

SPECIAL GENERAL MEETING

Date: Saturday, 31 May 2025

Time: 2pm – 2.30pm

Location: Zoom

Agenda

- Chair's introduction
- Attendance and apologies
- Questions
- Remits/ Motions:

The Members of Heart Kids Incorporated will be asked to consider and vote on (if consensus cannot be reached), the following resolution 1:

1. *Resolution 1: The Members of Heart Kids New Zealand Incorporated (Society) resolve that, upon establishment of a new charitable trust with purposes substantially similar to those described in clause 3 of the constitution of the Society (Constitution) and named Heart Kids New Zealand Charitable Trust (or similar) (Trust):*
 - a. *the excess assets and funds of the Society shall be distributed to the Trust in accordance with clause 16.3 of the Constitution; and*
 - b. *The Society shall be dissolved in accordance with clause 16 of the Constitution.*

If resolution 1 is not passed, the Members of Heart Kids Incorporated will then be asked to consider and vote on (if consensus cannot be reached), the following resolution 2:

2. Resolution 2: The Members of Heart Kids New Zealand Incorporated (Society) resolve that:
 - a. *the constitution of the Society (Constitution) shall be altered, pursuant to clause 15 of the Constitution, to (among other alterations) ensure*

compliance with the requirements of the Incorporated Societies Act 2022 (Act) and the Members adopt the new constitution in the form submitted with the Notice of Heart Kids New Zealand Incorporated Special General Meeting dated 16 May 2025 to replace the Constitution; and

- b. the Board is authorised to undertake the steps necessary to apply for re-registration as a society under the Act.*