



Seeking the Cure.  
Providing the Care.

# Swag

## Newsletter of the Multiple Sclerosis Society of the ACT Inc

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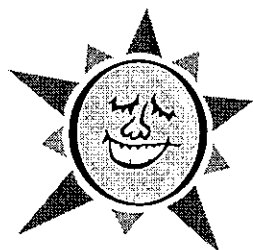
Website: [www.ms.org.au](http://www.ms.org.au)

## Farewell

Dear clients, members, staff,  
Board members and volunteers

It has been a privilege working for the  
Multiple Sclerosis Society of the ACT for  
over seven years and I will miss you all.

Goodbye.  
Robbie Costmeyer



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### Vale

#### William (Bill) Penson and Phillip Gleeson

It is fitting that this last issue of Swag includes a small tribute to two members who contributed so much to the MS community in the ACT. (page 3)

Robbie Costmeyer  
CEO

### Last Issue of Swag

This is the *last issue of Swag* and current editors Rodger and Anne Hall lift the swag off their shoulders. It has been an interesting challenge, for us over 3 years and for previous editors back to when publication started. I trust that you, the readers, have appreciated the newsletter, will help and encourage changes and contribute to **In Touch**.

*Best wishes, Rodger & Anne*

*It is planned that news specific to the ACT/SE NSW Region will feature in the the MSL In Touch magazine, which is a high quality production with a circulation of 10,000.*

## MESSAGE FROM THE CHAIRMAN OF THE ACT REGIONAL ADVISORY BOARD

*Ian Pennell*

There was a unanimous vote in favour of the merger with Multiple Sclerosis Limited (MSL) by members attending the General meeting on 25 June 2008 and by those voting by proxy. This allowed the signing of a Deed Poll by MSL and the Merger Agreement by both MSACT and MSL on the night. We already are experiencing some of the benefits of the merger. Perhaps the most visible benefit so far is the complete rewiring of our computer network and its connection with the MSL network through a common server in Melbourne.

At the MSL Board meeting held in Melbourne on 3 July 2008 the MSL Board:

1. Approved an additional Director to be appointed in accordance with the MSL Constitution.
2. Appointed Ian Pennell a Director and the Chairman of the ACT Regional Advisory Board.
3. Recognised that the ACT PwMS Group provides the means for people with MS to raise issues with the ACT Regional Advisory Group and the Regional Manager and thus influence the role of MSL's regional activities.
4. Recognised that the Convenor of the ACT PwMS Group is also a member of the ACT Regional Advisory Group and agreed that Dr Mary Webb be appointed as Convenor of the ACT PwMS Group.
5. Appointed, for the terms shown, the following persons as members of the ACT Regional Advisory Board:

<i>Mr Ian Pennell</i> AM (Colonel Retd)	11 Jul 08-MSL AGM 2009
<i>Dr Mary Webb</i> BSc (Hons), PhD	1 Jul 08-MSL AGM 2009
<i>Mr Don Cross</i> BA (Accounting), MBA, CA, CPA, MIIA	1 Jul 08-MSL AGM 2009
<i>Rear Admiral Oscar Hughes</i> AO, RAN Retd	1 Jul 08-MSL AGM 2009
<i>Dr Katy Gillette</i> , BA (Hons), PhD, AAJM	1 Jul 08-MSACT AGM 2008
<i>Dr Robyn Lucas</i> PhD	1 Jul 08-MSL AGM 2009
<i>Mrs Katrina Muir</i> Dip. Ed, Grad. Dip. TESOL	1 Jul 08-MSACT AGM 2008
<i>Mr David Robertson</i> , BSc (Arch), BArch (Hons), MBA	1 Jul 08-MSL AGM 2009
<i>Mr Alan Sims</i>	1 Jul 08-MSL AGM 2009
<i>Mr R.G. (Jim) Quick</i>	1 Jul 08-MSACT AGM 2008

All ten members of the MSACT Board will remain until MSACT is wound up and are also the members of the ACT Regional Advisory Board from 1 July until the winding up of MSACT. At the conclusion of the MSACT AGM, three members are to stand down from the ACT Regional Advisory Board. The three who have agreed, and are to stand down, are Dr Katy Gillette, Mrs Katrina Muir and Mr R.G. (Jim) Quick.

The ACT Regional Advisory Board will:

- represent the interests of PwMS in the ACT/SE NSW region to the MSL Board;
- provide advice to the MSL Board on matters involving the ACT/SE NSW region;
- support and interact with the ACT PwMS Group;
- through its members acting as beneficiaries of the Deed Poll (which sets out certain undertakings in relation to MSL's operations following the Merger, including dispute resolution emanating from the ACT/SE NSW region), protect the interests of PwMS in the ACT/SE NSW region;
- support and interact with the Regional Manager on:
  - local and federal government contact where local representation is required;
  - strategic advice on local facilities matters.

In 2009 nominations for the ACT Regional Advisory Board would be sought from local members, assessed by an MSL nominations sub-committee and considered and ratified by the MSL Board.

The recognition of the ACT PwMS Group provides a voice for clients and an avenue of interaction with the ACT Regional Advisory Board and the Regional Director and a sense of local involvement.

The recognition that the Convenor of the ACT PwMS Group is also a member of the ACT Regional Advisory Group ensures a conduit between local people with MS and the ACT Regional Advisory Board.

If any member or client has any questions, please do not hesitate to contact me.

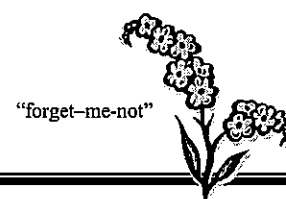
*Ian Pennell*

## VALE

**Phillip Gleeson** passed away suddenly on 14 July 2008. The contribution made by Phillip to people affected by multiple sclerosis in the ACT region was significant. He was a Board member in the mid 1990s until early 2000, President of the People with MS group (PwMS) for a number of years, ran a Men's group for a time and was involved in many other areas, including the Taking Control group and the Grief and Loss group. He was also responsible for developing a Charter of Rights for PwMS which was incorporated into a Compact between the Board, staff and members in December 2001 and subsequently renamed the Charter of Vision, Rights and Responsibilities of Members of the Multiple Sclerosis Society of the ACT in December 2006.

**Bill Penson** passed away on 2 June 2008 after a long illness. The contribution made by Bill to people affected by multiple sclerosis in the ACT region was significant. He was the MS Association of the ACT's first President in 1978-79, which was the forerunner to the current Multiple Sclerosis Society of the ACT Inc.

He was held in such high esteem by the members that he was granted Life Membership of the MS Association of the ACT on 13 June 1979.



**MULTIPLE SCLEROSIS SOCIETY of the A.C.T. Incorporated**

**MINUTES OF THE GENERAL MEETING  
Gloria McKerrow House, 117 Denison Street, DEAKIN ACT  
5:30 pm Wednesday 25th June 2008**

**PRESENT**

**Board members:** Ian Pennell President (Chair), Dr Mary Webb Vice President, Don Cross Treasurer, RADM Oscar Hughes (RAN Retd) (Secretary), Dr Katy Gillette, Dr Robyn Lucas, Katrina Muir, Jim Quick and David Robertson.

**Chief Executive Officer and member:** Robbie Costmeyer.

**Life Members:** Dianne Moir and Margaret Heap.

**Members:** Keith Akesson, Rosemary Akesson, Fred Anchell, Lindy Barbour, Lynette Brideson, Mary-Anne Cosgrove, David Cosgrove, John Dann, Liz Dunstan, Sharon Eacott, Paul Gardner, Sandra Garnett, Gail Haidon, Anne Hall, Rodger Hall, Cathryn Hill, Betty Mathews, Julie Mathews, Noel Mathews, Clive Muir, Michael Newton, Jean Pennell, Jenny Rodda, Vivian Singleton, Les Swain, Paul Swift, Carole Taloni.

**Visitors in attendance:** Christina Gillies Chairman Multiple Sclerosis Limited (MSL), Paul Murnane Director MSL, Graham Tribe Director MSL, Bill Younger CEO MSL, and Andrew Long Company Secretary MSL.

**PROXY VOTES RECEIVED BY 5.30PM 24 JUNE 2008**

Gillian Alcock, David Anderson, Ikrim Aziz, Justin Billing, Dennis Bittisnich, Rodney Blewitt, Michael Boyle, Bonnie Brown, Jackie Cheeseman, Alice Church, Josie Cornhill, Tracey Cross, Joy Danson, Kathy Davis, David Deacon, Leo Donovan, John-Paul Dzirba, Adrian Ede, Julie Ede, John Flaxman, Carmel Gardiner, Wendy Gathercole, T Gavranic, David Hale, Bill Hart, Robyn Hart, Catherine Hays/Maxwell, Helen Hilton, Edwina Hodgson Todd, Yvonne Holgate, Pam Judge, Glen Lance, Brian Leiper, Genevieve Lloyd, Sue Lloyd, Peter Malinos, Lisa-Ann McLardy, Kerrie McDonald, Michael Miles, Myra Morgan, Barbara Nicholson, Nola Noll, Melissa Oloyede, Wahiba Omram, Kaliopé Panteleon, Deborah Pfitzner, Beverly Price, Patricia Quick, Kati Reeves, Susan Robertson, Adrienne Robertson, Ron Rockman, Ian Rodgers, Phillip Smith, Desma Swift, Christine van Wens, Gerard van Wezel and Elisabeth Weatherby.

**APOLOGIES**

**Board members:** Alan Sims who was interstate on business.

**Life Member:** Pam Judge

**Members:** Linda Anchell, Jackie Cheeseman and Cigdem La Salle.

**WELCOME AND INTRODUCTION (President)**

**Welcome**

The President opened the General Meeting of the Multiple Sclerosis Society of the A.C.T. Incorporated (MS ACT) at 5:30 pm. He welcomed members in attendance and conveyed a special welcome to Life Members Dianne Moir and Margaret Heap and the Directors, Chief Executive Officer and Company Secretary of Multiple Sclerosis Limited (MSL). He declared that a quorum as required by the Rules and Constitution was present.

### **Tribute to Mr William (Bill) Penson**

The President said that it was appropriate for MSACT to express a tribute and reflect on the contribution made by Bill Penson, a Life Member and the first President of the Multiple Sclerosis Association in the A.C.T., who died on 2 June 2008. His foresight, after being diagnosed with Multiple Sclerosis, to form a MS Association in the A.C.T. led to the organisation we have today. He remained committed to the support of people with MS until his death.

Life members Margaret Heap and Ian Pennell, Past Presidents Sid Drury and Ken Wise, CEO Robbie Costmeyer and other present and past members of MSACT attended the funeral service in Belconnen and a wake held at Gloria McKerrow House.

### **Proxy Forms**

The President stated that:

- The lodgement of proxy forms closed at 5.30pm 24 June 2008
- The Board had appointed Mr Les Swain to be the Returning Officer and had decided that a scrutineer should be appointed from the floor of the meeting
- 58 Proxy votes have been checked as valid and counted before the meeting

He asked Ms Sharon Eacott to act as scrutineer who agreed to act in that capacity.

### **Introduction**

The President advised that:

**All members of MSACT were sent:**

- **Notice of General Meeting.** This notice outlined the resolutions to be considered.
- **Proxy Form.** For those unable to attend the meeting.
- **Explanatory Memorandum.** Information concerning the proposed Merger, including two agreements which the Board of MSACT and MSL will sign if the Merger resolutions are passed:
  - **Merger Agreement.** This agreement is at Annexure 1 of the Explanatory Memorandum and will affect the transfer of MSACT's assets to MSL, MSL's assumption of MSACT's identified liabilities, and other matters related to the logistics of the proposed Merger.
  - **Deed Poll.** This document is at Annexure 2 of the Explanatory Memorandum and will ensure that certain undertakings of MSL in relation to the Merger will continue to be enforceable for the benefit of PwMS in the ACT/SE NSW region, even after MSACT has been wound-up.
- **Membership Transition Form.** This form is required to be completed to transfer your membership from MSACT to MSL, but will not be processed unless the Merger resolutions are passed. It is important that you lodge this form with MSACT as soon as practical, but no later than 31 October 2008.

### **Chairperson MSL**

The President invited Ms Christina Gillies, Chairperson of MSL, to address the meeting.

Ms Gillies said that "as MSL Chairperson she and MSL were highly delighted to be approached by MSACT to examine the feasibility of MSACT merging with MSL. We saw this as a real opportunity for MSL and MSACT to increase and improve services, service coverage, reduce costs through economies of scale, improve fundraising and sharing back office capability such as information technology (IT) and finance.

MSL is committed to building on the experience gained during the merging of MSNSW and MSVIC. One of the major learning's being that we can act as one organisation but still retain our local geographic identities and meet local needs. MSL acknowledges that the proposed merger is not a takeover and we recognise that we can learn a lot from each other.

MSL is also totally committed through the deed poll to delivering the outcomes we have agreed to when formulating this merger.

You will be aware from the Explanatory Memorandum that in order to bring MSACT into MSL some changes to the MSL constitution where required, mainly to expand on the purposes to recognise expanded geographic coverage and the appointment of directors. I am pleased to advise that these changes to the MSL constitution were considered at a General Meeting of MSL members last Friday and they voted unanimously in favour of the changes."

### **Major Considerations of Merger Resolutions**

The President, supported by PowerPoint slides, outlined the major considerations in considering the merger resolutions as follows:

#### **"The Advantages of the Merger (MSACT View)**

The Merger should result in:

- increased services, flexibility and economies of scale from centralised program development and delivery;
- operating cost savings and an overall greater financial capacity;
- improved professional development and career opportunities for staff;
- increased sponsorship and fundraising opportunities, and a higher general profile in the community;
- an improved level and increased range of services to ACT clients, noting the findings of the 2006 MSACT Client Survey;
- no loss of services, e.g. massage therapy;
- minimal disruption to MSACT staffing; and
- improved financial security.

#### **The Advantages of the Merger (MSL View)**

On 27 February 2008, the CEO of MSL, on behalf of MSL, stated the MSL objectives and key reasons for MSACT to join MSL were:

- provide a broader range of services to people with MS within the ACT and surrounding areas;
- extend the capabilities of the MSACT services staff through linkages to a wider multi-disciplinary team;
- increase fundraising capacity to support planned and future service growth;
- provide benefit from back office efficiencies and access to robust systems and infrastructure, including database systems, to improve service delivery and income generation; and
- enhance capacity for advocacy activity.

### **Disadvantages or Risks Associated With the Merger**

- some clients may feel they have lost 'affiliation' with an ACT region-focused MS organisation;
- the Merger would be difficult to unwind if this was ever desired;
- there is a risk that people with MS, donors, volunteers and staff may not support MSL in the same way that they support MSACT; and
- there is a risk that some expected benefits of the Merger will not be realised, or will take longer to be realised than expected.

The members of the Board of MSACT believe these risks have been adequately addressed and do not create any impairment to recommending that the merger proceeds.

### **MSL is Committed to Achieving the Benefits of the Merger**

If the Merger Resolutions are passed, MSL will execute a Deed Poll under which it gives certain enforceable undertakings in relation to the merger as outlined in the merger documents.

### **MSACT Board Recommendation**

Each member of the Board of MSACT recommends that you vote in favour of the merger resolutions as proposed."

The President asked if there were any questions:  
relating to the Merger documents,  
this introduction, or  
any other related issue.

Fred Anchell said that his wife Linda Anchell had also been a member of MSNSW (*subsequently transitioned to MSL*) and asked how this would affect their Family Membership? The President replied that they should still sign and lodge the Transition Form and the MSL Company Secretary would ensure their continuing membership under the most favourable arrangements.

Liz Dunstan asked if arrangements were in place to transfer day to day operations to MSL on 1 July 2008. The President asked Andrew Long, Company Secretary of MSL to reply who stated that arrangements were in place and a project team had been appointed to enable 'Business as Usual'.

There being no further questions the President moved on to the next item on the Agenda.

### **CONFIRMATION OF MINUTES OF GENERAL MEETING HELD 27 FEBRUARY 2008**

The minutes of the General Meeting held on 27 February 2008 were confirmed.

### **MERGER RESOLUTIONS**

The President reminded members that:

- Votes by proxy closed at 5.30pm yesterday 24 June 2008
- The Board has appointed Mr Les Swain to be the Returning Officer plus a scrutineer from the floor of the meeting
- Proxy votes have been checked as valid and counted before the meeting

In accordance with Clause 40 (2) of the Rules and Constitution of MSACT, as Chairman of the meeting the President declared a poll for the vote on the two merger resolutions.

The President, supported by PowerPoint slides, displayed the merger resolutions as follows:

**Resolution**

- (1) To consider and, if thought fit, to pass the following resolution as a special resolution:

“That for all purposes, including (to the extent relevant) clauses 44(2) and 45(1) of the Rules and Constitution of MSACT:

- (a) the Board’s desire to effect the Merger, and all actions taken or to be taken by the Board and management to effect the Merger, are approved;
- (b) the mechanism for the Merger, including
  - (1) the entry into of the Merger Agreement (MA) between Multiple Sclerosis Society of the A.C.T. Inc. (MSACT) and Multiple Sclerosis Limited (MSL); and
  - (2) the transfer of the operations, assets and certain liabilities of MSACT to MSL under the terms of the MA, with the purchase price (being the value of the net assets purchased) to remain as a debt owing by MSL to MSACT,is approved; and
- (c) the members express their current intent that at the appropriate time determined by the Board, steps should be taken to wind-up MSACT and that the remaining assets of MSACT, including the debt owing by MSL, should then be distributed to MSL.”

To be passed, resolution (1) will need to receive the support of at least 75% of the votes cast on it.

**Resolution**

- (2) To consider and, if thought fit, to pass the following resolution as a special resolution:

“That subject to the resolution in item (1) being passed, clause 51 in the Rules and Constitution of Multiple Sclerosis Society of the A.C.T. Incorporated is repealed and replaced with the following:

**51 Surplus Property upon Dissolution or Winding Up of the Society**

If, on the dissolution or the completion of the winding up of the Society, any surplus property (as defined in the Act) remains, this surplus property vests, for the purposes of section 92(1)(a) and/or 92(1)(b) of the Act (whichever is applicable at the time) in Multiple Sclerosis Limited (ACN 004 942 287).”

To be passed, resolution (2) will need to receive the support of at least 75% of the votes cast on it.

Following the completion of the Poll and on the advice of the Returning Officer, the President declared;

**Resolution (1) (Approval of the Merger)** passed unanimously on a vote of 97 in favour and nil against.

**Merger Resolution (2) (Change to Rules and Constitution)** passed unanimously on a vote of 97 in favour and nil against.

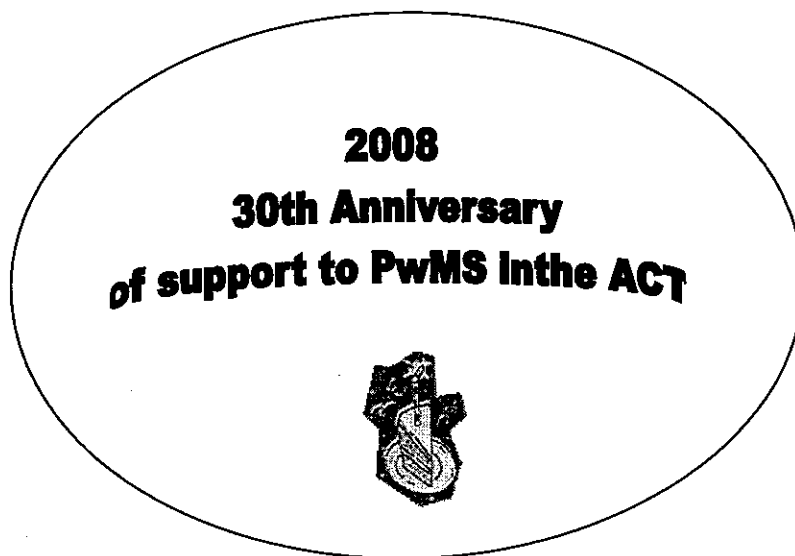
He explained that there were a further three proxy forms received in favour of the President or Chairman of the meeting. As these proxies were over the number of 10 proxies that may be held by a member, in accordance with the Rules and Constitution they were excluded from the Poll. Notwithstanding the exclusion of these proxies from the count they also were in favour of Resolution (1) and Resolution (2). A further Proxy form received after 5.30pm 24 June 2008 was also excluded from the count but also was in favour of the Resolutions (1) and Resolution (2).

*Secretarial Note: Subsequent to the meeting a further 15 proxy forms, delayed several days in the post, were received that also were in favour of Resolutions (1) and (2).*

#### **Meeting Closure**

The President invited those present to move to the Pension Room for supper to acknowledge the 30<sup>th</sup> year of the provision of support to people affected by multiple sclerosis in the ACT and to witness the cutting of the 30<sup>th</sup> year cake.

There being no further business, the President declared the meeting closed at 6.45 pm.



## Support Groups

*Ideas shared help us all*

### 'Taking Control of MS' group

This group meets on the second Saturday of each month at the

MS Society,  
Gloria McKerrow House,  
117 Denison St, Deakin.

*Interesting speakers are arranged and general discussion takes place, helping those who follow Dr George Jelinek's approach to Taking Control of MS.*

If you would like to receive more information about the Taking Control group, join our email list by sending me your email address at [dcrcanberra@yahoo.com](mailto:dcrcanberra@yahoo.com).

Upcoming meetings will be on  
13 September 2008,

11 October 2008

8 November 2008

All the best

**David Robertson**



### People with MS Group

When you're diagnosed with MS, you inadvertently become a member of a club that you didn't want to join! Although initially that diagnosis may be all you have in common, you may find lasting friendships and support through meeting other people with MS.

Meetings are held on the last Friday of every month (except December and if coincident with school holidays).

**Where:** MS Society  
Gloria McKerrow House, Deakin

**When:** 29 Aug 2008

26 Sept 2008

Tea and coffee provided, but feel free to bring your lunch.

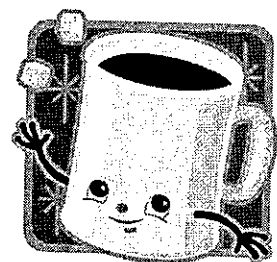
Relatives and friends are more than welcome.

For more information, or if the current timing doesn't suit you, or you have any other input but can't come along, please feel free to contact me, (Mary), by phoning 6251 4502, sending an email to [denmar@netspeed.com.au](mailto:denmar@netspeed.com.au) or dropping me a line via the MS Society. At the moment the get-togethers are primarily a 'chat group' but if you have any ideas for other things we could do, we'd love to hear them.

Looking forward to seeing you then.

**Mary Webb**

(Board Vice-president and Convenor PwMS)



## MS Fun Run / Walk



The MS Fun Run/Walk will take place on  
Saturday September 6<sup>th</sup> 2008  
starting at 10.00am.

We would like to invite you and your family and friends to enter our Fun Run / Walk this year and help us to continue supporting those who are affected by Multiple Sclerosis (MS).

Your participation helps to raise MS awareness in the community and encourages keeping fit too. The course is 6.5km around Lake Tuggeranong, and now is as good a time as any to start training. **Participants are encouraged to seek sponsorship for entering the event.** The extra money raised from sponsorship ensures that we are better able to continue supporting those affected by MS. To assist in this process a range of awards are offered depending on the amount raised.

Spray Jackets, Gymsacs and running singlet's are also available for purchase, all details and order forms are available in the electronic entry form.

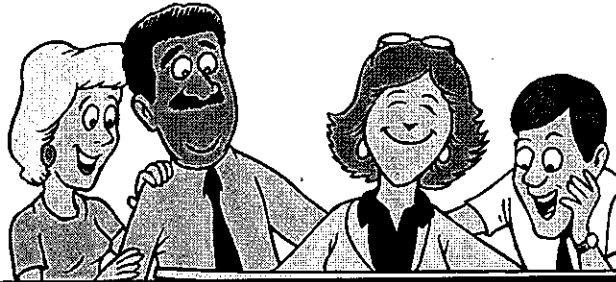
You are encouraged to register online via our website [www.ms.org.au](http://www.ms.org.au), alternatively if you would like a hard copy of the entry form please give us a call on the number below. Fees and sponsorships are tax deductible and you will receive a tax receipt following your registration. **Please check that you have completed the Indemnity and Release form for insurance purposes to ensure your entry is processed.**

Be an early bird and register before August 22<sup>nd</sup> to be in the draw to win a **Two Night Midweek package for two at Solar Springs Health Retreat in Bundanoon** (conditions apply).

Placed individuals and team winners will be awarded trophies and medals in one of many categories outlined in the electronic entry form.

If you require further information about the event please do not hesitate to call us on (02) 6285 2999. If you are unable to participate, your help on the day as a volunteer would be welcomed.





## Staff at the MS Society of the ACT

### Chief Executive Officer

*Robbie Costmeyer (until 22 Aug)*

### Fundraising Manager

*Peter Hurford*

### Fundraising Assistant

*Simon Srbovski*

### Special Projects Officer

*Amy Lee*

### Office / Volunteer Coordinator

*Richard Nadin*

### MS Readathon Coordinator ACT

*Indrani Raychaudhuri*

### Web Master

*Stefan Jayawardana*

### Swag Editors

*Rodger & Anne Hall*

### Team leader Southern NSW

*Samantha Cursley*

### MS Community Support Workers

*Sue Ellerman*

*Diana Burgell*

*Maria Simos*

### MS Nurses

*Helena Paul*

*Tracy Clark*

### Massage Therapists

*Verlie Kennedy,*

*Glenda Ible,*

*Marion Kain,*

*Christine Godschalx.*

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