

BankDirector®

Strong Board. Strong Bank.

The Financial Industry's
**PREMIER BANK M&A+
STRATEGY EVENT**

January 29-31, 2023

Phoenix | JW Marriott Phoenix Desert Ridge



Early Rate Expires September 23, 2022!

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

THE CONFERENCE FOR KEY DECISION MAKERS

Bank Director's Acquire or Be Acquired Conference provides senior leadership teams with numerous opportunities to network with peers that share an interest in exploring financial growth opportunities, strategic initiatives and business partnerships. Entering its 29th year, this annual conference is widely regarded as the industry's premier strategy event for a bank's CEO, board of directors and executive team seeking new growth opportunities.

Diverse Topics + Actionable Takeaways

- ➔ Emerging Opportunities & Trends
- ➔ Positioning Your Bank for Sustainable Growth
- ➔ Developing Strategies for the Future
- ➔ Creating Growth Beyond M&A
- ➔ Exploring New Investment Strategies
- ➔ Finding the Right Partners

Join Influential Decision-Makers

Acquire or Be Acquired provides senior leadership teams with numerous opportunities to network with peers that share an interest in exploring financial growth opportunities, strategic initiatives and business partnerships. Officers and directors from public and private financial institutions, leading fintech professionals, senior partners from law firms, top investment bankers, accounting partners, management consultants and investors comprise the audience in Arizona each and every year!

BUILT FOR YOUR ENTIRE TEAM!



Audience of Your Peers

CEOs/Chairs/Presidents	43%
Directors	25%
CFOs + Other C-Suite	32%

*Titles include: COOs, CROs, CAOs, CMOs, CIOs, CTOs, Chief Credit Officers, Chief Compliance Officers, Chief Lending Officers, Chief Banking Officers, Heads of Strategy and Product Development.

Strategic Planning Meeting

Take time away to meet with your board and executive team to plan your short- and long-term strategies – while attending a conference that focuses on financial growth opportunities. Bank Director can accommodate a few bank boards by providing a comfortable conference room and an optional facilitator. There is limited opportunity to take advantage of this exclusive retreat. To make arrangements and discuss details around your specific needs, please contact our events department directly at (877) 397-7595.



Exploring Your Growth Options

As the banking industry continues to evolve, it is our mission to provide banking leaders with a comprehensive agenda to address the key issues affecting your bank's bottom-line and offer strategic solutions for growth in today's economic conditions. This year's conference sessions address key topics of interest: from maintaining and building franchise value to engaging in new technology partnerships – from making successful acquisitions to identifying threats and opportunities.

Additionally, there are dedicated sessions for executives responsible for digital strategies and technology partnerships vis-a-vis exclusive FinXTech Sessions. From customer experience to technology integration, openbanking to fintech strategies, advances in lending to digital assets, Bank Director brings together many of the industry's standout companies and industry leaders.

The 2023 State of the Industry – The Evolving Dynamics of Banking



Thomas Michaud, President & CEO, Keefe, Bruyette & Woods, A Stifel Company

Community Bank Market Value – How is it Determined, and How is it Changing?



Curtis Carpenter, Senior Managing Director, Hovde Group, LLC

Strategic Opportunities Your Bank Should Consider



Robert Azarow, Partner, Arnold & Porter
Eric Corrigan, Senior Managing Director & Head of the Financial Institutions Group, Commerce Street Capital, LLC
Mandi Simpson, Partner, Crowe LLP

RankingBanking Panel



Thomas Broughton, President & CEO, ServisFirst Bank

David Findlay, President & CEO, Lake City Bank
James Hillebrand, Chair & CEO, Stock Yards Bank & Trust Co.

Moderated by: Kara Baldwin, Partner, Crowe LLP

Keynote



William Demchak, Chair, President & CEO, The PNC Financial Services Group

Growth Strategies – What Should You Consider?



Wendy Cai-Lee, Founder & CEO, Piermont Bank
Krista Snelling, President & CEO, Santa Cruz County Bank

WELCOMING RECEPTIONS+ REGISTRATION

Pre-Conference Events Saturday, January 28

Join in the conversation!

Bank Director's Acquire or Be Acquired Conference has gained a reputation for being the meeting ground for banking's key leaders. Every January, top executives and board members – along with leaders from top professional services firms and technology companies – descend upon the Arizona desert. Before the formal presentations begin on Sunday, we welcome registered participants to enjoy time with their peers.

5:00 PM – 5:30 PM **Celebrating Women In Leadership Reception** Sponsored by: **Piper Sandler & Co.**

With so many top executives and board members traveling to this conference on Saturday, this reception provides female executives an opportunity to meet their contemporaries from across the United States. *Please note: a separate registration is not needed to attend this reception as it is included in the conference registration.*

5:00 PM – 5:30 PM **First-Time Attendee Reception** Sponsored by: **Bank Director**

Concurrent to our Women In Leadership Reception, we welcome first-time attendees to our Acquire or Be Acquired Conference. Meet members of the Bank Director leadership team as well as others who are attending the conference for the first time. *Please note: a separate registration is not needed to attend this reception as it is included in the conference registration.*

5:30 PM – 6:30 PM **Welcoming Reception & Registration** Sponsored by: **Piper Sandler & Co.**

While winter grips much of the country, we've found the early evening in Arizona to be a welcome change for many joining us. Kickoff the conference by catching up with old friends and making new connections.



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Exploring Your Growth Options

CONFERENCE AGENDA

**Agenda subject to change*

EMERGING OPPORTUNITIES & TRENDS

Sunday, January 29

Widely regarded as the financial industry's premier M&A event for a bank's CEO, board of directors and key leadership teams, Bank Director's annual Acquire or Be Acquire Conference continues to be the meeting ground for discussions around mergers, acquisitions and strategic growth initiatives. The first day of AOBA addresses the state of the industry, shifts in technology and growing the bank.

DAY ONE

6:45 AM – 7:45 AM Registration & Breakfast

7:45 AM – 7:50 AM Looking Ahead

Michelle King, President, Bank Director & FinXTech

Laura Schield, Chief Operating Officer, Bank Director & FinXTech

Bank Director welcomes business leaders from across the United States to our 29th annual Acquire or Be Acquired Conference. To open the conference, we share what we are hearing about staying relevant and competitive.

7:50 AM – 8:35 AM The 2023 State of the Industry – The Evolving Dynamics of Banking

Thomas Michaud, President & CEO, Keefe, Bruyette & Woods, A Stifel Company

KBW's CEO, Tom Michaud, sets the stage for the conference as he defines where the industry is today and what forces shape its future in 2023 and beyond.

8:35 AM – 9:15 AM Don't Stop Thinking About Tomorrow

David Sandler, Co-Head & Managing Director, Investment Banking Financial Services Group, Piper Sandler & Co.

Steve Williams, President & Partner, Cornerstone Advisors, Inc.

Additional Speaker To Be Announced

This panel session explores growth options with an eye towards emerging trends and opportunities. While banks were once described as slow and unable to innovate, the last few years have shown the opposite to be the case. As performance expectations continue to shift, we look at macro level trends with an eye on taking advantage of them.

9:15 AM – 9:35 AM Refreshment Break

9:35 AM – 10:15 AM Breakout Sessions *(select one)*

Participants have the opportunity to select from one of seven breakout sessions to attend – focused on exploring all of your many growth options. During these concurrent sessions, we look at all of the ways your bank can grow – be it through technology, mergers & acquisitions, organic growth, via valuation, culture, talent, diversity, the limiting of risks and more. All sessions are strategic in nature and build on this morning's general session presentations. *Additional sessions to be announced. For agenda updates, please visit BankDirector.com.*

Breakout I: What The Board Needs To Know In 2023

Robert Fleetwood, Partner, Barack Ferrazzano Kirschbaum & Nagelberg LLP

Al Laufenberg, Managing Director, Keefe, Bruyette & Woods, A Stifel Company

This breakout session continues the "Need to Know" series that has consistently been a popular highlight at this conference for many years. Gain practical insight on what CEOs and directors need to know in 2023 and beyond.

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Exploring Your Growth Options

Breakout II: 2030 Vision: The Journey to a Networked Future

Britney Pope, AVP of Strategic Solutions, nCino

Today, expectations for financial services are being redefined in real time. In our fast-paced, digitally connected world, financial institutions across the globe are preparing to meet the evolving needs of both customers and bankers, whenever they want and wherever they are. In this session, experts from nCino analyze the past, present and future of fintech and examine how institutions are transitioning from the closed technologies of yesterday to the networked future of tomorrow.

Breakout III: How Banks Should Make the Decision to Buy or Sell

Josh McNulty, Partner, Hunton Andrews Kurth LLP

Beth Whitaker, Partner, Hunton Andrews Kurth LLP

Decisions made even before bankers engage with the other side foretell the likelihood for success. This session discusses various considerations for the boards of both sellers and buyers in order to play the negotiating game in the most effective manner.

10:30 AM – 11:10 AM Making Great Acquisitions

Speaker To Be Announced, Nelson Mullins Riley & Scarborough LLP

John Roddy, Head of Financial Services Investment Banking, Raymond James Financial, Inc.

Matt Veneri, Head of Investment Banking, Janney Montgomery Scott LLC

Moderated by: Jack Milligan, Editor-at-Large, Bank Director

This panel is all about types of bank acquisitions: banks buying non-banks, credit unions buying banks, banks buying specialty lines of business, fintechs buying fintechs, traditional cores buying tech companies, among others. Hear what makes these deals great.

11:10 AM – 11:50 AM Strategic Opportunities Your Bank Should Consider

Robert Azarow, Partner, Arnold & Porter

Eric Corrigan, Senior Managing Director & Head of the Financial Institutions Group, Commerce Street Capital, LLC

Mandi Simpson, Partner, Crowe LLP

Moderated by: Al Dominick, Board Member, Bank Director

As the financial industry continues to evolve, some banks not looking for M&A are uncovering new business lines and other ways to enhance their operations. These may include more traditional avenues like introducing new loan products, portfolio acquisition and reimagining your branches, to more recent trends such as banking-as-a-service, digital assets and BNPL, among others. Hear this panel of experts share opportunities your bank should consider as you develop next year's strategic plan.

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➔ **10:30 AM – 11:05 AM FinXTech Session: Growth Strategies Through Fintech Relationships**

Clayton Mitchell, Principal, Crowe LLP

Abdul Mitha, Partner, Barack Ferrazzano Kirschbaum & Nagelberg LLP

Derik Sutton, Chief Marketing Officer, Autobooks

Moderated by: Michelle King, President, Bank Director & FinXTech

Fintech strategies can provide new avenues for growth for community and regional banks – and that has some banks considering options that fall outside traditional growth. This session focuses on the legal, compliance and strategic considerations of partnering with, investing in and acquiring fintech companies.

➔ **11:15 AM – 11:50 AM FinXTech Session: A Deep Dive on Digital Assets and Cryptocurrency**

Brandon Koeser, Senior Manager, Financial Services Industry Senior Analyst, RSM US LLP

Adam Waite, Managing Director, Technology Investment Banking Group, D.A. Davidson & Co.

Speaker To Be Announced, Nelson Mullins Riley & Scarborough LLP

Moderated by: Kiah Haslett, Managing Editor, Bank Director

This session explains digital assets and what these mean to the banks in the audience – both in terms of opportunities and challenges.

11:50 AM – 1:05 PM Networking Peer & Guest Lunch

12:15 PM – 12:55 PM Lunch & Learn Sessions *(select one)*

Shifting from our previous year's agenda with morning discussion groups, these Lunch & Learn sessions offer participants the chance to learn about a shared topic of interest. Six sessions run concurrently, so attendees may select one to attend.

Lunch & Learn Session I: Navigating the Dynamic Shifts in Bank Board and Executive Leadership

Sean O'Neal, Principal, Chartwell Partners

Scott Petty, Managing Partner, Chartwell Partners

With CEO retirement and talent volatility at an all-time high, is your bank proactively seeking leaders and board members with the abilities required for long-term success? In this session, we discuss the key skill sets needed in the board and C-Suite to thrive and remain independent. Participants receive our proprietary board skills matrix and succession planning model.

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Lunch & Learn Session II: M&A Integration: It's More Than a System Conversion

Mikelle Brady, Partner, Profit Resources Inc.

Mike Holt, Partner, Profit Resources Inc.

Is there a chance that your playbook is missing a key component? Even the most experienced acquirers don't know what they don't know. Once your merger or acquisition receives that stamp of approval, how can you ensure that the two merging banks are fully integrated efficiently and with the fewest hiccups? This session covers tips for managing an integration effort including vendor partner review, setting process, establishing a governance structure and system conversion. We review tactics for completing a thorough gap analysis in all areas of the bank, what areas are worth extra focus and how to build and maintain a positive culture.

Lunch & Learn Session III: Leveraging International Payment & Foreign Exchange (FX) Capabilities to Drive Growth

Tom Loffredio, Head of Business Development, Derivative Path, Inc.

76% of companies that import or export have less than 20 employees. You are banking these small businesses today. When have you last considered how to best serve them? Come learn how one bank took control of their international payment and FX activities, enhanced the customer experience and created significant new sources of revenue.

Lunch & Learn Session IV: Managing Capital and Profitability Through a Recession

Mac Thompson, President & Founder, White Clay

It has been a while since our industry has managed through a recession. During this session, we discuss changes in capital allocation, loan pricing and profitability management during a financial downturn. We also discuss key aspects of what community banks will need to do differently to optimize capital and come out with a stronger position as the economy returns to growth.

Lunch & Learn Session V: Sharing in the Dream: How to Create and Capture Wealth for Executives in an M&A Event

Anthony Eppert, Partner, Hunton Andrews Kurth LLP

Brian Marek, Partner, Hunton Andrews Kurth LLP

There are many alternatives to consider when designing compensatory arrangements (including severance, change-in-control, bonus, and equity awards agreements). To that end, this session covers: how to identify the right key employees; things to consider before a change-in-control transaction is imminent; the shareholders' perspective, including the impact of equity on dilution; the attractiveness to the buyer of certain pay structures; and designing plans that maximize the amounts paid to executives.

Lunch & Learn Session VI: Achieve More Value from your Planning Process by Linking Vision, Strategy and Execution

Ken Levey, Managing Director, Empyrean Solutions, LLC

Bryan Ridgway, Senior Sales Engineer, Empyrean Solutions, LLC

For many financial institutions, the strategic planning and budgeting processes have turned purely into a financial forecasting exercise, projecting growth, earnings and performance indicators based on a set of best guess assumptions. By combining strategic and tactical planning approaches, financial institutions can better align the organization's operational, financial and strategic plans with the overall vision of the organization.

1:05 PM – 1:20 PM Editorial Highlight

Naomi Snyder, Editor-in-Chief, Bank Director

Hear from Bank Director's Editor-in-Chief as she shares the most significant developments and stories we have been writing about.

1:20 PM – 2:00 PM Community Bank Market Value – How is it Determined, and How is it Changing?

Curtis Carpenter, Senior Managing Director, Hovde Group, LLC

What are the primary factors affecting bank value in today's market? How do the recent changes in market conditions impact the way buyers value a target bank? In this session, we discuss the primary drivers of value as we enter 2023 and look to where community banking is heading.

➔ 1:05 PM – 1:40 PM FinXTech Session: A Deep Dive on Open Banking

Peter Glyman, Managing Director, Corporate Strategy, Jack Henry & Associates, Inc.

Daniel Haisley, EVP of Innovation, Apiture

Additional Panelist To Be Announced

Moderated by: **Al Dominick**, Board Member, Bank Director

Open banking connects banks, third-parties and technology providers allowing for a simple and secure exchange of data to provide customers with a more seamless banking experience. During this FinXTech Session, a panel of industry leaders discusses the impact of open APIs for banks today and why a bank should consider open banking as part of their tech and growth strategy.

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2:15 PM – 2:55 PM **Breakout Sessions** *(select one)*

Participants have the opportunity to select from one of six concurrent breakout sessions to attend – focused on exploring all of your many growth options.

Breakout I: Critical Strategies to Retain Talent During M&A

Laura Hay, Lead Consultant, Meridian Compensation Partners, LLC

Susan O'Donnell, Partner, Meridian Compensation Partners, LLC

Proactively planning and executing retention strategies before, during and after M&A is critical to a deal's success. This session provides a check list of the processes, actions and specific compensation strategies each bank needs to have in its "tool kit" to avoid talent disruption during a transaction and ensure successful outcomes.

Breakout II: How to Implement an Effective Data Intelligence Strategy

Daniel Haisley, EVP of Innovation, Apiture

Your financial institution has access to a plethora of data, but are you maximizing its value? In this session, Apiture's EVP of Innovation Daniel Haisley discusses how you can close the expertise and tool gaps that may be holding you back from fully leveraging the data available to you today.

Breakout III: How to Improve Your Efficiency Ratio with Strategic Tech Investments

Dennis Devine, President & CEO, Alliant Credit Union

Frank Sorrentino, Chair & CEO, ConnectOne Bank

Moderated by: Nathaniel Harley, CEO & Co-founder, MANTL

ConnectOne Bank and Alliant Credit Union are two of the most innovative financial institutions in America. They've both embraced technology as a competitive advantage, building strategic partnerships with leading fintechs to drive operational efficiency and achieve explosive growth. Join MANTL in conversation with ConnectOne Bank and Alliant Credit Union as they share insights for making smart tech investments to improve your efficiency ratio, open up new revenue streams and boost your bottom line.

Breakout IV: Accounting & Auditing Issues: What Banks Should Know

Jason Rader, National Industry Leader, Financial Services, FORVIS

This session shares updates on top accounting and auditing matters specific to the banking industry.

Breakout V: 7 Habits of Highly Effective Capital Allocators

Gary Svec, Managing Director, Investment Banking, Performance Trust Capital Partners, LLC

What are the 7 ways to avoid the biggest blunders in banking? Year by year, we've been seeing seemingly small shifts in shareholder dynamics, capital strategies, asset allocation, deposit mix, competition, technology, etc. But when looking back over the last three decades, the cumulative consequences are catastrophic. This session looks closely at 7 characteristics of the most successful management teams as they have navigated these changes and acted upon

opportunities (and avoided the wrong ones) for superior results. We also show how to find strategies to effectively manage and allocate capital given ever-changing market dynamics, volatility and uncertainty.

Breakout VI: The Employee Retention Credit

Howard Makler, Founder & CEO, Innovation Refunds

The ERC is an overlooked payroll tax rebate born out of the CARES Act to help small and mid-sized businesses through the Covid pandemic. These businesses are eligible to receive up to \$26,000 per W2 employee as a payroll tax refund. Rules have changed recently, now allowing businesses who received PPP to also claim and qualify for the ERC. Attend this session to learn more!

2:55 PM – 3:15 PM Refreshment Break

Sponsored by: **Mercer Capital**

3:15 PM – 3:55 PM Breakout Sessions *(select one)*

Conversations continue with the second round of afternoon breakout sessions – participants select one of seven concurrent opportunities. *Additional sessions to be announced. For agenda updates, please visit BankDirector.com.*

Breakout I: Case Study: Building and Scaling a Cannabis Line of Business

Mike Kennedy, Co-founder & Chief Strategy Officer, Green Check Verified

Green Check's Chief Strategy Officer invites the leader of one of the fastest growing, most innovative cannabis banking programs in the U.S. to provide an inside look at how they navigated building and scaling this exciting, niche line of business.

Breakout II: Addressing Deal Certainty in Uncertain Times

Scott Brown, Partner, Luse Gorman, PC

Lawrence Spaccasi, Partner, Luse Gorman, PC

This session focuses on the current regulatory climate with regard to M&A with an emphasis on changing regulatory standards for approval of transactions, hot button issues and potential regulatory threats to the successful and timely completion of a transaction. We also discuss the growing trend of non-traditional buyers (such as credit unions and investor groups) and the unique regulatory and diligence issues they raise.

Breakout III: Evaluating Your Small Business Banking Health

Derik Sutton, Chief Marketing Officer, Autobooks

Small business has become big business and represents an estimated \$400 billion opportunity. Until recently, this market was expensive to reach and serve. But a growing number of institutions have been following the path of disruptors like Square and PayPal – rethinking their strategy to better serve this lucrative segment. Learn about the evolution of the small business market and come away with a plan to prepare your bank for long-term success.

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Exploring Your Growth Options

4:05 PM – 4:45 PM **Competing for Growth in a Rising Rate Environment**

Gary Bronstein, Partner, Kilpatrick Townsend & Stockton LLP

Frank (Rusty) Conner, III, Partner, Covington & Burling LLP

Frank Sorrentino, Managing Director, Stephens Inc.

Moderated by: Jack Milligan, Editor-at-Large, Bank Director

➔ 4:05 PM – 4:40 PM **FinXTech Session: A Deep Dive on Lending**

Speaker To Be Announced, Numerated

Joe Ehrhardt, CEO & Founder, Teslar Software

Benjamin Wallace, CEO, Summit Technology Group

Moderated by: Kiah Haslett, Managing Editor, Bank Director

The economic environment has radically shifted over the last year. Banks have been buffeted by a rapidly rising rate environment and are facing a potential, correlated increase in credit and interest risk in their books. Time is of the essence as they position themselves to respond opportunistically to grow loans, but also play defense to contain and address risks. The era of low loan rates appears to be over – for now. This, along with an uncertain economy, promises to depress growth prospects for the foreseeable future. This panel discusses how banks can strategize in a stressed environment.

4:45 PM – 6:30 PM **Networking Peer & Guest Reception**

Sponsored by: **Innovation Refunds**

“The event was very well organized and presented good information to assist in strategic decision making. It also provided a great environment for networking.”

— PAST CONFERENCE ATTENDEE

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CONFERENCE AGENDA

**Agenda subject to change*

DEVELOPING STRATEGIES FOR THE FUTURE

Monday, January 30

Building on top of Sunday's sessions and conversations, industry leaders take a look at what is needed to successfully grow a bank as well as reveal the keys to a well executed deal. On this day, AOBA attendees explore paths to creating greater shareholder value and focus on how the competitive landscape continues to evolve.

DAY
ONE

ACQUIRE OR BE ACQUIRED

Exploring Your Growth Options

7:00 AM – 8:00 AM **Breakfast**

8:00 AM – 8:10 AM **The Slant**

Emily McCormick, Vice President of Research, Bank Director

Naomi Snyder, Editor-in-Chief, Bank Director

8:10 AM – 8:45 AM **RankingBanking Panel**

Thomas Broughton, President & CEO, ServisFirst Bank

David Findlay, President & CEO, Lake City Bank

James Hillebrand, Chair & CEO, Stock Yards Bank & Trust Co.

Moderated by: Kara Baldwin, Partner, Crowe LLP

Based on the latest iteration of Bank Director's RankingBanking study, hear from three banks that topped our list.

8:45 AM – 9:25 AM **Evolve or Be Acquired**

Scott Anderson, Head of Investment Banking, Keefe, Bruyette & Woods, *A Stifel Company*

Joseph Berry, Co-Head of Investment Banking, Co-Head of Fintech and Head of Depositories
Investment Banking, Keefe, Bruyette & Woods, *A Stifel Company*

In 2022, themes like embed or be embedded found their way into various conversations. But one CEO captured the spirit of the program by suggesting a name change to this conference: Evolve or Be Acquired. While we didn't go so far as to embrace that idea in its entirety, we did incorporate it to the agenda itself. During this session, we review how these four words prove incredibly important for our audience.

9:25 AM – 10:05 AM **Technology Trends to Watch**

David Foss, Board Chair & CEO, Jack Henry & Associates, Inc.

Nathaniel Harley, CEO & Co-founder, MANTL

Jaime Punishill, Chief Market Officer, nCino

Moderated by: Al Dominick, Board Member, Bank Director

This session takes a look at the emerging trends within the fintech space and innovative ways that technology companies are learning from their bank partnerships.

8:15 AM – 8:45 AM **FinXTech Session: A Deep Dive on Tech Strategy**

Meghan Crawford, President of Institutional Sales, BHG Financial

Speaker To Be Announced, Raymond James Financial, Inc.

Erin Fonté, Partner, Hunton Andrews Kurth LLP

Moderated by: Laura Schield, Chief Operating Officer, Bank Director & FinXTech

This session focuses on the importance of marrying bank strategy with technology investment, measuring whether the ROI is worth the investments and being brave enough to take the leap with a new technology.

➔ 8:55 AM – 9:25 AM **FinXTech Session: A Deep Dive on Customer Experience**

Stephen Bohanon, Co-founder, Chief Strategy & Product Officer, Alkami Technology, Inc.

Matt Phipps, Chief Marketing Officer, Agent IQ

Mac Thompson, President & Founder, White Clay

Moderated by: **Erika Bailey**, FinXTech Research Analyst, Bank Director

How do your customers interact with your bank? Now ask yourself, how do your customers WANT to interact with your bank? An outstanding customer experience can set your bank apart from the competition, while a mediocre one can set you back. During this session, we explore how technology can enhance your customers' overall banking experience – allowing you to further develop your existing client relationships and keep them from looking elsewhere to service their needs.

10:05 AM – 10:25 AM **Refreshment Break**

Sponsored by: **Moody's Investors Service, Inc.**

10:25 AM – 11:05 AM **Breakout Sessions** *(select one)*

Participants have the opportunity to select from one of seven concurrent breakout sessions to attend – focused on exploring all of your many growth options. *Additional sessions to be announced. For agenda updates, please visit BankDirector.com.*

Breakout I: Getting a Deal Approved

Lowell Harrison, Partner, Fenimore Kay Harrison LLP

Jonathan Hightower, Partner, Fenimore Kay Harrison LLP

Stephanie Kalahurka, Partner, Fenimore Kay Harrison LLP

The current regulatory environment has merger partners worried about obtaining timely regulatory approvals. This session addresses how buyers and sellers can address potential regulatory deal risks on a wide range of issues, including consumer protests, community impact reviews, fair lending compliance matters and market concentration issues. The session also explores negotiating provisions to deal with regulatory application risks.

Breakout II: M&A Through the Human Capital Lens – Navigating the Challenges and Opportunities Unique to MOEs and Acquisitions

Greg Swanson, Managing Director, Pearl Meyer

Rachel Turitto, SVP & Chief Human Resources Officer, First Interstate Bank

Dan Wetzel, Managing Director, Pearl Meyer

In all types of acquisitions, there are many human capital challenges to consider, including compensation and retention strategies, cultural integration, the transition of senior executives and the merging of two different employee populations. In this session, presenters review the considerations around compensation and broader human capital dynamics unique to a merger of equals and other types of acquisitions.

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Breakout III: Credit Union/Bank Transactions: Non-Traditional Growth Opportunities and Valuations

Jay Wilson, Senior Vice President, Mercer Capital

The universe of strategic options for banks has expanded to include credit union acquirers and developing or acquiring non-traditional lines of business (mortgage, insurance, wealth management or fintech). This session provides insights into these trends and how they intersect and discusses how acquirers determine a valuation range and model deal metrics for banks with both traditional and non-traditional lines of business.

Breakout IV: Protect Earnings and Capital Using Derivatives

Todd Cuppia, Managing Director, Head of Balance Sheet Risk Management, Chatham Financial

Dave Sweeney, Managing Director, Chatham Financial

Investors compensate bank managers for smooth, predictable earnings, asset growth and capital management. Changing interest rate environments impact each of these metrics. Banks have ways to manage changing interest rates, but banks often lack the most powerful and flexible tool: derivatives. Bankers sometimes shy away from using hedging strategies due to a lack of experience, a cautious board and concerns about accounting. Attend this session to hear how bankers have overcome these areas of resistance to add this tool to protect earnings and capital.

11:15 AM – 11:55 AM Breakout Sessions *(select one)*

Conversations continue with the second round of morning breakout sessions – participants select one of seven concurrent opportunities to engage with industry leaders. *Additional sessions to be announced. For agenda updates, please visit BankDirector.com.*

Breakout I: Close Encounters of the Fintech Kind

Dave DeFazio, Partner, StrategyCorps

See live demonstrations of trending apps like Robinhood, Cash App, SoFi and Affirm to better understand the new features that are increasing competitive pressures on today's banking products. We share ongoing research which explains the trends – including which mobile features matter most to each generation, from zoomers to boomers. We also examine how fintech companies like Acorns are leveraging the subscription society (think Amazon Prime, Costco, Netflix, Spotify) and pioneering new recurring revenue-generating models for financial products and services.

Breakout II: How to Maximize Your Stock as a Currency

Laura Hamilton, Vice President, OTC Markets Group Inc.

This session discusses the cost-efficient pathway to going public on OTC Markets where banks can leverage their stock currency for future M&A opportunities. We also discuss strategies for increasing liquidity and ways to enhance your bank's shareholder value.

Breakout III: Overcoming the 5 Dysfunctions of a Growing Bank

Ryan Rackley, Partner, Cornerstone Advisors, Inc.

As a bank grows, complexities naturally result. In this breakout session, bank executives explore challenges that arise during merger considerations, contract negotiations and other strategic growth initiatives. In point/counterpoint fashion, Cornerstone Advisors' Ryan Rackley tackles the most significant challenges confronting bank executives today and lays the groundwork for growth-minded banks to consider.

Breakout IV: Best Practices, Lessons Learned & Characteristics of a Seller That Merit a Premium Price

Christopher Olsen, Managing Partner, Olsen Palmer LLC

This moderated 'fireside discussion' with an accomplished banker and M&A participant reveals key findings applicable to sellers and buyers alike. For prospective sellers, learn how to prepare for a sale and which characteristics merit a premium price ... and which do not. For would-be buyers, the session explores best practices, the seller's mindset, areas of value creation, and key risks in an acquisition.

11:55 AM – 1:00 PM Networking Lunch

Sponsored by: **Jack Henry & Associates, Inc.**

Lunch is served outside as you enjoy networking time with your colleagues in the Arizona weather!

1:00 PM – 1:05 PM Welcome Back: Tracking Strategies Across America

Emily McCormick, Vice President of Research, Bank Director

Jackie Wall, Vice President of Bank Services, Bank Director

Bank Director shares results from our annual research studies as well as cumulative findings from the Board Performance Surveys that our bank members have completed this year.

1:05 PM – 1:25 PM Keys To A Well Executed Deal

Rick Childs, Partner, Crowe LLP

Emily McCormick, Vice President of Research, Bank Director

This session shares insights from our annual M&A research survey, sponsored by Crowe LLP.

1:25 PM – 2:05 PM Keynote

William Demchak, Chair, President & CEO, The PNC Financial Services Group

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Exploring Your Growth Options

2:20 PM – 3:00 PM **Breakout Sessions** *(select one)*

Participants have the opportunity to select from one of seven concurrent breakout sessions to attend – focused on exploring all of your many growth options. *Additional sessions to be announced. For agenda updates, please visit BankDirector.com.*

Breakout I: Manage Compensation Costs by Mastering Generational Values

Flynt Gallagher, President, Newcleus Compensation Advisors

In this session, we evaluate the link between the values of each generation and the effectiveness of your compensation plans. Attendees also learn management techniques to improve communication and productivity based on generational preferences.

Breakout II: Leveraging Blockchain Technologies to Innovate and Gain a Competitive Advantage in Commercial Banking

Kevin Greene, Chair & CEO, Tassat Group Inc.

This session provides you with best practices applying blockchain technologies in commercial banking to deepen customer relationships, capture market share, penetrate new markets and build shareholder value. The session also provides you with insights into how the most innovative commercial banks are applying blockchain-based technology to increase revenues and profits by providing their corporate customers with secure, flexible, real-time payments 24/7/365 and highly customized financial services using smart contracts. These banks are both meeting customer demands and responding to competitive threats posed by innovative fintechs and money center banks.

Breakout III: Gaining a Competitive Edge in Business Lending with Data-Driven Decisioning

Cal Steinhoff, Vice President, Sales, StreetShares, Inc.

Digital channels create opportunities for banks to serve more business customers, expand market share and increase revenue at a lower cost. Banks that embark on this strategy to leverage AI-powered innovations in analytics and data-driven decision-making can gain a decisive competitive advantage. By providing them with value-added products at the right time, banks are empowered with cross-selling opportunities, thereby increasing profitability for the bank and building a recession-resilient portfolio.

3:00 PM – 3:20 PM **Refreshment Break**

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

Conversations continue with the second round of afternoon breakout sessions – participants select one of seven concurrent opportunities to learn and engage with industry leaders. *Additional sessions to be announced. For agenda updates, please visit BankDirector.com.*

Breakout I: New Markets Tax Credit Investment: A Unique Value Proposition

James Howard, Jr., President, Dudley Ventures

Rick Kraemer, EVP, Chief Financial Services Officer, Valley Bank

Learn how some of the largest financial institutions utilize NMTC investments to reduce federal tax and enhance earnings, while at the same time supporting CRA and ESG initiatives. A relatively small tax credit program of the US Treasury generates great returns for banks in corporate earnings and finances quality job creation, workforce development, mixed-use housing and rural community education and healthcare services in low-income communities.

Breakout II: Up, Up, and... Balance Sheet Management in a World of Great Uncertainty

Joe Kennerson, Managing Director, Darling Consulting Group

Matt Pieniazek, President & CEO, Darling Consulting Group

By January 2023, Fed funds will likely be at their highest in 15 years, and there's no telling where Treasury rates will be. Funding and related costs will be under pressure, and economic uncertainty will weigh heavily on lending, investment and hedging strategy discussions. Join DCG for a thought-provoking conversation on managing your entire balance sheet amid great uncertainty.

Breakout III: Unconventional Strategies for Dramatic Organic Growth

James Capolongo, EVP, Head of Deposits & Payments, Live Oak Bank

Allan Rayson, Chief Innovation Officer and Chief Technology Officer, Encore Bank

Jay Tuli, President, Leader Bank

Moderated by: Nathan Baumeister, CEO & Co-founder, ZSuite Technologies, Inc.

When community banks open their eyes to unconventional industry verticals, partnerships and technology, organic growth can explode on both sides of the balance sheet. Learn how three innovative banks embraced multiple new models of business for exceptional financial performance.

Breakout IV: Driving Profitability Through Digitization

Sarah Murray, Deposit Product Manager and Counsel, Compliance Systems LLC

Erin Simpson, EVP, Chief Operations Officer, Encore Bank

A winning digital strategy is an end-to-end strategy that supports an automated business and customer engagement ecosystem. The decisions you make now will impact your business from the top down and from the inside out — from capturing holistic relationships online to eliminating outdated operational functions. Is your mobile investment setting you up for success or inefficiency, churn and abandonment? Join this session to gain strategic insights on how to assemble digital assets that deliver more profitable business with less friction.

Early Rates Expires September 23, 2022!

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

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4:10 PM – 4:50 PM **Turning Risk Into Opportunity**

Craig Sanders, Partner, Moss Adams LLP

Kevin Schalk, Partner, Baker Tilly US, LLP

Shane Tintle, Partner, Davis Polk & Wardwell LLP

Moderated by: Naomi Snyder, Editor-in-Chief, Bank Director

This session focuses on the riskier areas in banking and areas ripe for transition – blockchain and digital assets, climate change, cannabis – where a select few banks are blazing a trail.

4:50 PM – 5:20 PM **Growth Strategies – What Should You Consider?**

Wendy Cai-Lee, Founder & CEO, Piermont Bank

Krista Snelling, President & CEO, Santa Cruz County Bank

Speaker To Be Announced

Moderated by: Michelle King, President, Bank Director & FinXTech

Andy Grove, the former CEO of Intel, famously authored, “Only the Paranoid Survive.” That title begs the question: can you not just survive, but also thrive, if you’re constantly on the lookout for challengers and threats? We attempt to answer this question by inviting a few bank leaders from across the country to share their insights on how change fuels their business success.

5:20 PM – 6:20 PM **Networking Peer & Guest Reception**

Sponsored by: Keefe, Bruyette & Woods, A Stifel Company

“I’m a first time attendee. The conference is very educational. The agenda included a wide variety of presentations. The conference addressed opportunities, challenges and current events. I look forward to returning next year.”

— PAST CONFERENCE ATTENDEE

Early Rates Expires September 23, 2022!

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

CONFERENCE AGENDA

**Agenda subject to change*

CREATING GROWTH BEYOND M&A

Tuesday, January 31

On the final day of AOBA, we dive into the different approaches to banking, customer engagement and digital strategies. Attendees gain the insight needed to learn how to cut through the noise of today's industry and come away with actionable steps to accelerate growth for the next decade.

DAY 31
FREE

ACQUIRE OR BE ACQUIRED

Exploring Your Growth Options

7:00 AM – 8:00 AM **Breakfast**

8:00 AM – 8:10 AM **Don't Be Blinded By These Buzzwords**

Jack Milligan, Editor-at-Large, Bank Director

8:10 AM – 8:40 AM **Where Banks Are Losing Ground**

Speaker To Be Announced, Visa USA Inc.

Derik Sutton, Chief Marketing Officer, Autobooks

Moderated by: Laura Schield, Chief Operating Officer, Bank Director & FinXTech

This session focuses on where banks have ceded space – small business (Square, etc), payments – and what they'd need to do to gain share back.

8:40 AM – 9:10 AM **Diversifying Now, Differentiating Always**

Speaker To Be Announced

For banks and fintechs alike, this session balances the need for short-term profitability vs long-term value creation.

9:10 AM – 9:40 AM **Top Financial Leaders Share the Playbook for Driving Growth for the Next Decade**

Speaker To Be Announced, Narmi, Inc.

Too often financial institutions struggle with committing to digital transformation because it feels complex, and the return on investment feels ambiguous. Join two bank leaders as they unpack why putting digital at the forefront of any growth strategy is the most important lever a financial institution has today and the impact this has had on their institutions. Learn how to cut through the noise and come away with actionable steps to accelerate growth for the next decade.

9:40 AM – 10:00 AM **Refreshment Break**

“Any director of an acquisitive bank must have this conference on their agenda.”

— PAST CONFERENCE ATTENDEE

Early Rates Expires September 23, 2022!

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

10:00 AM – 10:40 AM **Breakout Sessions** *(select one)*

Conversations conclude with a final round of six breakout sessions – participants select one of six concurrent opportunities to learn. *Additional sessions to be announced. For agenda updates, please visit BankDirector.com.*

Breakout I: ESG Roadmap and Opportunities for Community Banks

Kristi Eberhardt, Managing Director & Head of Sustainable Finance, The PNC Financial Services Group, Inc.

Evan Matzen, Director, Sustainable Finance, The PNC Financial Services Group, Inc.

Matthew Resch, Co-Head of M&A and Capital Markets, The PNC Financial Services Group, Inc.

With the growing focus around ESG from investors, clients, regulators, communities and employees, having an ESG policy and raising the awareness about current ESG activities is becoming more critical to a bank's success. We discuss the key aspects of developing an ESG road map while highlighting opportunities and recommendations to navigate the ESG landscape and benefit your business and your bottom line.

Breakout II: Speed, Scale and Technology

Diego Represas, Founder and Head of Able, Able

How can banks grow revenue without ramping expenses? Technology. Hear how banks are adopting technologies like artificial intelligence to streamline workflows, remove scale blockers and accelerate revenue growth.

10:50 AM – 11:20 AM **Reimagine What's Possible**

Ken LaRoe, Founder & CEO, Climate First Bank

Corey LeBlanc, Co-founder, COO/CTO, Locality Bank

Lauren Sparks, Founder & CEO, Agility Bank

Moderated by: **Emily McCormick**, Vice President of Research, Bank Director

As your bank considers the possibilities for future growth, we close this year's 29th annual conference by speaking with three bank leaders who have taken a different approach to banking, customer engagement and digital strategy.

11:20 AM – 11:25 AM **Parting Thoughts**

Emily McCormick, Vice President of Research, Bank Director

1:00 PM – 6:00 PM **L. William Seidman Annual Acquire or Be Acquired Golf Tournament**

Sponsored by: **FHLBank Atlanta**

Enjoy the afternoon playing golf with your peers. While the tournament is FREE to registered conference attendees, space is limited. Reserve your spot today!

5:45 PM – 7:00 PM **Closing Peer & Guest Reception**

Sponsored by: **FHLBank Atlanta**

Attendees and their guests join in the fun to see who is this year's winner of the L. William Seidman Golf Tournament!

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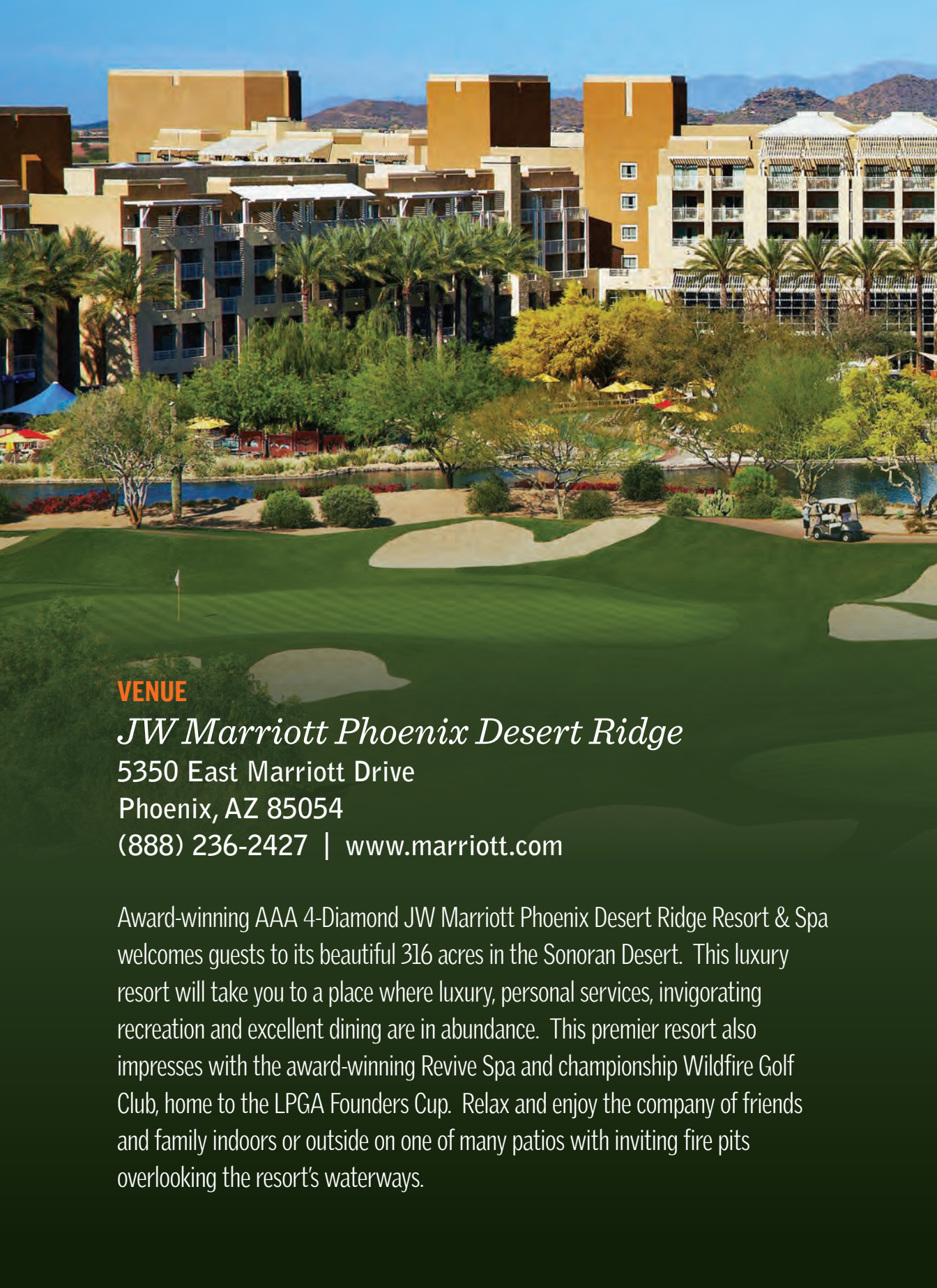
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OVERFLOW PROPERTY

Please note, the room block at the JW Marriott Phoenix Desert Ridge is sold out. There is a discounted hotel room rate available at the Residence Inn Phoenix Desert View at Mayo Clinic until January 6, 2023, or until all rooms are reserved. Bank Director will provide a complimentary shuttle to and from the Residence Inn Phoenix Desert View at Mayo Clinic to the JW Marriott Phoenix Desert Ridge during the event dates. In addition, all registered attendees of the Acquire or Be Acquired Conference and their guests have access to the JW Marriott Phoenix Desert Ridge amenities. To reserve a room, call (480) 563-1500 and mention "Bank Director" to receive the discounted room rate of \$330/night for a standard room.

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RATES & REGISTRATION

Phone: (877) 397-7595

Fax: (615) 777-8449

Website: BankDirector.com

E-mail: events@bankdirector.com

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☐ **YES, Register Me for the 2023 Acquire or Be Acquired Conference!**

Early Individual Rate: \$1,995 (Expires September 23, 2022. Payment must be received by offer expiration in order to receive the special rate.)

Standard Individual Rate: \$2,295

☐ **YES, Register My Group for the 2023 Acquire or Be Acquired Conference!**

Early Group Rate: \$1,895 (For groups of 3 or more from the same financial institution. Expires September 23, 2022. Payment must be received by offer expiration in order to receive the special rate.)

Standard Group Rate: \$2,095 (For groups of 3 or more from the same financial institution.)

☐ **Enroll Me in Tuesday's Golf Tournament** (FREE to attendees) My Handicap: _____

☐ I need rental clubs. ☐ Right ☐ Left

☐ I need rental shoes. Shoe Size _____

(Rental clubs and shoes are available at the attendee's expense. Rental clubs are \$65 plus tax and rental shoes are \$25 plus tax.)

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.

☐ **Non-Banker Rate: \$3,950** (This fee applies to attendees who are not officers or directors of an FDIC-insured financial institution, such as board advisors/observers, investment bankers, attorneys, accounting firms, and other vendors and service providers. Bank Director reserves the right to verify your company profile and adjust your registration rate if necessary.)

GUEST REGISTRATION

☐ Enroll My Guest in the Guest/Spouse Program

Guest/Spouse Name: _____

The guest rate of \$395 covers entrance to the Sunday lunch and all evening receptions. Guests interested in playing with attendees in the golf tournament can sign up based on space availability for an additional fee of \$205. (If a guest would like to attend the sessions, please register them as an attendee. 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 and should register as an attendee.)

☐ Enroll My Guest in Tuesday's Golf Tournament. (additional fee as noted above) Guest Handicap: _____

☐ My guest needs rental clubs. ☐ Right ☐ Left

☐ My guest needs rentals shoes. Shoe Size _____

(Rental clubs and shoes are available at the guest's expense. Rental clubs are \$65 plus tax and rental shoes are \$25 plus tax.)

Continuing Education

☐ I am an accountant, and I need Continuing Professional Education credits for this event.

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Payment Information

Conference registration includes admittance to all conference activities and the conference materials. Payment will be accepted by check, American Express, Visa, MasterCard or Discover. If paying by check, please make payable to DirectorCorps, Inc. and include the attendee's name(s) and/or a copy of the registration form and mail to:

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Conference Cancellation Policy:

Due to commitments and expenses, all cancellations after December 9, 2022 will be subject to a \$300 processing fee. We regret that no refunds will be given after January 6, 2023; however, substitute participants are welcomed. DirectorCorps, Inc. assumes no liability for any nonrefundable travel, hotel or related expenses incurred by registrants. To view additional terms and conditions, please visit BankDirector.com.

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