

**MINUTES OF THE BOARD OF DIRECTORS MEETING, OLIN B.
AND DESTA SCHWAB FOUNDATION, INC.**

June 22, 2011

The Board of Directors of the Olin B. and Desta Schwab Foundation, Inc., met on Wednesday, June 22, 2011, at 8:00 a.m. at the Fort Wayne Country Club Library in Fort Wayne, Indiana. Present were M. James Johnston, President; Ed Beck; Darrell Blanton; Delores Klocke, Secretary; Kerry Burda, Treasurer; Thomas Hardin, legal counsel; and Directors Joe Ruffolo, John Ferguson, Bill Zielke, and Courtney Tritch. Also present were Janet Chrzan and Sherri Miller. Directors Shannon McNett-Silcox and Matt Bell were absent.

President Johnston opened the meeting at 8:05 a.m., by recognizing Directors Ed Beck and Darrell Blanton for their years of service to the Foundation, as they are retiring from the Board.

Motion was made by Bill Zielke, and seconded by John Ferguson, to elect Kathleen Randolph as Vice President. The Board approved unanimously.

Consent Agenda:

Motion was made by Joe Ruffolo, and seconded by Dee Klocke, to approve the minutes of the March 23rd meeting and accept the contract by Boyden & Youngblutt/King & Knight for website creation. The Board approved unanimously.

Kerry Burda presented the Treasurer's Report. She stated that there were no unusual transactions to report. Motion was made by Bill Zielke to approve Kerry Burda as the authorized signatory to carry out all transactions with Lake City Bank as well as M & I. This was seconded by John Ferguson and approved unanimously by the Board.

The Investment Report through May 31, 2011 was made by John Marske, V.P. of Marshall and Illsley Bank (see attached M & I Statement). Also attending from M & I Bank was Mary Ann Smith.

John Ferguson presented the Grant Committee Recommendations (see attached list). A motion was made by John Ferguson to approve recommendations and seconded by Joe Ruffolo. The Board approved unanimously.

Tom Hardin presented his report as to the status of his discussion with the Attorney General's Office concerning the elimination of the requirement that the Foundation invite the general public to its annual meeting. Mr. Hardin reported that preliminary discussions with the Attorney General's Office concerning obtaining the Attorney General's approval of an amendment to the Articles of Incorporation had taken place and it appeared likely that the approval would be given. Mr. Hardin was hopeful that the amendment would be approved before the next Board meeting. Mr. Hardin also reviewed the terms of office for all directors, to clarify each director's term.

In other business, a motion was made by Kerry Burda and seconded by Joe Ruffolo to approve retaining Dulin, Ward, Dewald as auditors. Board approved unanimously.

A new secretary will be elected to replace Dee Klocke. The President indicated that in an earlier discussion, Mrs. Klocke said she would entertain accepting a Board position as Director Emeritus (given her long affiliation with Mr. Schwab and the Schwab Foundation), which entitles her to attend all Board Meetings as a non-voting member.

This action provided an opening on the Board, and based on the recommendation by the President, Jerrilee Mosier, Chancellor at Ivy Tech, Fort Wayne was approved unanimously with a motion by Courtney Tritch, which was seconded by Kerry Burda.

Next meeting will be held September 28, 2011 at a location to be determined.

The meeting was adjourned at 10:00 a.m.

Respectfully submitted,

Francene J. Foster

Dolores J. Klocke, Secretary

GRANT COMMITTEE RECOMMENDATIONS

- Junior Achievement *
- Talent Initiative **
- Chamber of Commerce
- FWCS - Navigation 101
- Homestead High School - Nav 101
- Huntington North High School - Nav 101
- CyberPatriot
- A Dream is a Wish

* Jim Johnston abstained from voting for Junior Achievement

** Courtney Tritch abstained from voting for Talent Initiative