**MRB Corporation**

**Minutes**

**January 9, 2020**

**Call to Order**

Chairman Leo Sanders called the Jan. 9, 2020, meeting of the MRB Corporation to order at 9:07 p.m.

**June 13, 2019, Minutes**

Mary Heywood made a motion to approve the June 13, 2019, minutes of the MRB Corporation; seconded by Steve Vogt*.* The motion carried.

**Correction of Jan. 19, 2019 minutes**

Steve Vogt made a motion to approve the revised Jan. 19, 2019, minutes of the MRB Corporation; seconded by T.R. Dudley. The motion carried.

**Approval of Changes to MRB Bylaws**

Mary Heywood made a motion to approve the suggested changes to the MRB Bylaws that were presented to the full board on Jan. 10, 2019; seconded by Larry Miskel. The motion carried.

They were:

**Proposed Changes to MRB bylaws in red. Deletions in brackets and bolded.**

Article IV: Organization

4.4 Notice

Written notice stating the day, place, hour and purposes for any meeting of the Commission shall be **[postmarked not less than seven days]** sent not less than five days before the date of the meeting. Such notice may be personally delivered or posted by mail, FAX or electronic media to each member of the Commission.

Article VII: Finances

7.3 Annual Audit

The officers of the Corporation shall cause to be prepared an annual report audit which shall be submitted to the board of directors of the Corporation not later than [**November 1 of each year**] nine months following the end of the fiscal year.

Larry Miskel made a motion to approve the suggested changes to the MRB Bylaws that were presented to the full board on Jan. 9, 2020; seconded by T. R. Dudley. The motion carried.

They were:

**Proposed Changes to MRB bylaws in red. Deletions in brackets and bolded.**

Article VI: Employees

6.2 Powers of Employees

The board of directors may grant either general or specific authority to its employees to carry out the purposes of the Corporation, under the direction of the executive director of the Meramec Regional Planning Commission or in **[his] their** absence, the assistant director of the Meramec Regional Planning Commission.

Article VII: Finances

7.4 Disbursement of Funds

Disbursement of funds shall be accomplished only upon two approved signers. The President **and/or the Executive Director** of the Corporation shall have the authority to designate permanent signers and will certify those signers in writing. **[A change in presidency shall be cause to recertify signers.]**

**Financial**

T.R. Dudley made a motion to approve the financial statement for the period ended Dec 31, 2019; seconded by Larry Miskel. The motion carried.

Mary Heywood made a motion to approve the MRB revised budget for FY 2019-2020; seconded by T.R. Dudley. The motion carried.

**Audit**

T.R. Dudley made a motion to approve the audit from Hochschild, Bloom & Company, LLC for year ending June 30, 2019; Marcus Maggard seconded. The motion carried.

**Adjourn**

Steve Vogt made a motion to adjourn at 9:14 p.m.; seconded by Larry Miskel. The motion carried.

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Leo Sanders, President

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Darrell Skiles, Secretary-Treasurer