



Jaguar Clubs of North America JCNA AGM BOD Meeting Minutes

Monday August 17, 2020

7:00 pm ET, 4:00 pm PT

Participants:

Ron Gaertner	SE RD	
Craig Kerins	SE RD - <u>Absent</u>	
Ron Wallis	SC RD	
Dave McDowell	SC RD, Elected Member to Exec BOD	
Mark Mayuga	SW RD	
Les Hamilton	SW RD, President	
Carole Borgens	NW RD	
Kurt Jacobson	NW RD	
John Boswell	NC RD, VP	
Mike Meyer	NC RD - <u>Absent</u>	
Bill Beible	NE RD	
Dean Cusano	NE RD	
Rob Thuss	General Counsel	
Bill Sihler	Treasurer	
Fred Hammond	JLR Liaison	
Jack Humphrey	Past Pres	
Bob Matejek	Secretary (non-voting)	
George Camp	Administrator (non-voting)	
Gary Vaughan	Business Mgr. (optional) (non-voting) - <u>Absent</u>	
Peter Crespin	JJ Editor (non-voting)	20 Invited

These Meeting Minutes are an exception to the distributed AGM Reports.

- BOD-1 Minutes from 6/15/2020 BOD Meeting Approved Bob
- BOD-2 **2002 Competition Awards**
 There are 14 Concours scheduled compared to the usual 20-23 events.
 There are Slalom and Rallies also on the schedule.
 We will proceed as it is a normal competition season with the usual year end awards.
- BOD-3 **AGM Funding - Corporate Policy (BOD Issue)**
 Approved by the BOD on 6/15/20 and again 8/17/20.
 Now to publish and implement.
- BOD-4 **Replacement NW Reps to:**
 Concours Committee - Tom Doyle and Concours Rules Committee - Vito Donatiello
 Les will make sure that the names are properly submitted.
 If the Committee Chairs approve, they will be added to the Committees on the JCNA Website.

BOD-5 The **upcoming JCNA BOD Meetings** are Monday evenings: 7:00 pm ET, 4:00 pm PT 12/14/20, 3/19/21 (at the AGM), 6/14/21, 9/20/21, 12,13/21.

Planned AGM Agenda

A-0	Agenda		yes NEW
A-1	Introduction	Les Hamilton	verbal
A-2	Introduction of the Board of Directors	Board of Directors	yes NEW
A-3	Delegate Roll Call	Bob Matejek	yes NEW
	There are still some delegates missing. Do the March delegates carryover to August???		
A-4	Administrative Instructions	Bob & Les	yes NEW
A-5	Approval of the 2019 AGM Minutes	Bob Matejek	yes
A-6	Old Business	None	---
A-7	New Business	Included in Committee Reports	---

Committee Reports:

			<u>Report?</u>
CR-1	President's Perspective	Les Hamilton	yes NEW
CR-2	JCNA Bylaw Revisions & Corrections	John Boswell	yes
CR-2a	Article III, Section 2 – Allow Clubs to produce electronic, not just print newsletters.		yes NEW
CR-2b	Article IV, Section 4 – Allow the AGM BOD Mtg be conducted electronically if not able to meet in person, encompassing all matters and votes.		yes NEW
CR-2c	Article IV, Section 10 – Competition Rules must be approved by a majority vote at an AGM and will take effect the following year. (with the escape clause.)		yes NEW
CR-2d	Article V, Section 6 – Updating the Bylaws to reflect CP C-0600-101 per to the IRS		yes NEW
CR-2e	Article VI, Section 1 – Allow the JCNA Secretary to have a vote at JCNA Meetings		yes NEW
	This has been put on hold due to the ambiguity of whether the Secretary has a vote or not. The Articles of Incorporation may need to be updated as well. JLRNA LLC is the current "Jaguar Car Company" and should be updated. Allow successive future Company names.		
CR-2F	Article IV, Section 6 – Changes required to allow the BOD to have online meetings		yes NEW
CR-2g	Article X, Section 1 – Added wording to allow the BOD to have online meetings		yes NEW
CR-2h	Article V1, Sect 9 – Allow online representation at any JCNA AGM or Special Meeting		yes NEW
	None of these proposals will allow an online AGM. That will take more investigations and revisions.		
CR-4	JLRNA LLC Liaison Report	Fred Hammond	verbal NEW

- CR-5 JCNA Treasurers Report Bill Sihler yes NEW
Year-End Competition Trophies will be expensed on the distributed year, not the earned year.
- CR-6 JCNA Financial Status and Possible Dues Increase Les and Bill no NEW
Expenses have been fairly consistent over the past few years. Out income has dropped with membership and without JLR support and payments. We will have just under one year's expenses (86%), held in reserve. Several areas of cost savings have been realized and are being investigated. Some items being given away will now be available for sale at The Store. 55 to 60% of the JJ costs are fixed no matter how it is published. Electronic distribution is now being investigated. All print, all electronic 50/50 and reducing to quarterly distribution are being investigated. All electronic, which could start in 2022, would alienate many members. Newsstand publishing is being investigated. Membership must expand as well as controlling the JJ expenses to stay on an even cost basis.
- Committee Recommendation: Mix of print and electronic publications, including newsstand sales. Increase dues by \$10 per year. Increase Lifetime Memberships, MAL's and Associate Dues. Eliminate printed membership cards. Focus on supporting the Clubs, Membership Growth and look for additional non-due's income opportunities and spending reductions. Delaying the dues increase beyond 2021 will delay our coming to a cost even basis.
- The previous dues increase was \$5 about 6 years ago.
Membership cards will be a part of the JJ fly sheet starting with Sept/Oct 2020.
The BOD voted unanimously to increase the dues by \$10 starting 1/1/22.
MAL's, Lifetime and Associates will not be changed. In 10 years, we have had 34 lifetime memberships.
- CR-8a Move the AGM to August. Dropped from the Agenda.
- CR-8c Proposal to not sanction events during the AGM and IJF Craig Kerins yes
Put on hold until the 2021 AGM when Craig is available.
- CR-8f Use PDF Concours Score Sheets Philip Lodge yes NEW
The JCC will accept this but they still want the original score sheets within 21 days.
- CR-10 Election Committee Report (2021) Gerry Ellison yes NEW
- CR-12 Membership Report Mark Mayuga & Nedra Rummel yes NEW
- CR-13 IJF and AGM Calendar yes NEW
- CR-20 Concours Committee Report Jim Sambold yes NEW
Jim S. already has the new NW committee member Les Garbutt accepted and listed.
The BOD had no problems with his nomination and selection.
- CR-22 Concours Rule Book Hal & Steve Kennedy yes NEW
- CR-24 Rally Committee Report Bill Beible yes NEW
- CR-26 Competition Insurance Coverage Gary Vaughan yes NEW
Insurance waivers need to be enabled for all three competition events.
We still don't have competition insurance for Mexico. Gary is still investigating.

CR-27	<u>Special Awards Committee Report</u>	<u>Bob Matejek</u>	<u>yes NEW</u>
CR-31	<u>JCNA Website Status and Update</u>	<u>Jack Humphrey</u>	<u>yes NEW</u>
	Still in shakedown. PayPal shipping charges were corrected. Ongoing work: Membership Accounts, BOT malicious accounts have been eliminated, some old website info still needs to be carried forward, setting up the members-only areas. Next phase enhancements are being collected.		
CR-32	<u>Jaguar Journal</u>	<u>Peter, Rob & Diane</u>	<u>no</u>
	Peter would like input on Member Spotlight, Insurance, Conference Call feedback, etc.		
CR-37	<u>2020 Event Roll-up</u>	<u>Jack Humphrey</u>	<u>yes NEW</u>
CR-39	<u>2021 AGM in Columbia SC</u>	<u>Rob/Les</u>	<u>no NEW</u>
Misc.	<u>Open discussion from the floor or phone</u>	<u>All the delegates and guests</u>	<u>none</u>

Bob Matejek
JCNA Secretary