

ALTERATION TO RULES OF THE ASSOCIATION (2023)

29 September 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 applied 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 was 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). The clauses were passed at a General Meeting on Wednesday 28 May 2025.

AAANZ has received notification to be endorsed for Deductible Gift Recipients (DGR), AAANZ is required to add two additional clauses to section 21, Finance, and 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.

Proposed Gift Fund Rules

- 21.6 The Association will maintain a Gift Fund called "AAANZ Gift Fund":
 - 21.6.1 which will be used only for the principal purpose of the Association
 - 21.6.2 all gifts and deductible contributions of money or property for that purpose are made to it
 - 21.6.3 any money received because of such gifts or deductible contributions is credited to it; and
 - 21.6.4 and it does not receive any other money or property.

Proposed DGR winding up and revocation clause

23.4 If the Association is wound up or if the endorsement (if any) of the Association as a deductible gift recipient is revoked, any surplus assets of the Gift Fund remaining after the payment of liabilities attributable to it, shall be transferred to a charity with a similar charitable purpose to which income tax-deductible gifts can be made.

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 Monday 13 October 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