

**Minutes of
Robert and Christine Steinmann Family Foundation
Special Board of Directors Meeting, August 25th, 2011
Teleconference**

In accordance with the Constitution of the Robert and Christine Steinmann Family Foundation (RCSFF), a valid quorum of the directors met via teleconference on August 25th, 2011 at 7:30 PM EDT, to review, approve, and direct, as necessary, the business of the RCSFF in a special directors meeting. The President, Bruce Fister, presided over the meeting. Rules of Order were followed and all votes followed motions, seconds of motions, and discussion, even when not fully annotated in these minutes to specific individuals.

1. President, Bruce Fister, called the meeting to order at 7:35 PM
2. **Roll Call:** The following directors attended the meeting:
Robert Stretch
Kent Fister
Bruce Fister
Additionally the following special guest attended the meeting:
Melissa Kelly
Mike Miller
3. **Reading of the Minutes:** No minutes for the previous meeting (July 27th, 2011) were presented for review. Those meeting minutes are not yet complete.
4. **Old Business:** No old business was brought before the Board.
5. **New Business:** The new business that was brought before the Board was the future home for the Foundation's investments. Mike Miller and Melissa Kelly, our present account managers and brokers, presented the future events unfolding with the brokerage firm Morgan Keegan. Additionally, they presented information about the company that they have migrated to, Ameriprise Financial.

The Motion: Bruce Fister made following motion both in writing prior to the Board meeting and at the Board meeting:

Whereas Mike Miller and Melissa Kelly have served the RCSFF and Robert Steinmann well for many years, and
Whereas Morgan Keegan is being bought out and consequently Mike Miller and Melissa Kelly are no longer employed by Morgan Keegan, and
Whereas Mike Miller and Melissa Kelly now serve as investment advisors and account managers with Ameriprise Financial:

I hereby move that we move the RCSFF investment account from Morgan Keegan to Ameriprise Financial and retain Mike Miller and Melissa Kelly as our investment advisor and account manager. Kent Fister seconded the motion. There was no further discussion. The motion passed with unanimous consent. (Carolyn Cappel Rose cast her Yes vote via a proxy.)

4. **Meeting Adjournment:** The meeting was adjourned at 8:05 PM EDT.

Kent D. Fister
Secretary