



ALTERATION TO RULES OF THE ASSOCIATION (2023)

12 May 2025

As part of a wider review into the governance and strategic direction of the Art Association of Australia and New Zealand a review of the Rules of the Association (1999) was undertaken in 2022–2023. The review was conducted by a Working Group of the Executive Committee with changes proposed to ensure the Rules are reflective of today's operational reliance on online platforms and to bring the Rules in alignment with governance expectations for not-for-profit organisations as outlined by the Australian Charities and Not-for-profit Commission (ACNC). The changes recommended pertained to the governing documents outlining the Association's objectives, membership eligibility, and processes around how AAANZ carries out business objectives. As a result of this review, the Rules were amended to remain relevant and reflective of the Association's core purpose and activities. The Amended Rules were passed at an Annual General Meeting on Friday 8 December 2023.

In 2025 AAANZ will apply for Deductible Gift Recipients (DGR) and to be included on the ACNC Charity Register. This will allow AAANZ to be strategically positioned to diversify revenue streams, to ensure financial sustainability and growth, to offer impactful services to members in the future.

To be compliant for application of Deductible Gift Recipients (DGR) and the ACNC Charity Register, AAANZ is required to amend clause 23.2 of our existing rules, and add an additional clause 23.3, to section 23, Winding up, of the Rules of the Association (2023).

Members are asked to read the current clause and the proposed changes to the clause below.

Current

23.2 If upon the winding up or dissolution of the Association there remains after satisfaction of all debts and liabilities and properties whatsoever the same shall not be paid or disbursed amongst the members but shall be given or transferred to another institution or institutions having similar objectives and which is an exempt entity for the purposes of Income Tax Assessment Act 1997 and which prohibits the distribution of its income and property amongst its members to an extent at least as great as imposed on the Association.

Proposed

23.2 If upon the winding up or dissolution of the Association there remains after satisfaction of all debts and liabilities and properties whatsoever, surplus gifts, deductible contributions and money received these amounts will be transferred to another charitable deductible gift recipient.

23.3 If the Association's Deductible Gift Recipient endorsement is revoked at any time, the Association will transfer the surplus gifts, deductible contributions and money received to another charitable deductible gift recipient.

In accordance with AAANZ current rules, Section 14, Annual General or Special General Meeting:

- clause 14.2, The Business Manager shall convene a Special General Meeting of the Association
 - 14.2.1 when directed to do so by the Committee
- clause 14.3
 - 14.3.1 Notice of all General Meetings shall be forwarded (by post or email) to all financial members of the Association at least 10 days prior to the date set for the meeting, together with a copy of the proposed agenda for the meeting
 - 14.3.2 Only financial members attending any General Meeting may vote and voting may be by proxy; and

Section 24 of the Associations Incorporation Act 1985 (SA), a special resolution at the Special General Meeting to be held on Wednesday 28 May 2025 will ask members to vote on a motion to accept the revised rules of the Association. Members can vote in person or by proxy.

Dr Katrina Grant
President
Art Association of Australia and New Zealand