BankDirector®
Strong Board. Strong Bank.

BANK BOARD FORUM

Building A High Performance Board

September 20-23, 2026
Austin, TX | JW Marriott Austin

BANK BOARD FORUM

Building A High Performance Board

Within the financial space, the transformational issues confronting CEOs and members of bank boards continue to escalate in number and complexity — issues best described as strategic, risky and expensive. In response, Bank Director's Bank Board Forum agenda was designed with those challenges in mind.

This year's expanded program incorporates session topics from our annual Bank Audit & Risk and Bank Compensation & Talent Conferences. This expanded two-and-a-half-day program provides participants with foundational knowledge and the latest best practices in all the crucial areas that directors must understand to best perform their duties for their bank, their board and the committees in which they serve. Areas of focus include cybersecurity, compensation strategies and succession planning, practical use cases for AI and digital currencies, regulatory considerations and strategic growth considerations for the coming year and beyond.

We hope that after reviewing the agenda that follows, you and your board join us in Texas this September 20-23, to expand and strengthen your skills while spending time with your peers from across the country.

If you have any questions about this year's agenda, please feel free to reach out to us directly or visit our website at BankDirector.com.

We look forward to seeing you in Austin!

Michelle King
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Laura Schield
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Bank Director
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Register by visiting BankDirector.com or calling our events department at 877-397-7595.

STRONG BOARD. STRONG BANK.

RECEIVE CONTINUING PROFESSIONAL EDUCATION

NATIONAL REGISTRY OF CPE SPONSORS

Continuing Professional Education credits are available at the Bank Board Forum. Attendees may receive up to a maximum of 12 credit hours at this event (total credits awarded are based on specific sessions attended).

CERTIFICATE OF ATTENDANCE

Active participation in our Director Certification Program demonstrates your board's commitment to exceeding governance standards. Upon completion of the event, those enrolled in the program receive their official Bank Director Certificate, showcasing their dedication to continuous board education.

BOARD RETREATS & STRATEGIC PLANNING

If you would like to schedule your next board retreat and/or strategic planning meeting around the Bank Board Forum, please let the Bank Director team assist you! For more information, contact our Bank Services Department at 615-777-8465, so we may discuss your specific needs.

BANK COMPENSATION PEER EXCHANGES

PRE-FORUM EVENT

Sunday, September 20

Before the Forum begins, attendees have the opportunity to participate in specialized peer exchanges. The Bank Compensation Peer Exchange is for small groups of compensation committee members and human resources officers to meet in closed-door, off-the-record peer groups for candid discussions about various issues and challenges facing officers and directors. Groups are determined by title, type of institution (private or public) and bank asset size.

"Great conversation, good pairing of group members, excellent moderators!"

— PAST COMPENSATION PEER EXCHANGE ATTENDEE

BANK COMPENSATION PEER EXCHANGES AGENDA

**Agenda subject to change*

10:00 AM - 10:30 AM **Registration & Breakfast**

10:30 AM - 10:40 AM **Welcome**

Laura Schield, President & COO, Bank Director

10:40 AM - 11:40 AM **Concurrent Bank Compensation Peer Exchange Sessions Begin**

Compensation Committee Chairs and Members may discuss topics such as:

- How often does the board review the CEO's performance? Do other members of senior management receive performance reviews? What is the process for these reviews?
- Concerning gender pay equality, is your bank analyzing both general and executive-level positions? What are the factors that you are considering that could explain the pay differential (i.e., geography, performance appraisals, etc.)?

11:40 AM - 11:50 AM **Refreshment Break**

11:50 AM - 12:30 PM **Concurrent Bank Compensation Peer Exchange Sessions Continue**

Compensation Committee Chairs and Members may discuss topics such as:

- What is the trajectory for young talent in your organization? Is your board helping to set expectations to develop young people with management potential? If so, how is the board doing it?
- How is your board addressing talent management and succession planning matters?

12:30 PM - 1:30 PM **Networking Lunch**

1:30 PM - 2:45 PM **Concurrent Bank Compensation Peer Exchange Sessions Continue**

Compensation Committee Chairs and Members may discuss topics such as:

- Does your compensation committee work with the board's audit/risk committee to decide on compensation risk, and how does that process work?
- Does your bank have anti-hedging or pledging policies? Do you have clawback policies? What are the provisions in these policies?

2:45 PM - 3:00 PM **Refreshment Break**

3:00 PM - 4:15 PM **Concurrent Bank Compensation Peer Exchange Sessions Continue**

Compensation Committee Chairs and Members may discuss topics such as:

- Do you have an emergency succession plan in place in the event of a sudden departure of your CEO or other key role on the senior team?
- What new regulations does your committee find to be the most troublesome in the area of compensation?

4:15 PM - 5:15 PM **Bank Board Forum Welcoming Reception & Registration**

Sponsored by: **Wealth Access Inc.**

Join us for a reception to kick off the Forum and network with industry peers and thought leaders.

BANK AUDIT PEER EXCHANGE

PRE-FORUM EVENT

Sunday, September 20

Small groups of experienced audit committee members, as well as senior bank executives — along with outside advisors — meet in closed-door, off-the-record peer groups for candid discussions about various issues and challenges facing officers and directors.

"The Peer Exchange validates many of my own experiences and always raises new issues to share with my bank."

— PAST AUDIT PEER EXCHANGE ATTENDEE

BANK AUDIT PEER EXCHANGE AGENDA

**Agenda subject to change*

10:00 AM – 10:30 AM **Registration & Breakfast**

10:30 AM – 10:40 AM **Welcome**

Laura Schield, President & COO, Bank Director

10:40 AM – 11:40 AM **Concurrent Bank Audit Peer Exchange Sessions**

The Audit Peer Exchange focuses on audit committee functions, IT risks, regulation, committee effectiveness and communication. To open the Audit Peer Exchange sessions, we explore issues such as:

- What is the appropriate skill set for an audit committee member?
- How do you identify the subject matter that should be at the top of your committee agenda?

11:40 AM – 11:50 AM **Refreshment Break**

11:50 AM – 12:30 PM **Concurrent Bank Audit Peer Exchange Sessions**

Following a short refreshment break, we reconvene in peer exchange sessions, building on earlier conversations by addressing topics such as:

- What are the recommended best practices for audit committees?
- What input are you getting from stakeholders regarding your bank's approach to ESG (environmental, social and governance issues)?

12:30 PM – 1:30 PM **Networking Lunch**

We set aside an hour for all peer exchange participants to eat, check emails and return phone calls before resuming the afternoon sessions.

1:30 PM – 2:45 PM **Concurrent Bank Audit Peer Exchange Sessions**

For an hour and fifteen minutes, we expand our conversations to include questions like this for our Audit Peer Exchanges:

- What are the top three regulatory compliance challenges facing your bank?
- Where is the overlap between your bank's risk and audit committees?

2:45 PM – 3:00 PM **Refreshment Break**

3:00 PM – 4:15 PM **Concurrent Bank Audit Peer Exchange Sessions**

Sample Audit Peer Exchange questions include:

- Where does loan review sit in the organization, and what are its reporting lines?
- What staffing and resources do you have devoted to regulatory compliance?

4:15 PM – 5:15 PM **Bank Board Forum Welcoming Reception & Registration**

Sponsored by: **Wealth Access Inc.**

Join us for a reception to kick off the Forum and network with industry peers and thought leaders.

BANK RISK PEER EXCHANGE

PRE-FORUM EVENT

Sunday, September 20

Small groups of experienced risk committee members, as well as senior bank executives — along with outside advisors — meet in closed-door, off-the-record peer groups for candid discussions about various issues and challenges facing officers and directors.

"The honest exchange of information was invaluable!"

— PAST RISK PEER EXCHANGE ATTENDEE

BANK RISK PEER EXCHANGE AGENDA

**Agenda subject to change*

10:00 AM – 10:30 AM **Registration & Breakfast**

10:30 AM – 10:40 AM **Welcome**
Laura Schield, President & COO, Bank Director

10:40 AM – 11:40 AM **Concurrent Bank Risk Peer Exchange Sessions**

The Risk Peer Exchange focuses on risk governance, regulation, committee effectiveness, compliance and culture. To open the Risk Peer Exchange sessions, we explore issues such as:

- What are the top three risks your bank is most concerned about?
- Who is responsible for risk mitigation within your bank?

11:40 AM – 11:50 AM **Refreshment Break**

11:50 AM – 12:30 PM **Concurrent Bank Risk Peer Exchange Sessions**

Following a short refreshment break, we reconvene in peer exchange sessions, building on earlier conversations by addressing topics such as:

- How frequently does your board review cyber risk and cybersecurity? How are you staying on top of this issue and its impact on your bank?
- What are some best practices regarding separating the audit committee and risk committee lines or areas of responsibility?

12:30 PM – 1:30 PM **Networking Lunch**

We set aside an hour for all peer exchange participants to eat, check emails and return phone calls before resuming the afternoon sessions.

1:30 PM – 2:45 PM **Concurrent Bank Risk Peer Exchange Sessions**

For an hour and fifteen minutes, we expand our conversations to include questions like this for our Risk Peer Exchanges:

- Has your bank hired a Chief Information Security Officer (CISO), and why/why not?
- Has your bank suffered a cyber-intrusion? How did you handle it?

2:45 PM – 3:00 PM **Refreshment Break**

3:00 PM – 4:15 PM **Concurrent Bank Risk Peer Exchange Sessions**

Sample Risk Peer Exchange questions include:

- How can risk be measured so that it is not a barrier to growth?
- How does your bank mitigate vendor risk?

4:15 PM – 5:15 PM **Bank Board Forum Welcoming Reception & Registration**

Sponsored by: **Wealth Access Inc.**

Join us to kick off the Forum and network with industry peers and thought leaders.

CORPORATE GOVERNANCE

Sunday, September 20 - Monday, September 21

Providing an additional learning opportunity, the Corporate Governance Workshop is a must-attend for those new to serving on a bank's board or those seeking directorship at a financial institution. Throughout the workshop, attendees receive a thorough grounding in corporate governance and key industry issues that greatly enhance individual directors' performance.

"This was excellent!"

— PAST CORPORATE GOVERNANCE WORKSHOP ATTENDEE

WORKSHOP: COURSE 1

CORPORATE GOVERNANCE WORKSHOP AGENDA

**Agenda subject to change*

SUNDAY, SEPTEMBER 20 | DAY ONE

8:00 AM - 8:30 AM **Registration & Breakfast**

8:30 AM - 8:40 AM **Welcome**

Jack Milligan, Editor-at-Large, Bank Director

Bank Director's Editor-at-Large, Jack Milligan, sets the tone and leads the sessions for the Bank Director's Corporate Governance Workshop. The curriculum materials are introduced and distributed to ensure an engaging learning environment for the day's sessions.

8:40 AM - 9:30 AM **Role of the Board**

Jim McAlpin, Board Member, Bank Director

Strong and engaged boards are instrumental in their bank's success. During this session we cover the following topics: CEO succession planning, monitoring the bank's financial performance, risk governance (including cybersecurity and the adoption of sound governance practices) and the differing roles of management and the board.

9:30 AM - 10:20 AM **The Attributes of a Healthy Board Culture**

Jack Milligan, Editor-at-Large, Bank Director

This session dives into the attributes that define a strong governance culture which includes independence, transparency, accountability, diversity and alignment around a common set of objectives.

10:20 AM - 10:35 AM **Refreshment Break**

10:35 PM - 11:45 AM **Peer Collaboration I**

During this session, workshop attendees participate in a collaborative discussion with peers to explore the latest trends, challenges and share best practices related to a list of suggested topics provided to each table.

11:45 AM - 12:45 PM **Lunch**

12:45 PM - 1:35 PM **Elevating Board & Director Performance**

Jackie Wall, Vice President, Bank Director

How does the board hold itself and each individual director accountable for the quality of their engagement? During this portion of the agenda, we discuss the importance of board evaluations as well as board composition and director refreshment, skills matrices, setting performance expectations for directors, board and individual director surveys – and how to use the results.

1:35 PM - 2:25 PM **Regulation**

Jack Milligan, Editor-at-Large, Bank Director

Banking is a highly regulated industry, and it's crucial that directors understand the expectation that state and federal banking regulators have for boards of directors. Topics covered during this part of the Workshop agenda include an overview of the dual banking system, some of the most important regulations and a strategy for proactively managing the regulatory relationship.

2:25 PM - 2:40 PM **Refreshment Break**

2:40 PM - 3:50 PM **Peer Collaboration II**

We conclude the day with a session that allows small groups to come together and discuss what they learned, as well as share experiences with each other. A suggested list of topics will be provided to each table.

3:50 PM - 3:55 PM **Wrap Up Day One**

Jack Milligan, Editor-at-Large, Bank Director

4:15 PM - 5:15 PM **Bank Board Forum Welcoming Reception & Registration**

Sponsored by: **Wealth Access Inc.**

Join us to kick off the Forum and network with industry peers and thought leaders.

"Highly recommend for all bank board members."

— PAST CORPORATE GOVERNANCE WORKSHOP ATTENDEE

CORPORATE GOVERNANCE WORKSHOP AGENDA

**Agenda subject to change*

MONDAY, SEPTEMBER 21 | DAY TWO

7:30 AM - 8:00 AM **Breakfast**

8:00 AM - 8:05 AM **Welcome Back**

Jack Milligan, Editor-at-Large, Bank Director

8:05 AM - 9:05 AM **Understanding the Financial Metrics of Banking**

Bill Herrell, Executive Vice President & Managing Director, Bank Director

Banking is the very definition of a numbers-driven business, and it is through the numbers that directors will monitor the performance of their institution. During this session, we will review the key financial metrics relating to capitalization, credit quality, liquidity and profitability that directors need to understand. Examples include the Tier 1 capital ratio, the nonperforming asset ratio, return on equity and the efficiency ratio.

9:05 AM - 9:55 AM **Responsibilities of the Independent Director**

Jack Milligan, Editor-at-Large Bank Director

The qualities that each individual director brings to the process of board governance has a tremendous impact on its effectiveness. These characteristics include personal integrity, the ability to exercise sound judgment, intellectual curiosity, valuable knowledge or skill sets, the ability to work well with others and a commitment to ongoing training and education. This session dives into these characteristics and discusses your role as a bank director.

9:55 AM - 10:10 AM **Refreshment Break**

10:10 AM - 10:40 AM **Principles of Sound Banking**

Jack Milligan, Editor-at-Large, Bank Director

Banking is a highly leveraged business, even at the higher capitalization levels that have been in effect since the financial crisis, and the margin for error is small. We will review some of the principles of sound banking including ample capitalization, a stable deposit base, a strong credit culture and a rigorous risk management program. We will also review some of the most common missteps that have historically led to bank failures.

10:40 AM - 11:40 AM **Peer Collaboration III**

During this session, workshop attendees participate in a collaborative discussion with peers to explore the latest trends, challenges and share best practices related to a list of suggested topics provided to each table.

11:40 AM - 11:50 AM **Concluding Remarks**

Jack Milligan, Editor-at-Large, Bank Director

11:50 AM - 12:50 PM **Bank Board Forum Networking Lunch**

Following the workshop, all attendees are invited to enjoy a networking lunch. Participants who registered to attend the Bank Board Forum join their peers for the afternoon sessions.

*Agenda subject to change

FORUM

DAY ONE

The Bank Board Forum kicks off with a broad view of the industry and what boards and their supporting committees need to know before breaking into function-specific General Sessions and breakouts.

Monday, September 21

7:30 AM - 8:30 AM **Breakfast & Registration**
Sponsored by: **Navanta**

8:30 AM - 8:35 AM **Day One Welcome**
Michelle King, CEO, Bank Director
Laura Schield, President & COO, Bank Director

MAIN STAGE SESSIONS *(For all attendees to attend)*

These sessions cover topics relevant to the entire board and executive team and feature high-level discussions for all participants.

8:35 AM - 9:05 AM **Setting the Stage: Key Governance Imperatives for Today's Bank Director**
Jim McAlpin, Board Member, Bank Director
Emily McCormick, Vice President of Editorial & Research, Bank Director
Greg Neumann, Banking & Fintech Editor, Bank Director
Moderated by: Naomi Snyder, Editor-in-Chief, Bank Director

Before attendees dive into specialized topics, this essential opening session synthesizes the most critical governance challenges and opportunities facing bank boards today. Led by the experts at Bank Director, we cut through the noise to deliver the significant "need-to-knows" that shape discussions in every committee room – audit, risk, compensation, technology and beyond. Walk away with a clear strategic framework to apply throughout the Forum, enabling you to ask more thoughtful questions and drive more meaningful conversations.

9:05 AM - 9:35 AM **The State of Our Industry**
Brian Leibfried, Head of Client Insights, Performance Trust Capital Partners, LLC

Join us as we dissect the evolving banking landscape. We dive into emerging trends, economic forecasts and strategic approaches to navigate uncertainty and capitalize on opportunities.

9:35 AM - 10:05 AM **M&A Revival & Capital Raising**
Michael Corso, Principal & Head of Depositories, Hovde Group, LLC
Michael Reed, Partner, Skadden, Arps, Slate, Meagher & Flom LLP
Moderated by: Jackie Stewart, Executive Editor, Bank Director

Deal activity is surging as banks chase deposits and scale. Whether you're an acquirer or potential seller, understanding the trends shaping today's banking M&A landscape is imperative. This session examines rising valuation multiples, buyer motivations and capital raising strategies.

10:05 AM - 10:30 AM **Refreshment Break**

Attendees are encouraged to network with fellow attendees and enjoy light refreshments and coffee.

10:30 AM - 11:05 AM **General Sessions** *(select one)*

Divided into three specific areas: Audit & Risk, Compensation & Talent and Governance & Strategy, these sessions provide specialized content focused on board roles and responsibilities.

Audit & Risk: Things I Wish I Knew: Lessons Learned From Audit Committee Members

Corey Jensen, Audit Committee Member, Opportunity Bank of Montana
Lisa Young, Audit Committee Member, Sutton Bank
Moderated by: **Dawnella Johnson,** Partner, New York Metro Market Leader, Crowe LLP

This session focuses on the most pressing issues facing Audit & Risk committees today. Attendees gain insights into emerging risks, evolving regulatory expectations and best practices for effective oversight.

Compensation & Talent: The Evolving Role of the Compensation Committee

Shaun Bisman, Partner, Compensation Advisory Partners
Michael Bonner, Partner, Compensation Advisory Partners
Michelle Eldridge, Compensation Committee Chair, Mercantile Bank

The responsibilities of compensation committees are growing as banks navigate regulatory scrutiny, competitive pressures and strategic complexity. This session equips directors to oversee all aspects of pay and talent strategy – including director and executive compensation, incentive programs, benefits and governance practices.

Governance & Strategy: The Board's Role in CEO Succession

Alan Kaplan, Founder & CEO, Kaplan Partners

CEO succession is a bank board's most important responsibility. Hear a case study on best practices from experienced board leadership on navigating the complexities and relationship dynamics of this most critical decision – one which may define the bank's future.

> *"This is a very valuable experience and a "must do" for all bank directors that want to drive change and build a high performance board."*
>
> — **PAST CONFERENCE ATTENDEE**

11:15 AM - 11:50 AM **General Sessions** *(select one)*

Audit & Risk: On the Audit Committee Radar: Preparing for Year-End 2026 and the Road to 2027

Gordon Dobner, Audit Partner & Southwest Financial Services Regional Sector Leader, Forvis Mazars

As 2026 comes to a close, audit committees must navigate an expanding set of accounting, regulatory, and legal considerations. This forward-looking session features accounting and legal perspectives on the issues that deserve audit committee attention now and into 2027. Panelists discuss emerging regulatory focus areas, audit and financial reporting implications, governance and documentation expectations and legal considerations that may impact board oversight. Designed for bank directors, the session helps audit committees sharpen Q4 priorities and anticipate the challenges ahead.

Compensation & Talent: Retention, Retirement and Reality: Building Benefits for a Moving Target

Todd Carpenter, SVP, Business Development, NFP Corp.
Joe Schafer, VP, Business Development, NFP Corp.

Attracting and retaining top talent is a perennial challenge for the banking industry. Compensation is only one pillar of a successful attraction and retention strategy. In this session, boards uncover new strategies – cultivating culture, offering career development options and implementing strong leadership engagement – that complement existing plans.

Governance & Strategy: Bank Strategies in a Stablecoin World

Dan McGonegle, Senior Manager, Crowe LLP
David Portilla, Partner & Co-Head of Financial Institutions Group, Davis Polk & Wardwell LLP
Moderated by: **Greg Neumann,** Banking & Fintech Editor, Bank Director

Explore how banks can navigate the opportunities and risks of stablecoins, from regulatory challenges to technology integration. This session explores the strategic approaches to position your institution for success in the evolving digital asset landscape.

11:50 AM - 12:50 PM **Networking Lunch**

12:50 PM - 1:30 PM **Breakout Sessions** *(select one)*

Participants can choose to attend one of five breakout sessions. These sessions provide attendees the opportunity to dive deeper into focused topics covering a myriad of timely subjects.

Breakout 1: Bank Director 101: Serving on the Audit Committee

This Bank Director 101 session focuses on the basics that all Audit Committee members must know as they participate in board meetings. This session centers on audit, specifically the role of the Audit Committee, internal and external audit responsibilities and adding value as a board member.

Breakout 2: Partnering in Payments and Deposits

James Stevens, Partner, Troutman Pepper Locke LLP

This session covers key considerations for banks partnering with payments and deposit providers, including fintech and digital asset firms, with a focus on market trends, partner selection, due diligence and ongoing monitoring.

Breakout 3: Charting the Future: A Blueprint for Successful Board and Management Succession

Scott Petty, Managing Partner, Chartwell Partners

Succession planning isn't just about filling roles – it's about securing the future. Join us for a strategic, forward-looking conversation on building a sustainable pipeline for your bank's board and C-Suite leadership. In this session, we explore how to proactively prepare for executive transitions, minimize disruption and maintain continuity at the top. Attendees walk away with a practical, actionable blueprint designed to ensure a seamless leadership handoff and long-term organizational resilience.

Breakout 4: Leading With Intent

Eric Jones, President & CEO, Navanta

Explore how purposeful leadership extends beyond individual achievement to elevate the entire team. As AI reshapes roles and decision-making, leaders must cultivate environments built on collaboration, trust, and shared vision, and this starts with the board. Walk away with practical strategies to empower your people, foster a culture of collective growth, and lead with the clarity and intention that drives lasting success.

Breakout 5: Board Governance Considerations When Devising and Approving Executive Pay

Tony Eppert, Partner, Hunton Andrews Kurth LLP

The purpose of this session is to discuss fiduciary duties imposed upon members of the board of directors when designing and setting executive pay. This session specifically discuss practices and procedures that can be deployed to help protect the decisions of board members, along with different market practices that are commonly used to help board members make informed decisions.

1:40 PM - 2:10 PM **Breakout Sessions** *(select one)*

In this second round of breakout sessions, participants can choose from five breakout sessions.

Breakout 1: Bank Director 101: Serving on the Compensation Committee

Chris Brindisi, Partner, Pay Governance LLC
Bryce Gerboc, Senior Consultant, Pay Governance LLC

This Bank Director 101 session focuses on the basics that directors serving on the Compensation Committee must know. This session centers on compensation and includes effective pay, incentive plans, risk management oversight and CEO evaluations.

Answers to the following questions and topics are discussed during this session:

- What are the regulatory expectations for boards in determining the compensation of the senior management team and the rest of the bank?
- What are the duties of the compensation committee? Who should serve on the committee?
- The importance of CEO evaluations.
- The role of outside compensation advisors.
- How frequently should the compensation committee meet?

Breakout 2: Responsible Optimization: Aligning Strategy and Risk Appetite in a Shifting Regulatory and Technological Environment

Chad Kellar, Managing Director, Crowe LLP

As regulatory expectations, technology, and competitive pressures evolve, bank boards face growing challenges in balancing efficiency, growth and resilience. This session explores how institutions can pursue "responsible optimization" by aligning strategy, operating models and risk appetite to drive sustainable performance improvement. Attendees examine practical approaches to modernization, governance, AI enablement and operational efficiency while maintaining sound risk management, regulatory credibility and stakeholder trust in a rapidly shifting banking environment.

Breakout 3: Managing Loan Portfolio Concentration Risk in Today's Market

Jon Winick, CEO, Clark Street Capital

As economic and regulatory pressures evolve, managing portfolio concentration risk has become increasingly critical for financial institutions. This session explores current market trends, concentration challenges across asset classes and practical strategies banks can use to evaluate, mitigate and actively manage portfolio exposure while maintaining liquidity and balance sheet flexibility.

Breakout 4: Gearing Up for Growth Under Trump 2.0 and Beyond – What Boards Should Be Doing Now

Mark Chorazak, Partner, Co-head Financial Institutions Regulatory Group, Skadden, Arps, Slate, Meagher & Flom LLP

This session examines key regulatory and supervisory trends affecting growth-minded banks, whether pursuing M&A, charter conversions or new banking activities. In particular, the session focuses on practical questions directors should ask of management when evaluating expansionary or innovative business proposals. In addition, the session explores how boards can "future proof" decisions made now from being second-guessed later by examiners should the regulatory climate become more restrictive.

Breakout 5: A New Approach: How Banks Can Take Advantage of the Agencies' New Supervisory Standards

Brendan Clegg, Partner, Luse Gorman, PC

This session covers the federal banking agencies' recently-proposed supervisory standards and the downstream impacts these changed standards will have on future investigations and enforcement actions. Among other things, this session covers the proposed new thresholds for finding unsafe and unsound practices, issuing MRAs and citing AML/CFT deficiencies, the new framework for lodging appeals of examiner determinations, and the interplay of divergent approaches at the state level. Attendees hear practical advice for how banks can take advantage of these supervisory standards, and some insights into what the future of supervision and enforcement may look like at the federal level.

2:10 PM - 2:30 PM **Refreshment Break**

"All topics are very timely. The presenters are top notch. There were positive conversations around the tables affirming that we are all asking the same questions. This conference is right on point!"

— **PAST FORUM ATTENDEE**

2:30 PM - 3:10 PM **Breakout Sessions** *(select one)*

After the refreshment break, participants can choose to attend one of five breakouts in this next round of sessions. **Additional breakout sessions will be added. For the most up-to-date agenda, visit BankDirector.com.*

Breakout 1: Bank Director 101: Financial Metrics

Cigdem Gencer, Director, Bank of Marin Bancorp
Sally Tonini, Senior Manager, Crowe LLP

This Bank Director 101 session reviews the key financial metrics relating to capitalization, credit quality, liquidity and profitability that directors need to understand.

Answers to the following questions are discussed during this session:

- What is the Tier 1 Capital Ratio, and what minimum threshold should a bank maintain to be considered "well-capitalized" by regulators?
- How is the Nonperforming Asset (NPA) ratio calculated, and what does a rising NPA ratio signal about the health of a bank's loan portfolio?
- What key liquidity metrics should directors monitor to ensure the bank can meet its short-term obligations, and what warning signs indicate a potential liquidity problem?
- How is Return on Equity (ROE) calculated, and how should directors use it to benchmark their bank's performance against peers?
- What does the Efficiency Ratio measure, and why does a lower efficiency ratio generally indicate better bank management performance?

Breakout 2: Beyond the Desktop Transaction: Practical Liquidity Solutions for Bank Shareholders

Kara Kennedy, President, ClearTrust, LLC

Community bank shareholders want liquidity, but the landscape is nuanced and the regulatory stakes are real. Drawing on real-world experience managing bank shareholder bases, this session cuts through the noise with a practical framework for evaluating your options. Attendees leave with a clear understanding of available solutions, compliance considerations and a decision framework for matching the right approach to their institution.

Breakout 3: Checklists Are Dead: Why Bank Boards Must Prove AML Effectiveness in 2026

Jon Glass, Partner, SolomonEdwardsGroup, LLC
Meredith Rousseau, SVP, Banking and Financial Services, SolomonEdwardsGroup, LLC

This session equips bank boards with a clear understanding of the shift from checklist BSA/AML compliance to effectiveness-based governance. We explore FinCEN's proposed AML effectiveness rule, evolving regulatory expectations, and how boards should oversee AML risk assessments, technology, resources and measurable program effectiveness in 2026 and beyond.

3:20 PM - 4:00 PM **Breakout Sessions** *(select one)*

In this final round of breakout sessions for the day, participants can select one of five concurrent sessions. **For the most up-to-date agenda, visit BankDirector.com.*

Breakout 1: Critical Issues Facing Community Banks Today: What Board Members Need to Know

Joe VanFleet, Member & Chair Financial Institutions Practice, Howard & Howard

Community banks face mounting regulatory, technological and competitive pressures. In this session, we outline the critical legal, risk and governance challenges confronting boards today. Attendees gain guidance on oversight, compliance, strategic decision-making and threats to help directors fulfill their fiduciary responsibilities and support long-term institutional resilience.

MAIN STAGE SESSION *(For all attendees to attend)*

4:10 PM - 4:50 PM **Insights From Bank Director's Research**

Robert Maddox, Partner, Bradley Arant Boult Cummings LLP
Sean O'Neal, Partner, Chartwell Partners
Additional Speaker to be Announced
Moderated by: **Emily McCormick,** Vice President of Editorial & Research, Bank Director

Hear from top industry leaders as they discuss the most pressing issues facing banks today. This panel provides practical advice and actionable strategies to help you adapt to the changing dynamics of the banking industry.

4:50 PM - 5:50 PM **Networking Peer & Guest Reception**

Sponsored by: **FHLBank Atlanta**

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

*Agenda subject to change

FORUM

DAY TWO

Day two of the Bank Board Forum builds on Monday's sessions, delving deeper into assessing M&A readiness, risk management, talent strategies and enhancing board leadership. Today's sessions deepen insights and enhance the effectiveness of your entire board and its supporting committees.

Tuesday, September 22

7:30 AM - 8:30 AM **Breakfast & Registration**
Sponsored by: **Arnold & Porter**

MAIN STAGE SESSIONS *(For all attendees to attend)*

These sessions cover topics relevant to the entire board and executive team and feature high-level discussions for all participants.

8:30 AM - 8:35 AM **Day Two Welcome**
Michelle King, CEO, Bank Director
Laura Schield, President & COO, Bank Director

8:35 AM - 9:05 AM **The Regulatory Radar: What's Coming in Bank Supervision**
Shaun Harms, Principal, Forvis Mazars
Meg Tahyar, Partner & Co-Head of Financial Institutions Group, Davis Polk & Wardwell LLP
Moderated by: **Jim McAlpin,** Board Member, Bank Director

This session offers a comprehensive update on current examination trends, emerging compliance requirements and enforcement priorities, along with actionable strategies for staying ahead of regulatory changes while maintaining operational agility.

9:05 AM - 9:35 AM **Beyond the Balance Sheet: Mastering Modern Risk Oversight**
Jerad Comarda, Managing Director, Brean Capital, LLC
Additional Speakers to be Announced
Moderated by: **Bill Herrell,** Executive Vice President & Managing Director, Bank Director

Bank failures have exposed critical gaps in risk oversight. This session addresses how boards can enhance their supervision of interest rate risk, liquidity management and unrealized loss positions. Discover specific questions directors should ask management, along with frameworks for more effective risk governance.

"Very timely discussion for my bank's board as we are engaging in an active effort to become a high performing board."

— **PAST FORUM ATTENDEE**

9:45 AM - 10:20 AM **General Sessions** *(select one)*

Divided into three specific areas: Audit & Risk, Compensation & Talent and Governance & Strategy, these sessions provide specialized content focused on board roles and responsibilities.

Audit & Risk General: Who Owns the Risk? Governance Intelligence for the Modern Board

Dr. Jeffrey Edwards, Founder & CEO, FFERM Technologies Inc.

Regulators increasingly hold directors and senior management personally accountable for enterprise risk, yet most boards rely on fragmented reporting that obscures where exposure truly lives. This session introduces a governance intelligence framework that scores culture, controls and partner risk in real time, giving boards examination-ready visibility and a defensible answer to the question every examiner asks: who owns the risk?

Compensation & Talent: Strategies for Shoring Your Leadership Pipeline

Speaker to be Announced

Investing in your workforce is no longer just a "nice-to-have" – it's a measurable driver of business results. This session explores how boards and senior leaders can evaluate the impact of training, mentoring and career development programs on retention, productivity and long-term performance. Learn practical approaches for linking talent investment to strategic outcomes and ensuring your bank's human capital strategy supports sustainable growth.

Governance & Strategy: Developing a Transformative Strategy in the Era of AI: Opportunities to Comprehensively Redefine How Your Bank Operates

Christopher Bender, President, Northcross Group Corporation

AI's greatest value in banking goes beyond vendor tools and efficiency gains – it lies in transforming how banks fundamentally operate. Banks seeing the highest returns are building comprehensive AI strategies that span their entire organization, not just targeted use cases. This session explores practical steps for developing a transformative AI strategy that elevates team performance, drives customer value, and meets risk and compliance requirements.

10:30 AM - 11:05 AM **General Sessions** *(select one)*

Audit & Risk: What the New OCC Regulation Means for Community Banks

Speaker to be Announced

Starting January 1, 2026, the Office of the Comptroller of the Currency will roll out more flexible, risk-based examination frameworks for community banks, tailoring supervision to each institution's individual risk profile. This session breaks down what community bank leaders need to know to remain exam-ready while taking advantage of the increased flexibility.

Compensation & Talent: Assessing Pay for the Board

Matt Brei, President, Blanchard Consulting Group
Jeff Fairchild, SVP, Lead Consultant, Blanchard Consulting Group

The constant challenge in board compensation is creating a package that is both attractive and fair as well as aligned with shareholder interests. In this session, we explore the components of a well balanced and comprehensive board pay and incentive structure that supports the long-term strategy of the bank.

Governance & Strategy: Mergers & Acquisitions: It Is the Preparation That Matters

Peter Weinstock, Partner, Hunton Andrews Kurth LLP
Beth Whitaker, Partner, Hunton Andrews Kurth LLP

For would be buyers as well as sellers, bank boards and management need to prepare. There are numerous steps to succeed at M&A, and this session covers all of them. Moreover, banks are not the only available class of targets to consider. This session discusses branch purchases, wealth management, p&c agency acquisitions and mortgage companies as well as bank mergers. This session addresses the critical steps leading up to the first draft of the letter of intent.

11:15 AM - 11:50 AM **General Sessions** *(select one)*

Audit & Risk: The Case for AI in Risk Mitigation

John Huyette, Principal, Risk Consulting, RSM US LLP
Greg Varnell, Chief Product Officer, Hapax
Moderated by: Sal Inserra, Senior Advisor, Bank Director

AI continues to dominate conversations about banking technology, and with countless use cases, the most effective implementations often fill gaps and weaknesses in bank staff. Using AI to mitigate risk can help spot vulnerabilities sooner and guide better decisions.

Compensation & Talent: Building a New Compensation Playbook

Speaker to be Announced

The responsibilities of compensation committees are growing as banks navigate competitive pressures and strategic complexity. This session equips directors to go beyond compliance to effectively oversee all aspects of pay and talent strategy – including director and executive compensation, incentive programs, benefits and governance practices – while balancing shareholder expectations, risk management and the need to attract and retain top leadership..

Governance & Strategy: Revised Capital Standards and Raising Capital

Christoper DeCresce, Partner, Arnold & Porter

The financial services industry remains volatile, with little reprieve in sight. Navigating these headwinds starts at the top. This session equips directors with practical tools to assess today's pressures and determine the proper strategic response. We explore how boards can recalibrate risk appetite, address liquidity challenges, prioritize innovative technology investments and ensure leadership is prepared to act decisively in moments of rapid change.

11:50 AM - 12:50 PM **Networking Lunch**

"Governance is critical topic, and I'm glad we spent as much time as we did discussing."

— PAST FORUM ATTENDEE

MAIN STAGE SESSIONS *(For all attendees to attend)*

12:50 PM - 1:20 PM **AI Governance**

Brandon Lokits, Industry Advocate, nCino
Corey Minard, Senior Manager, Crowe LLP
Seth Winter, Partner, Troutman Pepper Locke LLP
Moderated by: **Greg Neumann,** Banking & Fintech Editor, Bank Director

Artificial intelligence is rapidly transforming banking operations, from loan underwriting to customer service, but it also introduces new risks around bias, regulatory compliance and third-party vendor management. This session uncovers a practical framework for overseeing AI implementation, understanding emerging regulatory guidance and asking the right questions to balance innovation with responsible governance.

1:20 PM - 1:50 PM **Rates, Rules and Global Growth**

Jody Bhagat, President, North America, Engine By Starling Services US LLC
Nikhil Lele, EY Americas Consulting Banking and Capital Markets Leader, EY
Moderated by: **Courtney Theis,** Executive Vice President & Managing Director, Bank Director

Banks considering growth should be aware of the convergence of a stabilizing global economy with the finalized, capital-neutral Basel III framework. A panel of industry experts discusses how to align your bank's strategy with international market shifts, and the rise in stablecoin, while capitalizing on domestic regulatory relief.

2:00 PM - 4:30 PM **M&A Simulation**

Amanda Allexon, Partner, Simpson Thacher & Bartlett LLP
Will Brackett, Managing Director, Performance Trust Capital Partners, LLC
Tim Gaffney, Partner, Simpson Thacher & Bartlett LLP
Sven Mickisch, Managing Partner, Simpson Thacher & Bartlett LLP
Ashish Patel, Managing Director, Performance Trust Capital Partners, LLC
Joe Regan, Managing Director, Performance Trust Capital Partners, LLC
Gary Svec, Managing Director, Performance Trust Capital Partners, LLC

The process of striking a deal for a prized target has never been more competitive than it is today. For buyers, careful discipline is required to ensure that bids are designed to accomplish acquisition growth without damaging the company's value. For sellers, a competitive bid process must be navigated skillfully to secure the best deal for shareholders. In this session, designed for outside board members, participants work through the final rounds of a competitive auction involving a prized seller to see which bank emerges as the successful acquirer. Of course, as in real deals, some wrinkles will appear. *The simulation is exclusive to 40 outside bank directors only, allows two directors per institution, excludes capital markets titles (this session is NOT for investment bankers of any kind) and runs concurrently with the peer collaboration sessions. Registration is required.*

2:00 PM - 3:00 PM **Peer Collaboration Session 1**

During this session, the audience is divided into discussion groups based on title. For the directors in the audience, join a collaborative discussion with your peers to explore the latest trends and challenges in audit, risk and governance. For the CEOs and Chairs of the Board, discussions focus on governance and strategy.

3:00 PM - 3:15 PM **Refreshment Break**

3:15 PM - 4:05 PM **Peer Collaboration Session 2**

During this session, directors in the audience share best practices, discuss emerging risks and develop strategies to enhance a board's oversight. CEOs and Chairs of the Board participate in a collaborative discussion with your peers to explore the latest trends and challenges in risk and technology topics.

MAIN STAGE SESSION *(For all attendees to attend)*

4:15 PM - 4:45 PM **Blueprints for a High-Performing Bank**

Bruce Beach, Chair of the Board, Western Alliance Bank
David Porteous, Lead Director, Huntington Bancshares Incorporated
Moderated by: Jack Miligan, Editor-at-Large, Bank Director

During this popular session, Bank Director sits down with bank leaders to discuss their innovative decision strategies and how they have built the bank they lead today.

4:45 PM - 5:45 PM **Networking Peer & Guest Reception**

"This was such a great learning experience. Really helped to discuss issues with peers — some great take-aways!"

— **PAST FORUM ATTENDEE**

*Agenda subject to change

FORUM

DAY THREE

On the final day of the Forum, we explore key insights and look ahead to the future of banking. Sessions focus on the critical role of succession planning, emphasizing the board's involvement in selecting and mentoring future leaders. We also explore operational excellence, examining how banks can turn operational risks into strategic advantages.

Wednesday, September 23

7:30 AM - 8:30 AM **Breakfast**

MAIN STAGE SESSIONS *(For all attendees to attend)*

These sessions cover topics relevant to the entire board and executive team and feature high-level discussions for all participants.

8:30 AM - 8:35 AM **Day Three Welcome**

Michelle King, CEO, Bank Director
Laura Schield, President & COO, Bank Director

Kick off the final day of the conference with a recap of key insights and a look ahead to the future of banking.

8:35 AM - 9:05 AM **Practical Strategies for Succession Planning**

Scott Petty, Managing Partner, Chartwell Partners
Moderated by: **Laura Alix,** Director of Research, Bank Director

While hiring externally can bring in new skills, the most successful banks cultivate their next leaders from within. This session focuses on proven methods for identifying high-potential employees, implementing effective mentorship programs and administering strategic rotational assignments and special projects that prepare your future executives for the challenges ahead, ensuring they have the right skills and "followership" to lead effectively.

9:15 AM - 9:55 AM **Breakout Sessions** *(select one)*

During this time, participants can choose to attend one of four breakout sessions. *For the most up-to-date agenda, visit BankDirector.com.*

9:55 AM - 10:10 AM **Refreshment Break**

"This was such a great learning experience. Really helped to discuss issues with peers — some great take-aways!"

— **PAST FORUM ATTENDEE**

MAIN STAGE SESSIONS *(For all attendees to attend)*

10:10 AM - 10:40 AM **Point/Counterpoint: AI, Digital and Strategy Debate**

Kirk Coleman, Chief Business Officer, Q2
Chris Miller, Managing Director, Cornerstone Advisors
Additional Speakers to be Announced
Moderated by: Michelle King, CEO, Bank Director

The banking industry stands at a pivotal inflection point where technology decisions made today will determine competitive positioning for the next decade. In this attendee favorite session, industry leaders debate candidly over the most contentious technology topics facing bank CEOs and boards in 2026.

10:40 AM - 11:10 AM **Evolving the Banking Strategy: Creating Change**

Erik Beguin, CEO & Founder, Austin Capital Bank
Andrew Sagliocca, President & CEO, Esquire Bank
Clint Stein, Chair of the Board & CEO, Columbia Bank
Moderated by: Naomi Snyder, Editor-in-Chief, Bank Director

With generational shifts in customer behavior, maturing AI capabilities and unprecedented competitive forces, the traditional banking model is being rewritten. This panel discussion brings together industry experts who share their experiences on how institutions can develop strategies to thrive amid technological changes, regulatory evolution and shifting economic realities.

11:10 AM - 11:15 AM **Closing Remarks**

Michelle King, CEO, Bank Director

"This is an excellent forum especially to introduce new CEOs, chairs or lead directors to fresh ideas and connections. The peer interactions both differentiate this from other conferences and add great value."

— PAST FORUM ATTENDEE

REGISTRATION

**The rate includes all conference activities, materials, meals and beverages provided during the conference hours. The price does not include travel or hotel accommodations.*

Registration Rates:

Standard Individual Rate: $2,795

Standard Group Rate: $2,595 *(For groups of 3 or more from the same financial institution)*

Sunday, September 20 | Pre-Forum Events *(select one)*

Audit Peer Exchanges: $995

Risk Peer Exchanges: $995

Compensation Peer Exchange: $995

Corporate Governance Workshop: $1,395

Guest Rate: $350 The guest rate of $350 covers all evening receptions. Guests are not allowed to attend sessions. A guest is a spouse, significant other or friend who is not in a financial services occupation. A co-worker (even a spouse co-worker) or an associate within the financial services industry is not considered a guest.

Membership Program Conference Rates: If your bank is a participating program member, please contact 877-397-7595 to find out about special conference rates and/or event passes that may be available to you and your board. For questions or to find out more about Bank Director's membership program, please email bankservices@bankdirector.com.

Bank Director Certification Program Members: If you are participating in Bank Director's Certification Program, your registration rate is included in your membership. To register your attendance for the in person Workshop, please contact our Bank Services Department at 615-777-8461 or bankservices@bankdirector.com.

Payments & Cancellation

Due to commitments and expenses, all cancellations after August 10, 2026 will be subject to a $500 processing fee. We regret that no refunds will be given after August 31, 2026; however, substitute participants are welcomed. DirectorCorps, Inc. assumes no liability for any nonrefundable travel, hotel or related expenses incurred by registrants.

To register please contact our events department at 877-397-7595 or events@bankdirector.com.

BANK BOARD FORUM

Building A High Performance Board

VENUE

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110 East 2nd Street,

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Located in the heart of downtown Austin the JW Marriott Austin offers luxury comfort and sophisticated amenities. The urban resort features an on-site spa, outdoor rooftop pool, room service, seven bars, four restaurants, Starbucks® and the largest guest rooms in the city with floor-to-ceiling windows. Home of the new downtown concept, Deans Italian Steakhouse is the perfect mix of classic steakhouse and Italian favorites. Grab a bite at the ever-popular Burger Bar, a food truck concept without the wheels, or lounge on the rooftop at Edge Rooftop plus Bar, with cocktails and picturesque views of the Texas State Capitol and Lady Bird Lake. The hotel is located just steps from the best attractions and entertainment options Austin has to offer. Indulge in an upscale getaway at JW Marriott Austin.

BOOK YOUR HOTEL — DISCOUNTED RATES AVAILABLE!

There is a discounted hotel room rate available for conference attendees at the JW Marriott Austin until August 28, 2026 or until all rooms are reserved. To reserve a room contact the hotel directly at 512-474-4777 and mention "Bank Director" to receive the discounted rate of $369/night for a standard room. **Rooms are limited, so please book early!**

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

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