



JAGUAR CLUBS OF NORTH AMERICA

AGM Meeting Minutes

March 27, 2010

The 52nd Annual General Meeting (AGM) being held in Indianapolis, Indiana was called to order at 7:30 am on Saturday, March 27, 2010 by JCNA President Steve Kennedy. Steve welcomed everyone and thanked the sponsors for helping make the event possible.

Note: References made to committee reports, bylaw changes and new business items are not reproduced in their entirety in the minutes as they were handed out to each delegate and officer and are available in the packet handout.

JCNA President Steve Kennedy introduced Dan Algarin, the Jaguar Cars Liaison and Ed Frazier, the Parliamentarian.

Motion by Rob van Westenberg to adopt the agenda as presented. Second by Dick Maury. Steve asked all the delegates if they had had the opportunity to go to the web site and review the agenda and most everyone did.

The 2009 AGM minutes were approved as presented.

Delegate Roll Call

Nelson said he had received dues from each of the current 62 JCNA associate clubs. This is the first time in 3 years that all clubs had sent in their dues before the start of the AGM.

Nelson Rath reported that two of the California clubs, the Visalia Club and the Central Coast Club, have decided not to renew their JCNA membership.

Sherman Taffel, JCNA secretary, reported there were a total of 62 clubs, ~~not counting the two that dropped out.~~ Of those 62 clubs, 61 clubs were represented by either delegates attending the AGM or by proxies. The Buffalo club is not represented.

Sherman Taffel reported that of the 61 club represented, there are 122 possible votes (78 delegates and 44 proxies) plus there are 14 director votes, including the Jaguar Cars liaison and the JCNA Administrative Manager and there are 3 officers for a total of 139 possible votes.

$122 + 14 + 3 = 139$ total possible votes for the 2010 AGM

Committee Reports

CR-1. Jaguar Cars Liaison Report

Dan Algarin, the Jaguar Cars Liaison, replacing Greg Sanguinetti, gave an update of Jaguar Cars. The new XJ will be available in May. Jaguar Cars plans to continue supporting JCNA and its affiliate clubs. Clubs should send in their request for financial support.

CR-2. Jaguar Cars –JCNA Liaison Report

Dennis Eynon, the Jaguar Cars –JCNA Liaison, was not present so no report was given.

CR-3. Treasurer/Membership Report

Treasury, JCNA Financial Statements

Nelson Rath reports that currently there is \$222,000 in CDs which are federally insured.

Nelson Rath reported that there was a loss of \$17,000 during 2009 due to due primarily to Challenge monies pledged but not received and JJ Ad dollars not received from Jaguar Cars.

Income from the Challenge Championship was \$51,000. Expenses were \$48,000 with around \$3,000 profit for the event.

Membership Records Report

Nelson reports that this was covered in the Delegate Roll Call information above.

Regalia Report-Nelson Rath reported that there are about 20 items in the JCNA regalia, counting polo shirts, with a little over \$2,000 in regalia sales in the 2009 year. He also reported that there were several items and that they were looked at being put on sale in the Journal.

Publications Report – George Camp has recently taken over the JCNA Publications. George said that everything he had asked for approval from the board was approved. He reported that he has put together one complete set of all JCNA Judges Guides and Technical Seminars. Chief Judges will be contacted and reminded the documents they need for a concours are available and that the documents can be ordered from the JCNA Publications portion of the JCNA web site.

The Board gave approval for George to spend up to \$1,000 to bring the publications up to date and offer them for sale on the JCNA web site. The web site will be updated and include pictures of each of the covers. George ran a random test and posted information offering the publications on several web sites just a few days before the AGM. George sold some 20+ publications for an income of \$300 gross sales.

The complete set of JCNA Judges Guides and Technical Publications has been on display the hospitality suite along with order forms. New clubs

will receive a complete set of these manuals. Chief Judges will be offered the complete set at cost.

CR-4 Nominating Committee Report

Brock McPherson reported that many of the ballots cast were invalid because people voted for someone in each region rather than just their own.

Regional Director Election Results: Brock introduced newly elected directors who will take office as of the end of the 2010 AGM

North West – Jan Whittlesey

North Central - Gary Kincel

North East – John Masters

South West – Jerry Nuijen

South Central – Brian Blackwell (reelected)

South East – Lou Kairys

Brock McPherson introduced Dick Maury as the JCNA Board of Director's selection for the office of JCNA president and asked for nominations from the floor. There were no further nominations. The vote was called for. Unanimously approved

Brock McPherson introduced D. Bryan Williams as the JCNA Board of Director's selection for the office of vice president of JCNA and asked for nominations from the floor. There were no further nominations. The vote was called for. Unanimously approved

Brock McPherson introduced Steve Kennedy as the JCNA Board of Director's selection for the office JCNA secretary and asked for nomination from the floor. There were no further nominations. Motion passed.

CR-5. Membership Outreach Efforts: PTS/ Membership Committee Reports

a. Passport To Service Report

Sherman Taffel reported that the PTS Program started in the 80's. PTS cards are included in the packet that each new Jaguar owner receives. In 2009, there were 178 responses. Those inquires go to the membership directors to follow up with the individual clubs We are going to send sample Jaguar Journals to all requests and we will no longer charge them \$5.00. JCNA will continue to work with Jaguar Cars to update the cards that are included in new car purchases.

b. Membership Committee

Lou Kairys reported that the biggest problem is it is difficult for potential members to get a hold of the clubs through the JCNA web site as much of the contact information is out of date. Please update your phone numbers, email address and return any email or phone messages left by potential new members. JCNA is down another 5% in membership for the second year in a row. We need to find a way to attract new members.

A discussion followed regarding membership.

Kurt Rappold responded regarding the PTS cards and was wondering if sending information electronically is the best option. The Florida club sends both hard copy and electronic to each potential new member in an effort to try to reach all interested members. Their club has grown from a membership of 60 in the past two years to currently 92 members.

Sherman clarified that sending PTS information to the club membership chair where the person lives and then it is the club membership chair chooses how to send information to those interested people. Brian Blackwell suggested cards be sent to both membership and presidents. John Larson says that membership is a very important topic and we/JCNA need to figure out ways to attract members with older cars and getting in touch with youth groups to attract younger members. Steve Hotari has had good results from a brochure he leaves at the dealership. JCNA does have "Join JCNA" brochures that can be requested from Nelson.

CR-6. Business/Insurance Committee Report

Purpose of Business/Insurance Committee

Bryan Williams reported that the purpose of the Business/Insurance Committee is to analyze and monitor the financial activities of JCNA, monitor JCNA insurance policies, negotiate JCNA Editor and Administrative Manager contracts, and support the administrative manager. The Bylaws, Corporate Policies and Corporate Procedures determine how the administration and the finances are handled with input from the Board of Directors. The Administrative Manager's duties encompass administrative responsibilities.

1. Administrative Manager/Treasurer/Roster Maintenance/Regalia

Nelson Rath continues to handle all four of these duties.

2. Accrual Accounting

Accrual accounting records revenue when earned and expenses when incurred regardless of when cash is received or expended.

3. JCNA Insurance

A) JCNA's insurance broker, J.C. Taylor, continues to provide JCNA with the following types of insurance:

- General Liability-provided for JCNA and affiliated clubs. The coverage limit is \$3,000,000 per occurrence with a \$4,000,000 aggregate amount paid out during a 12-month period.
- Directors and Officers Liability / Publishers Liability-provided for JCNA and affiliated clubs. The coverage limit is \$1,000,000 per occurrence and aggregate amount paid out during a 12-month period including defense costs.
- Inventory Property / Casualty-for JCNA only.

- B) Certificates of Insurance are required by most venues hosting JCNA events. Certificate of Insurance requests can be processed by downloading the form on the JCNA website.
- ~~C) The list of affiliates covered by JCNA insurance appears to be up to date.~~

JCNA Financials Information

- D) The income statement for the year ended 12/31/09 shows a net loss of approximately \$17,100 compared to a net income of approximately \$1,600 for the year ended 12/31/08. The downward trend in membership is affecting JCNA.

A preliminary draft budget for the year 2010 has been prepared by Nelson Rath and included in his financial report. Mr. Rath has projected an approximate net loss of \$7,900. ~~This is the first time for the budget to project a negative balance.~~

- E) JCNA Limited Review of Certain Accounts
R. L. Moore completed a review of certain accounts for the year ended 12/31/08. ~~The CPA report was essentially the same as their prior report.~~
- F) Administrative Manager
The Administrative Manager's contract with Nelson Rath has been renegotiated and his current contract is effective through 12/31/11.
- G) Jaguar Journal Editor
The Jaguar Journal's contract with Mike Cook of Plain English is effective through 03/31/12. Mr. Cook's search for an Associate Editor has concluded with the recommendation of Candy Williams for this position. Mrs. Williams' selection was approved by the board and she has been busy writing and editing Journal articles and assisting Mr. Cook with the Journal. Mrs. Williams' contract runs through 03/31/12.
- H) JCNA Dues
The JCNA annual dues were increased from \$20.00 to \$22.00 as recommended by the board and approved by vote at the 2006 AGM. Due to the substantial cash & cash equivalents reflected on JCNA financial statements, No dues increases are recommend at this time. However, if the net losses continue as reflected in the 12/31/09 income statement and the budgeted 2010 income statement, a dues increase may be advisable very soon. The Business Committee is recommending that there be no dues increase for this year.

CR-7. General Counsel Report

2009 was a very active year from a legal stand point. Jaguar Cars protects its logo very closely. JCNA does not have unlimited use of the Jaguar Cars logo. If you are changing your logo using the Jaguar Cars Leaper, Growler, etc., you must submit the proposed design to Steve Weinstein and he will submit it to the Jaguar Cars legal department to make sure they are consistent with their marketing strategies and they have the final say. Turn around roughly 30 to 60 days. This requirement should apply to event logos as well.

Jaguar Cars insists that you follow their current scheme if you are using the word “Jaguar”. A question was asked about using previously approved logos. Steve W says there is no problem with that. It is the new club or event logos that are the concern. Logos that you have been using for some time should be ok. It is just future use that is the concern.

Cliff was going to create a new logo for Challenge Championship. Dan Algarin said if a clubs need electronic art, please send him an email, dalgarin@jaguarlandrover.com and copy Steve Weinstein sweinstein@jcna.com, and they will start process.

When using the Leaper or Growler, they must always be on top. You cannot put the name of your event or local logo over the Jaguar Cars logos.

CR-8. Awards Committee Report

Kurt Rappold said that the trophy process went well this year. At the evening banquet he will be presenting trophies to those who are picking their trophies up rather than those who have asked him to mail the trophies to them. Kurt doesn't currently have email addresses to process trophies. He needs communication from trophy winners.

CR-9. Protest Committee Report

There were three protests for the 2009 competition year.

Protest #1

Dave Hershey, NCJOC Concours. His protest was that the cleanliness deductions were not properly documented. In reviewing his scoresheets it became apparent that there was a larger problem in that the deductions were totally out of line, ie way to high, for a car that generally scores quite well. I brought this to the Chief Judges attention and he allowed as how that judge had apparently not been putting the decimal in the proper location and he had adjusted some other scores to correct same. We did the same thing here, and Dave withdrew his protest being satisfied with the corrected score.

Protest #2

Andrew McIntock, NCJOC Concours 2003 XJ8. His protest was that based on the Driven Class rules regarding tires that his deduction for non matching tires was incorrect in that two of his tires were what Michelin claimed the "new model" for the tires he replaced (he had two new tires, and two old ones). I checked with Dick Cavicke regarding this as it has always been my understanding that all four tires had to match in Driven, just like Champion class. He agreed. I checked with the Chief Judge, and the tread pattern was different, hence the reason for the deduction. We allowed the judges ruling to stand. It is the committee's recommendation that this be clarified in the section regarding tires for the Driven Class so that there can be no confusion in the future.

Protest #3

Roger Eve, NCJOC Concours 1998 XK8. His protest was for a non-authentic deduction for Chrome wheels on his car. Roger provided the protest committee with a letter from Jaguar Cars saying that these wheels were a Jaguar part. We provided the information to the Chief Judge and the points were returned to the contestant.

CR-10. JCRC Concours Rules Committee Report

Dick Cavicke reports that he monitors the forums regarding complaints on rules and fields many questions throughout the year. He still needs judges guides for several marks. If you have an interest in helping with this, contact Dick. The judge's guides are dynamic documents. Changes are made as necessary. They are not static documents. If you find errors contact the author or Dick Cavicke.

The following Judges Guides are in active preparation:

<u>Model</u>	<u>Author</u>	<u>Status</u>
XK140	Gary Hagopian	In work. estimate 2011 completion
XK150	John Warfield	In work, delayed.
XK120	Godfrey Miller	In work, completion date uncertain

Guides with indefinite status:

<u>Model</u>	<u>Author</u>	<u>Status</u>
Pre-war/SS		?
XJ8, XK8, etc.	?	
XJS Post-Facelift	?	
XJ40, X300	Daniel Arsenault +	
Series 3 XJ6/12	Uncertain	

Several people have volunteered as helpers. The prospective leader is thinking about it.

~~Stew Cleave, formally of the Jaguar Owner's Club of Oregon has changed clubs to the Vancouver club as of May 1, 2010.~~

CR-11. Slalom Committee Report

Steve Weinstein said they have no rule changes for this year. They are looking at potentially splitting a couple of classes XJS and XJ6/XJ8 but this is only in the discussion stage. They don't see any significant reason to split them at this time. Dean Kasono set a new record 38.317 blazingly fast this year breaking 40 seconds. This is quite an accomplishment. They are looking at experimenting with trying a different sequence to change things up a little bit so they may try that with a couple of test clubs to see how it works out.

Participation in the program continued to increase in 2009 and the number of events being run has grown as well. It seems that club members enjoy driving their cars and the events have attracted many non-members, as can be seen by looking at many of the individual event results. A number of local clubs have reported that the slalom events are attracting interest outside of the clubs, and they have used them to recruit new members.

CR-12. Rallye Committee Report

Brian Blackwell reports that the results have been posted on the JCNA web site under the Rallye option.

CR-13. Publicity Committee Report

Candy Williams reports that the major 2009 events revolved around the San Antonio Challenge Championship and the 2010 AGM. Candy has started an electronic newsletter on a monthly basis. Any reports on events can be posted there as well. It is on the Home Page. Candy will be working on the Young Enthusiast's Program. She met with Thomas Hale, a 19 year old Jaguar enthusiast in Kentucky. He is working on starting a club in Lexington and is helping Candy as an ambassador to encourage young people to get involved. He is going to create a Face Book Page to help create interest. A 19 year old from Ottawa saw his article and they are emailing. Candy is organizing publicity regarding the 50th Year Anniversary of the E-type in conjunction with the 2011 Challenge Championship to be held in Dublin, Ohio.

Jerry Nuijen suggested we let the Lexington club start with less than 20 members so the clubs in their area will join and support them.

CR-14. JCNA Web Site Report

Pascal Gademer reports that he needs more content for the web site. Pascal can remove advertising that people have posted, sometimes in non-English languages, to the different forums. Candy suggested that we need to have a back up person so that we don't have to wait. Dick is going to get with Pascal and get this worked out.

Six advertisers have been added to the home page of the web. To qualify for being sponsors on the web site, they must either be current advertisers in Jag Journal or be approved by the board.

CR-15. Jaguar Journal Report

Mike Cook reports that the Jan/Feb and the Mar/Apr issue were late due to extenuating circumstances. JCNA has lost some advertisers in the Journal but have some new smaller ones coming in. Jaguar Cars is current with their advertising and finishing up the contract this week. We have gone to 100% color this year for only an additional \$350 per issue by changing printers. Beth, the person in charge of the final layout since 1993, has been a great help in negotiating this. Mike says the input has improved please keep it coming that really helps.

The Directors are hereby given an assignment by your editor. On your own or in consultation with other members, come up with at least one idea for the best way to judge all newsletters, on-line or printed. NOTE: Separate competitions for electronic and printed are not practical – many clubs offer both versions, not one or the other.

CR-16. Special Awards Committee

George Camp reporting for Hazel Beck, presented her report. The nominations for the various awards were up this year which is wonderful. Keep recognizing those people it is a great recognition.

The Fred Horner Sportsman Award commemorates Fredric S. Horner who was Executive Secretary of JCNA in the British Leyland years from 1970 to his retirement in 1979. ~~After his death in 1995, this award was established in 1996, proposed by Karen Miller and approved by the AGM delegates in San Francisco.~~

Requirements:

Requirements to qualify for the Fred Horner Award have been redefined are as follows:

The Fred Horner Award is given to the member who participates in all three types of JCNA-sanctioned events: concours, rally and slalom during the same calendar year.

To qualify for the Fred Horner Sportsman Award, members must complete 3 separate concours, 2 rallies and 1 slalom. The competition year extends from January 1st through December 31st of any given year. All JCNA-sanctioned events must be concluded by December 31st to qualify for the current year's standings.

Members may compete within their own regions or across regions. Participation in other JCNA-sanctioned events, held during Challenge Championship, Western States, etc., counts for consideration for the Fred Horner Award.

Club members may compete in either the Champion or Driven class, but not both, with the same car (as stated in the JCNA Concours Rule

Book). A member does not need to campaign all three events in the same Jaguar. For concours competition, the entrant must be the owner of the Jaguar as defined by current JCNA Concours Rules. For rally and slalom, the entrant need not be the owner of the Jaguar. In the rally, both the driver and the navigator are recognized as separate competitors, provided they are JCNA members in good standing. For the concours and slalom, the winner will be determined by the position achieved in his or her class at the end of the events. For the rallies, the position, if achieved, will be considered (i.e., 1st place, 2nd place, etc.).

In the case of a tie, the actual number of concours points and/or the actual time in the slalom will be used to break the tie. If the concours points and/or the actual time in the slalom scores are identical, both will be given identical awards.

After all scores for the current year are submitted, the winner will be determined by analysis of the final competition scores by the Special Awards Committee in January of the following year.

Old Business

Fall Board Meeting Approved Items

The fall board meeting was conducted quite successfully as an electronic meeting. The major items discussed were:

Advertising on the JCNA web site.

Steve Kennedy took this on in a way to help raise some money to pay for some of the web site expenses. Advertisers may have their ad placed on the home page of the JCNA web site under the following conditions:

- a. They only get their logo or a small area as determined by Pascal on the home page with a link to their site
- b. They have a link back to the JCNA web site
- c. There are no hidden links that would fish for sites or email addresses
- d. They are a current advertiser in Jaguar Journal or
- e. The board approves non-Jaguar Journal advertisers

George Camp was given the Go-Ahead at the fall meeting to proceed with the JCNA Resource Desk Program after the following items have been resolved and presented to the board at the AGM board meeting.

- ‘1. Verify that this will not affect our non-profit status –*Nelson confirms that it will not.*
- ‘2. Talk to JC Taylor about liability - *Steve Weinstein confirms that as long as JCNA is not lending tools out but just giving advice, there should be no problem.*
- ‘3. Some compensation for George’s efforts- *Right now George is not looking for compensation*
- ‘4. Archives can provide Jaguar Cars documents - *Mike Cook is willing to help where ever he can.*

- '5. Process to increase membership – *George will encourage non-JCNA members to join.*
- '6. Costs for the 800 number -
- '7. Web site support - *As this program develops, Pascal will help as needed.*

New Business

NB-1 Bylaw Changes

NB-1 a. ARTICLE II. MEMBERSHIP

Section 1. Member: Membership in JCNA shall be open to any Jaguar owner or person interested in Jaguar automobiles. Members of a JCNA club must have the approval of the club's officers of their application to JCNA. Husband and wife (family memberships) shall be listed jointly and shall collectively have the rights and privileges, as set forth in Article II, Section 2, of one ~~member~~ Member.

Reason:

Consistency

Unanimously approved.

“For purposes of JCNA Membership, the term “Member” is defined to include the primary member and his or her spouse or ~~significant other~~ domestic partner living in the same household, and children of the “member” up to and including the calendar year in which they turn 18 years of age. Additionally, JCNA will make available a Young Enthusiasts membership at a reduced rate for individuals 25 years of age or younger.” (2007 AGM)

Reason:

The term "significant other" has no legal definition. We request that "significant other" be changed to "domestic partner".

~~Jerry Nuijen~~

~~Jaguar Associate Group SW05~~

~~Reason: Jerry's club were told that in California, they should make this change because California does not recognize "significant other"~~

Motion by Jerry Nuijen, seconded by Howard Smith.

Discussion followed. : Steve W explained that 40 states don't recognize the term “domestic partner”. We are a private organization so we can define it any way we choose for our purposes. If they are not living in the same household, they don't fall in the category of a single membership.

Brock agreed with Steve W.

Jan Whittlesey called for the question. Chuck Taunt seconded.

Motion failed

NB-1 b ARTICLE II. Section 4. Revocation of Membership:

Current

Membership of any JCNA member may be revoked by a 2/3 vote of the board of directors at any regular or special meeting called or noticed for that purpose after a forty-five (45) day advance written notice of the reason for the revocation.

Proposed

Membership of any JCNA member may be revoked by a 2/3 vote of the board of directors at any regular or special meeting called or noticed for that purpose after a forty-five (45) day advance written notice of the reason for unethical conduct or conduct unbecoming a member of JCNA.

Motion to adopt by Sherman Taffel, second by Rob van Westenberg

Discussion: Steve Weinstein made a motion to amend as follows:

Membership of any JCNA member may be revoked by a 2/3 vote of the board of directors for any reason set forth in and pursuant to procedures established by JCNA corporate and administrative polices and remove the rest of the paragraph.

Second by Dick Maury.

Amendment Motion Passed

Vote on the amended motion
Unanimously approved

NB-1c ARTICLE II: Section 6. JCNA Event Participation

Proposal to add the following new section under Article II, Section 6.

It is the policy of JCNA that all affiliate clubs allow all JCNA members to participate in sanctioned competition events and to compete on an equal basis with all other participants in such events. A local club may only exclude a JCNA member in good standing from participating in a sanctioned competition event as further defined below.

(See packet for details on the rest of this proposal.)

Reason: Currently a club has the right to prohibit a JCNA member from attending a sanctioned event. There are no provisions for the Entrant to find out why they were denied entry.

Motion by Sherm, second by Rob van Westenberg

Discussion followed. Implications discussed at the executive session of the board meeting raise concerns that these issues need to be reviewed by JCNA legal counsel before this can be voted on. Local clubs are not run by JCNA and JCNA is just an umbrella organization. If we are changing the bylaw structure to this extent, then we assume control on this issue and are we then assuming that control in all areas. This can affect our insurance. We need to get clearance from our insurance carrier. There are also administrative and organizational implications.

Sherman Taffel made a motion to defer this to legal counsel.
Second by Ron Gattner.

Motion to defer, Passed.

NB-1 d **ARTICLE V., Section 1, Section 2 and Section 5. The secretary shall be appointed by the president ...**

Section 5. Powers and Duties of the Secretary: The secretary shall be appointed by the president and confirmed by a two-thirds vote of the Board of Directors. The secretary shall attend all sessions of the board, executive committee meetings (when requested), and all meetings of the members including the annual general meeting and act as clerk thereof, record all votes and minutes of proceedings in a book to be kept for that purpose and furnish copies of all such minutes to the directors. However, as a member of the executive committee, unless the secretary is a regional director, the secretary shall not have voting rights on the executive committee. The secretary shall cause to be given notice of all meetings and shall perform such other duties as pertain to the office including carrying on correspondence as directed by the president and the board of directors and maintaining files of such correspondence.

Pros-This will provide the opportunity for the position of secretary to have continuity beyond the term limits of a director who is also secretary, much as the position of treasurer provides continuity over the years.

Cons-Currently the position of secretary, an elected director, is a voting member of the Executive Committee. An appointed secretary, who is not already an elected director, will not be on the Executive Committee.

The solution to the secretary, and legal counsel for that matter, would be for the positions of both the secretary and legal counsel to be on the Executive Committee as non-voting members. They would still be voting members of the JCNA Board of Directors.

Motion by Sherman Taffel, second by Rob van Westenberg.

Discussion followed. Howard Smith says having the secretary not being a director doesn't seem logical to him.

Steve Kennedy clarified by saying that if the secretary is doing a good job and is term limited, then that person would not be able to be secretary.

Jerry Nuijen spoke in favor of this change and board will put things in place to keep the secretary from having power.

Steve W spoke in favor of this motion. In the past there has been a time when the secretary was not a member of the board of directors but was rather filling a position until the next election.

Sherman spoke in favor of this motion. Sherm was appointed to this position. He is looking for a way to best serve the position of secretary for JCNA.

Linda Bantus made a motion to table this discussion until after NB 1f "Term Limits". Second by Brian Blackwell.

(See the discussion for NB 1f)

After the discussion about NB 1f, Brian Blackwell made a motion to take the discussion about the secretary position off the table. Second by Steve Weinstein.

Motion to take discussion of the secretary position off the table passed.

From the discussion on the motion was ____

Steve Hotari asked if the secretary could be anyone from JCNA or had to be a former director.

Steve Kennedy answered that any JCNA member could be appointed by the president to fill the secretary position. Final approval must be from the board.

John Larson, If this passes, the secretary would be a presidential appointment with board approval and essentially become a director.

Steve W, "That is correct".

John Larson made a motion to call the question. Second by Rob van Westenberg. Motion passed.

Motion by John Larson to make the secretary a presidential appointment with board approval and shall be a voting member of the board but not a voting member of the executive committee carried with a 2/3 vote. Second by Rob van Westenberg. Motion passed.

NB-01e ARTICLE V., Section 7. Powers and Duties of the Legal Counsel:

(This would be a new section under Article V)

The legal counsel shall be appointed by the president and confirmed ...

In a discussion at the Friday board meeting, Steve W recommended that this proposal be withdrawn because it is not needed.

Steve Kennedy stated to the AGM delegates that this motion was withdrawn by the board.

NB-01f ARTICLE VI., Section 1. DIRECTORS Terms:

... Each director is limited to three consecutive terms on the board, not including partial terms served by appointment of the board to fill empty positions.

Proposal 1: Remove 3-term limit

Brock McPherson made a motion to remove term limits. Second by Sherman Taffel.

Discussion followed: Brock McPherson spoke about how hard it is to get people to be directors. Each region has the right to have people run and participate. If a region does not like a job a director is doing, they can vote for someone else.

Motion passed to remove the 3-term limit.

Proposal 2: Extend term limits to 4 terms,

Extend term limits to 4 terms, then the person cannot run for the position again, but could be appointed by the president, if no one else in the region was willing to run for the position.

Motion by Dick Maury, second by Rob van Westenberg.

Discussion: This proposal would allow someone to run for four consecutive terms as a director. They could then not run for director again.

If we have a region that doesn't have anyone to run, the director could be appointed by the president.

Stacy Lancaster asked for a clarification. We are now voting to impose a 4-term limit.

Steve W opposes the proposal because that person can never run again as a regional director.

Kurt Rappold said he served for 14 years so that regions can have coverage.

Linda Bantus move to amend the proposal to 4 consecutive terms with possibility running again after sitting out for 2 terms. Ron Kulaguski seconded.

Discussion followed. Linda Bantus said her reasoning is to not have a completely imbedded power structure.

Dave Gammrick said that if there are no term limits, we can keep good people in. If they are not doing a good job, the region can elect someone else.

Rob van Westenberg asked to called the question.

Vote to defeat adding 2 term lay out.

Motion passed to defeat the adding of the requirement to layout 2 terms before running again.

Vote to impose the four-term limit.

Motion defeated.

NB-01 g ARTICLE VII. Section 1. Executive Committee:

Current

Section 1. Executive Committee: The JCNA shall have an executive committee which shall consist of the president, vice-president, secretary and one director elected from and by the board of directors. The executive committee shall have and may exercise, when the board is not in session, the powers of the board of directors in the management of the business and affairs of the JCNA; but the executive committee shall not have the power to make or amend the By-laws of JCNA.

Proposed

Section 1. Executive Committee: ~~The JCNA shall have an executive committee which shall consist of the president, vice-~~

~~president, secretary and one director elected from and by the board of directors.~~

The JCNA shall have an executive committee that shall consist of the president, vice-president and one director elected from and by the board of directors. The executive committee shall have and may exercise, when the board is not in session, the powers of the board of directors in the management of the business and affairs of the JCNA; but the executive committee shall not have the power to make or amend the By-laws of JCNA.

Motion to accept the proposal as read by Bryan Williams. Second by Dick Maury.

Motion to amend by Steve Weinstein. He says he would like to add “Secretary and legal shall be considered members of the executive committee but shall not have a vote on the executive committee unless they are already directors.” Second by Lou Kairys.
Approved as amended.

Vote on bylaw change as amended. Unanimously approved

NB-01 h ARTICLE VII. Section 3. Executive Committee:

Section 3. Vacancies: Vacancies in the executive committee shall be filled by appointment by the president or acting president until the next meeting of the board of directors.

Reason: This is just a clerical correction.

Motion to accept by George Camp. Second by Lou Kairys
Motion carries. Unanimously approved

NB-2. Promotion of JCNA Life Membership

JCNA currently has for life members; Nelson Rath, Steve Weinstein, Jim Hendrix and Lisa Hendrix. This Life Membership was never promoted. JCNA either need to promote it or withdraw it and figure out if JCNA is going to return the money to the four Life members. Initially this proposal was to include a grill badge with Life Member on it.

Discussion followed.

Andy Bantus says JCNA needs to look at return on investment to see if it is enough to pay the dues for life expectancy.

Jerry Nuijen says to clarify this, this only pays JCNA dues. It does not pay local club dues.

Cliff Burk suggested a sliding scale for Life Membership depending on your age.

Brian B asked if we have to refund current life members. The answer is

NO, they are still life members. Stacy suggested giving Life Members to members who have been members for some time after being members a certain number of years.

Kurt Rappold says their club gives past presidents life time membership.

Sherm says that this was originally instituted to encourage more JCNA membership.

Steve Kennedy asked for a show of hands, not a vote, for those who might be interested in the Life Membership. There was a show of hands from the delegates that would be interested in becoming life members and the show of hands was very few indicating very little interest.

NB-3. JCNA Celebration of 50th Anniversary of the E-Type

Candy Williams reports that at the fall board meeting, approved was given to have an Official 50th Anniversary of the E-Type Celebration in conjunction with the Challenge Championship which will be held on July 6-9, 2011 in Dublin, Ohio. Jaguar Cars hasn't decided on an official date for a celebration. There has been the discussion of a possible trip to UK. Candy is looking into it. There will be some regalia available a pin and a badge there will be information forth coming.

The Dublin event will center around the Arthritis Foundation Classic Auto Show which will be held July 8-9. At this time, the Cleveland, Cincinnati, Pittsburgh and Indiana clubs have agreed to help the Jaguar Association of Central Ohio (Columbus) host this event. Jaguar will be the featured marque for 2011 at the Arthritis Foundation show.

Jim Baker and George Keller from the Jaguar Association of Central Ohio (Columbus) are the Challenge Championship contacts. Candy Williams is the contact for the 50th Anniversary of the E-Type celebration.

NB-4. Proposal for the Establishment of a JCNA Resource Desk Program

George Camp presented his new resource desk information. He is trying to help promote our club and find ways to attract new members and retain current members. This proposal gives people a chance to talk to someone at JCNA and provides an avenue to get answers both on technical matters and membership matters.

No action was taken on the proposal.

NB-5. JCRC Proposals-*Dick Cavicke*

- 1. Chapter I, Pages 3 and 4, Section E, Insurance: RELEASE OF LIABILITY**, add the underlined text to the form, immediately following the JCNA Number:

**“RELEASE OF LIABILITY
(If Entrant is not a JCNA Member, then the Special Event Member
Registration Form must be filled out and sent to JCNA along with a**

check for \$5.00. Continue with original **Section E text:** “You may either incorporate the above.....”

Adding the non-member information on the entrants form to have it emphasized to make sue that it is collected for the non-member and sent to JCNA.

Steve Weinstein noted that we don’t have to vote on this item. It is just a change to the form.

2. Chapter I, Page 4, Section F. Publicity, 1. Host Club Announcements,

a) Include: (second sentence) “Include an Entry Form listing Champion Special and Driven Division Concours Classes and a statement that Driven Division Entries less than 35 years old may not be trailered.”

This is another house-keeping item.

Motion by George Camp, Second by Rob van Westenberg

Discussion followed.

Rob then asked what happens to someone who wants to trailer a Champion and a Driven car less than 35 years.

Dick said it would not be allowed if the Driver car is less than 35 years old. This has no effect on Champion Division cars.

Unanimously approved.

3. Chapter II, Page 7, Section 4B. Special Division Classes,

Note 1. Class S1 includes b.

Change to: "Jaguar automobiles prepared for competition by ~~persons~~ recognized race organizations operating independently of the factory or by Jaguar Cars sponsored teams,..” to clarified who is qualified to prepare S1 cars, changing to professionally recognized race organizations.

Motion to accept as read by George Camp. Second by Dick Maury.

Discussion followed.

Motion to amend by Sherman Taffel to add the word "professional" to read recognized professional race organizations

Second by Rob van Westenberg.

Discussion followed. Jerry Nuijen asked for clarification of S2 class. These are personally prepared with race history amendment.

Dick Cavicke stated that this has no effect on S2 cars.

Unanimously approved
2/3 vote required to implement in the 2010 season

Unanimously approved

**4. Chapter III, Page 5, D.5.Certification Renewal for All Judges, Item b.
~~Delete: "Perform practice judging of one or more components under the supervision of the Chief Judge."~~**

Rationale for change 4: This procedure is now considered superfluous.

Motion by Dick Maury, second by Georg Camp
Unanimously approved

A 2/3 majority will be required to implement this change for the 2010 Concours season.
Unanimously approved

5. Chapter 4-Owner/Entrant Definition

A. Registration and Entering the Concours

Existing:

1. Entrant Spirit

~~**The Entrant is the person who registers the Jaguar...**~~

Change to read:

1. Entrant Spirit:

A. Registration and Entering the Concours

The Entrant is the person who registers the Entry. The Entrant must be:

- a. An individual or joint title holder of the Entry, or;
- b. An employee of a business or institutional title holder of the Entry who has been assigned its regular use, or;
- c. A lessee of the Entry, or;
- d. An immediate family member of one of the above.

Under whichever of these categories the Entrant qualifies, ALL requirements of legal ownership or entitlement must have been met by the Entrant in his or her state or province of residence or in the state or province of the Entry's registration. If requested by a concours official, that ownership or entitlement must be proven by presenting either the Entry's title or registration. Dealers and professional restorers may register their personal Entries for judging; however, they, too, must be prepared to show title or registration documents, proving their ownership of the Entry.

The Entrant, or an immediate family member, must present the Entry for judging and answer the Judges' questions. In the historical spirit of Concours d'Elegance, Entrants must refrain from registering Entries solely for economic or commercial gain. "For Sale" signs will not be allowed.

At the discretion of the host club, Jaguar dealers and professional restorers may be encouraged to present new, rare, or historically significant Entries and register them for Display Only Division. Display Only Jaguars shall not be judged as part of the JCNA competition.

The purpose of this proposal is to delete a loop hole of not actually owning the car.

Motion Dick Maury. Second by Georg Camp

Discussion followed.

Motion by Andy Banta to amend the proposal to clarify who determines these items specifically the term "immediate family member".

Second by Sherman Taffel.

Discussion followed.

Dick Cavicke says that the chief judge already has this authority. The rules already give the chief judge the authority to take care of these matters.

Amendment defeated.

Frank Zamaroni made a motion to amend the current proposal to include business literature so it would not be allowed on the vehicle or in the immediate area. Second by Rob van Westenberg.

Discussion followed. JCRC will look at adding advertising to the rule book.

Brock asked about sponsors who may bring their privately owned car and display items with their business name on it on their car.

Amendment defeated.

Original motion carried and approved 2/3 to implement for 2010

6. Chapter V, Page 5, Item C. EXTERIOR, 2. Paint Finish, a) Paint and Body Work. Add: **“Observe and deduct for mis-matched body colors. Protective clear bras are non-authentic.”**

Rationale for change: Mis-matched colors and clear bras not previously mentioned.

Motion by George Camp, Second by Jerry Nugen

Discussion followed. Jerry asked if there are there points associated with this deduction.

Dick Cavicke said, Yes.

Unanimous approved

A 2/3 majority will be required to implement this change for the 2010 Concours season.

Unanimous approved

7. Chapter V, Page 10, Section D. 5. INTERIOR b) Overmats (Footwell Rugs)
Change second sentence to read: “All factory fitted overmats shall be presented for cleanliness and condition judging outside the Entry and shall be assigned a non-authentic deduction if missing.”

Rationale for change: Judge guidance did not include the requirement to specifically judge the overmats for condition and cleanliness as well as authenticity.

Motion by George Camp, Second by Jerry Nuijen

Unanimously approved

A 2/3 majority will be required to implement this change for the 2010 Concours season.

Unanimously approved

- 8. George Parker from the JACNY proposed a rule change regarding bonus points for driving ones car to the concours.** It was reviewed and unanimously rejected by JCRC.

The change was not supported by the board.

Withdrawn by the board.

NB-5b. Appendix B-Tire and Wheel Info.

The Tire Appendix has been brought up to date to 2009. Tire data for the 2011 XJ sedan is not yet available.

NB-6. Rallye Committee Proposals

Brian Blackwell reports that currently, there are no proposed rallye rule changes.

NB-7. Slalom Committee Proposals

Steve Weinstein reports that currently, there are no proposed slalom rule changes.

NB-8. 2010 Western States

Richard Darnell gave a quick overview of the events to be held at the 2010 Western States in Santa Maria, California on April 20-23, 2010.

NB-9. 2011 Challenge Championship in Dublin, Ohio

The Jaguar Association of Central Ohio is proud to hosting the JCNA Challenge Championship in 2011. The event will be held on the grounds of The Dublin Metro Center in Dublin Ohio. The dates are July 6-9, 2011 and promises to be a great time for the whole family. This event, held in conjunction with the Arthritis Foundation Central Ohio Chapter's annual Classic Auto Show and Cruise In, will showcase 1500+ cars of all makes and models both foreign and domestic. Entertainment both Friday and Saturday nights adds to the festive atmosphere. Hotel accommodations are right next to the show field with trailer parking makes it very convenient. Hotel rates run in the \$100-115 range per night and there are several hotels right there on the site.

NB-10 Location for 2011 AGM

The Virginia Jaguar Club received approval from the delegates at the AGM to host the 2011 AGM in Richmond, Va. with Dr Ron Gaertner and David Harrison, their club president, as their 2011 AGM Chairs. They will present a power-point presentation at the evening's banquet.

NB-11 Location for 2012 AGM

The San Diego club was considering hosting the AGM but could not find a suitable venue at an affordable price.

The Sacramento club and the San Diego club are looking at ways to host the event in Las Vegas.

Note: After the AGM, the Phoenix club volunteered to host the 2012 AGM and will have a presentation for approval at the 2011 AGM in Virginia.

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Motion to adjourn by Bryan Williams, Second by Brian Blackwell.

The 2010 AGM was adjourned at 2:12 pm.

As per the bylaws, the new officers and board members take office upon the close of the AGM. With the official close of the 2010 AGM, Dick Maury becomes JCNA President. Steve Kennedy resigns as southwest regional director. Dick appoints Tom Krefetz as the new southwest regional director. As per the bylaw changes approved at the 2010 AGM, JCNA President Dick Maury appoints Steve Kennedy as secretary and asks for a vote from the new board. Steve Kennedy was unanimously voted in as JCNA Secretary.