

**NAWCC Board of Directors Meeting**  
**June 15-16,2010**  
**NAWCC Headquarters**  
**Columbia, Pennsylvania**

***Minutes***

**NOTICE OF MEETING**

Upon due notice, had and received, the Board of Directors of the National Association of Watch and Clock Collectors, Inc. met June 15-16, 2010 in Columbia, Pennsylvania.

**BOARD MEMBERS PRESENT FOR ALL OR PART OF THE MEETING**

John S. Hubby	Chair
C. David Collard	Vice Chair
Ruth Overton	Secretary
Thomas W. McIntyre	Treasurer
Bruce S. Bazelon	Director
William R. Bryan	Director
Renee D. Coulson	Director
Peter Klein	Director
Fortunat Mueller-Maerki	Director
Joanne S. Orr	Director
Jerry H. Thornsberry	Director
Eugene R. Volk	Director

**Ex-Officio Members:**

Myron J. Mintz	Counsel, NAWCC
J. Steven Humphrey	Executive Director

**OTHERS PRESENT FOR ALL OR PART OF THE MEETING**

Frank Del Greco	Past NAWCC Chair, Development Committee Chair, Nominating and Elections Committee
Bob Linkenhoker	Member
Roger Gendron	Development Committee Library Collections Committee
Hugh Overton	Nominating and Elections Committee
Judy Draucker	Past NAWCC President, Interim Chair Past Secretary
Pam Tischler	Field Suitcase Workshop Administrator
Michael Dempsey	Chair, Education Committee
William T. Dugan	Chair, 2011 NAWCC National Convention
Jim Coulson	Past NAWCC President Chair, Convention Committee
Gene Bagwell	Past NAWCC President
Jim Gilmore	Chair, Awards Committee Chair, 2012 NAWCC National Convention
Ed Walker	Member
Katherine Walker	Member

## **Call to Order – Tuesday, June 15, 2010**

With a quorum established, Chair John S. Hubby called the meeting of the Board of Directors of the National Association of Watch and Clock Collectors, Inc. to order at 8:00 am.

Chair Hubby set the procedures for the meeting. Introductions were made by the Board and the guests present.

**MOTION:** Secretary Overton; seconded by Director Coulson: Resolved, that the Board approve the agenda as presented and revised to include all expected business. Motion approved. Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

## **Executive Director's Report – J. Steven Humphrey**

Membership – slight improvement in the decline year to date over the past two years

Business Membership – continues to increase

Contributory Membership – continues to increase

Investments – recovery up from last year

Staff Salaries – brought back to full pay after cut from October 2009 through March 2010 - this measure was taken in order to balance the FY 2010 budget

Decade Membership Pins – process for distribution being studied by the Membership Services Department

Museum Exhibits – present and future being funded by sponsors and donations

Library Software - to be upgraded

Employee Health Care – changes made to contain costs

The Executive Director and Staff reports will be published in full in the October *Bulletin*.

## **Development Report – Executive Director Humphrey**

Adopt-a-Timepiece Program – has had very limited results as of yet – the economy and the fact many contribute through the annual fund indicates this program may grow slowly and will not be a major source of contributions at this time

John Harrison Society – recognizes those who have contributed \$1,000 or more to the NAWCC's various endowment funds

Endowment Campaign – fund raising and what might be an appropriate goal for the various endowments

Heritage Fund – created by the Board in April 2010 to accept all undesignated bequests

Development Chair – the importance of appointment of a chair for the Development Committee and establishing a functioning committee – the Executive Director has been handling the chair duties for past year

## **Treasurer's Report – Treasurer McIntyre**

The period from June 2009 to June 2010 has been a time of serious upheaval in the financial markets, but has, for the most part, seen a recovery of the investment assets of the NAWCC.

The investment policy for the NAWCC as currently in place was created in 2005 and 2006 through a series of Finance Committee and Board of Directors discussions, the current policy stresses diversification and preservation of capital. It would be classified as a "conservative" strategy by most investors.

The Finance Committee has been in consultation with our investment managers who has recommended that we modify our investment strategy to "moderately conservative" and has offered to move some of our holdings to an "actively manages" account. The Finance Committee is currently studying this proposal.

Due to Board financial decisions and the Executive Director and Staff working with a stringent expense reduction program to avoid an operating loss, we finished the FY 2010 with a small operating surplus of about \$16,000.

The Treasurer's report will be published in full in the October 2010 *Bulletin*.

### **Finance Committee Report – Treasurer McIntyre**

- NAWCC current investment assets value up from last year lows
- Net liquidity reserve solidly above \$400,000 minimum
- Capital investments for school will be deferred
- Development of internet income a priority

Details will be published in the Treasurer's and Executive Director's reports to be published in full in the October 2010 *Bulletin*.

### **FY 2010 Audit Report – Executive Director Humphrey**

After discussion of the audit report that had previously been distributed to the Board for review, the audit report was accepted.

**MOTION:** Treasurer McIntyre; seconded by Director Klein: Resolved, that the FY 2010 NAWCC Audit Report as prepared by Ross Buehler Falk & Company LLP, be and is herewith accepted. Motion approved. Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

Chair Hubby requested a motion for an Executive Session for purpose to review a legal matter.

**MOTION:** Secretary Overton; seconded by Treasurer McIntyre: Resolved, that the Board enter into Executive Session for review of a legal matter. Motion approved. Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

The Executive Session convened at 10:15 am.

The Executive Session was concluded at 10:40 am and meeting returned to open session. Chair Hubby reported that no motions were made or actions taken in the Executive Session.

### **School of Horology Report – Executive Director Humphrey/Instructor Michaels**

- List of current students
- List of prospective students
- Two-year scholarships available for Pennsylvania students through Pennsylvania grants
- Expansion of classrooms in school building delay until 2011
- Workshop classrooms in administrative building progress to continue using donated funds
- Service Center progress improved outlook with more apprentices

### **FY 2011 Budget Review – Executive Director Humphrey/Controller Auman**

- Membership review, no change in previous forecast
- School review, reduced income due to lower enrolment
- Workshop review, will proceed with classroom construction using donated funds
- Operating expenses review, no change in previous forecast but will be focusing on this

**MOTION:** Director Bazelon; seconded by Director Klein: Resolved, that up to \$77,130 of Museum and Library Investment Fund principal may be used in payment of FY 2011 operating expenses for the NAWCC Museum and Library, such use herewith approved as required by Standing Rules Article XII, Section 6 (c).

Motion approved, having received a three-fourth (3/4) majority vote of the full Board as required under Standing Rules Article XII, Section 6 (c).

Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

**MOTION:** Director Bazelon; seconded by Treasurer McIntyre: Resolved, that the FY 2011 Budget as amended be approved, to be balanced by use, as needed, of up to \$77,130 for operating expenses of the NAWCC Museum and Library, sourced from the Museum and Library Investment Fund, as previously approved by the NAWCC Board of Directors. Motion approved. Voting yea: Bazelon, Collard, Coulson, Hubby, Klein, McIntyre, Overton, Thornsberry, Volk. Voting nay: Bryan, Mueller-Maerki, Orr. Absent: None.

### **Bylaws & Procedures Committee Report – Director Coulson**

Board members as committee chairs

The committee reported results of their special assignment to review whether the Standing Rules requirement for Board members to be Chairs of the Museum Committee, Library Committee, and Bylaws and Procedures Committee should be removed. After discussion Board agreed no changes will be made.

Bylaws and Standing Rules revisions

The Bylaws & Procedures Committee will present proposed changes to the current Bylaws to the Board of Directors for review in July 2010.

### **Standing and Functional Committees – Chair Hubby**

Communication between the Board and committee chairs

Proposed motion to be forthcoming that will direct the Board Chair to communicate Board actions to committee chairs involved

The function of the Research Committee will be reviewed and the results reported to the Board within the next 90 days.

### **Public Day Report – Chair Hubby**

Discussion on Public Day, now completing four years actual practice.

Analysis of 2007, 2008 and 2009 Public Day on overall attendance reveal improved totals.

Public Day events versus member only events show improved member acquisition and attendance.

Impact on regionals with Public Day has been positive.

Recommendation for Board approval of Public Day Policy is being developed by the Public Day Task Force.

### **Museum Accreditation/Self Study Status – Executive Director Humphrey**

Distribution of the accreditation self-study questionnaire showing required information Documents are to be presented to the AAM by late September 2010

### **Ward Francillon Time Symposium – Frank Del Greco**

2010 - Williamsburg, VA, "*Conservation, Restoration & Repair*", October 28-30, 2010 - Chair, Judy Draucker

2011- Cincinnati, OH, "*Ohio Clocks*", October 20-22, 2011 – Chair, Patti Moore

2012 – tentative plans progressing

2013 – discussions underway for sites and themes

## **IT and Internet Projects Update – Executive Director Humphrey**

Review of School of Horology phone system  
Single Sign-On (SSO) on community site  
eClassified is online, nearly 300 users  
Online auctions should be ready in July  
Member-only material access and plans continue to be improved  
Revenue initiatives include auction fees, user fees for non-members

## **Chapter Initiatives Update – Executive Director Humphrey**

Chapter Charter status shows 74% of U.S. Chapters signed, more in progress  
IRS Group Exemption status progressing but taking longer than expected

## **Nominating and Elections Committee Report – Committee Chair Del Greco**

Review of the duties of the committee  
Review of qualifications for election or appointment  
Official call for nominations for the 2011 election published in the *June Bulletin*

The meeting was recessed at 5:45 pm to be reconvened at 8:00 am, Wednesday, June 16, 2010.

## **WEDNESDAY, JUNE 16, 2010**

With a quorum established, the meeting of the Board of Directors of the National Association of Watch and Clock Collectors, Inc. was reconvened by Chair John S. Hubby at 8:00 am.

## **Convention Committee Report – Committee Chair Jim Coulson**

Reforming the Convention Committee continuing  
Scheduling regionals, nationals and symposiums well in hand  
Convention handbook up date scheduled to begin revision in September 2010  
New questionnaire for regional information to be implemented  
IMIS and current registration program coordination

## **National Convention Schedules and Reports**

2010 York National Convention update – General Chair Lee Davis  
2011 Kansas City National Convention update – General Chair Bill Dugan  
2012 Pasadena National Convention update including presentation of preliminary budget for Board approval– General Chair Jim Gilmore  
2013 Dayton National Convention announced – Committee Chair Jim Coulson  
2014 – plans in progress – to be announced at a later date

**MOTION:** Secretary Overton; seconded by Director Coulson: Resolved, that the preliminary budget for the 2012 NAWCC National Convention to be held June 14-16, 2012 in Pasadena, California be approved. Motion approved. Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

Chair Hubby requested a motion for an Executive Session for the purpose of reviewing a legal matter.

**MOTION:** Secretary Overton; seconded by Director Coulson: Resolved, that the Board enter into Executive Session for review of a legal matter. Motion approved. Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

Executive Session convened at 10:20 am.

The Executive Session was concluded at 10:25 am and the meeting returned to open session. Chair Hubby reported that no motions were made or actions taken in the Executive Session.

### **Convention Survey Report – Executive Director Humphrey**

Survey published in MART, sent to chapter officers and membership on-line emails

1500 responses, 89% were on line

Board review and comments of the entire survey results, will be distributed to members

**MOTION:** Secretary Overton; seconded by Director Coulson: Resolved, that the Southwest California Regional be authorized to conduct a public day event at their meeting scheduled for November 18-20, 2010. The normal rules for admission under Article XV Section 6 (c) of the Standing Rules will apply for November 18-19, but be suspended to permit public day on November 20. Further, that the Southwest California Regional Chair shall submit a Public Day Summary report within 60 days following the event to the chair of the Public Day Task Force, in addition to the normal report to the Convention Committee.

Motion approved, having received the required two-thirds (2/3) majority vote of the full Board as required by the Standing Rules.

Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

### **Committee Report Review – Committee Chairs**

Awards – Jim Gilmore

Chapter Relations – Lu Sadowski/Executive Director Humphrey

Education – Michael Dempsey

Ethics – Tom Brown/Executive Director Humphrey

Library Collections – Fortunat Mueller-Maerki

Membership – Cathy Koolen/Executive Director Humphrey

Museum Collections – Bruce Bazelon

Program – Dennis Radage/ Executive Director Humphrey

Publications – William Keller/Executive Director Humphrey

Research – Snowden Taylor/Executive Director Humphrey

All committee reports will be published in full in the October 2010 *Bulletin*.

Discussion was held on restructuring some committees. Board will be investigating this subject in more depth.

### **Membership Feedback – Director Volk**

Dues rates

Legacy letter, problems with unsubscribing

*Bulletin* on line

Monthly business up-date

### **Capital Projects**

Board authorized the Executive Director to continue with updates on capital projects, objective to work within budgeted capital available.

Communication system to School of Horology

Completion of workshop classrooms in administrative building

Board recessed at 2:30 pm for board workshop/strategic plan objectives review.

**NOTE:** An open session was held immediately following the recess for Board to receive member comments and suggestions.

With a quorum established, Chair Hubby called the Board of Directors meeting into session at 5:00 pm.

**Announcements**

Board of Directors meeting to be held at NAWCC Headquarters, Columbia, Pennsylvania, December 3-4, 2010

**MOTION:** Director Klein; seconded by Director Coulson: Resolved, that the meeting be adjourned. Motion approved. Voting yea: Bazelon, Bryan, Collard, Coulson, Hubby, Klein, McIntyre, Mueller-Maerki, Orr, Overton, Thornsberry, Volk. Voting nay: None. Absent: None.

Meeting adjourned at 5:15 pm, June 16, 2010.

Respectfully submitted:

Ruth Overton  
NAWCC Secretary