

Corinthian Vintage Auto Racing Corporation, CVAR
Minutes of Board of Directors (BoD) Annual Meeting
Saturday, 20 January 2024
Holiday Inn & Suites, 1801 N. Development Blvd, Waco, TX 76705

1. Attendees:

Danny Piott - President
Chris Kellner – Vice President
John Strnad - Treasurer
Steven Schultze - Secretary
Steve Coleman - Authenticity
David Lee - Board member at large
Colby Lemmons – Board member at large
Tom O’Grady - Board member at large
Karl Jackson
Bob Kramer
Kevin Ford
Gary Perser
John Ridings
Tim Blakeney
Cindi Barron
Elliott Barron
E.O. Barron
Jeffrey Garrett
Don Gwynne
Thaddeus Hasse
Doug Mains
Mike Love
David McMasters
Simon Hughes
Earl Zwickey
Greg Matlack
Joanne Lemmons
John Williamson
Donnie Cluck

2. Call to order: The meeting was opened at 12:00 pm by the President, Danny Piott.
3. The President, Danny Piott shared his vision statement for CVAR. This statement copy is attached to the minutes.
4. Roll Call: Danny Piott conducted a roll call of board members present for members of the club.

5. Consent Agenda: Published minutes of January 9, 2024, and January 13, 2024, meetings. No corrections, the minutes stand.
6. Election results: Colby Lemmons discussed the election results and the discrepancy between total voting and the individual votes for the various positions. Criteria for voting was active membership in 2023 or 2024 and individuals voting were verified. No discrepancies noted would have caused a change in the results of the election.
7. Membership and Licensing Report: Colby Lemmons presented the current totals as of January 16, 2024. Historically 55% of the annual membership has signed up at this point with another growth in sign up expected in the two weeks preceding the first race event of the year. We need a volunteer to take over membership and licensing.
 - a. Membership
 - i. 110 current competition members
 - ii. 200 potentials based on 2023 members
 - iii. 300 members in past years
 - iv. 130 competition
 - v. 8 corporate
 - vi. 15 lifetime
 - vii. 10 honorary
 - viii. 25 associate
 - ix. 15 worker
 - b. Licenses
 - i. 190 current licenses
 - ii. 60 current novices
8. Treasurer's Report: John Strnad provided the 2023 race season Income Statement providing an overview of the six races income, operating cost, expenses, and net operating income for each. Each race with the exception of Eagles Canyon Raceway (ECR) in September operated at a loss. Discussion on the event with meals that members paid a meal fee were still subsidized by CVAR. Discussion on the large loss of over \$32,000 at Circuit of the Americas (COTA) accounted for the majority of the year's loss in racing and if CVAR decides to go back to COTA should consider raising the entry fees. ECR expenses should go down with the addition of the new permanent bathrooms, however the cost of track rental is going up 7-8% over last year. Insurance expense and member's paying for an individual insurance premium was discussed to understand how it was captured in the reports. Projections for the 2024 race season income statement were presented and 500 race entries this year would create a profit for the club. Larger than normal entry projections for both Hallett Motor Racing Circuit (Hallett) events are expected as the club has organized special events to draw entries. Discussion on known upcoming expenses for radios

and planning for them. Discussion to not advertise in print media based on the expense to advertise, \$9,000, versus the number of possible entries received in return. CVAR race schedule will be published in print media for free. The business decision the club made for four races was based on the average balance expected at the end of the year to support operations being less than the two previous years. End of year for 2023 is \$82,672.36.

9. Chief Steward Report: Danny Piott discussed Cathy Barnard resigning as Chief Steward and acknowledged her efforts to CVAR. Danny Piott will assume the role of Chief Steward for the first race. A new Chief Steward is needed for CVAR.
10. Safety Report: Chris Kellner thanked the outgoing BoD for their support to CVAR and presented the Safety Report on behalf of the Safety Steward, Dr. Berkeley Merrill. There were seven contact events with no driver injuries. Six with probation for three events imposed. Ove these six, four were driver error and two were mechanical failure. Mechanical failure equals driver error. Almost all acknowledged their errors and accepted the penalty. Safety rules are noted to be over multiple areas of CVAR published CVAR documents and are being streamlined. Discussion was shared by David Lee, a member of the safety review at these events, that many of the events had no cameras available to learn from and a reminder to charge your cameras, if you have one as they are not a requirement for CVAR competition. Member input to the BoD on why we put people at fault for mechanical failures when this conflicts with our rules and the BoD agreed to take action and review this.
11. Operations Report: Danny Piott acknowledged the work of entry and tech inspections, flag and corner workers. There is a need for more corner workers at ECR. There are no problems to note with operations at this time. Work continues to improve or resolve the repeater issues at ECR. Planning to upgrade to all UHF radios in the future.
12. Motion to approve and accept all Old Business by Danny Piott, Colby Lemmons seconded, which carried unanimously. Approved.
13. Tom O'Grady presented a resolution to perform a review of the CVAR bylaws to formalize all previous resolution changes and change or modify as recommended by the committee to review. The committee members for this resolution are Tom O'Grady, Steven Schultze, and David Lee and will present their findings and recommendations to the BoD within 90 days. Member input and reminder to spend the proper time and get these correct because insurance covers to the letter of the bylaws. A copy of the resolution is attached to the minutes. Danny Piott motioned to accept the resolution, Colby Lemmons seconded, which carried unanimously. Approved.

14. Steve Coleman shared a discussion on his commitment to authenticity, his belief in the mission and purpose, having fun, full grids, and open to ideas from members as the voice of the membership. He stated he is here to help but will not do the work for you. Discussion on the competition committee with Authenticity Chief, Authenticity Assistants, and Group Representatives. A copy of the Competition Committee slide, is within the Annual Meeting slides, is attached to the minutes. If there is a question on the rules start with your group representative. If there is a rule change, officially submit through the CVAR process to Steve Coleman, preferably well before the June 1 deadline.
15. Steve Coleman discussed the Authenticity and Rules Activities in process which include:
 - a. Working to have one complete document available on the website for ease of use to members.
 - b. Working to develop an approved tire list this year with the assistance of the group representatives.
 - c. Working on making the Authenticity Declaration Form digital. The goal is member fills it out once and not each year. Member would then update the form as required by changes made to car.
 - d. Long-term objective is a database with all cars and drivers to support Authenticity Declaration Forms.
 - e. Working on championship points becoming automatically calculated by Timing and Scoring in real time and emailed after each race. This would eliminate spreadsheets and personnel error.
16. Steve Coleman presented a resolution the Mission and Authenticity Resolution to the BoD for yearly action by all BoD members. A copy of the resolution is attached to the minutes. Member input to consider our wording of “Vintage Sports Cars” and change to “Vintage Cars”. Tom O’Grady motioned to accept the resolution, Chris Kellner seconded, which carried unanimously. Approved
17. Steve Coleman presented the Group 6 Rule Change proposal for acceptance into rules. The proposal has followed the CVAR rules change process with a lot of driver discussions and input. A copy of this proposal is attached to the minutes. Member input to request the wording choice of “in-period” and if this exists and addition to specifics of the addition of roll bar bracing. BoD will discuss this input for necessary changes to the current rule change proposal. Colby Lemmons motioned to accept the proposal, David Lee seconded, which carried unanimously. Approved.
18. Steve Coleman presented a Non-Conforming Car Policy proposal. Discussion on placing the current policy in suspension while a committee conducts a review and presents their recommendation to the BoD. The desire is to be less punitive sounding than current policy with a desire to get everyone to grid and those not

conforming a plan of action and timeline to correct. The current process versus a proposed Process Flow Chart were presented. Member inputs to consider a car that has raced conforming with multiple organizations and logbook history, grandfather of vehicles, applying the rules equally, review the rules of other VMC organizations, and consider enforcement when members do not comply. The committee will consist of Steve Coleman, Rick Price, and Keith Davidson and will present the recommendation to the board prior to the first race of 2024 at Hallett. Colby Lemmons recommended leaving the policy in place while the committee is in place and discussion by the BoD is the policy may be put back in place before Hallett if the committee is not completed. Tom O'Grady motioned to accept the proposal, Danny Piott seconded, which carried unanimously. Approved.

19. Steve Coleman presented the work of the Championship & Authenticity Scoring Committee that concluded in December 2023 and a proposal to begin implementing all recommendations except number 3 (The Championship Points Formula) and to convene a committee to provide a recommendation on the points formula. The charter of the committee was to formulate recommendations to improve the championship and update CVAR Championship to be universally valued by members. The committee recommended five areas to improve upon for the championship: 1) Authenticity Scoring, 2) Competitor Accountability, 3) The Championship Points Formula, 4) The Points Race, and 5) Rewards. The members of the BoD affirmed a belief the Championship is an important part of our Culture and Brand want that we need to continue with it. Chris Kellner motioned to accept the proposal, David Lee seconded, which carried unanimously. Approved.
20. John Strnad presented Track Rabbit versus Motorsport Reg proposal. A committee to investigate Track Rabbit for adoption by CVAR and report to the BoD by March 31, 2024. Motorsports Reg is around \$20,000 a year to the club and that could be reduced, or eliminated, through Track Rabbit. Track Rabbit discussions have shown the potential for an easier management interface and technical assistance. Member input on the need to pay for design with discussion we would not incur a cost with a two-year commitment to Track Rabbit. BoD shared this is an established website company/organization with multiple levels of use and there appears to be more features to assist CVAR behind the scenes on the website while also some concerns on data migration to make it easy on members.
21. Steve Coleman presented a Website and Member's Only proposal for the CVAR website. The purpose is to develop a member access section to the CVAR website. A committee will be formed and report to the BoD within six months.
22. Danny Piott motioned to accept the proposals for Track Rabbit committee and CVAR website committee, Steve Coleman seconded, which carrier unanimously. Approved.

23. Danny Piott presented the 2024 race schedule and a need for a race chair volunteer for the second ECR event.
24. Steve Coleman discussed CVAR conversations with Rocky Mountain Vintage Racing (RMVR) and Vintage Sports Car Drivers Association (VSCDA) on an Ozarks International Raceway (Ozarks) three-club big championship. VSCDA runs the Ozarks event a week after our Hallett event at the end of the year and that may create a conflict. What car rules are followed is another concern. David Lee shared last year Hallett allowed individuals to leave their trailers at the track, to prevent long hauls, for the week for a very small fee.
25. Danny Piott discussed the need for manpower and volunteers at each event. Tech needs another individual with Danny Piott now President of CVAR and will eventually require someone to take over Tech permanently. Member input on what are the volunteer needs, what are the tasks, and what would be the time commitment was requested. Steve Coleman motioned that Danny Piott create a list of all volunteer needs so we may send it out to the membership, Tom O'Grady seconded, which carried unanimously. Approved.
26. Break from 2:47 to 3:02 pm.
27. Member input
 - a. Bob Cramer requested the BoD put a committee together for rules change to look and expand to more cars eligible. 1980s version of cars may be something to look into. The BoD has a document on this recommendation. Steve Coleman stated this recommendation is with the rules committee and in discussion.
 - b. John Ridings shared the current points system in use by Group 3 is different than CVAR's and it works great and is fun. Steve Coleman acknowledged this system is being looked into for use across CVAR. John Ridings requested consideration of Circuit Grand Bayou near Baton Rouge for CVAR racing. Shared G2 costs for use are at those of COTA. Discussed where is the new membership coming from for the club and how to appeal to the generations that follow us. Recommended exploring Formula Mazda as a group since they are no longer eligible for run-off status. Last is a request to have individuals running for board positions submit a bio and vision statement prior to the election.
 - c. Jeff Garrett thanked the BoD for volunteering to serve. Encouraged CVAR work with VSCDA for the Ozarks race and it may improve our Hallett participation by having a dual event. Direct question for Danny Piott about the last-minute ballot onto the election and what drove him to run to which Danny responded with being asked to run.

- d. Karl Jackson shared the Hallett and Ozarks combination could be great. Hallett allowed the individuals participating in both last year to leave their trailers for \$20.00.
28. Danny Piott reminded all Hallett is approaching and we want 125 entries, which includes the Formula Jr. event.
29. John Strnad discussed the potential for a race at NOLA Motorsports Park (NOLA) and the cost to CVAR as well as considering the track in the future. Colby Lemmons discussed how the board makes race and business decisions in the interest of CVAR. The BoD shared the decision behind not running at NOLA was a business decision based on current finances. Member input shared having too many events back-to-back between CVAR and other organizations they participate with, and the question do we consider this. BoD acknowledged this concern and shared the process the BoD uses to set the race schedule, which includes these concerns.
30. There being no further business, the meeting was adjourned at 3:31 pm.

Steven Schultze, Secretary

As the incoming president, I would like to present my goals and objectives. I am committed to the success of CVAR. Shown by my 20 years with CVAR and the last 10 years being in direct service to the club. With this I hope you are confident in my intentions.

First objective is to improve communication within the club. There have been negative comments on public media about the club and bad gossip grows quickly. I intend to counter and bring out the truth.

I have heard that our finances are in trouble. With some research, found that at this time it is not. So why were fees raised. The rising cost of track rental, insurance and event expenses, made it is necessary to do so.

These expenses are fixed with only small adjustments. To balance we must increase income to keep up with these rising costs. The only positive flow of funds the club has, is from race events. Which leads to my next objective.

Which is to encourage you to come to the events, as many as possible. I will guarantee you a safe and fun weekend. On my part I will insure incidents will be handled justly with no misunderstandings. As always , track procedures will be efficient, delays minimized and the schedule followed closely. Our track management is excellent and the best team around.

Our school is doing it's part to increase drivers. EO continues to train and introduce future racers to the CVAR program. To keep them coming back, our mentor program needs to be strengthen. To give novices a chance to survive on the track is a big plus. We now have two that will dedicate time to show them the ropes. Need more, please step up.

These promises are nothing new but with these I shall go forward with enthusiasm. But without your promise to sustain CVAR by participating. I have nothing.

The future of CVAR is now and whether it grows is up to you.

Resolution: Perform a review of the CVAR By-Laws to formalize all previous resolution changes, change or modify any existing language that is unclear or out of date and add any necessary new provisions. The review will be conducted by a committee consisting of:

Tom O’Grady – Member at Large

Steven Schultze – Secretary

David Lee – Member at large

The committee will report back to the Board with any recommended changes or additions within 60 days.

Discussion: CVAR is a not-or-profit legal entity formed under the laws of the State of Texas. As such, it must adhere to the rules and regulations required of all such corporations under Texas law. The Board of Directors is responsible for the By-Laws and adherence of club activities and actions in accordance with them. The By-Laws were last amended in 2018 and that revision (posted on the CVAR website) is undated and unsigned. Various Board resolutions have been passed over the years but it is unclear if any of those resolutions have posted to the By-Laws. In addition, certain provisions regarding “elections” and “confidentiality” as well as others need to be reviewed and changed as required.

I request a motion to form the committee as referenced, begin the review of the By-Laws and report back to the Board within 60 days.

Whereas this is a Board resolution to re-affirm and reinforce Corinthian Vintage Auto Racing's core Mission and Purpose, the Officers and Directors will publicly affirm this Resolution to the Membership at the Annual Meeting.

Mission & Authenticity Resolution:

Article 1: *As a CVAR Director and/or Officer, I will uphold and support the Mission and Purpose of the Club and the Corporation Bylaws as is published for all Members on the CVAR Website by affirming the following:*

As Corinthians, we are ladies and gentlemen who support and race vintage automobiles. We are dedicated to high standards of safety, conduct and ethics. We share a love of cars authentically prepared. We compete for the satisfaction of racing vintage cars, not for the glory.

The purpose of CVAR shall be to encourage the restoration, preservation, and operation of Vintage Sports Cars, to act as a source of technical and other information, and to conduct a broad range of events for Vintage Sports Cars and their owners.

Article 2: *As a CVAR Director and/or Officer, I will uphold and support "Authentic Period Class Racing" by affirming the following:*

- The automobile preparation rules and regulations as published on the CVAR Website.
- The rule change, licensing, and operational policies as published on the CVAR Website.
- I do not gain any special privileges over any other Club Member because of my Board Position regarding the published policies or rules.
- I will uphold the Mission and Purpose of the Club and consider ALL the Membership when I approve or disapprove changes in the policies and rules by following proper process of the Corporation and its Bylaws.

January 14, 2024

To the CVAR Board:

I am providing you the information regarding the Group 6 rule change proposals ahead of the annual meeting for your review so that we can be efficient at processing these proposals.

Enclosed are TWO Group 6 rule change proposals which have completed their full cycle through the CVAR rule change process.

- The Competition Committee (consisting of ALL the Group representatives) have reviewed and discussed the proposals.
- The entire CVAR membership has been given the allotted time to provide their input and comments on both proposals. I received a total of 7 comments from the Membership and those comments are attached.
- At the end of the Member comment period, the Competition Committee reviewed the Membership comments and is recommending the Board approve both of the Group 6 Rule Changes.

At the upcoming Annual Meeting I intend to put forward a motion for approving of the two rule changes.

Steve Coleman
CVAR Authenticity Chief

Group 6 Rule Change Proposal

Proposal #1:

To avoid "heavier" drivers having to add ballast to their cars when they are already disadvantaged in total weight, add "with driver" weight options to FF1 and FF2.

FF Minimum Weights (lbs)

FF1 925 or 1075 with driver

FF2 950 or 1100 with driver

FF3 975 or 1125 with driver

Proposal #2:

Clarification that additional roll bar bracing for safety reasons is allowed.

Change "May gusset frame members for safety reasons. No additional tubing maybe added that was not done in period" to "May gusset frame members for safety reasons. Additional / improved roll bar bracing for safety reasons is recommended. No other additional tubing maybe added that was not done in period."

12/1/2023

2023 Group 6 Official Member Responses / Comments

I vote no to both rules changes for group 6.

1. Weight changes would differentiate CVAR from other vintage groups.
2. My FF3 and I would both have to be 50lbs heavier than FF1.
3. Sorry, I don't plan to get fat ever again!
4. The tubes and bracing "For safety" needs to be more specific as chassis bracing changes the car handling and response.
5. Let's keep things the same, that's what Vintage racing is about.

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For the official record, I support both proposed Group 6 rules changes.

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Agree with both changes, think all classes should be fair to heavier drivers and any safety additions to roll cages are a no brainer.

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My comments on the proposed Group 6 Rules Changes are:

#1: I support the change to add weight limits with driver for FF1 and FF2, which seems both fair and logical.

#2: I support the change to roll cage rules for FF classes as highly desirable and logical from both a safety and practical perspective. In addition, I believe the wording would be improved if the phrase "and is allowed" was added at the end of the second sentence.

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Proposal #1: Concerned that the "with driver" option could be hard to enforce unless we scale cars coming off-track. When I race with other organizations, this is typically done for the first 3 places. But it's a hassle for the organizers.

Proposal #2: "maybe" should be "may be." Right now, I'm fixing some cracks at the base of an extended roll bar that was added to my Lotus 61 chassis, so the recommendation to gusset is appreciated.

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The two proposed rule changes for Grp 6 seem reasonable to me.

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I support both of the proposed rule changes.