



Special General Meeting

Sunday 19 August 2018 to follow immediately after the Annual General Meeting

Helene Park, Meadowbank

- 1. Present (members to sign register of attendance)**
- 2. Apologies (those who have advised prior, plus any taken at the meeting)**
- 3. Proposed amendment of the Bike North Constitution**

Clause 45 currently reads as follows:

45. Distribution of Surplus Property

- (1) In a winding up of an association the surplus property of the association, as defined in clause 1, is to be distributed in accordance with a special resolution of the association.
- (2) Any such distribution of surplus property:
 - (a) must be approved by the Director-General, and
 - (b) is not to be made to or for the benefit of:
 - (i) any member or former member of the association, or
 - (ii) any person to be held on trust for any member or former member of the association, unless the member or former member is an association (whether incorporated or unincorporated) whose constitution, at the time of the distribution, prohibits the distribution of property to its members, and is subject to any trust affecting that property or any part of it.

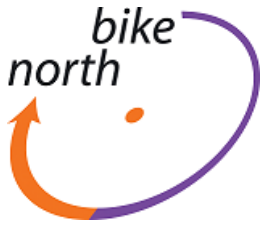
The Executive Committee recommends that Clause 45 be deleted and replaced with the following:

45 Surplus property not to be distributed to members

- 45.1 In the event of the association is wound up, any surplus property must not be distributed to a member or a former member of the association, unless that member or former member is a charity described in clause 46.1.

46 Distribution of surplus property

- 46.1 Subject to the Corporations Act 2001 (Cth) and any other applicable Act, and any court order, any surplus property that remain after the association is wound up must be distributed to one or more charities:
 - 46.1.1 with charitable objects similar to, or inclusive of, the objects in clause 2; and
 - 46.1.2 which also prohibit the distribution of any surplus property to its members to at least the same extent as the association; and
 - 46.1.3 that is or are deductible gift recipients within the meaning of the Income Tax Assessment Act 1997 (Cth).



46.2 The decision as to the charity or charities to be given the surplus property must be made by a special resolution of members at or before the time of winding up. If the members do not make this decision, the association may apply to the Supreme Court to make this decision.

Background

The Executive believes that it will be to the advantage of Bike North if the organisation is registered as a charity with the Australian Charities and Not-for-profits Commission. With the above amendment the Bike North constitution will meet the requirements of the ACNC.

<http://acnc.gov.au/ACNC/Home/ACNC/Default.aspx?hkey=3e39ac62-4f04-44fe-b569-143ca445c6bf>

ACNC charity status is increasingly becoming the standard by which other organisations determine whether Bike North meets their definition of a Not For Profit organisation which then enables Bike North to benefit from their charity programs (e.g. obtain software and other services at no or very much reduced cost).

The wording recommended above will meet the ACNC's requirements for registration.