



VERMONT BANKERS ASSOCIATION, INC.

Trustees & Directors Forum

November 4 & 5, 2020

Virtually via Zoom

The 2020 Annual Trustees and Directors Forum will be held virtually via Zoom over 2 half-days, November 4 & 5, 2020 beginning at 8:25 a.m. and the program will adjourn at approximately 12:00 p.m. each day.

This year's program will touch on a variety of topics of great importance to bank board members, including:

Wednesday, November 4, 2020 – Trustees & Directors Forum Agenda

8:25 – 8:30 a.m.

Welcome and Introductions

8:30 – 9:30 a.m.

The Evolving Director Role: Changing Shareholder Expectations, Red Flags, ERM & Governance



Jeff Cardone, Partner, Luse Gorman

Much has been written, and even more has been said, of the bank director role while never fully addressing how one goes about doing the job. This presentation addresses the role of the modern community bank director while diving into the tangible “how-to” aspects. This presentation covers true strategic planning in the face of activist minority shareholders (even in nonpublic community banks); present supervisory concerns (including current thinking on ERM, cybersecurity and third-party risk); and how to prioritize, evaluate and delegate the responsibilities placed on directors. Lastly, the presentation addresses hot-button governance issues.

9:30 – 9:45 a.m.

Networking Break

9:45 – 10:45 a.m.

The Board's Role in Navigating the New Credit Cycle, COVID-19 Loans & Emerging Credit Risk



David Ruffin, Principal, Intellicredit, a division of QwickRate

A black swan named COVID-19 has ushered in a swift and dramatic end to the prolonged and recently benign credit cycle. Despite economic stimuli and regulatory relief, we can expect the credit degradation prompted by this crisis to be problematic and extensive. Now is the time to adopt aggressive new approaches to discover and monitor portfolio credit quality – both in aggregate and transactional - including loans affected by COVID-19. This session will explore the roles of the board and management in the process and discuss regulatory expectations moving forward.

10:45 – 11:00 a.m.

Networking Break

11:00 a.m. – 12:00 p.m.

Diversity, Equity, and Inclusion



Naomi Mercer, Senior Vice President, Diversity, Equity, & Inclusion, American Bankers Association

Hear from ABA's subject matter expert and get practical suggestions for discussions and/or implementation that can be brought back to your institution.

12:00 p.m.

Adjourn

8:25 – 8:30 a.m.

Welcome and Introductions

8:30 – 9:30 a.m.



Succession Planning: Addressing Management, Board, and Shareholder Succession

Peter Weinstock & Anthony Eppert, Partners, Hunton Andrews Kurth

Most community banks provide for a business plan that touches on SWOT analysis (strengths, weaknesses, opportunities and threats) and then discusses a couple of initiatives for the new year. Those business plans miss key issues for keeping a bank independent. This presentation will delve into strategies for management and board succession, as well as ownership options in order for a bank to have the flexibility to decide to remain independent.

9:30 – 9:45 a.m.

Networking Break

9:45 – 10:45 a.m.



Branch Profitability – How to move your bank forward in a time of uncertainty

Jim Caliendo, President/CEO, PWCampbell

Profitability is at the heart of any financial institution’s long- and short-term strategy. Branch offices have forever been considered an expense, not an investment. With new COVID-19 implications, growing adoption of digital and greater customer expectations, it is imperative for financial institutions to understand how transforming their branch network can positively affect the bottom line. This session will change how you look at your branch network by introducing a holistic approach to improving retail branch profitability and increasing performance.

10:45 – 11:00 a.m.

Networking Break

11:00 a.m. – 12:00 p.m.



Post Pandemic Developments in Safety and Soundness Examinations

Peter Weinstock & Anthony Eppert, Partners, Hunton Andrews Kurth

The regulators know that eventually the economy will slip into a recession. For two years now, they have been internally considering what to do and how to prepare the industry. Recent examinations have focused on enhancing existing stress testing, on balance sheet and other liquidity matters, changes to contingent funding plans, credit administration, and capital planning and risk identification and management. These newer topics go with the old standbys of concentration risk, third-party asset originations and credit administration. The Federal Reserve and the FDIC have been training examiners to address the issues that plagued the Southeast and the “sand” states. This presentation will discuss what is happening behind the curtains at the regulatory agencies, what are their newer areas of concern and how to preempt them. The presentation will also revisit the lessons learned from the last downturn.

12:00 p.m.

Adjourn



REGISTRATION FORM

COMPANY: _____

CONTACT: _____

MAILING ADDRESS: _____

TELEPHONE: _____ **FAX:** _____

EMAIL: _____

REGISTRATION - Email address needed in order to forward program materials.

Please use another sheet should more room be needed for registration.

FEE: \$150.00*
per person

FULL NAME (please include nickname for name tag):	EMAIL ADDRESS	FEE: \$150.00* per person
1. _____	_____	_____
2. _____	_____	_____
3. _____	_____	_____
4. _____	_____	_____
5. _____	_____	_____

TOTAL ENCLOSED: \$ _____

Please return this completed registration form no later than Monday, October 28, 2020 with checks payable to:

Vermont Bankers Association, Inc.
 PO Box 587
 Montpelier, VT 05601-0587

To be invoiced, email registration to vtbanker@sover.net or fax 802-223-5078.

VBA Cancellation Policy: Registrations may be canceled by close of business on Wednesday, October 28, 2020 by notifying the VBA office at 802.229.0341. Refunds are subject to a \$50.00 per person service charge. Any cancellations received after October 28 are not refundable, but are transferable to another individual from your bank who wishes to attend this program. All registrations received by fax or email are subject to this policy.