

BY-LAWS OF THE DIABLO VALLEY CHAPTER #107  
OF THE  
NATIONAL ASSOCIATION OF WATCH AND CLOCK COLLECTORS (NAWCC)

ADOPTED 1 APRIL 2012

AMENDED 4 OCTOBER 2021

ARTICLE I  
OFFICERS AND DIRECTORS

Only a member of the Chapter in good standing shall be eligible to hold elective office.

A. Duties

The duties of the officers of this Chapter shall be the usual duties pertaining to these offices. They shall also perform any duties assigned to them by the By-Laws, by a vote of the members of the Chapter, or by the Executive Board.

1. President shall

- a. Preside at Chapter and Executive Board meetings.
- b. be an ex-officio member of all committees.
- c. appoint all committees chairs not otherwise specified by the By-Laws.
- d. write President's message for each Chapter Bulletin.
- e. provide the Secretary with copies of all records received from committees or other sources

2. Vice President shall

- a. Preside at meetings in the absence of the President.
- b. Chair the Program Committee.

3. Secretary shall

- a. record minutes of all Chapter and Executive Board meetings and make copies available to the President and Bulletin Editor.
- b. report Chapter meetings to NAWCC.
- c. report the Election of Officers and Directors to NAWCC specifying addresses of officers.
- d. be responsible for all Chapter correspondence.
- e. provide his/her successor with copies of all Chapter records

4. Treasurer shall

- a. be responsible for keeping the Chapter's financial records.
- b. be responsible for making all deposits and disbursements.
- c. be an ex-officio member of the Membership Committee.
- d. be responsible for the changing of Authorized Signatures (minimum 2).
- e. file Income Tax statements and government reports as required including those relating to the Chapter's tax-exempt organization status.
- f. report to each Executive Board meeting the amount of money in the Treasury, money received and spent since the last Executive Board meeting and any large or unusual financial events such as liabilities incurred but not yet paid.
- g. report on the Chapter's financial status at the last meeting of each calendar year.
- h. prepare an annual budget and present it to the Executive Board in January

5. Directors shall serve as members of the Executive Board and assist committee chairs as needed.

6. Immediate Past President serves as a member of the Executive Board

B. Compensation

No officer or director of this Chapter, and no member of any Committee, shall receive any compensation for services.

C. Expenditures

The officers of the Chapter and the Chairs of the various committees shall present an estimate of expenditures for the coming budgetary year. The Treasurer shall then prepare a budget for the year which shall be approved or revised by the Executive Committee at its January meeting. Expenditures over budget must receive prior approval of the President if over \$50.00. Budget and approved items shall be paid by the Treasurer when the bill is presented.

D. Terms of Office

1. The term of office of the President, Vice President, Secretary and the Treasurer shall be one year and shall begin at the conclusion of the meeting at which they are elected.
2. The President shall not be elected to more than two consecutive terms of office. All other members of the Executive Board except the Immediate Past President may succeed themselves. The Immediate Past President serves for one year.
3. Each Director shall hold office for two years. Three Directors shall be elected in odd numbered years and two in even numbered years.
4. No member of the Chapter shall concurrently hold more than one Chapter elective office.

ARTICLE II  
ELECTIONS

A. Policy

The Nominating and Elections Committee shall conduct the business of electing the Officers and Directors. As a statement of Chapter policy, it is highly desirable that both watch and clock interests be represented in Chapter programs.

B. Committee Procedure

The Committee shall prepare a list which shall contain the names of one or more candidates of the Committee's own selection based on their prior knowledge of the suitability and eligibility of the various nominees for the offices of President, Vice President, Secretary, Treasurer, and Directors.

C. Floor Procedure

The Committee's list of candidates shall be presented at the October meeting. Nominations from the floor will be called for at this meeting. Subsequent to nominations from the floor, the Committee shall verify that all candidates are willing to serve. Such candidates and the Committee's list shall comprise the official ballot.

D. Election and Installation

1. Ballots shall be mailed to each regular member with the December Bulletin. Ballots must be received by the Nominating and Election Committee prior to the start of the December meeting.
2. Ballots shall be tallied at the December meeting. The candidate receiving the largest number of votes shall be declared elected to that office. In the case of a tie vote for any office, a second vote shall be taken immediately from the members present. Those elected shall take office at the close of the December meeting.

D. Vacancy Procedure

1. The President shall declare a vacancy to exist upon learning of the death of an incumbent, upon receiving written or verbal notice of resignation, or upon a vote of the Executive Board in accordance with Section 3, below. The Nominating Committee shall present the names of one or more candidates willing and able to fill the vacancy at the next Executive Board meeting. Members of the Executive Board may also nominate candidates at this meeting. The vacant office shall then be filled by majority vote of the Executive Board. The member so elected shall hold office until the normal expiration of the term of the vacant office and shall be eligible for nomination for any office in the succeeding term.
2. If the presidency becomes vacant, the Vice President shall immediately become President and declare the office of Vice President vacant. The office of Vice President shall be filled according to Section 1, above.
3. After any elected Officer or Director misses two consecutive Executive Board Meetings without having contacted the President with reasons for such absences, the President will contact the incumbent, if possible, and report to the next Executive Board meeting the reasons for such absences. The Executive Board shall then decide by majority vote if replacement of the incumbent is in the best interests of the Chapter. If so decided, the President shall declare the office vacant, and it shall be filled according to Section 1, above.

ARTICLE III  
THE EXECUTIVE BOARD

A. Make Up

The Executive Board shall consist of the Immediate Past President, the Officers and the Directors.

B. Duties

1. uphold these By-Laws.
2. as needed delegate to the elected officers special assignments in addition to the usual duties of the officers such as conducting meetings in the absence of the President and Vice President.
3. at the January meeting, appoint a committee to audit the Treasurer's accounts annually. The results shall be reported at the February Executive Board meeting.
4. approve the annual budget at the January meeting.
5. have the final decision in all disputed matters.

C. Meetings

1. The first Executive Board meeting shall be held during the month of January. Subsequent Executive Board meetings shall be held in conjunction with regular meetings.
2. A special meeting of the Executive Board may be called at any time by the President or by a majority of the Executive Board.

D. Quorum

The presence in person or by proxy of a majority of the Executive Board shall be necessary to constitute a quorum for transaction of business. A simple majority of the quorum is required to pass a motion.

ARTICLE IV  
COMMITTEES

A. Standing Committees

1. Editorial
2. Library and Historical
3. Facilities and Mart
4. Membership
5. Nominating and Election
6. Program and Display

B. The Committee Chairs, other than the Program Chair~~man~~, shall be nominated by the President and approved by the Executive Board. They shall hold office concurrent with the term of the elected officers. An indefinite number of re-appointments is permissible.

1. The President of the chapter shall be an ex-officio member of each committee.
2. If any committee fails to perform its assigned duties, the Executive Board may dismiss the committee and name another to perform its duties.

C. Standing Committees' Duties

The duties as described herein may be augmented at any time by the Executive Board. All committee members shall submit articles for the Bulletin as requested by the President.

1. The Editorial Committee shall be responsible for publication of the Bulletin. Any member in good standing may submit material for publication in the Bulletin, The Editor may approve, reject, modify, or hold the submission for later publication. The Editor shall notify the member of the status of materials submitted in a timely manner.

2. The Library and Historical Committee shall be responsible for establishing and operating a system for lending material, including books, videos, tools, and other property to Chapter members subject to approval by the Executive Board. The committee shall announce acquisitions and acknowledge donors in the Bulletin. The Committee shall be responsible for maintaining the Chapter's historical records and a list of Chapter property. An inventory report shall be submitted to the President prior to the January meeting of the Executive Board.
3. The Facilities and Mart Committee shall be responsible for directing the operation of all facility and mart functions such as building access, set-up, mart supervision, tear-down, and clean-up.
4. The Membership Committee shall process membership applications as described in Article V of these By-Laws, verify that applicants and Chapter members (upon renewal) are members in good standing of the NAWCC, monitor meeting attendance to ensure compliance with membership and guest policies, and welcome guests.
5. The Nominating and Elections Committee shall be charged with the nominating and supervising the election of officers and directors as prescribed in Article II of these By-Laws.
6. The Program and Display Committee shall be responsible for developing and securing programs for Chapter meetings. General program topics for the April through February meetings shall be submitted to the second Executive Board meeting for approval. The Committee shall firm up programs in sufficient time to write an announcement including information on both the program and speaker for publication in the Bulletin announcing the meeting. The Committee shall also select a display theme for each meeting. This theme should tie in with the program to be presented to the extent possible.

D. Reports

In addition to the reports specified elsewhere in these By-Laws, the Executive Board shall request reports from the standing committees when deemed necessary.

E. Special Committees

Special committees may be created at any time and shall consist of one or more members appointed by the President and approved by the Executive Board. These special committees shall be responsible to the President and to the Executive Board.

1. Any special committee shall be dissolved automatically upon completion of its duties. The Chair shall forward to the President, immediately, all records pertaining to the work of the committee.

## ARTICLE V MEMBERS

A. Eligibility

Only those members in good standing with the National Association of Watch and Clock Collectors (NAWCC) shall be eligible for Chapter membership.

B. Membership

The Membership Committee shall have the authority to pass or reject any application for membership. Such a decision of the Committee may be appealed to the Executive Board whose decision shall be final. Rejected applicants shall be notified, and the fee paid shall be returned in full. The Membership Committee or the Executive Board shall be under no compulsion to state the reason for rejection.

C. Classes of Membership

1. Regular: members of NAWCC who join the Chapter. Only regular members can hold office and vote in Chapter elections.
2. Associate: Spouses, significant others, and children under 18 who live at the same address as the regular member.

D. Dues and Fees

The annual dues for the succeeding calendar year shall be set by the majority vote of the Executive Board. As the need arises, the Executive Board shall set fees for participating in Chapter activities.

E. Resignation

A member wishing to resign from membership shall so notify the Membership Committee in writing. There shall be no remission of dues. Former members may be reinstated upon application providing they were in good standing upon resignation and meet current membership requirements.

F. Roster of Members

The Roster of Members shall be kept current by the Membership Committee. The distribution of the roster shall be limited as set forth by the Executive Board.

ARTICLE VI  
CHAPTER MEETINGS

A. Regular meetings shall be held during the months of February, April, June, August, October and December.

B. Special Meetings may be called at any time by the President with the approval of a majority of the Executive Board.

C. Quorum

The presence in person or by proxy of a majority of regular members shall be necessary to constitute a quorum for transaction of business.

D. Notices

Notices of all regular or special meetings must be sent to all members not less than 10 days before the date of such meeting.

ARTICLE VII  
PUBLICATIONS

A. Bulletin

1. The official publication of Chapter 107 shall be called the Bulletin.
2. The Editor of the Bulletin shall be the Chair of the Editorial Committee. The publication of the Bulletin shall be the responsibility of said Committee. The Editor and the committee shall be responsible to the Executive Board in matters of policy.
3. The Bulletin may be copyrighted by the Editor in the name of the Chapter, at the will of the Executive Board without prejudice to the individual authors.
4. Material published in the Bulletin shall be confined to horological subjects and affairs of the Chapter.
5. The Bulletin shall be published no fewer than six times yearly.
6. The Bulletin may include a Mart Section. The purpose of the Mart Section shall be to serve members as a medium for exchange of horological materials and services. The Editor shall have full charge of assembling listings for the Mart Section, and of publishing and distributing it. The Editor shall have the power to refuse any listing he or she may consider undesirable.
7. While all listings in the Mart will be accepted as having been made in good faith, neither the Chapter nor its Officers nor the Editor shall be responsible for any losses or any misunderstandings arising from any of these listings.

B. Responsibility

Statements of opinion and/or fact made by authors of papers or articles read before or appearing in the publications of the Chapter are to be accepted as the author's own. The Chapter assumes no responsibility for the accuracy or correctness of any statement of its contributors. This statement of responsibility shall appear in each issue of the Bulletin containing any of the foregoing.

ARTICLE VIII  
PROPERTY

A. Ownership

Any property of which the Chapter may become owner shall be considered to be equally the property of all members, except that no member may remove or sell his or her share under any conditions.

B. Disposal

Should it become desirable to dispose of any property legally owned by the Chapter such disposal shall be a majority decision of the Executive Board except that disposal of property having a value of \$250 or more shall require a 2/3 majority vote of the Executive Board.

C. Custody

The Library and Historical Committee shall be the custodian of all Chapter property.

ARTICLE IX  
GUESTS

A. NAWCC members

NAWCC members may attend any Chapter activity including participation in the Mart subject to any restrictions, such as fees, imposed by the Executive Board.

B. Others

Guests, who are not members of the NAWCC, may be present at any activity of the Chapter, provided they are vouched for and accompanied by a Regular Chapter member. Only guests who are members in good standing in NAWCC may participate in the Mart. Policies regarding guests shall be set by the Executive Board.

ARTICLE X  
FISCAL YEAR

The fiscal year, for purpose of this Chapter, shall coincide with the calendar year.

ARTICLE XI  
RULES OF ORDER

The procedure of the Chapter, Executive Board and Committee meetings shall follow and be governed by Roberts Rules of Order in all matters not specifically covered in the By-Laws.

ARTICLE XII  
AMENDMENTS TO THE BY-LAWS

Amendments of these By-Laws may be proposed at a regular Executive Board meeting or by any member at a regular Chapter meeting. Ratification and adoption of the amendment shall be by a two-thirds majority vote of the full Executive Board, a quorum being present at an Executive Board meeting designated for that purpose. If a proposal for an amendment is made and adopted in accordance with this article, the same shall be published and made known to all Chapter members through the Bulletin.

AMENDMENT 1

ADOPTED 4 OCTOBER 2021

In the event that the Chapter can not hold at least three meetings in a year, that year shall not count toward the consecutive two-term limit set in Article I, D. 2.