



SOUTHERN PINE CREDIT UNION

Board of Directors Application Packet





BOARD MEMBER ELIGIBILITY CRITERIA

The following criteria shall be considered by the Nominating Committee as a basis to determine the eligibility of members for nomination to a position on the Board of Directors or Audit Committee. An applicant may be eligible if he or she:

- A. Has not been convicted of any felony criminal offense involving dishonesty or a breach of trust or pleaded to a lesser offense or pleaded nolo contendere to said offense.
- B. Has not been denied a bond nor had their bondability revoked.
- C. Will be able to act independently and objectively regardless of external relationships with other directors, committee members, and employees:
 - 1. Is not a member of the immediate family of any director, committee member, or employee. Immediate family shall mean spouse; son or daughter; step children; grandchildren; son-in-law or daughter-in-law; parents; step parents; grandparents; grandparents-in-law; father-in-law or mother-in-law; brother or sister; sister-in-law or brother-in-law; and step brother or step sister.
 - 2. Is not an employer, employee, supervisor, or subordinate of any employee or of any director or committee member now seated.
- D. Is not an employee of SPCU or an owner, employee, or official at any financial institution (which includes all financial businesses such as banks, brokerages, or mutual fund companies, but to exclude credit unions) or their trade associations, advisory councils/boards, committees, commissions, or any other such group. Eligibility for individuals serving on any credit union or their trade association board or committee will be determined on a case-by-case basis.
- E. Has not caused the Credit Union a loss.
- F. Has a credit standing good enough to qualify for the Credit Union's line-of-credit loan.
- G. Has no adverse history of share draft overdrafts.
- H. Has been a primary member (listed first on their SPCU member account) for at least two years or a joint owner actively using a primary member's SPCU account for at least two years or has previously served in an official capacity for at least two years at a credit union and is a primary member at SPCU. In order for a joint owner to be considered for nomination, he/she must become a primary member prior to submitting their nomination application.
- I. Possesses areas of knowledge, experience, or interest pertinent to this Credit Union's future.
- J. Has read the information kit and is willing to accept the responsibilities of an elected or appointed office.
- K. Has not been an employee of this Credit Union for at least 36 months prior to election.
- L. Has fully completed the "Application for Board of Directors" or "Application for Audit Committee."
- M. Has signed the "Terms of Agreement for Board of Directors" or "Terms of Agreement for Audit Committee."
- N. The minimum age for a member to hold an elective or appointive office on the Board of Directors or Audit Committee is 18.
- O. Receives satisfactory findings on a credit report, criminal background check, and bondability report.
- P. Has not served on the Southern Pine Credit Union Board or Audit Committee prior to June of 2020.



BOARD MEMBER ADDITIONAL INFORMATION

A. NOTIFICATION TO APPLICANT

Members who apply to the Committee for nomination but are not nominated will be notified in writing by the committee chair within ten days after the date nominations from the Nominating Committee must be recorded by SPCU's Board Secretary. Any member may petition for nomination to the Board by following bylaw provisions that bypass the Nominating Committee.

B. CAMPAIGNING

Members who are campaigning for any office may do so at no expense to the Credit Union and may not campaign, solicit petition signatures, or display materials in or on any Credit Union office or property.

C. CONTINUING EDUCATION

- A. Newly elected members of the Board of Directors who come to the position without the requisite financial skills will have six months from the date of election or appointment to acquire the enumerated skills. At a minimum, directors must have at least a working familiarity with basic finance and accounting practices, including the ability to read and understand the Credit Union's balance sheet and income statement.
- B. Newly elected members of the Board of Directors and newly appointed members of the Audit Committee must complete one year as a volunteer and comply with "Continuing Education C & D" before they are eligible to attend an educational program at the national level at Credit Union expense. During the first year, Board and Audit Committee members are eligible to attend meetings in Georgia and select areas of Alabama and Florida for Board members only, as well as the Governmental Affairs Conference (GAC).
- C. Newly elected and newly appointed members of the Board of Directors and the Audit Committee shall be required to attend the SPCU Volunteer Orientation, or any training programs developed for or by the Credit Union specifically for this purpose and approved by the Board of Directors.
- D. All new Board and Audit Committee members are to complete their respective CUNA Professional Development Online courses within the first 12 months after assuming their position.
- E. It is recommended that current members of the Board and Audit Committee attend at least one educational program annually at either the local, state, regional or (after completing one year as a volunteer) national level.
- F. It is imperative that all members of the Board and Audit Committee study all manuals and publications pertinent to their duties and responsibilities and to take advantage of any local programs that would assist them in the performance of their duties.

D. COMMITMENT AND TIME INVOLVED

- A. All volunteers are expected to regularly attend their respective meetings.
 - a. Board of Directors: As stated in the Credit Union's bylaws, "...the Board of Directors may remove a director from office if such director... fails to attend regular meetings of the Board of Directors for six (6) consecutive meetings without having been excused by the Board of Directors; if the director fails to attend at least fifty percent (50%) of the scheduled meetings for the prior calendar year..."

The Nominating Committee shall consider the following questions and other relevant information as a basis to determine the eligibility of members for nomination to a position on the Board of Directors.

Have you ever been convicted of any felony offense or any misdemeanor offense that involved, dishonesty or a breach of trust or pleaded nolo contendere to any such offense?

Yes No

Has any organization over which you exercised management or policy control ever been convicted of any criminal offense involving dishonesty or a breach of trust or pleaded nolo contendere to said offense?

Yes No

Have you ever had any insurance or securities licenses suspended or revoked?

Yes No

Have you ever had any bond coverage modified or revoked, or an application for a bond denied?

A bond check is conducted on each applicant.

Yes No

Are you presently, or anticipate being, engaged in any activity that does not comply with the provisions of the Conflict of Interest Policy?

Yes No

Are you a member of the immediate family of any director, committee member, or employee?

Immediate family shall mean spouse; son or daughter; step children; grandchildren; son-in-law or daughter-in-law; parents; step parents; grandparents; grandparents-in-law; father-in-law or mother-in-law; brother or sister; sister-in-law or brother-in-law; and step brother or step sister.

Yes No

Are you an employer, employee, supervisor, or subordinate of any employee, director, or committee member now seated?

Yes No

Are you now or have you been an employee of SPCU or an owner, employee, or official at any financial institution (which includes all financial businesses such as banks, brokerages, mutual fund companies, or credit unions) or their trade associations, advisory councils/boards, committees, commissions, or any other such group?

Yes No

For Whom?

When?

Have you read the Board of Directors Application Packet?

Yes No

If so, are you willing to accept the responsibilities of a Board member if elected?

Yes No

Credit union volunteers usually volunteer approximately 30 - 40 hours each year. Are you willing to serve in this capacity?

Yes No

Are you willing to attend on your own time conferences, seminars, workshops, etc., related to the duties of a SPCU volunteer?

Registration and travel expenses are paid by the Credit Union.

Yes No



Candidate Statement

Candidate statements will be used to communicate qualifications and reasons for candidacy to the membership of Southern Pine Credit Union as part of our election process.

Please limit your response to 150 words.



Personal Statements

Personal statements are reviewed by the Nominating Committee and considered when deciding nominations. Personal statements are not shared with the membership.

Why do you wish to become a volunteer Board member of the Southern Pine Credit Union?

What education, background, or training have you had in regard to financial institutions?
i.e., seminars, conferences, workshops, etc.

What interests, skills, knowledge, or strengths do you bring to the position you are applying for?



Personal Statements

Please list your past and current volunteer roles or organization you are involved with?

What is your current or past experience in serving on Boards or Committees?



Authorization Form

I certify that I have not been convicted of any felony offense or any misdemeanor offense, that involved dishonesty or a breach of trust or pleaded nolo contendere to any such offense.

The information provided in this application is true, correct, and complete.

I authorize the work and personal references listed in this application, and any other individuals I may name, to release to Southern Pine Credit Union any and all information concerning my previous employment and any pertinent information they may have, personal or otherwise, and release such parties from all liability for any damages that may result from furnishing such information to SPCU.

I hereby authorize Southern Pine Credit Union Nominating Committee or any person on its behalf to check and obtain information and records concerning my background of conviction. I understand and agree that such information and records may be considered as it relates to the position for which I have applied.

Driver's License – State of

List cities and states you have previously resided in since the age of 18 and the approximate number of years at each location:

I have read and signed the Authorization Form for Credit Reports authorizing the Credit Union to run a credit bureau report.

I also understand that the Nominating Committee will use the above information and any other information they deem appropriate to determine qualification as a Volunteer at Southern Pine Credit Union.

Signature

Date



Dear Applicant

Based on the Fair Credit Reporting Act (FCRA), Southern Pine Credit Union is required to provide potential nominees with a Consumer Disclosure and an Authorization Form for the use of credit reports. Please carefully read the Consumer Disclosure below and sign and return the attached Authorization Form with your Application for Board of Directors.

CONSUMER DISCLOSURE

Use of Credit Reports

Southern Pine Credit Union may obtain a credit report on any consumer who has applied for nomination to the Board of Directors. The Credit Union may use information contained in the consumer credit reports in making decisions related to nominee acceptance.

Prior to procuring a consumer's credit report, Southern Pine Credit Union will obtain the consumer's authorization. Before taking adverse action based in whole or in part on the report, the consumer will be provided with a copy of the report and a description in writing of the rights of the consumer under the Fair Credit Reporting Act.

Information from the consumer report will not be used in violation of any applicable federal or state laws or regulations.

Please contact Equifax, PO Box 74056, Atlanta, GA 30374-0256 or by phone at 1-888-378-4329, if you have any questions on the Fair Credit Reporting Act. You can also go to the Equifax website at www.equifax.com.



Authorization Form for Credit Reports

**AUTHORIZATION FORM
For Credit Reports**

I authorize Southern Pine Credit Union to obtain a credit report on me through the credit reporting agency of its choice.

I understand that if an adverse decision is made due wholly or partly to the information on the credit report, Southern Pine Credit Union will give me a copy of the credit report, a summary of my rights under the Fair Credit Reporting Act, and the source of the credit report so that I may contact them if I wish.

Signature

Date

Job Description for Board of Directors

PRIMARY FUNCTION

To set policy, plan the Credit Union's course, make sure the Credit Union maintains its sound financial condition, keep communication open to educate members on services, review the President's progress in achieving goals and objectives, and report to the members at the annual meeting.

GENERAL DUTIES

- The Board of Directors is responsible for the general direction and control of the Credit Union. The Board may delegate operational functions to management, but not the responsibility for the Credit Union's direction.
- A director must carry out his or her duties in good faith, in a manner reasonably believed to be in the best interests of the membership, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.
- A director must administer the affairs of the Credit Union fairly and impartially and without discrimination in favor of or against any particular member.
- A director must have at least a working familiarity with basic finance and accounting practices, including the ability to read and understand the Credit Union's balance sheet and income statement and the ability to ask, as appropriate, substantive questions of management and auditors.
- A director must direct the operations of Black Hills Federal Credit Union in conformity with the Federal Credit Union Act, NCUA's Rules and Regulations, other applicable laws, and sound business practices.
- A director may rely on information prepared or presented by employees or consultants the director reasonably believes to be reliable and competent and who merit confidence in the particular functions performed.

SPECIFIC DUTIES

- Work with the President and the Board to develop objectives and goals for the Credit Union.
- Make sure the Credit Union adheres to pertinent laws, regulations, and sound business practices.
- Make sure the Credit Union maintains sound financial conditions and that the Credit Union's assets are protected against unauthorized or illegal acts. Review all insurance coverages at least annually. Designate depositories, authorize borrowing and investing, and provide for bonding and other security factors, including internal control procedures. Approve interest rates and dividends.
- Approve the Credit Union budget.
- Establish and approve policies to guide management decisions.
- Approve appropriate new products and services.
- Hire the President, define the scope of the President's job, and review progress in attaining goals and objectives.
- Maintain confidentiality of the business of the Credit Union and its members.
- Maintain, review, and update Credit Union policies, bylaws, security program, and succession plan as needed.
- Monitor and oversee all activities of the Audit Committee.
- Attend and actively participate in all regular and special Board meetings and planning sessions.
- Serve on committees as requested by the Board.
- Recruit new directors to make sure that the Credit Union has a well-qualified and effective Board in the future.

Code of Ethics and Conduct Statement Policy

This Credit Union will conduct its relationships and operations in accordance with this purpose and uphold its fundamental commitment to serving its members. This Credit Union is committed to the highest standards of responsibility and conduct and subscribes to the following guidelines:

RESPONSIBILITIES

To Members

- To provide the highest level of personal financial services in a courteous and professional manner and to treat all individuals fairly without regard to race, creed, national origin, sex, religion or social or economic level.
- To encourage thrift and savings to help members achieve a greater measure of financial security.
- To provide loan services at fair and reasonable rates, and to encourage the wise use of credit.
- To protect the assets and member funds placed in our care and custody, and practice and maintain high standards of sound management, including efficiency, integrity, and economy of operations.
- To adhere to democratic and cooperative principles within the Credit Union and encourage and facilitate active member participation in its democratic process.
- To provide members with timely, accurate, complete, relevant, and understandable information regarding the financial conditions, operations, and services of the Credit Union and of their individual accounts or transactions.
- To preserve and protect the privacy and confidentiality of all member financial records and transactions. The collection of nonpublic personal information and the disclosure of that information will be in compliance with NCUA Rules and Regulations Part 716.
- To abide by the letter, spirit, and intent of state and federal consumer protection laws and regulations and to provide members with complete and accurate information concerning their rights.
- To increase knowledge and ability of members to manage and control their financial well being through counseling and by providing educational information, materials, and programs.

To Credit Union Movement

- To promote and protect always the best interests and reputation of the Credit Union movement and avoid and resist influences and practices that are detrimental to it.
- To associate and cooperate with other credit union organizations in building a strong democratic movement for more effective service to members.

To Society

- To participate in community affairs as a responsible member of the society in which the Credit Union is a part.
- To support and participate in programs that favorably affect the society, citizens, and communities served by the Credit Union and, to the fullest extent possible, seek solutions to its social problems and concerns.
- To make Credit Union membership available to as many people as possible.

Standards of Leadership for Officials

- To observe the highest standards of personal conduct at all times. Act with honesty and integrity, and consistently hold the interests of Southern Pine Credit Union and all of its members above personal interest.
- To strictly uphold and comply with all applicable laws, by-laws, rules, policies, and regulations relating to the operation of Southern Pine Credit Union.
- To refrain from using the Credit Union position for improper personal or financial advantage or special privilege, and avoid all conflicts of interest and situations which could result in, or give the appearance of, a conflict of interest concerning Southern Pine Credit Union. Personal interests that could affect the proper exercise of professional judgment must be avoided at all cost. In situations where personal interests do exist, or may appear to exist, the person should disqualify himself or herself from any involvement in the transaction or activity, including abstaining from all discussion and voting on the matter.



Code of Ethics and Conduct Statement Policy *Continued*

- To act in good faith, act responsibly with due care, competence, and diligence without misrepresenting material facts or allowing one's independent judgment to be undermined. No person may take unfair advantage of another through manipulation, collusion, concealment, misrepresentation of material facts or any other unfair business practice.
- To conduct Credit Union business and treat colleagues and employees with integrity, fairness, respect, and confidentiality. Behave in a manner that reflects positively upon the Credit Union and maintain trust and confidence in the integrity of the Credit Union's activities. Refrain from using profane, offensive, or disrespectful language during any function or activity when representing the Credit Union or conducting the Credit Union's business.
- To adhere to open, democratic procedures in the election of officials and in their formulation of credit union policies and practices.

I have received and read the Code of Ethics and Conduct Statement Policy.

Signature

Date



Fraud Policy

Any volunteer who becomes aware of any fraudulent or dishonest action on the part of any other employee or volunteer, or who has knowledge of the same, must report that fraud or dishonesty immediately to the President of the Credit Union, or to the Chair of the Board of Directors, or to the Chair of the Audit Committee. If the President is notified, he/she shall notify both Chairs and if one of the Chairs is notified, he/she shall immediately notify the President of the Credit Union and then the President shall immediately notify the other Chair. The failure to report knowledge

of any fraudulent or dishonest act can result in the loss of insurance coverage for the volunteer and may result in personal liability. Any volunteer that fails to report knowledge of and/or has engaged in any fraudulent or dishonest conduct shall be subject to immediate suspension and such other further action, as the Board of Directors deems necessary and appropriate based on the nature of the offense, the dollar amount involved and the insurance coverage requirements, and state, federal law, and any other consideration the Board of Directors determines to be appropriate.

I have received and read the Fraud Policy.

Signature

Date

Conflict of Interest

1. No Credit Union director or committee member shall engage in self-dealing or otherwise trade upon their position with the Credit Union or accept from one doing or seeking to do business with the Credit Union a business opportunity not available to other persons or made available because of such Credit Union official's position with the Credit Union.

A volunteer shall not accept any form of compensation, except reimbursement of authorized expenses, for providing a service or otherwise doing work for the Credit Union unless approved in advance by all members of the Board of Directors.

Anytime any Credit Union director or committee member has an actual or potential conflict of interest or is involved in any Credit Union matter and has a personal or business interest in such matter, such actual or potential conflict must be disclosed to the President and Board of Directors of Southern Pine Credit Union.

Any Credit Union director or committee member who has an actual or potential conflict of interest shall abstain from any action in their official capacity regarding the area of conflict until approval is given by the Board Chair.

2. When matters pertaining to the specific personal or business interest of a board member are discussed, the affected board member or members shall not engage in the discussion, shall not be present during the discussion, nor shall he/she participate in the vote, and the minutes shall so state. If more than one board member is involved in matters involving a conflict of interest and a vote is called, the number voting must exceed the quorum requirements for the meeting or unanimous action is required of the voting board members.
3. Examples of conflict of interest include but are not limited to any matter in which a director or committee member has a personal or business interest in any item of Credit Union business, or

any conduct of self-dealing or otherwise trading on one's position with the Credit Union or accepting from one doing or seeking to do business with the Credit Union a business opportunity not available to other persons or made available because of his/her position with the Credit Union, such actions would further include and are not limited to:

- The reduction of interest on an obligation of a relative.
- Purchasing land by the Credit Union where the land is owned by a director, a Vice President, Senior Vice President, or the President.
- Purchasing a repossessed vehicle or foreclosed property from the Credit Union.
- Selling casualty insurance through the Credit Union and through an agency where a director, a Vice President, Senior Vice President, or the President is an agent.
- Any Credit Union director or committee member, as well as the spouse of a director or a committee member, who holds a material ownership interest in, or serves as a director, officer, or employee of another financial institution, trade association or related business may create a conflict of interest. Therefore, prior to the Credit Union director or committee member, or the spouse of a director or committee member beginning employment or taking office, the director or committee member shall file a disclosure statement with the President and Board Chair. Any apparent conflict of interest disclosed by the statement will be resolved by the Board Personnel Committee and the individual. Each year prior to January 1st, any director or committee member, or spouse of a director or committee member, shall file a new disclosure with the President and Board Chair.

Signature

Date



Document Retention Policy

All materials submitted to individual members of the Board of Directors and Audit Committee, including electronic and paper documents and correspondence, shall be retained by each member until the matters contained therein are reviewed and the utilization of those materials has been completed. The Credit Union shall retain ownership of all rights to all materials submitted, delivered, or communicated to the members, except materials which are readily available to the general public. The members of the Board and Audit Committee agree to return or destroy any and all materials submitted to or among them, including all originals, copies, translations, notes, or any other form of said materials, without retaining

any copy or duplicate thereof, after review and utilization of the materials is complete, upon removal from or leaving the Board or Audit Committee, or at the request of the Credit Union. This policy does not apply to documents contained on a SPCU-owned iPad.

A master file of all materials submitted to the Board of Directors shall be maintained at the Credit Union, which file is open to inspection at any time by any member of the Board of Directors. Likewise, a master file of all materials submitted to the Audit Committee shall be maintained at the Credit Union, which file is open to inspection at any time by any member of the Audit Committee.

I have received and read the Document Retention Policy.

Signature

Date



Terms of Agreement for Board of Directors

I, the undersigned, fully understand and do hereby agree that to serve on the Board of Directors of the Southern Pine Credit Union, I will conform to and abide by the following:

1. Attend all regular and special meetings of the Board when notified, unless prevented by circumstances beyond my control.
2. Prepare thoroughly for all Board meetings by reading and studying materials sent to me.
3. Attend the Credit Union planning sessions (normally held at least once every twelve months), which may require my participation Friday afternoon, Friday evening, and all day Saturday.
4. Continually seek to learn more about the Credit Union organization and its services and about my individual responsibilities as a board member by fulfilling the educational requirements established by the Board.
5. Complete the assigned Board of Directors modules of the CUNA Professional Development Online program within the first 12 months after elected.
6. Consider the business of the Credit Union and its members to be confidential in nature.
7. Should I ever receive or be offered something of value beyond what is authorized by the Credit Union's Bribery Policy, I shall disclose this fact in writing to the Board of Directors.
8. Anytime I have an actual or potential conflict of interest or I am involved in any Credit Union matter and have a personal or business interest in such matter or should I ever find myself under obligation to any other person, group, or organization that is in conflict with the Credit Union or if I am involved in any other matter which is in conflict with the Credit Union's Conflict of Interest Policy, I shall disclose such actual or potential conflict immediately to the Board of Directors. I will refrain from participating or voting on issues related to the actual or potential conflict.
9. Comply with all provisions of the Credit Union's Fraud Policy in that if I become aware of any fraudulent or dishonest action on the part of any other employee, director, or volunteer, I must report that fraud or dishonesty immediately to the President of the Credit Union and to the Chairman of the Board of Directors.
10. To the best of my ability, fulfill the duties and responsibilities of a director and participate in determination of policy and other matters coming before the Board, give full attention to problems of the Credit Union, and vote on all issues submitted or proposed for Board action.
11. Give all assistance possible to my fellow Board members, appointed officers, and employees of the Credit Union in the discharge of the duties of their offices.

Signature

Date



SOUTHERN PINE

CREDIT UNION

Applicants must submit the completed and executed packet one of the following three ways:

1.) Scan and email the packet to info@southernpinecu.org

2.) Drop off in-person at our Financial Center:

Address: 5495 Clyattville Lake Park Road, Valdosta, GA 31601

Days/Hours: Monday – Friday / 8:00 am – 4:00 pm

3.) Print and mail the packet to:

Southern Pine Credit Union

Attn: Nominating Committee

PO Box 1029

Lake Park, GA 31636

