

MINUTES OF MEETING OF BOARD OF DIRECTORS
OF
NISWONGER FOUNDATION, INC.
Thursday, November 12, 2020

A meeting of the Directors of the Niswonger Foundation Inc., a non-profit corporation organized under the laws of the State of Delaware (the "Foundation") was held at 9:00 a.m. on Thursday November 12, 2020. The meeting was held electronically to protect the health and safety of the Board, staff and guest considering the COVID-19 outbreak.

Board members Scott M. Niswonger, David Golden, Alan Levine, Nikki Niswonger and Nancy Dishner; Kathy O'Dell, Board Treasurer; Richard Kitzmiller, Vice President; and Robin Shepherd, CFO were in attendance. Chad Kisner from Blackburn, Childers and Steagall PLC was present as a guest. Scott M. Niswonger chaired the meeting.

Following the call to order, the Chairman presented the minutes of the Foundation's Thursday, August 13, 2020 Board Meeting for approval. After discussion and upon a motion made by Mr. Golden, and seconded by Mrs. Niswonger, the minutes were approved. (A copy of the minutes is filed with the records of the Foundation.)

Chad Kisner, representative of the accounting firm Blackburn, Childers and Steagall PLC, presented an overview of the audit of both the Niswonger Foundation and the single audit of the Foundations current USDOE/EIR grants. A motion to accept the audit reports was made by Mr. Golden and seconded by Mr. Levine. The audit reports were accepted as presented and will be filed with the records of the Foundation.

The Chairman presented the financials for both the Niswonger Foundation and the Niswonger Foundation's EIR grants. An update was provided on investments and expenditures. After discussion and upon motions duly made by Mr. Golden and seconded by Mr. Levine, the financial reports were accepted. (Copies of the reports are filed with the records of the Foundation.)

Dr. Dishner presented the program and partnership report and the scholarship and leadership report.

Mr. Niswonger shared preliminary information with the Board regarding the potential of gifted property to the Foundation. He informed the Board that a detailed plan is under consideration and may be brought back to the Board later.

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There was one action item presented to the Board. A proposal to add additional clarifying language to the Niswonger Foundation procurement policy, "Federal Uniform Guidance Procurement Policy," was presented. Upon review and discussion, a motion for approval was made by Mr. Golden and seconded by Mr. Levine. The motion was approved.

There being no other business to come before the Board, upon motion duly made and seconded, the meeting was adjourned.

Secretary _____ Date _____
Nikki Niswonger