



National Association of
WATCH & CLOCK
Collectors, Inc.

CHAPTER HANDBOOK

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1.0 INTRODUCTION AND DEFINITIONS

Welcome

Members of the National Association of Watch and Clock Association, Inc. (NAWCC) enjoy many benefits and opportunities. Among the most treasured are the friendships established while networking with other members. Those opportunities and friendships expand through membership in a Chapter. The members and staff of the NAWCC welcome you to the world of Chapters and hope this Handbook will help you and your Chapter.

Chapters are the lifeblood of the NAWCC. Historically, we know that members who belong to Chapters stay with the Association longer than those who do not. This Chapter Handbook is intended to help Chapters thrive, thus benefiting their members and strengthening the NAWCC. Approximately half of our members belong to Chapters, and we hope this information will increase that number.

Definitions and Abbreviations Used in This Handbook

NAWCC: National Association of Watch and Clock Collectors, Inc., Columbia, PA

CRC: Chapter Relations Committee of NAWCC, Inc.

BOD: Board of Directors of NAWCC, Inc.

EIN: Employee Identification Number

2.0 WHAT IS AN NAWCC CHAPTER?

An NAWCC Chapter is a group of NAWCC members in good standing who choose to join together to pursue their common horological interests under the auspices of the NAWCC. NAWCC Bylaws provide for Chapters, which may be formed based on geographic region, shared interest, or other non-geographic association.

Note that the NAWCC and its Chapters are autonomous: the status of one organization does not affect the other and the finances are separately maintained and managed.

Chapters exist for the same purpose as the NAWCC. The mission of Chapters is to encourage and stimulate interest in the art and science of horology, thereby benefiting Chapter members and the public in the following ways:

- Promote and provide education in the art and science of horology.
- Provide regular meetings or interaction for social and educational exchanges.
- Sponsor regionals, conventions, symposiums, and other events of horological interest on a case-by-case basis.
- Provide horological research opportunities through the collection and presentation of horological material.
- Promote and provide the public display of horological artifacts and offer related education and research.
- Promote and provide opportunities for volunteerism and camaraderie.
- Cooperate with individuals, other Chapters, other institutions, and the public to stimulate genuine interest in the collection, conservation, interpretation, and exhibition of timepieces and other horological items.
- Support the mission of the NAWCC.
- Support financially specific NAWCC programs on a case-by-case basis.

There are no NAWCC fees to create or maintain a Chapter. National benefits normally include the following:

- Listing of the Chapter, its officers, and contact information on nawcc.org.
- Assistance creating and maintaining a Chapter website accessed via a link on nawcc.org.
- Access to educational material.
- Ability to use NAWCC marks and branding.
- Ability to communicate with NAWCC members by email and promotional notifications on NAWCC websites and social media sites.
- Ability to host a National Convention and Regional Events.
- Referral of horological-related inquiries including members or the public seeking help with collections and repairs.
- Notification of NAWCC members residing in the vicinity of the Chapter.
- Member adherence to the Code of Ethical Conduct and associated National Ethics Committee recourse for discrepancies.

2.1 A Geographic Chapter

Geographic Chapters are organized, as the name suggests, within a geographic area that is defined by postal zip codes or other natural or man-made boundaries. Although most geographic Chapters are located in the United States, a subset of the geographic Chapter category is an International Chapter—one or more located in a country other than the United States. Any NAWCC member may choose to join any geographic Chapter. There is no requirement that a member must live within the geographic boundary.

2.2 A Non-Geographic Chapter (Special Interest Chapter)

Chapters may also be organized around a common interest, such as tower clocks, horological tools, travel, and even years of service with the NAWCC, or it can be of general interest appropriate to the NAWCC's mission. There are no geographic boundaries for non-geographic Chapters. Any NAWCC member may choose to join any non-geographic Chapter. These Chapters are encouraged to use the Internet and other electronic communications to conduct Chapter business and provide member communications.

3.0 WHAT IS A CHAPTER CHARTER?

3.1 Chapter Charter Structure and Incorporation

A Chapter Charter is a written agreement between NAWCC and the individual Chapter with horological interests that wants to join to pursue its horological interests under the auspices of the NAWCC.

All Chapters are considered independent entities, and each Chapter's structure is determined by each Chapter's members, and their respective organizing documents. A Chapter may be a group of members with no legal structure, or a Chapter may incorporate itself. In either case, *every Chapter must state that its purpose is to be a not-for-profit organization.* Although Chapter incorporation is strongly suggested for those operating in the United States, it is not required.

In the United States, incorporation helps to protect the officers, Directors, and members from personal liability should a problem arise that perhaps results in a lawsuit (e.g., an accident resulting in bodily injury or damage to a displayed item during a Chapter meeting). Obviously, it is hoped that such incidents will never occur, but the possibility remains that individuals might be sued under certain circumstances. Without incorporation, every member of the Chapter is individually and severally liable for all financial claims. With incorporation, only the Chapter is liable, to the extent of its assets, if any.

For Chapters operating in countries other than the United States, counsel should be consulted to determine the most appropriate corporate construct.

Applying for U.S. 501(c)(3) or 501(c)(7) tax-exempt status incurs additional costs and separate legal steps.

4.0 HOW IS AN NAWCC CHAPTER FORMED?

The process to create an NAWCC Chapter is easy and the CRC is specifically charged with working with new proposed Chapter officers to review and assist with the application process. The CRC must approve the petition before being presented to the BOD for final approval.

Chapters are formed by a group of at least 10 NAWCC members by presenting a petition to the CRC. The CRC will review all the information and consider any issues, such as geographic conflicts with nearby Chapters or Chapters of like interest (e.g., Special Interest and Non-Geographic Chapters) as part of their review process. A petitioning Chapter must present as part of its request: (1) Chapter Charter, (2) a set of Chapter Bylaws, and (3) if incorporating, a copy of the proposed Articles of Incorporation and any other legal documents. Chapter bylaws and other governing documents must be consistent with the Charter, Bylaws, and Standing Rules of the NAWCC.

See the Appendix for a list of suggested templates for required documents.

4.1 Procedure for a Chapter Name Change

If the officers of a Chapter determine that a name change is needed, a request in writing is made to the CRC Chair. If approved by the CRC, the Chair will notify the Chapter and will alert the different NAWCC departments to update their files. Some states and cities have different legal requirements and policies. In this case, refer to Section 5.0 for filing, if necessary, to report changes.

4.2 Conflict Resolution

4.2.1 New Chapters

All conflicts associated with the establishment of a new Chapter shall be brought to the attention of the CRC in writing, identifying all issues applicable to the conflict. The CRC shall provide its decision, in writing, within a reasonable period to all the parties. Should any of the parties find that the decision of the CRC is unacceptable, then those parties shall have the right to appeal the decision by filing a Request for Appeal with the CRC with ANY NEW DATA to be considered. If some documents are not available, the CRC could support the organizing Chapter in generation and preparation of the document(s). The CRC shall present its appeal findings and recommendations to the BOD in writing for a final decision. The decision of the BOD shall be final.

4.2.2 Member Advocate

Should any member, in good standing, feel that there are operational, legal, reputational, or other significant issue(s) in the operation of their Chapter, and after the issue(s) were formally discussed with the Chapter's officers resulting in unsatisfactory solutions to the member, only then can the member contact the CRC Chair in writing to seek resolution. The CRC Chair has an obligation to discuss the issue(s) with the Chapter's officers and the member and recommend a viable solution to the parties and if necessary to the BOD should the parties fail to reach agreement. The BOD shall be the only body authorized to provide a final solution to the stated issue(s).

4.3 Recalling an NAWCC Chapter

Upon recall of a Chapter, the Chapter's assets must be transferred to a qualified not-for-profit entity. The transfer of Chapter assets shall be accomplished in accordance with the will of the members of the recalling Chapter, or as specified in the respective NAWCC-approved Chapter's bylaws. Typically, this has been the NAWCC, but any museum, library, other not-for-profit organization, another non-profit Chapter, or as may otherwise be required by local laws and regulations. Request to recall the charter should be directed to the CRC and if possible, include a resolution approved by the remaining Board members and/or officers. For specific details associated with this subject refer to Appendix C. The CRC will then forward the request for Chapter recall to the BOD for final approval.

5.0 SETTING UP LEGAL AND FINANCIAL STRUCTURE FOR A CHAPTER

5.1 The Difference between “Non-Profit” and “Tax-Exempt”

Non-profit status is a state or provincial law concept. Non-profit status may make an organization eligible for certain benefits, such as sales, property, and income tax exemptions. Although most U.S. federal tax-exempt organizations are non-profit organizations, organizing as a non-profit organization at the state level does not automatically grant the organization exemption from federal income tax. To qualify as exempt from U.S. federal income taxes, an organization must meet requirements set forth in the Internal Revenue Code.

5.2 Tax-Exempt 501(c)(3) or 501(c)(7) Status (U.S. Chapters Only)

All tax-exempt organizations are required to comply with United States Internal Revenue Service filing regulations. Each organization also may have to file for a Determination at some point. Because of the complexity of this new requirement, it is beyond the scope of this document.

5.3 Registering for Tax-Exempt Status (International Chapters Only)

International Chapters should contact their respective authorities to determine the legality and process for obtaining a tax-exempt status, registration of the Chapter name, incorporation, etc.

5.4 Obtaining a Federal Tax Number (EIN)

(An EIN pertains to U.S. Chapters only. International Chapters should follow the requirements of the country in which they are located.) An EIN is a permanent number that can be used immediately for most business needs, including opening a bank account, applying for business licenses, and filing a tax return. The EIN application can be completed online or by using Form SS-4 (Application for Employer Identification Number), available from the IRS website: www.irs.gov.

5.5 Opening a Bank Account

In selecting a bank, consider those that offer helpful policies or tools such as free checking and low or no monthly charges.

For U.S. Chapters, prior to opening a non-profit business account, apply for an EIN for tax-reporting purposes. You will need the Chapter EIN to complete the W9 form for the bank.

It is recommended that the account be set up to require two authorized signatures from among those authorized to sign (President and Treasurer are most common) the checks.

5.6 Collecting and Paying Sales and Federal Tax

Understand your governing jurisdiction requirements for collecting and paying sales tax. For U.S. Chapters, members are, and always have been, responsible for collecting and paying state and local sales tax on sales and purchases of horological goods at Chapter marts and auctions. Some states have not enforced this at Chapter meetings and Regional events, because either those states are unaware that the events are occurring, or the event’s size makes the effort unfeasible. In any case, it is important to understand that members are obligated to pay state and local sales tax; neither the Chapter nor the NAWCC will support efforts to avoid paying such taxes. In addition, federal taxes may be due on profits from sales at Chapter and Regional marts. Membership in the NAWCC and its Chapters does not remove any personal tax liability. It is suggested that each Chapter contact a local professional advisor for guidance in this area.

6.0 CHAPTER OFFICERS AND BOARD OF DIRECTORS

It is recommended that each Chapter have four voting officers: a President or Chair, a Vice President or Vice Chair, a Secretary, and a Treasurer; however, the offices of Treasurer and Secretary may be combined under one officer. Other officer positions may be created by the Chapter. Every Chapter is required to have a Charter and Bylaws that include its organizational structure, election or appointment procedures, and duties and authority of the officers.

6.1 Officers' Duties and Responsibilities

The duties and responsibilities of the officers shall be detailed in the Chapter's Bylaws and usually include the following:

Officer	Responsibilities
President (or Chair)	Presides over meetings, facilitates important decision making, and appoints committee chairs; when new Presidents take office, they need to compare actual practices for compliance with the NAWCC and the Chapter's Bylaws.
Vice President (or Vice Chair)	Supports the president in specific activities/tasks to enable the president to concentrate upon the operation of the Chapter. In the absence of the president, presides over meetings, facilitates important decision making, and appoints committee chairs; when new Presidents take office, they need to compare actual practices for compliance with the NAWCC and the Chapter's Bylaws.
Secretary or another officer	Records and reports the minutes of all meetings and maintains the Chapter Roster unless a separate Membership Secretary is appointed.
Treasurer	Maintains and reports the Chapter's financial records.

6.2 Compensation Policy

To avoid possible conflict of interest and to comply with generally accepted non-profit fiduciary requirements, no Chapter may compensate its members or their family members for services normally associated with running a Chapter. For example, members may NOT be paid a salary or receive any form of compensation for publishing a newsletter, keeping the books, working on a Regional, etc. Members and family members may be reimbursed for reasonable and Chapter-approved out-of-pocket expenses.

6.3 Succession Planning

Succession planning is not only necessary and essential, but it is a critical requirement for all Chapter officers. Successful succession planning provides continuity for easy transition of the Chapter officer's duties and functions to the designated successor. Failure to initiate succession planning early in the Chapter president's term can and does result in Chapters having difficulty in finding leaders and thus cause the Chapter to become inactive.

It is helpful if each officer creates a written list of the various duties that they perform, particularly those that are requested infrequently such as filing papers with the state and federal governments to maintain incorporation.

Chapter officers and/or Chapter committees should meet at regular intervals—before or after regularly scheduled Chapter meetings or at separate meetings—to plan and organize Chapter activities to effectively manage the Chapter.

7.0 CHAPTER MEMBERSHIP

7.1 NAWCC Membership Requirements

A potential Chapter member may be admitted to membership of the Chapter if he or she is: (1) a member in good standing of the NAWCC and (2) has paid current dues as specified by the Chapter. Refer to the NAWCC Bylaws and NAWCC Standing Rules for membership requirements. Chapters should create guest (non-NAWCC members) attendance rules that encourage both Chapter and National membership. Chapter membership may be denied or revoked as defined in the respective Bylaws of the Chapter.

7.2 Recruiting and Mentoring New Members

Recruiting and retaining new members are essential to the NAWCC and its Chapters. Chapters should encourage members to bring friends and family as guests to Chapter meetings to interest them in becoming members. The NAWCC sends each geographic Chapter a list of new members in their area. A Chapter officer or designated member(s) should contact the new members in their area, tell them about Chapter activities, and invite them to upcoming Chapter meetings.

Surveys have shown that new members have a lower dropout rate if they are involved in Chapter activities and are learning about their new horological hobby. Mentoring/assigning an experienced member to contact a new member and extend a friendly hand, provide information, etc., is a great way to “grow” enthusiasm and satisfaction as the new member becomes familiar with the Chapter and its activities.

One tool that may be helpful to increase Chapter membership is to contact all NAWCC members within a specific radius of a given Chapter’s meeting location.

7.3 Annual Chapter Awards

Chapters should annually review and identify Chapter members who have contributed to various Chapter activities and recognize these contributions through awards. Annually, the NAWCC Awards Committee accepts from each Chapter nominations for individuals whom the Chapter recommends for awards. These awards have many levels: National Certificate of Appreciation, Gold Certificate, Fellow Award, etc. Presenting these awards publicly at a picnic, banquet, or holiday gathering acknowledges a member’s contributions and helps foster other members’ participation. Available awards and qualifications are on nawcc.org.

8.0 CHAPTER MEETINGS

8.1 Meetings and Meeting Notification

Geographic Chapters should meet regularly at a place easily accessible to its members. Chapters usually meet monthly, every two months, quarterly, or another agreed-upon schedule. Special Interest and Non-Geographic Chapters usually meet at Regionals and at the NAWCC National Convention or through their Website Message Boards or other Internet venues.

The Geographic Chapter meeting location should be chosen based on the expected attendance, desired meeting time, and the cost and extent of facilities needed, such as tables, kitchen, etc. The ability to carry clocks and boxes into the meeting room is also important; first-floor rooms without steps are preferable. Small Chapters often meet in members’ homes, churches, or restaurants. Larger Chapters meet in hotel or convention facilities, VFW halls, municipal recreation centers, etc. Chapter officers need to examine what is available and determine what fits the Chapter’s needs and finances. Investigating potential meeting locations should be an ongoing effort as conditions change (e.g., the economy, Chapter size, and the suitability of the current meeting facility). Senior citizen, community, fraternal, or religious organizations often provide rental rooms for minimal fees, especially if a member belongs to the organization.

Occasional multi-Chapter meetings are encouraged to promote interaction and cooperation between Chapters, share horological interests, and enhance fellowship.

Members should be informed about Chapter meetings and activities (place, time, date, and driving instructions) with sufficient lead time to promote good membership attendance and participation. Meeting notices can take various formats: postcard, newsletter, or email.

8.2 Name Badges

Members should be issued badges or name tags at each meeting, and guests should receive special name tags denoting non-member status. This is a good way to identify guests and to possibly recruit them as new members.

8.3 Suggestions for Chapter Meeting Programs

A typical Chapter meeting should include the following activities:

- A formal meeting to discuss the Chapter's business, including finances, activity planning, etc.
- One or more educational programs, including workshops, lectures, and other presentations.
- A Mart where members may buy and sell. Items for purchase or sale should be "horologically related" (e.g., barometers, music boxes, or items with clockwork mechanisms such as roasting jacks, clockwork toys, or dolls) in addition to traditional clocks, pocket watches, wristwatches, sundials, etc.

A recent survey showed that members were most interested in repair and restoration, so workshops on those topics (especially the type that includes some hands-on activities) work well. For meetings when no live program is presented, various media and online presentations may be arranged through the NAWCC Library & Research Center.

9.0 COMMUNICATING VIA NEWSLETTER, EMAIL, AND WEBSITE

Chapters are encouraged to publish a newsletter, in printed or electronic format, to provide detailed information to members about Chapter activities and other horological news. For Special Interest Chapters this may be the primary means of communication, and articles about common interests are encouraged. In all types of Chapters, this communication will promote an informed membership and greater member interest and involvement.

Chapters should routinely contact all NAWCC members within their geographic areas regarding Chapter activities. A geographic member list is available from NAWCC.

A Chapter website is an inexpensive route to provide members with an updated schedule of Chapter activities as well as a means of online communications and information exchange via a message board. Email lists are also available from the NAWCC for regular communications. Chapter websites will be linked to www.nawcc.org on the Chapter Info pages, making it easier for potential new members to locate Chapters. Websites may also be hosted on the NAWCC's servers.

10.0 SPECIAL CHAPTER PROJECTS

Special programs or projects promote member involvement and public awareness of the NAWCC and the local Chapter. Providing interesting activities and educational opportunities is one of the most important things a Chapter does. The following are some examples:

- Restore a public clock.
- Display horological items and NAWCC information at a local library or historical society.
- Hold a horological lecture at another organization's meeting.

- Advertise and offer a public watch or clock exhibit, which may include but is not limited to demonstrations, repairs, and estimated values; “Horological Antiques Road Show” is the name used by some Chapters.
- Set up a display and distribute information at local antiques shows or historical group meetings.
- Sponsor multi-Chapter Regional Meetings with mart, exhibit, workshops, or seminars, or sponsor a horological seminar with multiple workshops or presentations.
- Sponsor a regularly scheduled educational or repair class outside of Chapter meetings.
- If available, arrange a Field Suitcase Workshop course through the NAWCC. Field Suitcase Workshop courses are a tremendous recruiting tool for new members.
- Plan a Chapter road trip to a related museum, exhibit, etc.

11.0 CHAPTER PUBLICITY AND RELATIONSHIPS WITH NEWS MEDIA

An important function of publicity is to inform your members and others of your Chapter’s activities through Chapter newsletters, Chapter website/social media sites, and the “Chapter Highlights” section of the *Mart & Highlights*. Procedures for submitting Chapter Highlights are in guidelines available on nawcc.org. The success of these three promotional methods is enhanced by quality photographs.

Representatives of the press, radio, TV, etc. should be encouraged to visit exhibits, workshops, lectures, and events with proper security arrangements. Special programs or projects provide an opportunity to publicize the Chapter and the NAWCC. Local Cable TV Public Access Programs give individuals or groups visibility. Feature stories on members and their collections are popular. National can assist Chapters with guidelines and sample news releases.

12.0 REGIONAL MEETINGS

Participation in any mart and/or auction activity occurring at Regional and National Conventions is covered in the Regional Meeting Guide, a responsibility of the NAWCC Convention Committee.

13.0 CHAPTER RESPONSIBILITIES RELATED TO THE NAWCC

13.1 Creating and Filing Governing Documents

Each Chapter should have sufficient governing documents that give procedures to ensure smooth operation, to select officers, and to set up its financial procedures. Typically, these documents include the Charter, Bylaws, and Articles of Incorporation.

Chapter Bylaws can be as simple or complex as the Chapter chooses; however, Chapter Bylaws and regulations may not conflict with the Articles of Incorporation, Bylaws, and Standing Rules of the NAWCC. If a Chapter’s Bylaws are silent on a subject or open to interpretation, the NAWCC’s Bylaws will govern.

From time to time Chapter documents should be reviewed and updated as needed. All revisions to a Chapter’s Charter need to be submitted to the NAWCC for approval by the BOD and placement in the Chapter file. It is recommended that a copy of any changes to a Chapter’s governing documents be forwarded to National to be placed in the Chapter’s file.

Chapters should designate a member to attend the CRC and Membership meeting when one or more of their members plan to attend the NAWCC Convention.

13.2 Maintaining Membership and Membership Roster/Database

All NAWCC Lifetime, Regular, Business, and Associate members are eligible for Chapter membership. Chapter members may attend Chapter activities, become officers, or accept appointments in the Chapter.

An individual NAWCC member may belong to more than one Chapter. Members and guests must abide by the Charter of Incorporation, Bylaws, and Standing Rules of the NAWCC and the Bylaws of the Chapter.

Maintenance of a Membership Roster is vital so that the Chapter has this information to send membership renewal reminders and other notifications as appropriate. In addition, knowing how many of our members belong to Chapters allows the NAWCC to plan programs for members who are not Chapter members.

The Chapter Roster can be created and easily maintained on the completely secure and confidential NAWCC database. When both Chapter officers and the NAWCC know who the Chapter members are, NAWCC staff can help find new members and provide information regarding all members in your area. It will also enable the NAWCC to notify a Chapter if a member has not renewed membership. Every two months, all Chapters, except for Special Interest Chapters, will be notified by NAWCC staff through a Membership Activity Report of members who have ceased membership in the NAWCC and, thus, the local Chapter. This report also provides changes to addresses and other contact data.

By March 31 of each year, a Chapter Roster should be reviewed, corrected, and submitted to the NAWCC. The Chapter Roster should include NAWCC membership numbers and officer or committee positions held for all current members.

13.3 Managing Chapter Assets

Some Chapters have few assets and need only simple controls to manage them. A regularly updated inventory list and a statement of where Chapter assets are located, including financial assets and who is authorized to manage the assets, are needed. Other Chapters have considerable property and equipment that require more extensive oversight by Chapter officers and members.

The protection of copyrights and intellectual property does not apply to every Chapter, but it will apply to those who have published original educational material or who manage extensive material on the internet. For assistance, contact the NAWCC.

13.4 Handling Chapter Finances and Dues

Chapter meetings will naturally incur expenses (e.g., rental of room and/or tables; food; and purchase of equipment, supplies, and speaker). The Chapter needs to determine how to finance those operations. Typically, Chapter activities are funded through one or more of the following methods:

- Members are charged an annual Chapter membership fee.
- Members and guests are charged a nominal entrance (registration) fee and mart table(s) fee (if offered).
- The Chapter hosts or co-hosts a Regional event or other event and uses the surplus to finance operations throughout the year.

Chapters will also incur ongoing operating expenses (office supplies, postage, telephone expenses, newsletter publication, website fees, etc.). These expenses need to be factored in when preparing an annual budget and establishing Chapter meeting or membership fees.

Usually, there is an initial adjustment period for the Chapter to find the right rates to charge for fees, based on attendance revenues and Chapter expenses.

The Chapters will keep a written record of their ongoing operating expenses and income. Simple computer programs to maintain these records and prepare reports are available, although a simple ledger will be sufficient.

The Chapter treasurer will prepare and publish an annual financial report, which shall be available to the Chapter members, upon request. This report is necessary and should be reviewed with the Chapter officers prior to release. A short presentation at a Chapter meeting and a simple report on Chapter financial status in the newsletter are helpful. A review of the treasurer's report by a Chapter officer or a designated alternate shall be conducted prior to the release of the report and whenever a Treasurer change occurs. A copy of the annual financial report may also be submitted to the NAWCC for the Chapter file as part of the Chapter survey. A typical financial report should include both a Balance Sheet (statement of assets and liabilities) and an

Income Statement, or a Combined Operating Statement only. The specific form or forms to use can be determined by the Chapter consistent with the nature of its activities. A brief narrative may also be appropriate to highlight significant happenings and provide appropriate information. Refer to Appendix B for sample operating, balance, and income statements.

If a Chapter's Charter is recalled based upon direction by the NAWCC and/or the Chapter is dissolved, all remaining funds and assets must be transferred to the NAWCC or a similar not-for-profit organization as defined in Article 4.3 above. No individual member is at any time entitled to the funds or assets of a Chapter except for the reimbursement of legitimate expenses.

13.5 Reporting to Government Entities

Chapters are required to complete any reports, registrations, or forms that may be required by their respective national, state or province, or local governments.

14.0 CHAPTER PRIVILEGES

14.1 Use of the NAWCC Name, Acronym, and Logo

The NAWCC name, acronym, and logo are owned and trademarked by the National Association of Watch and Clock Collectors, Inc., consistent with applicable U.S. laws and regulations, and may only be used by the Chapter, with limited license, in the furtherance of the NAWCC's objectives and goals. Copies of all usage shall be provided to the NAWCC for information purposes. Chapters may create and use their specific logo without any NAWCC restriction/approval.

14.2 Use of Membership Information

The NAWCC and the Chapter shall be joint owners of the list of names, mailing addresses, email addresses, and phone numbers of individuals who are members of both the NAWCC and a Chapter. Neither the Chapter nor the NAWCC will use membership information for personal solicitation or provide membership information to any third party to solicit, license, offer, or advertise the products or services to NAWCC members. A Chapter has the right to use this list of NAWCC Chapter member names and addresses only for the internal, non-commercial purposes of the Chapter, which does not include providing membership information to any third party to solicit, license, offer, or advertise the products or services to NAWCC members. The NAWCC is the exclusive owner of the names, mailing addresses, email addresses, and telephone numbers of members who do not belong to a Chapter. Refer to the NAWCC Digital Privacy Statement on nawcc.org.

15.0 SERVICES FROM THE NAWCC

One of the primary functions of the NAWCC is to assist the Chapters in carrying out their mission. The NAWCC not only provides lists of members in each geographic area and other information about the formation of a new Chapter but also stands ready, once the Chapter is chartered, to assist the new Chapter in maintaining and increasing its membership. The following list of services is current as of this publication, but changes may occur in available services and fees charged.

15.1 Insurance

The NAWCC annually negotiates a group policy that is available to individual Chapters at the group rate. In most cases this reduces the cost of insurance to the Chapter. Contact the Controller at the NAWCC for further information. Insurance is not required, but it does provide additional protection to Chapter officers and members.

15.2 Services Available at No Charge

- Providing to a designated Chapter officer the names and mailing addresses of new members and members who have moved into the Chapter's area, members dropped from membership due to death, nonpayment of dues, and moving from the Chapter's area.

- Publication of Chapter Highlights, in every issue of the *Mart and Highlights*.

The following templates can be found on nawcc.org under Chapter Support>Chapter Foundation Documents:

- Chapter Charter 501c(7)
- Chapter Charter 501c(3)
- Petition for New Chapter
- Approved Chapter Charter

APPENDIX A

CHAPTER BYLAWS TEMPLATE

Article 1: Officers, Directors, and Chairs Section 1: Officers

The duties of the officers shall be the usual duties pertaining to these offices. The officers shall constitute the Executive Committee of the Chapter, which shall have authority to carry out the business of the Chapter between meetings of the Board. They shall also perform such other duties as may be assigned to them by a majority vote of the full Board. General duties of the officers shall include but not be limited to the following:

President

The President shall provide active and responsible leadership to the Chapter. The President shall conduct regular meetings of the Board and the membership. He/she shall coordinate the activities of the other officers and Directors and appoint members to Regular or Special Committees. The President shall be the Chair of the Executive Committee and an ex-officio member of all committees except the Nominating Committee.

Vice President

The Vice President shall serve as Program Chair and make all necessary arrangements for programs of membership meetings. The Vice President shall serve in the capacity of President in the absence of the President.

Secretary

The Secretary shall record the minutes of the Chapter Board and membership meetings. The Secretary shall maintain all previous Chapter minutes and governing documents. The Secretary shall oversee the Chapter's correspondence, including Chapter Highlights to the *NAWCC Mart & Highlights*.

Treasurer

The Treasurer shall be responsible for all Chapter funds, maintaining checking and savings accounts as directed by the Board. The Treasurer shall pay all normal operating expenses and other necessary expenses as directed by the Board. The Treasurer shall make regular reports to the Board and an annual report to the members. The Treasurer shall collect entrance fees at membership meetings.

Section 2: Immediate Past President

The Immediate Past President shall be a voting member of the Board and chair the Nominating Committee. In addition to his/her other duties, the Immediate Past President shall conduct an audit of the Treasurer's report.

Section 3: Directors

Directors are appointed by the Board and shall include but not be limited to the positions described in this Section 3. The duties of the Directors shall be determined at the beginning of each administration as agreed upon by the Board. These duties may include, but are not limited to:

Mart Director

The Mart Director shall supervise and conduct all activities of the mart. The Mart Director shall ensure all activities are confined to horological items.

Membership Director

The Membership Director shall be charged with conducting all membership activities, including solicitation of members, the welcome of new local members and guests, the collection of dues, and the maintenance of membership records.

Publicity Director

The Publicity Director shall be charged with providing general information and publicity concerning the Chapter, its members, and their collections to newspapers, magazines, and radio and television. The Publicity Director shall act as Chapter Photographer or arrange for a photographer and provide photographs of Chapter activities to the Secretary for the *NAWCC Watch & Clock Bulletin*.

Section 4: Chairs

The President may appoint specific chairs at any time as may be required for the welfare of the Chapter. These chairs may serve as advisory members of the Board, but they are not voting members. The chairs may include but are not limited to:

Door Prize Chair	Regional Chair
Exhibit Chair	Security Chair
Hospitality Chair	Webmaster Chair
Mart Chair	Workshop Chair
Program Chair	

Section 5: Compensation

No officer, Director, or other member of this Chapter shall receive any compensation for his/her services to the Chapter.

Reimbursement of expenses for purchases made at the request of the Chapter or to conduct Chapter business as authorized by these Bylaws or by the Board may be obtained by submitting an expense statement with all receipts submitted to the Treasurer. Expenses incurred by the Treasurer may be reimbursed on approval by the President.

Section 6: Term of Office

The term of office for officers and Directors shall be two years. Any Director position is considered an office. Officers and Board members shall commence their duties after adjournment of the meeting at which they are elected.

Article 2: Board of Directors**Section 1: Composition**

The Board of Directors (Board) of the Chapter shall consist of the officers, Directors, and the immediate Past President.

Section 2: Duties

The Board shall be the governing authority of this Chapter. The Board may delegate to the elected officers any special duties and assignments. The Board shall have final decisions in all disputed matters, subject to ratification by membership. The Board shall be the custodian of all property of the Chapter. The Board shall have full and final authority to determine all questions of policy not otherwise provided for in the Charter and Bylaws.

Article 3: Meetings and Elections**Section 1: Time and Place**

Membership meetings shall be held at regular intervals as established by the Board. The Board may also designate special meetings as needed. Members shall be sent notices of all membership meetings in sufficient time to encourage good attendance. The Board shall hold separate meetings to plan and organize Chapter activities to effectively manage the Chapter. These meetings should be open to interested Chapter members and should be posted in the newsletter.

Annual elections shall be held in a designated month, and the installation of officers shall be done at the next regular Chapter meeting.

Section 2: Nominations

A Nominating Committee of three members appointed by the Board and chaired by the immediate Past President shall place in nomination the names of candidates proposed for each vacant office at a designated membership meeting. Other nominations may be made by any member from the floor. Whenever possible, at least two candidates shall be nominated for each vacant office, subject to the limitation of willingness to serve.

Section 3: Elections

An election ballot can be published in the designated newsletter. The vote can be taken by secret ballot. Ballots may be delivered to the Nominating Committee at any time prior to the designated date. Ballots must contain the voter's NAWCC number. Each member is entitled to one vote. The candidate receiving the most votes shall be declared to that office.

Section 4: Vacancies

Should a vacancy occur in any office, the Board may appoint a successor to fill the unexpired term.

Article 4: Quorum

Section 1: Membership Requirement

At any meeting of the Chapter, members attending in good standing shall constitute a quorum for the transaction of business.

Section 2: Board Requirement

A majority of the full Board shall constitute a quorum for the transaction of business.

Article 5: Membership and Guests

Section 1: Membership

A candidate may be admitted to membership of the Chapter provided (1) he/she is a member in good standing of the NAWCC and (2) has paid current dues as specified from time to time by the Board. Dues are payable on January 1 of each year. Members who are delinquent after April

1 shall be dropped from active membership and will no longer receive the Chapter newsletter. Membership shall be denied or revoked only upon a two-thirds majority vote of the full Board. Such decisions may be appealed to general membership at any Chapter meeting; a majority of votes cast (quorum applies) will be sufficient to restore membership.

Section 2: Guests

Guests are welcome to any meeting of the Chapter except special meetings for which the Board has directed otherwise, and members have been advised in writing in advance of the meeting.

Guests, including NAWCC members from other Chapters and spouses or significant others, are permitted to participate in the mart in accordance with the NAWCC National Friends and Family Policy, when adopted by the Chapter. An individual may be limited to guest status on three occasions only.

Section 3: Honoree Lifetime Membership

An Honoree Lifetime Membership may be granted by a majority vote of the full Board to individuals who, in the opinion of the Board, have advanced the goals of the Chapter in an exemplary manner, and further provided the individual understands that he/she must maintain his/her membership in the NAWCC to retain

the Honoree Lifetime Membership in the Chapter. The Honoree Lifetime Membership has all the benefits and privileges of Chapter membership at no cost to the honoree.

Article 6: Amendments

Amendments of these Bylaws may be proposed in the following manner:

- By proposal for an amendment at a regular Board meeting.
- By proposal for an amendment at a regular Chapter meeting by any member.

Ratification and adoption of the amendment shall be by a two-thirds majority vote of the full Board, a quorum being present at a Board meeting designated for that purpose. If a proposal for an amendment is made and adopted in accordance with this Article 6, the same shall be published and made known to all Chapter members through the Chapter newsletter.

APPENDIX B**FINANCIAL STATEMENT TEMPLATES**

A simple set of Financial Statement Templates are provided for consideration and use. Chapters are free to modify these templates or use a different set to suit their own conditions.

Operating Statement (Attachment A)

The example below of an Operating Statement is provided for Chapters that have only one asset, which consists of only cash, and do not have to file a tax return: a very simple one-statement approach, referred to as an Operating Statement, might be used. It is estimated that most of the Chapters will utilize this Operating Statement.

Balance Sheet and Income Statement (Attachment B)

The Balance Sheet is a statement of financial condition as of any given date or simply a statement of assets and liabilities. The Income Statement is a statement of financial results of operations for any given period. They can be prepared from whatever set of “books” that are used to do Chapter accounting, such as a checkbook or a spreadsheet. They can be prepared either on a cash basis, which simply is the result of cash income and expenditures, or an accrual basis, which follows the more generally accepted rules of accounting. Most, if not all, Chapters will probably use the cash basis because it is simpler and depends less on accounting knowledge. Cash basis is accepted for tax purposes. If a Chapter acquires assets that it wishes to capitalize or wishes to use accrual accounting to sort out the timing of payments from the proper accounting for them, it is recommended that someone with accounting experience be engaged either from within the Chapter or outside.

These templates are readily adaptable to spreadsheets done by hand or computer-based software.

Templates can be provided for MS Excel or Open Office programs and assistance can be given by simply contacting the CRC.

ATTACHMENT A TO APPENDIX B

Operating Statement Template for Chapters with Only One Asset

CHAPTER Name, Chapter No. of the NAWCC, Inc. Operating Report

Cash at the beginning of the Period (State period) XXXXX

INCOME:

Income (List as required) XXXXX

Total Income: XXXXX

EXPENSES:

Expenses (List as required) XXXXX

Total Expenses: XXXXX

Excess of Income over Expenses XXXXX

Cash at End of Period (State period) XXXXX

LIST OF CASH ACCOUNTS:

XYZ Bank Checking Account XXXXX

XYZ Bank Savings Account XXXXX

TOTAL (Should be equal to Cash at End of Period) XXXXX

ATTACHMENT B TO APPENDIX B*(Page 1 of 2)***BALANCE SHEET TEMPLATE**

CHAPTER NAME
 BALANCE SHEET
 DATE
 PERIOD COVERED (Example, Year Ended 12/31/2022)

ASSETS

Cash	XXXXXX
Other Assets (List as required)	<u>XXXXXX</u>
Total Assets	<u>XXXXXX</u>

LIABILITIES AND NET WORTH

Liabilities (List as required)	<u>XXXXXX</u>
Total Liabilities	<u>XXXXXX</u>

Net Worth

Net Worth Beginning of Period	XXXXXX
Net Income	<u>XXXXXX</u>
Net Worth End of Period	<u>XXXXXX</u>

Total Liabilities and Net Worth	<u>XXXXXX</u>
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ATTACHMENT B TO APPENDIX B*(Page 2 of 2)***INCOME STATEMENT TEMPLATE**

CHAPTER NAME

INCOME STATEMENT

PERIOD COVERED (Example, Year Ended 12/31/2022)

	<u>Current Year</u>	<u>Last Year (if desirable)</u>
<u>Revenues</u>		
Income (List as necessary)	<u>XXXXX</u>	<u>XXXXX</u>
Total Revenues	<u>XXXXX</u>	<u>XXXXX</u>
<u>Expenses</u>		
Expense (List as required)	<u>XXXXX</u>	<u>XXXXX</u>
Total Expenses	<u>XXXXX</u>	<u>XXXXX</u>
Net Income	<u>XXXXX</u>	<u>XXXXX</u>

LIST OF CASH ACCOUNTS:

XYZ Bank Checking Account	<u>XXXXX</u>
XYZ Bank Savings Account	<u>XXXXX</u>

TOTAL (Should be Equal to Cash at End of Period)	<u>XXXXX</u>
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APPENDIX C

CHAPTER RECALL

1.0 Purpose

Over the course of operation, a time may come when the officers of a specific Chapter may determine that it has no option but to recall the Chapter and return its Charter to the NAWCC. This procedure is designed to identify the steps to be taken by the Chapter and the CRC to ensure the proper handling of this process.

2.0 Definitions

2.1: Chapter Relations Committee (CRC): A committee established by the NAWCC to act as an intermediary between the individual Chapters and the NAWCC. In addition, it is responsible upon request to aid the individual Chapter in ensuring its viability, vitality, and growth.

2.2: NAWCC: National Association of Watch and Clock Collectors, Inc., Columbia, PA

3.0 Chapter Action

3.1: **Intent to Recall**: The Board of Directors of the Chapter shall call a meeting of its officers, identify the specific rationale for the action, and conduct a formal vote to recall. A majority vote by the officers is necessary for the vote to be binding.

3.2: **Notice to Chapter Members**: After the majority vote is obtained, as described in paragraph 3.1 herein, the Chapter members in good standing shall be notified in writing of the intent to recall, citing the specific rationale and provide the membership with an opportunity to revitalize the Chapter.

3.3: **Revitalization of the Chapter**: Should the Chapter membership establish a viable plan to avoid the recall of the Chapter, elections should take place in a timely manner to seat new Chapter officers who will carry out the plan. Some or all of the existing leadership may need to resign to hold new elections. The CRC shall be advised of any change in leadership as soon as possible.

3.4: **Failure to Revitalize**: Should the step identified in paragraph 3.3 herein result in a vote to recall, then the President of the Chapter shall notify the CRC, in writing, of the decision and provide the following:

3.4.1: Copy of the Notice to Chapter members identified in paragraph 3.2

3.4.2: Results of the action identified in paragraph 3.4

3.4.3: List of all Chapter members in good standing, including NAWCC number

3.4.4: Identification of Chapter assets (bank and physical assets) along with a plan for distribution to another not-for-profit organization

3.4.5: A plan for the return of the Chapter Charter to the attention of Member Services Manager at the NAWCC

4.0 CRC Action

4.1: **Revitalization of the Chapter**: Upon receipt of the Chapter's revitalization letter, the CRC shall contact the new Chapter President and provide the President with requested support, to the extent possible. In addition, the CRC shall advise the NAWCC of the change in the Chapter's Board of Directors along with the names and contact information of the replacing officers.

4.2: **Failure to Revitalize**: Upon the CRC's receipt of the intent to recall, the CRC shall notify the NAWCC Board of Directors and suggest acceptance of the Chapter's intention along with the following mitigating actions if possible.

4.2.1: Solicit and obtain approval for the recalling Chapter to combine with another Chapter in the area. This combining will include providing the receiving Chapter all the assets of the recalling Chapter. Members in good standing of the recalling Chapter will automatically become members in good standing of the receiving Chapter.

4.3: **Failure of recalling Chapter to Return Assets**: The assets of the recalling Chapter do not belong to any

one or group of individuals. Assets are required to be turned over to another not-for-profit organization as already discussed. Should the officers of the dissolving Chapter refuse to comply they shall be subject to NAWCC measures including expulsion, and all applicable legal measures.