

By Laws
of the
San Antonio Jaguar Club, Inc.

Article I.

Section 1. NAME

The name of this organization shall be the **San Antonio Jaguar Club, Inc.**, and hereafter known as "Club."

Article II.

Section 1. PURPOSE

The purpose of this Club is to promote and encourage recreation, pleasure, and enjoyment, and appreciation of Jaguar motorcars and other non-profit activities desired by its members.

Article III. Membership

Section 1. QUALIFICATIONS

Membership is open to those persons not less than 18 years of age, unless married, who own Swallow, SS, SS Jaguar and/or Jaguar motorcars and are interested in promoting the purpose of this Club. Family membership shall include the husband, wife, children under 18 years of age, and children under 22 years of age, who are full-time college students, or a dual membership as approved by the Executive Committee. Membership is open to those persons not less than 18 years of age, unless married, who do not own Swallow, SS, SS Jaguar and/or Jaguar motorcars but aspire to own aforementioned motorcars and are interested in promoting the objective of this Club.

Section 2. VOTING

A vote is allowed for each full member present at the time of voting, with a maximum of two votes allowed per family or dual membership when both members are present.

Section 3. GUESTS

Guests are encouraged to attend the local meetings of the Club and may participate in Club-sponsored activities except those activities specifically limited to active members.

Article IV. Dues and Funds

Section 1. FISCAL YEAR

The fiscal year shall be consistent with the calendar year.

Section 2. DUES

Dues shall be set annually by the Executive Committee.

Section 3. SIGNATURES

Orders for payment of monies, notes or other indebtedness issued in the name of the Club shall be signed by those Officers as designated by the Executive Committee.

Section 4. DEPOSITS

All funds not otherwise employed shall be deposited to the credit of the Club in such government-insured depositories as the Executive Committee may select.

Section 5. AUDIT

There may be an annual audit of the books as of December 31, or any other time deemed advisable by the Executive Committee. The Executive Committee shall designate the auditor.

Section 6. NON-PAYMENT OF DUES

Those members failing to pay annual dues by February 28th, each year shall be dropped from the membership list of the Club.

Section 7. DISSOLUTION

In the event of dissolution of the Club, any remaining assets shall be distributed to an organization exempt from taxes under Internal Revenue Code, & 501(c) or to the State of Texas.

Article V. Nomination and Election of Officers

Section 1. ELECTION

There shall be an election of officers and directors at the annual meeting each December. These officers (one-year term) and directors (two elected each year for two-year terms) shall take office on or about January 1.

Section 2. DEFINITION

The Elected officers shall be President, Vice-President, Secretary, Treasurer, Technical Officer, and Communications Officer.

Section 3. ELIGIBILITY

The only person eligible to hold office shall be those who are members in good standing.

Section 4. NOMINATING COMMITTEE

There shall be a nominating committee of five members appointed by the Executive Committee prior to September 15th each year. Not less than two or more than three officers of the Club shall serve on the nominating committee. Only people who have been full members for the preceding twelve months shall be eligible for membership of this committee. A list of all previous officers and directors for the immediate past three years shall be available to the nominating committee for review prior to their selection of a slate of officers.

Section 5. NOMINEES

The nominating committee shall present a slate of officers consisting of one nominee for each officer's and director's position to the Executive Committee for review at least one month prior to the December meeting. Two of the nominees for officers and one of the four nominees for directors shall be a prior officer or director in order to preserve continuity. The past President shall be a chair and 4 members appointed by the Executive Committee. Upon review by the Executive Committee, the slate shall be presented to the general membership in an email or other form of communication, announcing the annual meeting date and location. Ballots shall be emailed with the aforementioned communication to accommodate Proxy and absentee votes which may be withdrawn and replaced by voting in person at the annual meeting. Further nominations may be made from the floor. Consent to serve shall have been secured from all nominees.

Article VI. Officers

Section 1. DUTIES OF OFFICERS

A. PRESIDENT

The President shall be the principal executive officer to the Club and shall supervise and coordinate all the business of the Club. The President shall perform the following specific duties.

1. Preside at all meetings of the general membership and Executive Committee.
2. Sign any instruments which the Executive Committee has authorized to be executed, except in cases where the signing and execution thereof shall be expressly and safely delegated by the Executive Committee to some other officer or agent of the Club.

3. Appoint a successor to any office that has become vacant, other than the Presidency, before the next meeting of the general membership, with the approval of the Executive Committee.
4. Perform all other duties as may be prescribed by the Executive Committee.
 - a. In the absence of the President, or in the event of his/her inability or refusal to act, the Vice-President in order of succession shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all of the restrictions of that office.
 - b. In the event of a vacancy in the office of the President, the Executive Committee shall meet and appoint a replacement.
5. Term of office is limited to two consecutive years.

B. VICE-PRESIDENT

The Vice-President for Concours shall plan and coordinate all events related to the San Antonio Jaguar Club, Inc., *Concours d'Elegance* and other duties assigned by the President.

1. Establish, revise and/or regulate the rules relative to the operation and judging of the San Antonio Jaguar Club, Inc., *Concours d'Elegance*.
2. Coordinate the Club's *Concours d'Elegance* date, rules and operation with the Jaguar Clubs of North America, Inc., to ensure compliance with national rules and policy.
3. Be responsible for all mailings and publicity related to the Concours.
4. Appoint necessary committees relative to the operation of the *Concours*.
5. Report the *Concours'* results to Jaguar Clubs North America, Inc., for inclusion in the overall standings.
6. Preside at all meetings and other club functions in the absence of the President.
7. Admit members and provide name tags at regular meetings of the general memberships and at special events where required.

8. Place Club posters and announcements in local parts houses and the local Jaguar dealership to advertise the Club and its activities.
9. Provide membership information and applications to the local Jaguar dealership for purchasers of new Jaguar motorcars and act as a liaison with the dealer in obtaining member information relative to the purchasers of Jaguar motorcars.
10. Shall periodically, as directed by the President, place advertisements in newspapers relative to membership and Club functions.

C. TECHNICAL OFFICER

It shall be the duty of the Technical Director to provide the Club with regular flow of technical information and activities about Jaguar cars and their maintenance, repair and care, and other duties assigned by the President.

1. Establish a database or list of resources for Jaguar cars so that Club members may have an informational resource to help solve repair issues.
2. Educate Club members periodically about various technical aspects of Jaguar Cars in written form on the Club website or as videos or slide presentations on the Club's Facebook page.
3. Periodically organize technical demonstrations or hands-on workshops on how to solve various repair and maintenance issues.
4. In general, advance each Club member's understanding of how various subsystems function in Jaguar cars.
5. Educate Club members in ways to prepare a vehicle for Concours competition.

D. SECRETARY

The Secretary shall be the official business recorder of the Club.

1. Keep the Minutes of the Executive Committee, Officers and General Club meetings.

2. Be custodian of the records of the Club, including an accounting of members in attendance at General Meetings and activities for future planning and determination of Outstanding Club Member.
3. Shall act as Parliamentarian at all meetings.
4. Shall perform all other duties as may be assigned by the President or the Executive Committee.

E. TREASURER

The Treasurer shall be responsible for all financial matters of the Club.

1. Receive and disburse all Club funds.
2. Maintain accurate and complete financial records.
3. Prepare quarterly financial statements which shall be presented to the Executive Committee and an annual statement for the general membership at the annual meeting.
4. Maintain all prior year's bank statements, cancelled checks, tax returns and other financial data as needed for audit and IRS purposes.
5. Distribute, receive and process applications for new memberships.
6. Process membership renewals.
7. Maintain membership records and provide mailing lists for the other Officers.
8. Maintain and provide a roster of individual membership for the general membership on a quarterly basis.
9. Prepare tax returns if required and file them timely.
10. Shall perform all other duties as may be assigned by the President or the Executive Committee.

F. COMMUNICATIONS OFFICER

It shall be the duty of the Communications Officer to make sure that Club members are informed on all Club matters in a timely manner. In lieu of a formal newsletter distributed to Club members, the

Communications Officer shall make sure that notices of all activities and material developments within the Club are available on the Club's website and Facebook or Instagram pages, or any other communication media available at that time, and other duties as may be assigned by the President.

1. Regularly remind and encourage Club members to post photos and captions of recent outings and activities on the Club's social media pages.
2. Regularly remind and encourage Club members to visit the Club's social media pages to stay up to date on Club activities.
3. Encourage Club members to post Club photos and comments on their personal social media pages to spread our message more widely.
4. Coordinate with the Club Secretary to make sure that the club minutes are posted on the Club's website in a timely manner.
5. Coordinate with the Club President and Secretary to make sure the activities calendar on the website is current and accurate.
6. Regularly monitor the Club's social media pages and comment on members' postings to encourage discussion among members.
7. Periodically remind members how to post and comment on the Club's social media pages.

G. DIRECTORS

There shall be four directors, two elected each year for a two-year term, in accordance with Article V, Section 1, above. At the next annual meeting following adoption of these By-Laws, two directors will be elected for a two-year term and two for a one-year term.

Section 2. ANNUAL REPORTS

All officers, and committee chairpersons shall file written reports with the President in advance of the annual meeting, which reports shall be kept on file with the Secretary's records. The President shall summarize all of the officer's reports at the annual meeting.

Article VIII. Executive Committee

Section 1. MEMBERSHIP

The Executive Committee shall be composed of the current officers and directors of the Club, with the immediate past President serving as an ex-officio member without voting privileges.

Section 2. RESPONSIBILITIES

The Executive Committee shall be responsible for managing the business affairs of the Club. It may authorize any officer or agent to enter into specific contracts or execute and deliver specific instruments in the name of the Club. Such authority shall be limited to specific instances in accordance with Article II, Section 1. Further, it may authorize any officer or agent to enter into any non-contractual agreements as needed to conduct the activities of the Club.

- A. The Executive Committee shall review the Nominating Committee's slate of officers and directors.
- B. The Executive Committee shall have the power to remove any appointee or officer on majority vote.
- C. The Executive Committee shall appoint a new President should he/she be unable to serve.
- D. The Executive Committee shall appoint a new Vice-President should he/she be unable to serve.

Article VIII. Meetings and Quorums

Section 1. REGULAR MEETINGS

The regular meetings of the members shall be held a minimum of every other month at a location indicated in the yearly activities calendar or as announced by the President, or Communications Officer via email or any other form of communication.

Section 2. ANNUAL MEETING

The annual meeting shall be held during the month of December at a location designated by the Executive Committee in their notice of the Annual Meeting.

Section 3. SPECIAL MEETING

A special meeting of the general membership may be called by the Executive Committee or President.

Section 4. MEMBERSHIP QUORUM

A quorum of general membership meetings shall be two officers and twenty-five percent of the general membership.

Section 5. EXECUTIVE COMMITTEE MEETING

The Executive Committee may be called to meet at the discretion of the President.

Section 6. EXECUTIVE COMMITTEE QUORUM

A majority of the Executive Committee shall be a quorum.

Article IX, Parliamentary Authority

Section 1. RULES OF ORDER

The current edition of Robert's Rules of Order, revised, shall be the authority of all proceedings not covered by the By-Laws.

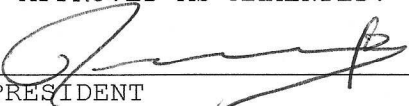
Article X, Amendments

Section 1. METHOD OF AMENDMENT

These By-Laws may be amended by two-thirds of the general membership, providing a quorum is present.

The current By-Laws have been amended and approved, with quorum present at the general meeting held on December 14, 2024

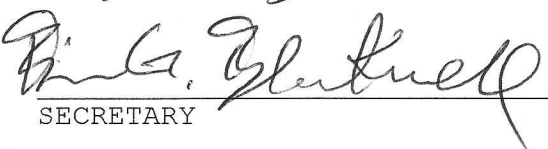
APPROVED AS AMMENDED:



PRESIDENT

12/14/24

Date



SECRETARY

12/14/24

Date