

BankDirector®
Strong Board. Strong Bank.

JUNE 12-14

BANK AUDIT & RISK CONFERENCE

Insight On Oversight

Chicago, IL | *Marriott Magnificent Mile*

Pre-Conference Opportunities

- Bank Audit and Risk Peer Exchanges
- Bank Director Certification Workshop



Early Rate Expires Soon!

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

**BANK DIRECTOR
WELCOMES
YOU TO AN
EVENT CREATED
SPECIFICALLY
FOR FINANCIAL
INDUSTRY
LEADERS!**



VALUABLE TAKEAWAYS FROM TOP INDUSTRY EXPERTS!

Gain valuable insights and learn new best practices from today's thought leaders at this year's Bank Audit & Risk Conference! Attendees have the opportunity to network with peers, attend information-packed sessions and peer exchanges, and walk away with the latest Bank Director research and materials.

From risk management and emerging technologies to strategy, talent and compliance, Bank Director's annual conference provides legitimate, practical ways to help you, the board, and the executive team tackle critical issues facing banks.

AGENDA HIGHLIGHTS

- The Current State of Banking
- Regulatory Expectations
- Establishing a Cybersecurity Defense
- Today's Technology Challenges
- Top Risks Facing Banks
- Enhancing Your Internal Audit Program

RECEIVE CONTINUING EDUCATION CREDITS



Continuing Professional Education credits are available for accountants – up to a maximum of 12 credit hours (*total credits based on specific sessions attended*). Continuing Legal Education credits may be available to attorneys, based on individual state applications.

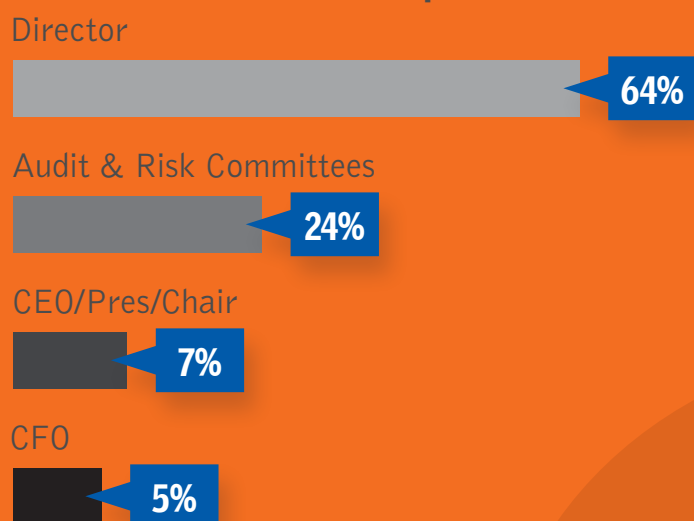
“The perspectives of the group were so valuable.”

— PAST CONFERENCE ATTENDEE

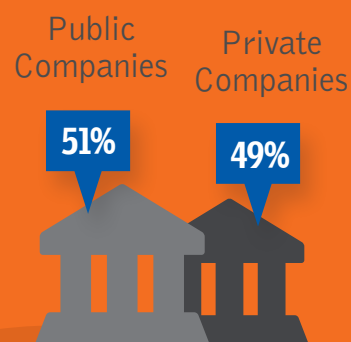
ESTABLISH A NETWORK OF PEERS!

Build connections with banking leaders to strengthen your networking circle, get fresh ideas and grow in confidence.

Bank Titles Represented



Bank Breakdown



“This was my first conference. Got so much more out of it than I could have ever expected. Wish I would have come to one of these years earlier. Have so many new thoughts and ideas to bring back to my bank.”

— PAST CONFERENCE ATTENDEE

BANK AUDIT & RISK CONFERENCE

Insight On Oversight

Pre-Conference

AUDIT & RISK
PEER EXCHANGES

Monday, June 12

DIRECTOR CERTIFICATION
WORKSHOP

Pre-Conference Agenda

**Subject to change*

Monday, June 12

AUDIT & RISK PEER EXCHANGES

Bank Director hosts its popular peer exchanges the day prior to our annual Bank Audit & Risk Conference. Small groups of experienced audit and 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.

10:00 AM - 10:30 AM

Registration + Breakfast

10:30 AM - 10:40 AM

Welcome

Laura Schield, Chief Operating Officer, Bank Director

10:40 AM - 11:40 AM

Concurrent Bank Audit & Risk Peer Exchange Sessions

The Audit Peer Exchange focuses on topics such as 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 relationship between internal audit and the audit committee?
- 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?

The Risk Peer Exchange focuses on topics such as 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 that your bank is most concerned about?
- Has your board set up a separate risk committee?
- If so, why did you decide to do this?

11:40 AM - 11:50 AM

Refreshment Break

11:50 AM - 12:30 PM

Concurrent Bank Audit & Risk Peer Exchange Sessions Continue

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?
- How long should a director serve on the audit committee?
- What input are you getting from stakeholders when it comes to your bank's approach to ESG (environmental, social and governance issues)?

For our Risk Peer Exchange, questions include:

- 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 has the board done to create a culture of risk awareness throughout the organization?
- What are some best practices regarding the separation of the audit committee and risk committee lines or areas of responsibility?

12:30 PM - 1:30 PM

Networking Lunch

*“Great conversation in the
Peer Exchange –
lots of excellent takeaways.”*

— PAST CONFERENCE ATTENDEE

BANK AUDIT & RISK CONFERENCE

Insight On Oversight

1:30 PM - 2:45 PM

Concurrent Bank Audit & Risk Peer Exchange Sessions Continue

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?
- How does your bank evaluate the effectiveness of your board?
- Where is their overlap between your bank's risk and audit committees?

And 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?
- How does your bank manage enterprise risk management?

2:45 PM - 3:00 PM

Refreshment Break

3:00 PM - 4:00 PM

Concurrent Bank Audit & Risk Peer Exchange Sessions

To conclude the day we wrap with Audit questions for discussion, such as:

- What do you expect management to communicate to you?
- 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?

Risk Peer Exchange discussion questions include:

- How can risk be measured so that it is not a barrier to growth?
- Do those that serve on the risk committee also serve on other committees?
- How does your bank mitigate vendor risk?

4:00 PM - 5:00 PM

Networking Peer + Guest Reception

To cap off the day, we invite all participants – and their guests – to join us for refreshments and light hors d'oeuvres.

“Bank Director provided a well organized, well-executed experience that was informative and engaging.”

— PAST CONFERENCE ATTENDEE

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Pre-Conference Agenda

**Subject to change*

Monday, June 12

DIRECTOR CERTIFICATION WORKSHOP

This comprehensive training program is designed for those currently serving, or wanting to serve on a bank's board. Participants are provided with a thorough grounding in corporate governance and important industry issues that greatly enhance the performance of individual directors. Visit BankDirector.com to learn about our Bank Director Certification Program and how you can become Bank Director Certified.

8:30 AM - 9:00 AM
Registration + Breakfast

9:00 AM - 9:10 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 Certification Workshop. The curriculum materials are introduced and distributed to ensure there is an engaging learning environment for the day's sessions that follow.

9:10 AM - 9:25 AM

Experiences of Being A Board Member

Jim McAlpin, Board Member, Bank Director

To kick off Bank Director's Certification Workshop, Jim discusses his vast experiences as an attorney serving in many bank board rooms, as well as serving on two bank boards currently. He will also set the stage for why director certification is important.

9:25 AM - 10:05 AM

The Attributes of a Strong 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.

10:05 AM - 10:45 AM

Role of the Board

Jack Milligan, Editor-at-Large, 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.

*"Great opportunity to learn from other
audit committee members."*

— PAST CONFERENCE ATTENDEE

BANK AUDIT & RISK CONFERENCE

Insight On Oversight

10:45 AM - 11:00 AM

Refreshment Break

11:00 AM - 11:40 AM

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.

11:40 AM - 12:45 PM

Workshop Lunch

Take time to meet with your peers during the networking lunch.

12:45 PM - 1:25 PM

Role 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. As we begin the second portion of the Workshop, we dive into these characteristics and discuss your role as a bank director.

1:25 PM - 2:05 PM

Evaluating Board & Director Performance

Jackie Wall, Vice President of Bank Services, 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.

2:05 PM - 2:20 PM

Refreshment Break

2:20 PM - 3:00 PM

The Board Governance Process

Emily McCormick, Vice President of Editorial & Research, Bank Director

An important aspect of effective governance is the adoption of best practices in such areas as meeting agendas, minutes, board packets, executive sessions and committee structure. This session dives into these processes.

3:00 PM - 4:00 PM

Peer Collaboration

We conclude the day with a session that allows small groups to come together and discuss what they learned today, as well as share experiences with each other. The Workshop leaders will move from group to group to answer any questions that come up.

4:00 PM - 5:00 PM

Networking Peer + Guest Reception

To cap off the day, we invite all participants – and their guests – to join us for refreshments and light hors d'oeuvres.

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DAY ONE

Tuesday, June 13

*“Great opportunity to benchmark and discuss
emerging issues.”*

— PAST CONFERENCE ATTENDEE

BANK AUDIT & RISK CONFERENCE

Insight On Oversight

CONFERENCE AGENDA

**Subject to change*

DAY ONE | Tuesday, June 13

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

Breakfast + Registration

8:00 AM - 8:10 AM

Welcoming Remarks

Michelle King, President, Bank Director

Laura Schield, Chief Operating Officer, Bank Director

8:10 AM - 9:00 AM

Banking in the Current Environment

Brandon Koeser, Senior Manager, Assurance Services,
RSM US LLP

The macroeconomy, increasing regulatory focus and growing external factors are influencing bank risk at an increasing rate. In this session we set the stage on how each of these factors are impacting banking today and what you should consider for tomorrow to minimize the risk to your organization.

9:00 AM - 9:50 AM

The Realities of Regulation

Rob Azarow, Partner, Arnold & Porter

Erik Walsh, Counsel, Arnold & Porter

This session explores the leading bank regulatory, examination and enforcement issues that all bank audit and risk committees must be prepared to manage.

9:50 AM - 10:05 AM

Refreshment Break

10:05 AM - 10:55 AM

Risky Business

Gary Bronstein, Partner, Kilpatrick Townsend &
Stockton LLP

Speaker To Be Announced, FORVIS

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

There are countless risks facing banks today. What are the most prominent ones, and what can your bank do to mitigate these risks as efficiently and effectively as possible?

11:05 AM - 11:55 AM

Breakout Sessions *(select one)*

Participants have the opportunity to select from one of three breakout sessions to attend, all of which are high-level in focus.

Breakout I: Financial Reporting Developments for Audit Committee Members

This session focuses on the latest accounting and financial reporting developments of interest to financial institutions, including covering recent developments from standard setting and regulatory agencies.

Breakout II: Embracing the Volatility Brought on by CECL

Patrick Vernon, Senior Manager, Advisory Services,
Crowe LLP

Following a second wave of the CECL adoption, two common questions continue to rise to the forefront for both initial adopters and second-wave adopters alike: How have reserves been trending given recent economic volatility and inflation concerns? How should model validation be incorporated into a robust risk management strategy? This session provides feedback on real trends observed in the industry and shares experiences as to how CECL reserves have fluctuated in recent months. Topics discussed include common pitfalls observed in the integration of a model risk management strategy and pillars of an effective plan for CECL model validation.

Breakout III: Managing Credit Risk in Uncertain Economic Times

Trang Sumpter, Director, Moss Adams LLP

When the unknowns can be scarier than the knowns, it's best to be prepared. This goes beyond simply providing data tables and charts, but really understanding credit risk management from a holistic view. This session provides organizations from the board to senior management at financial institutions several key credit best practices in managing their credit risk while managing growth.

Early Rate Expires Soon!

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

11:55 AM - 1:00 PM

Networking Lunch

1:00 PM - 1:50 PM

Breakout Sessions (select one)

Breakout I: Reimagining the Internal Audit

Stacia Vernon, Senior Manager, Consulting Services,
Crowe LLP

Financial services organizations have changed radically – and are still changing – but the internal audit process has not kept pace with that change. This presentation helps reinvent your internal audit by revealing four “Pillars of the Future” to help you transform your process to adapt to change. Discover tangible ways to not only make your internal audit process more human centered but also leverage technology and data to improve your processes as you innovate and move into the new age of internal audit.

Breakout II: Why Getting More From Your Loan Review Is Now Critical

David Ruffin, Principal, IntelliCredit, A Division of
QwickRate

A loan review is a strategic asset for community banks and should be treated like one. While this hasn’t been the case for decades, bankers are now realizing that new, dramatically improved processes – ones that can also be used for both internal and annual reviews – will not only make loan reviews more efficient, effective and less intrusive to credit teams’ day-to-day schedules, but provide a source of valuable information to help the bank detect risk earlier. This capability is especially critical during unsettled credit times. This session covers innovative approaches and best practices that can profoundly reduce the burden that a loan review traditionally placed on community bank teams – while also making this important discipline a more constant and strategic tool for minimizing credit risk that lies ahead.

1:50 PM - 2:05 PM

Refreshment Break

*“Nice mix of directors, CEOs & CFOs
which added flavor and perspective to
the organization.”*

— PAST CONFERENCE ATTENDEE

BANK AUDIT & RISK CONFERENCE

Insight On Oversight

2:05 PM - 2:55 PM

Breakout Sessions *(select one)*

Breakout I: Cyber-Risk Oversight: Key Principles for Those Who Lead

The cybersecurity risk landscape continues to be a main concern for bank leadership. This presentation walks through the following five key principles that leaders should consider as they seek to enhance their oversight of the cyber-risks they face.

Breakout II: Lessons from the Future

Banks must be flexible enough to prepare for the worst that could happen. This session offers advice learned from previous years that is relevant to the director's oversight role.

Breakout III: Navigating Change to Stay Ahead

In this session, we explore key considerations for the board including areas of regulatory scrutiny, expectations for information technology and board oversight.

3:05 PM - 3:15 PM

What Your Peers Think

Emily McCormick, Vice President of Editorial & Research, Bank Director

In this session we share key findings from our Bank Director research and insight studies.

3:15 PM - 3:30 PM

Highlights From Our 2023 Risk Survey

Emily McCormick, Vice President of Editorial & Research, Bank Director

Craig Sanders, Partner, Moss Adams LLP

Hear about the most noteworthy results from Bank Director's 2023 Risk Survey, sponsored by Moss Adams LLP.

3:30 PM - 4:20 PM

Walking A Tightrope: Cyber Risks

Ben LeClaire, Senior Manager, Plante Moran

Additional Speakers To Be Announced

Moderated by: Michelle King, President, Bank Director

In Bank Director's recent 2022 Risk Survey, most respondents indicated that their bank conducted a cybersecurity assessment over the past year. While 83% report that their program is more mature compared to their previous assessment, there's still room to improve, particularly in training bank staff and using technology to better detect and/or deter cyber threats and intrusions. In this panel session, hear opinions and recommendations from industry experts for the rest of the year.

4:20 PM - 5:20 PM

Networking Peer + Guest Reception

Early Rate Expires Soon!

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DAY TWO

Wednesday, June 14

*“Wonderful opportunity to hear from experts
and network with peers to discuss
and focus on the many risks faced by banks
in our industry.”*

— PAST CONFERENCE ATTENDEE

BANK AUDIT & RISK CONFERENCE

Insight On Oversight

CONFERENCE AGENDA

**Subject to change*

DAY TWO | Wednesday, June 14

7:00 AM - 8:00 AM

Breakfast

8:00 AM - 8:15 AM

Day Two Welcoming Remarks

Michelle King, President, Bank Director

Laura Schield, Chief Operating Officer, Bank Director

8:15 AM - 9:05 AM

Regulation, Risk & Resiliency: Lessons From A Former Bank Regulator

Sydney Menefee, Partner, Crowe LLP

In this session, a former bank regulator shares insights from working with successful (and unsuccessful) banks over 20 years. Topics include: how to navigate pending legislation, regulation and "supervision by speech," the biggest risk facing banks (hint: it is not the Big 3 – compliance, credit or cyber) and how strategic risk management is at the root of truly resilient organizations

9:15 AM - 10:05 AM

Breakout Sessions *(select one)*

Participants have the opportunity to select from one of three breakout sessions to attend, all of which are high-level in focus.

Breakout I: How to Value the Performance of Your Loan Review Department

Peter Cherpack, EVP, Senior Director of Credit Technology, Partner, Ardmore Banking Advisors, Inc.

Bank boards are concerned about future economic conditions and the impact on loan portfolios, but it is getting harder to find and retain credit risk professionals. A bank's loan review department should be a true third line of defense to protect the bank from credit risk. What process should you follow to determine if it is bringing the bank the value it should? Join Ardmore Banking Advisors for a tactical review of attributes of a successful, effective and efficient loan review department. Know the questions to ask, like: Is our department scope appropriate for our sized bank? Is our penetration and staffing sufficient? Are we leveraging available technology? Understand the right answers and what improvements are possible to improve your capabilities.

Breakout II: How Using Your Data Differently Cuts Your Risk

One of the number one buzz words in the world today is data. Generally, it's coupled with analytics, security, management or such, but the bottom line is data is imperative to a business's success and leveraging it properly will not only unlock new potential but will also minimize risk for an organization.

10:05 AM - 10:20 AM

Refreshment Break

10:20 AM - 11:10 AM

Breakout Sessions *(select one)*

Breakout I: Best Practices for Audit and Risk Committees

This breakout covers the nuts and bolts of audit and risk committees – from charter construction to agenda design to managing the relationship with internal auditors and officers and much more.

Breakout II: Emerging Accounting Issues

This session highlights select accounting and reporting updates specific to the banking industry. The session also covers certain upcoming accounting standards, best practice observations from early adopters and other accounting updates affecting banks in today's environment.

Breakout III: The Importance of Board Evaluations

Emily McCormick, Vice President of Editorial & Research, Bank Director

Board evaluations can play a prominent role in improving corporate governance practices, but too many bank boards don't assess their performance regularly or leverage the results to truly enhance their oversight capabilities. In this session, gain a real-world perspective on the board evaluation process, and how the results can be used to create positive change at the board and committee levels.

11:20 AM - 12:10 PM

Risk & Audit Issues

Steven Kent, Director & Risk Committee Chair, Byline Bank
Maureen Rude, Director & Audit Committee Chair, Eagle Bancorp Montana, Inc.

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

This panel of bankers discusses the latest issues and topics surrounding audit and risk committees.

12:10 PM - 12:15 PM

Closing Remarks

THANK YOU TO OUR SPONSORS!



BANK AUDIT & RISK CONFERENCE

Insight On Oversight



VENUE

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Trendy and trendsetting, the 4-star Chicago Marriott Downtown Magnificent Mile provides chic comfort in a vibrant city center location. Relax in beautifully appointed hotel rooms and suites, featuring modern furnishings, thoughtful amenities and exceptional views of the city and Lake Michigan. Stroll Mag Mile and visit one-of-a-kind boutiques and celebrated attractions, including Shedd Aquarium, Wrigley Field, Navy Pier and United Center. To view the health & safety statement, visit: <https://clean.marriott.com/#commitment>.

DISCOUNTED HOTEL RATE

There is a discounted hotel room rate available for conference attendees at the Marriott Magnificent Mile until May 22, 2023 or until all rooms are reserved. To reserve a room, contact the hotel directly at (877) 303-0104 and mention "Bank Director" to receive the discounted rate of \$383/night for a standard room. Rooms are limited, so please book early!

CONFERENCE RATES

Early Individual Rate: \$1,495 *(Expires March 10, 2023. Payment must be received by offer expiration in order to receive the special rate.)*

Standard Individual Rate: \$1,795

Standard Group Rate: \$1,495 *(For groups of 3 or more from the same financial institution.)*

Monday, June 12 | Pre-Conference Add-Ons:

Bank Audit & Risk Peer Exchanges Rate: \$895

Bank Director Certification Workshop Rate: \$1,295

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: \$3,250 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 Rate: \$150 The guest rate covers breakfast on Tuesday and Wednesday, as well as all evening receptions. Guests are not allowed to attend sessions. 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.

Conference Cancellation Policy

Due to commitments and expenses, all cancellations after May 2, 2023 will be subject to a \$225 processing fee. We regret that no refunds will be given after May 22, 2023; however, substitute participants are welcomed. DirectorCorps, Inc. assumes no liability for any nonrefundable travel, hotel or related expenses incurred by registrants.

Register Today By Visiting BankDirector.com or Calling Our Events Department at (877) 397-7595!
Early Rate Expires Soon!

*“Excellent presentations and information.
Enjoyed the presentations, expertise as well as
networking opportunities.”*

— PAST CONFERENCE ATTENDEE



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