

**BankDirector®**

**Strong Board.** Strong Bank.

NOVEMBER 9-10

# BANK COMPENSATION & TALENT CONFERENCE

Recruitment, Retention and Leadership Development

**Dallas, TX** | *Four Seasons Resort & Club Dallas at Las Colinas*



***Early Rate Expires July 16, 2021!***

Register by visiting [BankDirector.com](https://BankDirector.com) or calling our events department at (877) 397-7595.

# BANK COMPENSATION & TALENT CONFERENCE

**Recruitment, Retention and Leadership Development**

As part of strategic planning, it is important for bank leaders to stay up-to-date with current compensation trends. To assist, Bank Director is bringing together your peers to meet in-person at the annual Bank Compensation & Talent Conference this November in Dallas, TX. This information-packed event provides bank officers and directors with new approaches and strategies for discovering talent, creating successful compensation programs, developing existing team members and growing the bank's bottom line.

Based on feedback from past attendees, our team crafted an agenda to provide best practices and tried-and-true approaches to help you, your bank's board and your executive team tackle critical issues facing banks today. Major topics addressed include:

- Diversity & Inclusion
- Attracting and Retaining Top Talent
- Succession Planning
- Incentive Plan Design
- Innovative Compensation Ideas
- Compensation Risk

In addition, during the conference, we include our popular Bank Compensation Committee and Human Resources Officer Peer Exchanges, giving attendees the opportunity to meet with their contemporaries in closed-door, off-the-record peer groups for candid discussions specific to their roles, responsibilities and interests.

To dive deeper into compensation issues, Bank Director offers the Bank Compensation Workshop – an up-to-the minute, hands-on, interactive overview for compensation committee members and leaders in Human Resources. The objectives of the pre-conference workshop are to equip participants to perform effectively and sustainably in their roles, to provide confidence in the execution of their duties and to give all attendees context in order to maximize their overall conference experience.

I hope after reviewing the agenda that follows you make plans to join us at the Four Seasons Resort and Club Dallas at Las Colinas in Texas on November 9-10. You may register using the form included in this brochure, visiting us online at [BankDirector.com](http://BankDirector.com) or calling our events department at (877) 397-7595.

With best regards,



**Al Dominick**

CEO | Bank Director

[adominick@bankdirector.com](mailto:adominick@bankdirector.com)

## STRATEGIES FOR TODAY & TOMORROW

Bank Director’s 16th annual Bank Compensation & Talent Conference surfaces key ideas and issues specific to talent development, compensation programs and recruitment efforts. Designed around the information needs of a bank’s c-suite and board of directors, this event looks at new approaches for designing compensation plans, discovering talent, developing existing team members and investing in talent in order to grow the bank’s bottom line.

### MAJOR TOPICS ADDRESSED

- Diversity & Inclusion
- Attracting and Retaining Top Talent
- Succession Planning
- Incentive Plan Design
- Innovative Compensation Ideas
- Compensation Risk

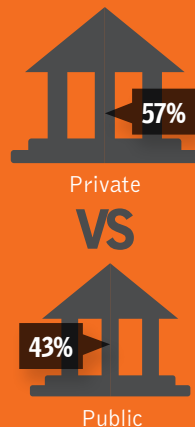
## NETWORK WITH INDUSTRY EXPERTS

This is a must attend event for bank CEOs, chairs, presidents, CFOs, general counsel, corporate secretaries and senior management – with a specific focus on HROs and members of the compensation and nominating governance committees of a bank’s board.

## EXCLUSIVE PEER EXCHANGES

Often cited as invaluable by attendees, the Bank Compensation Committee and Human Resources Officer Peer Exchanges are now incorporated into the main event, giving attendees the opportunity to meet with their contemporaries in closed-door, off-the-record peer groups for candid discussions specific to their roles, responsibilities and interests.

## WHO ATTENDS THE BANK COMPENSATION & TALENT CONFERENCE?



# BANK COMPENSATION & TALENT CONFERENCE

Recruitment, Retention and Leadership Development

## PRE-CONFERENCE AGENDA

*\*Agenda subject to change*

## PRE-CONFERENCE EVENT | **Monday, November 8**

### BANK COMPENSATION WORKSHOP

*The Bank Compensation Workshop provides an up-to-the minute, hands-on, interactive overview for compensation committee members and HROs. The objectives of the pre-conference workshop are to equip participants to perform effectively and sustainably in their roles, to provide confidence in the execution of their duties and to give all attendees context in order to maximize their overall conference experience.*

**11:30 AM - 12:30 PM Bank Compensation Workshop Registration & Lunch**

**12:30 PM - 12:40 PM Welcome**

**12:40 PM - 1:40 PM Session I: Common Executive Compensation Challenges & Hot Topics**

During this interactive session, we discuss current trends and best practices in executive compensation around incentive plan design and performance measure selection, the current status of the Dodd-Frank compensation-related regulations as well as broader issues such as shareholder engagement, pay equity and diversity and inclusion. This session also covers common challenges and issues including aligning pay and performance, clawbacks, compensation philosophy and peer group selection, goal setting, attraction and retention, preparing for terminations and alternatives for increasing employee stock ownership.

**1:40 PM - 2:40 PM Session II: Director Compensation, Litigation & Shareholder Advisory Policies**

What are appropriate pay levels for board members? How do pay levels compare for private vs. public company board members? Privately-held and family-owned businesses lack such data to benchmark against when setting compensation for their directors. This session shares information from compensation surveys and public company disclosures, as well as ISS policy and recent court cases covering director pay litigation. We explore ways to reduce risk and mitigate excessive director pay.

**2:40 PM - 2:55 PM Refreshment Break**

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2:55 PM - 3:55 PM

**Session III: Charters, Calendars, Minutes, Evaluations, Program Documentation & Succession Planning**

While these topics may be seen as administrative tasks, when used correctly, they can enhance the effectiveness of committees and also provide protection for board members. This session shares pitfalls and best practices to help your bank's committees and human resources department function better while improving compensation governance. We also cover which board committee is responsible for management succession planning and how often it should be discussed throughout the year.

3:55 PM - 4:00 PM

**Explain Peer Collaboration Process**

4:00 PM - 5:00 PM

**Session IV: Peer Collaboration**

In response to past participant feedback, we added some much requested time to collaborate with your peers. Spend this time in off-the-record discussions with attendees that are most similar to you, based on title, type of institution and size of bank.

5:00 PM - 6:00 PM

**Bank Compensation & Talent Conference Welcoming Peer & Guest Reception**

All workshop and conference attendees gather to network and enjoy conversations with their peers.

*“This was very educational for me. I left with lots of information to go back to my bank with.”*

— PAST CONFERENCE ATTENDEE

# BANK COMPENSATION & TALENT CONFERENCE

Recruitment, Retention and Leadership Development

## CONFERENCE AGENDA AT-A-GLANCE

*\*Agenda subject to change*

### DAY ONE | Tuesday, November 9

*Respected financial leaders and experienced industry advisers provide best practices and tried-and-true approaches to help you, your bank's board and your executive team tackle critical issues facing banks today.*

#### 7:00 AM - 8:00 AM **Breakfast & Registration**

#### 8:00 AM - 8:10 AM **Protecting & Preserving Your Team**

This session opens the conference explaining how and why directors must assess the short-, medium- and long-term viability of the business while also identifying appropriate strategic changes to preserve business continuity.

#### 8:10 AM - 8:40 AM **The Fundamentals**

Since we last convened, quite a lot has transpired in the business world. So, we start the conference with an overview of the issues and how they have dramatically changed the banking and financial services industry.

#### 8:40 AM - 9:10 AM **Making Sense Of Regulatory Deliberations**

From the SEC's guidance of director composition to ESG investor interests, FDIC policy adjustments to the Treasury's focus, we help participants understand the current, and pending, regulatory environment.

#### 9:10 AM - 9:40 AM **Looking Forward – Lessons Learned from Volatile Times**

2021 has been a transitional year in many ways as banks emerge from a global pandemic, adapt to a new political (and regulatory) regime and face new governance pressures. What have we learned from this period of volatility and change, and what will best practices look like going forward? This session shares practical tips and ideas from emerging executive and board compensation practices and governance policies as you prepare for 2022.

#### 9:40 AM - 9:55 AM **Refreshment Break**

#### 9:55 AM - 11:20 AM **Peer Exchanges: Key Compensation Conversations**

As a key component of Bank Director's annual event, these off-the-record peer exchanges, exclusive to banker attendees, afford those from similar, non-competitive institutions the chance to meet in closed-door sessions for candid discussions about compensation specific to their roles, responsibilities and shared interests. Group makeup is determined by title, type of institution (private or public) and asset size of the bank. On the following page is a list of sample topics that may be discussed based on the the group's title.

### *Peer Exchange Topics Continued*

#### **Compensation Committee Chairs & Members:**

- What metrics have you built into your short- and long-term incentive plans?
- Does your compensation committee work with the board's audit/risk committee to make a determination on compensation risk, and how does that process work?
- Does your bank have anti-hedging, pledging policies or clawback policies?

#### **Human Resources Officers:**

- What are the biggest challenges your bank is having with executive compensation?
- How do you and your staff support the compensation committee?
- What types of performance measures do you use in your incentive plans for executives in your bank?

#### **CEOs:**

- What comparative data do you use to guide salary decisions throughout your organization?
- Do directors at your bank receive any other benefits beyond cash and/or equity compensation?
- How does your bank use cash-based incentives throughout the organization at all levels?

#### **Bank Chairs:**

- How do you structure the committees on your board – and how is the director pay affected by those committees' roles?
- What steps has your board taken to comply with the federal guidance on compensation risk?
- Does your bank have a board retirement age?

### **11:20 AM - 12:20 PM Networking Lunch**

### **12:20 PM - 1:45 PM Peer Exchanges: Addressing Talent Issues**

The same groups of similar attendees meet in closed-door, off-the-record peer sessions for candid discussions about talent specific to their roles, responsibilities and shared interests. Below is a sample of topics that may be discussed based on the group's title.

#### **Compensation Committee Chairs & Members:**

- What is the trajectory for young talent in your organization?
- How do you work with your Human Resources department?
- 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?

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# BANK COMPENSATION & TALENT CONFERENCE

**Recruitment, Retention and Leadership Development**

## Human Resources Officers:

- Is there anything that your bank has done that would be helpful to share with the group around best practices related to talent acquisition?
- How do you balance your duty to the board and your duty to senior management, and how do you handle conflicts between the two when they arise?
- Are you considering or has your bank implemented a Universal Banker in branches?

## CEOs:

- What percentage of your senior management team will retire in the next five years or so, and do you have a succession plan in place?
- What are the key roles that cannot be filled inside your bank?
- What does your bank do to retain talent?

## Bank Chairs:

- Do you have a workable succession plan in place for your CEO?
- How is your bank developing next generation talent?
- How is your board addressing talent management and succession planning matters?

**2:00 PM - 2:40 PM      Breakout Sessions** *(select one)*

### **Breakout I: ESG, HCM & DEI – Oh My!**

This session focuses on the ever-expanding area of human capital management (HCM), including both environmental, social and corporate governance (ESG), as well as diversity, equity and inclusion (DEI). Where do you start, what is the foundation, and importantly, how do you take this from a reactive to a proactive initiative for your bank?

### **Breakout II: Building A Reputation for Inclusivity**

This session considers various approaches for developing a culture that treats diversity and inclusion as two distinct elements while valuing both.

### **Breakout III: Legal Pitfalls of Successful Compensation Programs**

A successful compensation program motivates and retains current employees while attracting new ones. But there are many legal and compliance issues to keep in mind when developing your bank's unique strategy.

**2:40 PM - 2:55 PM      Refreshment Break**

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**2:55 PM - 3:35 PM      Breakout Sessions** *(select one)*

### **Breakout I: The Bank's Backbone – Commercial, Retail & Wealth**

Where are we in the present state for commercial, wealth or retail segments? This session focuses on the teams that drive your banking results each and every day. Hear practical advice on key incentive design constructs, how plans have evolved and where the leading edge of the market is today.

### **Breakout II: New Era for Executive Incentives**

As banks take stock of evolving business strategies and lessons learned from the pandemic, many are making changes to their incentive plans to improve their effectiveness. This session provides tips and sample designs for ensuring your incentive plans support your needs in this new environment. Discussion topics include, but are not limited to, effectively incorporating qualitative performance and discretion, selecting performance metrics, setting goals that address volatility and uncertainty, linking payouts to strategic priorities, and evaluating potential ESG metrics such as diversity and inclusion.

### **Breakout III: Customizing Long-Term Incentives For Your Bank**

In this session, we explore different long-term incentive alternatives including real and “synthetic” equity vehicles. We present three case studies that demonstrate how a closely held bank, a widely held private bank and a public bank might utilize equity-based awards. The session covers strategy, types of equity, granting methodologies, and discusses how each bank customizes equity-based incentives to fit their organization.

### **Breakout IV: Protecting and Preserving the Workforce**

Talent is more vital and is more unrestrained than ever before as most have learned how to work from home. Banks should be prepared to act quickly if a key contributor is looking to exit. But what can be done and how?

**3:45 PM - 4:00 PM      Peer Insight: What Directors Say  
About Compensation**

Bank Director's Vice President of Research, Emily McCormick, shares her insights from our annual Compensation Survey. While the report explores topics related to succession planning, board refreshment, trends in CEO & director compensation and more, this session builds on her findings gleaned over the years of conducting Bank Director's compensation research projects.

**4:00 PM - 4:30 PM      Rewarding Risks**

Performance in 2020 most likely did not match what your bank had in mind when it finalized its budget and goals at the end of 2019 – and it is probable that 2021 will be the same. So how can it be done, and what should the Compensation Committee and HROs keep in mind as they make judgments when measuring individual and company performance?



# BANK COMPENSATION & TALENT CONFERENCE

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## 4:30 PM - 5:00 PM **Developing Your Next Leadership Wave**

You work hard to find top talent, but now you need to ensure they stick around. What can be done to ensure they stay with the bank for the long-term?

## 5:00 PM - 5:30 PM **Inspiring a Multi-Generational Workforce**

Your bank is likely to have many generations represented: Baby Boomers (those born from 1946 to 1964), Generation X (those born from 1965 to 1980), Millennials (those born from 1981 to 1996) and Generation Z (those born from 1997 to the present) – and representatives from each of these groups have unique characteristics and workstyles. So how do you manage your multi-generational workforce?

## 5:30 PM - 6:30 PM **Networking Peer & Guest Reception**

## DAY TWO | **Wednesday, November 10**

*Bank leaders take-away new approaches for discovering talent, developing existing team members and growing the bank's bottom line. Respected financial leaders and experienced advisers provide best practices and tried-and-true approaches to help you, your board and your executive team tackle critical issues facing banks today.*

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

## 8:00 AM - 8:10 AM **Inspired By Others**

How do non-banks recruit? How do tech companies incentivize risks?

## 8:10 AM - 8:40 AM **General Session To Be Announced**

## 8:50 AM - 9:30 AM **Breakout Sessions** *(select one)*

### **Breakout I: Pandemic Chaos & Incentive Plans**

How did COVID-19 impact your incentive plans? What did we learn from 2020 from the firms who didn't make any changes and thrived to those who had to start from scratch in 2020. Hear the best practices and lessons learned from COVID-19 and how this is consistent from what we learned from the Great Recession.

### **Breakout II: Executive Incentive Plans for Public Banks**

Effective executive compensation plans align pay with the bank's overall performance - and a well-designed plan can work wonders for your bottom line. But what legal and compliance factors do you need to keep in mind as your public bank designs and executes their plan?

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### **Breakout III: Succession Planning**

You never know what can happen – and you **MUST** be prepared. Learn the best ways to plan for turnover in key positions – including the CEO.

9:30 AM - 9:45 AM **Refreshment Break**

9:45 AM - 10:25 AM **Breakout Sessions** *(select one)*

### **Breakout I: Measuring and Enhancing Your Employees' Engagement**

Engaged employees perform better, stick around longer and produce results – all of which impact your bank's culture as well as the bottom line. However, research indicates that only three out of ten employees at your workplace are fully engaged. So what do you do – and how do you ensure engagement success?

### **Breakout II: Soup to Nuts: The Board Evaluation Process**

The board is responsible for its own development, design and discipline – as well as its overall performance – and none of these areas can be delegated to the CEO. Thus, it is up to the board to assess itself to see what improvements and changes need to be made. Hear how to conduct this process, as well as how to address some of the common roadblocks to board evaluations.

### **Breakout III: Dealing with a Compensation Crisis**

What happens when the media finds out about your CEO's pay, the inequality of pay between men and women at your bank, the details behind your employee's golden parachute? Before you are targeted in the press, learn what you can do to ensure you don't make headlines.

10:35 AM - 11:20 AM **5 Questions Every Board Member Needs To Ask**

Hear how leading Compensation Committee Chairs have led their banks through the past year – and what they continue to focus on as they move forward.

11:20 AM - 11:25 AM **Closing Remarks**

With the pandemic challenging the way we do business now and in the future, join bank officers and directors as we engage and focus on building and retaining the best talent for today and tomorrow.

*“The wealth of ideas is priceless.”*

— PAST CONFERENCE ATTENDEE

# BANK COMPENSATION & TALENT CONFERENCE

Recruitment, Retention and Leadership Development



## VENUE

### *Four Seasons Resort & Club Dallas at Las Colinas*

4150 North MacArthur Blvd.

Dallas, TX 75038

Reservations: (972) 717-0700

[www.fourseasons.com](http://www.fourseasons.com)

The perfect mix of Fort Worth's steel-toed swagger and Dallas' cosmopolitan edge, Las Colinas is filled with the unexpected. Set 2 miles from The Mustangs of Las Colinas Museum, this upscale resort is a mile from the Irving Arts Center and 6 miles from the Zero Gravity Thrill Amusement Park. Visitors can also meet for a round of golf, cool off in the indoor and outdoor pools, work out in the expansive sports and recreation club, or take a break from it all at the Well & Being Spa. Come nightfall, visitors can gather with friends and family near the larger-than-life, rustic fireplace on OUTLAW Taproom's patio.

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## DISCOUNTED HOTEL RATE

There is a discounted hotel room rate available for conference attendees at the Four Seasons Resort & Club Dallas at Las Colinas until October 18, 2021 or until all rooms are reserved. For room availability, please contact the hotel directly at (972) 717-0700 and mention "Bank Director" to receive the discounted rate of \$280/night for a superior king room. Rooms are limited, so book early!

## FOUR SEASONS RESORT AND CLUB DALLAS HEALTH & SAFETY STATEMENT

As we collectively respond to the COVID-19 pandemic, the Four Seasons Resort & Club Dallas at Las Colinas continues to ensure that the health and safety of their guests, members and employees remains their top priority.

Here is some important information relating to the new norm:

### Best-In-Class Technology

The Four Seasons award-winning App and Chat function provides guests with control and choice, limiting face to face interactions where possible; Using the App guests can check in to their room. Signing of registration cards is no longer required, and a sanitized room key will be handed out upon arrival.

### Enhanced Cleanliness

Alongside guidance from the CDC, WHO, federal and local governments, and leading health experts, the Four Seasons Resort & Club Dallas at Las Colinas has put into place robust and enhanced cleaning protocols to ensure that sanitization measures are met across all areas of the property, including guest rooms, restaurants, pools, elevators, public areas, etc.

### Guest Rooms and Public Spaces

- Each employee is required to wear masks, gloves and wash their hands every 30 minutes
- Hourly disinfecting of all door handles and push plates in public areas
- Each guest room set up includes a "Welcome Kit" with surgical mask, sanitizer bottle and wipes
- Each guest room remains vacant for 48 hours after departure before being re-occupied
- Remote control is disinfected and placed in a plastic bag
- State of the art hospital grade equipment is used to sanitize and clean the entire guest room; including UV lights and Clorox Total 360 disinfectant

The full health & safety statement can be found by visiting their website at:  
[www.fourseasons.com](http://www.fourseasons.com)

# BANK COMPENSATION & TALENT CONFERENCE

Recruitment, Retention and Leadership Development

## RATES & REGISTRATION

**Phone:** (877) 397-7595      **Fax:** (615) 777-8449  
**Website:** BankDirector.com      **E-mail:** events@bankdirector.com  
**Mail:** Bank Director, 201 Summit View Drive, Suite 250, Brentwood, TN 37027

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

- ☐ **YES, Register Me for the 2021 Bank Compensation & Talent Conference!**  
Individual Early Rate: \$1,495 (Early rate expires July 16, 2021)  
Standard Individual Rate: \$1,795
- ☐ **YES, Register My Group for the 2021 Bank Compensation & Talent Conference!**  
Standard Group Rate: \$1,495 (For groups of 3 or more from the same financial institution.)

### Select the Following Pre-Conference Add-On:

- ☐ **YES, Register Me for the 2021 Bank Compensation & Talent Conference Workshop on Monday, November 8!**  
Rate: \$895

### Bank Director Membership Program

Special member pricing for the 2021 Bank Compensation & Talent Conference is available to all banks who join Bank Director’s Board Training & Membership Program. For more information and details, please call our bank services department directly at (615) 777-8461.

- ☐ **YES, Register Me for the 2021 Bank Compensation & Talent Conference!**  
**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.)



## ☐ Enroll My Guest in the Guest Program.

Guest/Spouse Name: \_\_\_\_\_

The guest rate of \$150 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.

## Payment Information

*Please make all checks payable to DirectorCorps, Inc.*

☐ VISA   ☐ DISCOVER   ☐ MASTERCARD   ☐ AMERICAN EXPRESS   ☐ BILL ME

☐ CHECK ENCLOSED \$ \_\_\_\_\_

NAME ON CARD

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## Continuing Education

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

DirectorCorps, Inc., the parent company of Bank Director, is registered with the National State Board of Accountancy (NASBA) as a sponsor of continuing professional education on the national Registry of CPE Sponsors. Visit our website for more information on CPE learning objectives, program levels, prerequisites, recommended credits and complaint resolutions.

## Conference Cancellation Policy:

Due to commitments and expenses, all cancellations after October 4, 2021 will be subject to a \$225 processing fee. We regret that no refunds will be given after October 22, 2021; however, substitute participants are welcomed. DirectorCorps, Inc. assumes no liability for any nonrefundable travel, hotel or related expenses incurred by registrants.

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Brentwood, TN 37027

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**Early Rate Available!**

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