

BankDirector® Strong Board. Strong Bank.

BANK BOARD TRAINING FORUM

Building A High Performance Board

September 25-26, 2017

Atlanta

*The Ritz-Carlton,
Buckhead*

Forum Highlights Include:

- Building a Strong Governance Culture
- Dealing With the Impact of Technology
- Handling Audit & Risk Challenges
- Succeeding in Today's Competitive Landscape
- Meeting Compliance Expectations
- Implementing Effective Compensation Programs

Register by visiting BankDirector.com or calling our events department at (877) 397-7595.

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Within the financial space, the transformational issues confronting CEOs and members of a bank's board continue to escalate in number and complexity. Indeed, the pace of change impacting banks across the United States forces officers and directors to address issues best described as strategic, risky and expensive.

As part of Bank Director's commitment to a "strong board, strong bank" mindset, we developed this year's Bank Board Training Forum to help board members make sense of the most pressing issues facing an institution. For instance:

- How shifting consumer expectations continue to attract new competitors;
- The imperative to develop a risk appetite that scales with one's growth aspirations; and
- Emerging technological trends that banks need to embrace.

These three issues reflect an agenda geared specifically to key leadership at financial institutions and a keen appreciation for the challenges and opportunities immediately facing a bank's board. We encourage you and your colleagues to join us in Atlanta on September 25 & 26 to expand and strengthen your skills while spending time with your peers from across the country.

Warmest Regards,



Al Dominick

CEO | Bank Director

adominick@bankdirector.com

Regardless of whether you have served on a board for years or are just starting out, bank directors today have an extraordinary need for information and education about this increasingly complex industry. The Forum is designed for both inside and outside bank directors, chairmen, CEOs and senior management who regularly interact with the board.

“Each presenter provided very useful and insightful information. An eye-opener for me as a bank director.”

— Past Attendee

“An absolute must for every bank director.”

— Past Attendee

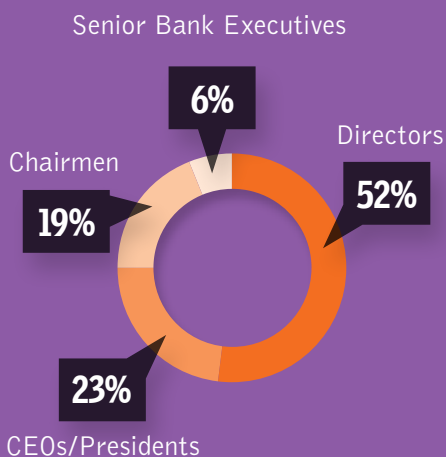




JOIN YOUR PEERS

Over the two-day event, attendees have the opportunity to network with today's industry leaders, advisers and peers from across the country during multiple topic breakout sessions, meals and the networking cocktail reception.

Last Year's Audience Included:



“Peer collaboration was excellent. Great exchange of information.”

— Past Attendee

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WHY SHOULD YOU – AND YOUR BANK – ATTEND IN 2017?

The Bank Board Training Forum provides directors with cutting-edge preparation for the issues and challenges facing them in today's ever competitive, highly regulated and rapidly evolving banking and financial services industry.

Major Topics Addressed

- Compliance Best Practices
- Strategic Planning
- Governance Culture
- Characteristics of the Best Banks
- Industry Regulations
- Committee Issues & Challenges

Created For The Entire Board

Forum topics focus on all of the facets facing directors and their committees, from governance and risk to compensation and audit – each session of this event was built with the entire board in mind!

Peer-to-Peer Learning Opportunities

With a sold-out event the past two years - you won't want to miss this year's Forum! Attendees have the opportunity to meet for peer collaboration and network with industry leaders and expert advisers throughout the event.

Faculty Of Industry Experts

The Forum faculty of industry experts provides participants with the latest information on best practices in areas such as compensation, risk management, corporate governance, regulation and strategic planning.

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FORUM AGENDA

**Agenda subject to change*

DAY ONE | **Monday, September 25**

New this year, the Forum includes a Bank CEO/Chairman Peer Exchange that allows participants leading their institutions the opportunity to meet with peers from across the U.S. to address challenging issues and emerging opportunities. As noted below, CEOs, chairmen and lead directors attend closed-door peer exchanges on Day One of the event while their board teams meet on committee focused issues.

7:00 a.m. - 8:00 a.m.

Breakfast + Registration

8:00 a.m. - 8:50 a.m.

General Sessions Begin

Welcoming Remarks

Al Dominick, Bank Director's CEO, opens the conference by reviewing the agenda and introducing the Bank Board Training Forum's faculty of industry experts.

Industry Overview

For CEOs, Chairmen and Board Members

Steven P. Kent, Managing Director & Vice Chairman, Piper Jaffray & Co. The banking industry remains under tremendous pressure from low interest rates and declining profit margins, while aggressive non-banks continue to press them in the payments and lending sectors. This session will lay out the competitive landscape and propose strategies that will help banks succeed.

8:50 a.m. - 8:55 a.m.

Dismiss CEOs, Chairmen and Lead Directors to Peer Exchanges



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8:55 a.m. - 10:25 a.m.

Exclusive CEO, Chairman and Lead Director Peer Exchanges

During the peer exchange sessions, CEOs, Chairmen and Lead Directors candidly discuss a variety of organic growth, M&A, compensation and talent issues in a private, off-the-record setting. Each peer group has the opportunity to participate in each of the four topic exchanges listed below on Day One of the Forum.

Peer Exchange I: Organic Growth + M&A Issues

Steven P. Kent, Managing Director & Vice Chairman, Piper Jaffray & Co.

Peer Exchange II: Compensation + Talent Issues

Bryan Lemke, Principal, McLagan

Scott Petty, Managing Partner, Financial Services, Chartwell Partners

Peer Exchange III: Legal Issues

Aaron Kaslow, Partner, Kilpatrick Townsend & Stockton LLP

Peer Exchange IV: Audit + Risk Issues

Salvatore Inserra, Partner, Crowe Horwath LLP

8:55 a.m. - 9:35 a.m.

Governance Culture

For Board Members Only

James J. McAlpin Jr., Partner, Bryan Cave LLP

It is no coincidence that banks with a record of strong financial performance also have strong boards that pay close attention to their governance culture. This session will focus on a variety of best practices that help drive their results.

9:35 a.m. - 9:50 a.m.

Refreshment Break

9:50 a.m. - 10:30 a.m.

Compliance

For Board Members Only

Kenneth M. Achenbach, Associate, Bryan Cave LLP

Banking is one of the most heavily regulated industries in the country, and the board is ultimately responsible for making sure that their bank is in full compliance with all applicable laws and regulations. This session will discuss current trends in regulatory compliance and offer a range of compliance best practices.

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10:30 a.m. - 11:10 a.m.

Audit

For Board Members Only

Eve Rogers, Partner, Crowe Horwath LLP

Bank audit committees are responsible for overseeing the external auditor and the external auditing process, while publicly owned banks have the added responsibility of ensuring the integrity of the company's financial statements. This session will provide an overview of some of the challenges facing audit committees today and offer some best practice solutions.

10:35 a.m. - 12:05 p.m.

Exclusive CEO, Chairman and Lead Director Peer Exchanges

In the second round of peer exchange sessions, CEOs, Chairmen and Lead Directors attend one of the topic issues listed below.

Peer Exchange I: Compensation + Talent Issues

Bryan Lemke, Principal, McLagan

Scott Petty, Managing Partner, Financial Services, Chartwell Partners

Peer Exchange II: Legal Issues

Aaron Kaslow, Partner, Kilpatrick Townsend & Stockton LLP

Peer Exchange III: Audit + Risk Issues

Salvatore Inserra, Partner, Crowe Horwath LLP

Peer Exchange IV: Organic Growth + M&A Issues

Steven P. Kent, Managing Director & Vice Chairman, Piper Jaffray & Co.

11:10 a.m. - 11:50 a.m.

Risk

For Board Members Only

Mike Thomas, Partner, Crowe Horwath LLP

Enterprise risk management, chief risk officers and board level risk committees have increasingly become the structures that banks use to control risk. This session will review all three of these structures and offer practical advice on their implementation.

11:50 a.m. - 1:00 p.m.

Networking Lunch for CEOs, Chairmen, Lead Directors and Board Members

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12:50 p.m. - 1:30 p.m.

Compensation

For Board Members Only

Bryan Lemke, Principal, McLagan

Bank compensation committees have the challenge of designing incentive pay programs that provide meaningful financial motivation for senior executives to excel while also meeting a number of regulatory restrictions. This session will offer suggestions on how to thread the needle between performance and compliance.

1:00 p.m. - 2:30 p.m.

Exclusive CEO, Chairman and Lead Director Peer Exchanges

CEOs, Chairmen and Lead Directors attend the third round of peer sessions led by industry leaders.

Peer Exchange I: Legal Issues

Aaron Kaslow, Partner, Kilpatrick Townsend & Stockton LLP

Peer Exchange II: Audit + Risk Issues

Salvatore Inserra, Partner, Crowe Horwath LLP

Peer Exchange III: Organic Growth + M&A Issues

Steven P. Kent, Managing Director & Vice Chairman, Piper Jaffray & Co.

Peer Exchange IV: Compensation + Talent Issues

Bryan Lemke, Principal, McLagan

Scott Petty, Managing Partner, Financial Services, Chartwell Partners

1:30 p.m. - 2:10 p.m.

D&O Liability

For Board Members Only

Dennis Gustafson, Principal and Financial Institutions Practice Leader, Armfield, Harrison & Thomas, Inc.

This interactive discussion reviews the different D&O liability coverages available to members of the board and helps to determine which is the appropriate structure for your financial institution.

2:10 p.m. - 2:30 p.m.

Refreshment Break

*“The quality of the presentations was excellent!
I will be taking great information back
to my board and believe I am better equipped
to bring more value to our organization.”*

—Past Attendee

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2:30 p.m. - 4:00 p.m.

Peer Collaboration

For Board Members Only

Directors in attendance will have the opportunity to candidly discuss a variety of topics in a private, off-the-record setting.

2:40 p.m. - 4:10 p.m.

Exclusive CEO, Chairman and Lead Director Peer Exchanges

The final round of peer exchange sessions occurs to cover the remaining topics with CEOs, Chairmen and Lead Directors.

Peer Exchange I: Audit + Risk Issues

Salvatore Inserra, Partner, Crowe Horwath LLP

Peer Exchange II: Organic Growth + M&A Issues

Steven P. Kent, Managing Director & Vice Chairman, Piper Jaffray & Co.

Peer Exchange III: Compensation + Talent Issues

Bryan Lemke, Principal, McLagan

Scott Petty, Managing Partner, Financial Services, Chartwell Partners

Peer Exchange IV: Legal Issues

Aaron Kaslow, Partner, Kilpatrick Townsend & Stockton LLP

4:20 p.m. - 5:10 p.m.

CEO Panel

For CEOs, Chairmen and Board Members

Joseph W. Evans, Chairman & CEO, State Bank and Trust Company

Thomas O'Brien, President & CEO, Sun National Bank

Mary Ann Scully, Chairman, President & CEO, Howard Bank and Howard Bancorp

Moderated by: Scott Petty, Managing Partner, Financial Services, Chartwell Partners

In the world of corporate governance, few things are more important than the relationship between the CEO and his or her board, which can have great impact on the quality of governance and even the company's financial performance. This session will focus on how boards can best support their CEOs while also holding them accountable to the bank's owners and shareholders.

5:10 p.m. - 5:15 p.m.

Closing Remarks

Jack Milligan, Editor-in-Chief, Bank Director

5:15 p.m. - 6:15 p.m.

Networking Peer + Guest Cocktail Reception

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DAY TWO | Tuesday, September 26

On Day Two of the Forum, CEOs, Chairmen and Board Members come together to discover innovative ways to overcome challenges within the banking industry and identify tactics for success. Concluding the day, an experienced panel of independent Directors share their thoughts on overcoming the pressures and challenges ever-present in today's financial institutions.

7:00 a.m. - 8:00 a.m.

Breakfast

8:00 a.m. - 8:05 a.m.

Welcome Back

Al Dominick, CEO, Bank Director

Bank Director's CEO welcomes attendees back for Day Two of the Bank Board Training Forum.

8:05 a.m. - 8:45 a.m.

Characteristics of the Best Banks

For CEOs, Chairmen and Board Members

Jack Milligan, Editor-in-Chief, Bank Director

Why do some banks always seem to outperform their peers and competitors year after year? This session will look at some of the industry's leading banks and identify the distinct differences and characteristics that account for their performance advantage.

8:45 a.m. - 9:25 a.m.

New Ideas in Technology

For CEOs, Chairmen and Board Members

Al Dominick, CEO, Bank Director

In terms of growth and efficiency, the digital distribution of financial goods and services is a big issue for the industry. This session highlights how and where white label offerings allow financial institutions to present a cutting-edge look and feel to its customers under the bank's brand.

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9:25 a.m. - 10:05 a.m.

Small Business Lending

For CEOs, Chairmen and Board Members

Chris Rentner, Founder & CEO, Akouba

Small business is the life's blood of many community banks, and yet this sector has seen strong competition from a number of fintech companies that are aggressively targeting small business borrowers with quick underwriting decisions. This session will offer suggestions on how banks can counter this threat by playing to their strengths while also modernizing their approach.

10:05 a.m. - 10:25 a.m.

Refreshment Break

10:25 a.m. - 11:05 a.m.

Cybersecurity

For CEOs, Chairmen and Board Members

Cybersecurity is the number one risk facing banks today, and in this session, attendees will learn how to prepare, defend and respond to this risk.

11:05 a.m. - 11:55 a.m.

Director's Panel

For CEOs, Chairmen and Board Members

David L. Porteous, Lead Director, Huntington Bancshares Incorporated

Sally A. Steele, Chairman, Community Bank System, Inc.

Stephen M. Waters, Chairman, Boston Private Financial Holdings

Moderated by: Jack Milligan, Editor-in-Chief, Bank Director

The pressure on bank directors to perform has never been greater thanks to the challenging economic and regulatory pressures that all banks are facing today. This session will feature an experienced panel of independent board members who will share their thoughts on meeting that challenge.

11:55 a.m. - 12:00 p.m.

Concluding Remarks

Jack Milligan, Editor-in-Chief, Bank Director

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VENUE

The Ritz-Carlton, Buckhead

3434 Peachtree Road, NE

Atlanta, GA 30326

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Surround yourself with an exceptional combination of Southern hospitality and smart sophistication at The Ritz-Carlton, Buckhead, one of the most ideally located Atlanta five-star luxury hotels offering effortless access to the Buckhead neighborhood. Experience traditions both timeless and new that leave indelible memories.

DISCOUNTED HOTEL RATE

There is a discounted hotel room rate available for conference attendees at the The Ritz-Carlton, Buckhead until September 1, 2017. To reserve a room, please contact the hotel directly at (800) 826-0708 and mention "Bank Director" to receive the discounted rate of \$209/night for a deluxe room. Rooms are limited, so book early!

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RATES & REGISTRATION

Phone: (877) 397-7595

Fax: (615) 777-8449

Website: BankDirector.com

E-mail: events@bankdirector.com

Mail: Bank Director, 201 Summit View Drive, Suite 250, Brentwood, TN 37027

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COMPANY	TITLE	
BANK REPRESENTING	PUBLIC/PRIVATE	BOARD TITLE
NUMBER OF YEARS SERVING ON THE BOARD	EMAIL ADDRESS	
ADDRESS	PHONE	
CITY	STATE	ZIP

☐ **YES, Register Me for the 2017 Bank Board Training Forum!**

Standard Individual Rate: \$1,995

☐ **YES, Register Me and a Fellow Director for the 2017 Bank Board Training Forum!**

Standard Pair Rate \$1,795 (Per person for two attendees from the same financial institution.)

☐ **YES, Register My Group for the 2017 Bank Board Training Forum!**

Standard Group Rate \$1,595 (Per person for groups of three or more from the same financial institution. Please submit a separate form for each group member.)

☐ **I am unable to attend the Bank Board Training Forum,** but would like access to the Online Training Series. Please email or call me with additional information. I may be reached at:

CONTACT NAME	EMAIL ADDRESS AND/OR PHONE NUMBER
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BILLING ADDRESS IF DIFFERENT FROM ABOVE

Forum Cancellation Policy:

Forum cancellations after August 14, 2017 will be subject to a \$200 processing fee. We regret that no refunds will be given after September 4, 2017; however, substitute participants are welcomed. DirectorCorps, Inc. assumes no liability for any nonrefundable travel, hotel or related expenses incurred by registrants.



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