

MINUTES OF MEETING OF BOARD OF DIRECTORS

OF

NISWONGER FOUNDATION, INC.

Wednesday, February 14, 2018

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 the Landair, in Greeneville, Tennessee on Wednesday, February 14, 2018, at 9:00 a.m.

Board members Scott M. Niswonger, David Golden, Nikki Niswonger, John Tweed and Nancy Dishner, as well as staff members Richard Kitzmiller and Kathy Odell were present. Dr. Dennis Depew, ETSU Dean of the College of Business and Technology and Matthew Desjardins, Lecturer in the ETSU Department of Computing were special guests. Robin Shepherd and CeeGee McCord were also present. Scott M. Niswonger chaired the meeting.

Dr. Dennis Depew and Matthew Desjardins were introduced. Mr. Desjardins provided a presentation on the ETSU/Niswonger Foundation partnership which provides summer STEM and Code Camps for students in Northeast Tennessee. The Board members were given the opportunity to share ideas for program improvement, and to ask questions.

The Chairman presented the minutes of the Foundation's November 16, 2017 Board Meeting for approval. After discussion and upon a motion made by Ms. Niswonger and seconded by Mr. Tweed, the minutes were approved. The Chairman presented the minutes of a called meeting of the Board that was held on October 2, 2017. Upon a motion made by Mr. Golden and seconded by Mr. Tweed, the minutes were approved as presented.

(Copies of the two sets of minutes are filed with the records of the Foundation.)

The Chairman presented the financials for both the Niswonger Foundation and the Niswonger Foundation EIR grant. An update was provided on investments and expenditures. After discussion and upon motions duly made and seconded, the financial reports were accepted.

(Copies of the reports are filed with the records of the Foundation.)

Dr. Dishner presented recommended updates to the Foundation's Bylaws. These included position/title changes and updates to current language. It was pointed out that the position of Treasurer, specified in the Bylaws, is currently vacant. A motion was made by Dr. Dishner and seconded by Mr. Golden that Kathy O'Dell, Niswonger Foundation Office Manager, serve in this role. The motion was approved unanimously.

