



BOARD OF DIRECTORS MEETING

Board of Director's Meeting

February 21, 2018, Wednesday @ 7:00 pm Eastern Standard 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

Tom Wilcox, Executive Director

OTHERS PRESENT FOR ALL OR PART OF THE MEETING

Chuck Auman
Terry Hall
Jim Haney

Patricia Holloway
Kevin Osborne

1. Call to Order – Chair Rich Newman called the meeting of the Board of Directors to order at 7:02 p.m. EST.
2. Welcome, Introductions & Meeting Procedures – Chair Newman welcomed all members in attendance.
3. Roll Call: A Roll Call was taken to establish a quorum. All Board members were in attendance.
4. Announcements: Chair Newman announced the successful auction of the Museum's 40th Anniversary watch designed and donated by the RGM Watch Company. Rich also informed the Board that he had recently visited a potential site for the 2020 National Convention, and more would be presented at the next two Board meetings.
5. MOTION: Made by Secretary Baker, seconded by Vice Chair Holloway. Move approval of the minutes of the December 1-2, 2017 meeting as written. Motion carried. Voting Yea: Bartels, Baker, Cote, Gregory, Gary, Holloway, Lee, Miller, Morris, Newman, Orr, Wolfe; Voting Nay: None; Absent: None.

6. Item: The next BOD meeting will be a webinar to be held April 25, 2018 at 7:00 p.m. EDT.
7. Financial Forecast Update and Budget Discussion – Treasurer Miller along with Executive Director Wilcox and Controller Auman presented the Proposed FY19 budget and answered questions posed by Board members.
8. MOTION: Made by Director Bartels, seconded by Director Cote. Move to add an additional week of paid vacation to employees with 40 or more years of service to NAWCC, Inc. 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 Treasurer Miller, seconded by Director Gregory. Move to change the 401(K) Defined Contribution Plan Document for the Non Standardized 401(K) Profit Sharing Plan of the National Association of Watch and Clock Collectors, Inc. (dated April 1, 1984) from a no Employer matching contribution plan to a discretionary Employer matching contribution plan as follows: “The Employer may make matching contributions equal to a discretionary percentage, to be determined by the Employer, of the Participant’s Elective Deferrals.” Motion carried. Voting Yea: Bartels, Baker, Cote, Gregory, Gary, Holloway, Lee, Miller, Morris, Newman, Orr, Wolfe; Voting Nay: None; Absent: None.
10. MOTION: Made by Treasurer Miller, seconded by Director Wolfe. Move to accept the proposed FY19 Budget as presented. Motion carried. Voting Yea: Bartels, Baker, Cote, Gregory, Gary, Holloway, Miller, Morris, Newman, Orr, Wolfe; Voting Nay: Lee; Absent: None.
11. New web site status and approach – Executive Director Wilcox discussed the new website look and feel, and the approach to member versus non-member visitors. The new site is designed for a cleaner, more user friendly look. The site will be going through beta testing in the next few weeks.
12. Standing Rules Rewrite Update – Vice Chair Holloway reported on progress in putting the proposed changes into the correct format with proper indexing. There have been no content changes since the last proposed document.
13. For All Time Campaign Update – Director Gary reviewed the updated report on the Endowment Campaign. The Campaign is progressing well, and is still on track to meet the goal of \$7.5 million by the end of the campaign in March 2020.
14. 75th Anniversary & Convention Update – Chair Newman and Executive Director Wilcox provided an update on events planned during the July celebration and convention. The Thursday Gala at the Museum will feature presentations in the auditorium throughout the day, and walking tours of the Museum organized around specific topics, such as chronographs, tower clocks, etc.
15. Discussion Item: Action Plan Updates – Executive Director Wilcox presented a brief outline of progress made by each of the teams. At this point, there are no action items for the Board.
16. The Board expressed their appreciation and thanks to Director Orr for the development, printing, and initial distribution of the new first time member brochure.

17. MOTION: Made by Director Gary, seconded by Director Wolfe - That the Board go into Executive Session to discuss financial and personnel issues. Motion carried. Voting Yea: Bartels, Baker, Cote, Gregory, Gary, Holloway, Lee, Miller, Morris, Newman, Orr, Wolfe; Voting Nay: None; Absent: None.

18. No action was taken in Executive Session.

19. MOTION: Made by Director Lee, seconded by Director Gary - Move that the meeting adjourn. Motion carried.

Meeting adjourned at 8:40 p.m. EST.

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

NAWCC Board Secretary
Leroy Baker