

# NAWCC Board of Directors Meeting

June 20–21, 2006

Crowne Plaza Cleveland – City Centre  
Cleveland, Ohio

## *Minutes*

Upon due notice, had and received, the Board of Directors of the National Association of Watch and Clock Collectors, Inc. met on June 20–21, 2006 at the Crowne Plaza Cleveland – City Centre in Cleveland, Ohio.

### **Board Members Present for all of the meeting:**

Frank Del Greco	Chair
Philip C. Gregory	Vice Chair and Acting Executive Director
Judy Draucker	Secretary
Peter Klein	Treasurer
Bruce S. Bazelon	Director
William R. Bryan	Director
C. David Collard	Director
Craig H. Grosby	Director
John S. Hubby	Director
Gary Landis	Director
Thomas W. McIntyre	Director
Joanne S. Orr	Director
Myron J. Mintz	Legal Counsel

### **Guests Present for all or part of the meeting:**

Jim Bland	Director of Marketing
Tom L. Brown	Chair, Ethics Committee
Pat Bryan	Member
Roger Gendron	Member, Library Collections Committee
Beth Hubby	Member
Bob Linkenhoker	Member
Cora Lee Linkenhoker	Member
Alvina Marsolek	Member
Jane McIntyre	Guest
Paul Metsker	Member, Crafts Committee
Ursula Metsker	Member, Bylaws and Procedures Committee
Alvin Overton	Member
Hugh Overton	Past Secretary
Ruth Overton	Member, Bylaws and Procedures Committee
William F. Ward	Member, Library Collections Committee

### **Call to Order – Tuesday, June 20, 2006**

With a quorum established, Chair Frank A. Del Greco called the meeting of the Board of the National Association of Watch and Clock Collectors, Inc. to order at 8:35 a.m. The Chair welcomed those present. Introductions were made individually by Members of the Board and guests present.

Chair Del Greco stated the procedures for the meeting, announced the schedule for the day, reviewed the agenda, and stated that guests would have the opportunity to speak to the Board at the end of the meeting.

### **Executive Director's Report: Gregory**

Acting Executive Director Philip C. Gregory gave an update on Headquarters activities. Chair Del Greco noted for the record that former Executive Director Stuckert's report was received and distributed with the Agenda materials.

**MOTION:** Made by Director Bazelon, Seconded by Director McIntyre: To suspend the rules for untimely submission of agenda items in order to consider a motion regarding employee sick/personal leave. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**MOTION:** Made by Vice Chair Gregory, Seconded by Director Landis: That the employee benefit of sick leave/personal leave of two weeks each year be changed to two weeks of sick leave and 16 hours of personal leave per year. The sick leave is to require a doctor's verification if more than three days in a row are taken. The sick leave will accrue if not taken each year. When the employee terminates, a maximum of four weeks accumulated sick leave pay will be paid. Personal leave will not carry over from year to year. All new employees will be governed by this provision. Existing employees may elect to be governed by this new policy or remain under the old one. This selection may be made only one time.

**MOTION:** Made by Treasurer Klein, Seconded by Director Bazelon: To end discussion and call for the vote on the motion. Motion approved. Voting yea: Bazelon, Collard, Gregory, Grosby, Klein, Landis, McIntyre, Orr. Voting nay: Bryan, Draucker, Hubby.

Vote on the main motion: Motion failed. Voting yea: Bazelon, Gregory, Klein, Landis, McIntyre. Voting nay: Bryan, Collard, Draucker, Grosby, Hubby, Orr.

**MOTION:** Made by Treasurer Klein, Seconded by Director McIntyre: To suspend the rules for untimely submission of agenda items in order to consider a motion regarding de-accession of items in the Museum. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**MOTION:** Made by Director Collard, Seconded by Director Grosby: That items to be de-accessioned from the NAWCC Museum adhere to the same standards for de-accession dictated by the Pennsylvania Historical Museum Commission as stated in the Administrative Code of 1929, as amended. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

A recess was called at 10:50 a.m.

The meeting was reconvened at 11:00 a.m.

**MOTION:** Made by Treasurer Klein, Seconded by Director Bryan: To suspend the rules for untimely submission of agenda items in order to consider a motion regarding surplus materials in the School of Horology. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**MOTION:** Made by Director Bazelon, Seconded by Director Landis: That the Acting Executive Director be empowered to dispose of surplus equipment and materials located at the School of Horology to the best advantage of NAWCC programs and that he report the results of such sales and dispositions to the Board of Directors. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre. Voting nay: Orr.

A recess was called at 12:15 p.m.

The meeting was reconvened at 1:00 p.m.

**Treasurer's Report: Klein**

Treasurer Klein gave a report on the financial condition of the Association. He stated that the audit reports have been received from the audit firm, Trout Ebersole and Groff, Certified Public Accountants and have been distributed to the Board members.

**Committee Reports**

Chair Del Greco requested that the minutes reflect that the Reports of the Committee Chairs have been received and will be published in the 'State of the Association' in the October 2006 issue of the NAWCC Bulletin.

**MOTION:** Made by Director Hubby, Seconded by Director Landis: That Staff base salaries for fiscal year 2007 not be increased; however, that a lump sum bonus be provided to be paid in December 2006, the amount if any to be determined based on actual financial results through September 2006. Motion approved: Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**REPORT ON STATUS OF MEMBER CODE OF CONDUCT:** Directors Bryan and Hubby reported that the proposed Member Code of Conduct is unenforceable as written and that the document needs further consideration. Directors Hubby, Bazelon and Landis agreed to prepare a draft for distribution by September 30, 2006.

**MOTION:** Made by Secretary Draucker, Seconded by Director Collard: The Board has determined that in order to avoid any appearance of impropriety, a Field Suitcase Workshop Instructor or member of the immediate family of such Instructor who is elected or appointed to the Board shall be ineligible to continue as a compensated Field Suitcase Instructor (other than the reimbursement of ordinary and necessary expenses); provided, however, the continuation of such services shall be permitted for a period not to exceed twelve (12) months by a determination of no less than two thirds (2/3) of Board members eligible to vote that such services are necessary and exclusively in the best interests of the association and its members. Motion approved: Voting yea: Bazelon, Bryan, Collard, Draucker, Grosby, Klein, Landis, McIntyre. Voting nay: None. The following Board Members recused themselves: Gregory, Hubby, Orr.

**MOTION:** Made by Secretary Draucker, Seconded by Director Bazelon: Moved that it has been determined that the continuation of Philip C. Gregory's services as a Field Suitcase Workshop Instructor until June 21, 2007, are necessary and exclusively in the best interests of the Association and its Members. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Grosby, Klein, Landis, McIntyre. Voting nay: None. The following Board Members recused themselves: Gregory, Hubby, Orr.

**MOTION:** Made by Secretary Draucker, Seconded by Director Bazelon: Move that it has been determined that the continuation of John S. Hubby's services as a Field Suitcase Workshop Instructor until June 21, 2007, are necessary and exclusively in the best interests of the association and its Members. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Grosby, Klein, Landis, McIntyre. Voting nay: None. The following Board Members recused themselves: Gregory, Hubby, Orr.

**MOTION:** Made by Secretary Draucker, Seconded by Treasurer Klein: Moved that it has been determined that the continuation of George E. Orr's services as a Field Suitcase Workshop Instructor until June 21, 2007, are necessary and exclusively in the best interests of the Association and its Members. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Grosby, Klein, Landis, McIntyre. Voting nay: None. The following Board Members recused themselves: Gregory, Hubby, Orr.

A recess was called at 2:45 p.m.

The meeting was reconvened at 3:00 p.m.

**MOTION:** Made by Director Hubby, Seconded by Director Bazelon: That the Board approve proposed Operations Procedures for the Nominating and Elections Committee. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**MOTION:** Made by Director Hubby, Seconded by Director McIntyre: That NAWCC adopt a policy of equalization of membership dues, effective July 1, 2006, for all members worldwide, by establishing uniform annual dues of US \$65.00 for Regular Membership, with delivery of the Bulletin and Mart publications by normal post. Charges for air mail or other delivery to remain unchanged. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: Gregory.

Chair Del Greco requested an Executive Session for (1) the purpose of discussing the strategy for filling the Executive Director position and (2) a personnel matter.

**MOTION:** Made by Director Landis, Seconded by Secretary Draucker that the Board meet in Executive Session. Motion approved: Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

The Executive Session was called at 4:00 p.m.

The meeting was reconvened at 5:30 p.m.

Chair Del Greco reported that no action was taken in the Executive Session and that a motion would follow.

**MOTION:** Made by Director Collard, Seconded by Treasurer Klein: That the NAWCC initiate a search for a new Executive Director using the plan put forth by the Search Committee. Motion approved: Voting yea: Bazelon, Bryan, Collard, Del Greco, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

A recess was called at 5:40 p.m. Chair Del Greco announced the Recess Session would reconvene at 8:30 a.m. on Wednesday, June 21, 2006.

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### **Call to Order – Tuesday, June 21, 2006**

With a quorum established, Chair Frank A. Del Greco called the meeting of the Board of the National Association of Watch and Clock Collectors, Inc. to order at 8:35 a.m. The Chair welcomed those present.

Chair Del Greco stated the procedures for the meeting and announced that guests would have the opportunity to speak to the Board at the end of the meeting.

**MOTION:** Made by Vice Chair Gregory, Seconded by Director Landis: To suspend the rules for untimely submission of agenda items in order to consider a motion regarding the employee sick leave/personal leave policy. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**MOTION:** Made by Vice Chair Gregory, Seconded by Director Landis: That the employee benefit of sick leave/personal leave of 80 hours each year be changed to 80 hours of sick leave and 16 hours of personal leave per year. The sick leave is to require a doctor's verification if more than three days in a row are taken. The sick leave will accrue up to a maximum of 500 hours if not taken each year. Personal leave will not carry over from year to year. All employees will be governed by this provision. Existing employees will retain their accrued sick leave. Accrued sick leave shall not be paid upon termination of employment. Motion approved. Voting yea: Bazelon, Bryan, Collard, Gregory, Grosby, Hubby, Klein, Landis, McIntyre. Voting nay: Draucker, Orr.

**MOTION:** Made by Director Hubby, Seconded by Director Landis: That the Board meet in Executive Session for the purpose of discussing the Lifetime Membership structure. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

An Executive Session was called at 9:20 a.m.

The meeting reconvened at 10:15 a.m. Chair Del Greco reported that no action was taken in the Executive Session and that a motion would follow.

A recess was called at 10:15 a.m.

The meeting reconvened at 10:30 a.m.

**MOTION:** Made by Treasurer Klein, Seconded by Director Grosby: That, effective immediately, a Lifetime Membership Fee shall be increased to \$5,000 and the minimum age for eligibility shall be fifty (50) years of age. This policy will apply to new Lifetime Membership applicants. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

A recess was called at 10:50 a.m.

An informal session was held to discuss strategies regarding various Association matters.

The meeting reconvened at 3:55 p.m.

**MOTION:** Made by Secretary Draucker, Seconded by Director Bryan: That the Board meet in Executive Session with Ethics Chair Tom L. Brown to discuss an Ethics matter. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

Chair Del Greco announced that Member Noel Rioux (membership number 094842) was the subject of the Ethics complaint, that he had been given due process, that a request to attend the Executive Session was given him by certified mail return receipt requested, and that no response was received from Mr. Rioux.

An Executive Session was called at 4:00 p.m.

The meeting reconvened at 4:20 p.m. Chair Del Greco reported that no action was taken in the Executive Session and that a motion would follow.

**MOTION:** Made by Secretary Draucker, Seconded by Director McIntyre: That member Noel Rioux (membership number 094842) be expelled from the Association as of June 21, 2006, with no right to rejoin. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**MOTION:** Made by Director Collard, Seconded by Director Hubby: To suspend the rules for untimely submission of agenda items in order to consider a motion regarding software needs. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

**MOTION:** Made by Director Collard, Seconded by Director Landis: That the NAWCC develop a plan by September 30, 2006 to determine its software needs, including a cost analysis, for the purposes of membership, accounting, meeting registration and other functions. The results of the cost analysis will be made publicly available to the membership. The purpose of this software platform will be to facilitate communication and the provision of member services at the chapter, regional and national level. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

## **Announcements**

Chair Del Greco announced that the next meeting of the Board is tentatively scheduled for December 8-9, 2006 at the NAWCC Headquarters in Columbia, Pennsylvania.

Board Members were encouraged to attend the 2006 NAWCC Ward Francillon Time Symposium on October 26-28 at the Crowne Plaza Cleveland – City Centre in Cleveland, Ohio. The theme is *American Watchmaking II: From Craft to Industry*.

**MOTION TO ADJOURN:** Made by Treasurer Klein, Seconded by Director Grosby. Motion approved. Voting yea: Bazelon, Bryan, Collard, Draucker, Gregory, Grosby, Hubby, Klein, Landis, McIntyre, Orr. Voting nay: None.

The meeting was adjourned at 4:45 p.m.

Respectfully submitted,

Judy Draucker  
Secretary

Note: An informal session was held to receive comments from the audience. The following members made comments: Roger Gendron, Bob Linkenhoker.