



## NOTICE TO NACUSO PRIMARY MEMBERS OF 2019 BOARD OF DIRECTORS NOMINATION AND ELECTION PROCESS

The 2019 Election of Directors timetable is set forth below. The NACUSO Board of Directors consists of the following persons:

Name	Organization	Term Expires
Phil DuPree	CU Direct	2019
Michael Atkins	Open Technology Solutions	2019
Jay Johnson	Callahan CU Financial Services	2019
Mike Hales	CU Revest, LLC	2019
Ray Crouse	Parsons Federal Credit Union	2019
Bill Beardsley	Michigan Business Connection, LC	2020
Doug Petersen	Workers Credit Union	2020
Nick Evens	The Veridian Group	2020
Stephanie Sherrodd	TDECU	2020
Becky Reed	Lone Star CU/PureIT CUSO	2021
Dean Young	PSCU	2021
Mark Zook	Maps Credit Union	2021
Matt Kardell	CO-OP Financial Services	2021

In 2019, there are five (5) seats that are up for election. Each seat has a three (3) year term. All persons who are representatives of Primary Members in good standing as of the Record date are eligible to run for the Board.

1. The Board set the Record Date as **January 25, 2019**. All Primary Members in good standing as of that date are qualified to vote. To be in good standing all dues must be current.
2. The Nominating Committee will solicit candidate applications beginning immediately and ending **February 20, 2019**.
3. The Nominating Committee shall report its list of qualified candidates no later than **March 8, 2019**.
4. Voting will commence on **March 15, 2019** by email ballot and conclude **April 2, 2019**. NACUSO General Counsel Guy Messick shall serve as the Teller of the Election. Only those ballots properly executed and received by the Teller on or before the 5:00 PM Pacific Standard Time **April 2, 2019**, will be counted.
5. The results will be announced at the NACUSO Members Annual Meeting on **April 15, 2019 at the Manchester Grand Hyatt in San Diego, California**.

For questions regarding the nomination/election process, please contact Guy Messick or Nick Evens  
 Guy Messick, NACUSO General Counsel/Teller of the Election: [gmessick@cusolaw.com](mailto:gmessick@cusolaw.com)  
 Nick Evens, NACUSO Board Member and Nominating Committee Chair: [nickae@veridiancu.org](mailto:nickae@veridiancu.org)

**NACUSO Members: The NACUSO Members Annual Meeting will be held in conjunction with NACUSO's Network Conference on April 15, 2019 at the Manchester Grand Hyatt in San Diego, California.**



## **NACUSO Board Nomination Process**

A person may be nominated through the Nominating Committee or by petition.

The Nominating Committee consists of Nick Evens (Chair), Becky Reed & Bill Beardsley. All persons interested in obtaining the nomination of the Nominating Committee should send a bio, a letter explaining their professional experience and personal attributes that they possess to contribute as a director of NACUSO and their responses to the attached Nomination Questionnaire. The information should be sent to [Shawna@nacuso.org](mailto:Shawna@nacuso.org). All nomination requests must be received on or before February 20, 2019. The Nominating Committee will report qualified candidates on or before March 8, 2019. All applicants will be notified of the decision of the Nominating Committee in early March.

The Board has identified skill sets and experience required by the Board in order to fulfill the mission of NACUSO. The Nominating Committee will be nominating candidates based not only upon their general qualification, but also against the criteria of the skills and experience needed to complement the skills and experience of persons already on the Board. This means that otherwise qualified candidates may not be nominated by the Nominating Committee. For your information, the desired attributes and experience identified by the Board are attached hereto.

The By-Laws also permit a candidate to be nominated by petition. Any Primary Member representative may be nominated upon a petition signed by ten percent (10%) of the Primary Members. You may contact Guy Messick (610-891-9000) for further information on this process if you are interested in pursuing nomination by petition. The nominating petitions must be filed with NACUSO at its offices on or before February 21, 2019. You are not precluded from pursuing nomination by petition contemporaneously with an application for nomination by the Nominating Committee.

NACUSO is committed to providing a Board that is diversified and representative of the Primary Membership. We are grateful to those of our membership that are willing to donate their valuable time and talents to help support NACUSO in accomplishing our mission.

January 10, 2019

Jack M. Antonini  
NACUSO President & CEO



## **NACUSO Board of Directors Nomination Questionnaire 2019**

- 1) Are you willing to commit to a minimum of one week a quarter (travel, meeting attendance, conference calls, meeting preparation, special assignments such as recruiting a new platinum partner, calling members to survey an area of interest, etc.)? If not, do not proceed with this application.
- 2) What is your motivation for wanting to serve on the NACUSO Board?
- 3) How would you describe the role of a NACUSO Board member? How can the NACUSO Board drive more value back to the membership?
- 4) What strengths will you bring to the Board; in what areas can you contribute?
- 5) Critical Thinking and Innovation are two of NACUSO's strategic pillars. Give an example which demonstrates your critical thinking ability and how it resulted in innovation or innovative idea.
- 6) What experience have you had in developing and/or managing multi-credit union owned CUSOs or cooperative ventures and models?
- 7) What knowledge and experience do you have in developing and/or using "best cooperative practices" in operating a credit union or CUSO?
- 8) Some credit union leaders view the cooperative model as essential to the survival of credit unions. However, cooperation and collaboration is far from the dominant theme in the credit union industry. What do you feel are the barriers to cooperation and how can they be overcome?
- 9) Can you think of any organizations or situations that you are affiliated with that might represent a conflict of interest relative to serving on the NACUSO Board? Please explain.

**Reminder: Please send bio, a letter explaining your professional experience and personal attributes that you possess to contribute as a director of NACUSO and responses to this questionnaire to [Shawna@nacuso.org](mailto:Shawna@nacuso.org) on or before February 20, 2019.**



## NACUSO BOARD DESIRED ATTRIBUTES AND EXPERIENCE

The NACUSO Board of Directors identified a list of desired Board attributes and functional knowledge areas relative to carrying out NACUSO’s vision: *To Be the leader of innovation, collaboration and advocacy for CUSOs and the credit union industry.* The Nominating Committee will be recommending candidates based not only upon their general qualification but also against these important attributes.

<b>Attributes for Future Board Members, in order of Priority.</b>	<b>Functional Knowledge and Areas of Specialization for Future Board Members, in order of Priority.</b>
<ol style="list-style-type: none"> <li>1. Individuals who focus on how things can be done, not why they can’t</li> <li>2. Willingness to put the interest of NACUSO above their own or company's self-interest</li> <li>3. Individuals who have demonstrated value creation and innovation</li> <li>4. Greater commitment, sense of responsibility, and accountability to NACUSO</li> <li>5. Functions in a fiduciary role with integrity; being trustworthy on behalf of those the board member represents</li> <li>6. Ability to inspire others</li> <li>7. Experience in running own company</li> <li>8. Have background in higher education &amp; executive development or advocacy work</li> </ol>	<ol style="list-style-type: none"> <li>1. Successful track record in forming and implementing collaborations</li> <li>2. Understanding of business models, organizational alignment, and process integration</li> <li>3. Brings an external focus with knowledge of other industries’ technology, processes, and strategies</li> <li>4. Experience and willingness to help in fundraising</li> <li>5. Background with CU and CUSO collaborations, mergers and/or strategic partnerships</li> <li>6. Specific experience in “re-invention” of companies and implementing new collaborative strategies</li> <li>7. Legal, regulatory, and lobbying background or experience, including fund raising for such efforts</li> </ol>