

	<p>American Watchmakers-Clockmakers Institute Board of Directors</p> <hr/> <p>MEETING MINUTES</p>	
<p>April 11th, 2017 8 p.m. ET, 7 p.m. CT, 6 p.m. MT, 5 p.m. PT</p>		

Call to order - 8:00 p.m. ET

AWCI President Fred White presiding.

Location: GotoWebinar

Roll call

Directors Present: Fred White - President, Aaron Recksiek - Secretary, Sergio Berrios, Josh Kroman, Craig Stone, Peter Whittle.

Directors Absent: Joe Cerullo - Vice-President, Henry Kessler - Treasurer, Peter Pronko.

AWCI staff present:

Also present: Paul Wadsworth as Parliamentarian.

There was agreement to amend the minutes to include reference to motion 3.3.2017.2 in motion 3.3.2017.3.

Motion 4.11.2017.1

“Approve the Mid-year meeting minutes as amended.” Made by: Craig Stone, Seconded by: Sergio Berrios.

Approved unanimously by a voice vote.

The President has made the following committee appointments:

- Board of Examiners: Craig Stone until 2019, Michael Gainey until 2019.
- ELM Trustees: Jack Kurdzionak until 2019, Dennis Warner until 2019, Wesley Grau until 2019.
- Perpetuation Fund: Dennis Warner until 2019.
- Education Committee: Aaron Recksiek as Chairman. Jerry Faier as Clock Division Head.

Motion 4.11.2017.2

"To accept the appointments made by the president, as amended." Made by: Craig Stone, Seconded by: Sergio Berrios.

Roll call vote: Aaron Recksiek - Yes, Sergio Berrios - Yes, Josh Kroman - Yes, Craig Stone - Yes, Peter Whittle - Yes. Motion passes.

Motion 4.11.2017.3

"I move to amend the president's appointments by removing the appointment of Wes Grau to the ELM Trust." Made by: Craig Stone, Seconded by: Sergio Berrios.

Roll call vote: Aaron Recksiek - Yes, Sergio Berrios - Yes, Josh Kroman - Yes, Craig Stone - Yes, Peter Whittle - Yes. Motion passes.

An appeal discussion was brought up regarding Kelly Hayes appeal to the Board of Directors for CEU's.

Motion 4.11.2017.4

"I move that we decline Kelly Hayes request for CEU's and go with the decision made by the Board of Examiners." Made by: Craig Stone, Seconded by: Aaron Recksiek.

Roll call vote: Aaron Recksiek - Yes, Sergio Berrios - Yes, Josh Kroman - Yes, Craig Stone - Yes, Peter Whittle - Yes. Motion passes.

The constitution and bylaws committee has reviewed the changes to the bylaws that were presented at the midyear meeting and then re-submitted to the Constitution & Bylaws committee for official review.

Motion 4.11.2017.5

"I move that all and any motions which require changes to the policy manual and/or the bylaws need a 30 day review period before final vote or ratification."

Made by: Peter Whittle, Seconded by: Craig Stone.

Discussion took place about the merits of requiring a 30 day review for changes to the bylaws and policy manual and where best to insert these requirements into our governing documents.

The point was made that board members can vote to table changes for further review at any time of the discussion process.

Roll call vote: Aaron Recksiek - No, Sergio Berrios - No, Josh Kroman - No, Craig Stone - No, Peter Whittle - No. Motion fails.

Motion 4.11.2017.6

“To accept the changes to the bylaws sent from the Special Marketing Structure committee.”

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Article 1 Membership

Sec. 1 Membership in the Institute has associated benefits which are subject to change at any time and at AWCI's discretion, and shall be limited to the following classifications:

A. Individual

1. AWCI Certified
2. Associate
3. Student

B. Corporate

1. Affiliate Chapter
2. Industry Advisory Board
3. Research and Education Council

Sec. 2 Individual members shall have voting rights unless otherwise specified.

Sec. 3 AWCI Certified

1. Will require the individual to have successfully earned a certification awarded by this institute.
2. Is required to keep their certification in good standing through the accumulation of CEUs as determined by the Standards and Practices.
3. Is permitted to participate in the AWCI Certified Marketing Package, defined below:
 - 3a. May display the AWCI Certified logo and other marketing materials indicating their membership and certification.
 - 3b. May choose to be listed in an online “Find an AWCI Certified Professional” Directory.

Sec. 4 Associate

1. Are not permitted to participate in the AWCI Certified Marketing Package, including usage of the AWCI Certified logo.

Sec. 5 Student

1. Shall be reserved for those actively engaged in a recognized school of horology or apprenticeship program.
2. Is limited to a two (2) year period.

3. Shall not have voting rights.

Sec. 6 Individual Membership

Qualifications

1. Senior membership

1a. Shall be available to those members over the age of 70 who have been regular members of the Institute for at least five (5) consecutive years.

2. Life Membership

2a. Any individual member may purchase a life membership by making a onetime dues payment as specified in the policy manual.

3. Honorary Life Member

3a. The Board of Directors may confer an Honorary Life membership upon anyone they deem worthy by simple majority vote of the Board of Directors.

3b. Shall have the same voting rights they had before receiving this honor.

3c. Shall have the same rights as any Individual member.

Sec. 7 Affiliate Chapter membership

1. May be conferred on any organized horological group meeting the qualifications stated in the Constitution, Bylaws and Policy guide for this category.

Sec. 8 Industry Advisory Board

1. Membership shall be a company which meets the qualifications stated in the Constitution, Bylaws and Policy guide for this category.

Sec. 9 Research and Education Council

1. Shall be for those that meet the qualifications stated in the Constitution, Bylaws and Policy guide for this category.

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Made by: Special marketing committee for membership structure. No second needed.

Discussion took place about the requirements for CEUs to be included in the AWCI Certified program and the process of requiring clockmakers to obtain CEUs.

Discussion took place about the term "Associate member" and what other options could be substituted for that term.

Discussion took place about the cost of the AWCI Certified marketing program and how this would affect membership with AWCI.

There were two possible changes proposed by board members.

Motion 4.11.2017.7

"I move to amend the changes to the bylaws proposed by the Special Marketing committee for membership structure, to change the reference to the policy manual in regards CEU's to referencing the Standards and Practices instead."

Made by: Aaron Recksiek, Seconded by: Josh Kroman.

Roll call vote: Aaron Recksiek - Yes, Sergio Berrios - Yes, Josh Kroman - Yes, Craig Stone - Yes, Peter Whittle - Yes. Motion passes.

Motion 4.11.2017.8

"I move to amend the changes to the bylaws proposed by the Special Marketing committee for membership structure, to change the "% vote" required for honorary membership to "simple majority".

Made by: Josh Kroman, Seconded by: Craig Stone.

Roll call vote: Aaron Recksiek - Yes, Sergio Berrios - Yes, Josh Kroman - Yes, Craig Stone - Yes, Peter Whittle - Yes. Motion passes.

With the amendments to the bylaws changes the changes must be reviewed by the Constitution & Bylaws committee before the changes are voted on by the board. The motion will be tabled until that time.

Terry Kurdzionak joined the meeting to provide a report from the convention committee so the additional changes to the bylaws were held off until after she gave her report.

The Convention Committee is working with the Education Committee to develop the courses for the convention. The Education Committee will work on this and report back to the board at a later meeting.

Dallas has been the preferred location for the 2018 convention, there are several possible sites in consideration but the RFP sent to the hotels have not been returned with offers. The hotels downtown have been deemed as too expensive for our group. The hotels in consideration are outside of town and far away from many points of interest. The committee is planning on holding another meeting to discuss a possible change of location for the 2018 convention.

Possible sites were discussed as long as they met certain criteria, including, close to a school of horology, close to Industry members, and a high concentration of local members.

Discussion took place about the second round of changes to the bylaws that were re-submitted to the Constitution and Bylaws Committee.

Motion 4.11.2017.9

"I move to accept the motions for changes to the bylaws that were submitted to the Constitution & Bylaws committee." Made by: Aaron Recksiek, Seconded by: Sergio Berrios.

Motion #1:

"I move to refine the role of the Education Committee and rename it the Education and Standards committee which better reflects their roles.

Article XV of the Bylaws shall be changed

From:

Article XV Committees

Sec. 1 The following shall be standing committees of the Institute:

- (A) Education
- (B) Horological Times
- (C) Strategic Action
- (D) Convention
- (E) Ethics

Sec 2 ...

To:

Article XV Committees

Sec. 1 The following shall be standing committees of the Institute:

- (A) Education and Standards
- (B) Horological Times
- (C) Strategic Action
- (D) Convention
- (E) Ethics

Sec 2 ...

Section 6.2005.02 of the Policy Manual shall be changed

From:

6.2005.02 Standing Committees

The following shall be subcommittees of the Standing committees as listed in the By-laws Article XVI, Sec. 1

A) EDUCATION Duties: This committee's responsibility is the formulation and implementation of

AWCI's educational policies and programs. 1. Watch Section 2. Clock Section B)...

To:

The following shall be subcommittees of the Standing committees as listed in the By-laws Article XVI, Sec. 1

EDUCATION AND STANDARDS The education and standards committee shall consist of not more than eleven (11) individuals. No more than five(5) individuals assigned to the clock section whose primary focus shall be clock education and no more than five(5) individuals assigned to the watch section whose primary focus shall be watch education. A chairman approved by the AWCI board of directors oversees the work of both sections. The committee chairman must hold a current AWCI certification: CC, CMC, CC21, CMC21, CW, CMW, CW21, CMW21. The committee's responsibilities include formulation and implementation of AWCI's educational policies and programs, establishing standards for service of watch and clocks, as well as those duties related to certification and the educational development program assigned to them in the Standards and Practices documents.

All references to the Education Committee in the Standards and Practices for Watchmakers and Standards and Practices for Clockmakers shall be changed to Education and Standards Committee."

Motion #2:

"I move to change Article IV of the Bylaws

From:

Sec. 1 Rules governing the certification of an applicant shall be determined by the Education Committee, subject to the approval of the Board of Directors.

Sec. 2 The following categories of certification are established:

- (A) Watch Specialist
- (B) Watch Technician
- (C) Twenty-first Century Certified Watchmaker (CW 21)
- (D) Twenty-first Century Certified Master Watchmaker (CMW21)
- (E) Clock Associate
- (F) Twenty-first Century Certified Clockmaker (CC21)
- (G) Twenty-first Century Certified Master Clockmaker (CMC 21)
- (H) Certified Master of the Institute

To:

Sec 1. Rules governing the certification of an applicant including definitions for the categories of certification shall be recorded in the documents Standards and Practices for Watchmakers and Standards and Practices for Clockmakers.

Sec 2. The Education Committee in cooperation with the exam administrators, assessors, and Board of Examiners recommend changes to certification by updating the Standards & Practices documents. Changes to the Standards & Practices documents must be approved by a majority of the Board of Directors.

Sec 3. The Board of Examiners and Chief Examiner oversee all certification and assessment processes, including construction, administration, and scoring of candidate assessments in accordance with the Standards and Practices documents. No member of the Board of Examiners may serve on the Education Committee.

Sec 4. The Chief Examiner may receive financial compensation at a rate determined by the Executive Committee for his/her services and shall not serve on the Board of Directors, on any other committee, or be employed in any other manner by AWCI.”

Roll call vote: Aaron Recksiek - Yes, Sergio Berrios - Yes, Josh Kroman - Yes, Craig Stone - Yes, Peter Whittle - Yes. Motion passes.

Discussion took place about the progress and research done for the “service pricing guide” that was approved at the midyear meeting.

Jordan Ficklin consulted AWCI’s lawyer about creating a list of suggested service prices with or without a survey and what legal challenges would be involved to avoid price fixing concerns. Jordan is requesting the help of a committee to assist him in putting all the necessary information together.

Craig Stone reported on the status of the “Watch Project” idea approved at the midyear meeting. There have discussions between Jordan and Craig about the details of implementing this project. The initial choices would need to be finding a host, coming up with the list of episodes, and determining who would conduct the production and editing of the content.

This project is still very much in the development stage and Craig will keep the board updated as progress is made.

Josh Kroman reported on the video project “Watchmaking is Cool” that was approved at the midyear meeting. The committee would like a series of 4 videos to be made for this project, each video would highlight a different AWCI member and their specific specialties within the profession.

Drew Zimmerman has agreed to donate his time for this project and would only need reimbursement for equipment and travel. Drew shared some comments on his ideas for the project.

Jordan Ficklin provided an update on the volunteer at headquarters who has currently been tasked with scanning the technical library. The temporary employee is on track to finish going through the file drawers of the technical library and removing duplicates. After he is finished, the library should be ready for scanning. So far AWCI has spent no money on this project.

Jordan Ficklin provided an update on the request that the board made for him to provide ideas to lower the cost of membership or adding new revenue streams. Jordan requested an extension on getting the information together and would like to present this information at the next board meeting.

Motion 4.11.2017.10

“Motion to adjourn, 10:22 p.m. ET.” Made by: Aaron Recksiek, Seconded by: Craig Stone.

Approved unanimously by a voice vote.

Respectfully submitted,

Aaron H. Recksiek

Secretary - AWCI Board of Directors