EXECUTIVE DIRECTOR JOE WILLIS welcomed and called to order the Annual Meeting of
the Northwest Arkansas Economic Development District, Inc., at 11:05 a.m., Wednesday,
March 18, 2015, at the Durand Conference Center, Harrison, Arkansas.

The following entities of government were represented:

**Benton County**
- JUDGE MICKEY PENDERGRASS, BAXTER COUNTY
- MAYOR GLENGA WISEMAN, BIG FLAT
- MAYOR JEFF BRAIM, GASSVILLE
- MAYOR DENNIS BEHLING, LAKEVIEW
- MAYOR JOE DILLARD, MOUNTAIN HOME

**Benton County**
- MAYOR BILL EDWARDS, CENTERTON
- MAYOR GARY BLACKBURN, GARFIELD
- MAYOR FRANK HACKLER, JR., GATEWAY
- MAYOR JACKIE CRABTREE, PEA RIDGE
- MAYOR JOHN MARK TURNER, SILOAM SPRINGS

**Boone County**
- JUDGE ROBERT HATHAWAY, BOONE COUNTY
- MAYOR DAN SHERRELL, HARRISON
- MR. BILL WITTY, HARRISON

**Carroll County**
- JUDGE SAM BARR, CARROLL COUNTY
- MAYOR TIM MCKINNEY, BERRYVILLE
- MAYOR ROBERT BERRY, EUREKA SPRINGS

**Madison County**
- JUDGE FRANK WEAVER, MADISON COUNTY
- MAYOR NINA SELZ, ST. PAUL
- MR. WES FOWLER, MADISON COUNTY
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Marion County  
JUDGE TERRY OTT, MARION COUNTY  
MAYOR SHAWN LANE, YELLVILLE

Newton County  
JUDGE WARREN CAMPBELL, NEWTON COUNTY  
MAYOR JAN LARSON, JASPER  
MR. NEAL GIBSON, WESTERN GROVE

Searcy County  
JUDGE JIM HARNESS, SEARCY COUNTY  
MAYOR KEVIN ELLIOTT, MARSHALL  
MAYOR JOHN HENLEY, ST. JOE  
MR. JAMES BUSBEE, MARSHALL

Washington County  
MR. WAYNE BLANKENSHIP, FAYETTEVILLE  
MAYOR BRUCE LEDFORD, ELKINS  
MAYOR DOUG SPROUSE, SPRINGDALE

Guests present were:

David Pemberton, Huntsville  
Patty Methvin, Harrison Chamber  
Kristy Thomas, Northark  
Johnny James, USDA-Rural Development  
Renee Biby, Washington County  
David Nixon, Bull Shoals  
Sharon Ferniman, Big Flat Alderman  
Michael Henry, AHTD  
Don McMillan, AHTD  
Patricia Slater, AHTD  
Denise Pennington, AEDC  
Kurt Naumann, AEDC  
Drew Williams, AEDC  
Steven Lamm, AEDC  
Jana Kindall, ADWS  
Judy Duncan, ADWS  
Melinda Caldwell, OMSWD  
John Hinchey  
Stan Berry, Field Representative, Secretary of State
EXECUTIVE DIRECTOR WILLIS introduced the guests that were present.

CHAIRMAN FOWLER said the next item of business was nomination and election of the Board of Directors of the Northwest Arkansas Economic Development District, Inc.

JUDGE MICKEY PENDERGRASS nominated MR. BO GREGORY of Mountain Home to the Board from Baxter County.

JUDGE ROBERT HATHAWAY nominated MAYOR DAN SHERRELL of Harrison to the Board.

JUDGE SAM BARR nominated MAYOR ROBERT BERRY from Eureka Springs to the Board.

JUDGE FRANK WEAVER nominated MR. DAVID PEMBERTON from Huntsville to the Board.
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JUDGE TERRY OTT nominated MR. LAYTON LEE from ARVEST Bank in Yellville to the Board.

JUDGE WARREN CAMPBELL nominated MAYOR JAN LARSON from Jasper to the Board.

MR. WAYNE BLANKENSHIP nominated MS. RENEE BIBY from Washington County to represent JUDGE MARILYN EDWARDS, WASHINGTON COUNTY.

Motion was made by MAYOR TERRY OTT to accept the new board members as nominated and to retain the existing remaining members. The motion was seconded by MAYOR SHAWN LANE, and the motion passed unanimously.

CHAIRMAN FOWLER said the next item of business was the nomination of officers of the Board of Directors. JUDGE FRANK WEAVER nominated MR. WES FOWLER as Chairman, MR. RAY ROUDREAUX as Vice-Chairman, MR. BILL WITTY as Secretary and MAYOR JOE DILLARD as Treasurer. JUDGE TERRY OTT seconded the nomination and the motion was approved.

Minutes of the March 19, 2014 Annual Meeting were presented and approved on motion by JUDGE MICKEY PENDRGRASS, seconded by MR. NEAL GIBSON, and the motion unanimously carried.

CHAIRMAN FOWLER called on EXECUTIVE DIRECTOR WILLIS to present the Northwest Arkansas Economic Development District 2014 Annual Report. EXECUTIVE DIRECTOR WILLIS reported to the Board of Directors the activities and achievements along with financials of the District for fiscal year 2014. (copy included)

There being no further business, the meeting adjourned at 11:25 a.m., on motion by JUDGE TERRY OTT and seconded by MR. NEAL GIBSON. The motion unanimously carried.

[Signature]
Chairman

Date: 3/30/16

[Signature]
Secretary

Date: 3/30/16
NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT

BOARD OF DIRECTORS

MINUTES OF MEETING

MARCH 18, 2015

CHAIRMAN WES FOWLER called to order the Board of Directors' Meeting of the Northwest Arkansas Economic Development District, Inc., at 11:25 a.m., Wednesday, March 18, 2015, at the Durand Conference Center, Harrison, Arkansas.

Board Members present were:

Baxter County
JUDGE MICKEY PENDERGRASS, BAXTER COUNTY
MAYOR JOE DILLARD, MOUNTAIN HOME

Boone County
JUDGE ROBERT HATHAWAY, BOONE COUNTY
MAYOR DAN SHERRELL, HARRISON
MR. BILL WITTY, HARRISON

Carroll County
JUDGE SAM BARR, CARROLL COUNTY
MAYOR TIM MCKINNEY, BERRYVILLE
MAYOR ROBERT BERRY, EUREKA SPRINGS

Madison County
JUDGE FRANK WEAVER, MADISON COUNTY
MR. DAVID PEMBERTON, HUNTSVILLE
MR. WES FOWLER, MADISON COUNTY

Marion County
JUDGE TERRY OTT, MARION COUNTY
MAYOR SHAWN LANE, YELLVILLE

Newton County
JUDGE WARREN CAMPBELL, NEWTON COUNTY
MAYOR JAN LARSON, JASPER
MR. NEAL GIBSON, WESTERN GROVE
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Searcy County
JUDGE JIM HARNESS, SEARCY COUNTY
MAYOR JOHN HENLEY, ST. JOE
MR. JAMES BUSBEE, MARSHALL

Washington County
MS. RENEE BIBY, FAYETTEVILLE
MAYOR DOUG SPROUSE, SPRINGDALE

Guests present were:

Mayor Glenda Wiseman, Big Flat
Mayor Jeff Braim, Gassville
Mayor Dennis Behling, Lakeview
Mayor Bill Edwards, Centerton
Mayor Gary Blackburn, Garfield
Mayor Frank Hackler, Jr., Gateway
Mayor Jackie Crabtree, Pea Ridge
Mayor John Mark Turner, Siloam Springs
Mayor Nina Selz, St. Paul
Mayor Kevin Elliott, Marshall
Mr. Wayne Blankenship, Fayetteville
Mayor Bruce Ledford, Elkins
Patty Methvin, Harrison Chamber
Kristy Thomas, Northark
Johnny James, USDA-Rural Development
Renee Biby, Washington County
David Nixon, Bull Shoals
Sharon Ferniman, Big Flat Alderman
Michael Henry, AHTD
Don McMillan, AHTD
Patricia Slater, AHTD
Denise Pennington, AEDC
Kurt Naumann, AEDC
Drew Williams, AEDC
Steven Lamm, AEDC
Jana Kindall, ADWS
Judy Duncan, ADWS
Melinda Caldwell, OMSWD
John Hinchey
Stan Berry, Field Representative, Secretary of State
Kim Willis
Joe Willis, NWAEDD
Jeremy Ragland, NWAEDD
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Janie Wheeler, NWAEDD  
Jay Stallard, NWAEDD  
Jo Anna Cartwright, NATS  
Libby Robinson, NWAEDD  
Debbie Davidson, NWAEDD  
Kindall Brewer, NWAEDD  
John Ervin, NWAEDD  
Ron Delk, NATS  
Greg LaBonte, NATS  
Jamie Toomey, NATS  
Rhonda Guynn, NWACDC  
Susan Sangren, NWACDC  
Aaron Groen, NATS  
Orval Carter, NATS  
Kevin Hudson, NATS  
Tom Rabe, NATS  
Debbie Waters, NATS  
Debra Aldas, NATS  
Bob Mills, NATS  
Bobby Evans, NATS  

Minutes of the December 17, 2014 meeting were presented and approved on motion by JUDGE WARREN CAMPBELL, seconded by MR. NEAL GIBSON, motion unanimously carried.

CHAIRMAN WES FOWLER offered the Locality Contribution Reports that was included in the Board packets.

CHAIRMAN WES FOWLER said the review of General Improvement Grant applications submitted to NWAEDD was the next order of business.

After review and discussion of the GIF applications 358-370 (list attached), MAYOR TIM MCKINNEY made a motion to approve the General Improvement Fund applications as presented. MAYOR JOE DILLARD seconded the motion. Motion carried.

EXECUTIVE DIRECTOR WILLIS presented three more General Improvement Funds which were application numbers 371-373 (list attached), these were retroactive and with the direction of the auditor the District was advised to present these to the board for approval. JUDGE FRANK WEAVER made the motion to approve these General Improvement Fund applications a presented. JUDGE WARREN CAMPBELL seconded the motion and MAYOR TIM MCKINNEY abstained. Motion carried.

CHAIRMAN WES FOWLER stated the next order of business would be consideration of RESOLUTION NO. 3053 and 3054. EXECUTIVE DIRECTOR WILLIS presented information on the resolutions.
RESOLUTION NO. 3053 – A RESOLUTION CERTIFYING THAT THE NORTHWEST ARKANSAS REVOLVING LOAN FUND IS OPERATED IN ACCORDANCE WITH THE POLICIES AND PROCEDURES OF THE RLF PLAN.

Motion to approve RESOLUTION NO. 3053 was made by JUDGE MICKEY PENDERGRASS and seconded by JUDGE FRANK WEAVER. Motion carried unanimously.

RESOLUTION NO. 3054 – A RESOLUTION AUTHORIZING THE AMENDING OF THE EQUAL OPPORTUNITY COMPLIANCE PROGRAM FOR THE NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC.

Motion to approve RESOLUTION NO. 3054 was made by MR. BILL WITTY and seconded by MR. NEAL GIBSON and motion carried unanimously.

CHAIRMAN FOWLER stated the next item of business was the Amended Accounting Policy and Procedure. MR. JOHN ERVIN discussed the accounting policy and procedures with the Board. Motion to approve the Amended Accounting Policy and Procedures was made by MAYOR JOHN HENLEY and seconded by JUDGE TERRY OTT. Motion carried.

CHAIRMAN FOWLER stated that item number 8 which was Retirement Contribution Amendment on the agenda was going to be tabled.

CHAIRMAN WES FOWLER stated the next order of business would be consideration of NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC., AUDITED FINANCIAL STATEMENTS, for the year ending December 31, 2013. Mr. John Ervin, CPA presented the audit that was prepared by Frost, PLLC, reviewed the Audit with the Board.

Motion to accept the Audited Financial Statements was made by JUDGE TERRY OTT and seconded by MS. RENEE BIBY and motion carried unanimously.

There being no other business, the meeting adjourned at 12:20 p.m. on a motion by MR. NEAL GIBSON and seconded by JUDGE WARREN CAMPBELL and motion carried unanimously.

__________________________
Chairman
Date: 6/17/15

__________________________
Secretary
Date: 6-17-15
NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC.
GENERAL IMPROVEMENT FUND

PROJECTS LIST 2013 GIF FUNDING CYCLE
APPLICATIONS 358 THROUGH 370

New:

Applicant: Springdale Lion’s Club
Project: Funding to furnish eyeglasses & exams to local citizens who are unable to afford them.
Grant Request: $3,739.00
Grant Number: 358-89-12-14
Supported by Representative in District

Applicant: Yellville-Summit School District
Project: Funding for Agricultural Science Program.
Grant Request: $5,500.00
Grant Number: 359-99-03-15
Supported by Representative in District

Applicant: Marion County Senior Activity & Wellness Center
Project: Funding to replace ice machine that is no longer feasible to repair.
Grant Request: $2,200.00
Grant Number: 360-99-03-15
Supported by Representative in District

Applicant: North Arkansas Youth Center, Cotter, AR
Project: Funding to replace Four Heating and Cooling units.
Grant Request: $5,000.00
Grant Number: 361-99-03-15
Supported by Representative in District

Applicant: Arkansas Athletes Outreach (AAO), Fayetteville, AR
Project: Funding for our Family Assistance Funding/Program Underwriting.
Grant Request: $15,000.00
Grant Number: 362-02-03-03-15
Supported by Senator in District

Applicant: Gravette School District
Project: Funding to allow high school students to take a vocational Heating & Air Class.
Grant Request: $17,171.00
Grant Number: 363-02-03-15
Supported by Senator in District
Applicant: Fayetteville School District #1
Project: Funding for “accelerated STEM curriculum”.
Grant Request: $31,500.00
Grant Number: 364-84-86-03-15  
Supported by Representative in District

Applicant: The Great Passion Play
Project: Funding for improvements to the Jerusalem Marketplace.
Grant Request: $5,500.00
Grant Number: 365-97-03-15  
Supported by Representative in District

Applicant: Hindsville Fire Department
Project: Funding for testing of fire department’s equipment.
Grant Request: $2,500.00
Grant Number: 366-05-03-15  
Supported by Senator in District

Applicant: Work of Outreach Family Life Development Center
Project: Funding for facility renovation for statewide women prison ministry.
Grant Request: $25,000.00
Grant Number: 367-03-03-15  
Supported by Senator in District

Applicant: Big Brothers Big Sisters of Northwest Arkansas
Project: Fund for Lemonade Day.
Grant Request: $3,000.00
Grant Number: 368-84-03-15  
Supported by Representative in District

Applicant: Springdale Chamber of Commerce
Project: Funding for annual academy and career/technical education monitoring program.
Grant Request: $10,000.00
Grant Number: 369-89-03-15  
Supported by Representative in District

Applicant: Town of Oak Grove Police Department
Project: Funding for Tasers for the police department.
Grant Request: $2,099.08
Grant Number: 370-96-03-15  
Supported by Representative in District
NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC.
GENERAL IMPROVEMENT FUND

PROJECTS LIST 2013 GIF FUNDING CYCLE
APPLICATIONS 371-373

Applicant: NWAEDD
Project: Funding to correct and ratify transfer from GIF to Aging Services on 5/29/2013.
Grant Request: $50,000.00
Grant Number: 371-00-03-15

Applicant: NWAEDD
Project: Funding to correct and ratify transfer from GIF to Aging Services on 11/13/2013.
Grant Request: $60,000.00
Grant Number: 372-00-03-15

Applicant: NWAEDD
Project: Funding to correct and ratify transfer from GIF to Aging Services on 2/11/2014.
Grant Request: $20,000.00
Grant Number: 373-00-03-15
CHAIRMAN WES FOWLER called to order the Board of Directors Meeting of the Northwest Arkansas Economic Development District, Inc., at 10:12 a.m., Wednesday, June 17, 2015, at the NWAEDD Plaza, Kenton R. Treat Conference Room, Harrison, Arkansas. CHAIRMAN FOWLER stated since there were several new board members he would like to have all the Board Members introduce themselves.

EXECUTIVE DIRECTOR JOE WILLIS introduced the visitors that were present.

Board Members present were:

**Baxter County**
- JUDGE MICKEY PENDERGRASS, BAXTER COUNTY
- MR. KENNETH “BO” GREGORY, MOUNTAIN HOME

**Benton County**
- MR. KEVIN GAMBRILL, BENTON COUNTY

**Boone County**
- MAYOR DAN SHERRELL, HARRISON
- MR. BILL WITTY, HARRISON

**Carroll County**
- MAYOR TIM MCKINNEY, BERRYVILLE
- MAYOR ROBERT BERRY, EUREKA SPRINGS

**Madison County**
- MR. DAVID PEMBERTON, HUNTSVILLE
- MR. WES FOWLER, MADISON COUNTY

**Marion County**
- JUDGE TERRY OTT, MARION COUNTY
- MAYOR SHAWN LANE, YELLVILLE
- MR. LAYTON LEE, YELLVILLE

**Newton County**
- JUDGE WARREN CAMPBELL, NEWTON COUNTY
- MAYOR JAN LARSON, JASPER
Searcy County
JUDGE JIM HARNESS, SEARCY COUNTY
MAYOR JOHN HENLEY, ST. JOE
MR. JAMES BUSBEE, MARSHALL

Washington County
MRS. RENEE BIBY, FAYETTEVILLE
MAYOR DOUG SPROUSE, SPRINGDALE
MR. RAY BOUDREAUX, FAYETTEVILLE

Board Members absent were:

MAYOR JOE DILLARD, MOUNTAIN HOME
MAYOR BOB MCCASLIN, BENTONVILLE
MAYOR ROBERT HATHAWAY, BOONE COUNTY
JUDGE SAM BARR, CARROLL COUNTY
JUDGE FRANK WEAVER, MADISON COUNTY
MR. NEAL GIBSON, WESTERN GROVE

Guests present were:

Mayor John Mark Turner, Siloam Springs
John Hinchee, Secretary of State Office
Stan Berry, Field Representative, Secretary of State
Kathryn Gough, Field Representative, Senator John Boozman
Stetson Painter, Field Representative, Senator John Boozman
Dylan Haney, Field Representative, Senator Tom Cotton
Sam Piazza, Field Representative, Senator Tom Cotton
Jasen Jones, Southwest Missouri Workforce Board
John B. Ervin, CPA, CFO, NWAEDD
Joe Willis, NWAEDD
Jeremy Ragland, NWAEDD
Jay Stallard, NWAEDD
Susan Sangren, NWACDC
Janie Wheeler, NWAEDD
Jo Anna Cartwright, NATS
Debbie Davidson, NWAEDD
Libby Robinson, NWAEDD

Minutes of the March 18, 2015 meeting were presented and approved on motion by MR. BILL WITY, seconded by JUDGE WARREN CAMPBELL and the motion unanimously carried.
CHAIRMAN FOWLER offered the Locality Contribution Report that was included in the Board packets. It was noted that Berryville had paid since the production of the report.

CHAIRMAN FOWLER stated the next order of business would be consideration of RESOLUTION NO. 3055. EXECUTIVE DIRECTOR WILLIS presented information on the resolution.

RESOLUTION NO. 3055 — A RESOLUTION AUTHORIZING THE SUBMISSION OF THE DISTRICT’S UPDATED FIVE YEAR COMPREHENSIVE ECONOMIC DEVELOPMENT STRATEGY (CEDS) TO THE ECONOMIC DEVELOPMENT ADMINISTRATION, U.S. DEPARTMENT OF COMMERCE.

EXECUTIVE DIRECTOR WILLIS stated that the only changed were housekeeping in nature to reflect the new board members and staff changes. Motion to approve RESOLUTION NO. 3055 was made by MAYOR TIM MCKINNEY and seconded by MR. BO GREGORY and the motion carried unanimously.

Next item of business was presentation of the new District website that is under construction. It was presented by Janie Wheeler, Workforce Administrator and Jasen Jones, Southwest Missouri Workforce Board.

The next item on the agenda was the presentations by Program Directors – Janie Wheeler, Workforce Administrator; Jo Anna Cartwright, NATS; Jay Stallard, Grants Administration; and Jeremy Ragland, Community and Economic Development. All gave a brief description of their departments and current status of pending projects or developments.

EXECUTIVE DIRECTOR WILLIS gave an Executive Director’s Report. He reported that he and John Ervin traveled to Little Rock to be present for the Legislative Joint Auditing Committee’s review of the District’s 2013 audit from Frost and Co. All findings have been addressed and the committee passed the audit. He also noted that a required Employee Benefits Plan audit is to be commenced in July and noted that he had recently met with AEDC Director, Michael Preston, along with all of the other EDD/PDD directors from across the state to discuss economic development and project collaboration.

EXECUTIVE DIRECTOR WILLIS also informed the board that the Legislative Audit was not complete, but that he and CHAIRMAN FOWLER were expecting to meet with the audit team within the next 60 days in advance of the audit’s presentation to the Legislative Joint Auditing Committee, likely in early September. He expects that if the timeline is followed then the audit will be available for discussion and review in September.
EXECUTIVE DIRECTOR WILLIS further reported that the 2014 Frost and Co. audit is scheduled to begin in August and is confident that it will go somewhat smoother than the 2013 audit even though there are still issues being resolved daily in the District’s financial operations.

EXECUTIVE DIRECTOR WILLIS and CHAIRMAN FOWLER reported that the Trust Board of the Association of Arkansas Counties had voted to carry the District’s Workers Comp Insurance when it is up for renewal in October, subject to no significant events occurring in the interim.

EXECUTIVE DIRECTOR WILLIS also reported that some GIF funds had been approved by the Legislature, but the exact amounts that the District would receive or the date of their arrival had not yet been determined. He stated that District personnel had been working on policy updates and were continuing to do so and were planning to submit those changes to the board as they became complete.

EXECUTIVE DIRECTOR WILLIS next gave an update on the District’s Revolving Loan Fund (RLF). He stated that there are nine (9) active loans with one in serious default. The aggregate balance of the loans is approximately $340,000 leaving the District slightly in excess of $353,000 available to lend.

CHAIRMAN FOWLER stated that item 9, by-laws, was next on the agenda. CHAIRMAN FOWLER provided some background to the updating of the by-laws. CHAIRMAN FOWLER said that the by-laws committee has met twice to discuss and work on updating the District’s by-laws that were in need of revision. CHAIRMAN FOWLER suggested that each board member take their copy of the by-laws in their packets and review them and get back with EXECUTIVE DIRECTOR WILLIS or CHAIRMAN FOWLER with any changes no later than August 1st in order to allow time for review, discussion with the by-laws committee and resubmission to the board 30 days in advance of the September meeting at which time they will be voted on.

CHAIRMAN FOWLER stated that the localities contribution structure had not been changed since 1967 and that the bylaws/localities committee had met and is recommending to the board that the formula change from its present amounts to .10 per capita based on the most current U.S. census data available. The intention of the committee in doing so was to realign the assessment more fairly based upon population and to allow the District to completely meet its requirement match of $60,000 annually from the Economic Development Administration planning grant entirely from local funds thereby leaving Act 118 funds from the State of Arkansas free to use for matches of other grants. This change will also improve the revenue of the district overall. The committee’s recommendation to change the locality contributions was for it to take effect for the 2016 operating year. After discussion of the locality contributions presented to the board a motion was made to approve the committee’s recommendations by MR. BILL WITTY, and seconded by
JUDGE WARREN CAMPBELL, and the motion carried with an abstention from MR. KEVIN GAMBRILL. EXECUTIVE DIRECTOR WILLIS will be sending out a letter with the new formula and with the supporting reasons for the change soon.

CHAIRMAN FOWLER stated the next item of business was the NWAEDD 2015 Budget. Chairman Fowler said that the Executive Committee had reviewed and approved the budget and recommended its passage to the full Board. EXECUTIVE DIRECTOR WILLIS stated that he was committed to having the 2016 budget to the board in December, 2015 for review. Motion was made by MAYOR TIM MCKINNEY to approve the 2015 budget presented to the board, seconded by MAYOR DAN SHERRELL, and the motion carried with an abstention from MR. KEVIN GAMBRILL.

CHAIRMAN FOWLER stated that the Executive Committee had met in Executive Session to consider personnel matters. Upon returning from Executive Session the committee voted to remove the interim designation from EXECUTIVE DIRECTOR WILLIS title (see Executive Committee meeting minutes as approved below for further detail). Motion by MRS. RENEE BIBY to accept the committee’s recommendation and classify EXECUTIVE DIRECTOR WILLIS as permanent director, seconded by JUDGE TERRY OTT, and the motion unanimously carried.

MR. BILL WITTY made the motion to approve the June 8, 2015 Executive Committee Meeting minutes, seconded by MR. RAY BOUDREAUX. Motion unanimously carried.

CHAIRMAN WES FOWLER said the review of General Improvement Grant applications submitted to NWAEDD was the next order of business.

After review and discussion of the GIF applications 374-391 & 224 (list attached), MAYOR SHAWN LANE made a motion to approve the General Improvement Fund applications as presented. MAYOR DAN SHERRELL seconded the motion. Motion carried.

There being no other business, the meeting adjourned at 12:25 p.m. on a motion by MR. DAVID PEMBERTON and seconded by JUDGE WARREN CAMPBELL and motion carried unanimously.

[Signatures]
Chairman

[Signature]
Secretary

Date: 9/16/15

Date: 9/16/15
NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC.
GENERAL IMPROVEMENT FUND

PROJECTS LIST 2013-14 GIF FUNDING CYCLE
APPLICATIONS 374-391 & 224

Applicant: City of Cotter
Project: Funding for updating of existing heating and cooling units at the North Arkansas Youth Center.
Grant Request: $5,207.00
Grant Number: 374-99-06-15
Supported by Representative in District

Applicant: Arkansas Military Veterans Hall of Fame
Project: Funding for building a memorial in the State Capitol.
Grant Request: $6,000.00
Grant Number: 375-84-02-06-15
Supported by Representative and Senator in District

Applicant: World Trade Center Arkansas
Project: Funding for global trade projects.
Grant Request: $4,000.00
Grant Number: 376-84-06-15
Supported by Representative in District

Applicant: Regional National Cemetery Improvement Corporation
Project: Funding for purchase of land to expand Fayetteville National Cemetery.
Grant Request: $20,000.00
Grant Number: 377-84-06-15
Supported by Representative in District

Applicant: Fayetteville Public Library
Project: Funding for various projects and workshops hosted by library.
Grant Request: $30,000.00
Grant Number: 378-84-06-15
Supported by Representative in District

Applicant: City of Fayetteville
Project: Funding for new soccer equipment.
Grant Request: $50,000.00
Grant Number: 379-84-06-15
Supported by Representative in District
Applicant: St. Francis House NWA, Inc. d/b/a Community Clinic  
Project: Funding for supplies and equipment for clinic.  
Grant Request: $20,057.50  
Grant Number: 380-84-86-89-06-15  
Supported by Representative in District

Applicant: Wesley Volunteer Fire Department  
Project: Funding for fire hydrant installation and equipment.  
Grant Request: $4,000.00  
Grant Number: 381-97-06-15  
Supported by Representative in District

Applicant: Eureka Springs Visitor Education Center, Inc.  
Project: Funding to launch the Highlander Center.  
Grant Request: $4,900.00  
Grant Number: 382-97-06-15  
Supported by Representative in District

Applicant: Hindsville Rural Fire Department  
Project: Funding for building a pavilion for community.  
Grant Request: $10,000.00  
Grant Number: 383-97-06-15  
Supported by Representative in District

Applicant: Northwest Arkansas District Fair Association  
Project: Funding to complete installation of heating and cooling units.  
Grant Request: $5,000.00  
Grant Number: 384-05-84-06-15  
Supported by Senator and Representative in District

Applicant: Holiday Island Fire Department  
Project: Funding to purchase personal protective equipment for firefighters.  
Grant Request: $3,000.00  
Grant Number: 385-05-06-15  
Supported by Senator in District

Applicant: Washington County  
Project: Funding for a pavilion for the Hooked on Fishing Not on Drugs Program.  
Grant Request: $18,000.00  
Grant Number: 386-86-06-15  
Supported by Representative in District

Applicant: Madison County  
Project: Funding for painting interior walls of the courthouse and re-staining in courtroom.  
Grant Request: $10,000.00  
Grant Number: 387-96-97-06-15  
Supported by Representative in District
Applicant: Searcy County
Project: Funding to purchase a zero turn mower for use at the Searcy County Civic Center.
Grant Request: $5,000.00
Grant Number: 388-96-06-15 Supported by Representative in District

Applicant: Holiday Island
Project: Improvements to community building and construction of outdoor deck.
Grant Request: $15,000.00
Grant Number: 389-05-06-15 Supported by Senator in District

Applicant: American Legion – Rogers, AR
Project: To renovate and add additional space to the American Legion Post.
Grant Request: $30,000.00
Grant Number: 390-03-06-15 Supported by Senator in District

Applicant: Havenwood – Bentonville, AR
Project: Funding to update existing shelter facility for single mothers.
Grant Request: $5,000.00
Grant Number: 391-03-06-15 Supported by Senator in District

Total $245,164.50

Applicant: Shiloh Schools
Project: Training and development of leadership skills for staff and students.
Grant Request: $10,000.00
Grant Number: 224-07-04-14 Supported by Senator in District
CHAIRMAN WES FOWLER called to order the Board of Directors Meeting of the Northwest Arkansas Economic Development District, Inc., at 10:12 a.m., Wednesday, September 16, 2015, at the NWAEDD Plaza, Kenton R. Treat Conference Room, Harrison, Arkansas.

EXECUTIVE DIRECTOR JOE WILLIS introduced the visitors that were present.

Board Members present were:

**Baxter County**
- JUDGE MICKEY PENDERGRASS, BAXTER COUNTY
- MAYOR JOE DILLARD, MOUNTAIN HOME
- MR. KENNETH “BO” GREGORY, MOUNTAIN HOME

**Benton County**
- MR. KEVIN GAMBRILL, BENTON COUNTY

**Boone County**
- JUDGE ROBERT HATHAWAY, BOONE COUNTY
- MAYOR DAN SHERRELL, HARRISON

**Carroll County**
- JUDGE SAM BARR, CARROLL COUNTY
- MAYOR TIM MCKINNEY, BERRYVILLE

**Madison County**
- JUDGE FRANK WEAVER, MADISON COUNTY
- MR. DAVID PEMBERTON, HUNTSVILLE
- MR. WES FOWLER, MADISON COUNTY

**Marion County**
- MAYOR SHAWN LANE, YELLVILLE
- MR. LAYTON LEE, YELLVILLE
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Newton County
JUDGE WARREN CAMPBELL, NEWTON COUNTY
MAYOR JAN LARSON, JASPER
MR. NEAL GIBSON, WESTERN GROVE

Searcy County
JUDGE JIM HARNESS, SEARCY COUNTY

Washington County
MRS. RENEE BIBY, FAYETTEVILLE
MAYOR DOUG SPROUSE, SPRINGDALE

Board Members absent were:

MAYOR BOB MCCASLIN, BENTONVILLE
MR. BILL WITTY, HARRISON
MAYOR ROBERT BERRY, EUREKA SPRINGS
JUDGE TERRY OTT, MARION COUNTY
MR. JAMES BUSBEE, MARSHALL
MR. RAY BOUDREAUX, FAYETTEVILLE

Guests present were:

Mayor Jackie Crabtree, Pea Ridge
Mayor Kevin Elliott, Marshall
Mayor Bill Edwards, Centerton
Mayor Eldon Long, Lowell
Woodie Methvin, Searcy County Farm Bureau
Stetson Painter, Field Representative, Senator John Boozman
Dylan Haney, Field Representative, Senator Tom Cotton
Joseph Didden, Field Representative, Congressman Rick Crawford
Don McMillen, AHTD
Chonda Tapley, Harrison Housing
Jennifer Henson, Morning Star Water Association
Melinda Caldwell, Ozark Mountain SWD
James White, Harrison Daily Times
John B. Ervin, CPA, CFO, NWAEDD
Joe Willis, NWAEDD
Jeremy Ragland, NWAEDD
Janine Swirsky, NWAEDD
Eddie Treece, NWAEDD
Jay Stallard, NWAEDD
Susan Sangren, NWACDC
Janie Wheeler, NWAEDD
Jo Anna Cartwright, NATS
Libby Robinson, NWAEDD

EXECUTIVE DIRECTOR JOE WILLIS introduced Ms. Janine Swirsky as the new Director of Finance and would be starting September 28, 2015. Ms. Swirsky provided a short bio to the board.

CHAIRMAN FOWLER stated that the next item of business was nomination for Board of Directors vacancy. EXECUTIVE DIRECTOR WILLIS stated that a nomination for a board vacancy for Searcy County to replace MAYOR JOHN HENLEY was needed due to his passing on Sunday, September 13, 2015. JUDGE JIM HARNESS nominated Mr. Woodie Methvin to fill the vacancy in Searcy County. MAYOR TIM MCKINNEY seconded the nomination and the motion unanimously carried.

Minutes of the June 17, 2015 meeting were presented and approved on motion by JUDGE FRANK WEAVER, seconded by MAYOR TIM MCKINNEY and the motion unanimously carried.

CHAIRMAN FOWLER said that the next item of business was the Locality Contribution Report that was included in the Board packets.

CHAIRMAN FOWLER stated the next order of business would be consideration of RESOLUTION NO. 3056 – Financial Institution Resolution. EXECUTIVE DIRECTOR WILLIS presented information on the resolution which would be used by the District to conduct banking activity. The motion to approve Resolution No. 3056 was made by JUDGE MICKEY PENDERGRASS, seconded by MS. RENEE BIBY and carried unanimously.

CHAIRMAN FOWLER said the next item of business was for approval of RESOLUTION NO. 3057 – A RESOLUTION AUTHORIZING THE NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC., TO USE LOCAL FUNDS TO MATCH FUNDS FROM THE U.S. DEPARTMENT OF COMMERCE, ECONOMIC DEVELOPMENT ADMINISTRATION, FOR THE EDA PLANNING GRANT.

ASSISTANT EXECUTIVE DIRECTOR JEREMY RAGLAND discussed that the resolution was for match monies for the EDA Planning Grant. The motion to approve Resolution No. 3057 was made by JUDGE PENDERGRASS and seconded by JUDGE WARREN CAMPBELL and was approved unanimously.
CHAIRMAN FOWLER stated the next order of business would be consideration of RESOLUTION NO. 3058 -- A RESOLUTION AUTHORIZING THE NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC., TO FILE AN APPLICATION TO THE ARKANSAS STATE HIGHWAY AND TRANSPORTATION DEPARTMENT FOR CONTINUATION OF FUNDING FOR THE NORTH ARKANSAS TRANSPORTATION SERVICE (NATS) PROGRAM IN BAXTER, BOONE, CARROLL, FULTON, IZARD, MADISON, MARION, NEWTON AND SEARCY COUNTIES, FOR THE PERIOD JANUARY 1, 2016 THROUGH DECEMBER 31, 2016.

EXECUTIVE DIRECTOR WILLIS discussed the resolution. A motion to approve RESOLUTION NO. 3058 was made by MAYOR TIM MCKINNEY and seconded by MR. NEAL GIBSON and it carried unanimously.

CHAIRMAN FOWLER stated that the next item of business on the agenda was the Arkansas Legislative Audit. The floor was opened for discussion about the audit. MAYOR MCKINNEY stated that his concern revolved around the activities of the prior external audits and why they had not presented these issues. CHAIRMAN FOWLER stated that the board has an executive committee that needs to be more involved and engaged. The consensus of the Board was that the District was moving forward. MAYOR MCKINNEY asked if former director Mr. J. Michael Norton was going to repay the money he received in mileage reimbursements in excess of the travel allowance. CHAIRMAN FOWLER read to the board a letter that came from Mr. Norton which affirmed Norton’s position that he did not feel that he owed the District any money and that it was his contention that his compensation package permitted the receiving of both the allowance and the reimbursement. (Copy included) MAYOR MCKINNEY made the motion for the District’s attorney to contact Mr. Norton regarding paying back the money he owes the district, seconded by JUDGE PENDERGRASS. Motion carried with three abstaining – JUDGE FRANK WEAVER, JUDGE WARREN CAMPBELL AND MS. RENEE BIBY. JUDGE PENDERGRASS recommended that the letter from Mr. Norton go to the attorney also.

MS. RENEE BIBY asked about the NATS claims. Mr. Don McMillen stated that Arkansas State Highway and Transportation Department was doing everything they could to help get the claims processed. Mr. McMillen also reiterated his appreciation for the cooperation from the district.

MS. RENEE BIBY asked how the District would be rated as it pertains to the requirements in the new OMB Uniform Guidance. EXECUTIVE DIRECTOR WILLIS said that unfortunately until the District can work through some of the challenges and establish a record of positive performance that it would be probably be rated at a high risk. However, EXECUTIVE DIRECTOR WILLIS felt that this rating would be short in duration and the District would return to a more satisfactory classification in short order.
EXECUTIVE DIRECTOR WILLIS outlined some of the changes that have been implemented to correct the findings in the audit. WILLIS signs every check, looks at every piece of mail and reviews all Workforce draws prior to submission. The staff has been receiving training by attending webinars, seminars and conferences. In addition all payroll taxes are being paid timely.

Mr. John Ervin discussed the review of District financials and provided an update on Frost & Company, the firm conducting the District’s 2014 Audit. EXECUTIVE DIRECTOR WILLIS stated that there were still issues with the District’s financial records that are being resolved that did not permit reliable financial information to be presented at this meeting. He noted that with the addition of Finance Director Swirskey, the assistance of interim CFO John Ervin and with support from a local CPA firm that financial reports and a budget would be presented at the December 2015 board of directors meeting.

CHAIRMAN WES FOWLER said the review of General Improvement Grant applications submitted to NWAEDD was the next order of business.

After review and discussion of the GIF applications 392-401 (list attached), JUDGE FRANK WEAVER made a motion to approve the General Improvement Fund applications as presented. MAYOR DOUG SPROUSE seconded the motion. Motion carried.

CHAIRMAN WES FOWLER said the review of General Improvement Grant Policy was the next order of business. JUDGE MICKEY PENDERGRASS made the motion to approve the policy with the following adjustment made in the Post Award Grant Amendments section last bullet: When these instances occur, the amended proposal will be promptly disclosed to the NWAEDD Board of Directors via email. (Copy included) MR. BO GREGORY seconded the motion. Motion carried.

ASSISTANT EXECUTIVE DIRECTOR RAGLAND discussed the Delta Regional Authority project that was submitted to DRA for the City of Yellville and an EDA grant submitted for the City of Springdale Cambridge Street. He also discussed EDA applications for NAC - Workforce & Technical Center for a new roof, and the Benton County road department application for Spanker Creek Bridge.

CHAIRMAN FOWLER stated that the by-laws were the next item of business. By-laws were adopted with amendments by motion of JUDGE PENDERGRASS, seconded by JUDGE WEAVER. Motion carried as presented. (Copy included)

Next item of business was establishment of standing committees.
CHAIRMAN FOWLER appointed the following members with the approval of the board of directors.

Executive Committee consists of:

CHAIRMAN WES FOWLER  
MR. BILL WITTY  
JUDGE WARREN CAMPBELL

MR. RAY BOUDREAUX  
MAYOR JOE DILLARD  
MAYOR DOUG SPROUSE

Audit Committee consists of:

CHAIRMAN WES FOWLER  
JUDGE MICKEY PENDERGRASS  
MR. BILL WITTY

MAYOR TIM MCKINNEY  
MAYOR JOE DILLARD  
MS. RENEE BIBY

RLF Committee consists of:

CHAIRMAN WES FOWLER  
JUDGE MICKEY PENDERGRASS  
MR. LAYTON LEE

JUDGE FRANK WEAVER  
MR. BO GREGORY  
MAYOR DOUG SPROUSE

Motion was made by JUDGE FRANK WEAVER to approve the committees as nominated by CHAIRMAN FOWLER. Seconded by JUDGE WARREN CAMPBELL and the motion carried unanimously.

There being no other business, the meeting adjourned at 12:02 p.m. on a motion by JUDGE FRANK WEAVER and seconded by JUDGE WARREN CAMPBELL. The motion carried unanimously.

Date: 10-29-15

Chairman

Bill Witty

Secretary

Date: 10-29-15
AMENDED AND RESTATED BY-LAWS
OF
NORTHWEST ARKANSAS ECONOMIC
DEVELOPMENT DISTRICT, INC.

(As Amended March 18, 1971)
(As Amended March 16, 1972)
(As Amended April 20, 1978)
(As Amended November 20, 1980)
(As Amended February 17, 1983)
(As Amended November 19, 1987)
(As Amended March 16, 2011)


ARTICLE I. ELIGIBILITY FOR MEMBERSHIP TO DISTRICT

The Northwest Arkansas Economic Development District, Inc. consists geographically of the nine counties of Baxter, Benton, Boone, Carroll, Madison, Marion, Newton, Searcy and Washington.

Sufficient action establishing intent to join said District shall be such action as is required by the local laws of the governing body of each county or city, and also as may be required by applicable state law for inter-county organizations.

ARTICLE II. OFFICES

The principal office of the corporation in the State of Arkansas shall be located in the City of Harrison, County of Boone. The corporation may have such other offices, either within or without the State of Arkansas, as the Board of Directors may designate or as the business of the corporation may require from time to time.

ARTICLE III. BUDGET AND SHARING OF COSTS OF THE DISTRICT

The District Board of Directors shall adopt an annual budget as recommended by the Executive Committee including annual contributions from members.

Membership dues will be mailed annually in October. Failure to pay such by any member for the prior year shall be grounds for revocation of District membership.

ARTICLE IV. BOARD OF DIRECTORS

SECTION 1. General Powers: The affairs, activities and operation of the corporation shall be managed by its Board of Directors.
SECTION 2. Number, Tenure and Qualifications: The number of directors of the corporation shall be no more than twenty-eight (28). At all times a majority of the directors shall be elected officials of local governments or employees of a general purpose unit of State, local or Indian Tribal governments who have been appointed to represent the government.

The duly elected county judge from each county in the District shall be a designated director and shall serve a term that coincides with his or her tenure as county judge. He or she may nominate another county representative to serve in his or her place and said person shall serve at the pleasure of the county judge. Such representative will serve as an elected official for purposes of elected official percentage designation as required by these by-laws.

The remaining directors from each county shall be elected by the Board of Directors and shall be representative of the municipal governments in the county and of economic development organizations and other organizations, which are broadly representative of diverse community interests.

Elected representatives of municipal government from each county, through the actions of each county’s intergovernmental council, will recommend one (1) elected municipal official (EMO) to serve on the board of the District to its respective county judge who may choose to nominate such person to the District board or request a replacement recommendation. Such representative, if nominated and elected, shall serve terms that coincide with his or her tenure in public office or until (1) replaced by the intergovernmental council; (2) no longer an EMO or; (3) removed by the District’s board as outlined in these by-laws.

In considering nominations for private sector directors, the nominating county judge and the Board of Directors shall consider persons representative of the interests of the entire District and particularly of the following groups within the District: (1) education; (2) health and welfare; (3) labor; (4) recreation; (5) conservation; (6) finance and insurance; (7) minority groups; (8) business; (9) industry; (10) transportation, communication and public works; (11) agriculture; and (12) social and cultural groups. Such private sector directors will serve two (2) year terms. Each elected director will be assigned the responsibility of representing one of the above groups, and each such director’s successor shall assume the same responsibility.

A minority representative of at least one member will be nominated and elected for a period of two years and may be selected from any of the District’s counties.

The tenure of office of a member of the Board shall be terminated at death, resignation, removal or, with the exception of the county judge who is a designated director, at the time of the election of his or her successor to the Board of Directors, and directors shall commence immediately to serve their tenure of office at the conclusion of the annual meeting or upon approval by the Board of Directors.

SECTION 3. Regular Meetings: The time and place of regular meetings may be fixed by the Board of Directors. If the day fixed for a regular meeting shall be a legal holiday in the State of Arkansas, such meeting shall be held on the next succeeding business day. At all regularly scheduled board meetings the Executive Director or his or her designee shall present a report to the Board of Directors.

An annual meeting of the Board of Directors shall be held at a time and place established by resolution of the Board, for the purpose of electing directors, electing officers of the board of directors, reports and budgets from the officers and board of directors and for the transaction of such other business as may come before the meeting. If the election of directors shall not be held on the day designated herein for any such meeting, or at any adjournment thereof the Board of Directors shall cause the election to be held at a special meeting of the directors as soon thereafter as conveniently may be.
SECTION 4. **Special Meetings:** Special meetings of the Board of Directors may be called by:
a) the board Chairman, or in his or her absence, the Vice-Chairman; or, b) a majority of the Board of Directors on written petition to the Board Chairman. The Chairman shall call a meeting within five (5) days of receipt of petition, and said meeting shall be held not later than 10 days from the date of call.

SECTION 5. **Notice:** Notice of any special meeting shall be given at least two (2) days previously thereto by written notice delivered personally or mailed to each director at his business address, by facsimile transmission, or by electronic mail. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice be given by facsimile transmission, such notice shall be deemed to be delivered upon transmission. If electronic mail, such notice shall be deemed to be delivered upon sending. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

SECTION 6. **Quorum:** 50% plus one of the current Board of Directors (less vacancies) shall constitute a quorum for the transaction of business at any regular or special meeting of the Board of Directors, but if fewer than 10 are present at such meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

SECTION 7. **Manner of Acting:** The affirmative vote of a majority of the Directors present at a meeting when a quorum is present shall be the act of the Board of Directors. Each member present and in good standing shall be entitled to one (1) vote. Voting by proxy is not authorized.

SECTION 8. **Action Without A Meeting:** Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if the action is taken by all members of the Board. The action must be evidenced by one or more written consents describing the action taken, signed by each director, and included in the minutes filed with the corporate records reflecting the action taken. Any action taken under this Section 8 shall be effective when the last director has signed the consent, unless the consent specifies a different effective date, which effective date shall control. A consent delivered by facsimile transmission or electronic signature shall constitute a valid signed consent. A consent signed under this Section 8 has the effect of a meeting vote and may be described as such in any document.

SECTION 9. **Telephonic Meetings Permitted:** Members of the Board of Directors, or any committee designated by the Board, may participate in a meeting of such Board or committee by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can simultaneously hear each other, and participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

SECTION 10. **Removal of Directors:** A director may be removed with or without cause at a meeting which is called for the purpose of removing a director and for which the meeting notice states that the purpose, or one of the purposes, of the meeting is removal of a director. An affirmative vote of the majority of an established quorum (see section 6) must be recorded for the removal to be effective.
SECTION 11. **Vacancies:** With the exception of county judges, if any member of the Board of Directors is absent for four (4) consecutive regular meetings without sufficient cause, he may, at the option of the Executive Committee, be considered to have resigned and, after due notice given to him or her in accordance with the Notice provisions as outlined in Article IV, Section 5, of these by-laws, without objective response, may be replaced on the Board of Directors by the appropriate procedure set forth in this Article.

1. Any member of the Executive Committee is absent for three (3) consecutive regular meetings without sufficient cause, he may, at the option of the Executive Committee, be considered to have resigned and, after due notice given him or her in accordance with the Notice provisions as outlined in Article IV, Section 5, of these by-laws, without objective response, may be replaced on the Executive Committee by the procedure outlined in this Article.

2. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office or until the selection, nomination and confirmation of a successor director in accordance with Article IV, Section 2, of these by-laws, whichever occurs first. Any directorship to be filled by reason of an increase in the number of directors may be filled by election by the Board of Directors for a term of office continuing only until the next election by the directors.

SECTION 12. **Chairman and Vice-Chairman of the Board:** The Chairman of the Board of Directors shall preside at all meetings thereof and in the Chairman's absence the Vice-Chairman shall preside. The Chairman and Vice-Chairman shall also serve on the Executive Committee as more fully set forth herein below.

**ARTICLE V. OFFICERS**

SECTION 1. **Officers:** The officers of the corporation shall be a President, a Vice-President, a Secretary and a Treasurer, each of whom shall be elected by the directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors.

SECTION 2. **Election and Term of Office:** The officers of the corporation shall be elected at each annual meeting of directors. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

SECTION 3. **Removal:** Any officer or agent may be removed by the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby.

SECTION 4. **Vacancies:** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.
SECTION 5. **President:** The Chairman shall also be the President and shall be the principal executive officer of the Corporation, shall preside at all meetings, regular and special, of the Board of Directors, and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the corporation. He may sign, with the Secretary or any other proper officer of the corporation thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed, and the President shall in general perform all duties as may be prescribed by the Board of Directors from time to time.

SECTION 6. **Vice-President:** The Vice Chairman shall also be the Vice-President, and in the absence of the President or in event of his death, inability or refusal to act, the Vice-President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

SECTION 7. **Secretary:** The Secretary shall: (a) keep the minutes of the proceedings of the directors and of the Board of Directors in one or more books provided for that purpose including all electronic recordings; (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; (c) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

SECTION 8. **Treasurer:** The Treasurer shall: (a) review, analyze, and inspect, financial reports prepared by the Executive Director’s staff; (b) provide a report on the financial condition of the corporation at the annual meeting of the Board of Directors and at such other times as may be requested by the Board of Directors; and (c) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The Treasurer shall review the financial records of the Executive Director’s staff which shall: (a) have charge and custody of and be responsible for all funds of the corporation; (b) receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such funds in the name of the corporation in such banks, trust companies or other depositories as shall be selected by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine.

**ARTICLE VI. COMMITTEES**

SECTION 1. **Establishment:** The Board of Directors from time to time may establish, instruct, and discharge one or more committees of the Board. A committee may be established either as a standing committee or as an ad hoc committee for a special purpose. Each committee established by the Board of Directors shall consist of three (3) or more directors each of whom shall serve at the pleasure of the Board of Directors. The creation of each committee and the appointment of members shall be approved by the Board of Directors acting in any manner permitted under Article IV of these by-laws.
SECTION 2. **Powers:** The Board of Directors may delegate such of its powers as it deems necessary to such committees as it may from time to time establish; provided, however, that a committee of the Board may not (i) authorize distributions; (ii) approve the dissolution, merger or the sale, pledge or transfer of all or substantially all of the corporation’s assets; (iii) elect, appoint or remove directors or fill vacancies on the Board or any of its committees; or (iv) adopt, amend or repeal the articles or by-laws. Any committee may exercise such of the Board’s authority as the committee is granted by the Board of Directors, subject to the restrictions contained in the Articles of Incorporation or these by-laws.

SECTION 3. **Meetings and Action:** The provisions of Article IV of these by-laws shall apply to govern meetings, action without meetings, notice and waiver of notice, and quorum and voting requirements of each committee and its members. Pursuant to those provisions, each committee shall fix the time and place of its meetings, shall keep minutes of its meetings, and shall promptly report its actions and recommendations to the Board of Directors.

SECTION 4. **Executive Committee:** There shall be a standing committee to be known as the Executive Committee. The members of the Committee shall consist of the Chairman, the Vice Chairman, the Treasurer, the Secretary, and two (2) other at large directors both of whom shall be elected officials, elected by the Board of Directors. The Chairman shall act as the Executive Committee Chair and shall exercise the power of vote on the Executive Committee only as required to constitute a quorum or break a tie vote. The Chairman shall refer to the Executive Committee such business, which in the Chairman’s judgment, may require action or approval of the Board of Directors. All actions of the Executive Committee shall be reported to the Board of Directors at its next subsequent meeting and such reports shall become part of the minutes of that meeting. The Executive Committee may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation as allowed under the Arkansas Nonprofit Act of 1993. This committee shall meet at least four (4) times annually but may have additional called meetings by the Chairman or by a simple majority of the committee members upon written petition to the chairman. If called by the members the Chairman shall call the meeting within five (5) days of receipt of petition and said meeting shall be held no later than 10 days from the date of call. All board members will be notified of the meeting date, time, agenda and location when the Executive Committee meets outside of the regular Board of Directors meeting dates.

The Executive Committee shall also have the following functions, duties and responsibilities:

(a) To prepare and submit to the Board of Directors an annual budget for its action and approval.

(b) To collect all money and/or services and materials pledged to the corporation.

(c) To hire an executive director subject to approval of the Board of Directors.

(d) To appoint advisory committees to the Board of Directors, subject to Board approval to assist in carrying out the purposes, functions, duties and responsibilities of the District as outlined in the Articles of Incorporation of this District.

(e) Recommend to the Board of Directors on the acceptance or rejection by the District of any gifts, contributions and donations offered to the District.

(f) Take such other actions, make recommendations and formulate policy on those matters which may be delegated to it, by the Board of Directors which will best effectuate and carry out the purposes and functions for which this District is created and as outlined in the Articles of Incorporation.
SECTION 5. Revolving Loan Fund (RLF) Committee. There shall be a standing committee known as the RLF Committee as long as the District continues to operate a Revolving Loan Fund. The six (6) members of the committee, including the Chairman, shall be appointed by the Chairman subject to approval by the Board of Directors. The Chairman shall act as the RLF Committee Chairman and shall exercise the power of vote on the RLF Committee only as required to constitute a quorum or break a tie vote. This committee shall meet from time to time and is authorized by the Board of Directors to review and approve loan applications, receive updates on collection actions, review fund status and other such actions as deemed necessary to effectuate a compliant RLF program. All actions taken by the committee will be disclosed at the next regular board meeting.

ARTICLE VII. REQUIREMENTS FOR PERIODIC REPORTS

No less than once annually, the Board of Directors shall report comprehensively to its membership, the Governor of the State of Arkansas and the Economic Development Administration, and shall have other reports prepared as may be required by Federal, State, or municipal law or regulation as may be required other than under these Articles of Incorporation and by-Laws.

ARTICLE VIII. OBLIGATION FOR DUES ON WITHDRAWAL OR ADMISSION

In the event of a withdrawal by a member from the District, said member shall not be entitled to return of any annual dues or portion thereof, hitherto paid; in the advent of admission of a new member during the fiscal year, said new member shall pay a pro rata share of the annual dues required for the balance of the fiscal year remaining.

ARTICLE IX. COMPENSATION AND INDEMNIFICATION OF DIRECTORS AND OFFICERS

No member shall receive compensation for attendance at any meeting of the membership, and shall receive no other salary compensation for his service as a member of the corporation other than reimbursement of actual expenses incurred. Board members’ unreimbursed actual expenses for attending a meeting may be counted and recorded as in-kind contributions based upon individual grant programs.

SECTION 1. Mandatory Indemnification. In accordance with Ark. Code Ann. §§ 4-33-852 and 4-33-856, the corporation shall indemnify any director or officer and his or her estate or personal representative who is wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer is a party by virtue of his or her status as a director or officer of the corporation.

SECTION 2. Permissible Indemnification. Pursuant to A.C.A. § 4-33-851, and except as provided in Section 3 below, the corporation may indemnify a director or officer made a party to a proceeding by virtue of his or her status as a director or officer, against liability incurred in the proceeding if the following conditions are met: (1) the director or officer conducted himself or herself in good faith; (2) with respect to conduct in his or her official capacity, the director or officer had reason to believe that his or her conduct was in the best interests of the corporation; and (3) in cases of conduct not in his or her official capacity, the director or officer had reason to believe that his or her conduct was at least not opposed to the best interests of the corporation.
SECTION 3. Prohibition of indemnification in Certain Cases. The corporation shall not indemnify a director or officer in connection with any proceeding by or in the right of the corporation in which the director or officer was adjudged liable to the corporation, or in connection with any other proceeding charging improper personal benefit to the director or officer, whether or not involving action in his or her official capacity, in which the director or officer was adjudged liable on the basis that personal benefit was improperly received by the director or officer.

SECTION 4. Procedure for Authorizing Indemnification of Directors. Before the corporation may indemnify any director pursuant to Section 2 above, a determination must be made that indemnification of a director is permissible because the director has met the standards of conduct set forth in Section 2 of this Article IX. The Board of Directors shall make that determination by a majority vote of a quorum consisting of directors who are not at the time parties to the proceeding; provided, however, that if such a quorum cannot be obtained, then the determination shall be made either by a committee designated by the Board of Directors or by special legal counsel in accordance with A.C.A. § 4-33-855(b)(2) and (3). Furthermore, the corporation may not indemnify a director until twenty (20) days after the effective date of the written notice of the proposed indemnification to the Attorney General of the State of Arkansas. The corporation may pay or reimburse the reasonable expenses incurred by a director or officer who is a party to a proceeding in advance of final disposition of the proceeding upon authorization made in accordance with A.C.A § 4-33-855 and upon satisfaction of all the conditions prescribed in §4-33-853.

SECTION 5. Insurance. The corporation may purchase and maintain insurance on behalf of its directors and officers to insure against liabilities asserted against or incurred by the corporation's directors and officers in that capacity or arising from their status as directors and officers, whether or not the corporation would have the power to indemnify them against the same liability under the preceding sections of this Article IX.

SECTION 6. Definitions. The following definitions apply to the indemnification provisions of this Article IX:

(a) Proceeding. "Proceeding" means any threatened, pending or completed civil action, suit or proceeding, whether judicial, administrative, or investigative, and whether formal or informal.

(b) Liability. "Liability" means the obligation to pay a judgment, settlement, penalty, fine (including an excise tax assessed with respect to an employee benefit plan), or reasonable expenses actually incurred with respect to a proceeding.

(c) Expenses. Indemnification against expenses which is mandated or permitted under this Article IX is limited to reasonable expenses, including attorneys' fees, incurred in connection with a proceeding.

(d) Ark. Code Ann. All citations in these By-laws to "Ark. Code Ann." or to "A.C. A." shall refer to the Arkansas Code of 1987 Annotated, as amended from time to time by the Arkansas Legislature.
ARTICLE X. CONTRACTS, LOANS, CHECKS AND DEPOSITS

SECTION 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

SECTION 2. Loans. No loans shall be made by the corporation to its directors or officers. Any directors who vote for or assent to the making of a loan to a director or officer, and any officer or officers participating in the making of such loan, shall be jointly and severally liable to the corporation for the amount of such loan until repayment thereof in accordance with the provisions of the Arkansas Nonprofit Corporation Act of 1993. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

SECTION 3. Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

SECTION 4. Deposits. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust, companies, or other depositories as the Board of Directors may select.

ARTICLE XI. FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

ARTICLE XII. DIVIDENDS PROHIBITED

The corporation shall not have or issue shares of stock, and no dividend shall be paid and no part of the income of the corporation shall be distributed to its directors or officers. The corporation may pay compensation in a reasonable amount to its directors or officers for services rendered subject to Article IX, and may reimburse its directors, officers, and employees for expenses incurred in attending to their authorized duties; provided, however, that such expenses shall be evidenced by receipt or other proper document.

ARTICLE XIII. RULES FOR PARLIAMENTARY PROCEDURE

Roberts Rules of Order shall govern on all matters of parliamentary procedure.

ARTICLE XIV. AMENDMENTS

These by-laws may be altered, amended or repealed and new by-laws may be adopted by the Board of Directors at any regular or special meeting of the Board of Directors; provided, however, that
unless the amendments are unanimously adopted by action without a meeting pursuant to of Article IV Section 8 hereof or unless notice is waived, the corporation shall provide 30 days written notice to the directors that the amendment will be voted upon at the meeting, and the notice must state that the purpose, or one of the purposes, of the meeting is to consider the proposed amendment of the by-laws, and the notice shall also contain or be accompanied by a copy or a summary of the amendment or state the general nature of the amendment. Notwithstanding the above notice requirement, no alteration, amendment or repeal may be voted upon at its initial presentation at any regular or special called meeting, but only at a subsequent regular or special meeting; provided, however that any proposed alteration, amendment or repeal language has been provided to the Board of Directors at least 30 days before action is taken. Any amendment must be approved by a majority of the directors in office at the time the amendment is adopted.

If any provision of these by-laws or the application thereof is held invalid, such invalidity shall not affect other provisions of applications of these by-laws which can be given effect without the invalid provision or application, and to this end the provisions of these by-laws are declared to be severable.

[Signature]
Chairman

[Signature]
Secretary

Date: 9/16/15

Date: 9-16-15
Overview:

The Northwest Arkansas Economic Development District (NWAEDD) General Improvement Fund (GIF) Grant Program is funded by the state legislature biennially based on the availability of excess revenue. These funds are used to assist local public governmental jurisdictions and/or nonprofit organizations to plan, develop, promote and/or implement economic and community development projects/activities designed to improve the economic, community and/or social well-being of the citizens of Arkansas. The following sections outline the guidelines of this program.

GIF Grant Applications:

- Applications may be accessed on the web at www.nwaedd.org, by contacting our office at 870-741-5404, or through referrals from elected officials. (See Appendix A for a sample GIF application)
- Applications can be accepted via U.S. mail, email, or fax.
- The application deadline is E.O.B. on the day that falls two weeks prior to the next scheduled NWAEDD Board meeting. Applications received after the deadline in the two weeks leading up to the next scheduled board meeting will not be eligible for consideration until the following board meeting.

Determining Eligibility of an Applicant:

- Once an application is received NWAEDD staff will perform an initial review to ensure the applicant is an eligible entity for GIF funding.

- Examples of eligible GIF grant applicants:
  - Chambers of Commerce
  - County & Municipal Governments
  - Educational Institutions
  - Fair Boards/Associations
  - Senior Centers
  - State Government Agencies
  - Volunteer Fire Departments
  - Non Profit Organizations
  - Others deemed eligible by meeting the required criteria
Northwest Arkansas Economic Development District General Improvement Fund Policy & Procedures

- If an entity is determined an ineligible recipient, NWAEDD will notify the applicant that their application has been denied and the reason for its rejection.

- Once an applicant is determined to be an eligible entity (see examples of eligible entities on page 1), the application will be reviewed for qualification as outlined below.

- To qualify for submission to the NWAEDD Board for consideration, each applicant must meet the following two criteria:
  - Support from a state legislator
  - Paid in full NWAEDD locality dues
    - If the applicant is an entity other than a county or city, the applicant will be given credit for paid in full locality dues if the city the applicant resides in has paid its locality dues. If the applicant resides in an unincorporated area of the county, the applicant will be given credit if the county has paid its locality dues.

- Eligible applicants that meet the criteria stated above will then have its application presented to the board for consideration at the next scheduled board meeting.

Board Approval Process:

- All GIF applications that have met the underwriting requirements previously outlined in this policy and will therefore be presented to the NWAEDD Board of Directors for consideration must be included in the board packet that is sent to the directors no less than one week prior to the board meeting.

- Final approval of any GIF grant applications must be by a majority vote of the NWAEDD Board of Directors.

Award Process:

- Applicants that receive approval from the NWAEDD Board of Directors will be notified promptly. An initial packet will include a letter informing the grantee that it has been approved for a GIF grant, along with two grant agreements signed by the NWAEDD Executive Director or his designee. One agreement is for the grant recipient's records and the other is to be signed and returned to NWAEDD. (See Appendix B for an example Grant Agreement)

- Once NWAEDD receives the signed grant agreement, a second packet to the recipient will be generated which will include an official award letter, close-out document, and a check for the
awarded grant amount. (See Appendices C & D for Award Letter and Close-Out Form examples)

- Applicants will be required to return the close-out document to NWAEDD once the awarded funds have been expended in accordance with the grant agreement.

**Tracking Process:**

- A file for each grant recipient will be kept on hand at NWAEDD headquarters. This file will include at a minimum: the signed application, signed grant agreement, copy of the check, award letter, and close-out form, along with any other supporting documentation provided by the grantee.

- NWAEDD staff will track each grant to ensure all documents are returned from the grant recipient. Staff will also ensure all award checks properly clear the bank in a timely manner.

- A GIF grant verification form will also be kept in each grant file. This form will note the following: Grant Number, Grant Amount, Board Approval Date, Grant Agreement Mailed Date, Grant Agreement Received Date, Check Number, Check Amount, Check Cleared Date, and Close-Out received date. This form will then be signed by two NWAEDD staff members to complete verification.

**Post Award Grant Amendments:**

- At times, extenuating circumstances may cause grant recipients to request the alteration of the initial purpose of the grant subsequent to its approval by the NWAEDD Board of Directors. In these instances, the NWAEDD Executive Director or his designee has the authority to approve such changes, provided that the request does not exceed the awarded dollar amount.

- Any grant recipient requesting an amendment to the board approved grant will be required to submit a letter detailing why its initial grant request is no longer valid and a description of the amended project proposal.

- If the Executive Director or his designee determines the amended request still meets the goals of the NWAEDD GIF grant program, NWAEDD will notify the applicant that its amended proposal has been approved pending a signed & updated grant agreement that details the new project
scope.

- If the Executive Director or his designee determines the amended request no longer meets the goals of the NWAEDD GIF grant program, the applicant will be notified that its request has been denied and that the awarded GIF Funds should be returned to NWAEDD promptly.

- When these instances occur, the amended proposal will be promptly disclosed to the NWAEDD Board of Directors via email. at its next scheduled meeting.

Miscellaneous:

- Eligible entities may apply for multiple grants at one time and are still permitted to apply even if they have been awarded a GIF grant that has not been closed out.

- Subject to approval by the NWAEDD Board of Directors, the District may submit a GIF application to assist in defraying the costs of administering the GIF program.
September 10, 2015

Chairman Wes Fowler  
Northwest Arkansas Economic Development District, Inc.  
P. O. Box 190  
Harrison, AR 72602

Dear Mr. Fowler:

This letter is to address the Arkansas Legislative Audit, Investigative Report of Northwest Arkansas Economic Development District, Inc. (NWAEDD) dated July 15, 2015 as it pertains to travel for the Executive Director. The report states that “Executive Director Norton received both an automobile allowance and mileage reimbursement”. That is true because it was part of the Executive Directors employment package when hired in August 1990. The Policy for the Executive Director to receive an auto allowance in addition to mileage reimbursement was presented and authorized by the Board of Directors during the administration of the previous Executive Director (Uvalde Lindsey) in the mid 1980’s. The same benefit package was put into place by the Executive Director, Search Committee (Board Committee) in 1990 and approved by the Board of Directors.

The Executive Director’s travel benefits and travel reimbursement records were reviewed and researched in great detail by the Arkansas Legislative Audit conducted in 2010. The Legislative Auditors conducted a thorough examination of the Auto Allowance and Reimbursement policy. They conducted interviews and were provided documents as requested. It was also documented the policy was used by other Development Districts in Arkansas at that time. There were no findings or policy change recommendations as a result of the examination. It was compliant.

During my tenure as Executive Director of NWAEDD, I never requested, ask for or proposed a raise, or an increase in benefits for myself. All increase in salary and/or benefits for the position of Executive Director, including the Auto Allowance, were proposed and presented by the Board Officers reviewing the budget that was presented and approved by the NWAEDD Board of Directors.

This employment benefit package put in place by the Board of Directors is not an improper mileage reimbursement as stated in the report. The ALA of 2015 conclusion is based on one person being unaware of the Executive Directors benefit package. The Arkansas Legislative Audit of 2010, where a number of interviews and documents were examined, determined the travel met requirements.

Do not hesitate to contact me directly if you have questions or additional information to address this issue.

Respectfully,

J. Michael Norton
Applicant: County of Washington  
Project: Funding to purchase equipment for the county’s Search & Rescue Team.  
Grant Request: $7,000.00  
Grant Number: 392-89-09-15  
Supported by Representative in District

Applicant: The Community Development Corporation of Bentonville/Bella Vista, Inc.  
Project: Funding for the Havenwood program - transportation, case management and job readiness skills.  
Grant Request: $1,500.00  
Grant Number: 393-84-09-15  
Supported by Representative in District

Applicant: City of Marshall  
Project: Funding for stoplight at intersection of Zack Road and Hwy. 65.  
Grant Request: $8,750.00  
Grant Number: 394-96-09-15  
Supported by Representative in District

Applicant: Beaver Lake Fire Department  
Project: Funding to purchase an emergency rescue boat.  
Grant Request: $10,000.00  
Grant Number: 395-03-09-15  
Supported by Senator in District

Applicant: Boys & Girls Club in Benton County  
Project: Funding for installation of a fire alarm system.  
Grant Request: $7,000.00  
Grant Number: 396-03-93-09-15  
Supported by Senator and Representative in District

Applicant: North Arkansas Rusty Wheels Old Engine Club  
Project: Funding for materials to build covering over the steam engine.  
Grant Request: $1,500.00  
Grant Number: 397-96-09-15  
Supported by Representative in District
Applicant: Hickory Creek Volunteer Fire Department
Project: Funding to purchase automated CPR device.
Grant Request: $7,500.00
Grant Number: 398-03-09-15

Applicant: Head Community Center
Project: Funding to complete Phase I of restoration project – including siding, doors, windows and insulation.
Grant Request: $10,000.00
Grant Number: 399-05-09-15

Applicant: Carroll County Airport
Project: Funding for repairs and infrastructure.
Grant Request: $5,000.00
Grant Number: 400-05-09-15

Total 392-400: $58,250.00
Remaining 2013 GIF Funds: $77,270.05

Applicant: NWAEDD
Project: Funding to correct and ratify transfer from GIF to Payroll on March 3, 2014.
Grant Request: $20,000.00
Grant Number: 401-00-09-15
Chairman Wes Fowler called to order the Board of Directors Meeting of the Northwest Arkansas Economic Development District, Inc., at 11:05 a.m., Wednesday, September 16, 2015, at the NWAEDD Plaza, Kenton R. Treat Conference Room, Harrison, Arkansas.

Executive Director Joe Willis introduced the visitors that were present.

Board Members present were:

**Baxter County**
- JUDGE MICKEY PENDERGRASS, BAXTER COUNTY
- MAYOR JOE DILLARD, MOUNTAIN HOME
- MR. KENNETH “BO” GREGORY, BAXTER COUNTY

**Boone County**
- MR. BILL WITTY, BOONE COUNTY

**Carroll County**
- JUDGE SAM BARR, CARROLL COUNTY
- MAYOR TIM MCKINNEY, BERRYVILLE
- MAYOR ROBERT BERRY, EUREKA SPRINGS

**Madison County**
- JUDGE FRANK WEAVER, MADISON COUNTY
- MR. DAVID PEMBERTON, HUNTSVILLE
- MR. WES FOWLER, MADISON COUNTY

**Marion County**
- JUDGE TERRY OTT, MARION COUNTY
- MAYOR SHAWN LANE, YELLVILLE
- MR. LAYTON LEE, YELLVILLE

**Newton County**
- JUDGE WARREN CAMPBELL, NEWTON COUNTY
- MR. NEAL GIBSON, WESTERN GROVE
Searcy County
   MR. JAMES BUSBEE, MARSHALL

Washington County
   MRS. RENEE BIBY, FAYETTEVILLE

Board Members absent were:

MAYOR BOB MCCASLIN, BENTONVILLE
MR. KEVIN GAMBRILL, BENTON COUNTY
JUDGE ROBERT HATHAWAY, BOONE COUNTY
MAYOR DAN SHERRELL, HARRISON
MAYOR JAN LARSON, JASPER
JUDGE JIM HARNESS, SEARCY COUNTY
MR. WOODIE METHVIN, ST. JOE
MAYOR DOUG SPROUSE, SPRINGDALE
MR. RAY BOUDREAUX, FAYETTEVILLE

Guests present were:

Mayor Jackie Crabtree, Pea Ridge
Dylan Haney, Field Representative, Senator Tom Cotton
Joseph Didden, Field Representative, Congressman Rick Crawford
Kathryn Gough, Senator Boozman Office
Bobby Ballinger, Congressman Bruce Westerman’s Office
Terri Garrett, Congressman Womack Office
James White, Harrison Daily Times
Drew Williams, AEDC
Joe Willis, NWAEDD
Jeremy Ragland, NWAEDD
Janine Swirsky, NWAEDD
Eddie Treece, NWAEDD
Jay Stallard, NWAEDD
Janie Wheeler, NWAEDD
Jo Anna Cartwright, NATS
Libby Robinson, NWAEDD

Minutes of the September 16, 2015 meeting were presented and approved on motion by Mayor Tim McKinney, seconded by Mr. David Pemberton and the motion unanimously carried.
Executive Committee Minutes of the June 8, 2015 meeting were presented and approved on motion by Mayor Joe Dillard, seconded by Judge Warren Campbell and the motion unanimously carried.

Audit Committee Minutes of the October 6, 2015 meeting were presented and approved on motion by Mr. Bill Witty, seconded by Ms. Renee Biby and the motion unanimously carried.

Chairman Fowler stated that the review of General Improvement Grant applications submitted to NWAEDD was the next order of business.

After review and discussion of the GIF applications 402-409 (list attached) and also GIF 2015 applications 1-37 (list attached), Judge Weaver made a motion to approve the General Improvement Fund applications as presented. Judge Campbell seconded the motion. Motion carried.

Executive Director Willis gave the board an update on activities within the District. He discussed the CEDS revision and the impetus behind the need to update the document. He also talked briefly about the pending NATS claim, the 401(k) audit and the 2014 District audit being conducted by Frost as well as an update on management’s actions to outsource the payroll function and improve the employee retirement plan.

The next item of business on the agenda was the Area Agency on Aging – Release/ Settlement Agreement. This was presented and approved on motion by Mr. David Pemberton, seconded by Ms. Biby and the motion unanimously carried.

Chairman Fowler reported on the Executive Committee’s recommendation to the full board to give Ms. Kindall Brewer a raise of $3,000. Motion by Mr. Witty, seconded by Judge Weaver and the motion unanimously carried.

The Northwest Arkansas Certified Development Company Release/Settlement Agreement was presented and approved on motion by Judge Weaver, seconded by Mr. Pemberton and the motion unanimously carried.

The CEDS committee was restructured. Discussion of nominations ensued and the following members were put forward:

Mr. David Pemberton  
Mr. Bill Witty  
Mr. Woodie Methvin  
Judge Terry Ott  
Judge Robert Hathaway

A motion to designate the CEDS Committee’s members as noted was made by Mayor McKinney, seconded by Judge Campbell and the motion unanimously carried.
Chairman Fowler stated that the next order of business would be consideration of RESOLUTION NO. 3059 – A RESOLUTION AUTHORIZING THE SUBMISSION OF THE DISTRICT'S UPDATED FIVE YEAR COMPREHENSIVE ECONOMIC DEVELOPMENT STRATEGY (CEDS) TO THE ECONOMIC DEVELOPMENT ADMINISTRATION, U.S. DEPARTMENT OF COMMERCE. A Motion was made by Mayor Dillard to approve the resolution, seconded by Judge Campbell and the motion unanimously carried.

Chairman Fowler stated the next order of business would be CEDS Revision Update. Motion by Mr. Witty to approve the revision updates, seconded by Mayor Joe Dillard and the motion unanimously carried.

There being no other business, the meeting adjourned at 12:20 p.m. on a motion by Mayor McKinney and seconded by Judge Weaver. The motion carried unanimously.

[Signatures]

Chairman

Date: 1-27-16

Secretary

Date: 1-27-16
Applicant: City of Garfield  
Project: Funding to repair seven fire hydrants.  
Grant Request: $3,000.00  
Grant Number: 402-03-10-15  
Supported by Senator in District

Applicant: Souls Harbor  
Project: Funding for case management and building improvements to help reduce energy costs.  
Grant Request: $10,000.00  
Grant Number: 403-03-10-15  
Supported by Senator in District

Applicant: The Call in Northwest Arkansas  
Project: Funding for recruitment materials to increase the number of quality adoptive homes in NWA.  
Grant Request: $4,500.00  
Grant Number: 404-03-10-15  
Supported by Senator in District

Applicant: Fayetteville Senior Activity & Wellness Center  
Project: Funding to go towards the purchase of a Hot Shot truck to deliver more meals in the area.  
Grant Request: $4,500.00  
Grant Number: 405-84-10-15  
Supported by Representative in District

Applicant: Rock Ridge Riders Riding Club  
Project: Funding to purchase a lawn mower and other landscaping equipment.  
Grant Request: $5,345.00  
Grant Number: 406-97-10-15  
Supported by Representative in District

Applicant: Springdale Kiwanis Club  
Project: Funding to add benches & bicycle racks to the community playground.  
Grant Request: $2,250.00  
Grant Number: 407-97-10-15  
Supported by Representative in District
Applicant: Tri-County Search & Rescue
Project: Funding to purchase diving equipment for the search & rescue team.
Grant Request: $12,500.00
Grant Number: 408-05-97-10-15  Supported by Senator & Representative in District

Applicant: Fayetteville School District
Project: Funding to purchase playground equipment for pre-k playground at Asbell Elementary School.
Grant Request: $2,757.50
Grant Number: 409-84-10-15  Supported by Representative in District

Total 401-409: $44,852.50
Remaining 2013 GIF Funds: $32,417.55
NORTHWEST ARKANSAS ECONOMIC DEVELOPMENT DISTRICT, INC.
GENERAL IMPROVEMENT FUND GRANT PROGRAM

PROJECTS LIST 2015 GIF FUNDING CYCLE
APPLICATIONS 1-37

Applicant: A Level Up
Project: Funding for the Great Gift Exchange event that distributes toys & food baskets to underprivileged youth in NWA.
Grant Request: $5,000.00
Grant Number: 01-81-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Elkins Senior Wellness & Activity Center
Project: Funding to go towards the purchase of a Hot Shot truck to deliver more meals in the area.
Grant Request: $15,000.00
Grant Number: 02-81-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Fayetteville Senior Wellness & Activity Center
Project: Funding to go towards the purchase of a Hot Shot truck to deliver more meals in the area.
Grant Request: $2,000.00
Grant Number: 03-04-10-15
Supported by funds appropriated through Act 474 of the 90th Arkansas General Assembly

Applicant: Farmington Public Library
Project: Funding to purchase computer equipment for the library.
Grant Request: $13,000.00
Grant Number: 04-04-85-10-15
Supported by funds appropriated through Act 474 & Act 818 of the 90th Arkansas General Assembly

Applicant: Southeast Fayetteville Community Center (Yvonne Richardson Community Center)
Project: Funding to construct a gazebo to hold events at for the “Kid Crops Program”.
Grant Request: $9,198.00
Grant Number: 05-04-85-10-15
Supported by funds appropriated through Act 474 & Act 818 of the 90th Arkansas General Assembly
Applicant: Donald W. Reynolds Boys & Girls Club
Project: Funding to update the facility’s intercom system.
Grant Request: $4,750.00
Grant Number: 06-85-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: City of Centerton
Project: Funding to construct restrooms at the city park.
Grant Request: $15,000.00
Grant Number: 07-91-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: City of Gentry
Project: Funding to construct phase I of the Dawn Hill East Trail project.
Grant Request: $15,000.00
Grant Number: 08-91-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Literacy Council of Benton County
Project: Funding for equipment & training material to assist in helping people learn to speak English.
Grant Request: $5,000.00
Grant Number: 09-91-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Samaritan House Community Center
Project: Funding to purchase snack packs for children battling food insecurity.
Grant Request: $5,500.00
Grant Number: 10-03-04-84-10-15
Supported by funds appropriated through Acts 473, 474, & 818 of the 90th Arkansas General Assembly

Applicant: Searcy County
Project: Funding to purchase a new computer for the Treasurer’s office.
Grant Request: $2,800.00
Grant Number: 11-83-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Newton County Senior Wellness & Activity Center
Project: Funding to repair a convection range & oven at the senior center.
Grant Request: $1,925.00
Grant Number: 12-16-83-10-15
Supported by funds appropriated through Acts 481 & 818 of the 90th Arkansas General Assembly
Applicant: Parthenon Volunteer Fire Department
Project: Funding for building improvements to both the Parthenon and Wayton Fire Stations.
Grant Request: $2,500.00
Grant Number: 13-16-83-10-15
Supported by funds appropriated through Acts 481 & 818 of the 90th Arkansas General Assembly

Applicant: Compton Community Association
Project: Funding to repair/replace the roof of the community building
Grant Request: $2,877.13
Grant Number: 14-83-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Western Grove Volunteer Fire Department
Project: Funding to aid in the purchase of a pumper truck.
Grant Request: $7,500.00
Grant Number: 15-16-83-10-15
Supported by funds appropriated through Acts 481 & 818 of the 90th Arkansas General Assembly

Applicant: City of Jasper
Project: Funding to assist in upgrades/renovations at Bradley Park.
Grant Request: $10,000.00
Grant Number: 16-16-83-10-15
Supported by funds appropriated through Acts 481 & 818 of the 90th Arkansas General Assembly

Applicant: City of Hector
Project: Funding to purchase two flashing safety beacons for two existing school zone signs.
Grant Request: $6,149.46
Grant Number: 17-83-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Tri-County Search & Rescue
Project: Funding to purchase diving equipment for the search & rescue team.
Grant Request: $7,500.00
Grant Number: 18-16-83-98-10-15
Supported by funds appropriated through Acts 481 & 818 of the 90th Arkansas General Assembly

Applicant: Ozark Mountain Regional Public Water Authority
Project: Funding to aid in the purchase of lawn mower.
Grant Request: $2,500.00
Grant Number: 19-16-83-10-15
Supported by funds appropriated through Acts 481 & 818 of the 90th Arkansas General Assembly
Applicant: City of Flippin  
Project: Funding to purchase signs for the city for various points of interest.  
Grant Request: $6,000.00  
Grant Number: 20-17-99-10-15  
Supported by funds appropriated through Acts 748 & 818 of the 90th Arkansas General Assembly.

Applicant: Marion County Senior Wellness & Activity Center  
Project: Funding to aid in the cost of replacing the air conditioning system.  
Grant Request: $5,490.00  
Grant Number: 21-17-99-10-15  
Supported by funds appropriated through Acts 748 & 818 of the 90th Arkansas General Assembly.

Applicant: CARTI Foundation  
Project: Funding for program costs (transportation, housing, and education) for assisting cancer patients being treated at the CARTI Foundation in Mt. Home.  
Grant Request: $5,000.00  
Grant Number: 22-17-10-10-15  
Supported by funds appropriated through Act 748 of the 90th Arkansas General Assembly.

Applicant: Van Matre Senior Wellness & Activity Center  
Project: Funding to aid in the cost of replacing the air conditioning system.  
Grant Request: $15,500.00  
Grant Number: 23-17-100-10-15  
Supported by funds appropriated through Acts 748 & 818 of the 90th Arkansas General Assembly.

Applicant: Boone County Senior Wellness & Activity Center  
Project: Funding for maintenance & repair of building and vehicles, along with a new deep fryer.  
Grant Request: $4,151.93  
Grant Number: 24-17-98-10-15  
Supported by funds appropriated through Acts 748 & 818 of the 90th Arkansas General Assembly.

Applicant: Arkansas Health & Economic Research  
Project: Funding for purchasing resources for research, data storage, marketing, and training.  
Grant Request: $2,500.00  
Grant Number: 25-90-10-15  
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly.

Applicant: Searcy County  
Project: Funding to aid in the purchase of a brush chipper for the road department.  
Grant Request: $8,500.00  
Grant Number: 26-83-10-15  
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly.
Applicant: Farmington Senior Wellness & Activity Center  
Project: Funding to aid in the purchase of a hot shot truck to deliver meals to the elderly.  
Grant Request: $3,500.00  
Grant Number: 27-04-85-10-15  
Supported by funds appropriated through Act 474 & Act 818 of the 90th Arkansas General Assembly

Applicant: Washington County Juvenile Detention Center  
Project: Funding for site preparation and concrete pad for a pavilion to serve the JDC’s programs.  
Grant Request: $7,000.00  
Grant Number: 28-85-89-10-15  
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Art Center of the Ozarks  
Project: Funding for operating and program expenses.  
Grant Request: $7,500.00  
Grant Number: 29-07-88-89-10-15  
Supported by funds appropriated through Acts 444 & 818 of the 90th Arkansas General Assembly

Applicant: Child Care Aware of NWA  
Project: Funding to provide parenting classes for low income individuals.  
Grant Request: $3,500.00  
Grant Number: 30-07-88-10-15  
Supported by funds appropriated through Acts 444 & 818 of the 90th Arkansas General Assembly

Applicant: Life Source  
Project: Funding for the Kid’s Life after school and summer day camp program for low income families.  
Grant Request: $12,500.00  
Grant Number: 31-07-88-89-10-15  
Supported by funds appropriated through Acts 444 & 818 of the 90th Arkansas General Assembly

Applicant: Springdale Senior Wellness & Activity Center  
Project: Funding to aid in the purchase of a hot shot truck.  
Grant Request: $12,500.00  
Grant Number: 32-88-89-10-15  
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Lester C. Howick Animal Shelter  
Project: Funding to aid in the construction and improvement of an outside kennel.  
Grant Request: $6,000.00  
Grant Number: 33-07-88-89-10-15  
Supported by funds appropriated through Acts 444 & 818 of the 90th Arkansas General Assembly
Applicant: Samaritan's Feet
Project: Funding to purchase approximately 300 pairs of shoes/socks for low income individuals.
Grant Request: $5,000.00
Grant Number: 34-89-10-15
Supported by funds appropriated through Act 818 of the 90th Arkansas General Assembly

Applicant: Fayetteville School District
Project: Funding to purchase playground equipment for pre-k playground at Asbell Elementary School.
Grant Request: $10,500.00
Grant Number: 35-04-85-10-15
Supported by funds appropriated through Acts 474 & 818 of the 90th Arkansas General Assembly

Applicant: NWAEDD
Project: Direct appropriation from Act 416 to fund construction, improvements, equipment purchases, operating expenses, building & parking lot renovations, and maintenance expenses at NWAEDD.
Grant Request: $40,000.00
Grant Number: 36-416-10-15
Supported by funds appropriated through Act 416 of the 90th Arkansas General Assembly

Applicant: NWAEDD
Project: Funding for construction, improvements, equipment purchases, operating expenses, building & parking lot renovations, and maintenance expenses.
Grant Request: $80,900.00
Grant Number: 37-00-10-15
Supported by funds appropriated through Acts 471, 473, 481, 482, 748, and 818 of the 90th Arkansas General Assembly

Total 1-37: $369,241.52
Remaining 2015 GIF Funds: $1,966,258.48