



BOARD OF DIRECTORS MEETING

Board of Director's Meeting

August 23, 2017 Wednesday at 7:00 pm Eastern Daylight Savings Time

Webinar Meeting

MINUTES

BOARD MEMBERS PRESENT

Richard Newman, Chair
Jay Holloway, Vice Chair
Leroy Baker, Secretary
Chris Miller, Treasurer
Tom Bartels, Director
John Cote, Director

Robert Gary, Director
Phil Gregory, Director
David Lee, Director
Philip Morris, Director
Tim Orr, Director
Carroll Wolfe, Director

EX-OFFICIO BOARD MEMBERS

J. Steven Humphrey, Executive Director

OTHERS PRESENT FOR ALL OR PART OF THE MEETING

Terry Hall
Adam Harris
Pat Holloway

Ruth Overton
Tom Wilcox

1. Call to Order: Chair Rich Newman called the meeting of the Board of Directors to order at 7:01 p.m. EDT.
2. Welcome, Introductions & Meeting Procedures – Chair Newman reiterated that we would use the Robert's Rules of Order for small boards, and vote on motions By Roll Call or By General Consent. The Chair reminded Board members to mute their microphones when not speaking, and to state their name when they wished to speak.
3. Roll Call: A Roll Call was taken to establish a quorum. All Board members were in attendance except David Lee, who joined at ~7:10 p.m. EDT.
4. Announcements: Chair Newman announced two items for the Executive Session – Regional Reps and Committee Chairs.
5. MOTION: Made by Secretary Baker, seconded by Director Gary. Move approval of the agenda as presented to include all expected business. Motion carried by General Consent.

6. MOTION: Made by Secretary Baker, seconded by Director Miller. Move approval of the minutes of the June 27-28, 2017 meeting as written. Motion carried by General Consent.
7. Item: The next BOD meeting will a webinar to be held September 27, 2017 at 7:00 p.m. EDT.
8. MOTION: Made by Secretary Baker, seconded by Vice Chair Holloway. Move approval of the proposed NEC Operations manual dated August 2017. Motion carried. Voting Yea: Bartels, Baker, Cote, Gregory, Gary, Holloway, Lee, Miller, Morris, Newman, Orr, Wolfe, Voting Nay: None, Absent: None.
9. MOTION: Made by Vice Chair Holloway, seconded by Director Lee. Move that we discontinue the Audio Video program. After discussion, the motion was withdrawn.
10. 2017 National Convention Update
 - 10.1. Executive Director Humphrey provided an update on the attendance figures and balance sheet for the 2017 National Convention in Arlington, TX. Approximately 8.5% of our membership attended, and the Net Revenue exceeded the budget.
 - 10.2. Motion made by Vice Chair Holloway, seconded by Director Cote. Move that the Board adopt the following resolution:

WHEREAS THE NAWCC, notes that John Acker, 2017 National Convention Chair, host Chapter 124, and the many other Chapters, Individuals and Businesses that made the 2017 National Convention a success and recognizes their contributions and efforts to the benefit of NAWCC.

THEREFORE, BE IT NOW RESOLVED that the Board of Directors of the National Association of Watch and Clock Collectors expresses its sincere appreciation and gratitude to the above noted for their exemplary service to horology and the NAWCC.

Motion carried. Voting Yea: Bartels, Baker, Cote, Gregory, Gary, Holloway, Lee, Miller, Morris, Newman, Orr, Wolfe, Voting Nay: None, Absent: None.
11. Discussion: Vice Chair Holloway provided a report on his recent experience at the Pacific Northwest Regional (Portland). The Regional partnered with a local antiques show to have a designated space inside their show. This was the first year of the partnership, and the Mart worked well. However, the Regional did not have a Banquet, Lectures/Educational Programs, Exhibits, or Social Activities. Therefore, opportunities exist to improve the show next year now that experience with this arrangement has taken place. Vice Chair Holloway will continue discussions with the Chapter and advise the Chapter Relations Committee and the Convention Committee on this experience.
12. Chair Newman provided a recap of the communications this year with the Australia NSW Chapter 72. We will continue discussions in the Executive Session later in the meeting.
13. Director Orr provided a presentation on the Membership Committee. The Committee has two main efforts underway. The first is a new membership category for first time members sponsored by a business member. The Committee has been working out the particulars of this membership and the processes to be used to launch this membership. The second effort underway is an evaluation of “public days” and their effectiveness at recruiting new members. The Committee expects to bring two recommendations to the BoD in the near future: 1) recommendations on “public days” developed

in conjunction with the Convention Committee; and 2) recommendations on the process for new members to consent to the member code of ethics.

14. Vice Chair Holloway and Director Lee noted that the Standing Rules rewrite is still in progress, and is turning out to be a larger effort than anticipated. They expect to have significant progress to discuss at the next physical meeting of the BoD.
15. Executive Director Humphrey provided an update on the Intellectual property discussion. Some documents have been gathered and posted for BoD review on the Message Board. Additional documents are still being sought. The BoD discussed the need to quantify any issues surrounding IP, and the possible need for expert legal counsel. This will be discussed with the new incoming Executive Director.
16. Internet value proposition for members area, discussion and possible task force. This item was tabled until the new Executive Director can be present for the discussion.
17. Director Gary led a discussion on the recording of Board meetings. The BoD discussed the benefit to members and the usability, risks, and costs associated with such recordings. Director Gary will seek advice from our Parliamentarian, and will start a discussion for the BoD on the Message Board.
18. Executive Director Humphrey provided an update on the onboarding of new Executive Director Tom Wilcox. Tom attended the BoD meeting and the National Convention in Arlington at the end of June. He has spent seven days in Columbia meeting with some department heads and with Steve. He has one more day at Columbia before he officially begins on August 28, 2017. We are on budget with the expenses associated with the onboarding process.
19. Executive Director Humphrey provided an update on the new website. There are three types of usability testing planned, and the current plan is to complete these by the end of September 2017. BoD members and other members who regularly use the website will be involved in one of these test phases.
20. The agenda item on Traveling Workshop travel expense guidance was no longer needed.
21. New business Motion by Secretary Baker, seconded by Chair Newman. Move that the Board adopt the following resolution:

**RESOLUTION IN RECOGNITION AND APPRECIATION OF DISTINGUISHED SERVICE BY
J. STEVEN HUMPHREY**

WHEREAS, J. Steven Humphrey, Executive Director, will retire on August 25, 2017, after over ten years of outstanding and meritorious service to the National Association of Watch and Clock Collectors; and

WHEREAS, Steve has performed his duties throughout his years of service in a conscientious and responsible manner; and

WHEREAS, Steve has consistently responded with ingenuity, imagination and foresight to the duties and responsibilities given him, fulfilling them with outstanding accuracy and competency; and

WHEREAS, Steve has set an example of dedication to principle which has been an inspiration to both NAWCC employees and volunteers; and

WHEREAS, Steve, in all his endeavors has reflected great credit upon the Board and the NAWCC:
Therefore be it

RESOLVED, that we, the Members of the Board, do hereby extend to J. Steven Humphrey our sincere and grateful appreciation for his dedicated service to the National Association of Watch and Clock Collectors, our congratulations on his well-earned retirement, and our best wishes to him and his family for continued success, happiness, and good health in the years to come.

Adopted this twenty-third day of August 2017, by the National Association of Watch and Clock Collectors Board of Directors.

Motion carried by General Consent.

22. MOTION: Made by Director Wolfe, seconded by Director Gary. That the Board go into Executive Session to discuss financial and personnel issues. Motion carried by General Consent.
23. MOTION: Made by Director Gregory, seconded by Director Bartels. That Renee Coulson (TN) be appointed Chair of the Convention Committee. Motion carried by General Consent.
24. MOTION: Made by Director Wolfe, seconded by Vice Chair Holloway. That John Connolly (CAN) be appointed Chair of the Awards Committee. Motion carried by General Consent.
25. MOTION: Made by Director Wolfe, seconded by Director Lee. Move that the meeting adjourn. Motion carried by General Consent.

Meeting adjourned at 8:22 p.m. EDT.

Please send all comments and questions on items being considered to NAWCC Board Secretary at lebaker@chorus.net.

NAWCC Board Secretary
Leroy Baker