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# Incorporation – a new way to proceed

**A**s you would be aware, the Association passed a resolution at the Annual General Meeting held on 17 August 1999 that the Australian Library and Information Association as incorporated under Royal Charter be wound up voluntarily in accordance with the By-laws on 31 December 1999 as part of the process of our incorporation under *Corporations Law* as an Australian company. The Association has not proceeded with this course of action, as following my discussions with the Department of Prime Minister and Cabinet (PM&C) and the Australian Securities and Investments Commission (ASIC) late last year, I have been able to determine that it is possible for the Association to incorporate under Part 5B.1 of the *Corporations Law*.

Effectively this means that the Association registers by moving its status as a 'body corporate' to that of a 'company'. All assets, liabilities, contractual arrangements and structures of the Association remain active so there is no need to go through voluntary liquidation. Following incorporation and surrender of the Royal Charter we would formally advise those entities with whom we conduct business or have contractual arrangements of our change in status and Australian Business Number. We would also seek agreement from the Australian Taxation Office to the retention of our current tax status.

I understand that the Association will be only the second organisation incorporated under Royal Charter to incorporate under this Part of the *Corporations Law*, with the precedent being established last year.

ALIA General Council has agreed to proceed with incorporation under Part 5B.1 and has called an Extraordinary General Meeting to be held on 22 February 2000 in Sydney to seek the agreement of members to a number of resolutions stipulated by the ASIC and PM&C. These are set out in the Notice of Meeting in this issue of *inCite*. The solicitor-general has advised that it would be necessary to incorporate and surrender the Royal Charter on the same date as it is not possible to operate under both jurisdictions at the same time. Council is therefore aiming to incorporate and surrender the Royal Charter on 1 March 2000.

A copy of the draft Constitution is available from our website or by contacting ALIA National Office.

### Nominations for director

A call for nominations for director with a closing date of 11 February 2000 was run in the December issue of *inCite*. Now that the Association is aiming to incorporate on 1 March 2000, the call appears in this issue of *inCite* with an amended closing date for nominations of 10 March 2000 — to extend it beyond the incorporation date. The election of directors is subject to members agreeing to the special resolutions to be put at the Extraordinary General Meeting and if so, will have the Board of Directors installed before the National Policy Congress being planned for late May this year.

### Legislation and you

This year, we will be introducing a new service for members who wish to better understand the significant features of relevant Commonwealth legislation and how these may impact on their practice. The main product is an information kit/training package on each piece of legislation that can be done either through self-paced learning or in workshop mode. There will also be briefs on our website and articles in *inCite*.

The first three packages will be available in April and will cover the *Broadcasting Services (Amendment) Act 1999*, the GST, and the *Copyright Amendment (Digital Agenda) Bill*. The Association has actively advocated its position to parliament on each of these bills and continues to do so with the *Digital Agenda Bill*.

The regulation of internet content contained in the *Broadcasting Services (Amendment) Act* is of most significance to Internet Service Providers (ISPs). It does though create some important issues for those providing internet access within library and information services and the package works through these.

As there are many features of the GST to be resolved before its introduction on 1 July it is not possible to develop a detailed or conclusive package at this stage. The package to be available in April will include background to the legislation, definitions, a summary of the key components, an outline of the known main implications for library and information services, and further sources of information.

Similarly, the *Copyright Amendment (Digital Agenda) Bill* is yet to be finalised and is likely to be debated in Parliament during February/March. It has implications for copyright, fair dealing and inter-library lending transactions. ■