

**MINUTES OF THE 38TH ANNUAL GENERAL MEETING OF
THE DAIMLER, JAGUAR & LANCHESTER OWNERS' IN
NZ SPARE PARTS CLUB INC.**

**HELD ON MONDAY 17TH JULY 2023 AT 7PM
THE ELIM CHURCH, BELFAST, CHRISTCHURCH**

Welcome: Peter Jenkins welcomed everyone.

Meeting opened at: 7.10pm

Present:

President: Peter Jenkins

Vice President: Andy Johnston

Secretary/Treasurer: Graham Flanagan :

Committee: Greg Perry, Grant Ford

+ 6 members present as per attendance register

Apologies:

Paul Robbins

Chris Lovell

Malcolm Harding

Mike King

Jane Whiting

Dennis Cooper

David Monopoli

Dave Small

Howard Firth

Moved: Grant Ford

Seconded: Andy Johnston

The apologies be accepted: CARRIED

Confirmation of previous minutes:

That the Minutes of the 37th Annual General Meeting held on Monday 13th June 2022, having been circulated, be confirmed as a true and correct record

Moved: Greg Perry
Seconded: Grant Ford
CARRIED

Matters arising:

No matters arising

Correspondence:

No correspondence tabled

Moved:
Seconded:
CARRIED

Presentation & Adoption of the Management Board report:

That the Report be adopted as circulated

Moved: Alan Vliert Vlieland
Seconded: Brent Maguire
CARRIED

- a. Peter thanked the Committee, Lynley, and the members for the support of the club over the previous year
- b. All the clubs activities shown in the annual report
- c. Peter thanked Tony Koller for his support with financials over the last year
- d. The Club has been very busy on the two days it is open per week
- e. Peter thanked Quinton Taylor for producing the magazine to a high quality
- f.

Presentation & Adoption of the Accounts & Balance Sheet

That the Financial Accounts be adopted as circulated and open for discussion

Moved: Peter Jenkins

Seconded: Tony Koller

CARRIED

- Cost increases affecting the all areas of the Clubs operation
- Sales increased \$30,000 in the past year
- Margins down due to increased costs
- A surplus of \$32,000.00 was recorded which is considered a reasonable profit
- Tony Koller, our Accountant gave an overview of the accounts. No significant issues were raised.

Subscriptions: Update 17th July 2023

2023 Members to date being '590'

The Subscription costs will remain the same:

\$45.00 NZ, \$55.00

Australian, Rest of the World \$65.00.

Joining fee \$10.00

Moved: Graham Flanagan

Seconded: Phil Redmond

CARRIED

REMITS

Remit: Part 7 (1) Nominations: to remove the following section: ***AND WHO RESIDE WITHIN AN 80KM RADIUS OF THE SPARE PARTS PROPERTY AT BELFAST***

Reason: that members can join a meeting via the internet calls and will allow greater opportunity for members to be active on the committee from outside of Christchurch

Votes: FOR: 112 / AGAINST: 4

Remit: Part 15 Alteration to Rules

Remove: Part 15 (b) No addition to or alteration or revision of the rules shall be approved if it affects the pecuniary profit clause or winding up clause.

Reason: the committee believes that this Clause makes it impossible to change the Winding up Rule which needs to be amended based on the new Incorporated Societies Act (2022) and will ensure we can make further rule changes to meet the requirements of the Act.

Votes: FOR 125 / AGAINST 3

Remit: Rule Part 19: Control and Investment of Funds

Proposed addition to the Rule Part 19, as it currently stands, we the Club do not have the power to enter into a loan or overdraft. We have been exploring ways to ensure that the club continues to move forward in a financially healthy manner. In order do this the committee feels that it would be of a benefit to be able to:

- a) Enter into a loan either by way of bank loan or club debenture, and or
- b) Be able to have access to an overdraft.

However as the rules currently stand we are unable to enter into a loan or overdraft.

The following two paragraphs are the explanation stating why we are unable to enter a loan or overdraft as provided by the club solicitor.

Bank loan/overdraft

Section 6 of the Incorporated Societies Act 1908 specifies the minimum content for the rules for an incorporated society. Under s6(1), the rules of a society are required to state or provide for "*the powers (if any) of the society to borrow money*". As no such a rule has been included, it would appear that the Club does not have the power to borrow money.

To ensure that the Club has the express power it needs to deal with its property and finances, we recommend that the Club alters its constitution in accordance with rule 15 to include the new part proposed below.

In order for us to enter either a loan or overdraft it is proposed that Part 19 will become Part 19A and the following be rule added to our constitution as Part 19B:

PART 19 2A : POWERS

The Daimler & Lanchester Owners in NZ Spare Parts Club Inc. has the power, subject to this Constitution to:

- (a) Purchase, lease, hire or otherwise acquire, hold, manage, maintain, insure, sell or otherwise deal with property and other rights, privileges and licences;**
- (b) Control and raise money including borrow, invest, loan or advance monies and secure the payment of such money by way of mortgage or charge over all or part of any of its property and enter into guarantees;**
- (c) Sell, lease, mortgage, charge or otherwise dispose of any property of Daimler & Lanchester Owners in NZ Spare Parts Club Inc. and grant such rights and privileges over such property as it considers appropriate;**

(d) Determine, raise and receive money by subscriptions, donations, fees, levies, entry or usage charges, sponsorship, government funding, community funding or otherwise; and

Vote FOR 115 / AGAINST 6

ELECTION OF OFFICERS

Nominations have been received: Peter Jenkins for President.

Nominations for Vice President: Andy Johnston

Nominations for Secretary/Treasurer: Graham Flanagan

Nominations for Committee have been received: Greg Perry, John Sutherland, Grant Ford, Quinton Taylor, David Morrin

Elected

President: Peter Jenkins

Vice President: Andy Johnston

Secretary/Treasurer: Graham Flanagan

Committee: Greg Perry, John Sutherland, Grant Ford, Quinton Taylor, David Morrin

Editor: Quinton Taylor

Moved: Peter Jenkins

Seconded: Alan Vliert Vlieland

CARRIED

APPOINTMENT OF HON. SOLICITOR

That: Mr Michael Bendall from Corcoran French be re-appointed for 2023 -2024 year

Moved: Phil Redmond

Seconded: Brent Maguire

CARRIED

Note: Michael Bendall has been approached however had not replied at the time of the AGM

APPOINTMENT OF CHARTERED ACCOUNTANT

That: Mr Tony Koller of Koller & Company Ltd be appointed for 2023 -2024 year

Moved: Peter Jenkins
Seconded: Alan Vliert Vlieland
CARRIED

LIFE MEMBERSHIP

No nominations

Moved:
Seconded:
CARRIED

GENERAL BUSINESS

1. Clubs future direction:
 - a. The Clubs financial positions remains the Clubs biggest issue
 - b. Upgrades to software and hardware currently under way
 - c. Website needs to be upgraded
 - d. Introduce Windows 365
 - e. Upgrade email system to Windows Outlook

2. Sale of 104 & 106 Englefield Rd
 - a. Options include:
 - i. Do nothing, do not sell property
 - ii. Sell 106 and put a porto-com on 104 at approx. \$80,000 and an extra garage for storage
 - iii. Sell both 104 & 106 and find alternative premises
 - iv. Discussion regarding asking a member to help fund this one of these options for a short term loan
 - v. We have had only 3 site inspections since listing
 - vi. Going to a multi-agency listing due to poor interest
 - vii. Based on looking at an over-draft facility do we still need to sell the properties?

3. Incorporated Societies Act
 - a. Remits passed at this meeting a start to meeting new Acts requirements
 - b. Will be reviewing all the Clubs rules and rewriting to meet Act
 - c. Further remits will be put to the members for next years AGM

4. Financials
 - a. Committee will discuss talking to the bank for loan, overdraft facilities to help improve cash flow
 - b. Do we look at debentures

5. Magazine
 - a. Concern regarding increasing costs to produce the magazine including postage which has just increased
 - b. Printing costs are also increasing
 - c. Discussion regarding going to an, all electronic version. Members at the meeting preferred the printed version as they would often forget to read on-line
 - d. Committee to look into more advertising

6. Federation of Motoring Clubs
 - a. Recent survey sent out by the FoMC and members are encouraged to respond to the survey
 - b. FoMC doing a very good job representing classic car owners

7. Riverton parts
 - a. The Club has been approached by an ex mechanic in Riverton, Southland who has an extensive range of jaguar parts which he is looking to sell
 - b. Valued at \$60,000.00
 - c. The Club cannot afford to purchase at this price and has been offered 20 cents in the dollar.
 - d. These parts have been offered to one of our suppliers who is not interested however suggested a reasonable offer would be 30 – 35% of the value
 - e. The cost to move these parts are aslo prohibitive and would need a container and members to go down and load the container which would also incur cost

8. Modern Jaguar parts
 - a. Peter indicated we are now keeping more faster moving parts for the newer models of Jaguar

9. Sale of Daimler V8 ute
 - a. The Daimler ute is for sale at \$80,000
 - b. To date some interest has been registered

10. Jaguar National Rally 2024 (Christchurch)

- a. Phil Redmond asked if the Club was promoting the Rally which we have been through the magazine
- b. Asked if we will have a trade display on the Saturday afternoon? At this point we will.

11. Daimler V8 heads

- a. This is an ongoing project with 2 heads being used in the Daimler V8. Working very well at this point.
- b. Currently looking to find another manufacturer for the heads

There being no further business the meeting closed at 8.30pm

Signed:

CHAIRPERSON/PRESIDENT: Peter Jenkins

Date: