



**NOTICE TO NACUSO PRIMARY MEMBERS OF 2023 BOARD OF DIRECTORS
NOMINATION AND ELECTION PROCESS**

The 2023 Election of Directors timetable is set forth below. The NACUSO Board of Directors consists of the following persons:

Director	Organization	Current Term Expires
Bill Beardsley	Michigan Business Connection, LC	2023
Nick Evens	Curql Collective, LLC	2023
Mary Beth Spuck	Resource One Credit Union	2023
Brad Crandall	The Servion Group	2024
Matt Kardell	Co-op Solutions	2024
Becky Reed	Lone Star Credit Union	2024
Dean Young	PSCU	2024
Ray Crouse	Parsons Federal Credit Union	2025
Phil DuPree	Origence	2025
Seth Brickman	QCash Financial	2025
Mike Haggerty	CommunityAmerica One CUSO	2025
John Janclaes	Nymbus CUSO	2025

In 2023, there are four (4) 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 23, 2023**. 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 1, 2023**.
3. The Nominating Committee shall report its list of qualified candidates no later than **February 8, 2023**.
4. Voting will commence on **February 20, 2023**, by email ballot and conclude **March 13, 2023**. NACUSO General Counsel Brian Lauer shall serve as the Teller of the Election. Only those ballots properly executed and received by the Teller on or before 5:00 p.m. PDT **March 13, 2023**, will be counted.
5. The results will be announced in the NACUSO Members Annual Meeting Package on **March 17, 2023**.

For questions regarding the nomination/election process, please contact Brian Lauer or Becky Reed
 Brian Lauer, NACUSO General Counsel/Teller of the Election: BLauer@cusolaw.com
 Becky Reed, NACUSO Board Member and Nominating Committee Chair: BReed@lonestarcu.org

Notice to NACUSO Members: The NACUSO Members Annual Meeting Package will be sent to all members on March 17, 2023.



NACUSO Board Nomination Process

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

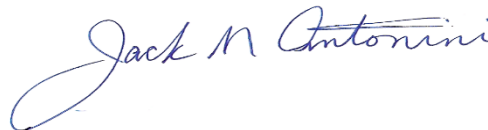
The Nominating Committee consists of Becky Reed, John Janclaes and Matt Kardell. All persons interested in obtaining the nomination of the Nominating Committee should send a bio, a letter explaining their professional experience and personal attributes they possess to contribute as a director of NACUSO and their responses to the Nomination Questionnaire. These items should be sent to Shawna@nacuso.org. All nominations must be received on or before February 1, 2023. The Nominating Committee will report qualified candidates on or before February 8, 2023. All applicants will be notified of the decision of the Nominating Committee by February 10, 2023.

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 Brian Lauer, Teller of the Election, at 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 1, 2023. 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.

December 5, 2022



Jack M. Antonini
NACUSO President & CEO



NACUSO Board of Directors Nomination Questionnaire

Next Steps for Candidate Nominations: Please send your bio, a letter explaining professional experience and personal attributes that you possess to contribute as a director of NACUSO and responses to this questionnaire to Shawna@nacuso.org by February 1, 2023.

- 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 business 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 are 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.
- 10) Please state the Primary Member you are affiliated with and your position with the Primary Member (you must be a senior executive).
- 11) If your Primary Member is a CUSO, do the owners that are credit unions and CUSOs controlled by credit unions have management control?



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 collaborative efforts of the credit union industry.* The Nominating Committee will be recommending candidates based not only upon their general qualification but also against these important attributes.

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