

**American Watchmakers – Clockmakers Institute
Board of Directors
2010 Annual Board of Directors Meeting Covington, KY
Minutes
August 5, 2010**

Board Members Present:

President Mark Butterworth
Vice-President Manuel Yazijian, CMW21
Treasurer Jack Kurdzionak, CW21
Secretary Doug Thompson, CW21
Director Michael Gaaney, CC21
Director Ron Iverson, CMC
Director Joe Schrader
Director Joe Juairé, CW21
Director Ernest Tope, CMW21
IAB Director Henry Kessler
Affiliate Chapter Director Gene Bertram, CC
Parliamentarian Paul Wadsworth

Not in attendance: REC Director Herman Mayer, CW21

Staff: Executive Director, James Lubic, CMW21
Finance Director Tom Pack, CPA,

The 2010 Board of Directors meeting was called to order on August 5, 2010 at 2:20 p.m. by President Mark Butterworth. The meeting was opened with an invocation by Jim Door and the Pledge of Allegiance, led by President Butterworth. The Board members were introduced to members and guests in attendance.

Opening remarks – President

President Butterworth welcomed members and guests and acknowledged the 50th Anniversary of the AWCI. He thanked the staff for the hard work during the past year. Highlights from the past year included:

- The AWCI Perpetuation Fund performed well this past year with increased income in the fund; new fund managers, Johnson Investment Firm.
- Spare Parts Policy was adopted
- Major hiring ads were placed in the *Horological Times*.

Mr. Butterworth also discussed his optimistic outlook for AWCI for the future. Highlights for the coming year include:

- Updating the *Horological Times*
- Developing a 5-year Strategic Plan
- Continuing Education Courses - addressing clock courses.
- Partnering with other tradesmen (e.g. engravers, jewelry repairers, etc.) for possible areas for expansion

Meeting Procedures

Parliamentarian Paul Wadsworth reviewed the procedures for the meeting including discussions and presenting Motions for consideration in writing.

State of the Association – Jim Lubic

Mr. Lubic thanked President Butterworth for his remarks and his appreciation to all attendees for a positive and productive annual meeting.

Mr. Lubic explained some changes that occurred at the AWCI office this past year with staff reductions and adjustments made to provide coverage for these positions.

The AWCI is well positioned for moving forward with exciting new opportunities for expansion. He discussed feedback obtained at a recent tradeshow seminar event presented by AWCI. Respondents overwhelmingly suggested that AWCI move toward emulating GIA, and their gemological training programs, including correspondence classes, DVD's and printed training materials and regional trade show classes, as well as web-based training seminars. In addition, Mr. Lubic pointed out that AWCI provides a tremendous value to its members with the many benefits and discount programs offered to the membership.

An update was also discussed about a new marketing approach and a consultant who can develop this marketing strategy within a reasonable budget. This proposal will be prepared to be presented to the Board for its consideration.

REPORTS FROM CONSTITUTIONAL COMMITTEES

Perpetuation Fund Committee – Mark Butterworth - The majority of AWCI's assets (Dodson Perpetuation Fund) are professionally managed by the Johnson Investment Council of Cincinnati and have performed well in light of the challenging economic environment of the past two years. This fund is now contributing 31% of the total revenue to AWCI.

Finance Committee – Mr. Jack Kurdzionak – The full Finance Committee report and financial statements were submitted to the Board members and are available on the website. One change in policy was recently approved by the Board to have auditing firm, Rudler Associates report directly to the BOD through the office of the treasurer.

Mr. Kurdzionak reported that the AWCI had a surplus from the 2009-2010 budget of \$67,652.38 which will be dispersed as follows:

- \$25,000 for HVAC replacement, subject to Finance committee review/approval of a bid;
- \$3,000 available to work on strategic planning utilizing available qualified volunteers; and
- The balance of the surplus \$39,652.38 to be used to pay down the long-term debt.

Additionally, \$20,000 is allotted in the budget for Data Processing expenses under "Professional Fees" and is subject to Finance Committee review/approval of a bid.

The BOD is willing to make needed capital expenditures, but they will be subject to competitive bidding and BOD approval. Examples above are the data processing and HVAC expenses.

The overall summary of AWCI's fiscal situation is sound with a substantial net asset value.

- The debt to asset ratio is very low in comparison to other corporations.
- The majority of assets are professionally managed and have done relatively well in light of the challenging economic environment.
- Membership dues have held steady at \$137 for another year.
- Income from the rejuvenated IAB has substantially increased to account for 5.3% of our total revenue.

A discussion was held regarding how to proceed with work on the strategic planning. Tom Jeswald has volunteered to do the strategic planning with reimbursement for expenses only.

Mr. Kurdzionak reflected on his 15 years serving on and off the Board and thanked everyone for their support as he ends his term with the Board. Mr. Butterworth thanked Jack for his invaluable work on behalf of AWCI.

Mr. Butterworth will also discuss appointments to the Perpetuation Fund through the Executive Committee. These appointments are approved by the Executive Committee to serve a 3-year term.

Constitution and By-Laws – Paul Wadsworth - Mr. Wadsworth reported that one member had submitted their set of constitution and by-laws for application as an affiliate chapter. There was no further report for the Constitution and By-Laws Committee.

Nominating Committee for the Board of Directors – Glenn Gardner – Mr. Gardner reported that the nominating committee worked very hard to seek candidates for nomination to the Board for the next 3-year term. The committee nominated Gene Bertram, Ron Landberg, and David Douglas for Directors.

Mr. Gardner also mentioned that he would like to remind everyone that any member can be nominated. The Nominating Committee members are available to discuss the roles and responsibilities with anyone interested in considering serving as a Board member.

REPORTS FROM STANDING COMMITTEES

Education Committee – Jerry Faier – Mr. Faier reported on the status of the educational program development for two distinct programs for the Clock Section and the Watch section, each with their specific requirements and needs. Discussions concluded with agreement for the Clock program, but more discussion is needed to finalize the Watch program. Mr. Faier asked for an additional 90 days to finalize the discussions. He will present the final report by November 1st.

Mr. Faier also stated that the Committee recommends the development of Watchmaker and Clockmaker industry guidelines and to present this information to high school career-fairs and curriculums to encourage students to seek and develop the skills consider these career paths.

There were 375 individuals who took the exam and there are now 214 certified.

Board of Examiners – Wesley Grau – No official report at this time. The committee is still collecting additional data before preparing its final report. The BOE met this morning. They are still making adjustments and reviewing documents. Their goal is to reduce the amount of time between the exam date and results. The committee will be meeting frequently to expedite the remaining work to be completed.

Horological Times Committee – Ron Iverson – Mr. Iverson reported that this committee and the Board have had the opportunity to review submissions for an updated layout for the HT and the availability of printing in full color. We look forward to these efforts coming to fruition in the belief they will greatly enhance the quality of the magazine.

Convention Committee – Terry Kurdzionak – Ms. Kurdzionak referred to her Committee's report and the work that began immediately following the 2009 Annual meeting. Heartfelt thanks were bestowed on the committee members: Brad Wellman, Ron Price, Terry Kurdzionak (chairman) and Assistants: Loretta Price, Kay Cassedy, Pat Cassedy as well as Heath and Bonnie from Stellar Meetings.

Tradeshaw/Publicity Committee –Henry Kessler – Mr. Kessler reported that AWCI participated in two tradeshaws, JCK in St. Louis and InStore Chicago Smart Show. AWCI conducted a 45-minuted training seminar and interviewed the attendees. Practitioners are eager for training and to progress in their fields. As Mr. Lubic mentioned earlier, they would like the ability to access online training, DVD's and other printed materials, as it is often cost and time prohibitive to attend extensive off-site training.

Honor Awards Committee – Glenn Gardner – The Honor Awards will be presented at the Banquet on Saturday evening.

Case Mark Committee – Jon Horton - The Case Mark committee is ready to unveil the 21st Century version of the Case Mark program and what it means. This was approved at the 2008 Annual Convention. All of the work to get this benefit up and running has been completed. Information will be provided in an upcoming *Horological Times* article.

Strategic Action Committee – Ernest Tope – This committee update was discussed earlier during the Financial Committee's report. The Committee received proposals from 3 consultants to develop a strategic planning process. The costs of the proposals were similar; however, in an effort to contain costs and remain focused on a balanced budget, it was determined at this time that the Board would accept Mr. Jeswald's offer to provide voluntary assistance with the strategic planning process. A preliminary assessment was completed and was provided to the Board members for their review and consideration.

Ethics Committee – Gene Bertram – Mr. Bertram reported that the Ethics Committee received two complaints. The first complaint involved the issue of confidentiality of correspondence. The complaint was investigated and the results reported to the Committee. Details are still pending to conclude this complaint resolution. The second complaint was withdrawn.

Mr. Bertram reminded Board members that, while they should all assume that communication with members & others can & might be made public and conduct themselves appropriately, and always get permission from others before publishing or sharing any correspondence received.

SPECIAL REPORTS

Special Membership Committee – Doug Thompson – Mr. Thompson was appointed to chair this special membership committee by Mark Butterworth, Board President. This committee was formed last fall after the annual dues notices were sent out, in response to concern and feedback from members. The committee was charged with examining the issues expressed by the membership. The following motions were presented for consideration as a result of the Committee's work.

Motion # 45: Special Membership Committee

Eliminate the current membership certificate.

Rational: Resistance to the cost of the document to the member as well as confusion between a membership “certification” and a professional certification.

Voice Vote: Unanimously approved.

Discussion: None . . . see discussion on Motion #46.

Motion # 46: Special membership Committee

Create a new declaration of membership, using the full color image as used in our current advertising, with the word: “Member” and the “year” of issue (or lifetime). (Printed in landscape).

Rational: This will appear as a marketing piece, not a certification. It will enhance the image of the member, AWCI and the profession and may also be used to create additional income for the organization.

Voice Vote: Unanimously approved.

Discussion: It was noted that with the right marketing strategy, this membership certificate could be used as a marketing tool in the future to certify that they have the expertise provided by the specialized training and resources available through AWCI. It was suggested that the document be made available electronically so members could print it themselves and insert their name and year to save the costs of printing and mailing it to all members. It was also recommended that the look be defined in a way that the quality of the printers used will not negatively impact its appearance, or perhaps AWCI staff could print and mail them to members who specifically request the certificate.

Motion # 47: Special Membership Committee

Recommend the elimination of the “Late Fee” in favor of the “Membership fee is “\$X.00 if paid by X date and if paid after that date, the fee is \$Y.00”.

Rational: This should be introduced in light of increased postage costs. It should speed up cash flow and reduce dependence on operating debt, thus having the potential of increasing revenue for AWCI.

Voice Vote: Unanimously approved.

Discussion: It was suggested that the magazine be stopped when the dues are late and billing notices be sent out each month as a reminder for three consecutive months. If the dues are then paid, the three missing magazines could then be sent out once the member is current. The committee suggests the consideration of selling statement stuffers to advertisers to go with billing, to offset any additional invoicing costs.

Motion #48: Special membership Committee

Recommend the AWCI create Membership Marketing Kits (watch and clock), to include a variety of components, such as: (1) Wall ad, promoting the benefits to the consumer of working with a certified technician. (2) Counter mat presentation work pad, (3) ad slick templates for newspaper, yellow pages, magazines, etc. (4) apron, lab coat (5) window decals.

Voice Vote: Unanimous approval.

Discussion: It was recommended that a Committee be established to develop this kit and to approach potential advertisers who may want to support this project, the kit contents, costs,

budget requirements, inventory, etc. The current committee members were polled and agreed to continue on to develop a response to this proposal.

AWCI Education, Library and Museum (ELM) Charitable Trust – Gene Bertram – Mr. Bertram provided background about the ELM Trust: it is a separate corporation that was set up 38 years ago as a 501c3, separate from the Institute. The Board President appoints the trustees The Trust has been collecting funds with \$37,000 in the treasury. They will be involved in developing goals for investments and collecting and contributing to specifically identified needs in the Strategic Planning process.

Motion: Juaire, 2nd Bertram
Recess until Sunday (8-8-2010) morning at 8:00 a.m.
Voice Vote: The motion was approved unanimously.

**AWCI Board of Directors
2010 Annual Board of Directors Meeting Covington, KY
Minutes
August 8, 2010**

Board Members Present:

President Mark Butterworth
Treasurer Henry Kessler
Secretary Doug Thompson
IAB Director Henry Kessler
REC Director Jason Ziegenbein
Director Ron Landberg
Director Ron Iverson
Director David Douglas
Director Gene Bertram
Director Joe Juaire
Affiliate Chapter Director Glenn Gardner

Parliamentarian Paul Wadsworth

Not in attendance: Vice-President Manuel Yazijian

Staff: Executive Director, James Lubic
Finance Director Tom Pack

The 2010 Board of Directors meeting was reconvened on August 8, 2010 at 8:10 a.m. by President Mark Butterworth.

SPECIAL REPORTS: OLD BUSINESS

AWCI Affiliate Chapters – Gene Bertram – Mr. Bertram reported that the committee has been productive in reviewing 3 proposals that were brought forward for affiliate chapter applications. One was passed, one is still being discussed and one did not pass.

The committee is recommending that the AWCI offices prepare a letter with general information about the local chapter affiliates to be included in the membership packets sent to all new members. Mr. Lubic stated that this information is currently provided in the packets, however, it is difficult to keep up

with updates to key contact information for the local chapters. It was recommended that this Committee work with the local chapters to develop a process to obtain and report this information to the AWCI office staff. This information could then also be updated on the website with links to the appropriate contacts for each chapter. The committee accepted this charge to work with local chapters to report changes.

Motion # 49: Bertram, 2nd Gardner

Request the AWCI staff include a letter with general information about local chapters in new member packets.

Vote: the motion passed unanimously.

AWCI Research and Education Council – Doug Thompson (reporting for Herman Mayer) – The Committee met in Harrison in June to discuss the schools attendance. Jason Ziegenbein was nominated as the REC Director. They are establishing an internal committee to examine the educational units issue.

AWCI Industry Advisory Board – Henry Kessler – Mr. Kessler reported that they had a large turnout for the meeting this week, with a full and open discussion. The discussion focused on the need to develop a general Watch Technician Program, to cover general topics for jewelers, watch repairers and other technicians for common issues such as watch case opening, polishing, and battery replacement. This training is needed. They need to develop better training through the schools. The training required is too technical and complex for an AWCI training DVD.

The IAB will focus on promoting the certification programs (CW21, CC21), possibly developing an IAB response to the Spare Parts Policy. Mr. Kessler noted that they put together a 2-3 page letter detailing the policy and issues and should send it out to members for their input. The AWCI position is public and posted on the website.

The IAB will be moving its mid-year meeting to Florida. Mr. Kessler was nominated to serve as the IAB Board Director. Jack Kurdzionak was nominated as the Vice-Chair.

JIDA Representative – There was no representative to present a report at this time. Jim Lubic provided information about a meeting he had attended in May related to JIDA. He also invited JIDA members to visit AWCI and they agreed to come in October for a meeting and to tour the museum. He discussed an idea to coordinate with JIDA for the tradeshow to attract their active members. And, similarly JIDA could work cooperatively to attract AWCI members. He suggested a committee to start working on developing tradeshow and annual meeting plans and efforts to attract more vendors. He also commended Bonnie (Stellar Meetings) for the tremendous work for the vendors fair this year.

Motion # 50: Kurdzionak, 2nd Bertram

Approve the AWCI BOD July 2010 Conference Call minutes.

VV: Unanimous approval.

NEW BUSINESS

Installation of Directors & Officers – Dennis Warner – Mr. Warner administered the oath to the 3 newly elected directors: Ron Landberg, Gene Bertram, and David Douglas. Congratulations to each of them were expressed by the Board members.

Motion # 1: Bertram, 2nd Schrader

Approve Glenn Gardner as Affiliate Chapter Director.

Voice Vote: Unanimous approval.

Motion # 2: Juaire, 2nd Douglas
Approve Jason Ziegenbein as Research and Education Council Director.
Voice Vote: Unanimous approval.

Motion # 3: Bertram, 2nd Juaire
Approve Henry Kessler as Industry Advisory Board Director.
Voice Vote: Unanimous approval.

Mr. Warner administered the oath of office to the 3 newly elected directors. All congratulated Glenn, Jason and Henry.

The following names were placed in nomination: Mark Butterworth for 2nd term as President, Manuel Yazijian for 2nd term as Vice-President, Doug Thompson for 3rd term as Secretary, and Henry Kessler for 1st term as Treasurer.

Motion: Landberg, 2nd Thompson
To waive the 15 minute waiting period for additional names to be submitted for nomination.
Voice Vote: passed unanimously
No other names were place in nomination.

The written vote was taken from all members present. The vote tallies were collected and reported, resulting in the election of the following:

President Mark Butterworth
Vice-President Manuel Yazijian,
Secretary Doug Thompson
Treasurer Henry Kessler.

Mr. Butterworth thanked the outgoing members of the Board for their service and dedication.

Mr. Warner administered the oath of office to the newly elected officers. Note: Manuel Yazijian was absent and will be sworn in at the next meeting of the Board of Directors.

Stellar Meetings – Annual Meeting Event Recap – Heath Miller and Bonnie Scepkowski of Stellar Meetings provided the Board members with a summary and overview of this year’s planning for the Annual Meeting in Cincinnati/Northern Kentucky. The feedback from vendors and attendees was great; attendance was much improved over last year’s meeting, resulting in a 60% increase for 2010. There were 105 attendees in 2009 and 173 for 2010. The Vendor Fair also increased from 1,375 in 2009 to 3,800 for 2010 (275% increase).

Mr. Lubic and President Butterworth commended Heath and Bonnie and the Terry Kurdzionak and the Convention Committee for their hard work and great results.

Proposals of the Affiliate Chapters – Paul Wadsworth – Mr. Wadsworth presented information from a new chapter application received from David Fahrenholz and recommended by the Affiliate Chapters. Mr. Wadsworth reported that their constitution and by-laws are in order. This is not a state chapter, but rather an online chapter. The discussion included a review of the chapter’s purpose and members.

Motion # 4: Juaire, 2nd Gardner

Approve a new Affiliate Chapter, "Independent Watchmakers Association".

Voice Vote: passed unanimously

Technical Discussion Forum – Mark Butterworth began a discussion about following open threads on specific topics on the website. A question was posed about how to follow a particular topic without the need to check in on the website forum throughout the day. Mr. Lubic and Mr. Pack explained that you can opt in to follow a discussion and will be alerted via email when there are new posts to the topic's forum. This is currently available on the website. A recommendation was made to include a step-by-step instruction guide for how to follow a forum topic in an article in the next *Horological Times*. The article should also include a contact name for technical assistance with the website features.

Other discussions topics included researching the possibility of sending email blasts to members when there is a new important topic or issue and using electronic surveys more effectively to get members feedback on AWCI and industry topics.

Mr. Butterworth also reminded board members that it is important for them to read their AWCI emails on a regular basis.

Membership Dues Payment Plan Discussion – Mr. Butterworth asked about the possibility of installing membership dues software to facilitate recurring billing by month, quarter or annually to provide additional payment options to members. This would allow for automatic monthly billing for members who prefer to pay their dues in smaller monthly or quarterly increments. Mr. Lubic noted that this was an excellent idea and he would research available software, obtain bids and report his findings back to the Board for their consideration. There was also a concern noted to determine the implications of the new federal financial regulations as it relates to this type of billing. It may affect the Institute as being considered a "financial institution" regulated by these new regulations.

Appointments – The following appointments were made:

Parliamentarian:

Motion # 5: Juaire, 2nd Bertram

Reappoint Paul Wadsworth as the AWCI Parliamentarian.

Voice Vote: motion carries unanimously.

Perpetuation Fund: the Executive Committee will propose and appoint members to the Perpetuation Fund. No vote by the Board is required.

Motion # 6: Kessler, 2nd Juaire

Approve the following financial institutions be authorized for processing AWCI financial transactions during the fiscal year 2010 - 2011:

Fifth Third Bank, Cincinnati OH

Bank of New York, New York NY

CitiBank, Sioux Falls SD

American Express, New York NY

Johnson Investment Counsel, Cincinnati OH

Tempus Consulting, Washington DC

Voice Vote: motion carries unanimously.

Finance Committee Members – Tom Jeswald, Dennis Warner, David Douglas, Jack Kurdzionak, Henry Kessler. Mr. Kessler also recommended Ernest Tope for the Finance Committee because of his experience with the Strategic Planning Process.

Motion # 7: Juaire, 2nd Schrader

Approve the Finance Committee members as submitted:

Henry Kessler, Chair Ernest Tope

Tom Jeswald David Douglas

Dennis Warner Jack Kurdzionak

Roll Call Vote: 7 approve, 2 abstain (HK, DD), 2 absent – motion approved.

Motion # 8: Juaire, 2nd Thompson **POSTPONED**

Amend the Bylaws:

Article XV

Sec. 8b

When the budget has been adopted no expenditures shall be made or liabilities incurred thereafter, in excess of the various budget classifications (not line items) *without approval of the Finance Committee and the Board of Directors.*

Change to read:

"without being reviewed by the Finance Committee and approved by the Board of Directors"

Motion postponed (see Motion # 9 below). NO VOTE TAKEN !

Discussion: Mr. Juaire asked about an issue that was brought to his attention about a conflict in the language within the By-Laws. The conflict is found in Article 15, Section 8B which involves 2 sections in Article 6 that are in conflict with the language in Article 15 section 8B:

Article XV, Section 8 (b) When the budget has been adopted by the Board of Directors, no expenditures shall be made, or liabilities incurred thereafter, in excess of the various budget classifications (not line items) without approval of the Finance Committee and the Board of Directors.

The conflict involves when the Finance Committee approves expenditures that falls under the sole authority of the full Board of Directors. The Finance Committee is required to send a recommendation to the Board for final approval.

Motion # 9: Bertram, 2nd Gardner.

Recommend postponing this motion #12 due to the important and complex nature of the matter.

Rationale: To allow more time to research this and seek legal input, as well as input from the membership.

Roll Call Vote: 9 approve, 1 (JJ) against, motion approved

Michael Gainey Issues to Address to the Board – Mr. Gainey acknowledged his appreciation for the opportunity to address the Board on several issues related to efforts to attract a significant number of new members. Mr. Gainey stated his goal is to assist AWCI to expand and improve in its membership and benefits of membership and the future potential of AWCI. He stated that as a board member he has appreciated the opportunity to serve and took his responsibility seriously. He had originally submitted a document to the Board members for their review containing 17 motions.

However, in an effort to save time, he has consolidated many of them and will present two motions today for consideration. Mr. Gainey presented his two motions and discussion followed.

Motion #10: Thompson, 2nd Bertram.

Establish a committee to research the potential ramifications of spending Perpetuation Fund money to hire additional staff develop needed educational products and implement any needed item that would enhance and or attract new members. This committee must decide whether the benefits of establishing needed programs and or hiring additional staff outweighs the risk of losing potential investment income from the perpetuation fund. This committee would also be charged with the task of determining what amount of money would be needed to implement needed programs that would have a significant impact on the improvement of the organization resulting in better image and increased membership. The development of a sound Strategic Plan would be a necessary component for this committee to work from.

Motion postponed No Vote Taken

NOTE - If it is decided that spending money from this fund is desired then steps must be taken to make that possible. It is my understanding that membership must be approached with "the plan" and asked for permission to change the Constitution to make this possible.

Motion # 11: Gardner, 2nd Bertram

To postpone the vote on Motion # 10 until the next teleconference

Roll Call Vote: 9 (present) Approve GG, RL, DD, JS, HK, JZ, RI, DT, GB. Absent JJ, MY.

Motion approved

MOTION #12: Bertram, 2nd Gardner.

Hire one additional non-technical part time staff member. This person would be responsible for implementation of marketing related programs to enhance image, increase funding and increase membership. This person's continued employment would be contingent on performance year over year based on improvement in verifiable numbers such as increased membership, funding, advertising income, convention attendance etc. A base line would be set prior to employment to verify progress at the end of the year. Duties could include but not be limited to expanded mailing list, membership enhancement promotional packet (items designed to promote consumer benefit of using members and or certified clock or watchmakers) press releases mailed in mass to newspaper and local TV outlets, writing of non-technical articles of general interest to members including interviews with certified members and or successful business people, developing potential sponsorships, web site redesign, general publicity, social media etc.

Motion postponed No Vote Taken

Discussion: The discussion covered topics related to how to manage the fund and pay down the long term debt and how to determine amounts needed for each aspect of this motion, such as what positions are needed, salary levels, etc. Mr. Lubic discussed a marketing consultant he met recently that has many ideas along the same lines as some of the suggestions in Mr. Gainey's motions. She would be a good candidate to consider and possibly other candidates should be sought and considered. Another suggestion was to look for other ways to increase funding and/or other ways to pay down the debt. It was suggested that a committee should be established to investigate these issues in depth and report back to the Board.

Mr. Warner suggested that Motion #12 could be handled by the Perpetuation Fund's standing committee. Another suggestion was made that a temporary special committee could be established

to research these two issues specifically as they are related. Mr. Butterworth suggested that Doug Thompson's Special committee continue on to review these matters.

Motion # 13: Gardner, 2nd Bertram

To postpone the vote on Motion # 12 until the next teleconference

Roll Call Vote: 9 (present) Approve GG, RL, DD, JS, HK, JZ, RI, DT, GB. Absent JJ, MY.

Motion carries

Scheduling Conference Calls and Meetings

The next Board conference call will be on Wednesday, August 25th at 8:00 EST.

Annual Meeting Planning for 2011: Bonnie from Stellar Meeting suggested that the Board consider a cooler location. Suggestions included Denver and Colorado Springs. The 2011 Annual Meeting will be held from August 3 through August 7.

Mid-Year Meeting: Dates proposed were February 17-19th or February 24-26th.

Motion: To adjourn: Gardner, 2nd Bertram

Voice Vote: Unanimous

The meeting was adjourned at 11:45 a.m.

Respectfully submitted,

Doug Thompson
AWCI Secretary