



P.O. Box K 377, Haymarket, NSW 1240

Notice of Special General Meeting

Dear Members,

Notice is hereby given by the Committee that a Special General Meeting (“SGM”) of the Way In Network will be held as per details below:

Date : Sunday, 23rd March 2025
Time: 1:30PM Meeting (12:00 PM for Lunch by registration)
Venue: Sunny Seafood Restaurant,
R201, Level 2, Central Park, 1 Central Park Ave, Chippendale NSW 2008

The purpose of the SGM is to consider and vote on the following **Special Resolution(s)**:

Agenda:

1. **Amendment to the Constitution**

To consider and, if thought fit, pass the following resolution as a special resolution:

That the Constitution of the Association be amended to include the additional clauses as set out in the enclosed “Draft Amendments to Way In Network Incorporated Constitution” submitted by Mr Raymond Lee (lawyer engaged by the Association for review of the Constitution) with effect from close of this meeting. If so passed, that the Public Officer be caused to apply to the Director-General for registration of a change in the Associations’ constitution in accordance with clause 38 of the Constitution.

Meeting Notes

The proposed amendments are drafted by Mr Raymond Lee to be in line with the requirements from Australian Taxation Office (ATO) on self-assess income tax exemption that the Association prohibits the distribution of income and assets to members while it is operating and winding up. More details of the requirements can be found on ATO’s website: <https://www.ato.gov.au/businesses-and-organisations/not-for-profit-organisations/statements-and-returns/reporting-requirements-to-self-assess-income-tax->

A brief outline of the proposed amendments -

- a) The addition of an **Object Clause** to clearly define the purpose and goals of our association.
- b) The inclusion of a **Non-Profit Status Clause**, ensuring that any income or assets of our association are applied solely towards its charitable or non-profit objectives and are not distributed to its members.

A draft Constitution amendment presented by Mr Raymond Lee is enclosed for member's review & approval.

2. **Adoption of a New Constitution**

To consider and, if thought fit, pass the following resolution as a special resolution:

That the enclosed "new Constitution" submitted by Mr Raymond Lee (lawyer engaged by the Association for review of the Constitution) which incorporates the approved amendments referred to in agenda item 1 above and other necessary amendments or updates is approved and adopted as the Constitution of the Association in substitution for and to the exclusion of the existing Constitution and memorandum (if any), with effect from the close of this meeting. If so passed, that the Public Officer be caused to apply to the Director-General for registration of a change in the Associations' constitution in accordance with clause 38 of the Constitution.

Meeting Notes

Adoption of the new Constitution in this agenda item 2 is an alternative to adopting the amendments in agenda item 1. The current Constitution of the Association has adopted the module constitution under Schedule 1 of the *Associations Incorporation Regulation 2010* and has not been subject to a comprehensive review or update for 12 years. The proposed new constitution is updated to adapt to changing circumstances and to incorporate the relevant clauses required by ATO. There are no substantive changes to provisions that relate to the Associations objects, the size and composition of the Committee or procedures for meetings.

A draft complete and new Constitution drafted and submitted by Mr Raymond Lee (lawyer engaged for review of constitution) incorporating changes outline in agenda item 1, is enclosed for member's review & approval.

Voting:

In order for the special resolutions to pass, **three-quarters of members present** and voting at the meeting is required.

RSVP:

Please kindly confirm your lunch attendance by **19th March 2025** to ensure we can make the necessary arrangements.

If you have any questions or require additional information prior to the meeting, please contact us via email at **info@wayinnetwork.org.au**.

Your presence is highly valued as we work together to ensure our organisation's continual success & compliance with ATO's requirements to maintain income tax exemption.

Yours Sincerely,

A handwritten signature in black ink on a white background, appearing to read 'Jessie Xiao'.

Jessie Xiao
President

A handwritten signature in black ink on a light blue background, appearing to read 'Rosanna Ng'.

Rosanna Ng
English Secretary