



AWCI Board of Directors

Mid -Year Meeting

February 12, 2014 Daytona Beach, Florida

The meeting was called to order by president Yazijian at 8:58 AM.

Board members present: Manuel Yazijian, Henry Kessler, Fred White, Terry Kurdzionak, Tom Nesbit, Wes Grau (via Skype), Michal Blaszczyk, Drew Zimmerman, Chris Carey, Joe Cerullo

Paul Wadsworth-parliamentarian, Dennis Warner-past president, (non-voting)

Absent with notice: John Safranek, Jason Ziegenbein

Guests in attendance: Michael Taylor (Alabama), Justin Shiver (Alabama), Charles Smith (North Carolina), and Harvey Mintz (Ohio)

President Yazijian opened the meeting by bringing our attention to our progress with the strategic plan and reminding us that we needed to leave this meeting having given the Executive Director clear marching orders.

Convention update: Terry and Fred (members of convention committee) led the discussion and informed the Board of the arrangements made for our convention in August. Pricing details, hotel information, off site for spouses/guests, banquet, classes, vendor fair, and spare parts discussion were shared. Guests provided their thoughts and input.

The president wanted to start the plan for the following year, so that we can start promoting it soon after this year's annual meeting. Based on discussions we had prior to this meeting, a motion was brought to the floor:

MOTION #1

Joe Cerullo moves that our 2015 convention be held in Kansas City, MO

2nd by Michal Blaszczyk

Voice vote taken- seven in favor, one nay (Drew Zimmerman)- Motion passes

Nominating committee report: Dennis Warner was to give the report. The meeting went into executive session at 11:12 AM to discuss the candidates. Terry Kurdzionak, Fred White, and Justin Shiver left the room as they are candidates for this election to the Board. In their absence all candidates were approved. Regular meeting called back to order at 11:23 AM.

American Watchmakers-Clockmakers Institute
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MOTION #2

The first order of business was to call for the vote on approving the report given by the Nominating Committee. The voice vote was unanimous with Terry Kurdzionak and Fred White not voting.

1. Aaron Recksiek
2. Fred White
3. Terry Curkan
4. Terry Kurdzionak
5. Justin Shiver
6. Joshua Kroman
7. Michael Michaels
8. Rob Gamber

The motion passes.

MOTION #3

Drew Zimmerman moves that “the policy manual be amended to indicate that all candidates for the board of directors 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.”

Seconded by Joe Cerullo

Voice vote taken, UNANIMOUS, motion passes

Spare Parts Committee- Drew Zimmerman discussed the progress of this committee. They have developed a script, and have a long list of companies to call. The job of calling will be divided up by the committee members. He gave his thanks to Jordan Ficklin for his assistance.

Executive Director Update- Jordan handed out packets with information for us to revisit since the mid year board meeting of 2013. We discussed the five year plan that the ED would like to implement. Bench courses, in house classes, certification, book publishing, membership category changes, changes in dues structure, financial planning discipline, improved communication, improving the Horological Times and improving our website.

The comparison of our financials year to date were given and the treasurer noted that this was the first time we have had figures that we can feel are accurate.

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The membership committee has been reactivated, but has not yet met. The committee chairman is John Safranek

MOTION #4

Made by Wes Grau, second by Henry Kessler:

Move to amend the 2013-2014 budget to reallocate \$10,000.00 for the repair and improvement of the current referral directory on the AWCI website

After much discussion, a voice vote was taken. MOTION PASSED UNANIMOUSLY

Jordan continued informing the board of the items that need to be addressed in the new budget which is ready to be reviewed by the Finance committee.

ELM Trust report- Paul Wadsworth informed the BOD that the president needed to appoint two people to three year terms on the ELM Trust. The only qualifications are that the person must be a member of AWCI.

President Yazijian appointed Justin Shiver and Paul Wadsworth.

Joe Cerullo made a motion to accept the appointments of Paul Wadsworth and Justin Shiver to the ELM Trust, seconded by Henry Kessler

Both parties left the room while the BOD had a discussion relative to the appointments.

Upon their return, the BOD voted by Voice vote and the motion PASSED UNANIMOUSLY

Report on Insurance Coverage-

Paul Wadsworth investigated our insurance coverage while he was acting as office manager prior to Jordan being hired. We are considered under covered by today's terms. Several options were presented to us. After much discussion, the BOD directed the ED to get several bids on increasing our coverage. At one point in the discussion, non- board members were asked to leave while the BOD discussed a confidential matter. The recording was stopped at this time.

Constitution/By-laws committee-

The recording was resumed when we began the next order of business. The situation surrounding the proposed changes to the constitution was discussed. Paul Wadsworth was ready to give the results of the balloting which came in to the CPA's office. The president

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stopped him and requested that he not tell the BOD the results of the balloting as there was the opportunity for fraud in that the ballots were not numbered. A vigorous discussion ensued.

MOTION #5

Moved by Joe Cerullo, second by Terry Kurdzionak

Move that we disregard the election we just had for changes to the constitution since the ballots were not numbered. We will rework this election at the same time we vote for new members to the board with numbered ballots. It should be noted that the results of the original election were not revealed to the Board.

Roll call vote- UNANIMOUS by quorum of the Board PASSED

** The president requested to hand the gavel to the vice president at this time in order to take part in the remaining by-law discussion.

Discussion in the role of office manager, needs further definition now that we have an executive director.

Discussion of extending the term of the president introduced by Tom Nesbit. He feels that the president should be able to do a third one year term. The BOD has the authority to remove any officer if they deem it necessary. Much discussion followed, all opinions were heard.

MOTION #6

Motion made by Tom Nesbit, seconded by Michal Blaszczyk: Move to extend the term of president to no more than three consecutive terms

Roll Call Vote- Drew Zimmerman-YES, Terry Kurdzionak-YES, Henry Kessler-YES, Manuel Yazijian- not voting, Fred White- not voting, Tom Nesbit-YES, Michal Blaszczyk-YES, Wes Grau-YES, Joe Cerullo-(left meeting), Chris Carey-NO MOTION CARRIES

The BOD did a review of all the changes proposed by the Constitution/By-law committee. There were several edits made, therefore, the material needs to go back to the committee for revision, then brought back to the Board at the annual meeting for a vote, before the changes take effect.

Policy Manual- Discussion on proposed changes to policy manual, which were essentially grammatical in nature. However, some items were removed as they no longer apply.

MOTION #7*

Moved by Michal Blaszczyk, second by Manuel Yazijian

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Move that we approve the changes to the policy manual as amended

Roll call vote: seven in favor, two members left the meeting at 6 PM (Wes Grau and Joe Cerullo) MOTION PASSES

MOTION #8

Made by Fred White, second by Terry Kurdzionak

Move to adjourn at 6:45 PM

Meeting adjourned

Respectfully submitted,

Terry Kurdzionak, secretary

*Note: upon review of the minutes the board concluded that it was unclear exactly what was the content of the amended policy manual and have agreed to revisit this topic. The new version of the policy manual will be published when this review is concluded.



Nominating Committee 2014-2015

Chair: Dennis Warner CW21

Members: Fred White CMW21
Tom Nesbit CW21

Staff contact: Maureen Seals has checked all credentials, paid up dues, and will send out and collect all correspondence from candidates and see that HT gets information for the "Meet the Candidate" article prior to voting

Our objective:

The committee will nominate a minimum of 6 and a maximum of 9 for the annual election to the board of directors per the Constitution and Bylaws.

As of January 31, 2014 we have eight persons who have agreed to run for the Board of Directors:

Terry Kurdzionak
Fred White CMW21
Justin Shiver CW21
Arron Recksiek CW21
Joshua Kroman CW21
Rob Gamber
Michael Michaels
Terry Curkan

If there are any objections to any of these persons please let the committee know by Feb. 4, 2014 during the conference call.

Three of these candidates have served on the board at a prior date and know the requirements for serving. The other 5 have been informed of those requirements. We have sent all eight the AWCI form: "**RESUME FOR AWCI BOARD OF DIRECTORS NOMINATION**", have them read and sign it and then return to AWCI. (Page 23 of the Policy Manual)

Each candidate has been asked to read the Constitution, By-Laws and Policy Manual, where their duties and responsibly are defined.

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