

	<p style="text-align: center;">American Watchmakers-Clockmakers Institute Board of Directors</p> <hr/> <p style="text-align: center;">MEETING MINUTES</p>	
<p style="text-align: center;">July 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, Joe Cerullo - Vice-President, Aaron Recksiek - Secretary, Sergio Berrios, Craig Stone, Peter Pronko.

Directors Absent: Henry Kessler - Treasurer, Josh Kroman, Peter Whittle.

AWCI staff present: Jordan Ficklin - Executive Director

Also present: Paul Wadsworth - Parliamentarian, Terry Kurdzionak - Convention Chairperson, Jack Kurdzionak - ELM Trust

Motion 7.11.2017.1

“To approve the minutes from June 6th, 2017.” Made by: Approved unanimously by voice vote.

Terry Kurdzionak presented a report on the activities of the convention committee.

There was a joint meeting of the Education Committee and Convention Committee to discuss classes at convention. There is some discontent with the way classes were selected. Due to time constraints, classes were selected without full committee participation. Jerry Faier and John Bryant are discussing whether an additional class or different class should be presented for clockmakers. We are still waiting on formal course outlines from some of the instructors.

The education committee will provide feedback and help shape those classes when the outlines are presented.

Jack Kurdzionak gave a report from the Perpetuation Fund committee.

In accordance with the AWCI by-laws, The Trustees of the Dodson Perpetuation Fund have met to discuss their responsibilities for the security of the Perpetuation Fund to assure the continuance of AWCI as an active entity for the foreseeable future. Although, the primary responsibility for AWCI finances lie within the purview of the AWCI Board and its treasurer, the Perpetuation Fund Trustees, as custodians of the Fund, share their concerns which include the following:

- a. The corpus of the Fund constitutes approximately 85% of the Institute's assets and over 90% of its liquid assets by virtue of its instant convertibility into cash.
- b. Because of its size and availability, the Fund is vulnerable to any legal attack upon the Institute that exceeds the insurance coverage for the Institute. In essence, it is a very tempting target and the Trustees are genuinely concerned about its security from legal liability.
- c. The Trustees are aware of AWCI's declining membership coupled with declining revenues from its income sources that include dues, advertising revenue, and revenue from certification and continuing education. The Trustees are concerned that the long term trend of declining membership and revenue will not be reversed or even stabilized at current levels.
- d. For the past nine years, the Fund has contributed approximately \$360,000 annually to the AWCI budget (about 1/3 of AWCI's revenue stream) utilizing virtually all of the Fund's income to keep the AWCI budget balanced. Without this source of revenue, AWCI would not exist very long.
- e. The Trustees recognize that a future AWCI Board could utilize a portion of the Fund's corpus by spending its assets to the detriment of AWCI's long term existence.

With the above concerns in mind, the Trustees asked president White to consult with the AWCI attorney to advise the Trustees as they examine strategies to preserve the corpus of the Fund from legal attack and unwise use of the Fund's corpus. A copy of the attorney's email is at the end of this report.

The Trustees took no actions other than discuss their concerns and possible strategies for the preservation of the Fund. At this time, the Trustees are sharing their concerns with the AWCI Board because the Fund's preservation is the key to AWCI's future. They are concerned there will be no AWCI as we know it without that Fund remaining intact.

There may need to be constitutional changes approved by membership in order to change the structure of the fund to provide more protection.

The board agreed to include funds in the 2017-18 budget to apply towards examining ways to increase protection of the fund.

The fiscal year ended on June 30th, 2017. The Finance Committee has yet to present a budget to the Board for approval. The board must pass a provisional budget to allow the expenses of the institute to be paid in the meantime.

Motion 7.11.2017.2

“I move to have a provisional budget, operating as a continuation of the 2016/2017 budget, for a period of 60 days” Made by: Joe Cerullo, Seconded by: Peter Pronko.

A roll call vote was taken. Joe Cerullo - Yes, Aaron Recksiek - Yes, Sergio Berrios - Yes, Craig Stone - Yes, Peter Pronko - Yes.

Jordan Ficklin gave a report on the status of the Institute.

JCK was a success

MakerFaire was a success

Convention registration is open

Tech Guides are about half scanned. \$2500 invested so far, 6500 documents scanned so far.

Peter Pronko brought up the issue that Andre Fluery inquired to the Board about at the May conference call.

Jordan accepted the assignment to invite Andre to attend the August 8th, 2017 meeting.

Fred White gave a report on the NAWCC convention.

Motion 7.11.2017.3

“To adjourn, 10:06 p.m. ET” Made by: Joe Cerullo, Seconded by: Craig Stone.

Approved unanimously by a voice vote.

Respectfully submitted,

Aaron H. Recksiek - Secretary, AWCI Board of Directors