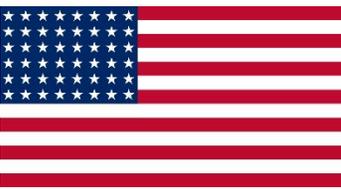


	<p>American Watchmakers- Clockmakers Institute Board of Directors</p> <hr/> <p>MIDYEAR MEETING MINUTES</p>	
<p>March 11th-12th, 2016 AWCI Headquarters - Harrison, OH</p>		

3/11/2016

Call to order 8:01 a.m. ET

Directors Present: Fred White, Drew Zimmerman, Aaron Recksiek, Peter Whittle, Craig Stone, Wesley Grau, Josh Kroman (arrived at 8:25 a.m.).

Directors Absent: Henry Kessler, Joe Cerullo, Dave Kurdzionak

AWCI staff present: Jordan Ficklin, Tom Schomaker, Mary Ellen Bunnell, Donna Hardy, Maureen Seals, Jeanette Torres-Gomez.

Also present: Paul Wadsworth as Parliamentarian, Kelly Hunter

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Fred White addressed those in attendance with his President’s comments on the status and future of the Institute.

Motion	Made by	Seconded by	Result
Approve minutes from conference call: February 2 nd , 2016	Peter Whittle	Craig Stone	Yes – Unanimous

Board of Examiners: Report from Wesley Grau – Chief Examiner, discussed details of the new CW21 exam administration. Gave a brief report of the CW21 Clarity Conference which happened earlier in the week at headquarters. Decisions and improvements were made in regards to exam scoring, components used, errors introduced, etc.

Kelly Hunter addressed from the audience about his involvement with the Clarity Conference.

Tom Schomaker was given some time to discuss the current status of education. New courses in development and collaborations with retailers and other large groups of repair technicians. Several students recently have attended from overseas. CW21 is being used internationally as a benchmark

equivalent to WOSTEP. JCK was important to develop some of the important educational relationships.

Several board members stated the importance of being involved with the JCK show in Las Vegas.

Fred White expressed the importance of building relationships at the local level of the Institute.

Finance Committee: Report from Jordan Ficklin, as of February 29th, \$50,000 cash on hand Net worth ~ \$7 million. Wrote off a \$7000 Rolex challenge grant that remained unpaid for 6 months. Next year's budget will need to plan for less income and fewer expenses.

Nominating committee: Report from Chair - Dennis Warner, four candidates have been nominated for the Board of Directors, Joe Cerullo, Kelly Hunter, Drew Zimmerman, Peter Pronko.

Motion	Made by	Seconded by	Result
Accept the nominations to the Board of Directors: 1. Joe Cerullo 2. Kelly Hunter 3. Drew Zimmerman 4. Peter Pronko	Aaron Recksiek	Peter Whittle	Yes – Unanimous

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Executive session started at 8:48 a.m. ET

Executive session ended at 8:53 a.m. ET

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Convention committee: Report from Chair - Terry Kurdzionak.

Motion	Made by	Seconded by	Result
Accept the report submitted by the Convention Committee	Peter Whittle	Craig Stone	Yes – Unanimous

2017 Convention: Jordan Ficklin would like to have the convention in connection with the HSNY and capitalize on the huge collector and enthusiast base. The New York market is extremely expensive, price has been a huge issue and no resolution has been made.

Motion	Made by	Seconded by	Result
I move to develop a list of three cities to be discussed and decided upon to host the 2017 convention. These three cities will be presented to the Board over the next two BOD conference calls and a decision will be made from that list.	Aaron Recksiek	Craig Stone	Yes – 5 No – 1
			Motion Passes

Amendment to the Motion	Made by	Seconded by	Result
To include an event planner in the search for a meeting venue.	Aaron Recksiek	Wesley Grau	Yes – 1 No – 5
			Motion Fails

Motion	Made by	Seconded by	Result
To include three criteria in consideration of the three possible convention cities. Downtown venue, easily accessible airport, and a cost less than \$600.	Josh Kroman	Craig Stone	Yes – 5 No – 1
			Motion Passes

Education Committee – No report. Because of circumstances at work, Jason Champion resigned from being Chairman on February 22nd.

Spare Parts Committee: Report from Chair - Drew Zimmerman, committee members have been busy, the iMis system is sometimes hard to use. We currently have 125 confirmed answers from brands.

There have been some complaints about the difficulty of reading it on the website.

Jordan Ficklin agreed to use staff resources to call at least one brand per day.

Tom Schomaker suggested to help consumers petition brands that do not sell parts.

Jordan Ficklin stated that it will take unconventional and creative ideas to get the consumer behind the idea of brands that sell parts.

Discussion about the future of the committee and if it should be closed or kept open and given new tasks. The decision was made to leave it open for the time being and possibly consider a restructuring of the members of the committee and the work involved.

Motion	Made by	Seconded by	Result
Accept the report submitted by the Spare Parts Committee	Peter Whittle	Craig Stone	Yes – Unanimous

REC – No report. Because of circumstances at work, Jason Champion resigned from being Chairman on February 22nd. Jordan Ficklin and Fred White are scheduled to visit 4 REC schools in the next 2 months, Paris TX, Bishop State, Gem City, and the North American Institute of Swiss Watchmaking in Dallas. The plan is to unite the REC with a yearly conference and generate interest and excitement among the schools.

Constitution and Bylaws – Paul Wadsworth: What establishes an educational program to allow student memberships to those enrolled? Would like a clarification from the Board of Directors because there have been multiple requests from apprentices to be considered for a student membership.

Motion	Made by	Seconded by	Result
Accept the report submitted by the Constitution and Bylaws Committee	Craig Stone	Josh Kroman	Yes – Unanimous

Marketing Committee: Josh Kroman would like to make a presentation tomorrow for 10 minutes or so.

Horological Times Committee: Report from Chair - Karel Ebenstreit.

Aaron Recksiek asked how many unique authors submit content per year? Donna Hardy estimated between 15-17.

Donna Hardy – Editor, New font and format of magazine text being developed. Rolled out in March, will be improved in April.

Discussion took place about the compensation of authors and how it relates to staff writing for the magazine.

Discussion took place about possible assistance available from the staff to help AWCI members with graphic design, copywriting, etc.

Motion	Made by	Seconded by	Result
That the President's message and Executive Directors message is submitted at least 1 week before HT goes to publication to the entire board to review.	Aaron Recksiek	Craig Stone	Yes – 1 No – 5
			Motion Fails

Motion	Made by	Seconded by	Result
Accept the report submitted by the Horological Times Committee	Craig Stone	Wesley Grau	Yes – Unanimous

Discussion took place about the committee's belief that generic part advertising should be allowed in the Horological Times. The Board concluded that by accepting the report it in no way agrees with the opinion of the committee chair.

NAWCC Committee: Drew Zimmerman/Fred White: Looking to narrow down the list of possible collaborations discussed at the last board meeting down to two key tasks. Also, education has been offered to AWCI at the 2017 NAWCC convention. AWCI is looking for a Clockmaker instructor to offer to the NAWCC for an educational course.

Motion	Made by	Seconded by	Result
Accept the report submitted by the NAWCC Committee	Craig Stone	Wesley Grau	Yes – Unanimous

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Break for lunch at 12:05 p.m. ET

Meeting resumed at 1:12 p.m. ET

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Discussion about the next BOD conference call meeting. The first Tuesday of April which is the 5th, Jordan and Fred will be on the road visiting the REC schools. The Board decided to delay the call 1 week and hold the meeting on the 12th.

Discussion took place about members from the Board attending the HSNY 150th Anniversary Gala in New York on the 29th of March.

Motion	Made by	Seconded by	Result
To send our Executive Director to the HSNY 150 th Anniversary Gala	Josh Kroman	Drew Zimmerman	Yes – Unanimous

Membership Structure Committee: Report from Chair - David Douglas, read by Fred White.

Motion	Made By	Result
Accept the report submitted by the Membership Structure Committee	Committee Report	Yes – 5 No – 1
		Motion passes

Discussion took place about the institutes need for a new membership structure. The option for a Horological Times only subscription was discussed.

AWCI Seals Committee: No report was received by Chair - Wesley Simmons. Jordan discussed the decisions of the committee was to create a transparency report structured program. Make it available as an avenue through the IAB.

Discussion took place about the Digital Storage of Technical Documents committee.

Motion (as amended)	Made by	Seconded by	Result
I move to establish ownership of the technical documents as property of the ELM Trust on the condition that AWCI has unfettered and exclusive access to digitize and distribute copies of said documents. The ELM Trust is directed to archive and preserve the physical copies for the duration of their mission	Wesley Grau	Craig Stone	Yes – Unanimous

Motion to Amend	Made by	Seconded by	Result
Insert the wording that “The ELM Trust is directed to archive and preserve the physical copies for the duration of their mission”.	Josh Kroman	Peter Whittle	Yes – Unanimous

President Fred White led the Board to conduct a review of current AWCI Committees list and make changes and confirm appointments where necessary.

Motion	Made by	Result
Approve appointments to the ELM Trust through 2018 1. Paul Wadsworth 2. Justin Shiver	President's appointment	Yes – Unanimous

Motion	Made by	Seconded by	Result (silent ballot)
I move to change Section 10 of the AWCI Standards and Practices, to change the first paragraph to: The Board of Examiners (BOE) consists of individuals appointed by the AWCI Board of Directors. It is the responsibility of the AWCI President to recommend candidates(s) for the BOE.	Aaron Recksiek	Josh Kroman	Yes – 5 No – 1
			Motion Passes

Motion	Made by	Seconded by	Result
I move that AWCI re-instate the physical printing of the AWCI directory as it was in 2011-2012.	Wesley Grau	Aaron Recksiek	Yes – 5 No – 1
			Motion passes

Motion	Made by	Result
Approve appointment to the Perpetuation Fund committee through 2019.	President's appointment	Yes – Unanimous

1. Mark Butterworth		
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Motion	Made by	Result
Approve appointments to the Honors and Awards Committee 2. Josh Kroman 3. Peter Whittle	President's appointment	Yes – Unanimous

Insights from The Past: David Christensen past president of AWCI 1998-2000 gave a report via teleconference of what he and the board of directors did at the time of his presidency to achieve success.

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Break at 3:15 p.m. ET

Meeting resumed at 3:33 p.m. ET

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Motion	Made by	Result
Approve appointment to the Marketing Committee 1. Josh Kroman	President's appointment	Yes – Unanimous

Motion	Made by	Result
Approve appointments to the Convention Committee 1. Bob Ockenden 2. Peter Whittle	President's appointment	Yes – Unanimous

Motion	Made by	Result
Approve appointments to the Education Committee 1. Tony Pastor	President's appointment	Yes – Unanimous

2. Sam Cannon		
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Discussion took place about the direction of the Education Committee and how we can improve interest of serving on the committee.

The State of AWCI: Jordan Ficklin - Executive Director gave a report on the status of AWCI and recommendations to the Board that he has for the future:

AWCI is in a fantastic position financially, but we are losing membership. AWCI lost 15% of membership last year alone.

Discussion took place about the race and gender diversity within AWCI and the industry.

We need additional sources of revenue besides membership dues.

Roughly 270 of the 1,500+ members are certified members.

Motion (as amended)	Made by	Seconded by	Result
I move that we add this to section 9.2016.1 to the policy manual: We offer a magazine only subscription for the Horological Times for \$99 per year domestically.	Aaron Recksiek	Josh Kroman	Yes – Unanimous

Amendment to the Motion	Made by	Seconded by	Result
Add “domestically”	Aaron Recksiek	Josh Kroman	Yes – Unanimous

Amendment to the Motion	Made by	Seconded by	Result
Amend motion to read: I move that we add this to section 9.2016.1 to the policy manual: We offer a magazine only subscription for the Horological Times for \$99 per year domestically.	Craig Stone	Josh Kroman	Yes – Unanimous

Continued: The State of AWCI: Jordan Ficklin, Executive Director:

The LWT Alumni Association successfully held a webinar a few days ago about Take-In procedures for watch repair businesses. It is recommended that AWCI offer similar webinars to the public to help fulfill its mission and garner interest in the Institute.

Motion	Made by	Seconded by	Result
I move that AWCI trial a series of 3 educational webinars in the months following JCK and we seek sponsors to pay for advertising these webinars. The webinars will be advertised to all members of AWCI and attendees of the JCK Las Vegas show.	Aaron Recksiek	Drew Zimmerman	Yes – Unanimous

Meeting adjourned – 4:50 p.m. ET

3/12/2016

Call to Order 8:00 a.m. ET

Motion	Made by	Result
Approve appointments to the Digitization of the Technical Library Committee <ol style="list-style-type: none">1. Henry Kessler2. Matt Henning3. Drew Zimmerman4. Peter Whittle	President's appointment	Yes – Unanimous

Continued from yesterday: The State of AWCI: Jordan Ficklin, Executive Director:

AWCI will be working with the Capitol Watchmakers affiliate chapter in Austin TX to attend and showcase at the Austin Maker Faire. The intent is to increase interest of the profession and support and engage the affiliate chapters and local members.

The Witschi equipment in the classroom has been on loan for a while. The value of the equipment is approx. \$40,000. Witschi would like to arrange for a purchase of the equipment by AWCI.

Motion	Made by	Seconded by	Result
I move that we exchange advertising with Witschi for the agreed amount in exchange for the equipment that is on loan in the classroom.	Drew Zimmerman	Aaron Recksiek	Yes – Unanimous

Discussion took place about what to do with 175 ETA 7750 movements that have been used in previous CW21 certification exams, that are no longer able to be used in the exam.

Motion	Made by	Seconded by	Result
I move that we sell 20 of the ETA 7750 movements that have been deemed unusable for the CW21 exam by the Chief Examiner, the money raised will be held over and used to purchase new certification materials. The movements and/or cases will be sold “as is” at the annual convention for a pre-determined price agreed by the Chief Examiner and Executive Director. The remaining ETA 7750 watches will be made available to be loaned to the REC schools or CW21 apprenticeship programs.	Aaron Recksiek	Drew Zimmerman	Yes - Unanimous

Fred White has prepared a form for each member to fill out to perform a formal evaluation of the Executive Director.

Motion	Made by	Result
Approve Marketing Committee report from Henry Kessler – Committee Chair	Committee Report	Yes – Unanimous

There was a PowerPoint presentation prepared by Josh Kroman given to the Board of Directors about marketing AWCI members and AWCI certifications.

Motion (as amended)	Made by	Seconded by	Result
I move: Certified members shall be known as “AWCI Certified” and we will pursue trademarking terms that represent our certified members. We will add to our policy manual: Certified members shall be known as “AWCI Certified”.	Josh Kroman	Aaron Recksiek	Yes – Unanimous

Discussion took place about the terms “Certified Watchmaker” or “AWCI Certified” and the possibility of being able to trademark these terms. It was noted that it is a very lengthy and expensive endeavor.

Motion	Made by	Seconded by	Result
I move to amend this motion to read: Certified members shall be known as “AWCI Certified” and we will pursue trademarking terms that represent our certified members.	Craig Stone	Wesley Grau	Yes – Unanimous

Motion	Made by	Seconded by	Result
I move that we amend this motion to add: We will add to our policy manual: Certified members shall be known as “AWCI Certified”.	Aaron Recksiek	Josh Kroman	Yes – Unanimous

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Break at 9:50 a.m. ET

Meeting resumed at 10:00 a.m. ET

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Motion	Made by	Seconded by	Result
I move: that we create an Associate level membership tier to distinguish certified members from non-certified members and their related member rights and benefits.	Josh Kroman	Drew Zimmerman	Sent to Internal BOD Marketing Structure Committee

Motion	Made by	Seconded by	Result
I move that we send the motion on the floor to an internal board committee consisting of at least 3 board members appointed by the president. The 3 board members will be required to present a new membership structure to the board and all corresponding changes that will need to be made to the governing documents at least 1 week before the May BOD conference call.	Aaron Recksiek	Josh Kroman	Yes – Unanimous

Motion	Made by	Result
Approve appointment to the Constitution and Bylaws Committee 1. Craig Stone	President's appointment	Yes – Unanimous

Motion	Made by	Result
Approve appointments to the internal BOD marketing structure committee. 1. Josh Kroman – Chairman 2. Aaron Recksiek 3. Dave Kurdzionak	President's appointment	Yes – Unanimous

Discussion took place about the duties of the President and the Executive Director in regards to visiting the affiliate chapters and industry members.

Motion	Made by	Seconded by	Result
I move to change in the policy manual section 3.2007.04 to read: 3.2016.03 Travel Reimbursement Policy Board members, special agents, and/or	Wesley Grau	Craig Stone	Yes – Unanimous

members of other special committees, when directed by the President, shall have their transportation (airline economy class or equivalent), and their hotel accommodations paid by the Institute while attending regular or specially called meetings upon presenting itemized bills. Members are expected to choose the least expensive practical method for travel. Airfare, shall be based on the least expensive rate available, for a 30 day (when possible) advance purchase round trip ticket. If travel is less than 200 miles, reimbursement will be at the current rate accepted by the IRS for miles driven in service of charitable organizations. If travel is more than 200 miles, and the traveler elects to drive, she/he will be reimbursed at the charitable IRS rate per mile, or the amount of the least expensive airfare rate available for a thirty-day advance purchase round trip ticket, whichever is the least. Whenever you and AWCI mutually agree that access by air is not practical, reimbursement for the charitable IRS mileage rate or car rental will apply. If travel is for an AWCI scheduled meeting, or workshop, AWCI will give a fifteen-day advance notice if cancellation becomes necessary. When travel is for an extended period of time, and considerable local travel is required, AWCI may request that you consider using a rental car rather than other local public transportation such as a taxi, airport limousine, etc. When considerable local travel is not required, travelers should use the public transportation mentioned above. Travel of the spouse, family members, or others, will be at their own expense. When others share your room, bill AWCI for the single occupancy rate. If motel rates are the same for single as well as multiple occupancy, indicate this on the bill. Receipts for such items are airfare, motel, gasoline, parking, cab fare and other incidentals for which receipts are available must be attached to your request for reimbursement and submitted by the 10th of the following month. Whenever travel is for an extended period of time, and travel to a number of cities is involved, contact AWCI and work out the details of reimbursement of the

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<p>expenses involved.</p> <p>This will take effect starting fiscal year July 1, 2016.</p>			
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Motion	Made by	Seconded by	Result
<p>I move to remove from Article XIV Research and Education Council of the AWCI bylaws:</p> <p>Sec. 2 The Research and Education Council representatives may select one of their number to serve as a member of the Board of Directors. This person, upon approval of his/her credentials by the Board of Directors, shall become a Director and shall have the same rights as an elected Board member, including the right to vote, provided that such person is an active voting member of the Institute, and has been in good standing at least one year immediately prior to his/her selection for this post. This person shall be known as the Research and Education Council Director.</p> <p>Sec. 3 The Research and Education Council Director’s term of office shall be one (1) year. An individual shall be permitted to serve as Research and Education Council Director no more than two (2) consecutive one (1) year terms in this capacity.</p> <p>Sec. 4 No person may become a Research and Education Council 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 Research and Education Council Director.</p> <p>---</p>	<p>Aaron Recksiek</p>	<p>Drew Zimmerman</p>	<p>Yes – 5</p> <p>No – 1</p> <hr/> <p>Motion Passes</p>

and change Article XIV Research and Education Council of the bylaws of the Institute to read:

Sec. 1 The purpose of the Research and Education Council shall be:

(A) To give assistance to the officers, directors, and general membership of the Institute on any research and education projects undertaken by the Institute.

(B) To make recommendations and advise the officers, directors and the executive director on research and education activities that should be undertaken by the Institute for the betterment of the members.

Sec. 2 The requirements for schools to qualify for membership in the Research and Education Council are:

(a) They must operate a full time program in either watch or clock repair with a minimum of thirty classroom hours per week.

(b) The program shall contain a total of at least 1200 hours specializing in either watch or clock repair, but not combined.

(c) The school and the watch/clock program should be in existence for at least two years and have graduated at least six students within the two years prior to making application.

This will effectively remove the Board member position granted to a member of the REC. Returning it back how it was written before the early 90's. The REC will operate like any other standing institute committee, but it will be recommended that the REC work closely with the education committee.

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Break 11:53 a.m. ET

Meeting resumed 12:02 p.m. ET

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Comments from Past President, Manuel Yazijian via teleconference. He had been listening to a stream of the Midyear Meeting with GoToMeeting.

Discussion took place about what the Institute is doing right and what our strengths are.

Lunch was delivered and the decision was made to each lunch during the meeting and work through lunch.

Discussion took place about the need for a part time Office Manager or Assistant to the Executive Director.

Discussion took place about the status of certain maintenance items and updates needed to the Institute building. Discussion about outdated and unnecessary equipment that is sitting in storage closets and the warehouse. The board took a tour of certain parts of the institute to view these rooms and items.

Motion	Made by	Seconded by	Result
I move to charge the executive director to compile a list of outdated and unused items to the Board of Directors to be sold and the proceeds from such sales be used for building updates and repairs.	Wesley Grau	Aaron Recksiek	Yes – Unanimous

Paul Wadsworth gave a presentation on proper procedures for board meetings that was outlined by a Robert's Rules Made Simple video.

Discussion took place about the current way the Board conducts its meetings a what can be done to improve the efficiency and quality of our meetings.

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Break at 2:44 p.m. ET

Meeting was resumed at 2:52 p.m. ET

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Meeting was moved to executive session at 2:55 p.m. ET

Meeting was resumed at 3:33 p.m. ET

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Motion	Made by	Seconded by	Result
I move we hold a member meet and greet or dinner in conjunction with the JCK show in Las Vegas. This dinner will be organized by the Executive Director. All members of AWCI and the IAB will be invited to attend.	Aaron Recksiek	Josh Kroman	Yes – Unanimous

Motion	Made by	Seconded by	Result
I move to adopt the AWCI Servicing Standards document and publish it on the AWCI website and Horological Times	Aaron Recksiek	Drew Zimmerman	Postponed until the next meeting.

Motion	Made by	Seconded by	Result
I move to postpone the main motion to discuss at the next scheduled meeting.	Wesley Grau	Craig Stone	Yes – Unanimous

Motion	Made by	Seconded by	Result
To Adjourn Midyear Meeting – 3:51 p.m.	Craig Stone	Peter Whittle	Yes – Unanimous

Respectfully submitted,

Aaron H. Recksiek, Secretary - American Watchmakers-Clockmakers Institute