

MINUTES OF MEETING OF BOARD OF DIRECTORS  
OF  
NISWONGER FOUNDATION, INC.  
Thursday, November 14, 2024

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 14, 2024, at the Niswonger Foundation, 223 N. Main Street, Greeneville, Tennessee.

Board members Scott M. Niswonger, David Golden, Nikki Niswonger, John Tweed, and Nancy Dishner; Kathy O'Dell, Board Treasurer; and Isaac Myers, newly selected Niswonger Foundation CFO, were present. Robin Shepherd, Niswonger Group CFO was present. Siena Rambo and Gabriella Krtausch, Blackburn, Childers and Steagall PLC, were also in attendance.

Following the call to order, the Chairman presented the minutes of the Foundation's Thursday, August 8, 2024 Board Meeting for approval. After discussion and upon a motion made by Mr. Golden and seconded by Mr. Tweed, the minutes were approved. (A copy of the minutes is filed with the records of the Foundation.)

The Chairman welcomed Siena Rambo and Gabriella Krtausch and invited them to provide a presentation and overview of the audit of both the Niswonger Foundation and the single audits of the Foundations current grants. There were no findings, deficiencies or material weaknesses identified.

A motion to accept the audit reports was made by Mr. Tweed and seconded by Mr. Golden. The audit reports were accepted as presented and will be filed with the records of the Foundation. Mr. Niswonger complimented Ms. O'Dell's efforts as the Niswonger Foundation CFO. Ms. O'Dell and Dr. Dishner expressed appreciation to Blackburn, Childers and Steagall PLC staff for their guidance and support.

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

Dr. Dishner offered a special note of thanks to Kathy O'Dell for 20 years of service to the Niswonger Foundation, extending best wishes for her retirement. She welcomed Isaac Myers as the incoming Chief Financial Officer for the Niswonger Foundation.

Page Two

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

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

Secretary \_\_\_\_\_ Date \_\_\_\_\_  
Nikki Niswonger

Chairman \_\_\_\_\_ Date \_\_\_\_\_  
Scott M. Niswonger