

**AWCI Board of Directors
Conference Call
January 7, 2014
Minutes of Meeting**

Board participants:

Mauel Yazijian, Fred White, Terry Kurdzionak, Tom Nesbit, Jason Ziegenbein, Chris Carey, John Safranek, Michal Blaszczyk, Drew Zimmerman

Excused: Joe Cerullo, Wes Grau, Henry Kessler

Non-board participants: Paul Wadsworth, parliamentarian; Jordan Ficklin, Executive director; Dennis Warner, past president

Meeting called to order by President Yazijian at 8:11 PM Eastern time.

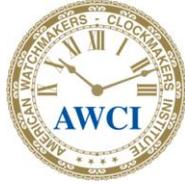
The minutes of the meeting of the December 8, 2013 conference call were unanimously approved once amended. The amendment was to include the advertising policy in the minutes of January 7 with the one word change from *Distributor* to *Manufacturer*. This should have been included in the December minutes and has already been printed in the January issue of HT in correct form. These minutes will be posted on the website.

#1 Motion to approve the Dec. 8 minutes as amended- made by Fred White, second by John Safranek VOICE VOTE-UNANIMOUS

#2 Motion to accept a new Corporate Resolution, made by Fred White, second by John Safranek

Discussion: AWCI is holding a \$500 stock in Met Life which yields small dividends. We would like to transfer it into the Perpetuation Fund but no one on the current Corporate Resolution document is able to do so. The names are currently former officers, deceased officers, or ex-employees.

The resolution follows and needs to be signed by all on the list.



Be it resolved that the president, Manuel Yazijian and the treasurer, Henry Kessler, and the following trustees: Jack Kurdzionak, Dennis Warner, Tamara Houk or any one of them acting individually are hereby authorized to establish and sign agreements between this Corporation and financial institutions and to sell, assign, transfer, convey and or deliver any and all stocks, bonds, or other securities now or hereafter registered in the name of the Corporation.

VOICE VOTE: UNANIMOUS

#3 Motion by Terry Kurdzionak, second by Fred White

Move that the AWCI Board of Directors request that the Perpetuation Fund trustees approve the transfer of \$300,000 from the body of the Fund to Merchants Bank to pay down the AWCI mortgage by that same amount of \$300,000.

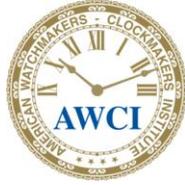
Discussion/rationale:

The fund has had an excellent gain in value in the past 1-2 years. Our mortgage is still greater than \$500,000. The interest that we pay on the mortgage is greater than what we are paying on the outstanding line of credit (which is already being paid down). By paying down the mortgage, we will reduce our annual borrowing costs, enhance our standing with our creditor bank, enable future borrowing by showing that we are willing to service our debt, and PROTECT the Fund by making a withdrawal at this historic time of stock market value.

Our monthly income from the Fund will not diminish as we are taking this from recent capital gains and our monthly income is based on the long term moving average of its value. Our balance sheet should remain in favorable condition as we are reducing our assets and debt by the same amount, so our net value of the Institute will remain stable.

ROLL CALL VOTE: Chris Carey-YES, Drew Zimmerman-YES, John Safranek-YES, Terry Kurdzionak-YES, Michal Blaszczyk-ABSTAIN, Jason Ziegenbein, YES, Fred White-YES, Tom Nesbit-YES MOTION CARRIES

There was further BOD discussion about the Spare Parts committee and Convention committee activities.



Dennis Warner presented a report of the Nominating committee; we need six people to run for the BOD according to our by-laws. We currently have four interested people and are waiting to hear from a few more.

Jordan Ficklin gave us a status update on our finances as well as the classes going on currently at HQ. Dues are coming in each day.

Our mid year face to face meeting will be February 11-12 in Daytona Beach, and Jordan will have an AWCI table at the NAWCC Regional on Feb. 13th.

There being no further business, motion to adjourn by Fred White, second by Michal Blaszczyk, UNANIMOUS VOICE VOTE

Next conference call meeting will take place on Tuesday February 4 at 8 PM Eastern time.

Respectfully submitted,

Terry Kurdzionak, secretary