b) once the objection is withdrawn, the Exploration Tenements will be granted subject to the NTPCs, which are a safety net set of conditions that the State is required to implement under the *Native Title Act*.

The NTPCs are not comparable to the terms and conditions contained in the Exploration Agreements in question.

- (c) once the Exploration Tenement is granted, any claim that the Darumbal Native Title Holders might have for compensation for the impact that the Exploration might have on your native title rights and interests will become part of a future compensation claim against the State.
- (d) the DPAC Board will have to continue to consult and seek the consent of Darumbal Native Title Holders before making a low-level native title decision to sign any future Exploration Agreements.

Implementation of Agreements

Implementing any agreement is challenging and requires hard work from everyone over a long period.

Critical to the successful implementation of any agreement is the relationship between the parties. A poor relationship will almost certainly guarantee failure.

A good relationship can yield far more than any Exploration Agreement ever could. At best, these Exploration Agreements should be viewed as a safety net of minimum performance standards that are expected of the parties. DPAC would be well advised to use the Exploration Agreement as a foundation to build an enduring relationship with the Proponent.

DPAC holds the native title rights and interests of the Darumbal People on trust and is obliged to manage those native title rights and interests on behalf of all Darumbal Native Title Holders.

That means that the DPAC must always act in the best interests of all Darumbal Native Title Holders.

In recognition of those obligations, the DPAC is fully committed to developing and maintaining long-term equitable, respectful and enduring relationships with all stakeholders operating within the Darumbal Determination Area.