

VINTAGE KARTING ASSOCIATION, INC.

Board of Directors Special Meeting

December 22, 2013

President Campbell called the meeting to order at 8:05 PM EST

Roll call by Secretary Figone:

Board members in attendance:

|               |                    |
|---------------|--------------------|
| Jeff Campbell | President          |
| Louie Figone  | Secretary          |
| Jim Donovan   | Treasurer          |
| Pearl Gamble  | Executive Director |
| Jim Thompson  |                    |
| Jack Murray   |                    |
| Ernie Shores  |                    |

Board members absent:

|                 |                |
|-----------------|----------------|
| Carl Billington | Vice President |
| Dean Kossaras   |                |
| Lake Speed      |                |

Guests present:

|              |  |
|--------------|--|
| Rolf Hill    | VKA FirstTurn Newsletter/Magazine editor |
| Rick Chapman |  |

President Campbell: The reason for this Special Meeting is to address the resignation of the Vice President. Secretary Figone received an email from Carl Billington that he would like to step down as Vice President but still wanted to be involved in the Association. I think that the person in the position of Vice President should be someone who would be comfortable with being a strong person at the events and being visible.

I have a lot of respect for Carl being one of the founders of the VKA and even though he is not able to fulfill the responsibility of the position of Vice President he certainly deserves the right to be involved in the VKA. I would like to create a new position for him, the position of "Director Emeritus". The other position I

would like to talk about tonight is about creating the Enduro Director position; I know Rick Chapman has an interest in that position.

Rolf Hill: Louie, I know that in the bylaws it says the corporation shall have 10 directors, have you found anything that says anything different.

Director Figone: No, I have not; I am going to be investigating the bylaws but that will have to wait until next year.

President Campbell: I think that staying within the guidelines we shall keep it to 10 voting board members and that the new position of Director Emeritus will be an advisory position.

President Campbell: I make a motion that we remove Carl Billington as a board voting member and appoint him as "Director Emeritus", a non-voting position.

Director Gamble: I second the motion.

President Campbell: That motion will move Carl out of the Vice President position and then we can proceed. Let's take a roll call vote.

Secretary Figone: Campbell, yes; Figone, yes; Donovan, yes; Gamble, yes; Thompson, yes; Murray, yes; Shores, yes. The motion passes.

President Campbell: Let's move on to the Enduro Directors position.

Director Thompson: I make a motion that we appoint Rick Chapman as a voting board member to represent the enduro segment.

Director Gamble: I second the motion.

President Campbell: Do a roll call vote.

Secretary Figone: Campbell, yes; Figone, yes; Donovan, yes; Gamble, yes; Thompson, yes; Murray, yes; Shores, yes. The motion passes.

President Campbell: OK, now we need to fill the position of the Vice President.

Director Shores: I make a motion to submit my name to fill the position of Vice President of the VKA.

Secretary Figone: I second the motion. For the record Ernie did submit an email in October that he would like to fill the position of Vice President.

President Campbell: Roll call vote.

Secretary Figone: Campbell, yes; Figone, yes; Donovan, yes; Gamble, yes; Thompson, yes; Murray, yes; Shores, abstain; Chapman, yes. The motion passes.

Vice President Shores: Thank you; I appreciate all of your support.

Director Chapman: Thank you for your support and I will be working to see the enduro program grow.

Secretary Figone: I will contact Carl Billington and notify him of our action tonight.

President Campbell: Is there any other business to be discussed.

Director Donovan: We have a vintage karter member in Nevada that I want to have act as our agent in the state of Nevada, all we need is an address in the state of Nevada, rather than pay the corporate maker entity that we pay each year, it's a formality that we have to have a Nevada address. I have already talked to him, he is agreeable to do this. I want to bring the board up to speed with what I am doing. This will save us the filling fee we have been paying to the corporate maker.

President Campbell: That sounds good, go ahead and do it.

Director Shores: Are we ready to post the new guidelines on the website?

President Campbell: Yes, I believe we are. I will check with Dean Kossaras and see if he has them complete. I did post the new VKA application form on the website.

President Campbell: It is 8:28 PM EST, Thank you everyone and have a Happy Holliday. The meeting is adjourned.

Submitted by Secretary Figone