

# LEBANESE MUSLIM ASSOCIATION

ABN 74 874 168 589

*A Company Limited by Guarantee*

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## SPECIAL RESOLUTION

### Proposed Change of Registered Name

#### Proposed Resolution

BE IT RESOLVED as a Special Resolution of the members of the Lebanese Muslim Association (the Association), pursuant to section 157 of the Corporations Act 2001 (Cth), that:

1. the registered name of the Association be changed from "**THE LEBANESE MOSLEM ASSOCIATION**" to "**THE AUSTRALIAN MUSLIM ASSOCIATION**";
  2. the name change takes effect from the date ASIC alters the details of the Association's registration in accordance with section 157(3) of the Corporations Act 2001 (Cth);
  3. save for the change of name effected by this resolution, the Memorandum of Association and Articles of Association of the Association, including but not limited to Article 5 (Membership) and all eligibility criteria for membership thereunder, remain in full force and effect and are not amended, varied or affected by this resolution in any respect;
  4. the Secretary of the Association is authorised to prepare, execute and lodge with ASIC all documents required to give effect to the change of name, including the application under section 157 of the Corporations Act 2001 (Cth); and
  5. any officer of the Association is authorised to take all steps and do all things necessary or desirable to give effect to this resolution.
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#### Voting Requirements

In accordance with section 157 of the Corporations Act 2001 (Cth), this resolution requires passage as a special resolution. A special resolution is passed if at least 75% of the votes cast by members entitled to vote are in favour of the resolution.

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## EXPLANATORY NOTICE TO MEMBERS

### Proposed Change of Registered Name to "Australian Muslim Association"

#### Purpose of this Notice

This explanatory notice accompanies the special resolution to be put to members at the Annual General Meeting of the Lebanese Moslem Association (the Association). Its purpose is to ensure members are fully informed of the nature, scope and effect of the proposed change of the Association's registered name before voting.

#### What is being proposed

The Council proposes that the Association's registered name be changed from "THE LEBANESE MOSLEM ASSOCIATION" to "THE AUSTRALIAN MUSLIM ASSOCIATION", effective upon ASIC registering the change in accordance with section 157 of the Corporations Act 2001 (Cth).

#### What the name change does NOT affect

Members are expressly advised of the following:

- **The Articles of Association, including Article 5 (Membership), remain wholly unchanged.** The existing requirements for Ordinary Membership — that a member must be male, of the Moslem faith, aged at least 18 years, and Lebanese or an Australian of Lebanese ancestry — continue in full force and effect after the name change.
- **The Memorandum of Association remains wholly unchanged.** The Association's objects, its not-for-profit character, and all other provisions of its constitution are unaffected.
- **The Council's discretion under Article 8(a) is preserved.** The Council retains its absolute discretion to accept or reject any application for membership, independent of and additional to the eligibility criteria in Article 5.
- **No new membership rights are created.** A change of name under section 157 of the Corporations Act 2001 (Cth) operates solely upon the company's registered name. It does not amend, repeal or otherwise affect any other provision of the constitution. No person acquires any right to membership, or any basis to challenge the membership criteria, by reason of the name change alone.

#### Why the Council recommends this change

The proposed name better reflects the Association's long-standing objects, which extend to encouraging and assisting all people in Australia of the Muslim faith and fostering social

relationships and good fellowship between them and Australian citizens. The Council considers that the name "Australian Muslim Association" is more representative of the Association's national character and contemporary role in Australian Muslim community life, without diminishing the Association's Lebanese heritage and the membership structure that reflects it.

### **Legal basis for the name change**

The name change is effected by special resolution under section 157 of the Corporations Act 2001 (Cth). The special resolution deals only with the name. Any future amendment to the Articles of Association, including the membership eligibility criteria in Article 5, would require a separate special resolution under section 136 of the Corporations Act 2001 (Cth). No such amendment is proposed.

### **Recommendation of the Council**

The Council unanimously recommends that members vote IN FAVOUR of the special resolution.

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