

***National Association of Watch & Clock
Collectors, Inc.***

Museum and Library Investment Fund

NAWCC Heritage Fund

National Watch and Clock Museum Endowment Fund

Library and Research Center Endowment Fund

NAWCC Endowment Fund

Pritchard Fund

Statement of Investment Policy

Objectives & Guidelines

Long Term Investments

Revised 10/29/2011

Statement of Investment Policy, Objectives, and Guidelines

Long Term Investments

SCOPE OF THIS INVESTMENT POLICY

This investment policy statement reflects the policies, objectives, and constraints to be applied to investment management of the National Association of Watch and Clock Collectors, Inc.'s Investment and Endowment Fund assets.

PURPOSE OF THIS INVESTMENT POLICY STATEMENT

This statement of investment policy is set forth by the Finance Committee and approved by the Board of Directors of the National Association of Watch and Clock Collectors, Inc. in order to:

1. Define and assign the responsibilities of all involved parties.
2. Establish a clear understanding for all involved parties of the investment goals and objectives of Investment and Endowment Accounts assets.
3. Offer guidance and limitations to all Investment Managers regarding the investment of Investment and Endowment Accounts assets.
4. Establish a basis for evaluating investment results.
5. Manage Investment and Endowment Account assets according to prudent standards as established in common trust law.
6. Establish the relevant investment horizon for which the Investment and Endowment assets will be managed.

In general, the purpose of this statement is to outline a philosophy and attitude that will guide the investment management of the assets toward the desired results. It is intended to be sufficiently specific to be meaningful, yet flexible enough to be practical.

DELEGATION OF AUTHORITY

The Finance Committee of the National Association of Watch and Clock Collectors, Inc. as defined in Article III Section 2(d)3 of the NAWCC Bylaws, is responsible for directing and monitoring the investment management of Investment and Endowment Accounts assets. **Except as defined in Article III, Section 1 of the NAWCC By-Laws, nothing in this policy is intended or allowed to restrict the Finance Committee neither from exercising management of the assets herein described nor from adjusting Asset Allocation Percentages as needed in their sole judgment.** ~~As such,~~ The Finance Committee is authorized to delegate certain responsibilities to professional experts in various fields. These include, but are not limited to:

1. Investment Management Consultant. The consultant may assist the Finance Committee in: establishing investment policy, objectives, and guidelines; selecting investment managers; reviewing such managers over time; measuring and evaluating investment performance; and other tasks as deemed appropriate.
2. Investment Manager. The investment manager has discretion to purchase, sell, or hold the specific securities that will be used to meet the Investment and Endowment Accounts' investment objectives.
3. Custodian. The custodian will physically (or through agreement with a sub-custodian) maintain possession of securities owned by the Investment and Endowment Accounts, collect dividend and interest payments, redeem maturing securities, and effect receipt and

delivery following purchases and sales. The custodian may also perform regular accounting of all assets owned, purchased, or sold, as well as movement of assets into and out of the Investment and Endowment Accounts accounts.

4. Co-Trustee. The Finance Committee may appoint an outside individual or entity, such as a bank trust department, to be co-trustee. The Co-trustee will assume fiduciary responsibility for the administration of Investment and Endowment Accounts assets.
5. Additional specialists such as attorneys, auditors, actuaries, retirement plan consultants, and others may be employed by the Finance Committee to assist in meeting its responsibilities and obligations to administer Investment and Endowment Accounts assets prudently.

~~The Finance Committee will not reserve any control over investment decisions, with the exception of specific limitations described in these statements.~~ Managers will be held responsible and accountable to achieve the objectives herein stated. While it is not believed that the limitations will hamper investment managers, each manager should request modifications that they deem appropriate.

All expenses for such experts must be customary and reasonable, and will be borne by the Investment and Endowment Accounts as deemed appropriate and necessary.

DEFINITIONS

1. "Investment and Endowment Accounts" shall mean the following funds of National Association of Watch and Clock Collectors, Inc.'s.
 - a. Museum and Library Investment Fund
 - b. NAWCC Heritage Fund
 - c. Library and Research Center Endowment Fund
 - d. National Watch and Clock Museum Endowment Fund
 - e. NAWCC Endowment Fund
 - f. Pritchard Fund
 - g. Other long term funds as designated by the Board of Directors
2. "Finance Committee" shall refer to the governing board established to administer the Investment and Endowment Accounts as specified by Article III Section 2(d)3 of the NAWCC Bylaws.
3. "Fiduciary" shall mean any individual or group of individuals that exercise discretionary authority or control over fund management or any authority or control over management, disposition or administration of the Investment and Endowment Accounts assets.
4. "Investment Management Consultant" shall mean any individual or organization employed to provide advisory services, including advice on investment objectives and/or asset allocation, manager search, and performance monitoring.
5. "Investment Manager" shall mean any individual, or group of individuals, employed to manage the investments of all or part of the Investment and Endowment Accounts assets.
6. "Securities" shall refer to the marketable investment securities that are defined as acceptable in this statement.
7. "Investment Horizon" shall be the time period over which the investment objectives, as set forth in this statement, are expected to be met. The investment horizon for this Investment and Endowment Accounts is 10 years.

ASSIGNMENT OF RESPONSIBILITY

Responsibility of the Investment Management Consultant

The Investment Management Consultant's role is that of a non-discretionary advisor to the Finance Committee of the National Association of Watch and Clock Collectors, Inc. Investment advice concerning the investment management of Investment and Endowment Accounts assets will be offered by the Investment Management Consultant, and will be consistent with the investment objectives, policies, guidelines and constraints as established in this statement. Specific responsibilities of the Investment Management Consultant include:

1. Assisting in the development and periodic review of investment policy.
2. Conducting investment manager searches when requested by the Finance Committee.
3. Monitoring the performance of the Investment Manager(s) to provide the Finance Committee with the ability to determine the progress toward the investment objectives.
4. Communicating matters of policy, manager research, and manager performance to the Finance Committee.
5. Reviewing Investment and Endowment Accounts investment history, historical capital markets performance and the contents of this investment policy statement to any newly appointed members of the Finance Committee.

Responsibility of the Investment Manager(s)

Each Investment Manager will have full discretion to make all investment decisions for the assets placed under its jurisdiction, while observing and operating within all policies, guidelines, constraints, and philosophies as outlined in this statement. Specific responsibilities of the Investment Manager(s) include:

1. Discretionary investment management including decisions to buy, sell, or hold individual securities. **Also, to alter asset allocations (only with Finance Committee approval)** within the guidelines established in this statement.
2. Reporting, on a timely basis, quarterly investment performance results.
3. Communicating any major changes to economic outlook, investment strategy, or any other factors that affect implementation of investment process, or the investment objective progress of the Investment and Endowment Accounts' investment management.
4. Informing the Finance Committee regarding any qualitative change to investment management organization: Examples include changes in portfolio management personnel, ownership structure, investment philosophy, etc.
5. Voting proxies, if requested by the Finance Committee, on behalf of the Investment and Endowment Accounts, and communicating such voting records to the Finance Committee on a timely basis.

GENERAL INVESTMENT PRINCIPLES

1. Investments shall be made solely in the interest of the beneficiaries of the Investment and Endowment Accounts.
2. The Fund shall be invested with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent man acting in like capacity and familiar with such matters would use in the investment of a fund of like character and with like aims.
3. Investment of the Fund shall be so diversified as to minimize the risk of large losses,

unless under the circumstances it is clearly prudent not to do so.

4. The Finance Committee may employ one or more investment managers of varying styles and philosophies to attain the Fund's objectives.
5. Cash is to be employed productively at all times, by investment in short term cash equivalents to provide safety, liquidity, and return.

INVESTMENT MANAGEMENT POLICY

1. Moderate / Income & Growth – The Investment Management Consultant shall maintain an overall asset allocation for the Investment Account with a primary emphasis to strike a balance between portfolio stability and portfolio appreciation. This strategy should include a balance of fixed income and equities and should assume a moderate level of volatility and risk of principal loss.
2. Risk Aversion - Understanding that risk is present in all types of securities and investment styles, the Finance Committee recognizes that some risk is necessary to produce long-term investment results that are sufficient to meet the Investment and Endowment Accounts' objectives. However, the investment managers are to make reasonable efforts to control risk, and will be evaluated regularly to ensure that the risk assumed is commensurate with the given investment style and objectives.
3. Adherence to Investment Discipline - Investment managers are expected to adhere to the investment management styles for which they were hired. Managers will be evaluated regularly for adherence to investment discipline.

GOAL OF INVESTMENT FUND

The Finance Committee feels that income to be made in the future is as important as income made today. This is consistent with the philosophy that these Investment and Endowment Funds are to be utilized for the long-term support of the NAWCC, its Museum, Library and School, and therefore, should provide for asset growth and income for the long term. To attain this goal, the overriding objective of this foundation is to maintain purchasing power. That is, net of spending, the objective is to grow the aggregate portfolio value at the rate of inflation or more over the Investment and Endowment Fund's investment horizon. The Investment and Endowment Funds' specific investment objectives will be established later in this document.

ATTITUDE TOWARD GIFTS

Future giving (contributions) to these funds are expected to be inconsistent, and therefore, unpredictable. As a result, the Finance Committee has set an investment strategy with the objective of maintaining purchasing power of Investment and Endowment Funds assets before consideration of gifts. Accordingly, future giving will serve to increase purchasing power. Therefore, expectations may be expressed by the following equation:

Expected Total Return (Income and Gains) \geq (Spending + Inflation + Expenses),

While Giving = Increase in Purchasing Power

SPENDING POLICY

The Investment and Endowment Funds places a high emphasis on meeting its distribution obligations. As such, the Finance Committee regards spending in dollar terms from year to year as inflexible. While spending is inflexible, and therefore relatively consistent and predictable, expected investment returns from "riskier" portfolios are not consistent and predictable.

Therefore, in order to reduce the likelihood of underperformance and excessive deterioration of real principal during such periods, these Investment and Endowment Funds must tend toward a Moderate / Income & Growth investment strategy than might be the case if distributions from year to year were more flexible. **The Finance Committee will set annual distributions equal to a maximum of 4% of the portfolio value based on a three year average as of December 31, subject to available investment earnings and direction of the Board for major expenditures per Article XII Section 6 of the Standing Rules.**

INVESTMENT OBJECTIVES

In order to meet its needs, the investment strategy of the National Association of Watch and Clock Collectors, Inc. Investment and Endowment Funds is to emphasize total return; that is, the aggregate return from capital appreciation and dividend and interest income.

Specifically, the primary objective in the investment management for Investment and Endowment Accounts assets shall be:

Moderate – Income & Growth – To achieve a balanced return of current income and moderate growth of principal.

The secondary objective in the investment management of Investment and Endowment Accounts assets shall be:

Preservation of Purchasing Power - To achieve returns in excess of the rate of inflation over the investment horizon in order to preserve purchasing power of Investment and Endowment Accounts assets. Risk control is an important element in the investment of Investment and Endowment Accounts assets.

SPECIFIC INVESTMENT GOALS

Over the investment horizon established in this statement, it is the goal of the aggregate Investment and Endowment Accounts assets to exceed:

The rate of inflation (as measured by the Consumer Price Index) by 1.5%

The investment goals above are the objectives of the aggregate Investment and Endowment Accounts, and are not meant to be imposed on each investment account (if more than one account is used). The goal of each investment manager, over the investment horizon, shall be to:

1. Meet or exceed the market index, or blended market index, selected and agreed upon by the Finance Committee that most closely corresponds to the style of investment management.
2. Display an overall level of risk in the portfolio that is consistent with the risk associated with the benchmark specified above. Risk will be measured by the standard deviation of quarterly returns.

Specific investment goals and constraints for each investment manager, if any, shall be incorporated as part of this statement of investment policy. Each manager shall receive a written statement outlining his specific goals and constraints as they differ from those objectives of the entire Investment and Endowment Accounts.

DEFINITION OF RISK

The Finance Committee realizes that there are many ways to define risk. It believes that any person or organization involved in the process of managing the National Association of Watch

and Clock Collectors, Inc. assets understands how it defines risk so that the assets are managed in a manner consistent with the Investment and Endowment Accounts' objectives and investment strategy as designed in this statement of investment policy. The Finance Committee defines risk as:

The probability of losing money over the Investment and Endowment Accounts' investment time horizon.

LIQUIDITY

To minimize the possibility of a loss occasioned by the sale of a security forced by the need to meet a required payment, the Finance Committee will periodically provide investment counsel with an estimate of expected net cash flow. The Finance Committee will notify the investment management consultant in a timely manner, to allow sufficient time to build up necessary liquid reserves.

To maintain the ability to deal with unplanned cash requirements that might arise, the Finance Committee requires that a minimum of 3% of Investment and Endowment Accounts assets shall be maintained in cash or cash equivalents, including money market funds or short-term U.S. Treasury bills.

MARKETABILITY OF ASSETS

The Finance Committee requires that all of Investment and Endowment Accounts assets be invested in liquid securities, defined as securities that can be transacted quickly and efficiently for the Investment and Endowment Accounts, with minimal impact on market price.

INVESTMENT GUIDELINES

Allowable Assets

1. Cash Equivalents

- Treasury Bills
- Money Market Funds
- STIF Funds
- Commercial Paper
- Banker's Acceptances
- Repurchase Agreements
- Certificates of Deposit

2. Fixed Income Securities

- U.S. Government and Agency Securities
- Corporate Notes and Bonds
- Mortgage Backed Bonds
- Preferred Stock
- Fixed Income Securities of Foreign Governments and Corporations
- Planned Amortization Class Collateralized Mortgage Obligations (PAC CMOs) or other "early tranche" CMOs

3. Equity Securities

- Common Stocks
- Convertible Notes and Bonds
- Convertible Preferred Stocks
- American Depository Receipts (ADRs) of Non-U.S. Companies
- Stocks of Non-U.S. Companies (Ordinary Shares)

4. Mutual Funds

- Mutual Funds that invest in securities as allowed in this statement.

5. Exchange Traded Funds (ETFs)

- ETFs that invest in securities as allowed in this statement.

6. Other Assets

- GIC's
- R.E.I.T.
- ~~Commodities~~

Derivative Investments

Derivative securities are defined as synthetic securities whose price and cash flow characteristics are based on the cash flows and price movements of other underlying securities. Most derivative securities are derived from equity or fixed income securities and are packaged in the form of options, futures, CMOs (PAC bonds, IOs, POs, residual bonds, etc.), and interest rate swaps, among others. The Finance Committee feels that many derivative securities are relatively new and therefore have not been observed over multiple economic cycles. Due to this uncertainty, the Finance Committee will take a conservative posture on derivative securities in order to maintain its risk-averse nature. Since it is anticipated that new derivative products will be created each year, it is not the intention of this document to list specific derivatives that are prohibited from investment, rather it will form a general policy on derivatives. **Unless a specific type of derivative security is allowed in this document, the Investment Manager(s) may not invest Investment and Endowment Accounts Assets in derivative investments.**

Stock Exchanges

To ensure marketability and liquidity, investment advisors will execute equity transactions through the following exchanges: New York Stock Exchange; American Stock Exchange; and NASDAQ over-the-counter market. In the event that an Investment Manager determines that there is a benefit or a need to execute transactions in exchanges other than those listed in this statement, written approval is required from the Finance Committee.

Prohibited Assets

Prohibited investments include, but are not limited to the following:

1. Private Placements
2. Options and Futures Contracts
3. Limited Partnerships
4. Venture-Capital Investments

5. Real Estate Properties
6. Interest-Only (IO), Principal-Only (PO), and Residual Tranche CMOs
7. **Commodities**

Prohibited Transactions

Prohibited transactions include, but are not limited to the following:

1. Margin Transactions

Asset Allocation Guidelines

Investment management of the assets of the National Association of Watch and Clock Collectors, Inc. Museum and Library Investment Fund shall be in accordance with the following asset allocation guidelines:

1. Aggregate Investment and Endowment Accounts Asset Allocation Guidelines (at market value)

<u>Asset Class</u>	<u>Minimum</u>	<u>Maximum</u>	<u>Preferred</u>
Equities	0%	85%	65%
Fixed Income	0%	55%	30%
Cash and Equivalents	3%	100%	5%

2. **The Finance Committee, by majority vote, may adjust the Preferred percentages (above), either up or down, within the minimum and maximum shown. Adjustments may be made no more than twice in a calendar quarter and must be reported to the Board of Directors every time and include the reason for so doing. The Board of Directors must confirm any adjustments made that are held longer than 4 consecutive quarters or, in the absence of approval, the percentages must automatically revert to the Preferred percentages (above).**
3. The Finance Committee may employ investment managers whose investment disciplines require investment outside the established asset allocation guidelines. However, taken as a component of the aggregate Investment and Endowment Accounts, such disciplines must fit within the overall asset allocation guidelines established in this statement. Such investment managers will receive written direction from the Finance Committee regarding specific objectives and guidelines.
4. In the event that the above aggregate asset allocation guidelines are violated, for reasons including but not limited to market price fluctuations, the Finance Committee will instruct the Investment Management Consultant to bring the portfolio into compliance with these guidelines as promptly and prudently as possible. In the event that any individual Investment Manager's portfolio is in violation with its specific guidelines, for reasons including but not limited to market price fluctuations, the Finance Committee expects that the Investment Manager will bring the portfolio into compliance with these guidelines as promptly and prudently as possible without instruction from the Finance Committee.

Diversification for Investment Managers

The Finance Committee does not believe it is necessary or desirable that securities held in the

Investment and Endowment Accounts represent a cross section of the economy. However, in order to achieve a prudent level of portfolio diversification, the securities of any one company or government agency should not exceed 10% of the total fund, and no more than 25% of the total fund should be invested in any one industry. Individual treasury securities may represent 50% of the total fund, while the total allocation to treasury bonds and notes may represent up to 100% of the Investment and Endowment Accounts' aggregate bond position.

Guidelines for Fixed Income Investments and Cash Equivalents

1. Investment and Endowment Accounts assets may be invested **only** in investment grade bonds **only if** rated A (or equivalent) or better.
2. Investment and Endowment Accounts assets may be invested **only** in commercial paper **only if** rated A1 (or equivalent) or better.
3. Fixed income maturity restrictions are as follows:
 - Maximum maturity for any single security is 15 years.
 - **Dollar** weighted average portfolio maturity may not exceed 10 years.
4. Money Market Funds selected shall contain securities whose credit rating at the absolute minimum would be rated investment grade by Standard and Poor's, and/or Moody's.

SELECTION OF INVESTMENT MANAGER CONSULTANT

The Finance Committee' selection of the Investment Manager Consultant must be based on prudent due diligence procedures. A qualifying investment manager consultant must be a registered investment advisor under the Investment Advisors Act of 1940, or a bank or insurance company.

INVESTMENT MANAGER PERFORMANCE REVIEW AND EVALUATION

Performance reports generated by the Investment Management Consultant shall be compiled at least quarterly and communicated to the Finance Committee for review. The investment performance of total portfolios, as well as asset class components, will be measured against commonly accepted performance benchmarks. Consideration shall be given to the extent to which the investment results are consistent with the investment objectives, goals, and guidelines as set forth in this statement. The Finance Committee intends to evaluate the portfolio(s) over at least a three-year period, but reserves the right to terminate a manager for any reason including the following:

1. Investment performance that is significantly less than anticipated given the discipline employed and the risk parameters established, or unacceptable justification of poor results.
2. Failure to adhere to any aspect of this statement of investment policy, including communication and reporting requirements.
3. Significant qualitative changes to the investment management organization.

Investment managers shall be reviewed regularly regarding performance, personnel, strategy, research capabilities, organizational and business matters, and other qualitative factors that may impact their ability to achieve the desired investment results.

INVESTMENT POLICY REVIEW

To assure continued relevance of the guidelines, objectives, financial status and capital market expectations as established in this statement of investment policy, the Finance Committee plans to review investment policy at least annually.

This statement of investment policy, adopted on **Month Day**, 2011 by the Board of Directors of the National Association of Watch and Clock Collectors, Inc., applies solely to the named long term investment and endowment funds