



BOARD OF DIRECTORS MEETING

April 2021 Webinar Meeting

MINUTES

April 22, 2021

BOARD MEMBERS PRESENT

Richard Newman, Chair
Leroy Baker, Vice Chair
Rhett Lucke, Secretary
Chris Miller, Treasurer
Robert Burton, Director
John Cote, Director

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

BOARD MEMBERS ABSENT

None

EX-OFFICIO BOARD MEMBERS

Rory McEvoy

OTHERS PRESENT FOR ALL OR PART OF THE MEETING

Fortunat Mueller-Maerki
Pat Holloway
Andy Dervan
Pete Cronos
Judy Draucker

Doug Runkle
Bill Ward
Dave Coatsworth
Frank Del Greco
Tom McIntryre

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. NEC and Director elections completed with participation by members at a historically high level.

- b. Directors Cote, Baker and Morris were re-elected with Sherry Kitts being newly elected. Two additional appointments will be made by the Board.
 - c. Orientation will be conducted online, utilizing training material prepared by Director Gary.
 - d. Directors Gary, Miller and Orr were thanked for their service on the Board.
 - e. Director Orr elected to serve on NEC. An additional member to be appointed by the Board.
 - f. Incoming Executive Director, Rory McEvoy, has started working with Board and Headquarters Staff in advance of his relocation.
 - g. A new Controller, Doug Runkle has been hired and is expected to start at the end of April.
3. Roll Call: A Roll Call was taken to establish a quorum. All board members were present.
4. **MOTION:** Made by Chairman Newman. That the Board approves the minutes of the March 25, 2021 meeting as written.

Passed by Consent

5. NAWCC Scorecard

Vice Chair, Leroy Baker presented the scorecard updates. It was noted that due to the recent resignation of the Controller, financial reporting is behind. Thanks to the help of Director Dutton and others, all financial obligations however, are current. Total membership and member retention continue to be a concern, although, new memberships were again up for the month.

6. Grant Status

Director Dutton reported on status of several grants that have been applied for in recent months.

- a. Proposal has been submitted for a \$1.5M RACP (Redevelopment Assistance Capital Program) grant to offset the cost of remediation of our 28-year-old HVAC system.
- b. As a 501C3, the NAWCC qualified for two rounds of the recent PPP (Paycheck Protection Program):
 - i. First round totaling \$210K (initial loan and forgiveness approved)
 - ii. Second round totaling \$150K (initial loan received and forgiveness approval in process)
 - iii. The third round has been reviewed and the NAWCC Museum does not qualify for reasons which include the fact that it does not have fixed auditorium seats.
- c. Other potential grants being investigated.

7. Director Gary presented proposed changes to the Standing Rules from the Governing Documents Committee and requested Directors review and comment prior to the next Board Meeting.
8. **MOTION:** Made by Director Gary: That changes to the Policy and Procedures Manual as submitted by the Governing Documents Committee, be approved as submitted.

MOTION: Made by Director Price: That the above motion, regarding changes to the Policy and Procedures Manual be delayed until the next Board meeting.

Passed by Vote: 7 Yea, 4 Nay

9. Director Price reported that our recent elections were completed with a 22.9% membership participation rate. This was significantly higher than the previous record of 17.5%. The increase in participation was at least partially attributed to the use of Survey Monkey as well as the implementation of 3 follow up reminders.
10. Director Price reported that with leadership from Director Newman, Directors have established funding for up to 50 free student memberships. These memberships are being promoted on our website (nawcc.org) as well as in the upcoming Bulletin.
11. Chair Newman reported work has started to review the Lifetime Membership Category.

The Lifetime Membership Category was initiated in 1993 and modified in 2007 to add Associate Membership. There are currently 209 Lifetime Members in place. The category has not been well promoted and the last membership was initiated in 2019.

Dues structure is currently \$3000 for those under 40 and \$2000 for those 40 and over. Initial review indicates that the program has been creating excess revenue. Funds from this category go into Board designated funds with annual dues against these memberships being pulled into the annual operating budget each year. With the help of members with expertise in the field, further analysis is underway.

The Development Committee will also be engaged on positioning.

12. **MOTION:** Made by Director Burton: That ARTICLE II AWARDS AND RECOGNITIONS, Section 2: Special Awards, (e) The J. Bryson and Mary Lou Moore Distinguished Service Award, be amended to read:

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

An award to recognize distinguished and outstanding service to the Museum. Selection of candidates shall be by the Museum Collections Committee, with

approval by the Executive Director. A plaque will be presented to the recipient at the national convention and the recipient's name will be inscribed on a master plaque located in NAWCC's corporate facilities.

Passed by Consent

13. Co-Chairs Fortunat Mueller-Maerki and Bill Ward reported on status of activities of the Library Collections Committee.

The committee normally meets once per year, during the National Convention. The last meeting was in 2019 during the Springfield National. More frequent meetings would be desirable with improved attendance and participation of committee members.

The committee does not have a procedure manual but does have collections guideline document. An ethics document was generated some years ago but needs to be reviewed and updated. The committee does not currently have a copy of the Standing Rules or Bylaws and therefore has not recommended any changes. (Note: The Board Secretary has now provided a path to where these documents can be accessed on the NAWCC website)

The committee chairs would like to push for more active committee members and appoint a secretary. They also have a replacement identified for one of two members who have died this past year. The Board Chair informed them that these decisions were within their scope of authority. It was also mentioned that the committee was heavily weighted towards those interested in clocks and there is a need for those with interests in watches to join the committee.

Projects the committee would like to pursue over the next 6-12 months include providing bookplates and named memorial collections labels for book and materials donors. The committee would also like to pursue collection of deceased members research files, photos, repair/sales records and materials including books and ephemera. The committee also believes it should have some oversight into de-accessions.

The Committee would also like to upgrade or replace the current outdated microfilm scanner/reader. An upgrade to the current machine is estimated between \$2000-5000 with a new machine being in the \$5000-6000 range (with trade-in). The Board recommended working with the Development Committee to prioritize and locate funding.

14. **MOTION:** Made by Chair Newman: That the Board approve formation of a new Specialty Chapter, titled The NAWCC Museum Chapter which has been reviewed and approved by the Chapter Relations Committee.

Passed by Consent

15. Chairman Newman provided an update on planning and status of the 2021 National Convention to be held in Hampton, Va.

There is a high level of confidence that the National will be allowed to proceed as being planned. A convention committee, over 30 strong, has been meeting regularly and moving full steam ahead with planning. The theme of the Convention is Nautical Timekeeping and lectures have been finalized.

Anyone planning to attend is encouraged to register as soon as possible. This will allow the committee and convention center to properly plan. It was also noted that rooms are filling quickly in the host hotel. Other hotels, within walking distance are also available.

16. Director John Cote provided an update on Social Media

Earlier this year, the NAWCC was approached by “The Tundra”, who had attended and filmed activities during our national convention in Chattanooga a few years ago. The Tundra bills themselves as a news organization for the maker set and hobbyist. After review of their proposal, it has been determined that this is not a good fit for the NAWCC.

It is recognized however, that the NAWCC’s social media presence is lacking. Director Cote has been working with an intern at headquarters and with that internship ending, will continue to work with our new I.T. Manager, Seth Huber, to better leverage our social media presence to help promote the NAWCC, our story and our value proposition.

17. The next board meeting will be via webinar and is tentatively scheduled for May 20, 2021 at 7:00 p.m. Eastern.

18. **MOTION:** Made by Chair Newman: That the regular session of the meeting be adjourned.

Motion Carried and regular meeting adjourned at 8:30 p.m. Eastern.

19. Chair Newman solicited feedback from the audience.

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

Motion Carried

21. The Board returned from Executive Session.

During Executive Session, the Board made the following appointments:

Board of Directors (to be seated at the July Board Meeting in Hampton, VA)

- Catherine Gorton (NC)
- Renee Coulson (TN)

Nominations & Elections Committee

- Chris Miller (MO)

Meeting adjourned at 9:00 p.m. Eastern.