



Last Update October 30, 2008

**STANDING RULES
OF
NATIONAL ASSOCIATION OF WATCH AND CLOCK COLLECTORS, INC.,
a Pennsylvania Non-Profit Corporation**

PREAMBLE

The National Association of Watch and Clock Collectors, Incorporated, hereinafter referred to as the NAWCC, hereby adopts these Standing Rules as of October 1, 2004.

ARTICLE I. GOVERNING POLICIES

Section 1. Purpose, Content, Effect, and Precedence

(a) Purpose

The Board of Directors, hereinafter referred to as the Board, is authorized by the Articles of Incorporation to establish policies and procedures in support of the Articles of Incorporation and the Bylaws. These policies and procedures, known as the Standing Rules, have the purpose of providing guidance and direction for conducting the business and affairs of the NAWCC within the limits of the Articles of Incorporation and Bylaws, and of all legal and statutory requirements for not-for-profit corporations.

(b) Contents

The Standing Rules will contain policies, directives, and general procedures, but not detail procedures for the implementation of those policies. Procedures will be incorporated in the Operations Manual, as defined in these Standing Rules.

(c) Effect

The Standing Rules have the same effect as any duly constituted motion or directive of the Board, to the extent limited by the Articles of Incorporation and Bylaws.

(d) Precedence

No policy or provision contained in the Standing Rules may take precedence over any policy or provision of the Articles of Incorporation or Bylaws.

Section 2. Establishment

(a) Additions

Only the Board may make additions to the Standing Rules. Additions must be policies not already included herein or in the Articles of Incorporation or Bylaws, and require a majority vote of the full Board in Regular, Special, or Electronic Meeting.

(b) Deletions and Amendments (*Amended Aug. 30, 2005 by 2005-08-061*)

Only the Board may delete, change, or amend any of the Standing Rules. A two-thirds (2/3) majority of the full Board voting in favor at a Regular, Special, or Electronic Meeting is required to delete, change, or amend any Standing Rule.

Section 3. Construction

The policies incorporated in the Standing Rules are organized in alphabetical order by general topic. This method of organization, titles used, and sequence is intended solely for convenience of reference and does not establish any order of importance or precedence.

ARTICLE II. AWARDS

The Board may establish awards for the purpose of recognizing achievements and contributions of individuals and organizations, both within and outside the NAWCC, who have worked to further the purposes stated in the Articles of Incorporation.

Section 1. Certificates

The Board has authorized the following Certificates of Appreciation and/or Achievement. Procedures for nomination, issuance, and presentation of these certificates will be the responsibility of the Awards Committee and incorporated in the Operations Manual.

(a) Certificate of Appreciation

A Certificate of Appreciation signed by the Chair of the Board will be presented to individuals serving in leadership and speaker capacities for a National or Regional Convention, Symposium, or other event or activity organized under the auspices of the Convention Committee.

(b) Chapter Citation Certificate

A Chapter Citation Certificate signed by the Chair of the Board will be presented to each Chapter hosting a National or Regional Convention, Symposium, or other event or activity organized under the auspices of the Convention Committee.

(c) Gold Certificate

A Gold Certificate signed by the Chair of the Board will be presented to individuals who have provided exceptional services to a National or Regional Convention, Symposium, or other event or activity.

(d) Field Suitcase Workshop Course Completion Certificate

A Field Suitcase Workshop Course Completion Certificate signed by the Chair of the Board and the Course Instructor will be presented to each participant of a Field Suitcase Workshop who completes a given course in that program.

(e) Field Suitcase Workshop Coordinator Certificate of Appreciation

Each Field Suitcase Coordinators will receive one certificate of appreciation annually for organizing one of more classes. This certificate is signed by the Chair of the Education Committee and by the Chair of the Board.

(f) Headquarters Volunteer of the Year Award

A certificate will be given once each fiscal year to a volunteer who has provided outstanding services to the NAWCC at the facilities in Columbia, on recommendation of the Volunteer Coordinator and the Executive Director.

(g) Chapter of the Year Award

A certificate for Chapter of the Year will be given to a Chapter selected by vote of the Board that has provided outstanding service in support of the purposes of the NAWCC.

(h) Museum Awards

The Board may authorize awards for service to and support of the Museum, with presentation of an appropriate certificate to the individual or organization.

Section 2. Special Awards

Special awards to recognize outstanding individual service and achievement may be presented as follows. Unless otherwise specified, procedures for nomination, confirmation, issuance, and presentation of these awards will be the responsibility of the Awards Committee and incorporated in the Operations Manual.

(a) Wilbur L. Pritchard Award

The Board recognizes and supports the Wilbur L. Pritchard Award and accepts the rights and powers for its administration as described below, such rights and powers having been conferred on the NAWCC by the legacy that established the award and fund for its financial support. The award is intended to provide an annual gift for individual excellence in watch repair or restoration, for which the Board shall separately

establish appropriate guidelines and procedures.

- 1) The NAWCC has sole and absolute discretion to determine when such award shall be made and the conditions for participation in any contests for receipt of the award, including the right in any one or more years not to make any award.
- 2) The NAWCC has the power to use a portion of the principal to ensure the award is meaningful, if the Board in its sole discretion has determined that the amount of income is insufficient for that purpose.
- 3) The NAWCC has the right, solely for investment purposes, to combine the principal and undistributed income of the fund with other NAWCC funds.

(b) James W. Gibbs Literary Award

An award for horological literary excellence, to be awarded annually if there is a candidate recommended by the Awards Committee. A plaque will be presented to the recipient at the National Convention and the recipient's name inscribed on a master plaque located in the Columbia facility.

(c) Henry B. Fried Watch Award

An award for excellence in the field of watchmaking, to be awarded annually if there is a candidate recommended by the Awards Committee. A plaque will be presented to the recipient at the National Convention and the recipient's name inscribed on a master plaque located in the Columbia facility.

(d) Dana J. Blackwell Clock Award

An award for excellence in the field of clockmaking, to be awarded annually if there is a candidate recommended by the Awards Committee. A plaque will be presented to the recipient at the National Convention and the recipient's name inscribed on a master plaque located in the Columbia facility.

(e) The J. Bryson and Mary Lou Moore Distinguished Service Award

An award to recognize distinguished and outstanding service to the Museum. Selection of candidates will be by the Museum Collections Committee, with unanimous approval by the Board. A plaque will be presented to the recipient at the National Convention.

(f) Old Timer Recognition Award

An award to recognize one Old Timer each year for continuing leadership and personal dedication to the purposes of the NAWCC. Selection will be by a committee composed of the past Chairs (or past Presidents as applicable) of the NAWCC, with unanimous approval by the Board. A plaque will be presented to the recipient at the National Convention.

(g) Fellow Award

An award to recognize outstanding and meritorious achievement and service in support of the NAWCC and its purposes. This award will be administered by the Awards Committee and presented to the recipient at an appropriate Regional or National Convention when possible.

(h) Silver Star Fellow Award

An award to recognize exceptional and meritorious achievement and service in support of the NAWCC and its purposes. It may be awarded only to Members who have already achieved Fellow Award status. This award will be presented to the recipient at the National Convention.

(i) New Member Recruitment Award *(Added May 30, 2005 by 2005-05-029)*

An award that recognizes cumulative individual or Chapter achievement in the recruitment of new Members for NAWCC. It is given in progressive steps based upon the number of new Members referred, sponsored, or otherwise recruited, as taken from Headquarters membership records.

Membership Services staff shall maintain the list and provide to the Awards Committee at the end of each fiscal year the names of those Members and Chapters who have met the cumulative criteria. The awards, to include a Certificate and a Recognition Pin for individuals, and a Certificate-only for Chapters, follow:

- Bronze Award: Given to all Members and Chapters who have recruited at least 25 new Members.
- Silver Award: Given to all Members and Chapters who have recruited at least 50 new Members.

- Gold Award: Given to all Members and Chapters who have recruited at least 100 new Members.
- Diamond Award: Given to all Members and Chapters who have recruited at least 200 new Members.

Recipients will be recognized at the national convention and in the Bulletin.

(j) Golden Circle Award *(Added May 30, 2005 by 2005-05-028)*

An award to recognize the achievement of 50 years of continuous membership in the NAWCC. It is granted automatically, and is recognized by a Certificate and a special membership badge. Membership Services staff will provide the data to the Awards Committee at the end of each fiscal year.

The award will be presented to qualifying members at each year's national convention awards banquet. (The badge may be sent by mail at a later date.) A notice of each year's recipients shall be placed in the August Bulletin.

Officers and committee members of Chapters and Regionals will be encouraged to provide free or discounted entry to events to members achieving the Golden Circle Award.

(k) Donor of the Year Award (Member) *(Added July 30, 2007 by 2007-07-041)*

An award to recognize an individual Member for the most significant donation (gift) given to the NAWCC during the previous fiscal year. The award will be presented to the Member after the close of the FY and will consist of a bronze plaque on a walnut substrate. The Member's donation will be highlighted in the Donor Recognition List, published annually in the June Bulletin and, with the donor's permission an article with photo highlighting the gift will also be included in the issue. In addition, a large walnut plaque will be displayed in the Museum's foyer next to the theater and brass tags showing each recipient's name will be added to that plaque annually. The Executive Director will be responsible for selecting the Donor of the Year, with board consensus.

In rare cases, two or more awards may be presented. Awards need not be given every year. Awards will be based upon funds or gifts in kind. Personal labor shall not be factored into the award.

(l) Donor of the Year Award (Chapters) *(Added July 30, 2007 by 2007-07-041)*

An award to recognize an individual Chapter for the most significant donation (gift) given to the NAWCC during the previous fiscal year. The award will be presented to the Chapter after the close of the FY and will consist of a bronze plaque on a walnut substrate. The Chapter's donation will be highlighted in the Donor Recognition List, published annually in the June Bulletin and, with the donor's permission an article with the chapter president's photo highlighting the gift will also be included in the issue.

There shall be three categories of Donor of the Year Award for Chapters: "Large," "Medium," and "Small" Chapters, based upon rosters. Three large walnut plaques will be displayed in the Museum's foyer next to the theater and brass tags showing each recipient's chapter name will be added annually. The Executive Director will be responsible for selecting the Donors of the Year, with board consensus.

Awards need not be given every year. Awards will be based upon funds or gifts in kind. Personal labor shall not be factored into the award, nor will cash from the surplus of national conventions that was already earmarked for NAWCC, Inc. using the traditional 75%/25% agreement.

ARTICLE III. BOARD OF DIRECTORS

Policies in this Article are established to ensure the smooth functioning of the Board in carrying out its statutory and fiduciary duties.

Section 1. Records

(a) Minutes of Meetings *(Amended Sept. 30, 2005 by 2005-09-064)*

The Secretary shall keep minutes of all Board meetings according to Robert's Rules or as otherwise directed in these Standing Rules.

1) Physical Meetings.

The Secretary will submit a draft of the minutes of all physical meetings of the Board within thirty (30) days of the date of the meeting, for subsequent approval by the Board.

2) Electronic Meetings

Minutes of Electronic Meetings of the Board will be prepared and approved according to the procedures for such meetings as incorporated in the Operations Manual.

3) Publication of Minutes

Once approved, a Notice of Publication of Approved Minutes will be published in the next available issue of the Bulletin in the Official Notices section, stating the full text of the Approved Minutes will be found in the same month issue of the MART, posted on the NAWCC website under Board of Director Documents, and posted to NAWCC_NEWS.

4) Archiving of Minutes

An archival copy of all Board meeting minutes shall be maintained at Headquarters as the permanent record of Board actions, the approved copy text being provided by the Secretary following Board approval. All Board meeting minutes shall also be permanently posted in electronic format on the NAWCC website for Member and Board viewing and reference, and a secure electronic copy maintained in NAWCC archives.

(b) Recording of Votes *(Amended Aug. 30, 2005 by 2005-08-062)*

- 1) Votes of the Board on all motions presented in Regular, Special, or Electronic Meetings other than those specified in Item (b) 2) will be recorded by yeas and nays, and reported by name in the minutes of those meetings.
- 2) Votes of the Board on all motions for appointment of Directors, Committee Chairs, and approval of Awards for individuals shall be by secret ballot, with the results to be recorded as approved by the Board by the required majority.

(c) Monitoring and Notice Given of Board Action Items *(Amended May 30, 2007 by 2007-05-016)*

- 1) The Secretary will be responsible for maintaining a record of all outstanding action items approved or directed by the Board, monitor the status of those items, and report to the Board no less than quarterly on the progress toward completion.
- 2) Unless otherwise stated in a Board motion or directive, the Secretary will be responsible for giving prompt notice of Board actions directly to parties affected by such actions.

(d) Motions and Directives

The Secretary will maintain a permanent record of all Motions and Directives of the Board, to be incorporated in the Operations Manual. Motions that establish new Standing Rules or amend existing Standing Rules will be incorporated in these Standing Rules, with notation of date of approval and renumbering of existing items if required.

Section 2. Meetings

(a) Regular Meetings

Regular meetings of the Board will be held according to the Bylaws.

(b) Special Meetings

Special meetings of the Board may be called and held according to the Bylaws. Special meetings for which the 30 day notice has been waived may be held physically or conducted by mail, telephone, facsimile, or electronic means. Procedures for holding Special meetings by these means will be approved by the Board and will be maintained in the Operations Manual.

(c) Electronic Meetings

Electronic meetings will be held in those months when there is no physical meeting of the Board. Procedures for holding Electronic meetings will be approved by the Board and maintained in the Operations Manual.

(d) Executive Sessions of the Board *(Added Dec. 4, 2004 by 2004-12-014)*

An Executive Session may be called by any member of the Board during the course of any scheduled physical meeting or Special Meeting by teleconference. Executive Sessions are not permitted during electronic meetings of the Board or during any Special Meeting for which written notes or messages are used. A motion to go into Executive Session is a question of privilege and is not debatable. Approval is by majority vote.

Subject matter for Executive Sessions may include but is not limited to the following:

- 1) Personnel matters including but not limited to nominations to appointed positions
- 2) Ethical matters
- 3) Disciplinary matters
- 4) Contract issues
- 5) Legal issues
- 6) To seek or receive legal advice.

The purpose of each Executive Session must be stated prior to its approval.

Discussions in Executive Session are to be limited to the specific subject at hand. If no action is taken in Executive Session, it is so stated by the Chair when open session is resumed. Any action agreed upon in Executive Session must be presented as a motion in open session of the Board; such motions do not require a suspension of rules to be presented for discussion and voting. No written record is to be kept of any Executive Session.

Any person permitted to be present during an Executive Session is honor bound not to divulge anything that occurred.

Section 3. Appointment of Legal Counsel

(Amended June 29, 2004, Ratified Oct. 30, 2004 by 2004-10-007)

The Board shall select and appoint qualified legal counsel for the NAWCC at the commencement of the term of each new Board, to serve for the term of the appointing Board. Such counsel will be an ex officio nonvoting member of the Board as provided in the Articles of Incorporation and Bylaws.

ARTICLE IV. CHAPTERS

Section 1. Approvals

(a) New Chapter Petition Review

The Membership and Publicity Committee will review all applications for establishment of a new Chapter, and make a recommendation to the Board for approval or rejection of a charter. The Committee will maintain a procedure for this review process to be included in the Operations Manual.

ARTICLE V. COLLECTIONS

Section 1. Collections Development Policy

The Collections Development Policy, as revised, will be maintained for the Museum and Library and Research Center Collections, and is herewith incorporated by reference in the Standing Rules. The Museum Collections Committee and the Library Collections Committee, together with the Executive Director, will be responsible for the development and maintenance of this policy, which is to be approved by the Board. Current copies of this policy will be included in the Operations Manual and maintained at Headquarters.

Section 2. Collections Management Policies and Procedures

The Collections Management Policies and Procedures, as revised, will be maintained for the Museum and Library and Research Center Collections, and are herewith incorporated by reference in the Standing Rules. The Museum Collections Committee and the Library Collections Committee, together with the Executive Director, will be responsible for the development and maintenance of these policies and procedures, which are to be approved by the Board. Current copies of these policies and procedures will be included in the Operations Manual and maintained at Headquarters.

ARTICLE VI. COLUMBIA OPERATIONS

Section 1. Executive Director

(a) Delegation of Authority

The Executive Director shall be the Chief Executive Officer of the NAWCC and has full responsibility for day-to-day operations, within the limits of his Delegation of Authority as approved by the Board. The

Executive Director Delegation of Authority is to be maintained in the Operations Manual and is incorporated by reference in these Standing Rules.

Section 2. Employees

(a) Equal Opportunity

The following policy statement regarding NAWCC practice as an equal opportunity employer will be posted on the staff notice board, in each issue of the Bulletin, the NAWCC web site, and other locations as appropriate:

The NAWCC does not discriminate in hiring or employment because of race, color, religion, creed, age, sex, veteran status, sexual orientation, disability, national origin, or ancestry. This policy includes but is not limited to all decisions made on promotions, transfers, demotions, reductions in force, discipline, recruiting, compensation, benefits, training, education, or any other terms or conditions of employment.

(b) Employee Handbook

The Executive Director will be responsible for maintaining an Employee Handbook, a current copy of which will be provided to all employees. The Employee Handbook will incorporate conditions of employment and descriptions of all employment policies and benefits, together with other information necessary for each employee to understand their employment conditions.

(c) Job Descriptions

The Executive Director will be responsible for maintaining current job descriptions for all NAWCC employees. The Board will approve the job description of the Executive Director.

(d) Employee Retirement Fund *(Amended Dec. 3, 2004 by 2004-12-016)*

- 1) The NAWCC Employee Retirement Fund Plan, and all amendments or modifications thereto, shall require approval by the Board.
- 2) Prior to the end of each fiscal year the Board shall review the amount of contribution to the Employee Retirement Fund and approve an amount or percentage to apply to the ensuing fiscal year.

Section 3. Headquarters Volunteers

(a) Volunteer Handbook

The Executive Director will be responsible for maintaining a Volunteer Handbook, a current copy of which will be made available to all volunteers who may provide volunteer services in the Columbia facilities.

Section 4. Service Fees

The Executive Director shall establish appropriate fees for services provided to Members, students, the general public and any other person or organization not entitled to receive these services gratis as part of their job function or in service to the NAWCC. A schedule of all such fees will be maintained and provided to the Board for information purposes at least annually.

Section 5. Facilities

(a) Facilities Use Policy

The Executive Director will be responsible to maintain a Facilities Use Policy, which upon approval by the Board is made a part of these Standing Rules and incorporated herein by reference. This policy will specify permissible uses of the facilities, appropriate fees or donations, and other regulations as required.

ARTICLE VII. COMMITTEES

Section 1. General

(a) Policies and Duties

As provided in the Bylaws, the Board has authority to establish policies and duties for all committees.

(b) Committee Procedures

Each committee defined herein is required to develop and maintain current procedures for its operation. These procedures will be placed in the Operations Manual and updated as needed but no less than annually.

(c) Reports**1) Annual Reports**

All Standing Committees are to prepare an annual report for presentation to the Board and for publication in the Bulletin. The Board may direct other committees to prepare annual reports.

d) Committee Chair Term of Office

(Added Dec. 3, 2004 by 2004-12-011; Amended May 30, 2007 by 2007-05-017)

As provided in the Bylaws Article III, Section 5, the Board appoints all Committee Chairs not otherwise specified in the Bylaws or these Standing Rules. All appointments shall include an effective starting date. The Board shall communicate starting dates to incoming and outgoing Committee Chairs. Committee Chairs serve at the pleasure of the Board. Unless removed or as otherwise provided for in the Bylaws or these Standing Rules, Committee Chairs shall serve from the effective starting date until notified of their end of term or re-appointment by the next Board.

Section 2. Standing Committees

The Standing Committees are established in the Bylaws and may not be changed without an amendment to the Bylaws.

(a) Awards Committee

The Awards Committee will have no less than ten (10) members. Consideration will be given to a well-balanced geographic representation for committee members.

(b) Bylaws and Procedures Committee

A Director shall be appointed as Chair of this committee. The Bylaws and Procedures Committee, in addition to the duties specified in the Bylaws, shall also be responsible for oversight of all referendums of the Members with respect to amendments of the Articles of Incorporation and the Bylaws.

(c) Ethics Committee

The Ethics Committee, in addition to the duties specified in the Bylaws, shall also be responsible for developing and maintaining ethics guidelines to use in carrying out its duties. These guidelines are to be approved by the Board. Board members may not serve on this committee.

(d) Finance Committee *(Amended June 8, 2005 by 2005-06-038)*

- 1) In addition to the duties specified in the Bylaws, the Finance Committee shall also be responsible for reviewing the annual audited accounts and preparing a statement to the Board regarding its observations and recommendations.
- 2) To carry out its responsibilities under Article III Section 2 (d) 3. of the Bylaws, the Finance Committee shall work with the approved professional investment manager and Executive Director to develop investment and fund management policies and procedures for approval by the Board, to be incorporated in the Operations Manual.

(e) Library Collections Committee

A Director shall be appointed as Chair of this committee. Duties as described in Bylaws.

(f) Museum Collections Committee

A Director shall be appointed as Chair of this committee. Duties as described in Bylaws

(g) Nominating and Elections Committee

The Nominating and Elections Committee hereinafter referred to as the NEC, will be responsible for conducting the business of and managing the election and appointment processes for members of the Board and elected members of the NEC. The NEC will have the following minimum responsibilities:

- 1) Oversee the election and appointment processes according to policies and procedures defined in the Bylaws and Standing Rules.
- 2) Ensure there is a minimum of two candidates for each open elected Director position and elected NEC member position, and if necessary to nominate such candidates.

- 3) Verify the eligibility of self-nominated, petition, and other candidates for elected or appointed positions prior to their names being placed on the ballot for elected positions or on the nominee list for appointed positions, by review of the self-nomination forms and personal interviews.
- 4) Provide a listing of qualifications to be included with the election ballot for all candidates for elected Director positions, and a listing of qualifications to be included with the list of nominees for all candidates for appointed Director positions.
- 5) Recommend candidates for appointment to fill any Board vacancy occurring outside the normal election or appointment cycle.
- 6) Actively seek candidates for Director positions, both elected and appointed.
- 7) Develop and maintain an election and appointment procedure to be included in the Operations Manual, that will include the following items:
 - i) Skills selection criteria for elected and appointed Board members
 - ii) Critical capabilities desired of directors, to be on ballot capability matrix
 - iii) Individual Board member's responsibilities
 - iv) Other suggested characteristics desirable for Board members

Section 3. Operational Committees

The Board shall establish Operational Committees that will report to the Executive Director. The Board may change the reporting relationship of these Committees to become Functional Committees if deemed appropriate. Board members who serve on these Committees do so as individual members and not as representatives of the Board.

(a) Chapter Relations Committee *(By amendment June 11, 2008 by 2008-06-029)*

The Chapter Relations Committee has the following responsibilities, to be updated as needed by the Executive Director:

- Review of charter applications
- Chapter surveys
- Chapter program proposals
- Chapter services by National
- Chapter officer training
- Chapter handbook updates
- Geographic chapter boundaries
- Study potential for new specialty chapters
- Assist struggling chapters
- Recommend chapter recalls
- Annual Chapter Representatives meeting
- Chapter leader newsletter
- Chapter relations publicity

(b) Development Committee *(Added June 5, 2007 by 2007-06-027)*

The Development Committee is responsible to work with the Executive Director for development and implementation of the Development Plan as directed in Article XIX Section 2(a).

(c) Education Committee

The Education Committee is responsible for developing and maintaining the Field Suitcase Workshop Program, and for finding authors to write the Practical Repair and Restoration articles for the Bulletin.

(d) Internet Advisory Committee *(Amended April 30, 2008 by 2008-04-005)*

The Internet Advisory Committee is responsible to work with the Executive Director to develop the strategies needed to accomplish the goals stated in the Strategic Plan for utilizing the Internet to become the recognized world-wide leader in the field of horology. To accomplish this the committee shall also be responsible to:

- 1) Evaluate resources currently available around the world, including in-house innovations, that will improve the NAWCC Internet experience through new offerings, features, navigation structure, user communications, interface perceptions, and other needed improvements.
- 2) Make proposals to make changes and improvements to the NAWCC Internet venues to improve use, benefits, and value for members and the public, and to generate revenue where feasible.

(e) Membership Growth, Benefits, and Services Committee *(By Amendment June 11, 2008 by 2008-06-029)*

The Membership Growth, Benefits, and Services Committee has the following responsibilities, to be updated

as needed by the Executive Director:

- Member surveys and demographics
- Member benefits and services
- New member packets
- Member recruitment initiatives
- Recruitment awards and incentives
- Membership retention initiatives
- Membership publicity

(f) Program Committee

The Program Committee is responsible for the development of horological program material in support of the NAWCC's educational purposes.

(g) Publications Committee

The Publications Committee, in conjunction with the Editor, will be responsible for formulating editorial policy subject to approval by the Board. The committee will also oversee the publication of the Bulletin and MART.

(h) Research Committee

The Research Committee is responsible for managing research activities and cooperating with the Publications Committee in publication of the results.

Section 4. Functional Committees

The Board shall establish Functional Committees that will report to the Board. The Board may change the reporting relationship of these Committees to become Operational Committees if deemed appropriate.

(a) Convention Committee

The Convention Committee is responsible for the following:

- 1) Reviewing proposals and making recommendations to the Board on arrangements for National Conventions. This will include review of site selection, contracts, and budgets for all National Conventions prior to submission to the Board for approval.
- 2) Reviewing and approving requests for dates for Regional conventions.
- 3) Maintaining a calendar of National and Regional Conventions and Symposiums.
- 4) Developing and maintaining the Convention Handbook, to be approved by the Board and included in the Operations Manual.

(b) Crafts Committee

The Crafts Committee will be responsible for locating and encouraging Members to submit horological items for the Craft Contest at the National Convention and for other needs of the NAWCC. The committee will also identify and appoint qualified persons to judge the various entries in the Craft Contest.

(c) Symposium Committee

The Symposium Committee is responsible for managing the organization and presentation of the Ward Francillon Time Symposiums and other Symposiums as may be sponsored by the NAWCC.

Section 5. Special Committees

The Board shall establish Special Committees as needed and will determine their purpose and to whom they will report. A Special Committee will include no less than three (3) members.

ARTICLE VIII. CONVENTIONS AND REGIONAL MEETINGS *(Amended Oct. 30, 2008 by 2008-10-043)*

Section 1. Scheduling

(a) Schedule Conflict Avoidance

The Convention Committee will be responsible for scheduling all Regional Conventions, National Conventions, and Symposiums, to avoid conflicts among these meetings and with religious holidays. Christmas, Passover, Easter, Rosh Hashanah, and Yom Kippur will be excluded from Regional and National Convention and Symposium schedule dates. The Board may designate other religious holidays on an as needed basis.

(b) National Convention Schedules

National Conventions will be held between mid-June and the end of July, unless otherwise authorized by the Board.

(c) International Regional Conventions

International chapters may hold a Regional Convention on a date that coincides with a Regional Convention in the United States, provided it does not coincide with a Symposium, National Convention, or religious holiday.

Section 2. Laws and Regulations**(a) Compliance**

All participants of conventions will be advised to obey and comply with all applicable laws and regulations including Sales Tax.

Section 3. Insurance**(a) Conventions and Symposiums**

All Regional and National Conventions and Symposiums are required to carry Convention Liability and Exhibit Insurance, in the minimum amounts and coverage recommended by the Convention Committee and approved by the Board. Such insurance may be purchased separately by the convention or Symposium committees, or may be obtained via a group policy arranged on behalf of the NAWCC by the Convention Committee. If purchased separately a copy of the policy must be provided to the Convention Committee for verification. The Convention Committee will be responsible for reviewing group policy details annually and recommending the appropriate amount and extent of coverage for each Regional and National Convention and the Symposiums to the Board for approval.

(b) Chapter Liability Insurance

Headquarters will coordinate a Chapter Liability Insurance policy.

Section 4. Planning and Budgets**(a) National Convention Budgets**

The sponsoring Chapter or Chapters of a National Convention is required to submit a preliminary budget for Board approval 24 months prior to the convention. This budget must first be submitted through the Convention Committee and include copies of contracts and attrition clauses. The Convention Committee is responsible for reviewing the budget, resolving issues with the sponsors, and then submitting it to the Board for approval. The sponsors will also submit a final estimated budget through the same channels for Board approval 12 months prior to the date of the convention.

(b) MART Advertising

The Convention Committee will be responsible for reviewing the advertising needs for Regional and National Conventions and the Symposiums, and recommending policies to the Board for approval, for paid or gratis advertisements in the MART.

(c) Financial Reporting of National Conventions

A full financial report of each National Convention will be due no later than 150 days from the close of the convention.

Section 5. Contracts and Indemnities *(Added Jan. 30, 2005 by 2005-01-006)***(a) National Convention Contracts *(Amended Feb. 28, 2005 by 2005-02-012)***

Effective with the 2007 and all subsequent National Conventions all contracts with convention facilities and hotels shall be in the name of the National Association of Watch and Clock Collectors, Inc. After review and release by NAWCC Counsel, said contracts shall be signed by the Board Chair or his designate, the NAWCC Convention Committee Chair, the Convention Chair, and an officer of the host chapter. Further that execution of subsidiary contracts is delegated to the Convention Chair or his delegate(s).

(b) National Convention Indemnities

The NAWCC shall indemnify host chapters and members who volunteer to organize and host National Conventions in the event of legal actions taken against such parties acting in their official volunteer capacity.

Section 6. Board Representation at Regional Meetings

As provided in Article VII Section 6 of the Bylaws, the Chair shall select a Board member to attend each Regional Meeting to serve as the National Representative.

(a) Selection

The Board Chair shall select from all members of the Board of Directors (including the Executive Director) the National Representative for each Regional Meeting. The usual procedure shall be for the Board Chair to request volunteers approximately six (6) months in advance. If there are no volunteers for a specific Regional Meeting, the Board Chair will assign one. The chair makes the final decision and will submit the list of National Representatives to the editorial department for publication.

(b) Duties

The National Representative shall have the following duties at Regional Meetings. In doing so, the National Representative shall not make any promises or commitments on behalf of the Board of Directors.

- 1) Openly discuss the current status and future plans of the board, headquarters, and the Association in general at banquets, “meet your National Representative” sessions, and informally with groups of members or one-on-one.
- 2) Ensure that Regional Meetings are run according to NAWCC’s governing documents and shall meet privately with the Regional Chairperson to discuss any issues in that regard.
- 3) Serve as a resource, arbiter, and guide for helping Regional Committees understand and implement any NAWCC policies including, but not limited to, registration, escorted visitors, sponsored visitors, etc.
- 4) Present certificates and awards to deserving individuals, usually at a banquet, unless otherwise directed by the Regional Chairperson.
- 5) Participate in on-site interviews with news reporters.
- 6) Perform any other duties specific to that Regional Meeting at the request of the Board Chair or Board of Directors.

(c) Follow-up

The National Representative will provide follow-up information to the Board of Directors on Regional Meeting results (e.g., attendance) and any issues needing to be addressed, including any confusion expressed by the Regional Committee with regard to NAWCC policies.

ARTICLE IX. EDUCATION

Section 1. Field Suitcase Workshop Program

(a) Purpose and Objectives

The Field Suitcase Workshop Program is established to offer affordable horological repair skills training and education to the Members and the general public in their local area. There are three basic objectives of the program:

- 1) To provide technical repair and restoration training to those collectors who do not need or have access to the School of Horology in Columbia.
- 2) To encourage Members’ and the public’s efforts in maintaining and upgrading their collections by offering technical repair and restoration training at an affordable cost within a reasonable distance from their homes.
- 3) To find authors to write the Practical Repair and Restoration articles for each issue of the Bulletin.

(b) Advertising

The Field Suitcase Program is authorized to place one full page of advertising in each issue of the MART, for the purpose of informing Members of scheduled classes and other information pertaining to the program.

Section 2. Scholarships and Awards

(a) Midwest Regional Scholarship Fund

The Board recognizes and supports the Midwest Regional Scholarship Fund, established to award scholarships annually to persons selected by the Midwest Regional Scholarship Committee, for the purpose of paying tuition for classes at the NAWCC School of Horology, the NAWCC Field Suitcase Workshop program, and other purposes as may be decided by the Committee.

Section 3. Symposiums

As provided in the Bylaws, the NAWCC shall sponsor one or more Symposiums annually, including the Ward Francillon Time Symposium, to provide an opportunity for Members and the public to experience in-depth educational lectures and workshops on all aspects of the art and science of horology. No mart or auction activities are permitted in conjunction with a Symposium.

Section 4. Museum Education Program *(Amended June 29, 2004, Ratified Oct. 30, 2004 by 2004-10-007, Deleted June 5, 2007 by 2007-06-019)*

Education Specialist directive deleted.

ARTICLE X. ELECTIONS, APPOINTMENTS AND REFERENDUMS**Section 1. Election and Appointment Policies and Procedures**

The NEC will be responsible for developing and maintaining procedures for the conduct of elections and appointments of Directors and NEC members in accordance with the Bylaws and these Standing Rules. The procedures are to be approved by the Board and incorporated in the Operations Manual. The following minimum steps are to be included, for each position considered.

- (a) Call for nominations
- (b) Receipt of self-nomination and petition forms and verification of candidate qualifications
- (c) Identification of potential candidates other than self-nominated and petition candidates
- (d) Close of nominations
- (e) Preparation of ballots and nominee lists
- (f) Conduct of elections and certification of successful candidates

Section 2. Referendum Policies and Procedures

The Bylaws and Procedures Committee will be responsible for developing and maintaining procedures for the conduct of referendums for all matters requiring a vote of the Members, in accordance with the Articles of Incorporation, Bylaws, and these Standing Rules. The procedures are to be approved by the Board and incorporated in the Operations Manual. The following minimum steps are to be included for each referendum:

- (a) Verification that referendum proposals are in order
- (b) Preparation of the referendum ballot
- (c) Coordination with the Auditor for counting of the ballots.
- (d) Establish that a quorum exists at Regular Annual Meetings or Special Meetings of the Members.

Section 3. Ballots

Only official ballots as furnished by the NAWCC, either by mail or by electronic means, will be accepted in elections or membership referendums, to include Proxy ballots.

Section 4. Counting of Votes

Each year, an independent outside agency (Auditor) will be selected by the NEC and approved by the Board, and contracted to tabulate and verify the voting on any ballot proposal including all elections and referendums. Following such counting, the Auditor will immediately report the results of each vote to the NEC for election results and to the Secretary for referendum results.

Section 5. Certification of Results

On receipt of the voting results from the Auditor for an election, the NEC will certify the successful candidates to the Board at its next meeting. On receipt of voting results from the Auditor for referendums of the Members, the

Secretary shall certify the results to the Board at its next meeting and to the Members at the next Regular Annual Meeting or Special Meeting of the Members.

ARTICLE XI. ETHICS, CONDUCT, AND BEHAVIOR

Section 1. Codes of Ethical Conduct *(Amended Dec. 8, 2006 by 2006-12-053)*

Codes of Ethical Conduct have been developed and are incorporated by reference in these Standing Rules, covering the ethics, conduct, and behavior expected of the institution, its governing body, employees, Members, and volunteers. All current Codes are available at

<http://www.nawcc.org/headquarters/members/docs.htm>.

Section 2. Directors

(a) Purchases from Board Members

Purchases by the NAWCC from Board members for any purpose are prohibited.

(b) Purchases by Board Members

Purchases by Board members from the NAWCC shall be limited to those items normally available to the public for retail sale. Board Members are prohibited from participation in any auction or sale of any item being deaccessioned from NAWCC collections or disposed of from any activity at Columbia.

ARTICLE XII. FINANCIAL MATTERS

Section 1. Fiscal Year

The Fiscal Year shall commence on April first (1) of the current calendar year and end on March 31 of the following calendar year.

Section 2. Budgets

The Executive Director, with the assistance of the Treasurer, will be responsible for the preparation of all Operating and Capital budgets, to be approved by the Board.

(a) Operating Budgets

An Operating Budget for each fiscal year will be prepared for review and approval of the Board. On approval, the budget will be published in the next available Bulletin and posted electronically for access by the Members.

(b) Capital Budgets

A Capital Expenditure Budget for each fiscal year will be prepared for review and approval of the Board. On approval, this budget will be published in the next available Bulletin and posted electronically for access by the Members.

Section 3. Capital Project Authorization

All proposed construction, renovation, and other projects requiring capital expenditures in excess of \$50,000 will require a cost/benefit statement and review of available alternatives to be presented to the Board prior to Board approval.

Section 4. Financial Reporting

The Executive Director will be responsible for preparation of a monthly financial statement covering all operations. Each statement will show a comparison to budget for the current fiscal year and to prior year results. These statements shall show adequate detail for each major activity, and also provide a statement of current reserves.

Section 5. Financial Management

(a) Net Liquidity Reserves

The Treasurer may authorize transfer of money from the general investment account to the operational bank account to pay operational costs immediately due if the bank account is inadequate to make payment, subject to the limit described below. The Treasurer may authorize the sale of securities as necessary to raise the cash needed.

Net liquidity is to be maintained at \$400 thousand or more. Net liquidity equals:

- Market value of NAWCC unrestricted investments
- Plus operational bank account balance
- Minus any loan balances
- Minus Chapter deposits and any similar funds held in trust
- Minus current trade accounts payable.

All transfers from the investments to the operational bank account are to be reported to the Board immediately. All transfers in either direction between the two accounts, and also the current value of net liquidity, are to be reported in the next regular monthly financial report and explained as appropriate.

The Treasurer may not transfer funds out of the investment account if their expenditure would cause net liquidity to fall below the \$400 thousand limit.

If net liquidity declines to or below the \$400 thousand minimum, then the Board will meet within a month in emergency session to reappraise the organization's strategic situation and to agree on how to alter its direction accordingly. The resulting remediation plan will include interim policy for how the remaining net liquidity may be spent and by what authorization process.

(b) Investments

A summary monthly report of the status of all NAWCC investments is to be provided to the Board, and a detailed statement provided to the Finance Committee.

Section 6. Endowment and Board Restricted Funds *(Amended June 8, 2005 by 2005-06-039)*

The Board may establish endowment and other funds as deemed necessary for the purpose of receiving gifts and donations, both restricted and unrestricted, and for setting aside capital for specific purposes including but not limited to investments. The Board may also designate certain funds as "Board Restricted" such that withdrawals of principal or use of income from those funds requires specific Board approval.

The principal of endowment funds so restricted by donors is to be preserved in perpetuity, with only the income from such funds being available for use in support of the purpose of the fund.

Endowment and investment funds will be under the direct management of the Board. The Board may delegate oversight and administration of these funds as defined elsewhere in these Standing Rules or as otherwise deemed appropriate.

(a) Establishment of Endowment and Investment Funds *(Amended June 8, 2005 by 2005-06-039) (Amended July 30, 2008 by 2008-07-034)*

The Board establishes the following funds, for the sole purpose of improving the long-term financial development and security of the specified activities:

- 1) The National Watch and Clock Museum Endowment Fund,
- 2) The Library and Research Center Endowment Fund,
- 3) The NAWCC Endowment Fund, and
- 4) The Museum and Library Investment Fund

Each fund will be reported in the monthly financial reports and recorded separately in the audited financial reports. The Board retains the right to establish sub-accounts within each fund to reflect specific needs and conditions of donation.

Earnings available for payout from these funds shall be determined no less than quarterly through reporting by and consultation with professional investment managers(s) appointed per Article III Section 2 (d) 3 of the Bylaws. Said earnings shall be managed by the Executive Director in consultation with the Finance Committee, to be utilized as and when needed for operational and other support of the purposes of each fund. Such use shall be reported when made and for what purpose in the monthly reports.

(b) The National Watch and Clock Museum Endowment Fund *(Amended June 8, 2005 by 2005-06-039)*

The Board herewith establishes the National Watch and Clock Museum Endowment Fund (the "Museum Endowment Fund"), to operate for the sole benefit of the Museum and the Library and Research Center.

Donations and grants made to the Museum Endowment Fund will be preserved in perpetuity, subject to investment performance.

Earnings available for payout will be used to enhance, improve, or create any program or activity of the Museum and the Library and Research Center in support of NAWCC purposes, excluding collection acquisitions.

Any earnings available for payout not expended in a given fiscal year will be maintained in an accumulated earnings account for future use. The Board may at any time restrict any earnings to be considered under the same criteria as the principal of the account.

(c) The Library and Research Center Endowment Fund *(Amended June 8, 2005 by 2005-06-039)*

The Board herewith establishes the Library and Research Center Endowment Fund (the "Library Endowment Fund"), to operate solely for the benefit of the Library and Research Center.

Donations and grants made to the Library Endowment Fund will be preserved in perpetuity, subject to investment performance.

Earnings available for payout will be used exclusively for:

- 1) The restoration and preservation of books and other printed materials,
- 2) The employment of interns for cataloguing, indexing and other related duties,
- 3) For capital equipment such as library equipment, and
- 4) For any other need of the Library and Research Center as recommended by the Library Collections Committee, excluding collection acquisitions.

The terms and conditions of the Western Electrics Chapter 133 Grant are to apply to The Library and Research Center Endowment Fund, with respect to the above use of earnings, i.e. such funds may not be included as normal budgeted operating funds. All expenditures will be in support of the purposes of the NAWCC.

Any earnings available for payout not expended in a given fiscal year will be maintained in an accumulated earnings account for future use. The Board may at any time restrict any earnings to be considered under the same criteria as the principal of the account.

(d) The NAWCC Endowment Fund *(Added July 30, 2008 by 2008-07-034)*

The Board herewith establishes the NAWCC Endowment Fund to operate for the sole benefit of NAWCC and its related activities other than the Museum or Library and Research Center, for which separate funds have been established.

Donations and grants made to the NAWCC Endowment Fund will be preserved in perpetuity, subject to investment performance. Donors may specify a given NAWCC activity to benefit from their donation, including but not limited to the School of Horology, Publications, Education or any NAWCC activity other than the Museum or Library and Research Center for which separate funds have been established. Endowment donations made for the general benefit of NAWCC shall be placed in this fund.

Earnings available for payout will be used to enhance, improve, or create any program or activity of the NAWCC (other than the Museum and Library and Research Center) in support of NAWCC purposes and as specified by the donor. If no activity is specified the earnings shall be used as determined by the Executive Director.

Any earnings available for payout not expended in a given fiscal year will be maintained in an accumulated earnings account for future use. The Board may at any time restrict any earnings to be considered under the same criteria as the principal of the account.

(e) The Museum and Library Investment Fund *(Amended June 8, 2005 by 2005-06-039)*

The Board herewith establishes the Museum and Library Investment Fund (the "Investment Fund") to operate for the sole benefit of the Museum and the Library and Research Center.

Donations of cash and cash equivalents (or items intended to be converted into cash) received by the Museum or Library will be deposited into the Investment Fund unless such donation was accompanied by specific instructions from the donor as to its use. The Board must approve all donor restrictions.

Preservation of principal will be a long-term financial strategy for this fund. The Board will have the right to expend account principal under conditions deemed appropriate by the Board. Approval of such conditions and approval of specific expenditures of principal will require a 75% majority vote of the full Board.

All expenditures from the Investment Fund will be used to enhance, improve, or create any program or activity of the Museum and the Library and Research Center in support of the purposes of the NAWCC, excluding collection acquisitions.

Any earnings available for payout not expended in a given fiscal year will be maintained in an accumulated earnings account for future use. The Board may designate any earnings as part of the principal account.

(f) The Western Electrics Chapter 133 Grant

Board approval is given to accept the terms and conditions of the Western Electrics Chapter 133 Grant. The specific conditions are stipulated as follows as received from Chapter 133:

Western Electrics, Chapter 133 Grant - resolution - Be it moved that the Western Electrics Chapter 133, NAWCC grant \$40,000(forty thousand dollars) to the NAWCC National Watch and Clock Museum Endowment Fund with the restriction that the annual return from investment of the grant will be used exclusively by the Museum Library for the restoration and preservation of books and other printed material, the employment of interns for cataloging and indexing, for capital improvements such as library equipment, for any other needs of the Library EXCLUDING ACQUISITIONS. Monies that have been generated by the grant will supplement but not substitute for regularly budgeted library funds. Priorities for its use will be established annually by the Museum Library Committee members in consultation with the Library Director and the Librarian. The National Watch and Clock Museum Endowment Fund administrator will provide a semi-annual status report of the grant fund to the Secretary of NAWCC Chapter 133. A written report on the use of these funds will be provided annually for inclusion in the NAWCC Bulletin.

Further to Board approval it is noted that the Museum Library Committee is now known as the Library Collections Committee, and the NAWCC National Watch and Clock Museum Endowment Fund is now known as the National Watch and Clock Museum Endowment Fund.

(g) Museum Acquisition Fund *(Added May 30, 2004, Ratified Oct. 30, 2004 by 2004-10-007)*

The Board herewith establishes the Museum Acquisition Fund to be operated for the purposes of acquisition and conservation of the Museum Collection.

The Museum Acquisition Fund will receive all proceeds from deaccession of collection objects and other monies that may be designated for the purposes of the fund. Such monies are to be placed in appropriate investments as determined by the Finance Committee of the Board working with the Executive Director and Staff in accordance with current approved investment policy, and will be properly recorded and records maintained to ensure the integrity of the fund. Interest earned shall automatically accrue to principal with no distinction made for purposes of fund management, except that fund status and interest earnings shall be reported periodically in accordance with NAWCC fund management policies.

Acquisition and conservation of the Museum Collection shall be the principle objective of this fund, in accordance with Collections Development and Collections Management policies stated in Section V of these Standing Rules. Museum Staff working with the Executive Director are responsible to recommend specific uses of monies from the fund, subject to final approval by the Museum Collections Committee.

(h) Library Acquisition Fund *(Added June 10, 2008 by 2008-06-019)*

The Board herewith establishes the Library Acquisition Fund to be operated for the purposes of acquisition and conservation of books, periodicals, ephemera and other appropriate materials for the collection of the Library and Research Center.

The Library Acquisition Fund will receive all proceeds from de-accession of collection objects and other monies that may be designated for the purposes of the fund. Such monies are to be placed in appropriate investments as determined by the Finance Committee of the Board working with the Executive Director and Staff in accordance with current approved investment policy, and will be properly recorded and records maintained to ensure the integrity of the fund. Interest earned shall automatically accrue to principal with no distinction made for purposes of fund management, except that fund status and interest earnings shall be

reported periodically in accordance with NAWCC fund management policies.

Acquisition and conservation of the Library Collection shall be the principle objective of this fund, in accordance with Collections Development and Collections Management policies stated in Article V of these Standing Rules. Library Staff working with the Executive Director are responsible to use monies from the fund, subject to conditions established by the Library and Research Center Collection Plan.

(i) NAWCC Charitable Gift Annuity Fund *(Added September 30, 2007)*

The Board herewith establishes the NAWCC Charitable Gift Annuity Fund, to be operated for the purpose of sustaining a Charitable Gift Annuity program, defined as follows:

- 1) The Charitable Gift Annuity program of the NAWCC offers qualified donors who make a charitable gift to the NAWCC, a guaranteed and defined annuity to be paid by NAWCC for the remainder of the donor's lifetime.
- 2) Once made, the charitable gifts are irrevocable; however the donor may choose to forego future associated annuity payments at any time by so stating in writing. All remainder funds will revert to the NAWCC at that time as provided in item 5).
- 3) The charitable gift monies shall be placed in this Charitable Gift Annuity Fund as principal. Such monies are to be placed in appropriate investments as determined by the Finance Committee of the Board working with the Executive Director and Staff in accordance with current approved investment policy, and will be properly recorded and records maintained to ensure the integrity of the fund for each donor.
- 4) Income produced from these investments will be used in whole or in part for payment of the defined annuity. The annuity will be paid first from such earnings, and if those are insufficient will be drawn from the contributed principal of the charitable gift.
- 5) On the death of the donor, all remaining principal and accrued earnings if any (the remainder funds) will revert in their entirety to the NAWCC, to be used for the purpose(s) specified by the donor when making his charitable gift. If the donor has not specified a use for the remainder funds, the NAWCC has sole authority to transfer those amounts to such uses as deemed appropriate and authorized by the Board.

Detailed information related to the Charitable Gift Annuity program will be developed and maintained by the Executive Director, to include but not be limited to charitable gift minimums to become a qualified donor, annuity amounts payable under the program for a given contribution, potential tax consequences of the annuity payments, and other information pertinent to the program.

Section 7. Travel Expenses

(Amended Dec. 4, 2004 by 2004-12-019, Amended Aug. 30, 2006 by 2006-08-039)

The Board shall establish policies for travel expenses for reimbursement to persons duly authorized to travel on official business, to be included in the Operations Manual and incorporated by reference in these Standing Rules. The Travel Expense Policy is available at <http://www.nawcc.org/headquarters/members/docs.htm>

(a) Mileage Rate

The standard mileage rate allowed for travel expenses will be the same as that approved annually by the Internal Revenue Service.

ARTICLE XIII. INTERNET ACTIVITIES

Section 1. Internet Development *(Amended April 30, 2008, by 2008-04-005)*

The Internet Advisory Committee, working with the Executive Director, is responsible to identify resources and products for continuous improvement of the NAWCC Internet presence, and recommend such changes as can be accomplished through the use of volunteer member involvement as well as through professional services.

Section 2. NAWCC Web Site

The NAWCC will maintain a web site. The operation, design and content will be under the direction of the Executive Director with the assistance of the Internet Advisory Committee.

Section 3. NAWCC Electronic Venues

The NAWCC will maintain electronic venues to serve as an interface between Members and the general public, for the purposes of exchanging horological information of all kinds.

Section 4. eMART

The NAWCC will maintain an electronic venue known as the eMART for Members to exchange horological goods and materials. Such activity shall be governed by appropriate MART publication regulations.

Section 5. NAWCC NEWS

The Board has authorized establishment of means for electronic communication of information, which may be of interest to its Members and to the public, known as NAWCC NEWS. The NAWCC NEWS will consist of a read-only Forum on the NAWCC Message Board where information will be posted for public view, and an E-mail list to include representatives of all NAWCC Chapters, members of the Board and all Committee Chairs, and individuals who request to be included in the distribution.

Section 6. Board Electronic Venues

The Board has established electronic venues for the purpose of conducting the Electronic Meetings of the Board and other business pertaining to the Board.

Section 7. NAWCC Electronic Venue Support

The Board has authorized the use of NAWCC servers to operate E-mail lists for the purposes of internal communications among members of individual Committees and the Board, among other uses.

ARTICLE XIV. LIBRARY AND RESEARCH CENTER**Section 1. Library and Research Center Operations****(a) Name**

The Library and Research Center, having operated as “The Library and Research Center at the Museum”, may continue the use of that name until otherwise determined by the Board.

(b) Library Operations Manual

A Library Operations Manual shall be developed and maintained by the Library Collections Committee working with the Executive Director and staff.

Section 2. Library Services**(a) Library Index**

The Library Index shall be made available electronically via the NAWCC web site.

ARTICLE XV. MEMBERS**Section 1. Classes of Members****(a) Regular Members *(Amended Oct. 30, 2006 by 2006-10-043)***

Eligibility to become a Regular Member is defined in the Bylaws, and membership as a Regular Member is granted on submission of a membership application, either by mail or electronically, and by payment of the annual dues amount as established by the Board. A Regular Member will be entitled to all rights, privileges, and benefits offered by the NAWCC, including the right to hold office, the right to vote, the receipt of the Bulletin and the MART, and participation in all other benefits; except that NAWCC employees who are Regular Members may not hold National office (NAWCC Bylaws Article II Section 3). Each Regular Member will receive a membership card upon joining and when renewing his membership, showing status and effective date of membership. The membership card will be required for identification when attending member-only events, and for other purposes as may be determined from time to time by the Board.

(b) Associate Members *(Amended Oct. 30, 2006 by 2006-10-043)*

Eligibility to become an Associate Member is limited to a spouse (or “significant other”) or children under the age of eighteen (18) living in the same household as the Regular Member, and to full or part-time paid employees of NAWCC. Such membership will be granted on submission of an application, and by payment of the annual dues amount as established by the Board. An Associate Member will be entitled to all rights, privileges, and benefits as a Regular member, including the right to hold office and vote, except he will not receive the Bulletin or MART or other publications. Employees who are Associate Members may not hold National office (NAWCC Bylaws Article II Section 3). The membership card for this class of Members will

be the same as the membership card for a Regular Member, with no distinction shown on the card.

(c) Lifetime Members

Regular and Associate Members are eligible to become Lifetime Members upon completion and submission of an application for Lifetime Membership, along with the specified payment of dues as established by the Board. Lifetime Membership payments will be deposited in a special fund from which annual disbursements equal to current Regular Member annual dues will be made, derived first from interest earned and then from principal as needed to cover normal membership costs. The remaining principal in the fund at the time of death, default, or resignation of the Member, if any, will be transferred to the Museum and Library Investment Fund. A Lifetime Membership pin, plaque, and membership card will be awarded to the Member. Lifetime Members will retain their original NAWCC membership number, and will be given an additional Lifetime number.

(d) Contributing Members *(Added June 5, 2007 by 2007-06-025)*

Contributing Members shall consist of individuals and business or corporate entities that are interested in providing financial support for the NAWCC over and above the normal cost of annual dues. The number and type of membership levels or categories in this class, contribution amounts required, and recognition and benefits provided shall be developed by the Executive Director for separate approval by the Board. The Executive Director shall be responsible for implementation.

(e) Old Timer

The designation of Old Timer shall be automatically given to the two hundred (200) active Members having the lowest membership numbers. This designation will not apply to membership numbers that have been inherited by a surviving spouse or child. Such Member will only qualify on the basis of their membership number at the time of actually joining the NAWCC.

(f) Museum Membership (Timekeepers)

(Adopted Jan. 30, 2005 by 2005-01-001; Added July 30, 2005 by 2005-07-053)

Museum Membership, to be known as "Timekeepers", is an open category available to the general public and NAWCC Members of all other categories on payment of an annual fee. The levels of membership participation and benefits within this class and the applicable fees thereto shall be defined by a structure developed by the Executive Director and approved by the Board. Such membership will be granted on submission of an application, and by payment of the appropriate fee. A Timekeepers Member who is not a NAWCC Member will be entitled ONLY to the defined schedule of benefits directly related to participation in activities of the National Watch and Clock Museum. Timekeepers Members shall NOT receive the Bulletin and MART, nor be eligible to become a member of a NAWCC Chapter, nor attend or participate in any Chapter or Regional or National Mart or Auction except as a guest, nor be eligible for free research from the Library and Research Center, nor any other of the normal and usual benefits available to the classes of NAWCC Members defined in paragraphs (a) through (d) of this Section 1.

Section 2. Membership Numbers

(a) Number Assignment and Retention

Membership numbers for Regular and Associate Members shall be assigned sequentially as each application is received. These numbers may not be reused. Any Regular or Associate Member whose membership lapses for any reason other than expulsion, may be reinstated upon payment of the appropriate annual dues amount, and may request to receive their original membership number.

(b) Membership Number Inheritance

On the death of a Regular Member or Associate Member, his membership number may be transferred to the surviving spouse or child on written request and by approval of the Board Chair. The recipient of such transfers will be ineligible for Old Timer status or any other longevity related award such as service pins, except as may be applicable to their original membership number if any.

Section 3. Disclaimer of Warranty

A disclaimer is to be placed in each issue of the Bulletin, on the web site, and on the bottom of the membership

card that membership in the NAWCC does not imply warranty for goods and services.

Section 4. Membership Information

(a) Membership Renewal Forms

Membership Renewal Forms shall include but not be limited to the following: Name, Mailing Address, Telephone Contact, E-mail address, Chapter affiliations(s). Provision will also be made for the Member to instruct with regard to use and/or publication of part or all personal information, and also to make direct donations designated for the Museum, Library, School, or the NAWCC.

(b) Membership Rosters

The Executive Director shall be responsible for maintaining a current Membership Roster. The Executive Director will also be responsible for developing policies and procedures regarding the use of information contained in the Membership roster, to be approved by the Board and included in the Operations Manual.

Section 5. Meetings

(a) Regular Annual Meeting

As provided in the Bylaws, there will be a Regular Annual Meeting of the Members at each National Convention. The Secretary shall publish the agenda of this meeting at least 30 days prior to the date of the meeting. In addition to the usual items for such meeting, all Officers and the Executive Director shall present their annual reports to the Members.

(b) Special Meetings

As provided in the Bylaws, the Chair may call Special Meetings of the Members with approval of a majority of Directors. The Board shall determine the location of the meeting and the business to be conducted.

Section 6. Guests *(Amended Mar. 30, 2005 by 2005-03-014; Amended July 30, 2005 by 2005-07-055)*

Guests (non-members), including Friends and Family of Members as well as members of the general public, may be present at any NAWCC activity subject to the conditions stated in this Section 6. They shall have such privileges as granted herein but not those that are limited exclusively to Members and Immediate Family.

Definitions:

- Immediate Family shall include a spouse (or “significant other”) and children under the age of 18, all who reside in the same household as the Regular, Associate, or Lifetime Member.
- Friends are non-members known personally to the inviting Member, who are not Family.
- Family includes relatives of the inviting Member, who are not part of his Immediate Family.
- The General Public includes any non-member not known to an inviting Member or part of any Family as defined herein.

(a) Exclusion

No person who has been removed from membership under Article IX of the Bylaws shall be permitted to be a guest at any NAWCC function or activity, including those sponsored by Chapters.

(b) Chapter Meetings, Marts, and Auctions

1) Friends and Family

At the discretion of the Chapter, guests (nonmembers) at Chapter meetings who are Friends and Family of Members may be invited to participate in all activities conducted at those meetings, including the Mart and Auction if held, on payment of the usual and appropriate fee (if any) charged by the Chapter.

2) Other Guests

i) Visiting NAWCC Members

NAWCC Members who are not Chapter members shall have all privileges of any NAWCC Member, including participation in the Mart and Auction on payment of the usual and appropriate fee charged by the Chapter. The Chapter may set a limit on the number of visits made before the visiting NAWCC Member is required to join the Chapter, not to exceed that required for non-member guests.

ii) The General Public

Guests (non-members) who are members of the general public and do not fall within the definition of Friends and Family, may be present in the Mart or Auction room if and only if the educational, meetings, or banquet facilities are located in the same room and division by a physical barrier is impractical. Such guests are not permitted to participate in Mart or Auction activities.

3) **Registration and Identification**

All guests must be registered, clearly marked with special badges, and accompanied by a responsible Chapter member while at the meeting. Chapter Officers shall be responsible for enforcing this rule.

4) **Limitation on Visits**

All Guests (non-members) whether Friends and Family or the general public, may attend no more than three (3) Chapter meetings without joining NAWCC. Chapters may set a lower number of visits if desired.

(c) **Regional and National Convention Marts and Auctions** *(Amended April 30, 2006 by 2006-04-017)*

Participation in any Mart and/or Auction activity occurring at Regional and National Conventions shall be governed by the following:

- 1) **Members**, including Immediate Family who qualify for such privileges, shall be permitted to be present at such activities on payment of appropriate fees established by each Convention, if any.
- 2) **Sponsored Visitors**, to include extended family, friends, and other non-members individually known to and sponsored by Members, shall be permitted to be present at such activities and participate in all respects except they may not be table holders or be able to place goods for sale at the Auctions, on payment of a fee to be set by the Board, plus other fees as established by each Convention if any, all as defined in the *Sponsored Visitors Policy* approved by the Board to be included in the Operations Manual and incorporated by reference in these Standing Rules. Each adult Sponsored Visitor joining NAWCC at an event or within 30 days following may apply the Board established fee to the cost of his membership as provided in the Policy.
- 3) **Members of the general public** may be escorted through a Regional or National Convention Mart by an official representative of the event organizing committee, provided they are identified as visitors and do not participate in buying or selling activities, all as defined in the *Escorted Visitors Policy* approved by the Board to be included in the Operations Manual and incorporated by reference in these Standing Rules.

(d) **Other Activities**

The lecture and workshop portions of all NAWCC Chapter, Regional, and National activities are open to all guests and to the general public with or without the payment of fees as determined by the event organizers.

ARTICLE XVI. MUSEUM *(Amended August 30, 2008)*

As required by Article V of the Bylaws, it is herewith confirmed that the National Watch and Clock Museum provides a permanent and integral function in support of NAWCC's long-term and ongoing member and public educational purposes.

Section 1. Accreditation

(a) **Undertaking and Reports**

The NAWCC will undertake to achieve accreditation of its Museum by the American Association of Museums (AAM). The Executive Director shall make periodic status reports to the Board.

Section 2. Conservation

The Museum shall be operated in accordance with the policies and code of ethics of the American Institute of Conservation (AIC).

Section 3. Usage and Other Fees

The Executive Director will be responsible to establish fees for entry to the Museum, and for any other purpose related to the use of the Museum.

Section 4. Gift Shop

A Gift Shop may be established and operated in the Columbia facilities, under the direction of the Executive Director.

A discount may be offered to all NAWCC Members who purchase items from the Gift Shop.

ARTICLE XVII. OPERATIONS MANUAL

An Operations Manual will be maintained at Headquarters, with individual copies made available to Board members and others as authorized separately by the Board.

The Bylaws and Procedures Committee will be responsible for maintaining the Operations Manual including document retention in electronic format when practical. The Operations Manual will contain but is not limited to the following:

- (a) Board procedures
- (b) Motions and Directives of the Board
- (c) Policies and procedures that are incorporated by reference in these Standing Rules
- (d) Committee Procedures
- (e) Handbooks
- (f) Any other policy or procedure approved by the Board.

ARTICLE XVIII. PUBLICATIONS

Section 1. Bulletin

The Bulletin of the National Association of Watch and Clock Collectors, Inc. shall be published at least six times annually, in the months of February, April, June, August, October, and December.

Section 2. MART

(a) Publication

The MART of the National Association of Watch and Clock Collectors, Inc. will be published six times yearly. The purpose of the MART is to assist Members in the exchange of horological specimens and to serve as a medium of contact for this purpose.

(b) Advertising Policy

Each issue of the MART will include the following policy statement:

The MART is a publication of the National Association of Watch and Clock Collectors, Inc. (NAWCC), for use by its Members. Subscription cost is included in membership dues. The NAWCC and the Publication Committee reserve the right in their sole and absolute discretion to reject, edit, or otherwise refuse to publish any advertisement without any recourse to the NAWCC. All advertisements received, whether from a Member, organization, or other party, are received subject to this condition and without recourse to the NAWCC. Statements of opinion or fact appearing in the MART are accepted as the advertiser's own. The NAWCC assumes no responsibility for the accuracy and correctness of any statements of its advertisers. Neither the NAWCC, nor the Officers, nor the Publication Committee, nor any of its employees will be responsible for any losses or misunderstandings arising from any of these listings. The MART is published in February, April, June, August, October, and December. Cutoff date for receipt of advertisements is the 1st of the month prior to the month of publication. The Committee reserves the right to edit and place all copy. Requests for assistance with problems arising from MART advertising should be addressed to the Editor.

Section 3 Other Publications

The Publications Committee may recommend other publications to be considered by the Board.

ARTICLE XIX. RESOURCE DEVELOPMENT

Section 1. Board Responsibilities

(a) Board Involvement

The Board recognizes its fiduciary responsibility for the financial well being of the NAWCC. As individual members and in its corporate role, the Board shall promote development of increased revenue streams through individual contributions as appropriate, assisting in solicitation of other donors, working to increase membership, and supporting fundraising initiatives defined in the Development Plan.

Section 2. Staff and Committee Responsibilities (Amended June 5, 2007 by 2007-06-027)

(a) Development Plan

As part of the annual planning and budget cycle, the Development Committee working with the Executive Director will prepare a Development Plan for review and approval by the Board. Such plan will include both earned and unearned income sources for current and long term financial support of NAWCC activities, including but not limited to the annual appeal, corporate sponsorships, endowments, grants, planned giving, and other sources of funds.

(b) Staff Support

Under the leadership of the Executive Director, designated staff as appropriate will work in support of the Development Committee and the Board to implement the Development Plan, and to identify and pursue new funding initiatives and potential sources of donations, grants, and earned income.

ARTICLE XX. SCHOOL OF HOROLOGY

The NAWCC School of Horology will operate in accordance with the accreditation requirements of the appropriate agencies of the Commonwealth of Pennsylvania. An Advisory Board shall be appointed to oversee School Curriculum as stipulated by the accreditation requirements.