

AMERICAN WATCHMAKERS-CLOCKMAKERS INSTITUTE
Minutes of the Mid-Year Executive Board Meeting
February 10, 11 2006

FRIDAY – FEBRUARY 10, 2006 8:15am

Salute to the flag.

Invocation: given by President Door

Introduction and Recognition

Present:

Jim Door, President AWCI
Mark Butterworth, 1st Vice President AWCI
Dennis Warner, 2nd Vice President AWCI
Jim Zimmerman, Treasurer
Alice Carpenter, Secretary
Willem VanKempen, IAB Chairman
Jack Kurdzionak
Tom Pack, Finance Director
Jim Lubic, Executive Director, AWCI
Lucy Fuleki, Assistant Director, AWCI
Donna Baas, Managing Editor, *Horological Times*
Scott Gilligan, Legal Counsel
Dr. Vince Schrader,
Manuel Yazijian , AWCI Watchmaking Instructor/Certification Coordinator.
Jerry Faier, Chairman Education Committee

Opening remarks: President Door

Procedures and requirements for voting: given by President Door

Minutes of the Annual Board of Directors Meeting

Minutes of the Annual Board of Directors and Minutes of the 2005 Mid-Year Meeting were dispensed with as they have already been approved by the full board of directors by email.

State of the Association: Jim Lubic, Executive Director

Certification is the big issue being working on, and everything is on track.
Jerry Faier will give his report on this later during this meeting.

CONSTITUTIONAL COMMITTEE REPORTS

Constitution and By-Laws Committee: Paul Wadsworth, Chairman reported that the committee was asked to review the final changes made to the policy manual and Bylaws during the 2005 annual meeting. This was done and approved and sent to the members. No recommendations made.

Nominating Committee for Board of Directors, Alice Carpenter, Chairman.

The following candidates have been selected to run for the Board of Directors by the nominating committee:

Glenn Gardner
Chick Hardy
Joe Juairé
Terry Kurdzionak
Dr. Lloyd Lehn
Chuck McKinney

Donald McPherson
Tony Riggio
Jim Zimmerman
Jim Sadilek (by petition)

Motion #4: The committee recommended that the following be added to the bylaws:

Article XV, Section 9, #(f) The deadline for the membership to nominate a candidate for the office of Board of Directors be set at December 1st.

Rationale: This would give the nominating committee time to qualify the candidates before the date they are required to notify the candidates.

Motion #5 the committee recommended that the following be added to the by-laws:

Article XV, Section 9, #(g) The selected nominees be notified that they have been selected by December 30.

Rationale: This would give the nominating committee time to qualify the candidates before they notify the qualified candidates.

Motion #6: that the statement in Article XV, Section 9, #(d) which reads: The petition of nomination, signed by the members must be received by the Executive Director not later than midnight of the 15th of January.

Be changed to read: The petition of nomination, signed by the members, must be received by the

Nominating committee no later than the 20th of January

Rationale: in #b of the bylaws it states that it is the duty of the nominating committee to qualify as to the interest to serve and having been an AWCI member for one year and not having served their two terms on the board just previously. The change would give the nominating committee more time to do their job

Motion #7: The committee recommended that the following be added to the bylaws:

Article XV, Section 9, #(h): The nominating committee will notify each candidate whether they have or have not been selected by the committee by the appropriate date.

Rationale: By notifying each candidate whether they were selected, the ones not selected will have more time to apply for nomination by petition.

Motion #8: The committee recommended that the following be added to the bylaws: Article XV, Section 9, # (I)The names of the persons selected to be nominated for the board not be published or posted anywhere until the nominating process is completed.

Rationale: This will give the candidates a better chance to express their opinions without prior opportunity for inappropriate questions and speculations by others.

Discussion covered the possibility of members nominating any or all candidates and eliminating the need for a nominating committee; the acceptance of an unlimited number of candidates by petition; and where the nominating committee is instructed in the bylaws as to it's duties.

Note: Motions #4 through 8 will be sent to the Constitution and by-laws committee.

To be put in the policy manual: rules for petitioning, the deadlines, and notifying the candidates, as appropriate.

Finance Committee: Jim Lubic, Executive Director

Under "Revenues", the numbers are close to where they should be with the exception of the Merchandise category. This is off because the Pricing Survey has not been completed and also the AWCI Battery Book is not in print at this time. The sponsor of the Battery Book had committed \$30,000 to the project but had to reduce it to \$3,000, so this will slow down this project.

The total membership at this time is close to what it was last year at this time.

We have a total of 2,309 paid members at this time, which includes life members, 405 senior members, and 96 student members. It is expected that the membership will reach 3,800

No recommendations were made.

James M Dodson Perpetuation Fund:

Rob Clark, representative of Ross-Sinclair was not present

Jim Lubic reported in his absence that things were on target.

STANDING AND SPECIAL COMMITTEE REPORTS

Education Committee, Jerry Faier, Chairman reported that both the Watch and Clock sections have been very hard at work either developing or implementing the programs under way.

The Watch Section:

The Standards and Practices for Watchmakers has been completed. Preliminary examinations have been given. Upgrades are being offered to the Certified Master Watchmaker category. Successful candidates are being published in H.T.

The Board of Examiners is scheduled to meet at this, the mid-year meeting to discuss updating and developing training programs.

The development of the WT I and WT II programs are being developed.

The Clock Section:

The first trial of Standards and Practices for Clockmakers has been completed.

There will be 4 parts to the exam.

A Mentoring program is being developed to help proctor the exams. These mentors will be present when the applicant works on putting teeth in clock wheels, pivots on wheels, and safety practices.

They will observe safety practices, but will not grade.

Should reach final testing and revisions by the Annual meeting.

Discussion covered models which would be worked on, such as grandfather, 1161 Hermele triple chime, 400 day, cuckoo with music, American time and strike mantle movements, also work on a 16-18 size pocket watch (for hairspring manipulation, and shellacking of jewels)

P.38 of the Standards and Practices for Clockmakers spells out pathways to obtaining certification, if already a certified clockmaker...which is: take the written exam, but a different, more comprehensive exam, and hold the Certified clockmaker title for 5 or more years or, work with the education committee on certification for 1 year.

Horological Times Committee, Ron Iverson, Chairman reported that the H.T. committee has reviewed and approved or made recommendations for all articles submitted to it. No recommendations were made.

Book Review Committee, Robert Porter, Chairman.

This committee reported that they have reviewed several books and are working on several others.

No recommendations made.

Membership Committee:

No report.

Publicity Committee, Jim Sadilek, Chairman, suggested that the Education Committee and the Board of Examiners send the names of those members who have achieved the new certification as a press release to newspapers.

Jim Lubic, Executive Director, says that this is being done by the office.

Honor Awards Committee, Dennis Warner, chairman, reported that the award/awards will be made at the next annual meeting, Still under discussion in this committee is the Lifetime Achievement Award.

Motion #9: the committee recommends changing Article XVI, Sec.1 read: **The Awards Committee shall receive suggestions for candidates for this award by any AWCI member in good standing. The person making the nomination will submit in writing to the committee the reasons why this person is worthy of receiving this award. This must be done 90 days prior to the annual meeting.** The committee may make a selection of one (1) candidate whom they shall present to the Board of Directors together with the details of their reason for selecting the individual. The Board of Directors will, by secret ballot conducted by mail,

vote on the committee's nominee. If the candidate receives at least 80 % affirmative votes from the total number of Directors, the title shall be awarded to the candidate.

(the section in bold denotes the changed section)

Rationale: there are no existing guidelines other than the name of the person and we are asking for the reason, and giving a time frame to do it in.

Motion #10: the committee recommends the following change to the bylaws:

Article XVI, Sec.4. Presentation of the award shall be made at the next ***AWCI Annual Awards Banquet*** following the candidate's selection

Rationale: to be specific where the award will be given.

Strategic Action Committee:

No report

Ethics Committee

No written report from the Ethics committee

Watch Product Review Committee, David Fahrenholz, Chairman reported that the object of evaluating submitted watches from manufacturers would serve to define and expand the role of AWCI as an industry asset and leader in the technical side of our business; and could be a springboard for similar industry leading concepts. They plan to use a testing layout tied to the certification program. For this they will contact Vince Schrader for further input. This committee would like to have feedback on possibly offering a "free trial" to a publication to gauge their interest after looking into it.

Convention Committee Tom Payne, Chairman

This committee has selected the Marriott Hotel Sea-Tac for the location of the convention and the Boeing Museum of Flight as the location for the ELM Trust Dinner. They have tentatively selected Alexander Rose, Executive Director of the Long Now Foundation as the speaker for the ELM Trust Dinner; Maarten Pieters, Director of WOSTEP as the Affiliate Chapter Keynote speaker; and Antoine Simonin as the Saturday Night Awards speaker.

For Technical Presentations:

For Clocks: Brien Dews-Electric Clocks and the Telechron Company; Bob Macomber-Bushing Wooden Clock Movements; Vince Schrader and Jerry Faier-Joint presentation on certification.

For Watches: Antoine Simonin-WOSTEP; Ed Eueberal-Railroad Pocket Watches; Manuel Yazijian- AWCI Watchmaking Instructor/Certification Coordinator.

The committee would like an educational symposium on Friday from 1 to 4pm with 2 to 4 sessions for members to choose from

Other Items: A Logo watch to be given away to convention attendees; A website promoting the convention; Participation by the local REC school, Seattle Community College Watch Technology, with the students staffing the registration table and hospitality room.

Resolutions from the committee:

Motion #11: made by Tom Payne, Chairman Convention Committee, needs no second

That resources be committed to the creation of a "convention planning guidelines" document that clearly defines what is required to host an AWCI National (Annual,) Meeting.

Note: this is being referred to Lucy and the office staff.

Motion #12: Made by Tom Payne, Chairman Convention Committee, needs no second.

That the Board unequivocally endorse the venues that have been selected by the national and local committees for the convention events.

Voice Vote, all present voted no, none voted yes,, Motion failed.

Discussion followed,

Motion #13: made by Mark Butterworth, seconded by Alice Carpenter

That we recommend to the full board not to approve motion #12.

Voice vote: all voted yes, none voted no, motion passed

IAB Meeting Willem VanKempen, Chairman, reported that he was glad to see representatives of Swatch and LMVH joined us at the IAB meeting. He is targeting Movado and Brietling, the Japanese companies and large retail stores like Zales. He has made some progress, and is looking where we are to go in the next six months.

NEW BUSINESS

ELM Trust. President Door

Motion #14: made by Mark Butterworth, seconded by Dennis Warner to reappoint Mark Baker and Charles Cleves to two year appointment, beginning July 1st.

Voice Vote: all voted for, none voted no Motion passed

President Door spoke on the appointing of committees, and the time of appointing. He put forth the idea of appointing the committees at mid-year, instead of at the beginning of the year. The idea is that this would help continuity, and the President, if new, would have 6 months, instead of 90 days, to come up with his committee appointments. So, technically, we are without committees for the period of time that the President takes to appoint and get them approved. If we act on this, where should it be covered.

Scott Gilligan stated that it should be in the bylaws.

Discussion followed. No action taken.

President Door spoke on teleconference calls. On page 10 of the policy manual, it states: “Minutes of the Board Teleconference Meeting shall be taken by the Secretary and submitted to the Board for approval at the next scheduled Board Meeting”

This means that the teleconference minutes would have to wait for either the annual meeting or the mid-year meeting to be approved.

Motion #15: made by Mark Butterworth, seconded by Alice Carpenter

To change the section that reads:

Minutes. Minutes of the Board Teleconference Meeting shall be taken by the Secretary and submitted to the Board for approval **in accordance with Sec.7.2003.01** (bold and underlined portion is part changed to)

Voice vote: all present voted yes. None voted no. Motion passed.

Meeting recessed at 4:44 PM

Saturday, February 11, 2005

Meeting reconvened at 9:30 am

Resumption of New Business:

President Door: The first order of business is the Standards and Practices for Clockmakers Discussion covered: whether open book test, (yes); if there will be a formula sheet, (they may bring their own or one can be provided);

Motion #16: made by Mark Butterworth, seconded by Dennis Warner.

I make a motion that we recommend to the board that we accept the Standards and Practices for Clockmakers as presented.

Voice vote: all present voted yes, none voted no. Motion passed.

Butterworth suggested a discussion on the process of petitioning.

Carpenter read Article XV, Sec.9,#c in the bylaws which reads: “One half of one percent or more active members of the Institute who are eligible to vote may nominate one candidate by petition. That person’s

name shall be included on the ballot provided that person meets the qualifications required to serve as a director of the Institute. The petition of nomination, signed by the members must be received by the executive director not later than midnight on the last day of January.”

Discussion followed and covered:

There needs to be something put in the policy manual to cover this before it becomes a problem.

In what form must a petition be presented, what details should be on it.

A petition should contain the petitioner’s membership number

Can one person petition for more than one?

If we are to choose only one, what should be the deciding factor, earliest date, or most petitions?

The ½ of 1% should remain the same

We should accept the highest number, as long as he/she reaches ½ of 1 %

The nominating committee does not have the right to disqualify a petitioner.

If there is a tie, how is it broken.

Motion #17: made by Dennis Warner, seconded by Alice Carpenter

I make a motion to accept the following into the policy manual:

Rules on petitioning for board of directors nominations:

1. The petition must contain name of proposed candidate, name of member supporting the petition along with their membership numbers.
2. To be valid, all petitions must be received by the Executive Director by the deadline date.
3. The number 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.
4. 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.
5. 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.

Voice vote: all present voted yes, none voted no. Motion passed

Mark Butterworth presented to the board changes as discussed and recommended by the Executive Committee and summarized below by the Finance Director.

There were several line item changes to the budget for this fiscal year that were approved by the Board.

Revenue changes:

Certification Revenue: This was decreased from \$69,000.00 to \$49,000.00.

The reason for this was the slower than anticipated startup of exams. We have also experienced a bit lower attendance at these exams, and we have also had a high number of students take the exam. Having students take the exam is wonderful, but we only charge 50% of the full rate (\$575 versus \$1,150) for REC students. That impacts the revenues coming in. With the public unveiling of the policy from Rolex concerning new parts account application, this situation will need to be addressed, and soon. The value of the exam just went up significantly, and the price we charge needs to reflect that.

Book Sale Revenue: This was reduced from \$140,000.00 to \$100,000.00.

Jim Lubic explained the situation with the battery book and Eveready's pulling out of their initial commitment to buy a new version of this book. That put a significant hit on our expected book sale revenues. We also have experienced delays in getting the price survey book together. We expect to have this in time for some sales before the fiscal year ends, hopefully in May.

Perpetuation Fund Investment Income: This was increased from \$420,000.00 to \$434,000.00.

We reduced this line item \$10,000 when compared to the previous fiscal year's budget. As it turns out, the performance of this fund has been better than anticipated, so it seemed reasonable to increase this to offset a portion of the decreases described above.

Net change to budgeted revenues was a decrease of \$46,000, for a total of \$1,107,605.00.

Expense changes:

Interest Expense - Building: This was increased from \$16,500 to \$32,500.

There are two reasons for this change. The first was the continuing increase in interest rates in this country. We are paying more than double the rate now than we were 18-24 months ago. We still have a low rate (4.77% as of this week), but doubling any expense factor with the number of dollars we have borrowed will show up in the bottom line. In addition to this, we also completed the borrowing of an additional \$250,000.00. This will be used for development of more certification courses and for building renovations and improvements. This is an ideal example of the type of expense that should be paid from Perpetuation Fund income, rather than using that income for day-to-day needs.

Writer's Fees Expense: This was reduced from \$21,250.00 to \$13,250.00

We just haven't spent as much on writer's fees as was planned. There was no need to keep this item at the higher level, particularly in light of the other changes that were made. Reducing this line item helps soften the blow a little.

Book Royalty Expenses: This was reduced from \$9,000.00 to \$4,000.00.

Same story as above. The only book that we are not already paying royalties on (but may start soon) is the Coleman book. Every other book in a royalty situation has already seen royalty payments, so the reduction in this line item is reasonable.

Bench Course Instructor Travel Expense: This was reduced from \$8,000.00 to \$4,000.00. Same story as above. Fewer bench courses translates into fewer expenses.

Certification Expenses: This was increased from \$60,000.00 to \$120,000.00.

This is the biggest change, both in actual dollars and as another sign of the direction in which AWCI is going. We have already spent the original amount budgeted for the fiscal year, and we see no let-up in those expenses as we continue ramping up CW exams, begin development of the CC, and also contract out the WS and WT program development. We may still exceed the \$120,000 mark, but we'll be an awful lot closer to budget with that figure than with \$60,000!!

One additional note from the finance Director on that item: There was discussion concerning our ability to capitalize the expenses related to development of these certification programs. I have always expensed those items out, per my understanding of generally accepted accounting principles and depreciation practices. Research and development costs are almost always expensed out, even though the company incurring those costs may expect to see benefit from those expenses for several years. This is counter-intuitive to most accounting practices, which attempts to match up expected benefits (revenues) with expected costs (expenses). I did confer with our accounting firm, Rudler & Associates, and they agree with our treatment of these items as expensed costs. Were we able to capitalize these costs, I would be able to spread out the recognition of these expenses over several years (most likely five), thus better matching our expected benefits to those costs. I can't do that, so our bottom line will look real bad while we incur these start-up costs for these programs.

The good news is that we only have to recognize these costs one time. We should be able to set up our fees for these certification programs so that we can (at a minimum) recover costs. I'd like to see us make money on these exams. We will have a unique product that will be in demand by hundreds (thousands??) of people. We need to capitalize on that opportunity and "bleed that turnip dry" to quote a phrase uttered on the call Saturday. This also means that future years' bottom lines should be in the black instead of the red, since these up front costs will have already been recognized.

Now back to the summary of line item changes...

Academy Visiting Instructor Fees: This item was reduced from \$6,000.00 to \$4,000.00.

We haven't spent what we had projected for this item, since there weren't as many Academy classes held as planned. Reducing this by a couple thousand helps a little in offsetting the big increases on other line items.

Bench Course Instructor Fees: This item was reduced from \$6,000.00 to \$4,000.00. Same story as above.

Net change to budgeted expenses was an increase of \$55,000.00.

The net change in our budgeted bottom line was an increase in the deficit. It was originally set at \$32,094.50. It now stands at \$133,094.50, a change of \$101,000.00. It looks like a horrible bottom line, but we know that this type of spending won't go on forever. Future years budgets should be able to show a positive bottom line as a result of:

1. Our ability to charge more for the certification exams at all levels.
2. Increased demand for those exams.
3. Increased demand for training (Academy, bench courses, books, videos) to prep for said exams.
4. Increases in membership dues to actually cover costs and reflect what a typical national trade association would charge for dues.

Motion #18: made by Mark Butterworth, seconded by Jim Zimmerman.
To recommend to the Board that the budget be amended by \$105,000.

Voice vote: all present voted yes, none voted no. Motion passed

Convention committee:

Discussion on the convention committee's report, after which the general consensus was that the board could not accept their two proposals

TELECONFERENCE: Saturday, February 11, 2006

Time: 12:33

Roll Call:

Present:

Jim Door, President,
Mark Butterworth, 1st Vice President
Dennis Warner, 2nd Vice President
Jim Zimmerman, Treasurer
Alice Carpenter, Secretary
Mark Baker, Director
Gene Bertram, Director
Matt Henning, Director
Ron Iverson, Director
Jerry Kincaid, Affiliate Chapter Director
Doug Thompson, REC Director
Willem Van Kempen, IAB Director
Paul Wadsworth, Parliamentarian

President Door greeted those on line and introduced those in the office on speaker phone..

Some things we need to talk about and then we will be ready for the full board to approve or disapprove these actions

Jim Lubic, reported on the IAB meeting. There were 30 people present, representing watch companies, supply houses, and jewelry stores. We received a copy of a letter from Rolex that is sent out to prospective parts accounts, and the first statement requires that they be AWCI certified. Jim will contact Chuck Berthume to see if it can be published in HT. After a general review, Mr. Lubic informed us that Cas-Ker volunteered to put advertising inserts in their outgoing mail

Willem VanKempen IAB donated \$10,000 to budget as IAB dues, goes into general fund

Vince Schrader reported on the Board of Examiners meeting which met from 2pm to 5pm.

Vince...meeting 2 to 5, discussed, where we have been, where we are going.

There were 26 exams given last year. We are scheduled to go to Lititz and there are 12 people scheduled to take the exam. Other things discussed were the appeals process, and revising the grading process.

President Door: the nominating committee report made recommendations.

The first was a change in the deadline for nominating a candidate to the board of directors before Dec 1

The selected nominees will be notified that they have been selected by Dec 30

Next recommendation, the petition for nomination must be received by Executive Director no later than Jan.15 .

Discussion: Gene Bertram would like that date extended to Jan. 20. This was done.

Next recommendation, the nominating committee will notify each candidate whether they have or have not been selected.

Next, names of person selected not be posted until process is complete

Discussion: covered concern if there are two petitioners.

The following proposal was presented, to be put in the policy manual, already approved by the Executive committee.

Rules on petitioning for board of directors nominations:

1. The petition must contain name of proposed candidate, name of member supporting the petition along with their membership numbers.
2. To be valid all petitions must be received by the Executive Director by the deadline date.
3. The number 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.
4. 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.

These recommendations will go to the Constitution & Bylaws Committee to check to see if they are in proper form. They will let us know and there will be an email vote on those

On education. Did everybody read standards, & practices. It is posted on the website,

The board gave a recommendation to accept this document

Questions?

Henning; expressed concerned about continuance of “draft for commentary”; don’t see where there is a provision that AWCI has the right to upgrade at any time; does it have what a certification holder must do to renew certification if it is decided that that is necessary; nothing outlines our obligations to them; do they have the right to refuse because it is not in writing..

Vince: when people take the exam, they sign an affidavit that is notarized, that testifies to their willingness to take the exam as presented and to preserve its contents in privacy, but they will practice and demonstrate the professional dispositions as outlined in document, with the understanding that if they are found to be remiss in meeting those standards, then their certification can be rescinded.

Henning: if technology changes, and we have to update the standards to keep current, do we have the ability to require them to take a refresher of any sort.

Vince: we have not discussed that yet, but they can stay current by taking bench courses, one thing that will be required is that they will maintain their membership in order to renew the certification.

Willem VanKempen: could we note that this is a work in progress.

President Door: discussed that on page 38, in the draft, spells out the upgrades for Certified Clockmaker. The executive Board has recommended that the full board accept the Standards and Practices for Clockmakers, as presented.

Motion #19 made by Mark Baker, seconded by Jerry Kincaid

To accept the Standards and Practices for Clockmakers as presented

Roll call vote, all voted yes, none voted no, motion passed unanimously

Next committee report that had recommendations was the Convention committee.

They had two (2) recommendations, one was to establish a guide for future committees to help them to know exactly what they are supposed to do...that recommendation has been referred to Lucy

The second recommendation was to approve all the venues they have come up with for the convention.

Explanation: the dinner is almost twice as expensive as our other ELM Trust dinners. The board recommended that we not approve that recommendation. This is supposed to be a money maker.

Discussion covered: the usual cost of the dinner, the fact that one company that usually sponsors the dinner does not want to sponsor it, and another company was going to sponsor it, but backed out.

Motion #20: not to accept all their venues they have put in place

Roll call vote : all voted yes none voted no, Motion passed

Honor Awards: their motions,

Motion #9: the committee recommends changing Article XVI, Sec. read: **The Awards Committee shall receive suggestions for candidates for this award by any AWCI member in good standing. The person making the nomination will submit in writing to the committee the reasons why this person is worthy of receiving this award. This must be done 90 days prior to the annual meeting.** The committee may make a selection of one (1) candidate whom they shall present to the Board of Directors together with the details of their reason for selecting the individual. The Board of Directors will, by secret ballot conducted by mail, vote on the committee's nominee. If the candidate receives at least 80 % affirmative votes from the total number of Directors, the title shall be awarded to the candidate.

(the section in bold denotes the changed section)

Rationale: there are no existing guidelines other than the name of the person and we are asking for the reason, and giving a time frame to do it in.

Motion #10: the committee recommends the following change to the bylaws:

Sec.4. Presentation of the award shall be made at the next **AWCI Annual Awards Banquet** following the candidate's selection

Rationale: to be specific where it will be given,

These will be sent to the Constitution and Bylaws Committee to see if they are in the correct form.

For information for the board: Mark Baker and Charles Cleves have been appointed to the ELM Trust and the motion to appoint them has been approved by the executive board.

For information for the board: Teleconference procedure was discussed and a motion was made:

Motion #15: made by Mark Butterworth, seconded by Alice Carpenter

To change the section that reads:

Minutes. Minutes of the Board Teleconference Meeting shall be taken by the Secretary and submitted to the Board for approval **in accordance with Sec. 7.2003.01** (bold and underlined portion is part changed to)

Voice vote: everyone voted yes. None voted no. Motion passed

The way committees are appointed: A discussion has been held on the way committees are appointed. This was explained. It is being worked on and will be sent to the board in the near future.

Financial report: Mark Butterworth explained the situation to the full board. A recommendation has come from the executive board to accept an amendment to the budget.

Motion #21 made by Gene Bertram, seconded by Jerry Kincaid
To approve the amended budget

Roll call vote everyone voted yes. None voted no. Motion passed

Other discussion:

The certification, counting on the income from it, etc.

President Door thanked the board and declared the meeting adjourned at: 2:02 p.m. EST

Respectfully submitted,



Alice Carpenter, Secretary