



Lauren Ritchie
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Special Resolution Member Meeting 8 2017

1. Introduction

1.1. Welcomed to the 8th Millinery Association of Australia Members Meeting hosted on September 5th at St Kilda Library

1.1.1. Presentation by Waltraud Reiner

1.1.2. Formal Meeting Begins at 7:30pm

1.1.2.1. Attendees

1.1.2.1.1. At St Kilda: Waltraud Reiner, Georgia Skelton, Rose Hudson, Lauren Ritchie, Felicity Northeast, Lys Stevens, Kim Williams, Jo Peterson, Leighanne Crocker, Gillian Andrew, Leteisha Knetch, Dianne Kilduff, Robin Rivett, Karin Goodman, Wendy Scully, Margaret Watson, Kim Williams (17)

1.1.2.1.2. Via Zoom: Delphine Nicholason, Victoria Henderson, Kylie Heageny, Irene Moore, Christine Martin, Michele Cameron, Cathy Chivers, Ginetta Rositano, Penelope D'Alton, Bronwyn Shooks, Sandy Aslett, Catherine Ellen, Elaine Mergard, Dianne Roberon, Brenda Lui, Brenda Wilson, Catherine Kelly, Lauren Sutcliffe, Debbie Kelly, Sandy Forrester, Lisa Bell, Jennifer Bryan, Lauren Sutcliffe Via Zoom Total (Zoom 23)

1.1.2.2. Apologies: Phillip Rhodes, Jennifer Wood, Rebecca Carswell, Lynnette Lim, Jane Stoddart, Sue Younis, Laura Dunnington, Rachael Henson, Pamela Cameron, Alison Morgan, Julia Watson, Cathy Chivers, Ginetta Roitano, Rachel Henry, Wendy Diggles, Oksana Caretti, Louise Macdonald, Penelope D'Alton, Christine Waring, Chris Mullane, Serena Lindeman, Meg Rafter, Linda Ford, Joanne Rolf, Juanita Henry, Tammy Gill, Susan McArthur, Margueritte Dissinger, Cessiah Althorn, Christiana Moore, Di Robertson, Heather Clark, Helen Wilkinson, Annalese Fowler, Enza Geddes, Bronwyn Shooks, Kristine Walker, Katherine Cherry, Sue Dreup (39)

1.2. Minutes

1.2.1. Business Arising from Minutes

1.2.1.1. Pass Minutes - Acknowledge there was a page out of order but do not feel this is a reason to redistribute, we thank for the acknowledgement of this and apologise and hope to prevent this from occurring again.

1.2.1.2. Motion: Georgia Skelton

1.2.1.3. Second: Leighanne Crocker

- 1.2.2. Welcome to new members
 - 1.2.2.1. There are no new members this month
- 2. Reports
 - 2.1. President's Report presented by Rose Hudson
 - 2.1.1. See Attached
 - 2.2. Treasurer's Report presented by Felicity Northeast
 - 2.2.1. See attached
 - 2.2.2. Have closed the Adelaide account as event has passed so now down to 2 accounts, saving account and working account
 - 2.2.3. We are looking for ideas for planning for the next committee of how to invest in the savings that sit in the MAA.
 - 2.2.4. We raise about \$15,000 in membership fees and spend approximately \$16,000 to \$17,000, the goal would be to plan to cover general expenses by membership fees.
 - 2.3. Secretary Report presented by Lauren Ritchie
 - 2.3.1. See attached
 - 2.4. Motion by Georgia Skelton that the reports be accepted into the minutes
 - 2.4.1. Second by Leighanne Crocker
- 3. Agenda Items
 - 3.1. Special Resolution Vote on Proposed Rule Updated and Privacy Policy - presented by Rose Hudson and Lauren Ritchie
 - 3.1.1. Lawyer Samantha Bennett was present to oversee the vote
 - 3.1.2. Two items were voted on via paper ballot - see sample attached
 - 3.1.3. A quorum was met
 - 3.1.4. Special resolution vote for the change of rules passed with majority of votes
 - 3.1.5. Special resolution vote for the implementation of privacy policy was passed with majority of votes
 - 3.1.6. Voting was completed via paper ballot with proxies collected more 24 hours before vote
 - 3.1.7. See attached for steps to be completed for rule change with Consumer Affairs Victoria
 - 3.2. MAA Design Award - presented by Sandy Aslett as Louise Macdonald an apology
 - 3.2.1. Hats have been received by Louise and Georgia to set up at Sofitel in Melbourne
 - 3.2.2. Thank you to Kylie Heagney for assisting in pack down of Brisbane
 - 3.2.3. No hats sold through the Gallery however is a good partnership to continue
 - 3.3. Dior Exhibition and Stephen Jones - presented by Rose Hudson
 - 3.3.1. See attached
 - 3.4. Paris Lane at Flemington - presented by Leighanne Crocker
 - 3.4.1. Sofitel Girls Day Out on September 16th
 - 3.4.2. Milliners that will present on the day in the Hill Stand - Shara Gillingham Millinery, Moore Millinery, Amelda Millinery, Delphine Nicholson Millinery, Wendy Scully Millinery, Sandy Aslett Milliner, Serena Lindeman and Christine Martin



3.4.3. Also had opportunity extended to Panorama room to Joanne Rolfe

3.4.4. Please do not contact the VRC regarding this event, we are working to develop the relationship of the MAA and VRC and they have asked for one point of contact with the Association and we ask that this be respected.

3.4.5. Still seeking members for the subcommittee to prepare proposal for display at Flemington, please let us know if you are interested

3.5. Date of Next Meeting

3.5.1. The next meeting will be the AGM, which will be held on November 21st. Details will be released soon.



Presidents Report Meeting September 5th, 2017

Thanks for that presentation Waltraud, thank you for the display of hats. It is timely, given we've just had the Dior exhibition of couture open here in Melbourne. Unlike the gallery pieces it's wonderful to see these examples up close.

Well, didn't we have a month to remember? I'll start with last month's meeting.

We were all set to proceed with our vote for rule change when I received an email just 23 hours before the meeting. A member sent notice that the vote could not proceed due to incorrect or missing wording on the notices we had sent out to the members. While I welcome correct procedures being employed, I was surprised and disappointed by the lack of notice. I personally feel supportive members, who want this association to thrive, succeed and move forward, would have notified us earlier. But that's now history, and I'll move on.

Stephen Jones came to town, more about that later.

Pop up shop news. As you all know I called a halt to the popup shop in its current form due to some members inability to work under our committee member and new subcommittee leader. That was at the July 4 meeting. Early July of course was very busy with preparations for Hats Off to Adelaide, then the convention itself took a full week of most of the Committee's time and then we had preparations for the vote to deal with at the August meeting. So that month got away. But in the meantime, the committee was discussing the different things we might do, including running the Como Centre shop with a positive group, happy of people prepared to work together to make it the success it has been over the years. The shop lease was in our name and we knew we didn't have any time to waste.

Along came last month's meeting with all the drama of the aborted vote. Another distraction and more time lost as we regrouped to solve the vote business and deal with the fallout in emails texts and Facebook messages with members having their say. The overwhelming response was one of disappointment that this Committee, working for you all, is hindered by a vocal few. But I digress.

With the discord that the pop-up shop has caused this year and the lack of volunteers for the newly formed sub-committee as of 5 July 2017, it is with consideration and regret, we advise that the pop-up shop will no longer be conducted under the MAA banner and support.

Margaret Watson received an email from Colliers on 11 August 2017, which we feel indicated earlier communications between both Margaret and Colliers regarding the lease of the Como shop. Margaret only forwarded us this email on the 23rd August, leaving us little or no time to act. There were lease document attachments included, which didn't come through with her email to us. We have since learnt a small group of milliners have independently taken up the lease and the responsibilities that go with it. A spread sheet, detailing MAA financial information of last year's Pop Up Shop figures was emailed to interested parties to support their case. While this information was made available to members at the AGM last year, it was only available members perusal, no other outside parties. I would be very disappointed if anyone at Colliers, for instance had viewed a private



financial document belonging to us. This action may not be illegal, but is it ethical, I wonder? I apologise to the other Pop Up Shop milliners of the past who are now out of the picture, however there is the possibility that the new leaseholder may contact you privately to join them, and we wish them all the best.

Paris Lane and VRC. This year the format was different. Leighanne Crocker has more to say on this in her report. But I will say this, the VRC consider social media an integral part of marketing. If you don't have Instagram, where hash tagging the VRC and their sponsors is crucial, you will have very little chance of being chosen by them to take part in future. If you missed out it was because their criteria stipulated a strong social media presence. This is not us vetting you, this is the VRC and the future of marketing communications. Apologies to interstate milliners who missed the cut due to tight time frames for airfares etc but it was beyond our control.

On the Friday 8th of September, judging of the millinery categories will take place at the Royal Melbourne Showgrounds. I am hoping to see a diverse range of millinery skills and techniques.

On the 22nd of September, I am going to Sydney for the weekend, I'll be staying with Jane Stoddart. We are planning a little MAA gathering of Sydney and Canberra milliners on the Friday night, Catherine Kelly will be releasing details soon. Anyone who can attend is very welcome, we plan to talk about some Sydney based events for the future and how the MAA can broaden its membership in NSW.

This is the last meeting for the year until the AGM on November 21. Earlier we thought we might have an October Zoom meeting for everyone, but I think the committee will agree with me that this year has been a huge one and extremely taxing on our working and personal lives. We want to concentrate on our own work and hat making and we need a rest. I'm proud of the way this committee has worked so tirelessly for you this year, what an amazing bunch of women.

I wish every milliner in every state the very best for the spring racing season. I hope you're all flat out making stock, I'll see you on Oaks day for a champers, happy hatting, and have a wonderful spring season.

Balance Sheet

Millinery Association of Australia Inc As at 31 August 2017

31 Aug 2017

Assets

Bank	
Adelaide Working Acctt..495956	(2)
Savings Acctt...399478	43,005
Working acctt...110275	11,358
Total Bank	54,360
Current Assets	
Accounts Receivable	160
Total Current Assets	160
Total Assets	54,520
Net Assets	54,520

Equity

Current Year Earnings	7,387
Retained Earnings	47,133
Total Equity	54,520

Profit & Loss

Millinery Association of Australia Inc For the month ended 31 August 2017

	Aug-17	YTD
Income		
conference fees	-	94,360
conference-trader	-	3,853
conference-sponser	-	10,105
Interest Income	22	173
Membership Fees	480	15,040
Other Revenue	25	30
Sales - Functions & Events	(808)	4,072
Sales - Pop Up Shop	-	9,915
Total Income	(281)	137,547
Less Cost of Sales		
Conference - Functions (net)	(275)	18,320
Conference - Other Exps	12,765	22,452
Cost of Goods Sold	-	270
less: Hat Commission	-	(133)
Pop Up Shop - Hats	-	22,079
Pop Up Shop - wages	-	3,163
Pop Up shop expenses	-	(50)
Total Cost of Sales	12,490	66,101
Gross Profit	(12,771)	71,446
Less Operating Expenses		
Advertising	-	2,655
Bank Fees	135	998
computer/web	36	1,346
conference-tutors fees	-	44,698
Consulting & Accounting	47	1,472
Entertainment	-	109
Events - Social (net)	(217)	(759)
General Expenses	2,299	3,210
Insurance	-	2,027
Interest Expense	(2)	(2)
Legal expenses	-	150
Photography	-	1,197
Printing & Stationery	1,174	3,103
Rent	-	650
Repairs and Maintenance	-	9
Subscriptions	-	550
Travel - National	-	2,650
Total Operating Expenses	3,472	64,059
Net Profit	(16,243)	7,387



The Secretary
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[@millineryaustralia](https://www.instagram.com/millineryaustralia)

Secretary Report for Meeting 8

1. Thank you to all the members for re-submitting their proxy form, there has been a total of 53 sent in for the special resolution vote that will occur tonight.
2. As Spring Carnival approaches we are looking continue the content on the MAA social media, please send through your pictures for Hat of the Week to secretary@millineryaustralia.org and remember to include details of
 - Milliner's Brand Name
 - Photographer
 - Model
 - Make and Hair Artist
 - Wardrobe
3. Stephen Jones – we hope that you all enjoyed receiving the photos from the event, thank you to Georgia for taking them and sending them through so they could be shared with everyone.
4. AGM – start to think about nominations, would you like to be nominated?
5. Membership renewal – notice will come out 28 days before the AGM, you must have paid next years membership to be eligible to vote at the AGM, following that you have 28 days after the AGM to pay or else it is considered that you have resigned your membership.
6. Oaks Day – have been in contact with Lee Sanders regarding asking him to take photos of the Oaks Day Millinery Award. Details will be released once this is confirmed.
7. Cup Week Drinks – an event will be occurring again and will send details on confirmation of this.



Voting Form for Special Resolution Vote 2017

Proposed Change of Rules

<input type="checkbox"/>	Yes, I vote in favour of the Proposal Change of Rules outlined
<input type="checkbox"/>	No, I do not vote in favour of the Proposal Change of Rules outlined

Implementation of Privacy Policy

<input type="checkbox"/>	Yes, I vote in favour to implement the proposed Privacy Policy
<input type="checkbox"/>	No, I do not vote to implement the proposed Privacy Policy

50 Alteration of rules

[http://www.legislation.vic.gov.au/Domino/Web_Notes/LDMS/PubStatbook.nsf/f932b66241ecf1b7ca256e92000e23be/F9AF0E97F6F86597CA2579F100184027/\\$FILE/12-020a%20authorised.pdf](http://www.legislation.vic.gov.au/Domino/Web_Notes/LDMS/PubStatbook.nsf/f932b66241ecf1b7ca256e92000e23be/F9AF0E97F6F86597CA2579F100184027/$FILE/12-020a%20authorised.pdf)

- (1) Subject to this Act, an incorporated association may, by special resolution, alter its rules.
- (2) An alteration of the rules of an incorporated association does not take effect unless and until the alteration is approved by the Registrar.
- (3) An application for the approval of an alteration to the rules of an incorporated association must be made by the secretary of the association in the approved form— (a) within 28 days after the alteration was passed by special resolution; or (b) if a longer time has been allowed by the Registrar—within the time allowed.
- (4) The application must be accompanied by— (a) a copy of the notice of the special resolution setting out the particulars of the alteration; and (b) a declaration signed by at least 2 members of the committee to the effect that the special resolution was passed in accordance with the Act and the rules of the association; and (c) a consolidated copy of the rules that clearly shows the alteration; and (d) the prescribed fee.
- (5) Subject to subsection
- (6), if an application for the approval of an alteration to the rules of an incorporated association is made in accordance with subsections (3) and (4), the Registrar must approve the alteration.
- (6) The Registrar must refuse an alteration to the rules of an incorporated association if the Registrar is satisfied that the alteration is contrary to this Act or the regulations. s. 50 Part 5—Rules, Membership and General Meetings Associations Incorporation Reform Act 2012 No. 20 of 2012 45 Authorised by the Chief Parliamentary Counsel
- (7) If the Registrar approves the alteration of the rules of an incorporated association, the Registrar must give written notice of approval to the association.
- (8) If a special resolution provides for more than one alteration of the rules of an incorporated association, nothing in this section prevents the Registrar from approving one or more but not all of those alterations.

Special Resolution Vote

[Campaign Preview](#)[HTML Source](#)[Plain-Text Email](#)[Details](#)



Dear << Test First Name >>,

We hereby advise the members of our notice of the **Special Resolution Vote** to pass the Proposed Rules Update and Privacy Policy at the Special General Meeting of The Millinery Association of Australia Inc that will be hosted on Tuesday September 5th 2017 at St Kilda Library and via Zoom at (<https://zoom.us/j/527341548>) at 7:30pm (AEST).

The vote was intended to occur at the last meeting on August 1st however it was deemed by some members that the criteria for a special resolution notice was not met. Consequently the vote was postponed. This notice today, meets the requirement for the 21 days notice to members outlined by the current Rules of the Association and the requirements of Consumer Affairs (CAV) for a rule update.

Please click [here](#) to view the agenda for this Special General Meeting

Please submit any business arising from previous meeting in writing 7 days prior to the Special General Meeting as this will be read by the chair. Due to the requirements of this Special General Meeting no business outside of the agenda may be raised. The minutes from the last meeting will be available by the end of this week.

What are we voting on?

- Implementation of proposed Rules – transitioning from [Current Rules](#) to

implementation of proposed rules transitioning from [Current Rules](#) to [Proposed Rules](#) adapted from CAV template.

- Implementing the [Proposed Privacy Policy](#)

What are the proposed changes to the Rules?

- Remove current Rules (last updated in 2015) and replace with Proposed Rules which is an adaption to the latest Model Rules template provided by CAV incorporating changes to align with the details of our rules. You can see this demonstrated [here](#).
- Addition of areas:
 - Hand over of Committee Positions
 - Ownership of documents
- Update to Areas include:
 - Bank Account Authorities
 - Mission Statement
- Inclusion of Appendix 1 – Tiered Membership Structure
- Exclusion from Current to Proposed Rules
 - Fees for viewing of documents

Here are links to the documents you can view in the Members Area

- [Current Rules](#)
- [Proposed Rules with Tracked Changes](#)
- [Proposed Rules](#)
- [Proposed Privacy Policy](#)
- [Presentation from July Meeting](#)
- [Proxy Form](#)

To ensure the processes of this vote meet the requirements of our current rules and those of Consumer Affairs (Associations Incorporation Reform Act 2012 <https://goo.gl/UR1Bc8>) the Committee have asked Lawyer Samantha Bennetts of CWP Lawyers to be present for the vote via Zoom. Samantha has reviewed the Proposed Rules and this notice to members. She will only be present for the Vote Agenda Item and will log off once the vote is finalised.

If you wish to hear a reading of the Proposed Rules visit the video in the [members section](#). This video is for the members of the Millinery Association of Australia and is not to shared.

What happens to my proxy from the last meeting?

- To ensure all requirements are met for this vote unfortunately the committee request that you resubmit your proxy. Download proxy for [here](#) and submit to the Secretary via email

at secretary@millineryaustralia.org by 7pm Monday September 4th.

What is a special resolution?

A special resolution is a decision of particular importance made by the association. Legally, an association can only make certain decisions by special resolution. This includes decisions to:

- change the association's name or rules
- amalgamate with another association
- voluntarily wind up. (<https://www.consumer.vic.gov.au/clubs-and-fundraising/incorporated-associations/running-an-incorporated-association/meetings#special-resolutions>)

Who are Consumer Affairs (CAV)?

Consumer Affairs Victoria is a business unit of the Department of Justice & Regulation, within the Victorian government. We are Victoria's consumer affairs regulator. Our purpose is to help Victorians be responsible and informed businesses and consumers. (<https://www.consumer.vic.gov.au/about-us/who-we-are-and-what-we-do/our-role-scope-and-policies>)

Kind Regards,

Lauren

Secretary



Our mailing address is:

secretary@millineryaustralia.org

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Stephen Jones and Dior August 2017

Back in June, I heard a whisper that Stephen Jones was coming to Australia to curate the millinery for the 'Dior: Seventy years of Haute Couture' exhibition at the NGV. I also knew that MAA member Kin Fletcher was good mates with him. A plan began to formulate...

Kim gave me the name of his personal assistant Annika, and some advice. 'Stephen loves millinery. All millinery. He loves meeting milliners, if he can get to something you organise, he will.' With this information, I began my campaign of unrelenting charm on the 13th of June. I sent emails and received responses from Annika on June 13, 23, July 27, 31, August 1st, 4th and my final thank you to her was the 17th.

The result as we all know was Stephen and his husband Craig West joining us for cocktails at Seamstress on August 16. He was the perfect guest. He didn't need babysitting, he dived in, going up to groups of people and chatting away in a very easy going and relaxed manner. Craig seemed very happy and enjoyed himself too.

For me the experience was surreal. When I started in millinery in 1979 the only UK milliners around that I kept hearing about were Freddy Fox, Phillip Somerville, and that guy from Kangol Hats. While these men were known for their great workmanship and elegant style, the sixteen-year-old me was looking for something more hip. Young Stephen Jones, around 20 at the time, delivered. He designed hats for the people in the bands I liked at the time, Culture Club, Spandau Ballet, Steve Strange and Visage.

Once I received confirmation that he was coming, I decided to chance my luck once more and ask permission to reprint something I'd found online to give to the members as a keepsake. It was an image of a beautiful pinky red hat called Bloom, from 1998. She said she would get back to me. The following morning there was a message from Annika to say Stephen had designed a card especially for us. That card is here tonight for the members in the room to take and as promised, the rest of you will have these two cards posted to you.

Two weeks later he was here and we had the most wonderful night at Seamstress Cocktail bar, with our host Aaron and staff serving delicious food and drinks. Many interstate members came at short notice at great cost, for which I am grateful. The local milliners turned out in force, everyone looked beautiful in their finest headwear. It was the biggest non-racing social event we've held with 57 members present. Phillip Rhodes made a wonderful speech about Stephen's millinery and the inspiration he was to us. Stephen then took the microphone and told us when people talk about millinery he tells them, 'Look to Australia, look at what they're doing.' We should all be very proud of ourselves if Stephen Jones is citing our work as an example of a thriving millinery scene.

I still can't quite believe he was there in the room with us. A few weeks later some of us went along to his afternoon talk at the NGV with Katie Somerville, the curator of the exhibition. There we presented him with his mini hatblock of which we'd had a gilder write a dedication on the base.



Get along to the Dior exhibition if you can, it's a feast for the eyes. Our group tour is at 10 am the NGV this Friday on the 8th of September. Please meet at the Mouse Hole at 9.50 ready to go in on the dot of 10am. This is the smaller arched side entrance, near the Art Centre forecourt. I look forward to seeing you there.