National Association of
WATCH\&CLOCK

National Association of Watch and Clock Collectors, Inc.
Board of Directors In-Person Meeting
Dayton National Convention, Dayton, Ohio
June 22, 2022 @ 8:00 AM EDT

## OPEN MEETING - FINAL MINUTES

## DIRECTORS PRESENT

| Leroy Baker, Director | Bob Burton, Director | Tom Compton, Director |
| :--- | :--- | :--- |
| Renee Coulson, Director | Jay Dutton, Treasurer | Cathy Gorton, Director |
| Sherry Kitts, Secretary | Rhett Lucke, Chair | Philip Morris, Director |
| Rich Newman, Vice Chair |  |  |

## DIRECTORS ABSENT:

John Cote
EX-OFFICIO MEMBERS PRESENT

| Rory McEvoy, Executive Director | Myron Mintz, Legal Counsel |
| :--- | :--- |

GUESTS PRESENT

| Deb Carter | Skip Carter | Bob Frishman |
| :--- | :--- | :--- |
| H. Glen Kitts | Linda Leetch | Tom McIntyre |
| Bill Slough | Carroll Wolfe | Jeff Zuspan |
| Earl Harlamert - dropped in to update the Board on readiness of the Convention events during Item 5 |  |  |

ITEM
SUBJECT
LEAD
1 Call to Order
Chair
Lucke
Chair Lucke called the meeting to order at 8:05 am.

2 Welcome, Introductions, Meeting Procedures \& Announcements
Chair
Lucke
Robert's Rules of Order for Small Boards will be followed.

3 Roll Call
Kitts
All Directors were present except for John Cote.

4 Approval of the May 26, 2022, Board of Directors ZOOM Meeting Minutes
MOTION by Secretary Kitts: to approve the May 26, 2022, Board of Directors ZOOM Meeting Minutes

## SECOND by Director Morris

Hearing no objections, MOTION ADOPTED BY UNANIMOUS CONSENT

5 Executive Director Report: Operations

1. Scorecard: Net Liquidity of $\$ 465,000$ puts us in the "watch" category. (We are to maintain $\$ 400,000$ in net liquidity.) There were substantial one-time outlays in this period. The first auction of Chamberlain donated clocks brought $\$ 46,000$, a little less than half the expected total of $\$ 100,000$. Treasurer Dutton noted that we are not privy to Schmitt-Horan strategy, but he expects the remaining sales to bring the total amount to at least $\$ 100,000$, which is considered a conservative estimate.
2. Headquarters
a. Radon Remediation Status: Installation of Radon Remediation equipment remains stalled by supply chain problems. There is currently no target date for completion.
b. Fiber Installation Status: The installation of the fiber optic communication cable has been a big success. Along with the faster speed, better security is provided. There is no need to keep the old cable connection as a back-up and it will be discontinued next month.
3. Museum/Library
a. Visitor Stats: As many as 40 people visit per day. Use of the library for research will be by appointment. Library hours are posted.
b. Current Activities/Changes: ED McEvoy has been working with the Museum Committee to optimize the new Public Time Gallery and relocate both the Quincy Clock and the Seth Thomas Precision Clock for improved visual effect. The upcoming S-Town Special Exhibit will be accommodated. "Clocks and Hops" will be revived. A YouTube video by Bruce Williams brought inquiries about use of the headquarters' board room: this opportunity will be explored.
4. Gift Shop
a. Inventory: Meeting planned with YPTC (Your Part Time Controller) on how to improve the inventory process.
b. Sales: Not remarkable but continue. Some new items have been added.

Treasurer Dutton asked if there was any traction with volunteers. ED McEvoy has one who is quite good at social media. Rhett noted that the Mid-Eastern Regional may be a good opportunity to solicit volunteers.

1. Website
a. Single Sign On: Something seemingly so simple has turned out to be rather complicated. Progress is being made and it remains within budget.
b. Bulletin Search: Single Sign On is prioritized over the Bulletin Search issue. The Bulletin Search issue results from documents being captured in different ways over the years. ED McEvoy noted that a Swiss company is assisting organizations by using their equipment to scan and catalog assets. They become the repository. He recommends further investigating this option.
c. School of Horology: A new choice, "Education," has been added to the top page banner, and details of courses offered at the School of Horology as well as the instructor bios are accessible from this menu item.
2. Social Media
a. Improvement / Enhancement Plans: A new volunteer, Alex Simpkins, is turning out to be very willing and helpful. He has the perspective of the general public and can recommend Social Media designs that would be appealing to the non-horologically knowledgeable population. ED McEvoy has some interesting video to show us over the next few days. The Facebook Museum page gets plenty of hits, but is not currently being managed through headquarters. We need to re-establish control of this resource.
b. Social Media Advisory Group: ED McEvoy is intent on establishing this group. He plans to ask El Garcia to be the Chair, and Mr. Zimmerman and volunteer Alex Simpkins to be two of the members.

## 7 S-Town Exhibit Updates

Director
Morris
The S-Town exhibit should be ready the first quarter of next year (by April 1, 2023). We will have six months to display it.

The license agreement was previously with This American Life, which was purchased by the New York Times. The Times has agreed to the same terms but is slower to respond to our needs. The agreement requires destroying all the documents, including photos, after three years. Director Morris, with Bill Tatum, has produced a book about the exhibit and we are asking for an exception to continue to sell any remaining books after the three-year period, with the guarantee we would not produce any more books. The rights to the book, priced at an estimated $\$ 30$, have been signed over to the Museum by Director Morris and Bill Tatum.

There will be about 20 clocks in the exhibit. (Bill Tatum owns the clocks.) Stephen Thompson, an expert with these clocks, is still planning to help.
Brian Reed narrated the original podcast; we would benefit from notice of the exhibit on his social media. We need to formulate a plan to promote the exhibit in next two months.

## 8 Treasurer Report

1. Audit Results: Year end audit went well, we do not have the draft report yet but Treasurer Dutton does not expect any exceptions. The audit indicates a $\$ 100,000$ surplus excluding depreciation. Note that no draw has been taken from the endowment fund earnings. If we don't need it, we will not take it. We are still working off two PPP loans.
2. May Financials: At close of May, we had an operating deficit of $\$ 86,000$ compared to budget, but we had several one-time expenditures during the period.
3. Development: We need to ask for donations. If we don't ask, we will not receive. One individual that attended Ken De Lucca's class was so impressed that he contributed \$10,300 in Apple stock toward a class in Strike/Chime movements. We are still working on hiring a Controller. We have not embraced hiring a recruiter, which generally charges $25 \%$ of first year's salary which is refundable if the individual does not stay for a year. The release of YPTC (Your Part Time Controller) was anticipated in the second quarter of 2022-2023.
4. Anticipated Higher Expenses: We need to look for savings this year as energy will be very expensive.

## 9 Results of Membership Referendum: Bylaws \& Articles of Incorporation

1. Results of the Referendum:

Amendment 1: $94.61 \%$ for
Amendment 2: $95.15 \%$ for
Amendment 3: $93.64 \%$ for
Amendment 4: $93.61 \%$ for
with $14 \%$ of the membership voting, an increase of $3 \%$ over a 2020 referendum.
These amendments revised the Bylaws to make editorial adjustments, eliminate duplication, clarify the definition of a quorum at a membership meeting per Robert's Rules, eliminate the chance for a Board vacancy to continue indefinitely due to circular negotiations between the Board and the NEC, and established an even distribution of elected and appointed Board members. In addition, the Articles of Incorporation change eliminated proportional restrictions of elected/appointed Board members to allow the change in the composition of the Board in the Bylaws.
2. Lessons Learned - Recommendations for Future Voting/Elections: This referendum was a huge success given the increase in percentage of members voting, and the exercise validated the use of digital voting methods - in this case Survey Monkey. A few members complained they did not get the survey. This could be due to having rejected any Survey Monkey mailings, the mailing going to their SPAM folders, or a change in email address unknown to the NAWCC. This demonstrates the need to communicate with the membership prior to the survey being sent.

## Director

Coulson
Chair)

## 10 Review and Approval of Committee Annual Reports

Chair Lucke

The Annual Committee Reports were furnished to the Board members prior to the meeting for review, therefore there was no discussion particular to any specific report. However, given the wide variety in format and content, it was proposed that the Board undertake in a future meeting the provision of better-defined expectations of the content of the reports and perhaps the frequency.

MOTION by Chair Lucke: That the Annual Committee Reports be approved as submitted

## SECOND by Director Coulson.

Hearing no objections, MOTION ADOPTED BY UNANIMOUS CONSENT

## 11 Chapter Relations Discussion

Director
Burton

1. Since the passing of Lu Sadowski, the Committee consists of Chair Bob Burton and member Andy Dervan. Previously suggested members have declined the opportunity. Director Burton solicited suggestions from the Board.
2. The Chapter Handbook was 8 pages long at one time. It is now about 50 pages long. Director Burton would like to reduce the number of pages and make sure the handbook is easier to access on the website.
3. Part of the handbook is how to start a Chapter. We have not had that problem. The Delaware Chapter has dissolved, and Director Burton has had three other Chapters inquiring as they are teetering on the brink with too few members.
4. We need to help Chapters with online presence. Director Burton plans to get a list of all Chapter Presidents so he can contact them directly without adding to the staff load.
5. We seem to be charging the same for Chapters to advertise in the Mart as we do for commercial advertisers. We should investigate a discount for the Chapters. (There is a $10 \%$ discount for Chapter advertising.)
6. The Chapters are listed on the website, but not where they are located. An effort will be made to correct this.
7. Some Chapters are not active anymore and the officers listed on the website or in the Mart are no longer the officers or have passed away. It is embarrassing when someone tries to contact them for information and gets no reply. An effort will be made to correct this.
8. It was noted that several Chapters are one or two key members away from dissolution.
9. Content and frequency of the Chapter Newsletter needs to be determined. Lu Sadowski was the backbone of the Newsletter. It is a positive that the Newsletter now goes out to all members. One idea for content was to provide best practices and identify who best to call for help.
10. Chair Lucke: It is important to provide Director Burton with names of potential members for this Committee.

LEAD
Chair
Lucke
For 2022, existing assignments were verified and dates left open by the loss of Jim Price were tentatively filled:
Mid America, Elkhart, IN, 7/22-7/23 - Bob Burton
Rocky Mountain, Longmont, CO, 7/30-7/31 - Jay Dutton (tentative); alt: Rhett Lucke
Eastern States, Liverpool, NY, 8/19-8/20 - Jay Dutton
All Texas Chapters, Houston, TX, 8/26-8/28 - Jay Dutton
Mid-South, Dalton, GA, 9/1-9/3 - Bob Burton
Southern, Biloxi, MS, 10/10-10/11, Philip Morris*
Mid-Eastern, York, PA, 10/14-10/16 - Renee Coulson
MKOA, Russellville, AR, 10/28-10/29 - Rich Newman (tentative)
North Coast, Strongsville, OH, 11/4-11/5 - Sherry Kitts
For 2023, the following were filled:
Kentucky Thoroughbred, Lexington, KY, 1/20-1/21 - Sherry Kitts
Southern California, La Mesa, CA, 1/26-1/28 - John Cote (tentative)
*Philip Morris has been asked to do a lecture in York, PA, at Mid-Eastern so this could become a schedule issue.

## 15 James Price Recognition

Vice Chair
Newman

The full proposal for this award is found in Attachment A.
MOTION by Vice Chair Newman: That the Board establish an award:
"The General James Campbell Price Award"
For exceptional service to the NAWCC"

## SECOND by Director Burton

We are not presenting a nominee in this Board meeting; we are only establishing the award. There had been discussion about presenting it posthumously to former Chair Price, but the nature of Jim Price reflects a joy in recognizing others, and to have such an award named after him would be the highest honor for him.

This award should be highly selective and sparingly given. A few years could go by without anyone receiving this award, and there may be a year with more than one nominee. The nominee is to be submitted by an NAWCC member (can be a Board member) and be sponsored by a member of the Board.

Chair Lucke expressed appreciation for the work done by Vice Chair Newman and Director Cote in the conceptualization and design of this award.

Hearing no objections
MOTION ADOPTED BY UNANIMOUS CONSENT

## 16 Business Member Recognition

Baker

MOTION by Director Baker: To table this discussion.

## SECOND by Vice Chair Newman

Hearing no objections, MOTION ADOPTED BY UNANIMOUS CONSENT

## 17 Director Award Recommendations

Chair Lucke encouraged the Board to continue to help identify deserving nominees for Fellow and Star Fellow Awards. Directors Coulson and Kitts were thanked for their efforts in this endeavor, which was initiated by Former Chair Jim Price.

We are also encouraged to investigate the possibility of other potential awards.
The Board is asked to encourage others, especially chapters where there is opportunity (as a Board Representative for instance), to encourage other members to nominate deserving individuals.

## 18 iMIS Registration Program Update

The issues Director Baker found during initial testing have been corrected. We are waiting on conditions to be set up at headquarters such that the program can be manipulated by a test group of chosen individuals familiar with registration. The project is still under budget, so there is still funding to correct any issues found by the test group.

The program is remote and is not downloadable. It requires an internet connection and a browser. It interfaces with iMIS in real time. Since the program allows the registrant to choose tables, it will be necessary for each event chair to define their table set-up to the system. The ability to connect by email with any group of individuals (for instance, banquet ticket holders) will be possible. Names of individuals attending the banquet will be required. Several reports can be generated from the system in real time. One can $\log$ in to register himself, or a registrar can "register on behalf of" from paper forms.

There is an ability to ask for the donation of credit card fees, which run around $2.7 \%$, or to give additional donations to the event. Credit card fees run about $\$ 23,000$ per year according to Treasurer Dutton.

Treasurer Dutton noted that it may be necessary to coordinate with YPTC due to financial implications.

## 192022 Ward Francillon Symposium Update and Status Review

Bob Frishman gave his usual outstanding presentation on the 2022 Ward Francillon Symposium which will be held in New York October 21-22 in partnership with the Horological Society of New York (HNSY). The theme of the Symposium is "Horology's Great Collectors."

The display of James Arthur watches designed by NAWCC Museum's ED Rory McEvoy and Museum Supervisor James Campbell are part of the Symposium objects.

James Nye, Chair of the Antiquarian Horological Society (AHS), will be in attendance. He is working toward reviving the US Chapter.

Sotheby's has agreed to a sponsorship of $\$ 15,000$. The event is already in the black, but the money will be put to good use.

Lecturers include Ollie Cook, Chief Horological Curator of the British Museum; Tom McIntyre speaking on the Paul Chamberlain collection; and Russ Oechsle speaking on Chris Brown.

The Friday tour behind the scenes at the MET was limited to 30 people and is full. There is an all-day Sunday tour to see automata and mechanical music.

The registration form can be found at www.greathorology.com.
During this presentation, Bob Frishman made the point that we need to carry more information about what other horological organizations and institutions are doing in our Bulletin, as well as briefs of the articles in their publications. Other horological entities carry such information in their publications. Rory McEvoy advised that changes are planned for the Bulletin.

## 202023 Ward Francillon Time Symposium Update

The 2023 Symposium will begin immediately following the National in Lancaster, PA. Bob Frishman looks for historical venues at or near horologically important locations, and noted that the old Bowman Watch and Clock School building and the Hamilton Watch Factory are in the area. Tom McIntyre recalled that Bowman was NAWCC Member \#1.

The Hamilton Club at 100 years old is a venerable institution full of ambiance in which to have the Symposium. The fee will be only $\$ 1300$ for two days.

The focus of the Symposium will be the Museum.

## 21 Craft Committee Report

Bill Slough
A new and simple procedure booklet is being generated. The vision is to make it easy for anyone to pick up this Chairmanship. One subject which will be included is how to handle incident reports with contributors to the Craft Competition.

A judging report is used to document why a placement decision was made in case the decision is challenged.

A new program is created with improvements made every year based on experience. Email folders are created to keep categories organized as there are many questions every year. There is a due date because ribbons must be ordered based on the categories that will be represented. Currently there are six categories this year with eleven entries. Bill Slough stays in contact with Frank and Bill Donegan because they do the trophies every year - they sponsor the Grand Prize.

Constant Contact is planned to be used next year to go to all chapters and solicit entries for the Craft Contest. Note that this contest is open to youth (under 18 years old).

Vice Chair Newman asked what the Board could do to help. Bill Slough stated that it was sometimes hard to know who to contact for various issues, for instance, reimbursement for medals or where to get the ribbons. Vice Chair Newman told him next year to come to either him or Director Baker.

Vice Chair Newman also asked if there were images of the entries from prior years. Bill Slough responded that he has photos starting in 2017 when he took over as Chair and has kept up records of those who have won in previous years.

## 22 National / Regional / Symposium (NRS) Task Force Report

Director Baker displayed and discussed a power point type presentation of the recommendations to date from the NRS Task Force. The Task Force has met via ZOOM four times since given the mission in March 2022. Points from the meetings include:

1. Basic elements of a Regional.
2. Revival of dying areas is important.
3. Simple chapter events outside the formal Regional are highly successful.
4. Headquarters and the Board can supply some assistance.
5. Partnerships with other contingent groups are a successful strategy.
6. We should enlarge our reach and promote ourselves.

Revival of a New England Regional is underway. A Symposium is being held in conjunction with the National in Lancaster in 2023.

Planned next steps include soliciting input at the Chapter Relations Meeting, continue meeting with the Task Force to develop specific policies and guidelines, and develop metrics to evaluate initiatives.

Chair Lucke recognized this as a two-step process - (1) determine what works and (2) communicate successes and provide the name of experts who can help.

Also, the Event Calendar needs to contain more than just Regionals, Nationals, and Symposiums, and the School of Horology schedule.

ITEM

## 23 Development Committee Report

Regarding the Donors' Reception, ED McEvoy recognized that there are supporters who are not picked up by the iMIS program. The iMIS program does a good job of capturing donations from the annual appeal.

Three special donor areas will be recognized: Donor of the Year, Chapter of the Year, and Business Partner of the Year.

The For All Time campaign will be a continuing initiative, not phased. The last iteration of the For All Time solicitation was several pages and complex. It has been stripped down to a single page with a simple message.

Quite a bit of time has been spent on elements of NAWCC.org. Conversations filmed with Director Morris are produced with release on social media in mind and they have turned out very well. They are designed to be about ten minutes due to today's short attention span. There are some extremely valuable artifacts in the collection that need to be showcased.

Treasurer Dutton emphasized the need to ask for support, to target who is asked, and to emphasize good news when asking. Vice Chair Newman agreed that the message needs to be simplified and the positive talking points communicated. Chair Lucke suggested that many of us are reluctant salesman, but the need to support funding requests is part of being on the Board. Treasurer Dutton noted that only 1800 of our nearly 10,000 members give more than the cost of membership.

Secretary Kitts noted that it was more attractive to a giver if they could specifically relate to a project they are supporting ("I built that"). She also suggested that we let the membership know that the Board is not requesting any reimbursement for resources spent in conjunction with NAWCC activities as there is a lot of misconception in the NAWCC population. She suggested asking for donations by the method of rounding up to nearest dollar.

Chair Lucke suggested that it looks like the Development Committee needs to put together a package including letters of solicitation and a script for targeted calls, potentially in the August timeframe. Vice Chair Newman added that a twenty-person Development Committee team may need to be assembled if we are to be successful.

Clarification of the various methods of giving and accounts in which the donations were deposited was as follows:

1. Annual Appeal - General Fund (membership dues also goes to General Fund)
2. For All Time - Endowment funds to NAWCC, Inc, Museum, Library, or School of Horology depending on the choice of the donor.
3. Multi-Year Pledge (" 10 for 10 ") - Operations
"Board Designated" funds are the earnings from the endowment funds and any monies left over not used (a project cost less than estimated and allocated).

Vice Chair
Newman /
ED McEvoy

## 24 School of Horology Update

We have a third classroom fitted out now. We have been in conversation with previous tutors. Ken De Lucca, Jerry Kieffer, and Lee Davis have all taught classes there. We are $\$ 10,000$ in the positive for the school. There has been very positive feedback, and a significant donation was received from one of the students

Prices have been set to more sensible level. The idea of having HSNY (Horological Society of New York) providing their simple class of taking a watch apart and putting it together has been approached. It is very important that we work together in what classes we offer.

Vice Chair Newman's perception is that many chapters do not know the School of Horology is open and suggested a short promotional video. He also suggested contacting individuals who are signed up for a class and determine their interest in taking back-to-back classes (adding a class on either side).

## 25 Next ZOOM Meeting Date

Tentatively set for Thursday, July 28, 2022, at 7 pm if agenda content warrants.

## 26 Next In-Person Meeting Date

Tentatively at the Florida Mid-Winter Regional, February 8-11, or 15-18, at the World Golf Village south of Jacksonville, with just one full day of Board business.

27 Executive Session Note
The following action was taken in Executive Session:
The Board of Directors appointed Ralph Pokluda to fill the vacant Board position.

ITEM
SUBJECT
28 MOTION by Chair Lucke: That the regular session of the Board be adjourned.

## SECOND by Director Morris

MOTION ADOPTED BY UNANIMOUS CONSENT
Open Session adjourned at 5:05 pm

29 Solicit Feedback from the Audience
Chair Lucke

30 ANNOUNCEMENT by Chair Lucke: That the Board will Recess until 8:00 Chair Lucke am in the morning.

Please send all comments and questions to NAWCC Secretary Sherry Kitts at sacutts@comcast.net

## ATTACHMENT A

## "The General James Campbell Price Award" For exceptional service to the NAWCC

This award will be given in the name and in the spirit of Brigadier General James Campbell Price, who in his various volunteer roles at the NAWCC, including board chair and acting executive director, exemplified the roll volunteer members of our organization can play in advancing the goals and building a better future for our organization. This award shall be given with the utmost discretion. It may be awarded posthumously.

Qualifications for this award must include:

- Membership in good standing of at least 10 years
- Exceptional personal effort and perseverance in the best interest of the NAWCC
- Significant achievements, that may include financial support, but particularly reflective of the service exemplified by General Price to support the worldwide mission of the NAWCC

Nomination \& Administration

- The award will be administered by the Board of Directors
- Candidate(s) for this award shall be nominated, with evidence to support their worthiness, by a member in good standing and with sponsorship of at least one current board member, by submitting an application to the Chair of the Board of Directors
- A two thirds vote by the Board of Directors is required to approve the award
- Award recipient shall be announced at a National Convention or other appropriate venue
- All award recipients will be announced in an official publication of the NAWCC, and their name and award date be added to a master plaque displayed in NAWCC's corporate facilities

