



A.W.C.I.

**2014 Annual Meeting of the Board of Directors
August 21-22, 2014
Colony South Hotel, Clinton, Maryland**

Board members present:

Manuel Yazijian, Fred White, Henry Kessler, Terry Kurdzionak, Chris Carey, Michal Blaszczyk, Joe Cerullo, Drew Zimmerman, Wesley Grau, Jason Ziegenbein. Members elect: Aaron Recksiek, Josh Kroman

Other: Jordan Ficklin (Executive Director), Paul Wadsworth (Parliamentarian), and Dennis Warner (past president)

Board members absent:

John Safranek, Tom Nesbit

The meeting was called to order by VP Fred White at 1:47 PM. Attendance by roll call was taken, and at that time the meeting was joined by President Yazijian. The invocation was offered by Wesley Grau and the Pledge of Allegiance was led by Fred White.

There were then two motions (housekeeping) made and unanimously approved, those being to approve the agenda with flexibility and to accept the minutes of the August 5, 2014 board conference call. Motions made by Chris Carey and seconded by Michal Blaszczyk.

In his opening remarks, Manuel Yazijian thanked the BOD and committees for their work over the past two years. He listed all the accomplishments of the BOD and talked about continuing to move forward with the Strategic Plan. He also announced that he does not intend to seek or fulfill a third one year term as president.

Nominating committee:

The committee to nominate new officers to the board for the years 2014-2015 was appointed by the president and approved by the BOD and the members chosen were: Michal Blaszczyk (off going board), Ernie Tope, and Justin Shiver

The BOD also approved the nomination of Chris Carey as Affiliate Chapter chair, and Jason Champion as Research and Education Council chair.



There being no chosen representative to the BOD by the Industry Advisory Board, it was **MOVED** by Wesley Grau, seconded by Michal Blaszczyk:

8212014-1 Move to leave the board position of IAB director vacant until the IAB can bring forth a viable candidate

Voice vote- unanimous, with Terry K and Henry K abstaining-**MOTION PASSES**

Committee reports:

Next, each committee was given the opportunity to comment on the reports that they had submitted to this annual meeting. Reports will be found on the AWCI website.

By-law revisions: The following are revisions discussed during conference calls by the board, but decisions were delayed until our face to face annual meeting. The motion was made by Fred White and seconded by Michal Blaszczyk,

8212014-2 Move to change Art. VII, section 2 and section 4 to read as follows:

Sec. 2 , The president may assign committees to the jurisdiction of a member of the board of directors and the board member assigned will be an ex-officio member of such committees without a vote.

Sec. 4 , The president will not serve more than three (3) consecutive one year terms in such office. For the purpose of this section, a “term” shall not include any time served as president as a result of the death, resignation, removal or other termination of his/her predecessor in office.

Voting done by secret ballot, 9 YES, 1 NO; **MOTION PASSES**

8212014-3 Motion by Henry Kessler, seconded by Chris Carey; Move to add Art.VI, sec. 17 to the By-laws as follows: In even numbered years, the Board of Directors at the mid year meeting shall appoint by majority vote two (2) members to the ELM Trust to each serve a two year term. In odd numbered years, the Board of Directors shall appoint by majority vote three (3) members to the ELM Trust to each serve a two year term.

Voice vote taken: Unanimous, **MOTION PASSES**

8212014-4

Motion to remove from Article XI, section 3 made by Wesley Grau, second by Chris Carey. 3. “The Office manager shall work together with the Executive Director to facilitate the operations at AWCI headquarters and to fill in at the



office when the Executive Director is off for an extended period of time if necessary.

Roll call vote: 7 YES, 1 NO MOTION PASSES

8212014-5 AFFILIATE CHAPTERS

Motion by Drew Zimmerman, second by Fred White- “Move to change Article XII of the By-laws as follows:

Sec. 3 The delegates shall elect one of their group to serve as chairman of the affiliate chapter group. The term of office shall be one year and the chairman shall not serve more than three (3) consecutive terms.

(A) The delegates may select or appoint any other officers or committees they deem necessary.

(B) The delegates may adopt rules designed to facilitate the orderly transaction of business, provided such rules are not in conflict with the Institute’s constitution or By-laws.

Sec.6 The Affiliate Chapter Director may not serve more than three (3) consecutive one year terms on the Board of Directors in that capacity. Any term or terms served consecutively as the Affiliate Chapter Director shall be considered the same as having served one term on the Board of Directors.

Voice vote UNANIMOUS with one abstention (Chris Carey) MOTION PASSES

8212014-6 INDUSTRY ADVISORY BOARD

Motion by Michal Blaszczyk, second by Chris Carey
“Move to change Article XIII Sec. 3 & 4 of the By-laws to read:

Sec. 3 The Industry Advisory Board Director’s term of office shall be one (1) year. An individual shall be eligible to serve no more than three (3) consecutive one (1) year terms in this capacity.

Sec. 4 No person may become an Industry Advisory Board Director unless that person is an active member of the Institute, and has been in good standing for at least one (1) year prior to selection as Industry advisory Board Director.

Voice vote UNANIMOUS with one abstention (Terry Kurdzionak) MOTION PASSES

8212014-7 RESEARCH AND EDUCATION COUNCIL

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Motion by Wesley Grau, second by Terry Kurdzionak

“Move to reject all changes from the Constitution/By-laws committee to Article XIV except the following:”

Sec. 3 The Research and Education Council Director’s term of office shall be one (1) year. An individual shall be permitted to serve no more than three (3) consecutive one (1) year terms in this capacity.

Voice vote UNANIMOUS with one abstention, Jason Ziegenbein MOTION PASSES

8212014-8 JAMES M. DODSON PERPETUATION FUND

Motion by Wesley Grau, second by Fred White; “Move to change Article XXI, Sec. 4 to read as follows:

Sec. 4 Fund Management

(A) A resolution shall be filed with the custodian of the James M. Dodson Perpetuation Fund’s investments. Authorized signatures will be the trustees of the perpetuation fund.

(B) Any three (3) trustees acting collectively are hereby authorized to establish and sign agreements between this Corporation and financial institutions and to sell, 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 with one abstention (Chris Carey) MOTION PASSES

END OF OLD BUSINESS

Respectfully submitted,

Terry Kurdzionak, secretary