

Winona ORC Industries  
Board of Directors Meeting  
Minutes of December 2, 2019 4:30PM

**Directors Present:** Bill Reinarts, Terry Klonecki, Ron Wenzel, John Milek, Deb McClellan, Jim Vrchota, Connie Tropple

**Advisor:** Blaine Krogh

**Staff Present:** Heidi Smith, Linda Digby

**Directors Absent:** Marie Kovecsi, Judy Herdina, Bob Peterson, Ellen Smith

John called the meeting to order at 4:45pm

**1. Review of Agenda**

Motion made and seconded (Vrchota – Reinarts) to approve the revised agenda adding the following: Bank signature card update, DEED Audit, change 401k from 403b Contribution approval, motion carried.

**2. Review of Minutes**

Motion made and seconded (Klonecki – Wenzel) with the correction of Ron Wenzel and Bill Reinarts name from 10/28/19 minutes motion carried.

**3. Finance Committee Report**

Blaine reported that the October financials had no concerns and is predicted to be the same for November and December. A motion was made and seconded (Vrchota – Klonecki) to approve October financials as presented, motion carried.

2020 Budget was distributed. A motion was made and seconded (Vrchota – Wenzel) to approve the budget as presented, motion carried.

Blaine reported that Hawkins Ash was contracted to perform the DEED Audit, nothing was found. A motion made and seconded (McClellan – Reinarts) to file as reported, motion carried.

Heidi presented a proposed 401k contribution. Motion was made to keep the company match for 2020 as "lesser of 50% of EE Contribution or 2% of gross earnings per pay period". Seconded (Vrchota – Klonecki) to approve as presented, motion carried. Motion was made and seconded (Vrchota – McClellan) to removed Michael and add Kristen to the ORC Bank signature card, motion carried.

**4. New Business**

Motion made and seconded (Vrchota – Reinarts) to approve presented slate of officers for 2020 (Vrchota – Reinarts) motion carried.

Motion made and seconded (Vrchota – Reinarts) to approve Linda Digby as ORC's Compliance Officer, motion was carried.

Compliance officer presented the annual forms and policies, will contact directors not present for their signatures

WINONA ORC INDUSTRIES

Board of Directors

Minutes, 12/02/2019

**5. Executive Director Report**

Heidi reported that IPS score of 19 was attained

CARF accreditation will begin in April

Presented Michaels retention agreement, after brief discussion it was decided that Heidi and Deb McClellan work together to finalize

All contracts are slated to increase, letters will go out this week, increases effective January 2020

A proposed meeting schedule was distributed. All approved with the calendar as set with the exception of changing the May 25<sup>th</sup> meeting to June 1<sup>st</sup> and starting at 5:00 p.m. finance to meet 30 minutes prior. Heidi will send out meeting invites.

**6. Old Business**

A doodle poll will go out for the Strategic Plan Meeting

**7. Adjourn**

Motion made to adjourn (Vrchota) at 5:45p.m.

Respectively submitted,

Deb McClellan

Next scheduled meeting: January 27<sup>th</sup> 5:00p.m.