

Riesentöter Region, Porsche Club of America, Inc.
(a Pennsylvania Nonprofit Corporation)

Minutes of a Meeting of the Executive Board
Held
5 April 2009

A meeting of the Executive Board of Riesentöter Region, Porsche Club of America, Inc. was held on Sunday, April 5, 2009, at 5:00 PM EDT at the home of Maureen Sangiorgio. The voting members present in person or by conference telephone when the meeting started were Graham Knight, Joe Asher, Chris Karras, Steve Mankowski, Robin Zelinskie, Marty Kocse, Maureen Sangiorgio, Myles Diamond, Peter Majka and Brian Minkin, constituting a quorum. The voting members absent were Larry Herman, Francine Knochenhauer and Steve McMorn. Also present for all or part of the meeting were the following Appointed Officer members: Mike Andrews and Steve Meenan.

Graham Knight called the meeting to order and welcomed the members.

Chris Karras moved the adoption of the minutes of the Board Meeting held March 1, 2009, which had been distributed to the Board in advance of the meeting. Graham Knight seconded the motion and it carried unanimously. (Knight, Asher, Karras, Mankowski, Zelinskie, Kocse, Sangiorgio, Diamond, Majka and Minkin in favor; no one opposed; no one abstained)

Chris Karras noted that the Club had signed agreements with Summit Point Raceway Associates, Inc. and NJMP Management, LLC, as agent for New Jersey Motorsports Park, LLC covering the Club's DEs to be held at Summit Point on August 20-21, 2009, Lightning on June 3, 2009, and June 26-28, 2009, and Thunderbolt on July 15, 2009, and October 16-18, 2009. Chris requested that the Board ratify the agreement. Following brief discussion, Myles Diamond moved the adoption of the following resolutions:

RESOLVED, that the Lease Agreement (the "Summit Point Lease Agreement") dated March 2, 2009, between Summit Point Raceway Associates, Inc. and Riesentöter Region, Porsche Club of America, Inc., a Pennsylvania nonprofit corporation, be, and it hereby is, ratified and approved in the form presented to the Board; and that the Summit Point Lease Agreement shall be the valid obligation of and binding upon the Club in the form and content in which it was executed; and further

RESOLVED, that the four Facility Rental Agreements (the "NJMP Rental Agreements") dated November 25, 2008, between NJMP Management, LLC, as agent for New Jersey Motorsports Park, LLC, and Riesentöter Region, Porsche Club of America, Inc., a Pennsylvania nonprofit corporation, be, and they hereby are, ratified and approved in the form presented to the Board; and

that the NJMP Rental Agreements shall be the valid obligations of and binding upon the Club in the form and content in which they were executed; and further

RESOLVED, that the Track Chair of the Club be, and he hereby is, authorized and empowered, in the name and on behalf of the Club, to take any action (including, without limitation, the payment of expenses) and to execute and deliver all such further documents, contracts, letters, agreements, instruments, drafts, receipts or other writings that such officer may in his sole discretion deem necessary, appropriate or desirable to carry out, comply with and effectuate the purposes of the foregoing resolutions and the transactions contemplated thereby and that the authority of such officer to execute and deliver any of such documents and instruments, including, without limitation, any modification, extension or expansion, and to take any such other action, shall be conclusively evidenced by his execution and delivery thereof or his taking thereof.

Graham Knight seconded the motion and it carried unanimously. (Knight, Asher, Karras, Mankowski, Zelinskie, Kocse, Sangiorgio, Diamond, Majka and Minkin in favor; no one opposed; no one abstained)

Graham Knight reported on the Zone 2 Presidents Meeting held in Ranson, WV, on April 4, 2009. Representatives of the 10 PCA regions in Zone 2 heard reports from Vu Nguyen, PCA National Director, Manny Alban, PCA Vice President, and Tom Zaffarano, Zone 2 Representative, on matters of general interest to the regions, including particular attention to risk management. The region officers also shared their best practices with each other.

Graham Knight then requested that the Board members circulate brief status reports by e-mail about a week in advance of each Board meeting. That will save some time at the meetings, and still allow the Board to keep current on regular developments.

Chris Karras presented to the Board the list Steve Mankowski had prepared of the Club's depositaries and moved that the authorized signatories on the accounts be Graham Knight, Steve Mankowski and Myles Diamond. Graham Knight seconded the motion and it carried unanimously. (Knight, Asher, Karras, Mankowski, Zelinskie, Kocse, Sangiorgio, Diamond, Majka and Minkin in favor; no one opposed; no one abstained)

Chris Karras then asked the Board to consider the revised Document Retention Policy previously distributed to the Board. In particular, there are six categories of documents that account for most of the documents produced by the Club:

1. Organizational documents. Permanently.
2. Tax records. 7 years.
3. Board meeting materials. 3 years.
4. Bank records. 7 years.
5. Contracts. Life plus 3 years.
6. Insurance certificates, event reports and waivers. 4 years and 1 month.

The Board concluded that the Secretary should retain the organizational documents, Board meeting materials and contracts in the Club's minute book and that the Treasurer should retain the

tax records and bank records. After much discussion of who currently had the responsibility to retain the insurance certificates, event reports, waivers and incident reports, Joe Asher volunteered to research the matter and report at the next meeting at which time a further revised policy could be considered.

Peter Majka and Brian Minkin reported on their preparation of the new web site. Each Board member will be able to update the calendar and other event information as it relates to his or her area of responsibility. The new site will also provide RSS feeds and e-mail updates to subscribing members, permit integration, if desired, of the web forum, and otherwise streamline and improve the Club's web site. Brian stated that the new web site should go online by the end of April, and that the Board could see the current version of the new web site now.

Chris Karras presented an Annual Calendar of recurring events to assist the Board in planning. He noted particularly that the Pennsylvania statute governing the Club requires an annual report to members that is verified by the President and the Treasurer.

Robin Zelinskie reported on plans for the Club to co-sponsor a car show with John Kolesa on June 20, 2009, and the annual picnic on July 25, 2009, with a rain date on the next day. Robin asked for guidance on whether to charge a fee for the annual picnic. Steve Mankowski moved that the picnic be free to members. Myles Diamond seconded the motion and it carried unanimously. (Knight, Asher, Karras, Mankowski, Zelinskie, Kocse, Sangiorgio, Diamond, Majka and Minkin in favor; no one opposed; no one abstained)

Graham Knight reported on his efforts to attract a volunteer to assist with marketing the Club's various activities. The Board reviewed the "want ad" that Graham placed on the web site and a detailed discussion of the need and purpose of additional staff ensued. Following the discussion, the Board encouraged Graham to locate a communications and marketing volunteer and also an additional volunteer to assist in obtaining from PCA the many insurance certificates the Club's activities require.

The Board considered again the rates charged for advertising in Der Gasser. Mike Andrews and Maureen Sangiorgio volunteered to explore all the financial aspects of publishing Der Gasser, including postage rates, printing costs, advertising rates and use of color.

Robin Zelinskie reported that she would coordinate with Sutton Faller to prepare a survey of the members that would help guide the planning for the December member dinner.

Myles Diamond reported on DE registration procedures and status. Registration is now open to all Club members and payment may be deferred until later. After discussion with Steve Mankowski and others regarding the payment terms motorsportsreg.com provides the Club, Myles plans to require payment for those choosing the deferral option on or before the 60th day before the event. After advance notice to the members in an e-mail, Myles plans to open registration to the general public within a few weeks, perhaps with preference given first to the PCA members in other regions of Zone 2.

Marty Kocse reported that the Club's membership stood at 1,387. He also described the program to hold monthly breakfast meetings.

Joe Asher suggested that the Club sponsor a trip to a Phillies game. To hold the seats the Club would have to purchase the tickets and resell them to the members. Accordingly, Joe moved that the Club fund the purchase of tickets at a total cost of \$1,000 or less, with the tickets then being offered to the members at face value. Marty Kocse seconded the motion and it carried unanimously. (Knight, Asher, Karras, Mankowski, Zelinski, Kocse, Sangiorgio, Diamond, Majka and Minkin in favor; no one opposed; no one abstained) Joe also reviewed the next member meeting dates.

Marty Kocse confirmed that he will host the next Board meeting at 5:00 PM EDT on Saturday, May 9th.

The meeting adjourned at 8:00 PM EDT.

Submitted:



Christopher G. Karras
Secretary