

**NORTHWEST ARKANSAS COMMUNITY COLLEGE
BOARD OF TRUSTEES MEETING
November 10, 2014 5:00 pm
Peterson Auditorium – Shewmaker Center for Global Business Development**

Call to Order

Page #

<input type="checkbox"/> Action <input checked="" type="checkbox"/> Information	<p>Recognitions, Awards, and Information Items</p> <ul style="list-style-type: none"> September Student of the Month Golden Eagle Award: Letica Cortez November Student of the Month Golden Eagle Award: Jeffrey Moore 	
<input type="checkbox"/> Action <input checked="" type="checkbox"/> Information	Attendance	
<input checked="" type="checkbox"/> Action <input type="checkbox"/> Information	<p>Approval of Minutes</p> <ul style="list-style-type: none"> Regular Board Meeting – October 20, 2014 	2
<input checked="" type="checkbox"/> Action <input type="checkbox"/> Information	<p>ENDS Monitoring Report</p> <ul style="list-style-type: none"> Academic Program Review Process and Results (<i>Dr. Gates</i>) 	7
<input checked="" type="checkbox"/> Action <input type="checkbox"/> Information	<p>Executive Limitations Monitoring Report</p> <ul style="list-style-type: none"> EL 202 – Treatment of Students (<i>Dr. Jorgenson</i>) 	8
<input checked="" type="checkbox"/> Action <input type="checkbox"/> Information	<p>Committee Reports</p> <ul style="list-style-type: none"> Finance Committee (<i>Scott Grigsby</i>) <ul style="list-style-type: none"> Approval of FY2013 Legislative Audit Report Approval of Parameters Resolution for Refinancing of 2005 Bonds Approval of Differential Tuition for the Associate Degree in Occupational Life and Skills 	10 11 16
<input type="checkbox"/> Action <input checked="" type="checkbox"/> Information	<ul style="list-style-type: none"> Land Use Committee (<i>Joe Spivey</i>) <ul style="list-style-type: none"> Main Campus Facilities Master Plan 	
<input type="checkbox"/> Action <input checked="" type="checkbox"/> Information	<ul style="list-style-type: none"> Sanctioned Sports Committee (<i>Todd Schwartz</i>) 	
<input type="checkbox"/> Action <input checked="" type="checkbox"/> Information	President's Report	
<input type="checkbox"/> Action <input checked="" type="checkbox"/> Information	Chairman's Report	
<input checked="" type="checkbox"/> Action <input type="checkbox"/> Information	<p>Other Board Action Items and Considerations</p> <ul style="list-style-type: none"> Nomination of 2015 Board Officers (<i>Mr. Ric Clifford</i>) Election of 2015 Board Officers (<i>Mr. Ric Clifford</i>) Approval of the MCDC Initiative Reporting (<i>Debi Buckley</i>) 	17

Adjourn

**NORTHWEST ARKANSAS COMMUNITY COLLEGE
BOARD OF TRUSTEE MEETING
Monday, October 20, 2014**

MINUTES

Chair Ric Clifford called the Board of Trustees of NorthWest Arkansas Community College meeting to order on Monday, October 20, at 4:30 p.m. in the Burns Hall 3rd Floor Conference Room.

Members Present: Ric Clifford (Chair), Joe Spivey, Dan Shewmaker, Scott Grigsby, Mauricio Herrera, Geovanny Sarmiento, Todd Schwartz, Mike Shupe

Also in Attendance: Dr. Evelyn E. Jorgenson

RECOGNITIONS, AWARDS, AND INFORMATION ITEMS

October Student of the Month Golden Eagle Award: Joshan Cortez

Dr. Todd Kitchen introduced Mr. Joshan Cortez, October Student of the Month. Mr. Cortez thanked the Board, his family, and Ms. Rachel Ackerman. He told the group that he was from the Philippines and plans to attend the University of Arkansas after he receives his associate degree. He said he struggled when he started at NWACC but over time he began to succeed. Mr. Cortez added that being selected to serve on SAAB was a great opportunity to serve other students, the College, and the community. Mr. Clifford congratulated Mr. Cortez on his award.

Young Woman of the Year Award: Dr. Meredith Brunen

Dr. Jorgenson told the group that Dr. Meredith Brunen had recently been awarded the Young Woman of the Year Award at the NWA Business Women's Conference. Dr. Brunen said she was honored to be selected. Mr. Clifford congratulated Dr. Brunen on her award.

Recognition

Mr. Sarmiento recognized Ms. Martha Cortez and Ms. Juanita Franklin on being selected finalist and Ms. Beverly Grau on winning an award at the Lideres de Corazon Celebration. Ms. Kathryn Birkhead noted that Mr. Herrera also received an award at the celebration. The Board appreciated the finalist and winners.

MINUTES

Board Meeting – September 8, 2014

Mr. Shupe moved and Mr. Spivey seconded the motion to approve the minutes of the Board Meeting on September 8, 2014. The motion passed unanimously.

ENDS Report

Occupational Life Skills Report

Dr. Gates gave a brief review of the Occupational Life Skills (OLS) program. He reminded the group he had reported on OLS at the June meeting. Dr. Gates said he met with several groups around the state,

including Arkansas Support Network, Autism Involves Me, and the State Legislative Task Force on Autism, and received great support. Dr. Keith Vire, CEO of the Arkansas Support Network, Mr. Justin Trombley, Treasurer for Autism Involves Me, and Paul Johnson, Regional Transition Consultant for Arkansas Transition Services, spoke to the Board in favor of the OLS program.

Dr. Gates reviewed the unique features of the OLS program as related to cost. He highlighted the low student to faculty/staff ratio, maximum enrollment of 14 students per class, and the special teaching expertise required for the program. Dr. Gates added that job development would also be a major feature of the program, building individual student profiles and matching them with prospective employers, internship and job placement.

Dr. Gates told the Board the College would be expected to collaborate with Bellevue and other colleges, seek advocacy and development for the program, tell the story, and research best practices.

Dr. Gates said the next step to move forward with the OLS program would be to bring an action item to the Board meeting in November regarding a Differential Tuition Rate for the program. He said by January the plan was to have ADHE Coordinating Board approval.

Mr. Clifford thanked Mr. Schwartz for bringing information to the Board regarding the program. He also thanked Dr. Gates for his work with the program. Mr. Grigsby said programs like OLS will set the College apart from other colleges. Mr. Herrera asked when the first students would begin classes for the OLS program. Dr. Gates answered that classes would begin in Fall 2015.

LIFE Program Report

Ms. Codie Ryan, advisor for the LIFE program, told the Board that the LIFE program was created after Dr. Todd Kitchen charged his area with creating a successful program to reach out to underserved high school students. She said LIFE stands for learning, improvement, fun, and empowerment, adding that they have been very intentional about making it fun. Ms. Ryan said the program had served over 800 students since its creation.

Ms. Ryan told the Board about the LIFE Field Day and Summer Programs which are held each year to bring high school students on campus. She said just over 70% of the 2013-14 Summer Program attendees transitioned to NWACC following high school graduation.

Ms. Ryan said student LIFE mentors are an important part of the program. She explained that the mentors are NWACC students that love the College and want to help high school students.

Ms. Ryan said the College has plans to expand the LIFE program to increase the number of schools and participants in 2015. She said in 2015 the College would like to have 140 students attend the Summer Program and increase Latino student enrollment.

Ms. Ryan introduced Mr. Alejandro Montoya and Mr. Jose Cierra to the Board. Mr. Montoya and Mr. Cierra had both participated in the LIFE program while in high school and had also become LIFE Mentors. Mr. Montoya told the Board the LIFE program had opened many doors for both he and his sister. Mr. Cierra said the LIFE program helped him understand that it was possible for him to go to College.

Mr. Spivey asked Ms. Ryan if the LIFE program was only available to Latino students. Ms. Ryan said the LIFE program was designed to work with underserved students. She said the past year had a more diverse group. Mr. Spivey said all populations would benefit from the LIFE program. Mr. Clifford said LIFE was one of his favorite programs. He said his goal was to have 200 students in the program. Ms. Ryan said 140 students is currently the maximum amount because that is how many the Walmart Auditorium could hold. She said a larger event would require more funds. Mr. Sarmiento said he had participated in the LIFE program since the beginning. He applauded Ms. Ryan's work with the program.

ENDS Report – Occupational Life Skills & LIFE Program

Mr. Spivey moved and Mr. Grigsby seconded the motion to approve the Occupational Life Skills and LIFE Program ENDS reports. The motion passed unanimously.

COMMITTEE REPORTS

Sanctioned Sports Committee

Mr. Schwartz said he wanted to talk about the July Board Retreat when he presented to the group about Sanctioned Sports for the first time. He said it was not his intention to belittle the meeting but to show the community support behind Sanctioned Sports. He said after meeting three times it had become evident that the committee would need to work with the College. He said he would make sure the community members on the committee would collaborate more with the College staff.

Mr. Schwartz reviewed the minutes for the September 25 and October 16 Sanctioned Sports Committee. He said the committee voted to move forward with the creation of a 501(c) (3) Foundation to initially meet procedural committee expenses. Mr. Schwartz explained that following the meeting the committee found out that there was legislation stating that each college can have only one 501 (c) 3 without written consent. He said Dr. Meredith Brunen had offered the committee an account in the NWACC Foundation and they planned to move forward with that option.

Mr. Schwartz said the committee had discussed the Title IX survey and other community colleges in the state with Sanctioned Sports programs. He said Dr. Jorgenson asked the committee to look into Arkansas legislation and if there was anything that prevented sports at community colleges. Mr. Schwartz told the group the committee also discussed going into high schools to survey the student athletes. He added that it was discussed that information could also be collected from the Arkansas Activities Association website on high school athletics.

Mr. Schwartz asked the Board if completing the Title IX survey and collecting high school athletics details would provide enough information to the group. Mr. Clifford said the reason a committee was formed was to gather the information as to whether Sanctioned Sports was the best decision. He said when the committee comes to the Board with a recommendation they will have an opportunity to ask questions. Mr. Shewmaker said he felt the group should not complete a high school survey until the Title IX survey was completed. Mr. Spivey asked if the College would hold public forums regarding Sanctioned Sports. Mr. Schwartz said the committee had not yet discussed public forums.

Mr. Schwartz said the newspaper editorials regarding Sanctioned Sports had been one sided. He said he could ask the committee members to get community feedback, write letters to the editor, and to get student feedback. He said the community members on the committee are emotional about sports.

Mr. Sarmiento asked if students had approached the College regarding Sanctioned Sports or if this is being perused because a few people in the community like sports. Dr. Vervack said the College has club sports that around 75 students participate. He said educating students is the primary job of the College. Mr. Grigsby said he was concerned the College was getting into a situation where the community thinks Sanctioned Sports is happening before it's decided upon.

Finance Committee

Mr. Grigsby said at the end of August the revenues were down 1.1% and expenditures were down 10.1%. He read through the minutes of the previous meeting, highlighting that the bond closing and the possible refinancing of the 2005 bonds.

Land Use Committee

Mr. Spivey read through the minutes of the October 8 meeting. He said the committee discussed the purchase of the Washington county land and the unveiling of the sign on the land. He highlighted the presentation of the LEED Silver Certificate for the Center for Health Professions which took place at the meeting.

Foundation

Mr. Clifford said he attended the last Foundation Board meeting. He said their finances are good. Mr. Clifford went on to say that most of the discussion at the meeting had been around Sanctioned Sports and the possible formation of a separate Foundation. He said the message was very clear that the Foundation Board did not want to have another 501 (c) 3 connected to the College.

PRESIDENTS REPORT

Ms. Gulizar Baggs said the College closed on the Washington county land on October 15 and closed on the Bonds on October 19.

Dr. Jorgenson notified the Board of three new programs that would be on the Arkansas Department of Higher Education Coordinating Board meeting agenda for approval: AAS in Occupational and Life Skills, AAS in Construction Technology, and an AAS in Occupational Therapy Assistant.

Dr. Jorgenson told the Board that a great deal of work had going into making the railroad purchase happen, but the railroad had been unable to show a clear title for the purchase. She said with no clear title, the College decided to terminate the contract to purchase the railroad.

CHAIRMAN'S REPORT

Mr. Clifford said it needed to be noted in the minutes that Ms. Amy Forrest had resigned.

Mr. Clifford reviewed the calendar of events with the group, highlighting the November 10 Joint Board/Foundation Board reception at 4:00 pm prior to the 5:00 pm Board meeting.

ADJOURNMENT

The meeting adjourned at 6:29 p.m.

Mr. Ric Clifford, Chairperson

Mr. Dan Shewmaker, Secretary

2013-2014 Academic Program Review Process and Results

Dr. Steven M. Gates, Sr. VP and Provost

Outline & Key Points

- How the Process Works at NWACC
 1. ADHE requires all academic programs that are not accredited are subject to the ADHE specifications for program review.
 - all program reviewed at a minimum once every ten years.
 - review must include a “third party” reviewer from outside the state
 - review must document major findings, results, and institutional response
 2. Accredited programs are subject to review standards defined by the accrediting body. i.e. Nursing
 3. Accrediting bodies often require more frequent review and have more rigorous standards.
- Non-Accredited Program Review at NWACC
 - All programs have been placed in a review cycle calendar
 - Programs in closely related fields may be reviewed during the same year
 - Specific Process includes Institutional Effectiveness and Research staff, Academic Deans, program faculty, and the Vice Presidents.
- 2013-14 Program Reviewed: Computer-Aided Design

Lead Faculty Instructor: Amy Bensinger

Division Dean: Dr. Christine Davis, Business and Computer Information Services

Comments:

Relationship to NWACC Strategic Plan/Goals and Objectives

- Goal (3) Provide Quality Programming and Assessment
- Strategic Objective (1) Align program review process with major internal and external requirements.

What Constituents Are We Serving (ENDS)?

- Students
- Business Community

POLICY TITLE: TREATMENT OF STUDENTS

Policy 202: With respect to interactions with consumers or those applying to be consumers, the President shall not cause or allow conditions, procedures, or decisions, which are undignified or unnecessarily intrusive.

Definition: Interaction with consumers or those applying to be consumers shall mean official written or oral communication or unofficial written or oral communication where the communicator is acting in an official NWACC capacity. Undignified refers to disrespectful. Unnecessarily intrusive refers to violating the privacy right of the individual. (FERPA regulations must not be violated. Certain personnel records, police investigations, and proprietary business information must be protected.) Unsafe refers to putting the consumer at potential physical or mental risk.

Further, without limiting the scope of the foregoing by this enumeration, he or she shall not:

1. Use application forms that elicit information for which there is no clear necessity.

Definition: Application forms refer to college admission applications or college employment applications. No clear necessity refers to any legitimate reason that relates directly to student academic, student life or employee application purposes.

Narrative: All information collected on College admission applications and College employment applications is in compliance with all applicable state and federal guidelines.

2. Use methods of collecting, reviewing, transmitting, or storing consumer information that fail to protect against improper access to the material elicited.

Definition: Fail to protect against improper access refers to physically and electronically safeguarding information to assure only officially authorized collection, access, and usage of the information. An example is confidential, priority data used for program development, such as protected formulas that should not get into the hands of competitors in business.

Narrative: All Family Education Rights and Privacy Act (FERPA) guidelines are strictly adhered to in the process of collecting, reviewing, transmitting and storing of student information. Access to student information is available only to faculty and staff who are authorized to use the information in the performance of their jobs within the FERPA guidelines. FERPA workshops are provided to College personnel on a regular basis. Electronic records are password protected.

POLICY TITLE: TREATMENT OF STUDENTS (Continued)**EL-202****3. Fail to furnish consumers a clear statement of what may be expected from the service offered.**

Definition: A clear statement refers to written statements of employee and student expectations posted in full view in the appropriate college department. This information includes the College Catalog.

Narrative: Official College publications and consumer information clearly and accurately report consumer expectation. Information is reviewed regularly to assure accuracy and completeness.

4. Fail to inform consumers of this policy or fail to provide a way for persons to be heard who believe they have not been accorded a reasonable interpretation of their protections under this policy.

Definition: Informing consumers of this policy refer to including this policy in the College Catalog, Schedule of Classes, and the Administrative Procedures Manual. Providing a way for persons to be heard refers to appropriate procedures outlined in the Administrative Procedures Manual.

Narrative: The College administration is committed to providing all students and employees with information relevant to equal protections and the right to due process. This information is made available in hard copy and electronically on the College website. Employees are also provided access to this information through the appropriate Cabinet member, the Human Resource Office and the division supervisor's office.

I am reporting compliance with Executive Limitation #202.

Evelyn E. Jorgenson, Ph.D.
President

Recommendation: *It is the recommendation of the College Administration that the Board of Trustees approve Dr. Jorgenson's compliance report for EL-202 Treatment of Students.*



Date: November 10, 2014

To: Board of Trustees

From: Debi Buckley, Sr. VP for Administrative Services/CFO

Subject: Approval of FY 2013 Legislative Audit Report

The Finance/Audit Committee recommends that the NWACC Board of Trustees approve the Legislative Audit Report and Audited Financial Statements for FY 2013 as published by the Arkansas Division of Legislative Audit.

Recommendation: It is the recommendation of the Finance/Audit Committee that the Board of Trustees approve the Legislative Audit Report and Financial Statements for FY 2013 as published by the Arkansas Division of Legislative Audit.

Mr. Ric Clifford, Chairperson

Mr. Dan Shewmaker, Secretary



Date: November 10, 2014

To: NorthWest Arkansas Community College Board of Trustees

From: Debi Buckley, Sr. VP for Administrative Services/CFO

Subject: Approval of Parameters Resolution for Refinancing of 2005 Bonds

The Parameters Resolution will authorize the issuance of not to exceed \$18, 400, 000 NorthWest Community College district capital improvement refunding bonds, series 2015 for the purpose of refunding of the district's capital improvement and refunding bonds, series 2005; authorizing the bond purchase agreement and the execution and use of a preliminary official statement in the connection with the marketing of such bonds, authorizing a second supplemental trust indenture securing the bonds; authorizing the sale of the bonds; authorizing and approving the execution and use of an official statement, and prescribing other matters pertaining thereto; provided that the Bonds shall bear interest with a true interest cost not to exceed three and three-quarters percent (3-3.75%), and the final maturity date for the Bonds shall not exceed May 15, 2030, with a present value savings of at least six percent (6.0%).

Recommendation: The NorthWest Arkansas Community College Finance/Audit Committee recommend the NWACC Board of Trustees approve the Parameters Resolution for Refinancing of 2005 Bonds.

Mr. Ric Clifford, Chairperson

Mr. Dan Shewmaker, Secretary

RESOLUTION NO. _____

RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$18,400,0000 NORTHWEST ARKANSAS COMMUNITY COLLEGE DISTRICT CAPITAL IMPROVEMENT REFUNDING BONDS, SERIES 2015 FOR THE PURPOSE OF REFUNDING OF THE DISTRICT'S CAPITAL IMPROVEMENT AND REFUNDING BONDS, SERIES 2005; AUTHORIZING THE BOND PURCHASE AGREEMENT AND THE EXECUTION AND USE OF A PRELIMINARY OFFICIAL STATEMENT IN CONNECTION WITH THE MARKETING OF SUCH BONDS; AUTHORIZING A SECOND SUPPLEMENTAL TRUST INDENTURE SECURING THE BONDS; AUTHORIZING THE SALE OF THE BONDS; AUTHORIZING AND APPROVING THE EXECUTION AND USE OF AN OFFICIAL STATEMENT, AND PRESCRIBING OTHER MATTERS PERTAINING THERETO

WHEREAS, The Board of Trustees of NorthWest Arkansas Community College District (the “**Issuer**” or the “**District**”), is authorized and empowered under the provisions of Act No. 374 of the Act of Arkansas of 1993, as amended, and codified at Arkansas Code Annotated §§6-61-1001 et seq. and known as the Technical College and Community College Capital Improvement Act of 1993 (the “**Act**”), to issue bonds for the development, construction, or acquisition of any capital improvement, including the purchase of sites for the construction of capital improvements, to be secured by a specific pledge for the payment of debt service and costs of issuance thereof, and to refinance its outstanding obligations issued for the referenced purposes; and

WHEREAS, the Issuer has determined that it is in its best interest to refund the Issuer's Capital Improvement and Refunding Bonds, Series 2005 (the “**Series 2005 Bonds**”), the proceeds of which were used by the Issuer for the construction and equipping on the campus of NorthWest Arkansas Community College (the “**College**”) of a new student center, and the refunding the Issuer's \$5,435,000 General Obligation Limited Tax Improvement Bonds, Series 2000 and its \$4,065,000 General Obligation Limited Tax Improvement Bonds, Series 2002;

WHEREAS, the Issuer has determined that the refunding of the Series 2005 Bonds can be accomplished through the issuance of the Issuer's Capital Improvement Refunding Bonds, Series 2015 (the “**Bonds**”);

WHEREAS, the Issuer is offering, and Raymond James & Associates, Inc (the “**Underwriter**”), is expected to agree to purchase for offering to the public all (but not less than all) of the Bonds, at the aggregate purchase price set forth in the Purchase Agreement (hereinafter defined);

WHEREAS, in order for the Underwriter to market the Bonds, it is necessary to prepare a preliminary official statement (the “**Preliminary Official Statement**”) and bond purchase

agreement (the “**Bond Purchase Agreement**”), and in order to secure the bonds and provide certain information to investors, it is necessary to prepare a Second Supplemental Trust Indenture between the Issuer and the Trustee (the “**Indenture**”) to establish the general provisions relating to the Bonds, provide for the security and payment of the Bonds and the rights of the owners thereof, and an Official Statement (“**Official Statement**”) setting forth certain information with respect to the Bonds for the Issuer and the respective owners of the Bonds (the Preliminary Official Statement, the Bond Purchase Agreement, the Indenture, the Official Statement and all other documents contemplated thereby or executed in connection therewith referred to as the “**Bond Documents**”); and

WHEREAS, the Board of Trustees of the District desires to authorize the College’s President, Chief Financial Officer, and Provost, or any one of them (collectively, the “**Officers**”) to negotiate, approve the terms of and sign the Bond Documents, including, but not limited to the Bond Purchase Agreement, the Preliminary Official Statement, the Indenture and the Official Statement;

WHEREAS, the District intends to issue the Bonds as expeditiously as possible, assuming that certain interest rate savings can be attained; and

WHEREAS, in order to market the Bonds and determine the total principal amount of the Bonds, the Underwriter requires a Preliminary Official Statement in a form deemed final pursuant to Rule 15c2-12 of the Securities and Exchange Commission.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE NORTHWEST ARKANSAS COMMUNITY COLLEGE DISTRICT that:

Section 1. Authorization of Issuance of Bonds. There is hereby authorized the issuance of not to exceed \$18,400,000 in aggregate principal amount of NorthWest Arkansas Community College District Capital Improvement Refunding Bonds (Series 2015), for the purpose of providing funds to refund the Series 2005 Bonds in whole or in part and for the payment of necessary expenses incidental to the sale and issuance of the Bonds. The Bonds shall mature and bear interest in the amounts and on the dates set forth in the Purchase Agreement; provided however, that the Bonds shall bear interest with a true interest cost not to exceed three and three-quarters percent (3.75%), and the final maturity date for the Bonds shall not exceed May 15, 2030, with a present value savings of at least six percent (6.0%).

Section 2. Sale of the Bonds. The sale of the Bonds described above in Section 1 hereof is hereby approved and authorized.

Section 3. Compliance with the Rule. This resolution is to provide for compliance with Rule 15c2-12 under the Securities Exchange Act of 1934 (the “**Rule**”).

Section 4. Preliminary Official Statement. The preparation of a Preliminary Official Statement and the distribution of such Preliminary Official Statement to prospective purchasers of the Bonds are hereby approved. The Officers of the College are each authorized and directed, acting individually or together, to cause the Preliminary Official Statement to be

delivered for and in the name of the District, with such provisions therein as shall be approved by such Officer, who is authorized to execute and deliver to the Underwriter of the Bonds, a certificate when requested by the Underwriter of the Bonds, to the effect that the Preliminary Official Statement is deemed final for the purposes of Securities and Exchange Commission Rule 15c2-12 and is accurate and complete.

Section 5. Professionals. The Authority hereby designates the Underwriter as underwriter for the Bonds, Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C., as bond counsel for the Bonds ("**Bond Counsel**"), and Regions Bank as trustee for the Bonds (the "**Trustee**").

Section 6. Authority of Officers. The Board of Trustees of the Issuer hereby authorizes and directs Officers of the College, or any one of them individually, to carry out or cause to be carried out all appropriate actions, to execute such other certificates or documents to evidence authority as authorized herein, and to take such other actions as they, in consultation with Bond Counsel, the Underwriter and the Trustee, shall consider necessary or advisable in connection with this Resolution, the Preliminary Official Statement and the Bond Documents, in order to prepare for the issuance, sale, and delivery of the Bonds by the Issuer, all as authorized by law and this Resolution. The Underwriter, upon final approval of the Officers of the College, or any one of them acting individually, is authorized to rely upon and to use the Preliminary Official Statement to market the Bonds to potential purchasers.

Section 7. Approval of Bond Purchase Agreement. The Officers of the College, or any one of them acting individually, are each hereby authorized to approve the form of a Bond Purchase Agreement between the District and the Underwriter, and the Officers of the College, or any one of them acting individually, are each authorized to execute the Bond Purchase Agreement on behalf of the Issuer.

Section 8. Approval of Indenture. The Officers of the College, or any one of them acting individually, are each hereby authorized to approve the form of a Second Supplemental Trust Indenture (the "**Indenture**") between the District and the Trustee to establish the general provisions relating to the Bonds, provide for the security and payment of the Bonds and the rights of the owners thereof, and the Officers of the College, or any one of them acting individually, are each authorized to execute the Indenture on behalf of the Issuer.

Section 9. Official Statement. The preparation of a final Official Statement and the distribution of such Official Statement to purchasers of the Bonds are hereby approved. The Officers of the College are each authorized and directed, acting individually or together, to cause the Official Statement to be delivered for and in the name of the District, with such provisions therein as shall be approved by such Officer, who is authorized to execute and deliver to the Underwriter of the Bonds, a certificate when requested by the Underwriter of the Bonds, to the effect that the Official Statement is accurate and complete.

Section 10. Ratification of Acts. All actions heretofore taken by the Issuer, including by the Officers and any other officers and representatives of the District, in connection with the

offer and sale of the Bonds and negotiation , preparation and execution of the Bond Documents are hereby in all respects ratified and approved.

Section 11. Effective Date of Resolution. This Resolution shall be effective from and after its date of adoption.

PASSED: November 10, 2014

Ric Clifford, Chairman of the Board of Trustees
NorthWest Arkansas Community College District

ATTEST:

Daniel Shewmaker, Secretary Board of Trustees
NorthWest Arkansas Community College District



Date: November 10, 2014

To: Board of Trustees

From: Debi Buckley, Sr. VP for Administrative Services/CFO

Subject: Approval of Differential Tuition for the Associate Degree in Occupational and Life Skills

Recommendation: It is the recommendation of the Finance/Audit Committee that the Board of Trustees approve a differential tuition rate not to exceed \$667 per credit hour for the new Associate Degree in Occupational and Life Skills planned for implementation for the fall semester, 2015. The new degree is intended to serve a unique population of Northwest Arkansans who have a cognitive disability. The new degree program will require a much lower than usual student to faculty/staff ratio and higher operational costs necessary to foster student success, graduation, and job placement. The differential tuition rate will support the anticipated operational costs of the new Degree program. Implementation of the Degree is subject to final approval of the Arkansas Department of Higher Education Coordinating Board.

Mr. Ric Clifford, Chairperson

Mr. Dan Shewmaker, Secretary



Date: November 10, 2014

To: NorthWest Arkansas Community College Board of Trustees

From: Debi Buckley, Sr. VP for Administrative Services/CFO

Subject: Approval of the MCDC Initiative Reporting

The approval of the MCDC Initiative Reporting will authorize the President, the Chief Financial Officer, the Provost, and any other officer of the college designated by the President, or any one of them, to self-report and accept settlement terms under the Securities and Exchange Commission's Municipalities Continuing Disclosure Cooperation initiative ("MCDC"); authorizing the engagement of professionals to advise the college regarding MCDC; and prescribing other matters pertaining thereto.

Recommendation: The NorthWest Arkansas Community College Administration recommends that the NWACC Board of Trustees approve the Parameters Resolution for MCDC.

Mr. Ric Clifford, Chairperson

Mr. Dan Shewmaker, Secretary

A RESOLUTION AUTHORIZING THE PRESIDENT, THE CHIEF FINANCIAL OFFICER, THE PROVOST, AND ANY OTHER OFFICER OF THE COLLEGE DESIGNATED BY THE PRESIDENT, OR ANY ONE OF THEM, TO SELF-REPORT AND ACCEPT SETTLEMENT TERMS UNDER THE SECURITIES AND EXCHANGE COMMISSION'S MUNICIPALITIES CONTINUING DISCLOSURE COOPERATION INITIATIVE ("MCDC"); AUTHORIZING THE ENGAGEMENT OF PROFESSIONALS TO ADVISE THE COLLEGE REGARDING MCDC; AND PRESCRIBING OTHER MATTERS PERTAINING THERETO.

WHEREAS, on March 10, 2014, the Securities and Exchange Commission (the "SEC") announced its Municipalities Continuing Disclosure Cooperation Initiative ("MCDC"), which is designed to afford favorable treatment terms to municipal issuers (collectively "issuers"), such as the NorthWest Arkansas Community College (the "College"), if applicable, as well as underwriters, with respect to any instances in the previous five years in which an issuer failed to comply, "in all material respects", with its continuing disclosure undertakings under SEC Rule 15c2-12; and

WHEREAS, to participate in the MCDC program, an issuer must self-report possible material misstatements or omissions relating to prior compliance with its continuing disclosure obligations no later than December 1, 2014, and the deadline for underwriters to self-report was September 9, 2014; and

WHEREAS, if the SEC staff recommends an enforcement action against an issuer as a result of self-reporting, the issuer must, without admitting or denying the findings of the SEC, comply with certain recommended settlement terms, and must agree to accept a settlement pursuant to which the issuer consents to the institution of a cease and desist proceeding by the SEC against it that will be a matter of public record; and

WHEREAS, as part of any settlement, the issuer must undertake to follow certain procedures, including (but not limited to) the following: (i) establishing appropriate policies and procedures and training regarding continuing disclosure undertakings within 180 days; (ii) complying with existing continuing disclosure undertakings, including updating past delinquent filings within 180 days; (iii) cooperating with any subsequent investigation by the SEC, including the roles of individuals (e.g., municipal officials) or other parties involved in the offering; (iv) disclosing in a clear and conspicuous fashion the settlement terms in any official statement for an offering by the issuer within the next five years; and (v) providing the SEC with a compliance certification regarding the foregoing on the one year anniversary of the date of the institution of the proceedings; and

WHEREAS, for issuers participating in MCDC there will be no civil penalties imposed by the SEC; and

WHEREAS, the College may determine that it is in the best interest of the College to self-report certain statements, either because it is concerned the SEC may view them as a

material misstatement, because an underwriter has elected to self-report such statements, or because of other valid business considerations, and the President, the Chief Financial Officer, the Provost, and any other officer of the College designated by the President, or any one of them acting individually (each an “**Authorized Designee**”), need to be authorized to self-report and in so doing to consent to the applicable settlement terms under MCDC;

THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE NORTHWEST ARKANSAS COMMUNITY COLLEGE, AS FOLLOWS:

Section 1. Each of the Authorized Designees be, and each hereby is individually, authorized and directed to self-report under MCDC, if applicable, and to accept the MCDC settlement terms (including a cease and desist proceeding), if applicable, all under terms and conditions acceptable to such Authorized Designee, if it is determined to be in the best interests of the College.

Section 2. The law firm of Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C. is hereby retained to advise the College regarding MCDC and the decision of whether to self-report, subject to the successful negotiation of an acceptable engagement contact with such law firm.

Section 3. This Resolution shall be effective from and after its date of adoption.

APPROVED this 10th day of November, 2014.

Ric Clifford, Chairman of the Board of Trustees

Attest:

Daniel Shewmaker, Secretary of the Board of Trustees