



National Association of Watch and Clock Collectors, Inc.
Board of Directors In-Person Meeting
July 12, 2023 @ 8:00 am Eastern Time
NAWCC Watch & Clock Museum, Columbia, PA

OPEN MEETING – FINAL MINUTES

DIRECTORS PRESENT

Leroy Baker, Director	Bob Burton, Director	John Cote, Director
Renee Coulson, Director	Eliel Garcia, Director	Cathy Gorton, Director
Jarett Harkness, Director	Sherry Kitts, Secretary	Rhett Lucke, Chair
Philip Morris, Director	Geoffrey Parker, Director	Jeff Zuspan, Director

EX-OFFICIO MEMBERS PRESENT

Rory McEvoy, Executive Director*	Myron Mintz, Legal Counsel
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*present for morning session

ITEM	SUBJECT	LEAD
1	Call to Order Chair Lucke called the meeting to order at 8:05 am EDT.	Chair Lucke
2	Welcome, Introductions, Meeting Procedures & Announcements Chair Lucke welcomed all present, including visitors Fortunat Mueller-Maerki and Tom McIntyre, as well as outgoing Board members Jay Dutton and Rich Newman. Robert’s Rules of Order for Small Boards will be followed.	Chair Lucke
3	Board of Directors Code of Ethical Conduct Affidavits Signed affidavits were collected from all continuing and new Board members and provided to Sarah Gallagher for retention at headquarters.	Secretary Kitts
4	Seating of the New Board On behalf of the Nominating and Elections Committee (NEC), NEC member Rich Newman seated the elected and appointed board members Eliel Garcia, Jarett Harkness, Geoffrey Parker, and Jeff Zuspan. In addition, Jay Dutton and Rich Newman were seated on the NEC.	Rich Newman, NEC
5	Roll Call Secretary Kitts called roll and verified all Directors for the 2023-2025 Board were present.	Secretary Kitts

ITEM	SUBJECT	LEAD
6	Appointment of Tellers for Officers Election Rich Newman, acting for the NEC, was appointed Teller for the Election of Officers for the 2023-2025 Board.	Chair Lucke
7	Election of Officers <ol style="list-style-type: none"> <li data-bbox="289 438 1214 499">a. Chair Election: Director Kitts nominated Rhett Lucke for 2023-2025 Chair. Second by Director Cote. PASSED BY UNANIMOUS CONSENT. <li data-bbox="289 543 1214 642">b. Vice-Chair Election: Director Burton nominated Renee Coulson for 2023-2025 Vice-Chair. Second by Director Gorton. PASSED BY UNANIMOUS CONSENT. <li data-bbox="289 686 1230 747">c. Secretary Election: Director Coulson nominated Sherry Kitts for 2023-2025 Secretary. Second by Director Parker. PASSED BY UNANIMOUS CONSENT <li data-bbox="289 791 1214 852">d. Treasurer Election: Director Baker nominated Bob Burton for 2023-2025 Treasurer. Second by Director Cote. PASSED BY UNANIMOUS CONSENT. 	Rich Newman, NEC
8	Lancaster Convention Stats/Readiness/Needs <ul style="list-style-type: none"> <li data-bbox="289 936 1182 997">• Director Baker was thanked for stepping up to Co-Chair after the loss of Lu Sadowski and Jim Price. <li data-bbox="289 1005 1214 1066">• We are ambassadors; there will be issues, but abuse of volunteers will not be tolerated. Also, if a serious security issue, involve professional Security. <li data-bbox="289 1075 1182 1136">• The loading dock is constrained but we have a great crew of volunteers to manage defined groups of table holders during load-in. <li data-bbox="289 1144 727 1169">• We have a great slate of lecturers. <li data-bbox="289 1178 1019 1203">• Kudos to Alex Simpkins and Geoff Parker for their A/V work. <li data-bbox="289 1211 800 1236">• Workshops by AWCI, HSNY, and NAWCC. <li data-bbox="289 1245 800 1270">• WWT is in progress today and tomorrow. <li data-bbox="289 1278 971 1304">• The banquet is sold out (over 250 banquet tickets sold). <li data-bbox="289 1312 699 1337">• There are 956 pre-registrations. <li data-bbox="289 1346 930 1371">• Revenue is at \$124,946 – significantly above budget. <li data-bbox="289 1379 1068 1404">• 520 tables have been sold – there are only 24 sellable tables left. <li data-bbox="289 1413 800 1438">• Old Timers and Fellows luncheon is at 64. <li data-bbox="289 1446 954 1472">• Mart Bucks will be redeemed at the NAWCC Gift Shop. <li data-bbox="289 1480 1198 1579">• Much effort went into getting sponsors including Breitling, Brent Miller, and Jones-Horan. Director Cote encouraged all to thank them for their support. Chair Lucke encouraged us to thank the table holders as well. <li data-bbox="289 1587 857 1612">• Help for the Appraisal fair will be appreciated. <li data-bbox="289 1621 1149 1701">• Director Garcia advised that Hamilton is opening a boutique store in downtown Lancaster and our patronage would be appreciated. 	Co-Chairs Baker & Newman

ITEM	SUBJECT	LEAD
9	<p>Time Symposium – Lancaster Legacy Update</p> <ul style="list-style-type: none"> • Over 90 are now registered. • The Bowman School can be toured on Sunday from noon to 1 pm. • A slight surplus of \$1,050 is being realized. • Breakout of Sunday only suggested by Director Compton was very successful. • Laura Taylor, NAWCC Publications, was lauded for the program she designed. • ED McEvoy expressed appreciation for all Director Gorton has done, and added that Sarah Gallagher has also been a big help. • Chair Lucke thanked all involved in making the Symposium, as well as the Convention, a success. 	ED McEvoy/ Director Gorton
10	<p>Approval and Amendment of Agenda</p> <p>MOTION by Secretary Kitts: That the Board approve the agenda as presented to include all expected and new business.</p> <p>SECOND by Director Parker.</p> <p>MOTION PASSED BY UNANIMOUS CONSENT.</p>	Secretary Kitts
11	<p>MOTION by Secretary Kitts: That the Board approve the Minutes of the June 6, 2023 Board of Directors Meeting as presented.</p> <p>SECOND by Director Cote.</p> <p>MOTION PASSED BY UNANIMOUS CONSENT.</p>	Secretary Kitts
12	<p>MOTION by Convention Committee Co-Chair Kitts: to approve the proposed revisions to the Regional Meeting Guide and the corresponding changes to the Convention Committee Procedures as previously presented for review.</p> <p>SECOND by Director Zuspan.</p> <p>MOTION PASSED BY UNANIMOUS CONSENT.</p>	Convention Committee Co- Chair Kitts
13	<p>Approval of Legal Counsel</p> <p>MOTION by Chair Lucke: That Myron J. Mintz, having agreed to serve in such capacity be and is herewith appointed NAWCC Legal Counsel for the term of the present Board (2023-2025), as provided in the Standing Rules, Article III, Section 3.</p> <p>SECOND by Director Coulson.</p> <p>MOTION PASSED BY UNANIMOUS CONSENT.</p>	Chair Lucke

ITEM	SUBJECT	LEAD
14	Approval of Authorized Signatures for Transaction of NAWCC Business	Chair Lucke
	<p>MOTION: That the following positions are authorized to transact business for the NAWCC Banking accounts and will require two signatures (except for payroll checks) to be in effect from July 2023 through July 2025: Executive Director, Controller, and Human Resources Manager.</p>	
	<p>SECOND by Secretary Kitts.</p>	
	<p>MOTION PASSED BY UNANIMOUS CONSENT.</p>	
	<p>MOTION: That the following positions are authorized to transact business for the NAWCC Investment accounts and will require two signatures to be in effect from July 2023 through July 2025: Board Treasurer, Executive Director, and Controller.</p>	
	<p>SECOND by Director Cote.</p>	
	<p>MOTION PASSED BY UNANIMOUS CONSENT.</p>	
15	Resolution of Appreciation for Departing Board of Directors Volunteers	Chair Lucke
	<p>MOTION: That the Board of Directors approve the following Resolution:</p>	
	<p>WHEREAS, Tom Compton, Jay Dutton, Rich Newman, and Ralph Pokluda have served their respective terms as elected or appointed Directors or Officers of the NAWCC Board of Directors, and</p>	
	<p>WHEREAS, these NAWCC members have provided their services to the NAWCC in these essential governance positions freely of their own will as volunteers without compensation, on behalf and in the interest of the Association, its purposes, and its members,</p>	
	<p>THEREFORE, be it resolved and incorporated in the minutes of this meeting that they are herewith commended for the exemplary services to the NAWCC and to the NAWCC Board of Directors.</p>	
	<p>SECOND by Treasurer Burton.</p>	
	<p>MOTION PASSED BY UNANIMOUS CONSENT</p>	
	<p>Chair Lucke expressed his appreciation for the working dynamics and relationships of the Board. It has been a pleasure to work with this Board amidst challenges of COVID and the loss of Jim Price, to have Rich Newman’s guidance, and the attention given to the financials by Jay Dutton.</p>	

ITEM	SUBJECT	LEAD
16	Resolution of Appreciation for Departing Nominating and Elections Committee Volunteers	Chair Lucke
	<p>MOTION: That the Board of Directors approve the following Resolution:</p> <p>WHEREAS, Carroll Wolfe and Jerry Thornsberry have served their respective terms as elected or appointed members of the Nominating and Elections Committee, and</p> <p>WHEREAS, these NAWCC members have provided their services to the NAWCC in these essential governance positions freely of their own will as volunteers without compensation, on behalf and in the interest of the Association, its purposes, and its members,</p> <p>THEREFORE, be it resolved and incorporated in the minutes of this meeting that they are herewith commended for the exemplary services to the NAWCC and to the NAWCC Board of Directors.</p> <p>SECOND by Secretary Kitts</p> <p>MOTION PASSED BY UNANIMOUS CONSENT</p> <p>Chair Lucke noted that it is tough to get members to step up and donate their resources to a term on the Board. If any Director knows of a great and willing candidate, please provide the names to the NEC.</p>	
17	Treasurer’s Report	Treasurer Burton
	<p>Doug Berman and Michelle Frye of RKL joined us via ZOOM. They completed the audit of March 2022 – March 2023 financials and found no exceptions or problems. Therefore, rather than the audit itself, the report to the Board was the focus of the discussion.</p> <ul style="list-style-type: none"> • There was a minor asset adjustment increase of \$5,000. • Significant changes result from the adoption of a new accounting procedure. • Leases and gifts in kind will require more detailed reporting. • RKL advised that it would benefit NAWCC to consider consolidating some restricted funds. • Decrease in assets are driven by the decrease in market values and depreciation expenses. • Income decrease is due to (1) PPP loan forgiveness was a singular event, and (2) two large gifts were also singular events not repeated. • Jay Dutton noted that we had one more year on the 5-year contract with RKL, and that we have retained some of the same accounting talent at YPTC due to the loss of our Controller. In tight market we have had 3 credible applications for the Controller position. • Going forward, we will have a detailed quarterly report, and a simpler monthly report, which should hold down expenses with YPTC. 	

ITEM	SUBJECT	LEAD
18	Executive Director Report	ED McEvoy
	<ul style="list-style-type: none"> • Relationship between headquarters and the Board is a successful partnership. • The greatest challenge is seen to be the world class facility which needs attention to maintain its quality condition for the next 25 years. • HVAC upgrades are the most pressing need. Thanks to the Board for the approval of the contract with GMS, which has been successful in obtaining the \$1M grant to start the necessary work. This will support Phase 1 of the upgrades - replacement of the main air handling unit with a more economical, efficient, and sustainable unit. • We have a priority list of upgrades. \$1M will not complete the necessary work, but we have an opportunity to receive \$2.5M over the next 10 years. This additional funding would see us through Phases 2 and 3 of the effort. • There are many requirements to be met to receive the \$1M reimbursement and we must be sure to satisfy them. • Jay Dutton, Cathy Gorton, and Steve Strock are on the HVAC Task Force. • We have had great support from our local and state governmental entities. • Headquarters has been hosting several events, promoting the use/rental of the lecture theater, and engaging local schools. • Communication is being developed. The monthly newsletter has been a big success in getting response and participation. The YouTube videos that have been produced have a growing subscriber base. Alex Simpkins (IT) is scheduled to do hands-on videos with Ken DeLucca. • Education has been resurrected in a big way. Ken DeLucca was recognized for the donation of two days of his time to educate the staff. • The School of Horology building itself has been cleaned up and revitalized. We should all be proud of the School. We are hoping to get sponsorships for a sterile room devoted to watch repair and restoration. • Documents associated with or stored at the school have been reviewed and those not needed have been discarded, and those not needed in physical form have been digitized. (“have been” editorially added before “discarded” on 2023-08-06) • The support of the Board for the \$7.5 thousand expenditure for IT upgrades is much appreciated. The system is much better now. • With regard to the museum, the development of the Public Time Gallery, the presentation of special donations such as the skeleton clocks, and the support of Hamilton for the display of their watches has greatly raised the relevancy and the visitor experience of the museum. • The special S-Town Exhibit is impressive. Many thanks to Philip Morris and Bill Tatum. • Director Garcia noted that once a company such as Breitling gets involved, the others will want to be involved. Many watch companies do not have enough repair techs and with our school we have a chance to capitalize on this fact. 	

ITEM	SUBJECT	LEAD
19	<p>Development/ Strategic Planning Discussion</p> <ul style="list-style-type: none"> We will not see 30,000 members again, so Development is extremely important. Encouragement of endowment funding is imperative. All Board members are contributing their resources to support the long-term sustainability of the NAWCC. It is important that the museum impress potential supporters with the worthiness of the cause via the excellence, relevance, and value of the displays. Details of how to direct donations drawn from QR Codes need to be worked out. It is suggested that a means to encourage donators to cover the credit card cost be included in the software. Jones-Horan is not able to do a live charitable auction at this time, but are glad to support the organization with an online charitable auction. Operating costs of the museum and headquarters has been significantly reduced by eliminating duplication, using in-house talent, and decreasing dependency on external supports. Applying increased attention to social media has proved effective in drawing interest. <p>Chair Lucke remarked that ED McEvoy has shown himself to be not only a great curator, but also a great leader and administrator.</p> <p>Following the Development Discussion, Chair Lucke adjourned the Board at 11:30 am EDT for lunch, to be followed by Executive Session, prior to resuming the Regular Open Session.</p>	Director Cote/ ED McEvoy
20	<p>Call to Order (following Executive Session)</p> <p>The Board was reassembled to complete the Open Session. Chair Lucke called the meeting to order at 2:35 pm EDT.</p>	Chair Lucke
21	<p>Roll Call</p> <p>Roll Call was taken and all Board Directors were present, as well as Legal Counsel Myron Mintz.</p>	Secretary Kitts
22	<p>Final Report of the National/Regional/Symposium (NRS) Task Force</p> <p>The Convention Committee, the Chapter Relations Committee, and the Symposium Committee were the three committees involved in steering the considerations, actions, and recommendations of this Task Force. The power point presentation included the directive forming the Task Force, the members and consultants, dates of interim reports, the issues addressed, the impacts to Convention Committee Procedures, characteristics of and recommendations for Regionals, recommendations for consideration at headquarters, recommendations for the Board to consider, and decision to disseminate information through the Chapter Relations Committee. The Board recommendations are to be considered one at a time at subsequent Board meetings as time permits. The complete power point presentation will be available to Directors with the final minutes.</p>	Co-Chairs Baker, Burton, & Kitts

ITEM	SUBJECT	LEAD
23	<p>Status of Quarterly Chapter Relations ZOOMs</p> <ul style="list-style-type: none"> • One Zoom meeting was held in January. Frank Webster discussed how to set up a ZOOM meeting. Social Media is the possible topic of the next meeting. • A suggestion was made that headquarters help with a generic website that all Regionals could use to adopt for their specific event, uploading their information to the appropriate “pages” of the website. • Chapters are struggling and need help. But we need to be cautious not to overload headquarters. • The mission of Chapter Relations is to make the Chapters feel supported. Social media is an important element of Chapter Relations as an external outreach. Internally, the Chapter Relations ZOOMs are very important. • Offers were made by Directors to help with visibility of Chapters and Regional events via social media. • In the interest of Development, sponsors could be involved in helping us with outreach – putting a “rack card” in with processed orders, for instance, or writing an article about their National Convention display. <p>It was decided that:</p> <ol style="list-style-type: none"> (1) Chapter Relations should present some opportunities at the next Board meeting and get feedback from the Board. (2) The format and makeup of a Social Media support group should be discussed at the next Board meeting. (This will also fulfill the subject for the first recommendation of the NRS Task Force to be brought before the Board.) 	<p>Chapter Relations Chair Burton (Director Zuspan has agreed to Chair this Committee going forward)</p>
24	<p>Regional Board Representatives</p> <p>The following have volunteered for the next 6 months of Regionals:</p> <p>Rocky Mountain (7/28-7/30) – there is no one available for this event</p> <p>Eastern States (8/25-8/26) – Bob Burton</p> <p>All Texas Chapters (8/25-8/27) – Jarett Harkness</p> <p>Mid-South (9/1-9/2) – John Cote</p> <p>MKOA (9/22-9/23) – Rhett Lucke</p> <p>Mid-Eastern (11/3-11/4) – El Garcia</p> <p>North Coast (11/10-11/11) – Geoff Parker</p> <p>Kentucky Thoroughbred (1/19-1/20) – Bob Burton</p> <p>Southwest California (no date yet) – John Cote</p>	<p>Chair Lucke</p>

ITEM	SUBJECT	LEAD
25	<p>MOTION: To accept the National Committee Reports as submitted by the Committee Chairs (These reports were provided under separate cover for review prior to the meeting, and will be published in the Watch & Clock Bulletin.)</p> <p>SECOND by Director Cote</p> <p>MOTION PASSED BY UNANIMOUS CONSENT</p>	Chair Lucke
26	<p>MOTION: To accept the Committee Chairs as proposed in Executive Session:</p> <p>Awards: Bob Pritzker, CAN Ethics: Tom L. Brown, AR Finance: Robert Burton, KY Governing Documents: Renee Coulson, TN Library Collections: Rich Newman, IL, & William F. Ward, PA, Co-Chairs Museum Collections: Philip Morris, AL Nominating & Elections (NEC): To be elected by the NEC members Chapter Relations: Jeff Zuspan, TX Development: John Cote, IN (until replacement identified) Membership: Leroy Baker, WI Convention: Sherry Kitts, TN, & TBD, Co-Chairs Crafts: Bill Slough, TX Ward Francillon Time Symposium: Cathy Gorton, CO</p> <p>SECOND by Director Coulson.</p> <p>MOTION PASSED BY UNANIMOUS CONSENT</p>	Chair
27	<p>Craft Committee Report</p> <p>Bill Slough reported on the number of entries (expects 15-20), and the number of categories represented (approximately 11 at this time). Judges have been arranged, and the infrastructure will be ready to receive and display the entries. The potential to combine some of the many categories will be investigated. Ways to increase participation are also being considered, such as making more visible previous entries as examples, dispelling any misconception that entering the competition takes the highest level of expertise, and making the entry process more accessible and visible. Young enthusiasts should be encouraged to enter the craft competition.</p>	Craft Committee Chair Slough

ITEM	SUBJECT	LEAD
28	Next Meeting: Wednesday, September 6, 2023, at 7 pm EDT by ZOOM	Chair Lucke
29	Call for any other New Business	Chair Lucke
	<p>MOTION by Governing Documents Chair Coulson: To bring the NAWCC Bylaws into alignment with the Articles of Incorporation and the Standing Rules with regard to the number of elected and appointed Board members at every two year rotation. (This was a technical omission when the Articles of Incorporation and Standing Rules changes were previously approved.)</p> <p>SECOND by Director Parker.</p> <p>MOTION PASSED BY UNANIMOUS CONSENT</p>	
30	Adjournment of the Regular Open Session	Chair Lucke
	Chair Lucke adjourned the Regular Open Session at 4:15 pm EDT.	
31	Solicit feedback from the audience.	Chair Lucke
32	Final Adjournment	Chair Lucke

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