

# **AWCI Policy Manual**

Revised October 2016

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# 1. POLICY MANUAL RULES

## 1.2003.01 Policy Manual Defined

This Policy Manual contains policies and procedures established by a majority vote of the Board of Directors. Policies may be amended, removed or replaced by a majority vote of the Board of Directors.

## 1.2003.02 Organization of Policy Manual

It shall be organized in 'Chapters' according to subject matter.

After passage of a new policy it shall be assigned a number, either by the Executive Director or the Constitution and Bylaws Committee, at the request of the President. Each separate policy shall be numbered in the following manner:

First chapter number, then a four digit number representing the year approved, followed by a two digit number beginning each year with .01, then .02 etc. for each successive policy within the previous listed year, Example 1.2003.02; 1=Chapter 1; .2003= approved in 2003 ; .02= second policy Approved

If a policy has minor amendments the number will remain the same however at the end of the policy the date it was amended will be noted, however; if the changes are substantial the number should be changed.

Within a chapter the policies may be arranged to keep similar policies together for easy reference. When a policy is amended, replaced or revoked the old version shall be removed and placed in the permanent records of the Institute.

## 1.2003.03 Invalidation of Policies

These policies may not supersede the Constitution or Bylaws of this Institute or any local, state or federal laws. Any policy that does so is automatically suspended until such conflicts are resolved.

# 2 CONDUCT

## 2.1995.01 Code of Conduct

This Code of Conduct is intended for the following personnel:

AWCI Board of Directors; Officers; Executive Director; Office Manager; Committee members. AWCI directors, officers, Executive Director, Office Manager and committee members shall discharge their duties and responsibilities as assigned in the constitution and bylaws and by AWCI rules and policies in a professional manner that will reflect a positive image for the Institute.

They will refrain from name calling, threats, and accusations, and will treat individuals with respect at all times.

Their communication with the office, officers, other board members, committee members, membership, and the public, will be for the purpose of carrying out their responsibilities and for advancing the work of AWCI and not to advance their personal agenda.

Disagreements among any of these parties will first be discussed between the parties involved. If not resolved, individuals bringing a dispute or charges must present them in writing to the individuals involved along with any evidence they have to support the disputer or charges. If the problem is not resolved by the parties involved, the matter will be referred to the Board of Directors.

Failure to comply with this Code of Conduct may result in action by the Board of Directors.

## **2.1996.01 Relationship between Executive Director and President**

The relationship between the office of Executive Director and that of President depends on the duties and authority of these officers as defined in the bylaws. In some organizations the executive and managerial function that would otherwise be exercised by the president is entirely split off and vested in the Executive Director. This arrangement leaves the President his duties as presiding officer and spokesman for the organization. In any case, the president should not attempt to give orders to the Executive Director independently unless the bylaws so authorize; in the absence of such a provision, the Executive Director receives his direction from the Board or Executive Committee.

## **2.1999.02 Conflicts of Interest**

This Conflicts of Interests Policy was adopted by unanimous vote by the American Watchmakers Clockmakers Institute Board of Directors for all officers, directors and committee members.

### **I. PREAMBLE**

This policy recognizes that both real and apparent conflicts of interest and dualities of interest (hereinafter referred to as "conflict") sometimes occur in the course of conducting AWCI's affairs. A conflict refers only to personal, proprietary interests of the persons covered by this policy and their immediate families and not to philosophical or professional differences of opinion.

Generally, conflicts occur because the many persons associated with the Institute can naturally be expected to have, and do in fact generally have, multiple interests and affiliations and various positions of responsibility within the profession and the general community. Sometimes a person will owe identical duties to two or more organizations conducting similar activities.

Conflicts are undesirable because they potentially or apparently place the interests of others ahead of AWCI's obligations to its corporate purposes and to its members' interests. Conflicts are also undesirable because they reflect adversely upon the credibility of the persons involved and upon the institutions with which they are affiliated, regardless of the actual facts or motivations of the parties concerned. The long range best interest of AWCI does not, however, require the termination of all association with persons who may have real or apparent conflicts if a prescribed and effective method can render such conflicts harmless to all concerned. Accordingly, it shall be the Institute's policy to require that all actual or apparent conflicts be disclosed promptly and fully to all necessary parties and that specified involvement in the affairs of the Institute by persons who have such conflicts be prohibited.

### **II. APPLICATION OF THIS POLICY**

This Policy shall apply to all elected or appointed members of the Board of

Directors, to all elected or appointed corporate officers and to the members of all AWCI committees. For the purposes of this statement of policy, all of the above shall be referred to as “persons”.

### **III. POLICY**

A. All persons shall scrupulously avoid any conflict between their own respective individual interests and the interest of the Institute in any and all actions taken by them on behalf of AWCI within the course of their respective corporate capacity.

B. No person shall use their position or the knowledge gained there from, in such a manner that a conflict between the interest of AWCI and their personal gain arises.

C. No person shall obtain for themselves, or their close relatives or their business associates or friends, any material interest or monetary gain of any kind which may result from their association with the Institute.

D. Any person believing that they have an interest in any proposed transaction with the Institute in the form of a significant personal financial interest in the outcome of the transaction or in any entity involved in the transaction, or holds a position as trustee, director, or officer in any such entity, they shall make a full written disclosure of such interest to the Board of Directors which shall decide whether a conflict in fact exists. The Board’s findings shall be final.

E. Nothing within this Policy shall be construed to apply to a situation where a person is merely a shareholder in a large corporation whose products, goods, or services are purchased or otherwise utilized by the Institute. Nor shall this Policy be construed to prohibit any member from publicizing his or her Institute designation or certification which he or she has earned and maintained.

## **2.1999.01 Employment Prohibition**

From and after the effective date of the Policy Directive, no person shall be employed by AWCI who is related by blood or law to any Board Director, the Executive Director, and/or supervisory level staff member, unless such employment is approved in advance by an affirmative vote of two thirds of all Directors.

## **2.2010.01 Ethics Enforcement Policy See separate document 10 pages.**

### **Code of Ethics**

In business practices, each member will conduct him or herself in such a manner as will reflect positively on him or her, on the AWCI, and the entire watch and clock repair industry, including all its participants.

## **3 Income & Expenses**

### **3.2006.01 Membership Dues**

As specified by the annual budget approved by the Board of Directors

### **3.1987.01 Registration Fees**

The cost of the annual meetings shall be borne by those involved by charging a registration fee, or a participation fee for each event.

## **3.2014.01 Policy for Speakers and Educational Programs at Affiliate Chapters**

AWCI will provide educational programs and/or speakers for affiliate chapters with the following terms and conditions:

1. A request for an educational program or speaker must be made no less than 90 days prior to the date of the program.
2. The speaker/instructor is available.
3. Upon request of the program, AWCI will provide the chapter with an estimate of the total cost for the program. A non-refundable 10% deposit is due 60 days prior to the program date.
4. For each affiliate chapter, AWCI will subsidize the cost of the program(s) in the amount of \$150 per AWCI member enrolled in the educational class or in attendance at the speaker's presentation. The total subsidy is not to exceed the lesser amount of 50% of the total program cost or \$1500 per chapter each fiscal year. The affiliate chapter will be responsible for the remainder of expenses.
5. A full account of expenses will be provided to the affiliate chapter with an invoice and complete payment is due within 30 days of receipt of the invoice.
6. AWCI will be provided a roster of all attendees.

## **3.2011.01 Capital Funds Request Form**

Prior to investing in any project or program which has not specifically been approved by the BOD, management shall fill out and submit the Capital Funds Request Form (Separate Document) to the Treasurer, for approval by the BOD.

## **3.2007.02 Affiliate Chapter Delegate Reimbursement**

An Affiliate Chapter whose delegate attends the AWCI Annual Meeting shall be reimbursed \$300 if the Chapter has 15 AWCI members.

### **3.2016.06 Travel Reimbursement Policy**

Board members, special agents, and/or members of other special committees, when directed by the President, shall have their transportation (airline economy class or equivalent), and their hotel accommodations paid by the Institute while attending regular or specially called meetings upon presenting itemized bills. Members are expected to choose the least expensive practical method for travel. Airfare, shall be based on the least expensive rate available, for a 30 day (when possible) advance purchase round trip ticket. If travel is less than 200 miles, reimbursement will be at the current rate accepted by the IRS business travel rate. If travel is more than 200 miles, and the traveler elects to drive, she/he will be reimbursed at the IRS business travel rate per mile, or the amount of the least expensive airfare rate available for a thirty-day advance purchase round trip ticket plus taxi, rideshare, shuttle, or rental car from the airport to reach the arrival destination, whichever is the least. Whenever you and two members of the AWCI executive committee mutually agree that access by air is not practical, reimbursement for the IRS business travel rate mileage rate or car rental will apply. If travel is for an AWCI scheduled meeting, or workshop, AWCI will give a fifteen-day advance notice if cancellation becomes necessary. When travel is for an extended period of time, and considerable local travel is required, AWCI may request that you consider using a rental car rather than other local public transportation such as a taxi, airport limousine, etc. When considerable local travel is not required, travelers should use the public transportation mentioned above. Travel of the spouse, family members, or others, will be at their own expense. When others share your room, bill AWCI for the single occupancy rate. If motel rates are the same for single as well as multiple occupancy, indicate this on the bill. Receipts for such items as airfare, motel, gasoline, parking, cab fare and other incidentals for which receipts are available must be attached to your request for reimbursement and submitted by the 10th of the following month. Whenever travel is for an extended period of time, and travel to a number of cities is involved, contact AWCI and work out the details of reimbursement of the expenses involved.

# 4 Directors and Officers

## 4.2003.01 Duties of Members of the Board of Directors

Directors of AWCI are volunteers who serve without compensation or expectation of personal return. Nonetheless, by virtue of their position, the directors owe several duties and obligations to AWCI. Failure to comply with those duties may impose personal liability on a director. Set out below is a general description of the three primary duties of care, loyalty and confidentiality that directors owe the Association. While these duties can be described in broad detail and flushed out with various examples, it is not possible to address the multitude of cases when they will impose certain responsibilities on directors. In case of doubt, a director should promptly seek advice from AWCI officers, the Executive Director, and/or legal counsel.

### I. DUTY OF CARE

The duty of care requires a director to act with a level of care an ordinary, prudent person in a like position would exercise under similar circumstance. Therefore, when carrying out the duties of a director, the individual must act on an informed basis and in the good faith belief that they are furthering the interest of the Association. The following guide lines will assist a director in complying with his or her duty of care:

Attend meetings of the Board regularly. Notify AWCI beforehand if you are unable to attend. Each director should have an understanding of the role the Board of Directors serves under the AWCI Constitution and Bylaws. Board members must review the materials provided to them prior to the meeting. It is important that directors understand the issues and come to the meeting prepared to discuss the issues and ask appropriate questions. When directors have questions regarding an issue, they should raise them. It is the responsibility of the AWCI Executive Director and the Executive Committee to address concerns that directors may have on an issue.

Directors should always be mindful that any statements or opinions that they publicly express may be viewed as the position of AWCI. When expressing personal opinions, directors must insure that their audience understands that the statements are representing personal opinions and not the position of AWCI. On occasions when directors are presenting the position of AWCI, they should make sure they are fully informed regarding that position and accurately state how AWCI stands on the issue.

### II. DUTY OF LOYALTY

Each director of AWCI owes the Association the fiduciary duty of loyalty. Basically, this means that the interest of AWCI must always come first and that the director must act in a manner he or she reasonably believes will be in the best interest of AWCI. A director cannot use his or her power for personal benefit to the detriment of the Association.

The duty of loyalty imposes several related obligations on each director. They are as follows: A director should never seek to expropriate programs or activities, particularly business prospects that properly belong to the Association. For example, if a new revenue generating program is presented to AWCI, it would be improper for a director to expropriate that idea and start a similar program in competition with the Association. Similarly, if a director sits on another watch or clock industry association board, it would be improper to share with that association the inside details of any program AWCI was offering. A director must avoid conflicts of interest or even the appearance of a conflict. Board members must provide undivided allegiance to AWCI. A conflict of interest exists when a director participates in the decision making process on an issue while having professional

or personal interest which could bias or predisposition the issue. For example, if a director sits on the board of a bank soliciting the business of AWCI, the participation of the director in the decision whether to retain the bank would constitute a conflict of interest. In the event an actual or apparent conflict of interest arises, the director has a number of obligations. First, the director should disclose the possible conflict to the rest of the Board prior to any action being taken. For example, assume a director had a dispute with a vendor soliciting AWCI's endorsement. The director should disclose to the Board that he or she has the conflict with the vendor prior to voting on a decision whether to endorse the vendor.

If a serious conflict of interest arises, the director must recuse himself or herself from the decision making process. As an example, assume a director has partial ownership in a vendor seeking AWCI's endorsement. In such a case, the director should disclose the conflict to the Board and remove himself or herself from the deliberation and the vote of the Board on whether to endorse the vendor.

In a case where a serious conflict will be ongoing, the director must resign from the Board. For example, if a director started a business which directly competed with a service offered by AWCI to its members, it would be inappropriate to remain on the AWCI Board while having a financial interest in a business competing with AWCI. A director should never use his or her position as an AWCI director for personal advantage. For example, it would be improper to seek or accept special concessions from a vendor that is seeking AWCI's endorsement.

### **III DUTY OF CONFIDENTIALITY**

Another important obligation of a director is to refrain from disclosing any Association information that is deemed confidential. As a member of the Board, a director may be privy to sensitive information regarding Association finances, business opportunities, membership disputes, and employee problems. While actions and resolutions adopted during Board meetings are not confidential, any information disclosed in executive session or as confidential

background material must not be disclosed to third parties. In addition, to encourage open discussion among Board members, it is inappropriate for one Board member to publicly discuss internal Board discussions or debates that are conducted at meetings or through email deliberations.

Directors should note the following with regard to their duty of confidentiality:

If AWCI informs the Board that a matter is confidential, the director must respect that designation and not disregard or second guess the "confidential" nature of the information.

The director must be sensitive to guard against disclosure of Association information relating to membership issues, grievance matters, employee evaluation, compensation and discipline, tax issues, trade secrets and business opportunities. If information or advice is provided by AWCI's attorneys to the Board within the scope of the attorney client privilege, disclosure of that information or advice by a director to a third party will destroy the privilege and allow that information or advice to be used in litigation.

The content of the discussion and debate among Board members at Board meetings, conference calls, and email exchanges should not be publicly disclosed to third parties. If a director intends to bring up a confidential matter during a Board meeting, it is appropriate to make a motion to go into executive session prior to raising the issue.

Directors should understand that the duty of confidentiality continues indefinitely and that it does not end when the director's term on the Board ends.

## **4.1996.01 Change of Retiring Directors to Newly Elected Directors**

The change of retiring directors to newly elected directors takes place at the time the agenda moves from Old Business to New Business regardless of the time the new directors are installed.



#### **4.1984.01 Status of previously Adopted Motions**

The Secretary shall report to the Board of Directors prior to the annual meeting, the status of previously adopted motions. The report to be submitted just prior to the annual meeting of the Board of Directors.

#### **4.2000.01 Resume for Board of Directors Nomination**

The form “Resume for AWCi Board of Directors Nomination” form shall be used in

all elections. The wording “current primary occupation” of nominees for the Board of Directors shall be prominently listed under each candidate’s name in the information brochure that is mailed out with the ballots.

Non horological qualifications and education shall also be listed.

Photographs depicting the nominee and intended to be used in the Election Brochure and in any descriptive articles relating to the election appearing in the Horological Times magazine be no more than two years old at the time of publication. The nominee’s age at the time of election—June 1st of the election year—be included on the “Résumé for AWCi Board of Directors Nomination” form.

See separate document.

#### **4.2003.02 Email requirements for Board Candidates**

Because email is extensively used in communications among members of the Board of Directors and AWCi Headquarters, it is a requirement that all candidates for election to the Board certify to AWCi that the candidate has email capability. All Directors must maintain email capability during their terms on the Board of Directors.

#### **4.2003.03 Teleconference Meetings**

Monthly Teleconference Meetings: the Board of Directors shall schedule Board meetings to be conducted by teleconference.

Written Report of Resolutions. Promptly after each Board Teleconference Meeting,

The secretary shall transmit a written report to each director via email showing the results of the voting on each motion. Any director who believes the written report is not accurate should file a written objection with the remainder of the Board via email within seven (7) days after receiving the written report.

Minutes of the Board Teleconference Meeting shall be taken by the Secretary and submitted to the Board for approval.”

#### **4.2003.04 Parliamentarian**

The parliamentarian is to be available to the Board of Directors and any committee for guidance in the conduct of their meetings and deliberations. The parliamentarian shall interpret the constitution, bylaws, policy manual and “The Standard Code of Parliamentary Procedure”

#### **4.2006.02 Rules for Petitioning for Board of Directors**

The petition must contain name of proposed candidate, name of member supporting the petition along with their membership numbers.

To be valid all petitions must be received by the Executive Director by the deadline date.

The member receiving the most valid signatures by petition shall be placed on the ballot, provided they meet the qualifications for election and the number of signatures meets the minimum number in the bylaws.

To break a tie the first criteria shall be by the earliest date received, then if needed, by the member who has the longest record of continuous membership.

The Executive Director shall forward the name of the member thus approved to the nominating committee. The committee shall contact the member to verify their willingness to accept the nomination and their willingness to serve.

## **4.2008.01 Nominating Procedures: Qualification and Selection Process**

Background: Recommended nominees for the AWCI Board of Directors originate with the membership. It is up to the members to recommend those candidates they feel will best represent them as leaders of the AWCI. While the AWCI Board of Directors is ultimately responsible for approving the list of candidates to be placed on ballot, it is the function of the Nominating Committee to present the AWCI Board with the best possible slate of candidates for approval. To this end, there are two primary functions performed by the Nominating Committee: Qualification and Selection.

### **QUALIFICATION:**

All candidates for the AWCI Board must meet certain minimum qualifications, as spelled out in the Constitution and By-laws. These include, but are not limited to, a willingness to serve, being a member in good standing, and attesting to duties of loyalty, confidentiality, and care. The Nominating Committee will verify that each candidate nominated, including candidates nominated by petition, shall meet the minimum qualifications as required by the Constitution and By-laws.

All candidates for the board of directors shall acknowledge having read the AWCI Constitution, By-laws and Policy manual and return signed documentation indicating such to AWCI headquarters before being included on the ballot.

### **SELECTION:**

Selection applies only in two specific cases: when more candidates than the constitutionally allowed maximum have been nominated, or when fewer candidates than the constitutionally required minimum have been nominated. In those two specific cases, it shall be the job of the nominating Committee to develop the best possible slate of candidates through the application of an objective standard. The objective criteria used in selection may change over time, but should always be decided upon before candidate selection begins. The Nominating Committee will use the following criteria:

Prior service to the AWCI. Both quantity and quality of prior service should be considered.

Formal Education. Business skills. Has the candidate demonstrated skills in areas like finance, project management, organizational management, etc.? Leadership skills. Has the candidate demonstrated the ability to lead teams of people in the accomplishment of specific goals? Communication skills. Has the candidate demonstrated the ability to communicate their ideas clearly?

Character. Does the candidate possess a proven track record of honesty and integrity in their dealings with others? In the case where more nominations have been received than the ballot allows, the Nominating Committee will evaluate all candidates on the basis of these criteria and select those candidates who, all things considered, fulfill the greatest number of these criteria. In the case where fewer than the minimum required nominations have been received, the Nominating Committee will actively seek nominations of individuals who, in the estimation of the Nominating Committee and board of Directors, best fulfill these criteria.

## **4.2008.02 Authorized Signatures for Checks**

All checks will be signed by persons authorized by the executive committee.

# 5 Voting

## 5.1989.01 Voting Percentages and Fractions

Whenever percentages are involved in AWCII voting and a fraction of a vote results, the next highest number of votes shall prevail.

For example: 80% of 9 = 7.2 Eight votes would be required for approval.

## 5.2003.01 Procedures for Unanimous Written Votes

All motions, made via email or other electronic means, shall be presented in draft form to the President who in turn will present the draft motion to the Board for a 5 day discussion period. Concurrently the President will present the draft motion to the Parliamentarian, and any committees that it may concern, for review. The author of the draft motion, upon completion of the 5 day discussion period, may submit either a revised draft motion for further discussion, or a final motion seeking Board approval to the President within 3 business days. The President will then present either the modified draft or final motion to the Board on a timely basis, requesting a second (if required), according to OH email voting statutes. If a written resolution is submitted to the Board by mail, fax, email or by some other method, such resolution shall be deemed approved if all of the directors indicate their assent to the resolution in writing. To indicate assent, a director must sign his or her name to a written instrument indicating assent and return it within five (5) working days of receiving the resolution to AWCII by fax or mail, or by emailing to AWCII his or her assent with the director's name typed at the end of the email. The President may extend the five (5) working day deadline in his or her discretion. Any resolution approved by unanimous written vote shall be filed in the official minutes of the Board.

# 6 Committees

## 6.1988.01 Responsibilities of Committee Chairpersons

The committee chairperson must contact within thirty (30) days of notice of appointment, all members of the committee informing them of their responsibilities and asking their participation and input in the items considered by the committee. The committee chairperson must formulate any recommendations for action to be considered by the Board of Directors, into a resolution which will be proposed at the Board of Directors meeting. The chairperson must consider the ideas and input from the committee members in formulating such a resolution. The committee chairperson must present a report, as required, to the office for presentation to the Directors meeting. The report should contain the following information: An indication of which committee members participated in the work of the committee and which did not. Report the activities and work carried out by the committee and the rationale for any action recommended by the committee. The report may include suggestions and ideas from individual members which are not included in the resolutions from the committee as a whole. Such suggestions will not be acted upon by the Board of Directors, nor will they be implemented unless they are presented as a motion for consideration by a Board member after the report is presented and the suggestion approved. Resolutions from the committee as a whole will constitute a motion, which need not be seconded and will be acted upon by the Board of Directors.

In summary, in the report there must be a clear differential between mere suggestions, which will not be acted upon nor implemented unless put into a motion and passed by the Board of Directors, and resolutions from the committee as a whole which will constitute a motion which will be acted upon.

## **6.2005.02 Standing Committees**

The following shall be subcommittees of the Standing committees as listed in the By-laws Article XVI, Sec. 1

### **A) EDUCATION**

Duties: This committee's responsibility is the formulation and implementation of AWCI's educational policies and programs.

1. Watch Section
2. Clock Section

### **B) HOROLOGICAL TIMES**

Duties: Work with our Executive Director, magazine editor and President to formulate policy for the Horological Times. Review and file a written report on the quality and content of all horological publications in all formats received for its consideration. Make AWCI more visible to persons in our industry and to the public.

1. Horological Times Advisory

### **C) STRATEGIC ACTION**

Duties: Recommend to the Board steps that we can take to insure AWCI's future success as the premiere horological institution in the world.

### **D) CONVENTION**

Duties: To work with the office to plan and put on our annual convention.

### **E) ETHICS COMMITTEE**

Duties: To review AWCI Code of Ethics, make recommendations for changes and to establish due process for dealing with accused breaches of the same and potential methods for settling such disputes.

## **6.2006.03 AWCI Fellow Award Qualifications and Nomination Form**

The AWCI Fellow Award is considered a prestigious award that carries the endorsement of one's peers as an outstanding member of the Horological Community. Qualifications and Contributions:

Active employees of the AWCI are not eligible. Tangible evidence of leadership abilities Active participation chairing or serving on committees Publication of articles in Horological Times or Horological related publications Lectures, workshops and technical demonstrations Good technical skills offered for the benefit of AWCI members

When the form is filled out it will be sent to the Chairperson of the Honor Award Committee. The chair's name and address will be kept current and will appear on the Nomination form. When received by that chair he/she will acknowledge receipt of said form in writing within ten days to the person making the nomination. See attachments for form.

## **6.2011.01 President's Award**

This honor is to be awarded at the sole discretion of the current AWCI President. It may be awarded to an individual or group.

- Sec. 1. The President need not obtain approval from the Awards Committee or the Board of Directors for this award. However, documentation stating the details of his/her reason for selecting the individual

must be presented by the president to the office no later than 30 days prior to the annual meeting. After the annual meeting this documentation will be turned over by the office to the Board for inclusion in the official record.

Sec. 2. The President shall not be obliged to present this award each and every year and no more than one (1) person or group shall be selected each year.

Sec. 3. The award shall be in the form of a plaque or framed certificate

## **6.2016.01 Committee Chairs**

In the event of a resignation or leave of absence of an AWCI committee chair, a member of the executive committee shall operate in that position until a permanent chairperson can be found to replace them.

# **7 Institute records**

## **7.1986.01 Taping and Recording Proceedings**

The policy for taping and recording all official meetings of the American Watchmakers Clockmakers Institute is as follows:

1. The Secretary shall have the sole rights to record official meetings.
2. The tapes shall be used only to prepare the official minutes of the meeting, and for reference in the event of a dispute.
3. The Secretary's taped, audio recordings of official meetings and proceedings of AWCI are destroyed upon the approval of the written minutes of official proceedings.

## **7.1989.01 Permanent Records of the James M Dodson Perpetuation Fund.**

AWCI will keep permanent records of all meetings of the James M. Dodson Perpetuation Fund Committee which shall be submitted to AWCI Central and become a part of the institute's permanent records.

## **7.1988.01 Minutes of Committees**

Minutes should include action taken by a committee and their rationale for their action. It should include only those suggestions which become motions and were voted upon. Suggestions in the report which are not acted upon should not be included in the minutes.

## **7.2003.02 Mailing List Access**

1. Members and Affiliate Chapters may obtain copies of the Institute's membership mailing list for any reasonable and proper purpose. In making a request for a copy of the membership mailing list, the Affiliate Chapter or member must state the purpose for seeking the membership mailing list and sign an agreement restricting its use of the list to that stated purpose.
2. The executive director shall make the determination of whether the Affiliate Chapter or the member has stated a reasonable and proper purpose for obtaining the membership mailing list. If the executive director rejects the stated purpose for seeking the list, the Affiliate Chapter or member may appeal the rejection to the Board of Directors. The Board of Directors shall either uphold the rejection or overrule it in the Board's sole discretion.

3. For purposes of this policy a “reasonable and proper purpose” may include, but not be limited to, the following:
  - a. An Affiliate Chapter may obtain the membership mailing list to contact Institute members in its area for the purpose of inviting them to join the Affiliate Chapter;
  - b. Affiliate Chapters and members may seek the membership mailing list to communicate with other Affiliate Chapters and members on Institute business such as elections of the officers and board members, amendments to the Constitution and Bylaws, or other purposes set forth in the Constitution and Bylaws;
  - c. Other purposes not listed above, which the executive director or the Board of Directors deem to be in the best interest of the Institute.
4. The Board of Directors may provide a copy of the membership mailing list to third parties when compelled by legal process or when the Board deems it to be in the best interest of the Institute.

## **7.2003.03 Access to Minutes and Other Institute Records**

1. Members of the Institute may obtain copies of the minutes of the Institute. The Executive Director may also make them available to other parties who may have a legal or otherwise legitimate reason for access. The Executive Director shall determine their eligibility to receive the same.
2. Members may obtain access to other Institute records, for “reasonable and proper purposes” by submitting a request to the Executive Director. Such requests shall include the reason and purpose for obtaining the records. If the request is denied it may be appealed to the Board of Directors.
3. Any person or persons obtaining copies of such documents may not publish them or otherwise distribute them without the permission of the Executive Director.
4. A reasonable processing and handling fee may be charged for such documents.
5. Any minutes or records containing personnel issues or other issues of a sensitive nature may not be released except where permitted or required by law.

# **8 Education**

## **8.1997.01 Taping of Presentations Prohibited**

The audio and/or videotaping of AWCI sponsored presentations is strictly prohibited without prior written consent of the Executive Director.

## **8.1998.01 Option to Purchase Unfilled Seats in Order to Insure Scheduled Seminar Takes Place**

When a class which has been scheduled fails to meet the minimum number of participants, AWCI will determine the prorated additional cost to conduct the seminar with less students and offer them the option of paying the additional cost. If the minimum number of students is reached before the class date, a refund would be made.

# 9 Publications

## 9.2005.03 Publication of Death Notices and Obituaries in Horological Times

If the deceased fits one of the categories below, an appropriate individual obituary is published in Horological Times.

1. Incumbent Director
2. Past President
3. AWCI Founder/Charter Member
4. AWCI Fellow
5. Substantial advertiser
6. Incumbent trustee or former Trust Chairman

If the deceased fits one of the following categories, a brief item noting the death will appear in the chapter news section of the state in which she/he resides, provided timely notification is received by Horological Times.

1. Former AWCI Director
2. Officers of affiliate chapters
3. Individuals active in local and/or AWCI affairs.

The ELM Charitable Trust may publish notice of deaths of individuals for whom a memorial has been made to the Trust. If the deceased is a member in good standing of AWCI and adequate notice of the death has been given the AWCI office, the decedent's name will be published in a quarterly summary in the Horological Times.

## 9.2016.1 Magazine Subscription

We offer a magazine only subscription for the Horological Times for \$99 per year domestically.

# 10 Meetings

## 10.2015.01 Moment of Silence

All official Institute meetings or events hosted by the President and Board of Directors shall begin with a moment of silence. The meeting attendees are encouraged to use that moment of silence for whatever purpose they feel to get themselves in the personal frame of mind to participate appropriately in the meeting or event. The Institute does not intend to proselytize or advance any faith or belief and the Institute does not endorse any particular religious belief or form of invocation.