



Porsche Club

V i c t o r i a



9th September 2013

Dear Member

Porsche Club of Victoria Inc (the Club) Annual General Meeting

I enclose a Notice of the 2013 Annual General Meeting of the Club.

The meeting will be held at Porsche Centre Melbourne, 109-111 Victoria Parade, Collingwood on Tuesday 15th October, 2013 commencing at 6.30pm.

The Notice sets out the nominations received to date for the President, Vice-President, Secretary and Treasurer of the Club, and for General Committee members. A nomination form is included as Attachment 1 to the Notice.

The Rules of the Club provide that if the number of nominations received for vacancies on the Committee is equal to or less than the number of vacancies to be filled, the candidates nominated are deemed to be elected as of the date of the Annual General Meeting.

The Club's Financial Statements, which have undergone an independent review, are now available on the Club's website. Please print your own copy as only a small number of copies will be available at the meeting to cater for the needs of Members who do not have internet access.

A copy of the Financial Statements will be forwarded on request to Members who do not have internet access.

Yours faithfully

Neville Sampson
Secretary



Porsche Club

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Porsche Club of Victoria Inc (the Club) will be held at
The Porsche Centre Melbourne
109-111 Victoria Pde, Collingwood
on Tuesday 15th October 2013 commencing at 6.30pm.

Ordinary Business

1. To confirm the Minutes of the Annual General Meeting held by the Porsche Club of Victoria Inc on 16 October 2012 - Attachment 2, and the Special General Meeting held on 18th June 2013 – Attachment 3.
2. To receive from the Committee reports on the transactions of the Club during the financial year ending 30 June 2013.
3. To elect the President, Vice-President, Secretary and Treasurer of the Club, and not less than 2 and up to 8 General Committee members of the Club:

In accordance with the Rules of the Club, all present Office Holders and Committee Members retire at the AGM.

The following members being eligible and having been nominated, offer themselves for re-election or election:

Office Holder Positions

Position	Nominee	Proposer	Seconder
President	Peter Harrison	Neville Sampson	Andrew Bonwick
Vice President	Andrew Bonwick	Michael O'Brien	Felix Rieniets
Secretary	Neville Sampson	Felix Rieniets	Will Darvall
Treasurer	Michael O'Brien	Ron Widdison	Leon Christodulaki

General Committee of Management Positions

Nominee	Proposer	Seconder
Tony Carolan	Phil Treloar	Andrew Bonwick
Leon Christodulaki	Phil Treloar	Ron Widdison
Felix Rieniets	Ron Widdison	Michael O'Brien
Garry Saber	Phil Treloar	Michael O'Brien
Wayne St Baker	Phil Treloar	Leon Christodulaki
Phil Treloar	Leon Christodulaki	Felix Rieniets
Garry Voges	Phil Treloar	Tony Carolan
Ron Widdison	Leon Christodulaki	Michael O'Brien

Enclosed as Attachment 1 is a form for nomination of the President, Vice-President, Secretary and Treasurer, and General Committee members. A properly completed form must be received by the Secretary by Tuesday 17th September 2013.

If more than one nomination is received for the position of any of the President, Vice-President, Secretary or Treasurer, a ballot (conducted by a method directed by the Committee) will be held at the AGM. As the minimum number of General Committee positions is 2, and the maximum number is 8, a ballot for General Committee positions will only be held if more than 8 nominations are received by the due date

By order of the Committee.

**Neville Sampson
Secretary
9th September 2013**

Attachment 1

**NOMINATIONS MUST BE RECEIVED AT THE ADDRESS BELOW BY 17th SEPTEMBER 2013
BEING 28 DAYS BEFORE THE AGM which will be held on 15th October 2013**

To: The Secretary
Porsche Club of Victoria Inc.
PO Box 911
KEW VIC 3101

Or to fax: (03) 9397 8991
Or scanned & emailed to: administrator@pcv.com.au

**NOMINATION FOR ELECTION AS AN OFFICER OR COMMITTEE MEMBER
OF THE PORSCHE CLUB OF VICTORIA INC.**

Nominee :
(insert name of nominated person)

Position :
President
Vice President
Treasurer
Secretary
General Committee

Proposer:
(Insert name of Proposer) (Signed)

Seconder:
(Insert name of Seconder) (Signed)

Dated: / /

Acceptance by Nominee:
(Signed)

Dated: / /

Attachment 2



Porsche Club

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MINUTES OF 2012 ANNUAL GENERAL MEETING

Minutes of the Annual General Meeting of the Porsche Club of Victoria Inc held at the Showroom of Porsche Centre Melbourne, 109 Victoria Parade, Collingwood on 16th October, 2012.

With more than a quorum being present, the President Will Darvall declared the meeting open at 6.34pm. He addressed those present and announced that this was the 37th Annual General Meeting of the Porsche Club of Victoria. Will advised of apologies from four committee members: Leon Christodoulaki, Aaron Ireland, Manny Mezzasalma, Ron Widdison. There was also an apology from club member Garry Voges.

1. Minutes of last meeting

The minutes of the Annual General Meeting held by the Porsche Club of Victoria Inc. on 18 October, 2011 which had been distributed to Members were confirmed, proposed by Barbara Darvall, seconded by Andrew Bonwick. This was accepted on a show of hands from those present.

2. President's Report

The President Will Darvall delivered his President's Report, which is attached. Will described the Committee and other activities during the year as set out in the report. He thanked the Committee, and particularly thanked Carly for her competent, proactive and efficient assistance, and Lisa who was very active, efficient and friendly during the year. Will finally thanked Barb (described as his secret weapon). Barb has more experience than anyone in the Club. She has served on many committees, including the general committee, was the sixth Life Member honoured, and is proud of her record as a competitor for more than thirty years.

3. Treasurer's Report

The Treasurer, Michael O'Brien tabled the Annual Report including audited financial statements for the year ended 30th June 2012 which had been distributed to members, and also tabled a separate statement of information required to be tabled pursuant to s30(3) of the Associations Incorporation Act 1981.

Michael spoke to the annual report and financial statements. He advised that the Club made a loss of \$16,384 for the year ended 30th June 2012, and at that date its net assets were \$288,884.

Michael noted that over the past five years the club has had surpluses totalling approximately \$129,000, and the small loss for this year was essentially the result of lower attendances at competition events during the year, and basically three events, being the Phillip Island events in July and August 2011 (including the social double header), and the Sandown 6 hour Relay. There was also a loss of \$2000 on the sale of the Club's van during the year.

Michael explained that the Club is an incorporated association which cannot distribute profits to members. Supporting competition events while attendances are down is one way of evening contributions received over the past five years. Michael was pleased to note that competition attendances are back on the rise.

Michael also noted that the Committee has been vigilant in controlling the variable costs over which the Club has control, and they are all under budget. Improvements to help the Club return to surplus included halving the net cost of Porsche Parade, reducing the subsidy of the Annual Dinner Dance, moving to electronic creditor payments, and the introduction of the Membership Management System, providing savings on merchant commissions.

There was one question from Alan Shaw in the audience, asking if an analysis of competition numbers and financial losses had been undertaken. Michael called upon Competition Director Andrew Bonwick to take the microphone to best answer this question. Andrew explained that with competition events, there are a number of large fixed costs when running such event that don't alter if high or low entry numbers attend. Event organisers budget on a certain number of entries and spread the cost on that number, but if entries are 5 – 10 less than expected, then there's a shortfall of a couple of thousand dollars per event. Alan confirmed he was satisfied with this explanation from Andrew.

4 Financial Report

The Annual Report including audited financial statements for the financial year ending 30 June 2012, proposed by Michael O'Brien, seconded by Michael Dennis, were adopted. The Annual Report was accepted by clear majority on a show of hands from those present.

5 Election of Office Holders

The President announced that there was one new Office Holder nomination being Andrew Bonwick for Vice President. As there was only one nomination for each Office Holder position by operation of Rule 23(4), the persons nominated were deemed to be elected. The Vice President then confirmed the following as elected as Office Holders

President	Peter Harrison
Vice President	Andrew Bonwick
Secretary	Neville Sampson
Treasurer	Michael O'Brien

6 Election of General Committee Members

The President Will Darvall advised that the following committee members had resigned at various times during the year: Graham Lachlan and Stephen Wood. During the year Manny Mezzasalma and Leon Christodulaki were appointed to the committee.

All Committee members had sought re-election and had been re-nominated. There was one new nomination from Phil Treloar.

As the number of nominations received was equal to the number of vacancies to be filled, by operation of Rule 23(4), the persons nominated were deemed to be elected. Accordingly, the following General Committee members were re-elected or elected:-

Tony Carolan
Leon Christodulaki
Aaron Ireland
Manny Mezzasalma
Felix Rieniets
Wayne St Baker
Phil Treloar
Ron Widdison

7 General Business

Will Darvall invited new President Peter Harrison to say a few words. Peter thanked Will (and Barb) for a fantastic year. Peter explained that we will still have the benefit of Will's experience as he has been invited as Immediate Past President to attend committee meetings. Peter spoke of the three distinct area of the Club being social, registers and competition. He noted there is talk of bringing the three different groups together, but his view is we should recognise their differences, and bring them together on natural occasions such as the Annual Dinner Dance and the Mid Year Dinner Dance. Peter noted that a sub-committee is examining what other activities might be of interest to members, following a positive response in the recent survey.

There being no other business notified before the issue of the Notice of Annual General Meeting, the President thanked those present for their attendance and closed the meeting at 7.06pm.

Confirmed

Neville Sampson
Secretary

PRESIDENT'S REPORT for AGM 16 OCTOBER 2012

I hope all members will agree that PCV has had a remarkably successful year!

There will be 55 events of all sorts in 2012, including 12 Competition events, plus a Rules Review, 5 Club Nights, 5 Club Runs, 20 Registers Events, including 2 overnight, 4 Mid Week Runs, the Warrnambool Tour, the Show 'n' Shine, the Go Kart Challenge, the Mid Year Dinner Dance, the Annual Dinner Dance, the Phillip Island Historics Display and the Grand Prix Display. As well, many members drove at Bathurst in the combined Porsche Clubs' event, while Barbara and I, with Peter Harrison, were invited to Cape Town, for the launch of the 991. To make it all happen, there have been well over 50 meetings of various committees and thousands of phone calls and emails.

Of our 800 families, with 1350 members, perhaps 500 have participated in some way, with perhaps 150 contributing to the organization of events, or writing an article.

Committee Activities

The incoming Committee of October 2011 continued the deliberation and implementation of issues arising out of Discussion Papers, instituted by the previous Committee, concerning E Commerce, Magazine, Finance, Committee, Club Links, Tracks and Membership. Arising from these Papers and with many new initiatives, the significant activities of this Committee are listed.

1. E Commerce

A lengthy review of Club transactions, to increase efficiency and enable Club members to effect most transactions online, has been completed, with many frustrating dead ends and false starts, tirelessly led by Andrew Bonwick, so that the roll out of the Wild Apricot system is now under way.

2. Porsche Parade magazine

An examination of all issues relating to the contents, production, editing, printing and financing of the magazine, resulted in the Committee endorsing the continuation of Ron Widdison as the editor and printer of our brilliant Club window, with an ongoing contract. A concerted advertising drive by Leon Christodoulaki, with the aim of making the magazine cost neutral, has been very successful, so that the budgeted cost for 2012-3 is only \$3,500, down from \$7,700 in 2011-2.

3. Committee Roles, Behaviour and Succession

Existing Roles and Job Descriptions have been reviewed, a binding Code of Conduct for all Club Committees has been instituted, Committee availability and transparency has been encouraged, and assertive Succession Planning, so that the right people, with the right skills and the passion, are encouraged to join the Committee.

4. Finance

The financial direction and options of the Club have been examined, with continuation of the present policy endorsed, to aim for a modest surplus each year, acting as a buffer for any years of loss. A Finance Sub Committee has been formed to assist the Treasurer.

5. Membership

Growth, size, retention, direction, categories and fees have been considered. Personal contact from a Committee member for all new members has been instituted, with fluoro Committee badges aiding in their identification at events. A membership survey was carried out, with findings to be discussed and implemented, with member input. A review of Club Awards has been done.

6. Relationships with Porsche family

Considerable effort has been made to enhance these, such that the relationships with PCA, PCM and PCB are flourishing, and friendly, fitting and timely relationships with the 356 and 901 Registers have been re-established.

7. Club Apparel

A PCV Design Competition was held, with designs by Ross Del Gallo and Ron Widdison chosen for production of T shirts and polos, with further items of clothing proposed.

8. Archives

Long overdue collation and electronic archiving of a complete set of PCV Newsletters and Magazines since 1975 has been carried out and will be loaded for viewing on the website.

9. Club Rules

Review is under way, following passage of the Associations Incorporations Reform Bill 2012 and release of Model Rules.

10. Facebook

After consideration of Social Media options, a PCV Facebook page has been opened.

Other Happenings

A new and very satisfactory Club van was purchased, with excellent fit out done by John Baker. Significant upgrade of Carly's computer was completed.

The 60th Anniversary of Porsche Clubs Worldwide Exhibition was celebrated at the Porsche Museum, with a written contribution from Michael Browning, on behalf of the Australian Porsche Clubs.

An Australian Porsche Clubs Presidents Meeting was held in Melbourne, coordinated by Pamela Ward of PCA, with the attendance of Claudia Schaeffner from Porsche Community Management and chaired by Kevin Nicholls of PCA. Airing of joint concerns, problems and ideas from the Clubs was very useful.

Committee Members

Graham Lachlan was on the Committee from 5/2/08- 13/1/12. He resigned for personal and business reasons. He was a great contributor with a wise head.

Stephen Wood was on the Committee from 19/11/10- 10/4/12. He resigned after relocation to Albury and inability to attend meetings. He was always enthusiastic and helpful.

Manny Mezzasalma was appointed on 6/3/12 and Leon Christodoulaki was appointed on 1/5/12. The current Committee, all of whom are standing again, are a competent, hard working, cohesive and agreeable team, who gave me unfailing support. Our meetings were productive and satisfying. Carly has been incredibly helpful and efficient; our shared attention to detail has been a happy confluence! Lisa has played an increasing role in the Administration, which has been most welcome. I thank them all for a most effective and productive year.

Future Events

The Murray Valley Grand Tour will be held in April next year. There will probably be a Rennsport event in Sydney late next year. There may be a Porsche Parade here towards the end of 2014.

Thank you to all the members for accepting me as an unexpected President this year. I have had a most enjoyable and fulfilling year and hope to keep contributing to this great Club for many years, waving my feather duster.

Will Darvall

Attachment 3



Porsche Club

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Minutes of Special General Meeting at Porsche Centre Brighton at 855 Nepean Highway Bentleigh on Tuesday, 18th June 2013 at 7.50 pm

Attendees:

84 voting members attended the meeting. The President, Peter Harrison, chaired the meeting, and noted that the required quorum of 25 members had been satisfied.

1. Apologies & Welcome

1.1 Apologies

An apology was received from Grant Stephenson

2. Special Resolution

The Chairman addressed the meeting and explained that the special general meeting had been called by the committee to invite the members to consider a special resolution to replace the current rules with a new set of rules.

The Chairman put the following resolution to the meeting:

"That the Rules of the Association of Porsche Club of Victoria Incorporated be replaced by the proposed Rules tabled at this meeting and signed for identification by Peter Harrison (the President of the Association and Chairman of this meeting)".

The resolution was proposed by Michael O'Brien (vice President and Treasurer), and seconded by William Darvall (Immediate Past President and Life Member).

The Chairman asked Neville Sampson (Secretary) to speak to the resolution. Neville said that the reason for asking the members to consider replacing the rules was the passing of the Associations Incorporation Reform Act 2012. He said that our current rules do not cover all of the 23 items required by Schedule 1 of the new Act, and although we are able to continue with our current rules it would be better to have a new set of rules based on the

new model rules changing only the matters required for Porsche Club of Victoria, such as the reference to the licence given to us by Porsche Germany to use the name "Porsche". Neville said that for the new rules to be adopted the meeting would have to pass the resolution as a special resolution with a 75% majority, and then the new rules would need to be approved by Consumer Affairs Victoria.

Neville introduced Ian Percy, a member of PCV and a barrister who was heavily involved in the drafting of the current rules (and their amendments over the years). Ian drafted the rules when Porsche Club of Victoria changed its structure from a company limited by guarantee to an incorporated association. Ian explained that the rules presented to the meeting were based on the new model rules, and that prior to the meeting a version had been emailed which showed as underlined the provisions which changed from the new model rules or current PCV specific rules. The document tabled for approval simply had the underlining removed. Ian said that the new rules if adopted could be amended in the future, and he invited the members to pass the resolution which would enable our rules to comply with the matters required in Schedule 1 of the new Act, but this did not mean that the Association could not make further amendments in the future if the members felt they were necessary for the smooth running of the Association. Ian asked the members whether they had any questions for him, and no one had a question.

The Chairman then asked the members whether anyone would like to speak to the resolution, and nobody wished to speak.

The Chairman then called for a vote on the resolution. The Chairman noted that all 84 voting members present voted by show of hands in favour of the resolution, and no person voted against the resolution. The Chairman then declared that the special resolution was carried.

The Chairman thanked everyone for attending the special general meeting and giving their attention.

The Chairman declared the special general meeting closed at 8.08 pm