

National Association of Watch and Clock Collectors, Inc.
Board of Director's Meeting
April 27, 2016 9:00 pm Eastern Time
Webinar Meeting

Minutes for April 2016

Attendance:

Phil Gregory – Chair
Tom Bartels – Vice Chair
Jay Holloway – Secretary
Richard Newman – Treasurer
Chet Ekstrand - Director
George Goolsby - Director
David Lee - Director
Tim Orr - Director
Ruth Overton - Director
Jerry Thornsberry - Director
Gene Volk - Director

Members Absent:

Carroll Wolfe - Director

Ex-Officio Board Members

J. Steven Humphrey – Executive Director

NAWCC Members:

John Acker	
Mike Dempsey	Roger Davis
Patricia Holloway	Renee Coulson

A quorum was established.

Chair, Phil Gregory called the meeting to order at 9:05 pm Eastern time

Announcements:

Chair, Gregory welcomed all members listening in on the webinar.
All voting will be by roll call
Directors wishing to speak will receive permission from the Chair

The next BOD meeting will be held on Wednesday, June 1, 2016.

MOTION: Secretary Holloway - That the Board approves the agenda as presented to include all expected business.

Motion by: Holloway, Second by: Bartels

Yes: Bartels, Ekstrand, Goolsby, Gregory, Holloway, Lee, Newman, Orr, Overton, Thornsberry, Volk

Nay: none Absent: Wolfe
Motion Passed

MOTION: Secretary Holloway -That the Board approves the minutes of the March 2016 meeting.

Motion by: Holloway, Second by: Goolsby

Yes: Bartels, Ekstrand, Goolsby, Gregory, Holloway, Lee, Newman, Orr, Overton, Thornsberry, Volk

Nay: none Absent: Wolfe

Motion Passed

Item: Review 2017 budget against actual revenue and expense

Discussed the reduced deficit obtained by the National staff against budget and whether it should be updated for the April financial records. It was determined to wait until a later date to pass any updates to the 2017 (current) budget for reporting reasons.

Item: Report on FY 18 finances

1. actions on education – The Board is discussing how to add educational data to generate an estimated \$12,000 - \$15,000
2. action on business - The Board committee is reviewing opportunities for business changes to generate an estimated revenue of \$7,000 to \$8,000
3. action on other items – Researching ideas for non-members to pay to obtain articles from the Bulletin.

Item: Plans after York National – Director Volk discussed the latest updates for the Arlington National. The contracts have been signed by the NAWCC and we are waiting for the Convention Center to sign and return the agreement. Several venues are under investigation for Nationals after the York PA in 2018.

Item: Status of special committees – The special committee under review and restructure is the Research.

Item: Determination of Bulletin Content/Publications Advisory Group - The review of ideas for the Advisory group will be covered on the Director message board.

Motion: Ruth Overton - Move that the NAWCC Board of Directors approve the board restructuring proposal presented by the Nomination and Elections Committee and that the Bylaws and Procedures Committee with assistance from the Nomination and Elections Committee move forward in making necessary amendments to the Articles of Incorporation and Bylaws to be presented to the Board for approval at the July 2016 board meeting.

Motion by: Overton, Second by: Thornsberry

Yes: Bartels, Ekstrand, Goolsby, Holloway, Newman, Overton, Thornsberry

Nay: Gregory, Lee, Orr, Volk
Motion Passed

Absent: Wolfe

BOARD Restructuring – Nine Member Board

(1) NAWCC Board will be a nine (9) member board – Five (5) elected; four (4) appointed

Two (2) elected, two (2) appointed – first election cycle

Three (3) elected, two (2) appointed – next election cycle

Six (6) year terms

Election every three (3) years

No member leaving the Board after serving their term will be eligible for re-election until one (1) election cycle of three (3) years has elapsed.

(2) Any amendments to the Articles of Incorporation and Bylaws will require a vote of the membership as stated in the procedures of each. These changes will need approval by the Board at the 2016 Board Meeting in Louisville, KY and then presented to the membership for approval on the 2017 election ballot.

Standing Rules changes will be approved by the Board if the Articles of Incorporation and Bylaw changes are approved by the membership.

(3) Candidates for election may be nominated by self-nomination; nominated by another member; nominated by the NEC; or by petition with 250 member signatures with valid membership numbers.

(4) The NEC will conduct a thorough and diligent review of each candidate for their eligibility; education background; ability to work with a group; their past work on NAWCC projects (National and Regional level); their goals for NAWCC; special talent they would bring to the board.

From those self-nominated, member nominated or NEC nominated, the NEC will choose the candidates for the ballot adding one (1) more than the required elected number for the election cycle.

All candidates nominated by petition will be placed on the ballot providing they meet the eligibility requirements. Running by petition will be indicated on their bio and on the ballot.

(5) Election Process Cycle to get to a Nine (9) Member Board

2017 – Use present procedures

a) Four (4) elected and two (2) appointed

b) Ekstrand, Goolsby, Orr are eligible to run Overton, Thornsberry, Volk will not be eligible – term limit

c) The Articles of Incorporation and Bylaw changes will be voted on by the

membership in this election process.

2019 – Use new procedures (if all Articles and Bylaws changes are approved by the membership in the 2017 election)

- a) Two (2) elected – from slate of three (3); two (2) appointed
- b) Holloway, Newman, Wolfe will be eligible to run again (providing they are selected by NEC) – as they have only served four (4) years Gregory, Bartels, Lee will not be eligible – term limit
- c) The six (6) elected or appointed in 2017 will remain on the board until 2022. This gives them a five (5) year term instead of the four (4) years for which they were elected or appointed
- d) The 2019-2022 will be a ten (10) member board which will work its way down to the nine (9) member board with the 2022 election

2022 – Election

- a) Three (3) elected from a slate of four (4); two (2) appointed
- b) The four (4) elected or appointed in 2019 will serve until 2025
- c) This now puts the nine (9) member board in proper cycle

(6) Good Points

- a) A nine (9) member board will be much easier for the Board Chair to manage and for the Executive Director to communicate with each board member
- b) Save money having less board member expenses
- c) Save money by having election every three (3) years instead of every two (2) years
- d) Election every three (3) years gives NEC more time to form a list of qualified candidates for the next election
- e) Eliminates immediate incumbents from running until three (3) years have passed.
- f) Only one (1) qualified candidate will lose in the election instead of the 3-4 that lose in the current procedure
- g) The petition process still gives the members an opportunity to run when they feel they have special talents to bring to the board but may feel they would not be chosen by the NEC.

Item: Various Committee Surveys – many must be filled in by hand and mailed to the committee contact or to HQ. This requires many hours for HQ to scan and document. The use of “on-line” forms would reduce man-hours (and cost) at the National. How may we move to this type of survey for our committees?

Steve Humphrey noted that they will be happy to help any group or committee with electronic surveys. They use Constant Contact.

MOTION: Move that the meeting be adjourned at 10:32 pm Eastern Time

Presented by Holloway, Second by Bartels

Yes: Bartels, Ekstrand, Goolsby, Gregory, Holloway, Newman, Lee, Orr, Overton, Thornsberry, Volk

Nay: None Absent: Wolfe Motion passed

Please send all comments and questions on items being considered to NAWCC Secretary at jay@hollowaytrading.com

NAWCC Secretary
Jay Holloway