



MINUTES - 2022 ANNUAL GENERAL MEETING

Of the BMW Motorcycle Club of Aotearoa New Zealand Inc.

held VIRTUALLY on Sunday 13 February 2022 from 5-00pm

Present: President Garry Williams, Vice President Chris Souness, Treasurer Colin Gates,
Member Representative Philip King, Secretary David Ross
PLUS:
Log Ins to the Zoom meeting with 35 members shown. A minimum quorum of 25
members has been reached.

1. Welcome and Apologies.

Apologies: Membership Barry Petherick, Waikato Area Rep Paul Quilter,
Trish Plowright, Lance and Heather Nixon.

2. Like to take a moment to recognise the passing of David de Bruyn from BMW Clubs International. Let's take a moment silence to remember and recognise any members who has also passed in this last year.

Note: All Annual General Meeting matters were sent out to all club members either
electronically (multiple times) or posted to those members who have not recorded an
email address

3. [Minutes](#) of the previous Annual General Meeting.

Question from Gretchen Holland seeking clarification of the Cost of Membership to Clubs
International and clarification of the Boards position in sending a Board Member to the
Clubs International Meeting/s.

Response from President Garry Williams. Your query has two parts. 1) There is no cost
per se for membership to Clubs International. 2) Our club is working the with BMW Car
Club NZ around sharing the delegate role at Clubs International meetings. If we attend as
a Delegate, there is no cost to the club. If the Board deems it appropriate to send an
observer then there will be a cost to the club. There has only been a cost incurred once
in 2019.

Response from Gretchen Holland. I'd like it recorded that I'm against funding any Board
member to those meetings.

Minutes of the previous Annual General Meeting accepted

Moved: John Wuts Seconded: Dale Grover

4. Presidents Annual Report from the Board

Tēnā koutou katoa. Ki a tātou e tau nei, kia ora.

After the drama of 2020, I think we all looked forward to a much better 2021.

And what a start! The Annual Rally in New Plymouth was a brilliant weekend. Ray Senior and his team did a fine job of making sure everything ran like clockwork. The variety of rides and activities was outstanding, the venue and catering excellent, the band was okay, and everyone I spoke with said they were having a lot of fun.

I recall getting a bit emotional at the AGM as Vice President Grant Aislabie, Treasurer Robin Wood and Member Representative Dale Grover stepped down from the Board but was equally delighted to see Chris Souness elected as Vice President, Barry Petherick elected to take over Chris' role of Membership Secretary, Colin Gates elected as Treasurer, and Philip King elected as Member Representative. Mind you, we didn't lose Grant altogether as members voted unanimously that the Board would co-opt him as the honorary Legal Counsel/Advisor for the Club.

Although the year started well, my optimism proved to be short-lived. On Sunday 14 February, the Ministry of Health confirmed three new Covid-19 community cases in the Auckland region with a connection to Taranaki. This resulted in Auckland heading to Alert Level 3 and the rest of the country to Alert Level 2 until midnight the following Wednesday. A reduction to Alert Level 2 in Auckland and back to Alert Level 1 for the rest of us after only three days was welcome relief.

Fortunately, the whole country was back at Alert Level 1 well in time for the North Island RAG Rally at Taylor Memorial Lodge, Pokaka near National Park. The Rally ran over a two-night format again allowing for members travelling some distance to make the most of the whole weekend.

Unfortunately, by August everyone was back in lock-down at Alert Level 4 due to the emergence of the Delta variant. While relative short lived, our Auckland members then bore the brunt of Alert Level 3 restrictions for the best part of four months while the rest of us learned to live with Alert Level 2 until the introduction of the Covid Protection Framework in December.

This effectively put paid to events like the BMW Off-road Rider Training scheduled for October and the BMW GS Rallye in November, both due to be held in the Auckland region though we were lucky enough to be able to hold the South Island RAG Rally in Collingwood during November, albeit with numbers restricted. A big thank you to Peter and Sasha Brandon, by all accounts, those attending had a fabulous time.

Covid also meant that the 2021 BMW Clubs International Council meeting in Cape Town was cancelled. The Council's business part of the event still happened, which I attended via two on-line meetings (at 3:00 am our time!) on Monday 11th and Tuesday 12th October.

It was also a real shame to have to cancel the Area Representative's meeting in Wellington (twice), although we did manage to convene a virtual meeting in December with a modified agenda.

And, regretfully, we made the very difficult decision to cancel the 2022 Annual Rally in Methven. This was a particularly tough call as the Annual Rally is an incredibly important event for the Club and one of our favourite ways to celebrate its raison d'être.

Despite these challenges the Club had a reasonably positive year. Our membership numbers show an upward trend, which is at odds with what is happening for most clubs around the world.

There are 541 individuals or organisations following our Facebook page (up from 361 in 2020), which includes an open FB Group of 702 members (up from 416 in 2020) who share experiences and their vast technical expertise in all things, some even relating to BMW motorcycles.

2021 was also a milestone for 21 members with 10 or more years of consecutive membership. Usually, we would celebrate this achievement at the Annual Rally dinner, although that is not possible this time around. Our Area Representatives will receive certificates and badges to present to the following members:

30 Years	20 Years	10 Years
Barry Jagerma – Stratford	Paul Warner – Auckland	Ralph Moore – Christchurch
Murray Bublitz – Hawera	Eric Meinders – Dunedin	Geoff Gover – Waipu
John Utting – Hamilton	Richard and Janine Kuysten – Auckland	Graeme Duncan – Cambridge
Barry Willcocks – Balclutha	Tony O’Connor – Auckland	Barry and Barbara Petherick – Levin
Warren Sculpher – New Plymouth	Richard Gard’ner – Tuakau	Gordan Hartley – Christchurch
Chris Talbot – Hamilton	Tim and Anne Taylor - Porirua	David Hubble - Wellington

Congratulations to you all.

As we did last year, as the Covid situation escalated the Board met more regularly than the constitution says we should. For the best part of eight months we held monthly Sunday evening Zoom meetings, often just to stay in touch. To my colleagues on the Board, thank you for all you’ve done this year and the way in which each of you has undertaken your mahi. We’ve worked incredibly well together and it’s a real privilege to be part of a such great team.

Thank you to our Area Representatives for making local activities interesting and engaging for new members. There are plenty of posts on our group page and stories in our newsletter telling us this is so. I certainly appreciate the work you put in and do not take it for granted. In particular, I want to acknowledge Peter Nash, who is standing down as Wellington Area Rep after seven years of service, and Ray Senior who is standing down as Taranaki Area Rep after six years. I’m sure all our Wellington and Taranaki members and those from adjoining areas will join in congratulating Peter and Ray for a job well done. And a warm welcome to Denis Hulston and Scott Mills as they take up their respective roles.

Thanks also to our sponsors for their support over the year. We are particularly grateful for a very generous sponsorship package from Aon to be our preferred insurance partner and provider to members until 31 August 2022.

And to our Editorial team, Gear Shop, and website administrators and all the other great people who volunteer to help our club operate in the way it does, thank you.

Living with Covid in 2022 will likely mean assessing local risks and continuing to protect ourselves through vaccination, masking, and social distancing. I have no doubt we’ll continue to see quite different settings for our people in different regions, and that’s going to be the way it is for the foreseeable future. It’s going to mean more local, bespoke events for members to participate in rather than the larger national gatherings we’ve been used to in the past.

How this pans out will be a matter for the Board elected at the upcoming Annual General Meeting. You’ll no doubt be aware by now that I am not seeking re-election as President. It wasn’t a particularly hard decision, in the 27 years I’ve been a member of this Club I’ve served 18 years on its various Executive teams; three as Secretary, seven as Editor, two as Vice President, and the last six years as President. I’ve done my time and have other things I want to devote more of that time to.

It has been a genuine privileged to serve in each of these positions, especially as President, but it is the right time for someone new to take the helm and bring a fresh perspective to the Club’s future growth.

Finally, and most importantly, my deepest appreciation goes to all our members for without you the Club would not exist.

All the very best for 2022.



Garry Williams
President | BMW Motorcycle Club Aotearoa New Zealand Inc.

Board Report taken as Read by a majority show of Thumbs.

5. Treasurers Financial Statements for the Financial Year, Including:

Position for the twelve months ended 30th September 2021.

Please note that the accounts have been prepared on a 'Cash' rather than 'Accrual' basis and therefore do not take into account any outstanding debtors or creditors as at balance date. However, apart from normal operational income and expenditure the only abnormal income expected is \$2k sponsorship to BMW MC NZ.

Operational Income & Expenditure:

Income:

Total operational income for the period was \$39,593 compared to \$31,386 for the previous 12 months. Subscriptions continue on an average at approximately \$2.1k/pcm.

Expenditure:

Total operational costs for the 12 months - \$17,721. Items worth a comment are:

Administration-

\$162 - Down \$1,684 mainly as no Membership Blank Cards Purchased

Advertising –

\$131 – Down \$4,698 as no GS 40th Anniversary promotional material required.

Badges/Trophies-

\$1,403 – Down \$4,277 as no 'Special badges needed to be purchased

Travel & Meeting-

\$2,156 down \$5,112. Reflecting the impact of Covid-19 and our Board meetings being held online, as indeed will our Annual General Meeting 2022.

Surplus/Deficit-

Result for the year is an operating surplus of \$21,873 and after all 'Event' & 'Regalia' Income/ Expenditure is taken into account we have a surplus of \$28,016 for the 12 months. This has seen our Members Funds increase to \$61,306. It should be noted that at year end there were substantial funds (\$5,685 plus) held in the Event Account relating to the 2022 National Rally registrations, all of which have or are being fully refunded, as it is now an online only event.

Summary of Net Cash Generated by Special Activities:

Gear Shop –

Surplus \$1,011. Generated after sales, no stock held. The Board made the decision to no longer hold a stock of regalia. Favouring instead to have all orders placed by members through the website 'Shop' to be attended to directly by the suppliers.

National Rally/AGM 2021-

Deficit (\$3,310.47) after Registrations/Income of \$10,202/30 and Expenses of \$13,512.77. However, there was a net surplus of \$6,080.50 relating to the 2021 Rally accounted for in the Financial Accounts for the period to September 2020. This results in an overall Surplus for this event of \$2,770.03

Capital Expenditure:

The Club purchased a card printer earlier in 2020 at a total cost of \$2,083 which is being depreciated at 30%.

Cash Reserves:

We continue to hold \$15.2k on Term Deposit along with comfortable balances in both the 'Operational' and 'Event' current accounts. The Term Deposit account is earning .08% Interest

Subscriptions:

In terms of the Club's Constitution any increase/reduction in subscriptions and/or joining fees can and will, as cash flow dictates, be recommended to the executive at Board meetings and if accepted will be implemented. One could say that this year has been difficult for everyone but despite the financials showing a deficit I see no need to recommend any changes at this point.

Budget 2020/2021:

In terms of our Constitution I also present for your information an estimate of the operational Income & Expenditure for the current financial year to 30 September 2022.

This year like the previous one saw its share of challenges but hopefully things will prove a little easier to navigate going forward. I see no need to recommend any changes at this point.

Summary:

We have tried to host events but the Covid restrictions or the threat thereof across the regions determined otherwise. Hopefully 2021/2 will prove much easier to navigate.

I table this report and move the Statement of Financial Position as at 30th September 2021 & Budget Forecast to 30th September 2022 be accepted.

STATEMENT OF FINANCIAL POSITION as at 30 September 2021

	2021	2020
ASSETS:		
Current Assets:	\$	\$
Stock	N/A	N/A
Westpac main a/c	24,700	1,319
Westpac Event a/c	20,605	15,345
Term Deposits	15,168	15,168
Total Current Assets:	60,473	31,832
Fixed Assets:		
Computer Equip	2,629	2,629
Less Accumulated Depreciation	1,796	1,171
Total Fixed Assets:	833	1,458
Total Assets:	<u>61,306</u>	<u>33,290</u>
LIABILITIES:		
Current Liabilities:	0	0
Total Liabilities:	0	0
Net Assets:	<u>61,306</u>	<u>33,290</u>
MEMBERS FUNDS as at 30 September	2021	2020
Net assets 30 Sept 2020	33,290	39,167
Plus Cash Surplus Year to 30 Sept 2021	28,016	(5,877)
Assets 30 September 2021	<u>33,290</u>	<u>39,167</u>

STATEMENT OF INCOME & EXPENDITURE for the 12 months to 30 September 2020

	2021	2020
Operating Income:	\$	\$
Subscriptions	25,477	23,550
Advertising	13,630	6,264
Donations/Sponsorship	0	1,120
Badges	93	19
Interest (Gross)	184	433
Total Operating Income:	<u>31,386</u>	<u>33,780</u>
Operating Expenses		
Administration	162	1,846
Advertising	131	4,829
AGM Costs	0	2,500
Badges/Trophies	1,403	5,680
Bank/Poli Fees	2	2
Christmas Subsidy	1,615	906
Depreciation (Card Printer)	625	625
Insurance	1,386	1,374
Postage/Stationery	1,821	1,845
Newsletter production	4,949	5,537
Travel & Meeting (Inc Area Rep Meeting)	2,156	7,268
Website/Database Costs	2,948	1,789
Miscellaneous	523	202
Total Operating Expenses	<u>17,721</u>	<u>34,403</u>
Surplus from Operations	<u>21,873</u>	<u>(3,017)</u>

Net Cash Contribution This Financial Year from Special Activities

Shop	1,011	(3,341)
National Rally AGM 2020	-	(5,442)
National Rally AGM 2021	(3,310)	6,081
National Rally AGM 2022	5,685	0
North Island RAG Rally	(1,754)	930
South Island RAG Rally	4,511	(1,088)
Net Surplus / (Deficit) From Club Activities	<u>6,144</u>	<u>(2,860)</u>
Net Surplus/Deficit from all Activities	<u>28,016</u>	<u>(5,877)</u>

SUMMARY OF NET CASH GENERATED BY SPECIAL ACTIVITIES for Year Ended 30 September 2020

REGALIA SHOP

Sales	<u>3,000.00</u>
Less Cost of Goods Sold	
Opening Stock - Purchases	1,988.67
Less Closing Stock Sept 2021 -	
	<u>1,988.67</u>
Cash Surplus/Deficit Generated	<u>1,011.33</u>

NATIONAL RALLY AGM 2021

Income	10,202.30
	<u>10,202.30</u>

Expenses	13,512.77
	<u>13,512.77</u>

Cash Surplus/Deficit Generated *	<u>(3,310.47)</u>
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* **Note:** There was a net surplus amount of \$6,080.50 relating to the 2021 Rally accounted for in the Financial Accounts for the period to September 2020 resulting in an overall Surplus for this event of \$2,770.03

NATIONAL RALLY AGM 2022

Income Registrations to date	5,685.00
	<u>5,685.00</u>

Expenses Outgoings to date Insurance	-
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Cash Surplus/Deficit Generated	<u>5,685.00</u>
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RAG RALLY - NORTH ISLAND

Income 2021 - Registrations	1,940.00
Total income	<u>1,940.00</u>

Expenses	
RAG 2021	3,693.57
Total Expenses	<u>3,693.57</u>

Cash Surplus/Deficit Generated	<u>(1,753.57)</u>
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RAG RALLY - SOUTH ISLAND

Income 2020 – Registrations	958.00
2021 - Registrations	6,045.00
Total Income	<u>7,003.00</u>

Expenses	
2020 Rally Expenses	1,921.68
2021 Rally Expenses to date	570.00
Total Expenses	<u>2,491.68</u>

Cash Surplus/Deficit Generated	<u>4,511.32</u>
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Summary:

I remind those reading to be mindful that these accounts are prepared on a 'Cash' rather than an 'Accrual' basis. They are a snapshot of the accounts within the dates specified and do not take into account outstanding Debtors/Creditors or more relevantly this year, refunds.

We had tried to host events but the Covid restrictions or the threat thereof across New Zealand determined otherwise. Hopefully 2022 will prove much easier to navigate.

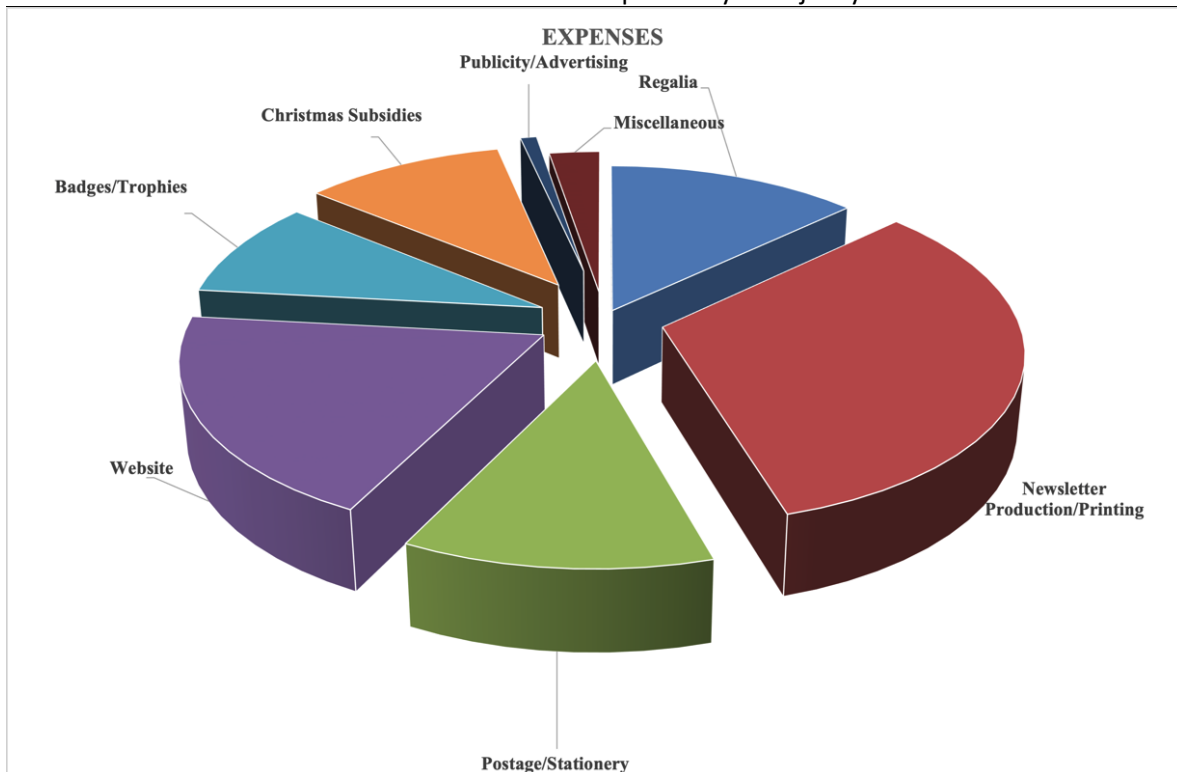
I table this report and move this Statement of our Financial Position as at 30th September 2021 be accepted.

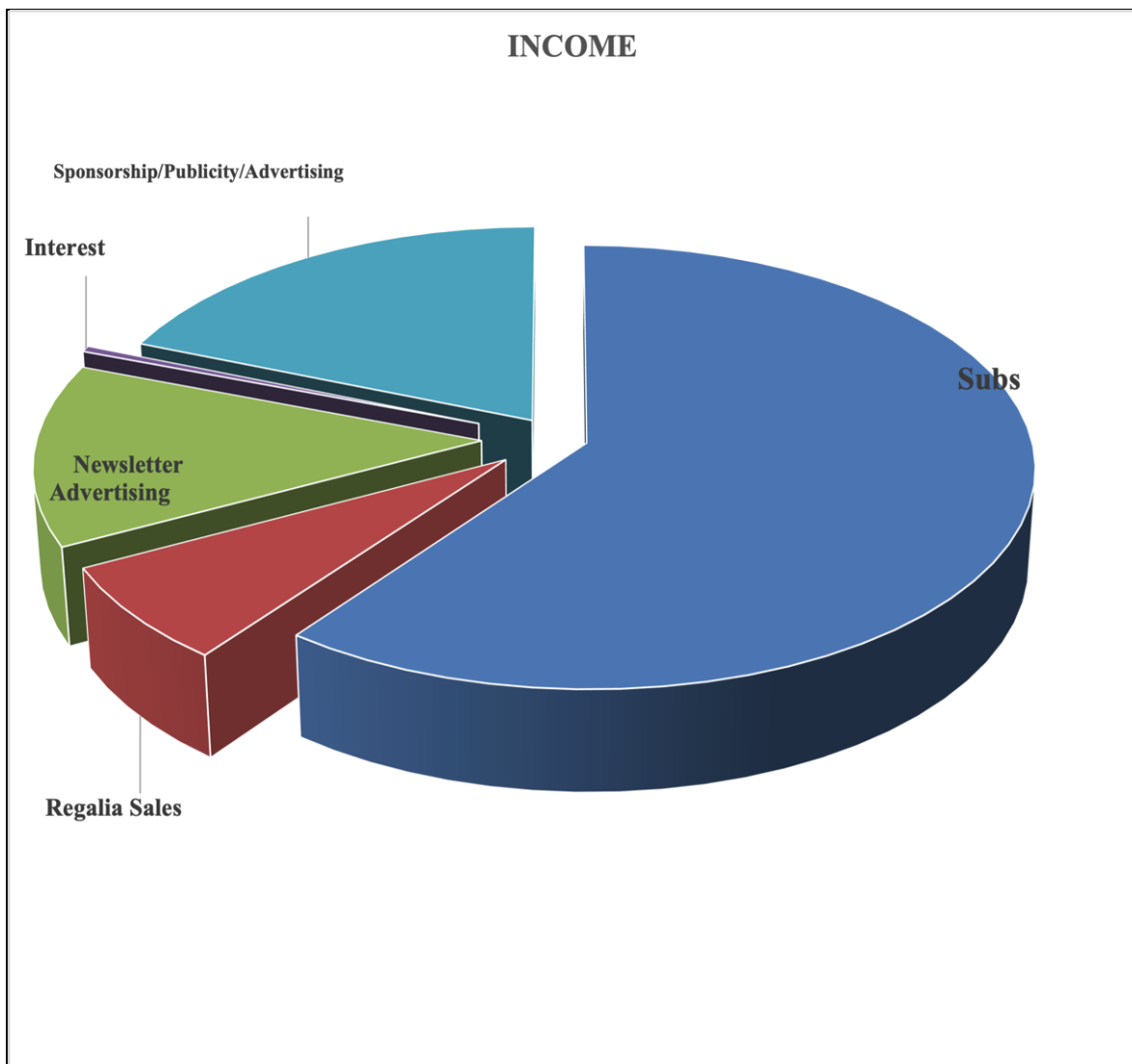
Question Robin Wood. The expenses for the North Island Rag Rally seem high.

Response Colin Gates: There are a couple of discrepancies that I am still working on, but the final numbers are correct as at September 2021. The same with the South Island Rag Rally in that some refunds were not processed before the end of the financial year, but will show in next year's accounts. Our accounts are healthy due to Covid cancelling some events. Advertising is both consistent and improving.

Financial Report accepted.

Moved: David Ross. Seconded: Neil Barnard
Voted completed by a Majority show of Thumbs





6. Remits

Remit 1: Notice of Motion to Change Board Position

Currently (and under the Constitution) the BMW Motorcycle Club Board consists of:

President	Vice President	Secretary
Treasurer	Membership Secretary	Member Representative.

This Remit proposes to change the role and title of the 'Member Representative' to 'Area Rep Liaison'. This would also require a change in wording to the Club Rules (also known as the Constitution) to be agreed by a two thirds majority at the Annual General Meeting (or a Special General Meeting).

Any subsequent Position Description is an internal document approved by the Board.

The Rationale behind this is as follows:

The term 'Member Representative' applied when the BMW Owners Register was based solely in Auckland. The 'Member Representative' would take matters supplied by Club members to the then 'Executive' meetings. This worked well on a local basis.

As the then club grew and branches started appearing around the country, Area Reps were introduced. Area Reps in effect superceded the 'Member Representative'.

The Position Description of 'Area Reps' is almost identical to the original and current 'Member Representative' position Description.

It seems illogical that the current role of the 'Member Representative' is almost the same as the 'Area Rep'. This remit proposes to change the role of the 'Member Representative' to a more functional 'Area Rep Liaison'.

The DRAFT Position Description places the emphasis on the role working with the Area Reps as opposed to the membership. This position (after consultation with the Board) would liaise with and co-ordinate all things relating to the Area Reps.

The Area Reps represent the members in their assigned areas. They would then have a single point of common contact with the Board.

This suggested change would also assist in placing the responsibility where it should correctly lie.

I propose that this Remit is submitted for the Annual General Meeting, with associated distribution prior so that the membership is included in any decision made.

If accepted, the Constitution would need changes to the following Sections:

- Section 7.1 Name change from Members' Representative to Area Rep Liaison
- Section 7.2.1 Name change from Members' Representative to Area Rep Liaison
- Section 7.2.2 Name change from Members' Representative to Area Rep Liaison
- Section 8.1 Name change from Members' Representative to Area Rep Liaison

Submitted by:



David Ross
National Secretary

Seconded by:



Garry Williams
President

Discussion: Overview given by Garry Williams:

Question Gretchen Holland: Do members now contact the Area Rep Liaison or the local Area Rep?

Response Garry Williams: The preference is that local members should contact their local Area Representative. However, there is nothing to stop any member contacting any Board Member as they do now.

Vote: Unanimous Vote indicated by all Thumbs present.

Remit 2: Amendment to Section 7.2.2 of the Constitution

Section 7.2.2 of the Constitution relates to the tenure of Board Positions. The current section reads:

7.2.2 The President, the Vice President, the Secretary, the Treasurer, the Membership Secretary and the Area Rep Liaison shall be elected for a term of two years with a maximum of three terms.

It has been suggested that this section can be confusing or misunderstood. In order to reduce any confusion of the Club's Constitution (which is a Living Document), it is proposed that Section 7.2.2 is modified to read:

The President, the Vice President, the Secretary, the Treasurer, the Membership Secretary and the Area Rep Liaison shall be elected for a term of two years and shall retire following a maximum of three consecutive terms. No less than two years must pass following retirement for re-election.

The modification removes any doubt as to the tenure of Board Members. I propose that this Remit is submitted for the Annual General Meeting, with associated distribution prior so that the membership is included in any decision made.

If accepted, the Constitution would need changes as outlined above.


Submitted by:

Seconded by:

Submitted by:


Phillip King
Area Rep - Bay of Plenty

Seconded by:


Grant Aislabie
Honorary Legal Advisor

Discussion: Overview given by Phillip King:

The purpose of this remit was to make a slight clarification regarding the tenure of Board Positions. No further questions or discussion

Vote: Unanimous Vote indicated by all Thumbs present.

7. Election of Officers (Conducted by Secretary David Ross)

- Election required for President: (One Nominations received)
 - Chris Souness - Wellington (prior nomination received)
 - No other Nominations received prior to the start of this meeting.
 - Declared that Chris Souness is appointed as President.
Supported by a full show of Thumbs

- Election required for Vice President: (One Nominations received)
 - Stephen Parkinson – Auckland (prior nomination received)
 - No other Nominations prior to the start of this meeting
 - Declared that Stephen Parkinson is appointed as Vice President
Supported by a full show of Thumbs

- Election required for Secretary : (One Nominations received)
 - David Fish – Auckland (prior nomination received)
 - No other Nominations received prior to the start of the meeting
 - Declared that David Fish is appointed as Secretary
Supported by a full show of Thumbs

8. General Business.

Statement: John Wuts. I like to give special thanks to the outgoing Board members for the work over the past 12 months. Thank you all.

Statement: Gretchen Holland. I'd also like to thank those standing for Board Positions and those who are standing down.

Question: Gretchen Holland. I've been trying to find the Membership Guide that used to be printed. It must be hard for new members.

Response: Garry Williams. New members are sent Membership Packs that gives all of the information about the club and what to access. David Ross will contact you and step you through it.

Question: Gretchen Holland. I've had problems with paying Membership Fees and I paid twice this year. Once manually and a second one from my Credit Card that I'd forgotten about.

Response: Chris Souness. There have been some issues with the Credit Card payments especially if the card has expired. The Treasurer, Membership Secretary and I will be reviewing that system shortly.

Response: Colin Gates. I'm pretty sure that everyone who paid twice thru that system has been refunded. Barry Petherick (Membership Secretary) is very good at pointing those out to me.

Statement: Chris Souness. I'd also like to give thanks to the outgoing Board Members. I recognise the huge effort that goes into running this club

Question: John Wuts. Where will the next Annual General Meeting be held?

Response: Phillip King: In the Bay of Plenty – Covid restrictions outstanding.

Statement: Gretchen Holland. I'd like to give congratulations on the current standard of the Newsletter.

Response: Colin Gates. Thank you. I'd like to again ask for any suggestions or material for the Newsletter. They now come out monthly and any ideas are always welcomed. (editor@bmwmc.nz)

Outgoing President:

This has been a weird year. Stay safe on your travels and make good decision. I declare this meeting closed.

Closed at 5.37pm