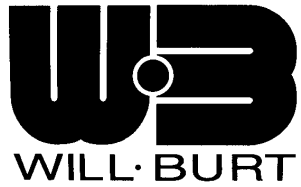


The Will-Burt Company

Fiduciary Responsibility:

- Board Leadership
- Strategic Planning

April 21, 2006
ESOP Conference, Fairlawn, Ohio



Company Information

Incorporated in 1918

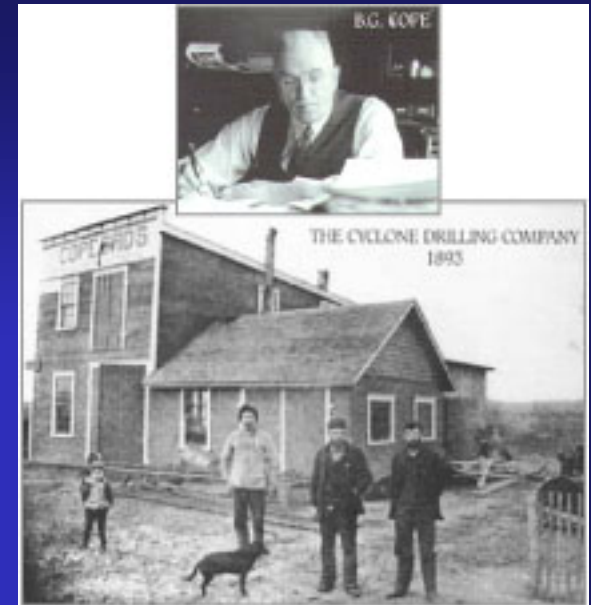
Employee owned since 1985

280 employees

ISO 9001 Registered Quality System

Ohio's "Exporter of the Year" for 2004

250,000 sq. ft. manufacturing facility in Orrville, Ohio USA



Current Business Segments

Telescoping Masts:

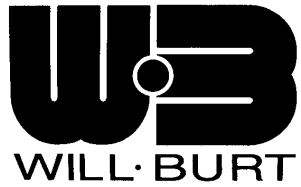
Broadcast, cellular,
lighting and specialty

- Fire and rescue
- Television / radio

Military:

- Patriot missile program
- Field communications
- Sensors

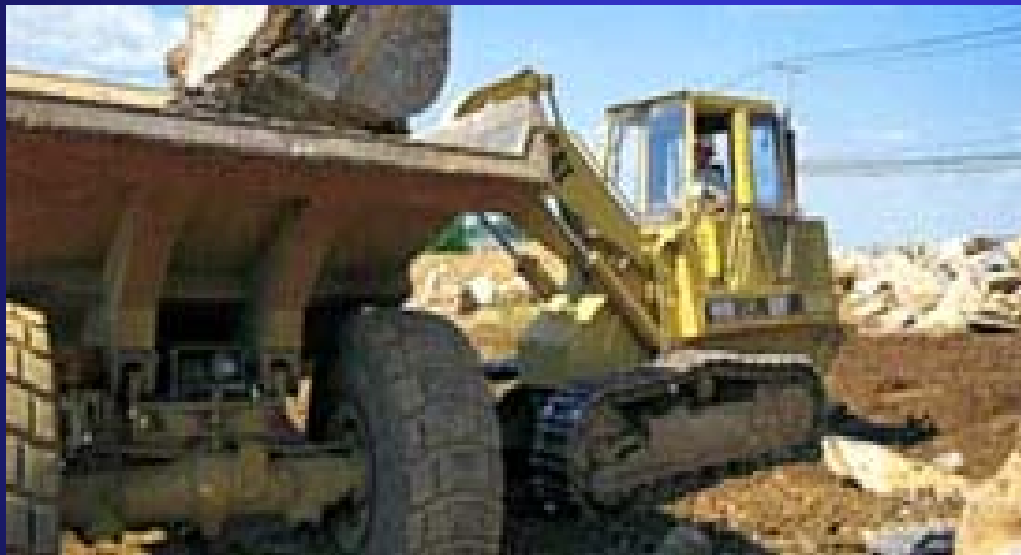




Current Business Segments

Contract Manufacturing:

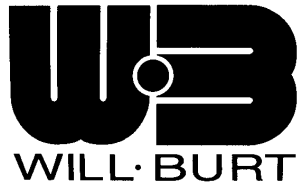
- Caterpillar
- Diebold
- Ingersoll - Rand
- Volvo / Mack Truck



Why do we need a Board of Directors?

Fiduciary Control

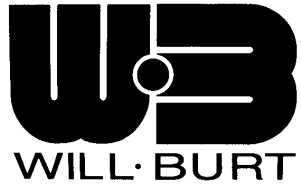
- Select and support the CEO
- Monitor the Strategic Plan
 - Monitor operations
 - Risk management



Board of Directors

What does a Board of Directors Do?

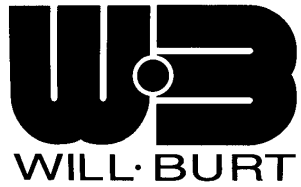
- 1 - Ask questions
- 2 - Challenge decisions
- 3 - Bring breadth of knowledge
- 4 - Approve major decisions
- 5 - Sets compensation for CEO
- 6 - Provides financial oversight



Board of Directors

What does a Board of Directors NOT Do?

- 1 - Manage the company
- 2 - Develop strategic plans
- 3 - Get involved with "day-to-day"

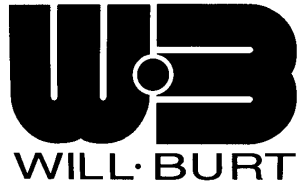


Board of Directors

Committees

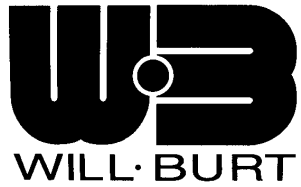
1 - Compensation

2 - Audit / finance



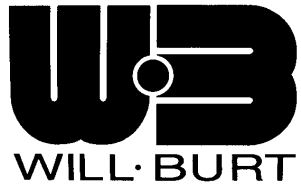
The Will-Burt Company

**Strategic Planning:
Linking Long-term
Strategic Goals to
Current Action Plans**



Strategic Planning Process

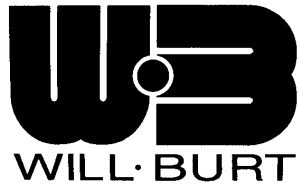
1. *Assessment*: Candid analysis of where you are *today*
2. *Mission*: What you do
3. *Vision*: Where you want to be
4. *Strategic Plan*: How do we get from where we are to where we want to be?
5. *Action Plan*: How do you set short-term action plans to get to your long-term goals?



Strategic Planning

How do we bridge the gap
from where we are to where
we want to be?

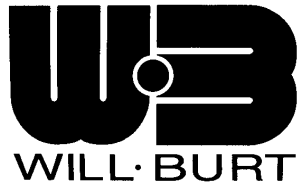
Policy Deployment Map



Policy Deployment

Components of a Policy Deployment Statement:

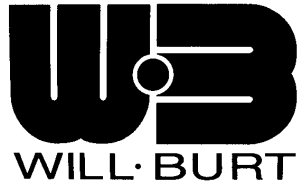
1. Start with a *Vision*
2. Strategic *Results* Required
3. Strategic *Objectives*
4. Near-term *Goals*
5. Current *Action Items*
6. Tracking *Metrics*



Policy Deployment

How do we keep a constant focus on the strategic plan?

1. Establish a tracking report for each staff member
2. Tie results to compensation
3. Require each staff member to issue a one-page memo every month to update everyone on goal accomplishment
4. Publish a one-page strategic objectives summary suitable for framing



Personal Tracking Report

Strategic and Operational Tracking
2005 Goals and Accomplishments

Name: John Doe, EVP

<u>2005 Objective</u>	<u>Accomplishment</u>
-----------------------	-----------------------

Policy Deployment Goals

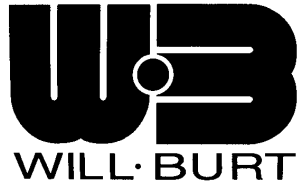
- 1 Define / implement Yard Gp. international growth strategies to support a 15% annual growth objective
 - a Formulate a strategy for Europe
 - b China - work on "win-win" support for our partner
 - c Explore Eastern Block, Middle East, and Latin American markets
 - d Consider our competitive response to MMC Corp.

- 2 Define / implement Yard Gp. product & service growth strategies to support a 15% growth objective
 - a Acquisition candidates
 - b Establish at least one off-site service center by 12/31/05
 - c Fully develop/implement a strategy for zero turn radius mowers

Other Operational Objectives

- 1 Achieve AOP goals and objectives
- 2 Develop your supervisors to become more pro-active
- 3 Reduce inventory to prescribed target levels

<u>Financial Results</u>	<u>Actual</u> 2004	<u>AOP</u> 2005	<u>Actual</u> 2005	<u>Explanation</u>
Group sales				
Group gross margin				
- GM %				
Group EBT				
- EBT %				
Group Inventory				
- Turns				
Group Free Cash Flow				
	<u>Q1</u>	<u>Q2</u>	<u>Q3</u>	<u>Q4</u>
Group On-time Shipping %				

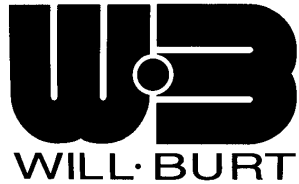


Monthly Strategic Update

To: Management Staff
From: Bill Smith, VP Sales
Date: June 2, 2005
Subject: Monthly Strategic Update: Sales

Operations: The month of May produced outstanding results, with shipments totaling \$4,800K, which set a new all-time monthly record for the third consecutive month and exceeded the prior record by over \$200k. Both the Yard Group and Military business segments exceeded \$1M in shipments, which is the first time that any business segment has reached the \$1M level. To fully appreciate how strong shipments were during the month, shipments exceeded plan by 25% and May of 2004 by 30%. While June is not expected to set another monthly shipping record, the beginning order backlog for the month is \$3,220K and shipments are expected to exceed the \$3.8M level. All indications are that 2nd quarter shipments will exceed both plan and prior year, and that while shipments may level off a little, they are expected to be in the \$3.8M range for the foreseeable future.

Strategic: Myron Jones and Robert Trent are traveling to India in early June to continue to build our relationship with Roberts Industries, Inc. We are expanding their role with to become Widget's exclusive commercial distributor and service facility in India. We are also trying to secure a very competitive 4,000 unit bid in Taiwan that may involve using Roberts as our manufacturing source. Mark Schultz and I will be exhibiting at the world's largest yard group trade show held in Hanover, Germany from July 3rd to 13th. We will be showing two European style products for the first time. These units are redesigned for the European market, and can be offered at a significantly reduced price. We are also in the final stages of putting in place a Manufacturer's Rep. Agreement with an individual by the name of Mark Acres who is an American citizen located in Hong Kong. His main objective, while working with the key sales personnel at Will-Burt, will be to develop a detail distribution plan to successfully sell all Widget products within the far East. A \$200k order was received this month from Marshall Products in Canada. The product developed for this project may have some "spin-off" effect on meeting a new product requirement in Canada.



Strategic Update

Widget Co. Strategic Update 2006

In 2006, Widget Co. will continue to add more discipline to its culture, with a focus on accountability and innovation, and grounded with the continuing Vision Statement.

Achieve \$50 million in sales, and an \$80 stock price, by the end of the decade, through:

100% customer satisfaction

Consistent profitability above our target of 8% of sales

Return on assets (ROA) to regularly exceed peer companies

Pay down long-term debt by \$1 million by year-end

Strategic Objectives for 2006

Grow Yard Group International sales by \$250k per month

Expand East Coast service business by 50%

Hire 2 new design engineers by the end of the first quarter

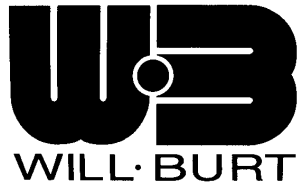
Increase paint line efficiency to expand capacity by 20% by June 30, 2005

Purchase at least 10% of all components by China in 2005

Successfully transition to the new MRP system by 12/31/05

Drive on-time sales to a level of 95% by third quarter 2005

Complete at least 4 strategic acquisition studies in 2005



Summary

1. ASSESSMENT - Take careful stock of where you are today
2. VISION - Decide where you want to be in the future
3. STRATEGIC PLAN - Work out a Policy Deployment Map to bridge the gap from now to your vision
4. AOP - Ensure that current year actions are included in your Annual Operating Plan
5. MEASURE PROGRESS - Establish formal tracking for management team for their short term action items
6. ACCOUNTABILITY - Keep the plan alive by getting monthly strategic updates regarding progress
7. CELEBRATE your victories!