


NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **2025 Annual General Meeting (AGM)** of the members of the **Pharmaceutical Society of Australia (South Australian Branch) Incorporated ABN 81 144 107 332** will be held:

 **Location:** PSA, Suite 7, 102 Greenhill Road, Unley SA 5061 and virtually via Zoom

 **Date:** Wednesday, 22 October 2025

 **Time:** 7.00pm (ACDT)

Attend virtually

- Join using a smartphone, tablet, or computer.
- Please register by 7pm ACDT, Tuesday, 21 October 2025, [via zoom](#).
- After registering, you'll receive a link to join the meeting. Please log in by 6.55pm ACST to ensure a prompt 7.00pm start.

Attend in person

- The meeting will also be held at PSA, Suite 7, 102 Greenhill Road, Unley SA 5061;
 - RSVP via email to sa.branch@psa.org.au.
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Voting at the AGM

- All voting will be conducted by poll or show of hands.
 - Financial ordinary members of the Pharmaceutical Society of Australia Ltd residing in South Australia and the Northern Territory are entitled to vote at the AGM, provided they have consented to being added to the register of members of Pharmaceutical Society of Australia (South Australian Branch) Incorporated.
 - A quorum of 10 members is required.
 - The special resolution requires approval of at least three-fourths (75%) of members present and voting.
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Questions

- Members are encouraged to submit questions in advance by emailing sa.branch@psa.org.au at least 24 hours before the AGM.
 - Members will also be able to ask questions during the meeting via Zoom and in person.
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Business of the Meeting

Ordinary Business

1. To accept the minutes of the previous Annual General Meeting.
2. To receive the report of the SA/NT PSA Branch President on behalf of the SA Branch Council for the financial year ended 30 June 2025.
3. To receive the financial report for the financial year ended 30 June 2025.

Special Business

4. To consider and, if thought fit, to pass the following **special resolution**:

That the Pharmaceutical Society of Australia (South Australian Branch) Incorporated be wound up voluntarily and that the surplus assets be distributed to the Pharmaceutical Society of Australia Ltd (ABN 49 008 532 072).

5. To consider and, if thought fit, to pass the following **ordinary resolution**:

That Maris Andris Rudaks of BRI Ferrier, Level 8, 50 Pirie Street, Adelaide SA 5000, be appointed as Liquidator for the purposes of such winding up and that the remuneration of the liquidator, partners and staff, be calculated based on the hourly rate charged for each person in accordance with Statement of Remuneration Policy, to a maximum total of \$15,000 plus GST.

Kind regards,



Professor Manya Angley, President

Pharmaceutical Society of Australia (South Australian Branch) Incorporated

Related Documents [\(available on our website\)](#)

1. Minutes of the 2024 Annual General Meeting
2. President's Report
3. PSA-SA Financial Report for the year ended 30 June 2025
4. Letter to Members - Notice of AGM – Preserving the Legacy of PSA-SA
5. Frequently Asked Questions (FAQs) – Annual General Meeting 2025

For assistance and further details please email: sa.branch@psa.org.au or [visit our website](#).

Explanatory Memorandum

Background

The Pharmaceutical Society of Australia (South Australian Branch) Incorporated (PSA-SA) has, for many years, represented pharmacists and advanced the profession in South Australia.

In 2008, PSA-SA entered into the Pharmaceutical Societies Transition Agreement (PSATA) with the national body, Pharmaceutical Society of Australia Ltd (PSA Ltd). Under this agreement, the national body assumed primary responsibility for governance, membership, and advocacy, while PSA-SA retained residual assets, property, and legacy responsibilities.

The Council has now determined that, consistent with the PSATA and good governance practice, PSA-SA should be wound up voluntarily, with all surplus assets transferred to PSA Ltd. This ensures assets continue to be applied for the benefit of members and the profession, while reducing duplication and compliance costs.

Special Resolution

Resolution: Winding Up and Distribution of Assets

Members are asked to approve the voluntary winding up of PSA-SA and the transfer of all surplus assets to Pharmaceutical Society of Australia Ltd (ABN 49 008 532 072).

- The surplus assets of PSA-SA consist of:
 - The property located at Suite 7, 102 Greenhill Road, Unley SA 5061, including all fixtures and fittings; and
 - The Museum Collection held at the property.
- Transferring these assets to PSA Ltd ensures they remain dedicated to supporting pharmacists in South Australia through national and branch programs.

Approval requires at least 75% of members present and voting at the AGM.

Ordinary Resolutions

Appointment of Liquidator

The Council recommends appointing Maris Andris Rudaks of BRI Ferrier as liquidator to conduct the winding up.

- Mr Rudaks is a highly experienced registered liquidator with expertise in not-for-profit organisations and associations.
- The appointment of an independent Liquidator ensures the process is transparent, compliant with the Associations Incorporation Act 1985 (SA), and conducted in members' best interests.

Remuneration of Liquidator

It is proposed that the Liquidator's remuneration, his partners, and staff be charged on a time-costed basis in accordance with BRI Ferrier's published rates, capped at \$15,000 plus GST.

This cap ensures members have certainty over the maximum cost of the winding up process.

Financial and Governance Implications

- PSA-SA will cease to exist as a separate legal entity once the winding up is complete.
 - Surplus assets — the property at Greenhill Road and the Museum Collection — will be transferred to PSA Ltd, ensuring they continue to be used for professional purposes consistent with PSA-SA's objects.
 - Members will remain part of PSA Ltd through their national membership; there will be no change to membership rights or entitlements.
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Risks if the Resolution is Not Approved

- PSA-SA would remain an incorporated association, with ongoing compliance costs (reporting, insurance, administration).
 - The Council would need to continue managing the association, diverting resources away from broader member priorities.
 - Duplication with PSA Ltd would continue, contrary to the intent of the PSATA.
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Recommendation of the Council

The Council strongly recommends that members vote **in favour** of all resolutions.