



Friends of Grasslands – special bulletin 2024 No.4

Supporting native grassy ecosystems

10 July 2024

Notice of FOG General Meeting and Special Resolution

Invitation to attend

4pm, 3 August 2024, Mugga Mugga Museum

- **Resolution** – that FOG members amend subrule 38(2)(b) and Part 1.6 – Financial Matters – in FOG’s Constitution, as notified in special bulletin 2024 No.4

FOG’s Committee has called a General Meeting to put the above motion to the membership (see Part 1.5 of FOG’s [Constitution](#) – Annual and other general meetings). It will follow the Mugga Mugga slide afternoon which has already been advertised. This special bulletin is timed to comply with the requirement for 21 days’ notice of that special resolution.

The Committee proposes changes to:

- the number of ordinary members on the Committee (subrule 38(2)(b)) from “up to six” to “up to nine”
- Part 1.6 - Financial matters – to correct how the Gift Fund is managed and consequential overall streamlining of this Part.

More information is provided –

- in the Explanatory Memorandum (**Attachment 1**) which includes reworded subrule 38(2)(b) and
- in the clean copy of the proposed revised wording of Part 1.6 at **Attachment 2**.

See **Attachment 3** for the agenda.

See **Attachment 4** for a proxy form if you would like to vote on the issue but are unable to attend the meeting. Completed proxy forms should be with the Secretary by 4pm on 2 August 2024 (secretary@fog.org.au). Rule 64 of FOG’s [Constitution](#) contains details about proxies.

Please advise the Secretary if you intend to attend the General Meeting or if you wish to have your apology recorded.

All information will be available on FOG’s website. Anyone who wants to read the current Part 1.6 can do so by reading it online within FOG’s current [Constitution](#)

Jamie Pittock, President

Explanation of changes proposed to FOG's Constitution at General Meeting of 3 August 2024

The Committee proposes changes to:

- the number of ordinary members on the committee (sub-rule 38(2)(b))
- Part 1.6 (Financial matters).

Number of ordinary members that can be included on the committee

At the Annual General Meeting on 20 March 2024, the number of Ordinary Committee Members that can serve on the FOG Committee was reduced from up to eleven to up to six. The Committee has recognised we went too far.

- At our meeting on 4 April 2024, one committee member resigned so FOG could comply with its own Constitution. Since then, former Committee members interested in continuing to serve are attending Committee meetings as observers.

The revised Constitution amends subrule 38(2)(b) to state that the number of ordinary members that can be included on the Committee will be to 'up to nine'.

Changes to Part 1.6 - Financial matters

In the lead-up to the AGM in March 2024, we interpreted that a separate fund management committee would still be required for the Gift Fund. However, it has since become clear that the funds in both our bank accounts can be administered by the same three signatories as for the Current Account.

The substantive changes proposed reflect the fact we no longer need separate rules for the management of the two different bank accounts FOG is required to maintain to retain our tax deductibility status.

What you see is a total re-write of Part 1.6 to remove redundancy that became apparent once we started treating management of the two accounts similarly. Therefore, apart from providing for our bank signatories to administer both accounts, there are no substantive changes to the content, only a simplification.

Extract from Constitution showing proposed new wording for Part 1.6

Part 1.6 Financial matters

70 Funds—sources and receipts

- (1) Members of the public will be invited to give gifts of money or property to the Association.
- (2) The Association may only receive money from:
 - (a) gifts and deductible contributions, interest on gifts and deductible contributions, income derived from donated property, and money from the realisation of such property; and
 - (b) annual membership fees of members given under rule 7(1); and
 - (c) any other source that the committee decides, subject to—
 - (i) the Act, section 114 (Investment with associations); and
 - (ii) a resolution passed by the Association at a general meeting.
- (3) Money described in:
 - (a) subrule 2(a) is the Association’s ‘gift funds’; and
 - (b) subrules 2(b)-(c) is the Association’s ‘other funds’.
- (4) The committee must, as soon as practicable after money is received:
 - (a) deposit that money into one of two bank accounts that are maintained by the Association with an authorised deposit-taking institution—
 - (i) gift funds are to be deposited into the Association’s Friends of Grasslands Gift Fund bank account; and
 - (ii) other funds are to be deposited into the Association’s Friends of Grasslands Current Account; and

Note An authorised deposit-taking institution is an institution (eg a bank, credit union or building society) that is authorised under the *Banking Act 1959 (Cwlth)*, s 9 (3) (see *Legislation Act*, dict, pt 1).
 - (b) issue a receipt, unless it is impracticable to do so.

Examples—when impracticable to issue receipt

 - a gold coin donation
 - an anonymous donation.

71 Funds—use and management

- (1) The Association’s funds may only be used:
 - (a) on a not-for-profit basis to achieve the Association’s Objects; and
 - (b) either—
 - (i) in the way the committee decides; or

- (ii) if a general meeting passes a resolution about the way the funds are to be used—in accordance with the resolution.
- (2) The Association must inform the Department responsible for taxation as soon as possible if there is any change to:
 - (a) the name of the Association; or
 - (b) the Friends of Grasslands Gift Fund bank account details; or
 - (c) any of the people who are authorised by the Association to make enquiries with the Department responsible for taxation about the Association’s tax affairs.

72 Funds—payments

- (1) The committee may make payments on the Association’s behalf.
- (2) The committee may delegate its functions under subrule (1) to:
 - (a) a committee member; or
 - (b) anyone employed or engaged by the Association.

Note For laws about delegations, see the *Legislation Act*, pt 19.4.

73 Principles for use of Funds and Assets

- (1) Proper accounting records and procedures are to be kept and used for all funds of the Association.
- (2) Not-for-profit. The income and property of the Association shall be used and applied solely in promotion of its Objects. The Association does not pay any of our profits or financial surplus, or give any of our property, to members, beneficiaries, controllers or owners under existing law.
- (3) Conduit Policy. Any allocation of funds or property to other persons or organisations will be made in accordance with the Objects of the Association and not be influenced by the preference of the donor. The Association is not a conduit for the donation of money or property to other organisations, bodies or persons.
- (4) Winding up. In case of the winding up of the Association, any surplus assets are to be transferred to another deductible gift recipient, with similar purposes, that is a registered charity.



Friends of Grasslands

Supporting native grassy ecosystems

FOG General Meeting – 4pm 3 August 2024

Following the Mugga Mugga Mid-Winter Slide Afternoon

Mugga Mugga Heritage Museum, Narrabundah Lane, Symonston

Agenda

1. Acknowledgement of Country, attendance and apologies
2. Resolution - that FOG members amend subrule 38(2)(b) and Part 1.6 – Financial Matters – in FOG’s Constitution, as notified in special bulletin 2024 No.4
3. Motions on notice

Please contact secretary@fog.org.au with any additional items of business under agenda item 3. If you wish to place a motion on notice, you must also attend the meeting to speak to the motion. Wording must be received by 4pm 27 July 2024.

Formal notice of this General Meeting and all relevant documentation will be posted onto the FOG website at <https://www.fog.org.au> Please refer to it in the days before the GM as more information becomes available.

For all enquiries please contact secretary@fog.org.au

Jamie Pittock, FOG President

Form 1

Proxy for

Friends of Grasslands General Meeting – 4pm 3 August 2024

I.....
(full name of authorising member of Friends of Grasslands Inc)

of.....
(contact details of authorising member)

appoint.....
(full name of proxy member of Friends of Grasslands Inc)

of.....
(contact details of proxy)

My proxy is authorised to vote for/against the resolution.....

“that FOG members adopt revisions to FOG Constitution as notified in special bulletin 2024 No.4”

.....
Signature of authorising member

.....
Date

Notes:

1. A proxy vote may not be given to a person who is not a current (ie fully-paid-up member of Friends of Grasslands Inc.)
2. A particular member must not be a proxy for more than 5 other members at a general meeting.

Proxies to be with the Secretary by 4pm the day before the meeting – ie Friday 2 August 2024 (secretary@fog.org.au)