**AGENDA**

 **Blind Citizens Australia**

**42nd Annual General Meeting**

**Friday, 13 October, 2017 at 7:00PM;**

**Novotel Glen Waverley**

**285 Springvale Road, Glen Waverley**

**Chaired by John Simpson, President**

1. Welcome

1. Roll Call
2. Declaration of proxies held
3. Apologies
4. Receipt and approval of minutes of the 41st Annual General Meeting held 26 November, 2016
5. Annual Report 2016-2017

 a) President's Overview

 b) Executive Officer's Summary

 c) Receipt of the Annual Report

6. Receipt of Audited Financial Statements and Auditor's Report.

7. Confirmation of Auditor

8. Reports

 a) Jeffrey Blyth Foundation

 b) Election Report – Company Secretary

9. Special Business - Amendments to the BCA Constitution

**Special Resolution; requiring a 75% majority vote.**

That the draft revised Constitution of Blind Citizens Australia, including the amendments detailed in the Explanatory Statement circulated with the Notice of the 2017 Annual General Meeting and dated October 2017 be adopted, to take effect from the close of the 2017 BCA Annual Meeting.

10. Other Business - Resolution to merge Blind Citizens NSW into Blind Citizens Australia

**Resolution; requiring a simple majority vote:**

1. That, on request from the members of the Association of Blind Citizens of NSW Inc, (Blind Citizens NSW) expressed through a Special Resolution of its members, BCA accept responsibility for the assets and liabilities of the said Association.
2. that BCA establish a State Division, as provided for in Clause 10 of the BCA Constitution, to be known as "Blind Citizens NSW", as the semi-autonomous structure responsible for promoting and furthering BCA's purpose, and supporting, engaging and growing the BCA membership across NSW.
3. and, that the BCA Board work to implement the "Conditions of Merger" as set out in Section Five of the Memorandum of Understanding between the organisations, which took effect on Saturday 11 February 2017, as summarised below:
* **Organisational history:** BCNSW (formerly the Association of Blind Citizens of NSW) has a proud history of advocacy for people who are blind or vision impaired since 1910. BCA has a similar history since 1975. A merger of these two organisations must take these histories into account, and celebrate them into the future.
* **Organisational structure:** Both organisations recognise the benefits of combining resources whilst retaining a degree of autonomy at a State level. Whilst not weakening the BCA ethos of direct control of the national organisation by its members, BCA will develop constitutional amendments to allow for State divisions. These State divisions will remain in the effective control of the national board, but may provide a degree of autonomy for members in that State.
* **Membership:** Any member of BCNSW who is not a member of BCA will become a member of BCA at no cost to them, unless they advise that they do not wish this to occur.
* **Board of the merged organisation:** The first board of the merged organisation will consist of a minimum of one-third of its members being resident in NSW or the ACT. This condition is not required to be contained in the constitution, but must gain the agreement of BCA members and be maintained for three years from the date of the merger.
* **NSW office:** BCA will retain an office in Sydney for at least ten years after the merger, with similar capacity to, and delivering similar services for members to that of the BCNSW office immediately prior to the merger.
* **BCNSW employees:** The employees of BCNSW at the time of merger will be employed by BCA on existing terms and with existing entitlements for the term of their current contracts.
* **BCA co-ordination across NSW/ACT:** BCA will continue to support the work of the NSW/ACT co-ordinating committee following the merger.
* **Jeffrey Blyth Foundation:** BCNSW will, prior to the merger, contribute the funds it received for the sale of Shirley House to a sub-fund of the Jeffrey Blyth Foundation to be known as the Shirley sub-fund. The objectives of this sub-fund will be similar to those of the Foundation, with the exception that grants from that sub-fund will be primarily to provide significant and continuing benefit to BCA in NSW and the ACT, its members in NSW and the ACT, and people who are blind or vision impaired in NSW and the ACT.
* **BCNSW funds and assets:** Funds and assets held by BCNSW at the time of merger will be paid to BCA which has similar tax exempt and charitable status, and similar objects in its constitution. These funds will continue to be separately accounted for, and spent primarily on activities which provide continuing and significant benefits to BCA members in NSW and the ACT, and people who are blind or vision-impaired in NSW and the ACT.

 10. Meeting Close