

Australian Association of Gerontology

ABN 62 162 569 986

ABN 162 569 986

Notice of Annual General Meeting

8 October 2025

In accordance with clause 16 of the Constitution, notice is hereby given that not less than 21 days' notice of the Annual General Meeting of Australian Association of Gerontology (**Company**) which will be held as outlined below, to consider the specified business.

In accordance with clause 26 of the Constitution of the Company, a Member who is unable to attend the meeting may appoint a proxy to vote on their behalf. Pursuant to clause 28.1 of the Constitution, a notice appointing a proxy should be signed and returned to the Secretary at least 48 hours prior to the commencement of the meeting. An Appointment of Proxy form is attached.

Meeting Particulars	Date	29 October 2025
	Starting Time	12pm AEDT/ 11am AEST/ 9am AWST
	Location	Online via Zoom
	Link	Click here
Special Business	<p>Change of Constitution It is proposed that the current Constitution of the Company be replaced with a new Constitution, in accordance with the following special resolution:</p> <p><i>“That the Constitution of Australian Association of Gerontology (Company) be replaced with the Constitution provided to members with the Notice of General Meeting dated 8 October 2025, on and with effect from the date of this resolution in accordance with section 137(1)(a)(i) of the Corporations Act 2001 (Cth).”</i></p>	
Explanatory Notes	<p>It is proposed that the current Constitution be replaced with the new Constitution (attached).</p> <p>Our lawyers, Russell Kennedy, proposed the following specific changes:</p> <ol style="list-style-type: none">1. Under heading “Objects”, retitle subheading to Purpose and Objects2. Add the following statement as clause 4.1: “The Company is established to be a health promotion charity promoting the prevention, control, and management of diseases in humans that are related to ageing or affect older people (Purpose).”3. Clause 4.2 amended to read “In support of the Purpose set out in clause 4.1, the objects for which the Company is established are”4. Add the following object under 4.2(a): 4.2 to provide education and awareness, collaboration and networking opportunities, research, policy and practice advice in relation to diseases, disability, and conditions impacting older adults and related to ageing”5. Add the following under 4.2 (f): “and to the fulfilment of the Purpose”.	

The other objects are retained as previously written.

Compliance-related changes

During their review, Russell Kennedy identified several other changes that are required so that the Constitution is compliant with the current provisions of the Corporations Act, as follows:

1. the Constitution references a number of provisions which are “switched off” for registered charities so technically do not apply to AAG, therefore, to maintain the integrity of these clauses we have inserted clause 3.2 to “switch on” these provisions;
2. removed references to facsimile transmissions and the common seal as these are no longer necessary nor used; and
3. section 249R of the Corporations Act states that the Constitution must have a specific clause allowing a virtual only meeting of members, to provide for this option we have added this clause at clauses 15.4 and 15.5 and provided definitions of Hybrid Meeting and Electronic Voting.

There are several other minor changes to wording recommended throughout the Constitution by the lawyer. It is recommended that all of these changes be accepted by the members.

Why are we proposing changes to the AAG constitution?

As foreshadowed at the 2024 AGM, changes to the Constitution are required to support our application for Deductible Gift Recipient (DGR) status as a [Health Promotion Charity](#). If our application is successful, the AAG eligible to receive **donations that are tax deductible**, as well as potentially open up new revenue streams from philanthropic and benevolent trusts.

What are the proposed changes?

The changes largely relate to Purposes and Objects of the AAG Constitution to better align the language with the terminology used by the Australian Charities and Not-for-Profits Commission (ACNC) and Australian Taxation Office.

Don't we already have DGR status?

Yes, but this is only for the AAG Research Trust. Any monies donated to the Research Trust is ring-fenced and cannot be used to fund other work of the AAG to support its members and advocate across ageing research, policy and practice.

Why is this change to the Constitution important?

The sustainability of the AAG can only be assured if it is financially robust and has a number of different revenue streams. Currently our income is derived from: fees, which we deliberately aim to keep low to encourage a broad range of members to join; government funding, which has been declining in recent years; and, profits from activities, events and consultancy activities. If the AAG wants to expand its services and enhance its research grants program, we will need to be able to attract additional sources of income, including through deductible charitable donations.

Will it change the core operations of the AAG?

No. The AAG will continue to be the peak body that brings together policy, research and practice to improve the experience of ageing in Australia. We will continue to take a life-course approach to ageing.

More detailed information and responses to member questions about this proposed change are provided in Supplementary information – DGR1 FAQs: Advice for AAG members (attached).

A handwritten signature in black ink, appearing to read "Renu Borst". The signature is stylized and somewhat cursive.

Renu Borst, Company Secretary

Date: 08/10/2025