



JAGUAR CLUBS OF NORTH AMERICA

AGM Agenda Items

March 26, 2011

- 6:30 am Breakfast**
7:30 AM Meeting Commencement
Noon Lunch
1:00 PM Resumption of meeting
3:00 PM Adjournment of Meeting

1. Welcome & Opening Remarks – **President Dick Maury**
Please silence your cell phones!
If your cell phone rings, please take your calls outside of the room
 - a. Introduce Parliamentarian – Cynthia Mayo
 - b. State of JCNA
2. Secretary Logistics & Report – **Steve Kennedy**
 - a. Adoption of 2011 AGM Agenda
 - b. Approval of 2010 AGM Minutes
 - c. Board of Director Roll Call
 - i. NW – Jan Whittlesey and Barbara Grayson (completing the term of Chuck Taunt)
 - ii. NC – Bryan Williams & Gary Kincel
 - iii. NE – Sherman Taffel & John Masters
 - iv. SW – Tom Krefetz & Jerry Nuijen
 - v. SC – Brian Blackwell & Enrique Vila
 - vi. SE – Dick Maury & Lou Kairys
 - d. Delegate Roll Call
 - i. Club Dues Received (thus authorizing delegates to vote)- **Deanie Kennedy**
 - ii. Number of delegates in attendance – **Steve Kennedy**
 - iii. Number of proxies represented-**Steve Kennedy**
 - iv. Total number of possible votes - **Steve Kennedy**

| | |
|----------------------------|-----------------------|
| 64 clubs * 2 votes each | = 128 potential votes |
| 00 delegate votes | 00 |
| 00 proxy votes | 00 |
| 12 regional directors | = 12 |
| JCNA Administrator | = 1 |
| Jaguar Cars Representative | = <u>1</u> |
| | 142 possible votes |

Committee Reports (Please submit your reports to the JCNA Secretary by March 1st)

- CR-1. Jaguar Cars Liaison Report – **Dan Algarin**
- CR-2. Jaguar Cars – JCNA Liaison Report – **Gary Kincel**
- CR-3. Treasurer/Membership Report – **Deanie Kennedy**
 - a. JCNA Financial Statements – **Deanie Kennedy**
 - b. JCNA Budget – **Deanie Kennedy**
 - c. Membership Records Report – **Deanie Kennedy**
- CR-4. Publications /Trophy/Regalia Reports
 - a. Publications Report – **George Camp**
 - b. Trophy Report – **George Camp**

- c. Regalia Report – *Steve Kennedy*
- CR-5 Nominating Committee Report – *Brock McPherson*
 - a. Regional Director Election Results – *Brock McPherson*
 - b. Slate of JCNA Officers for 2011 – *Brock McPherson*
 - 1. President – Dick Maury
 - 2. Vice President – Bryan Williams
- CR-6. Election of Officers
- CR-7. Membership Outreach Efforts: PTS/ Membership Committee Reports
 - a. Passport to Service Report – *Lou Kairys*
 - b. Membership Improvement– *Lou Kairys*
- CR-8. Business/Insurance Report – *Gary Kincel*
- CR-9. General Counsel Report – *Steve Weinstein*
- CR-10. Awards Committee Report – *Kurt Rappold*
- CR-11. Protest Committee Report – *Knick Curtis*
- CR-12. JCRC Concours Rules Committee Report – *Dick Cavicke*
- CR-13. Slalom Committee Report – *Steve Weinstein*
- CR-14. Rally Committee Report – *Brian Blackwell*
- CR-15. Publicity Committee Report – *Candy Williams*
- CR-16. JCNA Web Site Report – *Pascal Gademer*
- CR-17. Jaguar Journal Report – *Mike Cook*
- CR-18. Special Awards Committee Report – *Hazel Beck/George Camp*

New Business

NB-1 Bylaw Changes

NB-1a ARTICLE III. Minimum Number Of Members Required To Start A New Club

Section 2. Requirements:

Any group of 20 or more, unless otherwise approved by the JCNA Board of Directors, subject to Article II, may make application for club affiliation in JCNA. The group must submit, together with its affiliation application, a copy of its constitution or Bylaws. Granting of club membership will be contingent upon receipt by JCNA of the designated pro rata JCNA dues for the current year. The group must publish, at regular intervals, a newsletter or other publication which is distributed to members of the group.

Reason: Some clubs are having a difficult time initially finding 20 memberships (a membership is defined as a single person or husband and wife). When an effort to start a fledging club is presented to the board, the board needs the ability to approve it with less than 20 memberships if they think the potential club is viable.

NB-1b ARTICLE IV, Notification of Meetings

Section 2. third paragraph

The Secretary shall notify all JCNA members of the **annual** general meeting and post the **final tentative** agenda **on the JCNA web site and in the official publication to be mailed, postpaid, to each JCNA member at their address of record, by current day technology as agreed upon by the JCNA Board of Directors** at least thirty (30) days before the meeting.

Proposal #1: Add “annual” in front of “general meeting”

Reason: It is not currently specified which meeting is being referred to.

Proposal #2: Change “final” to “tentative” for the posting of the agenda.

Reason: The final agenda is approved the day of the agenda.

Proposal #3: Remove the requirement to post the agenda in the Jaguar Journal.

It is easier to read all three proposals as follows:

The Secretary shall notify all JCNA members of the **annual** general meeting and the **tentative** agenda **by current day technology as agreed upon by the JCNA Board of Directors** at least thirty (30) days before the meeting.

Reason: It is not practical to publish the agenda in advance in the Jaguar Journal, due to the long lead time required to get information into the Jaguar Journal and have it received in the time specified in the current bylaws. Adding “**by current day technology as agreed upon by the JCNA Board of Directors**” covers any future innovations for communication.

NB-1c

ARTICLE V. OFFICERS: Review of Administrator’s Contract Current:

Section 1. Officers: The officers of JCNA shall be the president, vice-president, secretary and treasurer. The president and vice-president must be elected members of the board of directors. The secretary must be a member of the board of directors. The secretary must be a member in good standing of JCNA, and serve at the discretion of the board of directors, but not to exceed two years without review, with approval of a two-thirds vote of the Board of Directors, and shall be member of the board of directors during such service.

Current:

The treasurer must be a member in good standing of JCNA, and serve at the discretion of the board of directors, but not to exceed three years without review, with approval of a two-thirds vote of the Board of Directors, and shall be a member of the board of directors during such service. (2010 AGM)

Proposed:

The treasurer must be a member in good standing of JCNA, and serve at the discretion of the board of directors, but not to exceed ~~three years~~ **the term of the contract in force** without review, with approval of a two-thirds vote of the Board of Directors, and shall be a member of the board of directors during such service.

Reason: The above paragraph regarding the term the treasurer is to serve without review was previously 2 years. It was changed at the last AGM because the former JCNA Administrator’s contract was a 3 year contract. The current Administrator’s contract is for two years. It would be better to define the term in the bylaws to just match that of the contract.

ARTICLE IV. MEETINGS

Section 2. Annual General Meeting Notices and Deadlines: The JCNA Secretary shall post the dates and places of future AGMs on the JCNA web site and in their official JCNA publication to be mailed, postpaid, to each JCNA member at their address of record no later than **sixty (60) days** following such determination.

All proposals to be presented at an AGM must be submitted to the JCNA Secretary at least **sixty (60) days** prior to that AGM. It is the duty of the JCNA Secretary to remind the members regularly of the submission deadline.

ARTICLE V. OFFICERS: ELECTION AND APPOINTMENTS

Section 2. Election of Officers: Annually, by January 15th, or upon notification of being newly elected, each member of the board of Directors desiring to be considered for a JCNA officer position shall notify the Nominating Chair of his willingness to serve. Only elected Regional Directors are eligible to be nominated for President and Vice-President.

The Nominating Committee, annually, at least **eight (8) weeks** prior to the AGM, will prepare a list of one or more candidates each for president and vice president and present it to the affiliates.

ARTICLE X. AMENDMENTS

Section 1. Amendments: These bylaws may be amended at any annual general meeting or special meeting by a vote of two-thirds (2/3) of the voting members present, or represented by proxies, provided a copy of the proposed amendment(s) has been included in the call of the annual or special meetings at **least 8 weeks** prior to the AGM.”

Proposal: Change all deadlines to 60 days before the AGM.

Reason: Consistency, 8 weeks is January 29, 2011; 60 days is January 25, 2011.

NB-1e **ARTICLE VI. DIRECTORS**

Current:

Section 5. Elections: Voting for the election of regional director will take place by means of a ballot which must be mailed to the members not later than October 31, either as a supplement of the JCNA official publication, or by mail, postpaid, to such address as appears on the JCNA master roster of members as of the September/October Jaguar Journal Mailing label cutoff date. Ballots voted will be authenticated by placing the voter's affiliation number, regional initials, and JCNA member number on the ballot. Ballots must be completed and returned by mail and must be received at the designated location no later than the date specified. The designated address shall be determined by the Nominating Committee, but shall not be the address of any JCNA member.

Proposed:

Section 5. Elections: Voting for the election of regional director will take place by means of a ballot which must be mailed, **or otherwise made available to each JCNA member as determined by the executive committee,** to the members not later than October 31, either as a supplement of the JCNA official publication, or by mail, postpaid, to such address as appears on the JCNA master roster of members as of the September/October Jaguar Journal Mailing label cutoff date, **or to members as otherwise determined by the executive committee.** Ballots voted will be authenticated by placing the voter's affiliation number, regional initials, and JCNA member number on the ballot **or as otherwise determined by the executive committee.** Ballots must be completed and returned by mail **or as otherwise determined by the executive committee** and must be received at the designated location no later than the date specified. The designated address shall be determined by the Nominating Committee, but shall not be the address of any JCNA member.

NB-2. JCNA Administrator

NB2.1 Privacy Policy for club information gathered at the JCNA level
(Club email addresses and Jaguar cars owned)

NB2.2 Membership

New Membership Category-Dick Maury

Proposal a No-Frills \$10.00 per year membership. The purpose of this no frills membership would be to provide a way for potential members who attend concours and currently pay the \$5.00 event fee to be a member for the entire year. By getting their contact information, this would provide a way for clubs to get new members.

NB2.3 Promotion of JCNA Life Membership-*Deanie Kennedy*

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

NB-4. Promotion of the JCNA Resource Desk Program – *George Camp*

NB4a. New Technical Support Hotline

NB4b. New Shoppe Forum

NB-5. JCRC Proposals-*Dick Cavicke*

NB-6. Rally Committee Proposals-*Brian Blackwell*

NB-7. Slalom Committee Proposals-*Steve Weinstein*

NB-8. 2011 Challenge Championship in Dublin, Ohio – *Jim Baker*

NB-9. 2012 Western States,

NB-10 Location for 2012 AGM

The Phoenix club had expressed an interest in hosting the 2012 AGM.

Support our Supporters!

Adjournment of Meeting