

AWCI Board of Directors' Meeting

Friday, February 25, 2011
St. Pete Beach, Florida

In Attendance:

Mark Butterworth-President
Manuel Yazijian – Vice President
Henry Kessler – Treasurer & IAB Chairman
Doug Thompson – Secretary
Gene Bertram
Ron Iverson
David Douglas
Ron Landberg
Glenn Gardner – Affiliate Chapter, Chairman
Jason Ziegenbein – REC Chairman

Absent with notice

Joe Schrader
Joe Juaire

Staff

Jim Lubic
Amy Dunn

Guests:

Paul Wadsworth - Parliamentarian
Bonnie Scepkowski - Meeting Planner
Tamara Houk
John Cormier
Richard Livesay
Mike Blaszczyk

Meeting started at 1:13 PM EST

Invocation: Mark Butterworth

Salute to the flag.

Butterworth gave opening remarks on the developments that have taken place since the August meeting, noting the addition of Amy Dunn to the staff and the subsequent work she has done.

Lubic mentioned the importance that committees have to the organization, how important it is to AWCI that we have member participation in the committees and that those committees need to be formed as soon as possible at/after the annual meeting.

Parliamentarian Wadsworth played an hour long DVD on Parliamentary procedures for the benefit of the Board and he took questions afterward.
He noted that the presenter on the DVD was also a public speaker and was available for conventions. Scepkowski would be forwarded the information.

Constitution and Bylaws

Paul Wadsworth facilitated a discussion on the Constitution, Bylaws and Policy Manual after handing out a sheet with items for board consideration.

He suggested that of the several items for discussion, if a motion is made, all items be voted on, all at one time. One listed item, AWCI Social Media policy, is with the AWCI attorney, who is considering an opinion for the board. Another item regarding a possible bonus program and unused vacation time would be addressed by an appointed committee. It was agreed the previous sheet of items should be rewritten and placed in the form of a motion.

Ten minute break.

Finance Committee Henry Kessler

Report available online.

Trade Show Committee/ Publicity Committee Reports Henry Kessler

Reports available online.

Special Membership Committee Doug Thompson

Report available online.

Gardner asked for a budget (Membership) update from Lubic. Lubic noted that numbers are currently down slightly, but more accurate numbers would be available in March.

New Website Amy Dunn

Dunn gave a Power Point presentation for an updated website. The current site is archaic and has sections that are failing. The new site would be designed with separate sections for watchmakers, clockmakers and the consumer. Questions and discussion followed.

Dunn asked the board to consider investing (\$14,000) to get the updated website done. Everyone like the updated website and Dunn invited feedback from the members. Yazijian asked her to fill out a Capital Funds Request form so that the proposal could be financially considered and she agreed. Butterworth suggested that Dunn present this at the annual meeting.

Lubic mentioned the need for a part time person to help Dunn in April-June. Jim said that the cost would be about \$5,050 per quarter. Dunn has already found a \$15,000 savings per year in printing costs to help offset this.

Henry Kessler proposed that the Finance Committee look closer into the money for the website, in addition to new laptops.

Nominating Committee

Report is available online. Gardner (committee member) stated that it is getting increasingly harder to get people to step up and serve on the board, possibly due to the financial obligation on the part of the elected director.

James M. Dodson Perpetuation Fund Committee

Henry Kessler proposed the idea of investing part of the fund into investments that would move forward. Mark said it would require taking a membership vote to take any funds out of the Perpetuating Fund.

Education David Douglas

Report available online.

Horological Times Ron Iverson

Report available online.

Dunn mentioned that they have changed to another printer, saving \$15K annually. They are testing a new distribution method to get the magazine out sooner. Lubic said he liked the editorial calendar that Dunn had created.

Motion #1: Landberg, 2nd Kessler

- 1) Add the **Capital Funds Request** form to the Policy Manual.
- 2) Add procedure **# 4.2011.02** to the Policy Manual: **All meetings shall have a 3 day notice sent to participants via email.**
- 3) Remove the **Watch Product Review** Committee from Article XV, section 1, sub section g, from the Bylaws.
- 4) Remove **“The chairman or vice-chair of the Affiliate Chapters shall be a member of this committee”** from the Policy Manual # 6.2005.02 Standing Committees, section A, Membership.
- 5) Remove from # 6.2006.03 of the Policy Manual, **AWCI Fellow Award Qualifications and Nomination Form**, the phrase **“printed in the Horological Times twice a year”** .
- 6) Remove from # 6.2006.03 of the Policy Manual, **AWCI Fellow Award Qualifications and Nomination Form**, the sentences **“The chair’s name and address 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.”**
- 7) Remove from # 2.1999.02 of the Policy Manual, Conflicts of interest, section **“IV Policy Publication. The administration of the Institute shall have the affirmative obligation to periodically publicize this Policy for all persons”**.
- 8) Remove from # 4.2008.03 of the Policy Manual, **AWCI Board of Directors email**, the sentence **“The forum will be administered jointly by the Executive Director and another of the above participants to be designated at the Annual Meeting.**
- 9) Remove from # 9.2005.03 of the Policy Manual, **Publication of death notices and obituaries in Horological Times**, the following phrase, **“ in a quarterly summary”**.

Voice Vote: Passed Unanimously (9/0/0).

Motion # 2: Landberg, 2nd Kessler

Approve ELM Trustees:

Jack Kurdzionak

Joe Juaire

Dennis Warner

for 2 year terms (2013)

Voice Vote: Passed unanimously (9/0/0).

Motion # 3: Landberg, 2nd Kessler

Pay down the AWCI debt by \$10,000 as agreed to by the finance committee.

Voice Vote: Passed unanimously (9/0/0).

Motion # 4: Kessler, 2nd Landberg

Keep the current auditor, Rudler and Associates, through fiscal 2012.

Voice Vote: Passed unanimously (9/0/0).

Motion to adjourn the meeting until 8:00am tomorrow: Yazijian, 2nd Landberg

Voice Vote: Passed unanimously.

Mark Butterworth adjourned the meeting at 6:05PM EST.

AWCI Board of Directors' Meeting

Saturday, February 26, 2011

St. Pete Beach, Florida

In Attendance:

Mark Butterworth-President
Manuel Yazjian – Vice President
Henry Kessler – Treasurer & IAB Chairman
Doug Thompson – Secretary
Gene Bertram
Ron Iverson
David Douglas
Ron Landberg
Glenn Gardner – Affiliate Chapter, Chairman
Jason Ziegenbein – REC Chairman

Absent with notice

Joe Schrader
Joe Juaira

Staff

Jim Lubic
Amy Dunn

Guests:

Paul Wadsworth Parliamentarian

The meeting resumed at 8:08AM EST.

Board of Examiners Report

Wes Grau was not present to give an update on the Board of Examiner's Meeting Report. Lubic said that there are regular conference calls with the Board of Examiners.

Douglas asked what the plan is if numbers decrease and wondered if there was any contingency plan. Lubic offered some options and said that hopefully with Rolex grant money there will be opportunities.

Landberg suggested to putting a word about the Rolex grant, in the Horological Times to explain what it is and what it was intended for.

On upgrading the classroom, Iverson had a question about the price of the video system, he thought it was high. Lubic said that it would require seeing all the bids. Thompson said that at his school, the state requires detailed bids for major equipment purchases.

Kessler said it was incumbent to use the vast experience of different individuals regarding the classroom upgrade.

Spending Priorities

Kessler suggested that we list all of the priority items:

Website	\$14K
Part time employee	\$20K (annual)
Software & hardware upgrades	\$42K
Classroom renovation	\$10K
Classroom benches	\$5K
HVAC	\$10K
<hr/>	
	\$101K

Projected HT overall savings	\$20K
HVAC budgeted savings	\$10K

Lubic said that marketing should be a priority. Kessler thought we really needed Tom Pack's input on the numbers.

Website follow-up

Dunn gave a presentation on her *Capital Funds Request Form* for the proposed new website. She stated that 3 months would be needed to develop the website to get it up and running. In order for her to develop the website, a part time employee is needed to help with the monthly creation of the HT and to help with marketing processes. Douglas pointed out that the \$20,000 in Dunn's proposal is a reoccurring budget item.

Extensive discussion ensued.

Motion # 5: Kessler, 2nd Bertram

Approve the hiring of a part time employee to help with the HT and marketing. Start the website planning and development.

Discussion: Website development was not going to be hindered by having to extensively upgrade the current software and hardware. It was determined that the board can vote on the proposal without going to the Finance Committee.

Roll Call Vote: Unanimous approval (9/0/0).

Motion # 6: Bertram, 2nd Landberg

Approve the addition of advertising to the website.

Voice Vote: Unanimous approval. (9/0/0)

Motion # 7: Kessler, 2nd Landberg

Allow the Treasurer to engage our auditor to perform a very limited amount of work in what may become an extended audit, if together with the auditor we feel it is necessary, with the specifics of that audit to be determined by the executive committee.

Discussion: It was felt that this would help to get a head start on the auditing process, helping both the Finance Committee and staff. Concerns were raised over possible costs of the endeavor.

Motion # 8: Kessler, 2nd Bertram

To amend the previous motion:

Allow the Treasurer to engage our auditor to perform a very limited amount of work in what may become an extended audit, if together with the auditor we feel it is necessary, with the specifics of that audit to be determined by the executive committee. **If an additional funding is necessary, the funding request will come back to the BOD for approval.**

Voice Vote on the amendment: Unanimous (9/0/0)

Motion # 9: #7 as amended

Allow the Treasurer to engage our auditor to perform a very limited amount of work in what may become an extended audit, if together with the auditor we feel it is necessary, with the specifics of that audit to be determined by the executive committee. If an additional funding is necessary, the funding request will come back to the BOD for approval.

Voice Vote: Unanimous (9/0/0)

Motion # 10: Douglas, 2nd Kessler

Change the language of the current EDP from:

Those with current 21st Century certificates who have completed their testing on or before December 31, 2011 will have 5 years from January 1, 2012 to complete their CEU's. (CEU's earned prior to January 1, 2012 will not be counted for the 5-year crediting period that begins January 1, 2012.) All future holders will have 5 years from the date on their certificates.

To

Those with current 21st Century certificates who have completed their testing on or before December 31, 2011 will have 5 years from January 1, 2012 to complete their CEU's. Courses that are applicable for CEU's taken after January 1, 2010 will count for CEU credit for the 5-year period beginning January 1, 2012.

Those who have taken courses prior to January 1, 2010 may apply for CEU credit with a petition to the Board of Examiners (BOE). All future holders will have 5 years to complete their CEU requirement from the date on their certificates.

Extensive discussion focused on those taking courses during 2010 (when the original motion was passed) to 2011. They would not receive credit, yet many members were being required to take courses as a condition of their spare part accounts. The whole point of the CE is to continue education and we don't want to alienate students.

Roll Call Vote: Unanimous approval (9/0/0)

Break: 15 minutes.

Committees

When the meeting reconvened the members went over changes for committee positions. Discussions focused on which committees were still necessary, those that might be eliminated and members of the committees. It was decided that the Special Membership Committee had done the work it was charged with and that those committee members would move to the Publicity and Public Relations Committee.

Lubic noted that in the recent past a contact person at the office was assigned to each committee and he felt committee goals should be formed.

The continued relevance of the Membership Committee was discussed and it was determined that virtually all of this committee's work was already being done by the office. Email contact with current, past and non-members could be handled from the Marketing Director's position.

Motion # 11: Thompson, 2nd Bertram

Eliminate the Membership Committee.

Voice Vote: Passed unanimously (9/0/0)

Motion # 12: President

Approve the following final 2010-2011 committee list:

CONSTITUTIONAL COMMITTEES

Constitution & Bylaws

Chair: Paul Wadsworth

Members:

- Mark Baker, CMC21, CMW
- Jim Door

Finance

Chair: Henry Kessler

Members:

- David Douglas, CW21
- Jack Kurdzionak, CW21
- Ernest Tope, CMW21
- Dennis Warner, CW21
- Manuel Yazijian, CW21 (requires vote)

Nominating

Chair: Dennis Warner, CW21

Members:

- Alice Carpenter, CMW, CMEW, FAWI
- Glenn Gardner, CMW
- Tamara Houk, CW21

STANDING COMMITTEES

Case Mark

Chair: Paul Wadsworth

- Wes Door (requires vote)
- Karl Ebenstreit (requires vote)

Convention

Chair: Glenn Gardner

Members: Terry Kurdzionak

Advisor: Bonni Scepkowski

Education

Chair: David Douglas

Members:

- Manuel Yazijian (Watch section head)

****Chairman Douglas to name remaining members**

Ethics

Chair: Manuel Yazijian

Members:

- Gene Bertram
- David Douglas
- David Farenholz
- Wesley Grau

Honor Awards

Chair: Mike Gainey

Members:

- Wes Door
- Glenn Gardner

Horological Times

Chair: Ron Iverson

Members:

- Karl Ebenstreit
- David Farenholz
- Ron Landberg
- Robert Porter
- Chip Lim
- Jordan Ficklin
- Manuel Yazijian, ex-officio

Publicity and Public Relations (Trade Shows and Marketing)

Chair: Henry Kessler

Gene Bertram

Doug Thompson

Manuel Yazijian

Strategic Action

Chair: Ron Landberg

Advisor: Tom Jeswald

Members:

- David Fahrenholz (requires vote)
- Ernest Tope (requires vote)
- Manuel Yazijian, Ex-officio

Voice Vote: Passed unanimously (9/0/0)

Ethics Committee Manuel Yazijian

Report is available online.

Affiliate Chapter Glenn Gardner

Report is available online. He wanted younger people for the Affiliate Chapter Directors job, but found it very difficult recruiting, feeling expense may be a factor. Lubic said there is a problem with changing schedules/times, current perception, etc. Affiliate chapters don't realize the benefits they have and a better job needs to be done to getting the word out. Butterworth said that maybe travel subsidies need to be re-instituted in order for people to travel to meetings and create more interest in volunteering.

Surveys Henry Kessler

He would like to see the questions reworked and improved. A lot of promotion is involved, but it is progressing. The questionnaire should be available in the next couple of weeks.

Motion #13: Gardner, 2nd Landberg

Rescind Motion 11 (August 5, 2007) Lehn, 2nd Stuart

AWCI budgets will be prepared in a four step process:

- a. A draft set of goals and objectives for the new budget will be defined by the Finance committee and submitted to the board.
- b. The Board will approve the overall budget goals and objectives and modify them as they see fit. The approved list will be sent back to the Finance Committee.
- c. The finance Committee will prepare the budget based on the Board's agreed upon goals and objectives.
- d. The Board will review the budget for compliance with its guidance and approve the budget after further review and potential modification.

Voice Vote: Passed unanimously (9/0/0)

Miscellaneous Discussion

Manuel suggested that all e-mail addresses should be displayed as images to discourage spamming.

Lubic conducted a discussion on posting/saving AWCI documents on the website. How long should they be posted or saved. The website needs to be cleaned up as there are a lot of old documents on the website.

On scanning the HT, Dunn said it will just take time to scan and post them.

Much discussion regarding priority planning, most all directors had input and all thought it would be good to be proactive and have a contingency plan for any class decrease in enrollment. It was concluded that as CW classes and examinations wind down, Schomaker would have more time to develop curriculum to meet EDU/CEU demand.

Kessler brought up the subject of agreeing on priorities.

Manuel said he thought that the request form needed to be put forth by Jim Lubic for classroom remodeling.

A consensus was reached: Lubic would put together a broad stroke plan for the BOD, reflecting project priority.

Regarding the Budgeting Process Policies, Lubic said he and Kessler needed to schedule a meeting to work out budgeting matters.

There was some discussion regarding the Annual Meeting and the Chronometer Club. The Chronometer Club meeting has been inconveniently scheduled (for its' members) during the Annual meeting and the CC is considering moving their meeting and seminar away from the Annual Meeting.

Kessler said that the March phone conference needed to be rescheduled. It was agreed to cancel the March board meeting. The next meeting will be on April 6, 7:30PM EST.

Hotel charges for the meeting would be applied at the desk upon checkout, but reimbursement could be had by submitting a form to the office.

Motion to adjourn: Thompson, 2nd Landberg

Voice vote: Passed unanimously.

Meeting was adjourned at 12:33PM EST.

Respectfully submitted for your approval,
Doug Thompson, CW21
Secretary