

LONE STAR REGION, PORSCHE CLUB OF AMERICA, INC.

**MEETING OF THE
BOARD OF DIRECTORS**

July 12, 2022

A regular meeting of the Board of Directors of Lone Star Region, Porsche Club of America, Inc. (the “Club”) was held on July 12, 2022 at Einer’s Garage, 1102 Oliver Street, Houston, Texas 77007. The meeting was called to order by the President, Hector Martinez, at 6:30 p.m.

The President expressed the Club’s appreciation to Einer for the use of the Garage’s facilities for the meeting.

The following were present:

In Person	Via Teams	By Proxy
Hector Martinez	Stan Tripp	
Alastair Donald	David Diulus	To David Baxter
Mike Sergi		
David Baxter		
Andy Cao		To Bill Lyons
Doug Carroll		
Shane Dosser		
Pam Fitzgerald		
Danny Green		
Steve Jacoby		
Sean Lloyd		
Bill Lyons		
Eric Smith		
Melanie Thompson		
Zoltan Parmai		
Howie Lasseter	Child Advocates	

A quorum was established.

The Minutes of May 3, 2022, upon motion by Doug Carroll, seconded by Sean Lloyd were unanimously approved.

The President reviewed the Action Item List from the May 3 meeting:

ACTION ITEM LIST FROM MAY 3

Number	Date Opened	Description	Status
1		Find Chair for Charity	Mr. Tripp stated that he had identified Manesh Kumar as a potential candidate, but that Mr. Kumar was out of town on business.
2	8/4/2021	Find replacement for Goodie Store	Open
3	10/6/2021	Find replacement for Tour Chair	See below.
6	1/8/2022	Prepare Budget for magazine	Open
7	1/8/2022	Estimate revenues for magazine	Open
15	2/1/2022	Review / Rewrite job descriptions	Open
16	2/1/2022	Establish succession plan for each Office and Chair	Open
17	2/1/2022	Review Bylaws / Make appropriate recommendations	See below.
18	3/8/2022	Prepare rules for social media	See below.
19	5/3/2022	Contact Messrs. Carroll, Tripp and Van Landingham and obtain checkbook, credit card machine and financial books and records.	Mr. Sergi stated that he has required log ins and access and this item is complete
20	5/3/2022	Set a meeting for the Sponsorship Governance Committee	Tripp
21	5/3/2022	Repair Autocross timing display	Open

Mr. Baxter introduced Eric Smith to the Board and provided his background, including that he had been a member of PCA since 2015, had moved to Houston from San Antonio two years ago, that he was a graduate of Kansas University, currently employed as Chief Digital Officer at Memorial Herman, has a wife and two children, and owns four Porsches, one of which placed sixth in the Parade Concours last month. He stated that Mr. Smith and his wife, Shelly, had volunteered to assist the Club, were familiar with the roads west of Houston and in Hill Country, and enjoyed short and long road trips and identifying unique places to go, stop, explore and eat. Upon nomination by Mr. Baxter, seconded by Mr. Jacoby, Mr. Smith was elected as Tour Chair to fill the vacancy until the next elections of officers and directors.

Mr. Jacoby stated that new social media rules had been prepared but were still under review. He stated that there were some procedural issues that were being addressed.

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Mr. Sergi provided the Treasurer's report. He stated that the Club had net income of approximately \$50,000, \$444,000 cash on hand in its accounts, and \$7,100 in its Club Reg account. He noted that he had included a Management Report, including a Profit and Loss Statement and a Balance Sheet, for the period ended June 30 in the Agenda materials.

Mr. Sergi presented the Ramp System for payments and reimbursements. He noted that he could provide checks, if required. He noted that the Ramp System could provide virtual credit cards or physical cards. He noted that the Club would receive 1.5% back on expenditures.

Mr. Tripp provided the Member-at-Large report. He noted that to date the Club had 13 sponsorships in 2022 totaling \$33,333 and that \$29,500 had been received. He noted that he was working with two additional potential sponsors.

Mr. Tripp provided a report on Membership. He stated that the Club now has 1796 members which is the highest we have ever had.

Mr. Green stated that the informal Get Together for the Northeast at Motorwerks in Humble had a good turnout and he will consider making it permanent after a month or two if the attendance stays reasonable.

Mr. Dosser reported that the Autocross trailer had been moved to the Houston Police Academy and that he was working with Mr. Diulus to combine the Autocross and Car Control School trailers. He noted that Autocross needed a new timing display at an approximate cost of \$1300. The Board approved the non-budgeted expenditure.

Mr. Dosser reported that the Club had created an alliance with the University of Houston Sports Car Club and that the UH Club would provide corner workers in exchange for some track time.

Mr. Diulus reported that the June Car Control School had a good turnout of 28 students, that the next event would be November 19, and that Pat Schuler was assisting him and would probably assume the Chair next year.

Mr. Lyons provided the DE report. He noted that the last event was in March and that Schnellfest would be held in Austin on July 28 – 31. He stated that the Club was working with Tag Heuer to be a second supporter of the October DE along with Porsche North Houston. He noted that he, as CDI, was working with the Hill Country and Maverick regions to create an up-to-date list of instructors.

There was no report from Magazine.

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There was no report from Safety.

There was no report from Touring.

There was no report from Goodie Store.

Ms. Fitzgerald stated that she was planning a small dinner event in September with 25 or so people. She also noted that she was planning an end of the year event at Maggiano's on the basis that the members would pay a fee and the Club would underwrite a portion. The Board was of the consensus that this was a good approach.

Mr. Jacoby reported that he was looking for someone to assist with the YouTube channel.

Mr. Baxter reminded the Board that they had appointed a committee in January to review the Bylaws and propose amendments where it was appropriate to do so. He stated that the Committee had met six times for 1 ½ to 2 ½ hours, had discussed every provision in the existing Bylaws and had prepared a redline version for the Board to consider. He stated that the redline had been forwarded to the Board the previous week and had been available for review on the One Note application for several days. He noted that the proposed changes, generally, brought the LSR Bylaws into consistency with the PCA Model Bylaws, reflected the manner in which LSR operates, and/or established new procedures to be followed. Mr. Baxter reviewed each Article of the Bylaws, highlighting proposed changes or additions and invited questions or comments on each Article, individually. Issues were discussed and questions were answered by various committee members. There was extended discussion regarding the position of the Chief Driving Instructor ("CDI"). Mr. Baxter stated the CDI discussion had raised some new views and suggested that the Committee meet again to consider those issues. Mr. Baxter noted that once the Board approved the revised Bylaws, the Region Procedures Manual required that they be submitted to the PCA Policy Committee for review to determine if the region Bylaws were in consonance with the National Bylaws.

There was no other new business to discuss.

Upon motion duly made by the President, seconded by Mr. Carroll and approved, the meeting was adjourned at 8:30 p.m.

Hector Martinez
Hector Martinez, President

Respectfully submitted,

David K. Baxter
David Baxter, Secretary

ACTION ITEM LIST FROM JULY 12

Number	Date Opened	Description	Responsible Person(s)
1		Find Chair for Charity	Martinez / Donald / Tripp
2	8/4/2021	Find replacement for Goodie Store	Martinez / Donald
6	1/8/2022	Prepare Budget for magazine	Donald
7	1/8/2022	Estimate revenues for magazine	Martinez / Tripp
15	2/1/2022	Review / Rewrite job descriptions	All Directors
16	2/1/2022	Establish succession plan for each Office and Chair	All Directors
17	2/1/2022	Review Bylaws / Make appropriate recommendations	Baxter / Martinez / Carroll / Jacoby / Globe
18	3/8/2022	Prepare rules for social media	Jacoby
20	5/3/2022	Set a meeting for the Sponsorship Governance Committee	Tripp
21	5/3/2022	Replace Autocross timing display	Dosser