

**Northwest Ohio Area Computer Services Cooperative  
Governing Board Minutes  
February 6, 2024**

**1. Roll Call:**

The Northwest Ohio Area Computer Services Cooperative met in regular session with the following members answering roll call:

New Board member Denise Mooney, Treasurer, Vantage.

Vote:					
		Mr. Hatton	Present	Mr. Rex	Present
Mrs. Bruns	Present	Mrs. Light	Present	Mr. Parker	Present
Mrs. Buss	Present	Dr. Miller	Present	Mr. Schmutz	Present
Mr. Clark	Present	Mrs. Mollenkopf	Present	Mrs. Stuart	Present
Mr. Denecker	Present	Mrs. Mooney	Present	Mrs. Vaughn	Present

**2. Introduction of Guest(s):**

Management Council Site Review Committee – via Zoom  
Presentation of December 2023 Site Review Report to Board

**3. Election of Officers:**

**Election of Chairman of the Governing Board**

Moved by Mr. Schmutz and seconded by Dr. Miller that Mr. Denecker be nominated as Chairman of the Governing Board; moved by Mrs. Mollenkopf and seconded by Mr. Rex that nominations be closed with Mr. Denecker proclaimed as Chairman of the Governing Board.

**Election of Vice Chairman of the Governing Board**

Moved by Mr. Schmutz and seconded by Mr. Denecker that Mr. Rex be nominated as Vice Chairman of the Governing Board; moved by Mr. Schmutz and seconded by Mrs. Buss that nominations be closed with Mr. Rex proclaimed as Vice Chairman of the Governing Board.

### **Election of Secretary of the Governing Board**

Moved by Mr. Denecker and seconded by Mr. Clark that Mrs. Vaughn be nominated as Secretary of the Governing Board; moved by Mr. Schmutz and seconded by Mr. Hatton that nominations be closed with Mrs. Vaughn proclaimed as Secretary of the Governing Board.

### **4. Approval of Minutes of Previous Meetings:**

SUGGESTED MOTION: Moved by Mrs. Bruns and seconded by Mrs. Mooney that the Minutes of November 7, 2023 be approved in the form sent to the members of the Board.

Vote:					
		Mr. Hatton	Yes	Mr. Rex	Yes
Mrs. Bruns	Yes	Mrs. Light	Yes	Mr. Parker	Yes
Mrs. Buss	Yes	Dr. Miller	Yes	Mr. Schmutz	Yes
Mr. Clark	Yes	Mrs. Mollenkopf	Yes	Mrs. Stuart	Yes
Mr. Denecker	Yes	Mrs. Mooney	Yes	Mrs. Vaughn	Yes

### **5. Presentation and Allowance of Bills; Approval of Financial Reports:**

SUGGESTED MOTION: Moved by Mrs. Bruns and seconded by Mr. Rex that the bills and financial reports found at the end of this agenda were presented, reviewed, and approved.

Vote:					
		Mr. Hatton	Yes	Mr. Rex	Yes
Mrs. Bruns	Yes	Mrs. Light	Yes	Mr. Parker	Yes
Mrs. Buss	Yes	Dr. Miller	Yes	Mr. Schmutz	Yes
Mr. Clark	Yes	Mrs. Mollenkopf	Yes	Mrs. Stuart	Yes
Mr. Denecker	Yes	Mrs. Mooney	Yes	Mrs. Vaughn	Yes

**6. Director's Report:**

A. Purchasing Agent

Annual approval of the Executive Director as the Purchasing Agent for NOACSC.

B. SOC-1 Audit

Attached is the SOC-1 audit for your approval for the period of April 1, 2022 through March 31, 2023.

C. Financial Audit

Attached is the financial audit for your approval for the fiscal years ended June 30, 2022 and June 30, 2023.

D. Approval of contract

Approve of 7-month contract from Ada Exempted Village Schools for Extended EMIS Services.

E. Other Items

a. Next meeting

- i. FY25 raises for NOACSC staff and contracts
- ii. FY25 fee changes
- iii. Budget
- iv. Pay dates
- v. Holidays
- vi. Board dates

b. Staffing discussion

**7. Consent Items:**

SUGGESTED MOTION: Moved by Mrs. Buss and seconded by Mr. Parker to approve all Consent Items as presented.

Vote:					
		Mr. Hatton	Yes	Mr. Rex	Yes
Mrs. Bruns	Yes	Mrs. Light	Abstain	Mr. Parker	Yes
Mrs. Buss	Yes	Dr. Miller	Yes	Mr. Schmutz	Yes
Mr. Clark	Yes	Mrs. Mollenkopf	Yes	Mrs. Stuart	Yes
Mr. Denecker	Yes	Mrs. Mooney	Yes	Mrs. Vaughn	Yes

**8. Action Items: (Tabled from November 7, 2023 Meeting)**

Approval of 3-year contract for Treasurer, Brenda Core. Contract will be from July 1, 2024 through June 30, 2027 with an updated job description.

SUGGESTED MOTION: Moved by Mrs. Mollenkopf and seconded by Mrs. Stuart to approve Action Item as presented.

Vote:					
		Mr. Hatton	Yes	Mr. Rex	Yes
Mrs. Bruns	Yes	Mrs. Light	Yes	Mr. Parker	Yes
Mrs. Buss	Yes	Dr. Miller	Yes	Mr. Schmutz	Yes
Mr. Clark	Yes	Mrs. Mollenkopf	Yes	Mrs. Stuart	Yes
Mr. Denecker	Yes	Mrs. Mooney	Yes	Mrs. Vaughn	Yes

Approval of 3-year contract for Executive Director, Benjamin Thaxton. Contract will be from July 1, 2024 through June 30, 2027 with an updated job description.

SUGGESTED MOTION: Moved by Mr. Clark and seconded by Mrs. Vaughn to approve Action Item as presented.

Vote:					
		Mr. Hatton	Yes	Mr. Rex	Yes
Mrs. Bruns	Yes	Mrs. Light	Yes	Mr. Parker	Yes
Mrs. Buss	Yes	Dr. Miller	Yes	Mr. Schmutz	Yes
Mr. Clark	Yes	Mrs. Mollenkopf	Yes	Mrs. Stuart	Yes
Mr. Denecker	Yes	Mrs. Mooney	Yes	Mrs. Vaughn	Yes

**9. New Business: None**

**10. Next Regular Meeting:**

The next regular meeting of the Northwest Ohio Area Computer Services Cooperative is scheduled for Tuesday, May 14, 2024, at 9:30 at the NOACSC office.

## 11. Adjournment

Moved by Mr. Rex and seconded by Mrs. Mooney that the board adjourn at 11:15 AM.

Vote:					
		Mr. Hatton	Yes	Mr. Rex	Yes
Mrs. Bruns	Yes	Mrs. Light	Yes	Mr. Parker	Yes
Mrs. Buss	Yes	Dr. Miller	Yes	Mr. Schmutz	Yes
Mr. Clark	Yes	Mrs. Mollenkopf	Yes	Mrs. Stuart	Yes
Mr. Denecker	Yes	Mrs. Mooney	Yes	Mrs. Vaughn	Yes