



Aged & Community Services  
Western Australia Incorporated

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13 April 2021

Dear Member,

## **RE: NOTICE OF ACSWA SPECIAL GENERAL MEETING**

Notice is hereby given that Aged & Community Services WA Inc (ACSWA) is calling a Special General Meeting (SGM) of Members for Thursday 6 May 2021, at Burswood on Swan commencing at 8.30am (registrations from 8.15am).

Our records indicate that you are an Authorised Voting Representative for your organisation and therefore entitled to vote, or by Proxy, at the Meeting.

### **Purpose of the meeting**

Members will be asked to vote on the following **Resolutions**.

#### **Resolution 1**

***That Aged & Community Services WA Inc apply for voluntary cancellation of incorporation (under Part 10 Division 1 of the Associations Incorporation Act 2015), and approve the tabled distribution plan in respect of the association's surplus property.***

#### **Resolution 2**

***Trevor Lovelle (ACSWA Secretary) be authorised to execute all documents and take all actions necessary for and on behalf of Aged & Community Services WA Inc to complete the cancellation of incorporation and distribution of surplus property.***

### **Background**

At a Special General Meeting of Aged & Community Services WA Inc ("ACSWA") held 15 March 2016, it was resolved (amongst other things) that ACSWA:

- a) *be retained for the sole purpose of holding and managing the real property owned by ACSWA in accordance with ACSWA's Objects; and*
- b) *cease all other activities and operations, which will be undertaken by [Aged & Community Services Australia ("ACSA")]; and*
- c) *when the ACSWA Board considers it reasonably practicable to do so and being satisfied that [ACSA] is sustainable and that a mechanism to ensure that the original purpose of the LotteryWest grant to deliver an asset for the benefit of West Australians has been devised, will resolve to wind up ACSWA and transfer the property, rights and liabilities of ACSWA to [ACSA] in accordance with the law.*

(The "2016 Resolution")

On 7 April 2021, the ACSWA Board resolved that a cancellation of incorporation and transfer of property – as was envisaged by paragraph c) of the 2016 Resolution – should be progressed. The property to be

transferred is ACSWA's office premises at Units 15-16 Walters Drive, OSBORNE PARK WA 6007 (being Lots 15 and 16 on Strata Plan 20434) ("**Property**") as well as surplus cash.

In accordance with paragraph c) of the 2016 Resolution, the Board is satisfied that ACSA is sustainable, and that the original purpose of the LotteryWest grant used to help fund the purchase of the Property will be preserved by way of a memorandum of understanding between ACSA and ACSWA.

While ACSWA will cease to exist shortly after the MOU is signed, subject to the passing of Resolutions, it will create a record of what has occurred and record an understanding as to a framework that ACSA will be expected to follow in relation to future decisions concerning the property.

**Resolution 1** will therefore enable the intention underlying the 2016 Resolution of ACSA's members (and the more recent decisions of ACSWA's Board) to be followed through to completion.

### **Application for voluntary cancellation of incorporation with assets**

The *Associations Incorporation Act 2015* (WA) ("**Act**") prescribes a process by which an association which still holds assets or surplus property – as is the case with ACSWA – may apply for cancellation of its incorporation.

A general meeting of members must pass special resolutions confirming that the members:

- wish to apply for voluntary cancellation under Part 10 Division 1 of the Act; and
- approve a distribution plan detailing how surplus property will be distributed (refer attached Application "**Distribution Plan**").

### **Meeting documents**

- Department of Mines, Industry Regulation and Safety – Application for voluntary cancellation of incorporation.
- Proxy form.

Please confirm your attendance by registering online at <https://events.acsa.asn.au/event/acswa-special-general-meeting/> by 12.00pm noon on Monday 3 May 2021.

If you are unable to attend, apologies can be confirmed via email to [angelique.mcavoy@acsa.asn.au](mailto:angelique.mcavoy@acsa.asn.au).

We look forward to seeing you on the day. For further information please contact Angelique McAvoy on 08 9244 8233 or email [angelique.mcavoy@acsa.asn.au](mailto:angelique.mcavoy@acsa.asn.au).

Yours sincerely



**Trevor Lovelle**  
**ACSWA Secretary**