**LADY OF GRACE FRATERNITY**

31 Rocca Street Denistone East 2112

Phone: 9131 8584

www.ladyofgracefraternity.com.au

ACN: 134 014 618

ABN: 603 667 683 75

12 November 2023

Dear Fraternity Member

A warm welcome to all our new members and a thank you to those who have renewed their membership. We are pleased to invite you to our Annual General Meeting (AGM) on **Tuesday 12 December 2023, 7.30pm in the parish hall at St Anthony’s Marsfield (114 Agincourt Road Marsfield)**.

At the AGM you will be provided with information about Lady of Grace Fraternity’s operations and finances. You will be asked to consider and accept the minutes of the last AGM held in March 2023 and the annual report, financial statements and the auditor’s report of Lady of Grace Fraternity for the financial year ended 30 June 2023.

At the AGM you will be asked to vote on a resolution to appoint a number of directors. Under the Constitution of Lady of Grace Fraternity (Constitution), three directors must step-down at each AGM. Each director who steps-down may nominate for re-election. The directors that will step-down at the upcoming AGM are (1) Vince Murdocca (2) Frank Olivieri and (3) Josie Howes. They all wish to nominate for re-election.

You will also be asked to elect new members of the Lady of Grace Committee for the period until the next AGM.

As a member of Lady of Grace Fraternity, if you wish to nominate another member for a position as director or to the Lady of Grace Committee, please complete the attached nomination form and return the completed form signed by you and the nominee as specified on the form. If you wish to nominate a person who is not already a director for a position as director, under the Constitution the person must be nominated by two members.

At the AGM a **special resolution** will be proposed to amend the Constitution of Lady of Grace Fraternity. Following the sale of the Lady of Grace Nursing Home, it is proposed that the Constitution be amended to remove references to the Lady of Grace Nursing Home and to expand the purposes of Lady of Grace Fraternity.

More detail regarding the proposed changes to the Constitution are set out in this letter.

Members have the right to appoint proxies for the AGM. If you wish to appoint a proxy, a proxy form must be completed and signed, and delivered to the registered address of Lady of Grace Fraternity at 31 Rocca Street Denistone East 2112 at least 48 hours before the time of the meeting.

If you require a copy of the Constitution which includes the proposed changes, or a proxy form, please contact me through email at [jchowes@bigpond.net.au](mailto:jchowes@bigpond.net.au) or by phone at 0438 406 550. A copy of the Constitution which includes the proposed changes will also be available at the AGM.

May Our Lady watch over us all, enjoy Christmas with our families and friends, and may the new year be filled with new beginnings, peace and good health.

**If you haven’t already renewed your membership, please do so before the elections otherwise you will not be eligible to participate**

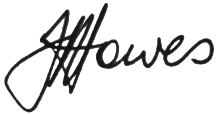
Just go the website

**www.ladyofgracefraternity.com.au**

under the tab **“Membership**”

and pay online.

Kind regards



Josie Howes

Secretary

**Proposed changes to the Constitution of Lady of Grace Fraternity (ACN 134 014 618) to be the subject of a special resolution at the Annual General Meeting on 12 December 2023**

It is proposed that the Constitution of Lady of Grace Fraternity be amended as follows:

1. To remove references to the Lady of Grace Aged Care Facility and to the purposes of operation of a nursing home, residential aged care facility and aged care services and related provisions relating to ownership of assets, licenses and approvals, and the employment of medically qualified and other staff for such purposes, in clauses 6(d), 6(e), 6(f), 6(i), 6(o) and 6(q) of the Constitution, which relate to the powers and objects of Lady of Grace Fraternity.
2. To remove references to the operations, development and planning related to the Lady of Grace Aged Care Facility in clause 42.9(a) of the Constitution, which relates to the powers of the Lady of Grace Committee.
3. To include as the object of Lady of Grace Fraternity in clause 6 of the Constitution the object to promote and foster devotion to Our Lady of Grace through helping those in need either spiritually, culturally or financially.
4. To include as new charitable purposes of Lady of Grace Fraternity in clause 6 of the Constitution:
   1. To advance the religious traditions of those members of the community in Australia that have migrated from Italy, or are descended from Italian migrants, including conducting an annual Festa and Novena in honour of Our Lady of Grace, organising masses, rosaries and other opportunities for religious worship for those members of the community and undertaking other activities consistent with these objects
   2. To advance the culture and cultural traditions of those members of the community in Australia that have migrated from Italy, or are descended from Italian migrants, including collecting, preserving, and recording items of cultural and historical significance for the benefit of the community
   3. To relieve poverty and homelessness in the general community by providing assistance for disadvantaged people, including financial assistance and the provision of food, clothing, medical and other essential items
   4. To provide assistance for young people in the general community that are disadvantaged or in crisis, including financial assistance
   5. To conduct recreational and social activities for members of the general community, including activities for the elderly and young people
   6. To acquire, hold and own the goodwill, fixtures and fittings, plant and equipment, licences and approvals (whether statutory or otherwise) and all real estate of any business as may be necessary or convenient for furthering the objects of the **company**
   7. To invest and deal with the money and property of the **company** in such a manner as is permitted by law for the investment of trust funds by a trustee
   8. To align with or partner with other persons or entities, including other charities, in the conduct of the religious, cultural, charitable and recreational activities of the **company** or for fundraising activities for any purpose consistent with these objects.
5. To amend clause 11.1 of the Constitution to read as follows: "A person who supports the purposes of the **company** is eligible to apply to be a member of the company under clause 12. In particular a person who wishes to apply to be a member of the **company** should be supportive of the purposes of the **company** to help those in need either spiritually, culturally or financially and of the annual Festa and Novena in honour of Our Lady of Grace."
6. Other amendments to correct typographical errors.