

Central Wisconsin Community Action Council, Inc.
Ad Hoc Committee Meeting Minutes
CWCAC Wisconsin Dells Office
January 9, 2026

Present Committee Members: Dave Singer (via Zoom), Donna Maly, Charlie Krupa, Liz Miller, and Donna Auchue

Excused Absence: Laura Reichoff and Ross Curry

Staff: None (via recorder)

Guest: None

- 1) Donna Maly called the meeting to order and roll call was taken with five members present.
- 2) Committee members reviewed agency By-Laws and discussed proposed changes. All committee members will review the By-Laws for further revisions and inform Donna Maly of any other changes needed. Donna Maly will inform Donna Lynch when the following is ready to be forwarded to the full board for approval (possibly at their February meeting). Proposed changes so far include:

By-Law 4.01 - The Board of Directors shall hire an Executive Director/Associate Director(s) based on relevant experience, proven leadership, management, and supervisory abilities and capabilities. The Executive Director/Associate Director(s) reports directly to the Board of Directors, holding the office at their discretion, and will be a non-voting, Ex-Officio members of the Board of Directors. The Executive Director/Associate Director(s) shall employ such other staff persons with the approval of the Board of Directors as are necessary to conduct the business of the Corporation. The Executive Director's/Associate Director(s) annual performance evaluation and compensation review process will begin in October of each year for implementation beginning January 1st of the following year.

By-Law 4.05 - The Board of Directors shall hold the Executive Director/Associate Director(s) responsible for compliance with conditions of all contracts of the Corporation.

By-Law 4.06 - The President shall nominate and the EPF&A Committee shall approve Ad Hoc committees, as it deems necessary to conduct the business of the corporation. **To utilize all skills sets, any board member, employee, or person from outside the agency may serve on an Ad Hoc Committee.** Officers may be chairpersons of committees. These committees shall report to the full board.

By-Law 5.03 - An **Executive, Personnel, Finance & Audit Committee (EPF&A)** shall be established whose duties shall include but not be limited to: monitoring staff changes; reviewing and approving job position descriptions, salary and compensation plans; periodically reviewing and approving agency Personnel Policy Manual changes, monitoring the agency budget, revenues and expenditures; recommending the annual budget and budget changes; reviewing and understanding auditor selection and retention, audit process, annual audit results, Form 990, and financial status of the organization ensuring compliance with audit recommendations and any other matter that may concern the organization; periodically reviewing the agency By-Laws and Articles of Incorporation; monitoring long-term goals; establishing the performance expectations/**position descriptions** of the Executive Director/Associate Director(s) and recommending **performance and salary** compensation and benefits to the Board of Directors.

- 3) Committee members discussed letting the Associate Directors know that they have confidence and trust in the team and freedom to lead the organization and come up with solutions together. They also have the option to approach the board and the board to approach them if needed.

- 4) **Committee members discussed letting the Associate Directors know that if they decide to rescind this position and go back to their original position, or if they decide to leave the agency, that they inform the Board of Directors in a reasonable amount of time so decisions can be made on how to move forward.**
- 5) **Donna Maly declared the meeting adjourned.**