



Australian Association for the Education of the Gifted and Talented Ltd.

Notice of Annual General Meeting

Notice is hereby given to all members of the Annual General Meeting of the Australian Association for the Education of the Gifted and Talented Ltd.

Date: Saturday 27th June 2009 Time: 1:30 pm

Venue: Dalmeny Public School, San Marino Drive, Prestons (Liverpool, Sydney)

All members are invited to attend.

The formal business of the meeting will include:

- Confirmation of minutes for previous AGM
- President's report
- Treasurer's report
- Appointment of auditor for 2009/10
- Business on notice as listed below
- General business

Resolution

To consider and if thought fit, to pass the following as a Special Resolution:

THAT the Constitution of the Company be amended as outlined in the marked up version of the Constitution attached as Annexure A.

Explanatory Statement

Having reviewed the Company's Constitution, the Council believes that it is in the Company's best interest to amend the Constitution, which was adopted on 28 September 1992. The Council proposes to:

- (a) insert a new article 2 and amend articles 3 and 4 of the Memorandum of Association to update and more accurately reflect the current objectives and activities of the Company;
- (b) amend article 8 of the Memorandum of Association so that if the Company is wound up or is endorsed as a Deductible Gift Recipient by the Australian Tax Office and such endorsement is revoked, certain assets (after the payment of the organisation's liabilities) can be transferred to a fund, authority or institution to which income tax deductible gifts can be made; and

- (c) insert articles 59-61 into the Articles of Association to ensure that if the Company is endorsed as a Deductible Gift Recipient by the Australian Tax Office, on receiving a gift the Company complies with section 30-228 of the *Income Tax Assessment Act 1997* regarding the issue of receipts.

The following is the text to be included in the Minutes of the Annual General Meeting, provided the resolution is passed:

Amendment to the Company's Constitution

Resolved as a special resolution that the Company's Constitution be amended as outlined in the marked up version of the Constitution attached as Annexure A.