

INTOUCH CREDIT UNION
2020 ANNUAL MEETING MINUTES
May 27, 2020

Directors/Advisory Directors in attendance:

Nancy Pressel	Chairperson	Charleen Barnwell	Advisory Director
Jodie Robinson	Secretary	Jon Hardesty	Advisory Director
Chris Lipper	Treasurer	Michelle Mills	Advisory Director
Lisa Papageorge	Board Director	Leanne Ferdig	Advisory Director
John Shinneman	Board Director	Ryan Bowen	Advisory Director
Terri Bryant-Harrell	Board Director	Michael Gallo	Advisory Director
Theresa Tschirky	Board Director		
Dan Crouse	Board Director		
John Roberts	Board Director		

Staff in attendance:

Kent Lugrand	President/CEO	Tim McCoy	VP Marketing/e-Commerce
Diane Gerstner	EVP/EOO	Bridger Robinson	VP Member Experience
Sammie Cantrell	SVP/CAO	Kristen Schmieg-Jester	VP Retail Operations
Bob McDonald	SVP/COO	Barb Holman	Executive Assistant/ Recording Secretary
Tom Condos	SVP/CIO		
Piper Madison	SVP/CCLO		

CALL TO ORDER

Chairperson Nancy Pressel called the virtual meeting to order May 27, 2020 at 6:00 pm CT. Nancy welcomed both members and Credit Union employees in attendance to the 46th Annual InTouch Credit Union (ITCU) Meeting and 1st Virtual Annual Meeting.

CONFIRMATION OF QUORUM

Nancy asked the Board Secretary if a quorum was present. Jodie Robinson, Board Secretary, reported to the Chairperson that a quorum, 55 attendees, was present making the 46th Annual Meeting an official meeting. Nancy appointed Sammie Cantrell as Parliamentarian for the meeting.

ANNUAL MEETING AGENDA

Nancy reviewed the agenda for the meeting.

REVIEW AND APPROVAL OF THE MINUTES

MOTION: The following motion was made by Ms. Gloria Smith and seconded by Mr. Shawn Whitlock.

“I move that we dispense with the reading of the last year’s minutes and accept them as recorded.”

The motion passed with 91% votes in favor and 0% against.

Motion carried.

CHAIRPERSON’S REPORT

Nancy stated it was an honor to be present and to serve as Chairperson. She introduced the Board of Directors: John Roberts, Jodie Robinson, Chris Lipper, Theresa Tschirky, Dan Crouse, Lisa Papageorge, Terri Bryant-Harrell, and John Shinneman. On behalf of the Board of Directors and staff, Nancy thanked everyone for their continued support and dedication to ITCU. Nancy also recognized and thanked Advisory Directors Charleen Barnwell, Jon Hardesty, Michelle Mills, Leanne Ferdig, Ryan Bowen, and Michael Gallo. Nancy noted the Advisory Directors serve at the pleasure of the board according to bylaw 5.01(f) for one-year appointed terms, possess the same fiduciary responsibilities as board directors, and help the board with oversight and governance by serving on several vital committees. Nancy shared ITCU had a busy and productive 2019. We introduced more convenient and efficient digital service options such as our new online account opening and loan application platforms, a web-based loan payment tool, and we converted to a new core system. The new online membership application makes joining easier than ever. The new electronic loan

application is more streamlined, and the processing time is faster. We instituted an online option that provided members with multiple choices for making their loan payments. A new prize-linked savings account called Save to Win was introduced to our membership in 2018, and in 2019 we opened 272 of these accounts and 123 members won a total of \$7,475 in prizes. We also paid our members \$5.2M in dividends. Nancy thanked everyone for attending and for their continued business.

BYLAW CHANGE DISCLOSURE

Nancy shared that ITCU bylaw, Section 8.01(c) requires that “any change adopted by the board of directors and approved by the Commissioner shall be reported to the membership of the credit union no later than the next succeeding membership meeting following approval of such change by the Commissioner.” Nancy reported there were no bylaw amendments in the past calendar year.

AUDIT COMMITTEE REPORT

Audit Committee Chairperson Theresa Tschirky thanked her fellow members of the Audit Committee: Jodie Robinson, John Shinneman, John Roberts, and Jon Hardesty as well as the ITCU Risk Management team. Theresa shared the Audit Committee places emphasis on safety and soundness, adherence to regulatory requirements, protection of members’ personal information, cybersecurity, and fraud management. Nearman, Maynard & Vallez, a certified public accounting firm, conducted a comprehensive audit, and within the scope of their 2019 annual audit identified no material internal control weaknesses. Additionally, Nearman issued an unmodified opinion and found the Credit Union’s presentation of financial statements conform with generally accepted accounting principles in the United States of America. Similarly, internal auditors Credit Union Resources, Inc., TraceSecurity, Inc., and the ITCU Risk Management team conducted numerous audits and internal reviews in 2019. These reviews consistently found the Credit Union functions in an operationally sound manner. The Audit Committee is pleased to share that leadership continues to follow solid business practices, which resulted in positive audit results.

NOMINATING COMMITTEE REPORT

Dan Crouse, Nominating Committee Chairperson, introduced and thanked the members of the Nominating Committee: Jon Hardesty and Terri Bryant-Harrell. Dan noted the Committee nominated the following three individuals to a position on the Board of Directors for a term of three years: Ms. Theresa Tschirky, Mr. Jodie Robinson, and Ms. Lisa Papageorge. The following individual was nominated to a position on the Board of Directors for a term of two years: Mr. John Shinneman. Because there were no other valid nominees by petition, all directors were elected by acclamation. Dan also announced the Nominating Committee, in alignment with bylaw 5.01(f), recommends Ms. Charleen Barnwell, Mr. Jon Hardesty, Ms. Michelle Mills, Mr. Ryan Bowen, Ms. Leanne Ferdig, and Mr. Michael Gallo to serve as Advisory Directors for the next one-year term. Nancy congratulated all the elected and appointed nominees and noted Annual Meeting Parliamentarian Sammie Cantrell will lead the directors in the “swearing in” ceremony at the next Board meeting. Dan congratulated all directors and turned the meeting over to Nancy. Nancy introduced President and CEO Kent Lugrand.

PRESIDENT’S REPORT

Kent thanked the directors for their commitment to go above and beyond by volunteering their time to serve the membership. He stated it has been an honor to serve as President and CEO for over 15 years. We have seen, experienced, and overcome a lot of “100-year” events over that period of time, and it appears we are in the midst of another one. He stated he is very confident that not only will we come through this pandemic maintaining our financial strength, but he is certain we will once again emerge from it looking different but better than we were before. Our ITM business model, small branch footprint, and digital delivery strategy appears to be one of the safest and most well-received models in the market today. The Credit Union has received more 5-star Google ratings since January 1st than it received in the last two years combined. We are doing our best to combine safe digital delivery with a personal touch and connection that feels real and right.

Kent mentioned we have launched our new online mortgage application tool and approval service. We are on schedule to commence offering both Zelle and our self-serve online branch appointment scheduling system in

mid-June, and we will give all members “in good standing” the free opportunity to skip their ITCU consumer loan or ITCU credit card payment in July. We will always accept member loan payments when made but want to do our part to help if you need short-term assistance with managing your household’s cashflow.

Kent thanked all ITCU personnel for striving to deliver quality financial services to members in a meaningful way. Every ITCU staff member is important, and ITCU’s managers and officers are truly a special collection of exceptional leaders. He thanked Diane Gerstner, Tom Condos, Bob McDonald, Sammie Cantrell, Piper Madison, Tim McCoy, Kristen Schmiege, Bridger Robinson, Karessa Pewtress, Janine Hartman, and Administrative Assistants Ellen Cawthorn and Barb Holman.

PRESENTATION OF SERVICE AWARDS

Kent recognized several employees who attained their five-year anniversaries or a five-year multiple of their five-year anniversary during 2019. The recognized employees, service anniversary milestone and departments are listed below:

5 Years:

James Jaramillo – Training
Miguel Montoya – Operations Support
Tim Fletcher – Lending
Helen Hanson – Lending
Brandon Watson – Lending

10 Years:

Tami Gutierrez – Human Resources
Xavier Perez – IT
Jon Powell – Lending
Rasy Heng – Prosper Branch

15 Years:

Iris Netters – Risk Management
Matt Santee – IT

20 Years:

Violet Roman – Accounting

OLD BUSINESS

There was no old business.

NEW BUSINESS

Nancy opened the floor for questions. There were no questions.

MOTION: The following motion was made by Ms. Gloria Smith and seconded by Mr. Shawn Whitlock.

“I move that we adjourn the meeting.”

The motion passed with 93% votes in favor and 0% against.

Motion carried.

ADJOURNMENT

Nancy adjourned the Annual Meeting at 6:26 pm CT.

Nancy Pressel,
Chairperson

Jodie Robinson
Secretary

Barb Holman,
Executive Assistant/
Recording Secretary