



BOARD OF DIRECTORS MEETING
December 2020 Webinar Meeting

MINUTES

December 17, 2020

BOARD MEMBERS PRESENT

Richard Newman, Chair
Leroy Baker, Vice Chair
Rhett Lucke, Secretary
James Dutton, Director
Robert Burton, Director
John Cote, Director

Thomas Compton, Director
Robert Gary, Director
Philip Morris, Director
Tim Orr, Director
James Price, Director

BOARD MEMBERS ABSENT

Chris Miller, Treasurer

EX-OFFICIO BOARD MEMBERS

None

OTHERS PRESENT FOR ALL OR PART OF THE MEETING

Jennifer Byers, NAWCC Controller
Jim Haney

Andy Dervan
Pat Holloway

1. Call to Order: Chair Rich Newman called the meeting of the Board of Directors to order at 7:00 p.m. Eastern.
2. Welcome, Introductions, Meeting Procedures and Announcements
 - a. Forum upgrades successfully launched in early November. Many thanks to Tom McIntyre, Dave Coatsworth, Bruce Linde and all the rest of the Forum administration team and volunteers who worked to make this happen. Upgrades include:
 - i. An improved user experience.
 - ii. Integration and direct navigation links to our main website.
 - iii. Improved analytics

- b. Work continues on a “single sign on” for both the main website and Forums.
 - c. Planning continues for our 2021 and 2022 National Conventions. Contracts with improved terms and rates have been renegotiated for both Hampton, VA and Dayton, OH.
 - d. The 2023 National Convention is being planned for Lancaster, PA.
3. Roll Call: A Roll Call was taken to establish a quorum. All board members were present with the exception of Treasurer Miller.
4. **MOTION:** Made by Chairman Newman. That the Board approves the minutes of the October 29, 2020 meeting as written.

Passed by Consent

5. Financial Reports

Controller Byers presented the financial report for November. October had been previously posted to the board for review.

a. November Highlights

- i. Net Liquidity ended November at \$626,856. A small increase over both September and October.
- ii. For the month of November, we showed an operation surplus of \$16K and a net surplus of \$221,862 after non-operating expenses.
- iii. YTD. We show an operation deficit of (\$66,613) and a net surplus of \$435,265 after non-operating expenses.
- iv. Investments, not including charitable annuities of \$237,123, ended November at a market value of \$2,895,616.

6. NAWCC Scorecard

Vice Chair, Leroy Baker presented the scorecard updates. It was noted that the availability of monthly financial reports has remained in the green since September. Controller Byers was thanked for all the hard work and efforts in maintaining the timeliness of these reports, especially given all the other challenges these past few months. Membership numbers, which have been negatively impacted by Covid-19, remain in the red.

7. Headquarters: Fire suppression system

MOTION: Made by Chair Newman; On November 14, 2020, the fire suppression system at headquarters suffered a leak. Fortunately, no artifacts were affected. The fire suppression system required immediate emergency funding to inspect, repair and update the system to return it to working condition.

All Board members were contacted by email and asked to vote to authorize the Board Chair to enter into a contract with BSGI in the amount of \$13,500 to conduct this unbudgeted expenditure. Unanimous approval was received from the Directors.

This motion is hereby made to enter this action of the Board into the record.

Passed by Consent

8. Headquarters Updates

- a. Director Price reported that on December 10, notice was received from the Commonwealth of Pennsylvania that effective December 12, museums and other entities are to be shut down until January 4 due to Covid-19. Employees will be working both from home as well as from the office as required and will continue to respond to member requests as received.
- b. Director Price also reported that work continues to progress on the new Public Time Gallery. The recently donated Seth Thomas Precision Clock, as well as others are being displayed in a temporary location while work continues. Director Price noted that a \$10,000 donation in support of the Gallery had been received. It was also noted that the recently donated Goolsby Collection has also been put on display.

9. **MOTION:** Made by Director Burton: That Standing Rules, Article II: Special Awards, a) Wilber L. Prichard Award be changed to: a) Kathleen H. & Wilber L. Prichard Award

Passed by Consent

10. Director Price reviewed the following activities and timeline for our upcoming 2021 Board and NEC elections:

1/15/2021: Post message on website & forum on need for current email for Board and NEC election.

2/1/2021: Email eBlast with candidates for Board & NEC with their Bio's using Constant Contact reference voting starting 2/15/2021.

2/15/2021: Send out voting ballots using Survey Monkey – NOT Constant Contact.

3/18/2021: Send out election reminder using Survey Monkey, to those that have NOT voted.

3/29/2021: Send out election reminder using Survey Monkey, to those that have NOT voted.

4/1/2021: Voting ends midnight Eastern.

11. Director Burton reviewed activities related to the awards descriptions and details on the NAWCC.org website. Updates are being proposed to help increase nominations as many awards have not been awarded for a number of years. Final proposals planned for submission for the next Board meeting and will likely include:

- a. Updates to award descriptions and biographies of individuals who awards are named for are in process.
- b. Links to updated nomination forms to be added to the website.

12. Next Board Meeting

- a. The next board meeting will be via webinar and is tentatively scheduled for January 21, 2021 at 7:00 p.m. Eastern.

13. **MOTION:** Made by Chairman Newman: That the regular session of the meeting be adjourned.

Motion Carried and regular meeting adjourned at 7:55 p.m. Eastern.

14. Chair Newman solicited feedback from the audience.

15. **MOTION:** Made by Chair Newman: That the Board go into Executive Session.

Motion Carried

16. The Board returned from Executive Session.

Actions taken on two personnel related matters

Meeting adjourned at 9:40 p.m. Eastern.