



Director Continuing Education Guidelines

- **Conferences/Seminars**
 - **Approval:** Attendance at conferences or seminars requires the approval of the Chairman of the Board or First Vice Chairman of the Board. If the total expense related to the conference or seminar exceeds \$1,500.00, approval is required by both the Chairman and First Vice Chairman. If the conference or seminar is to be attended by the Chairman and/or First Vice Chairman, one must approve in conjunction with the President & CEO.
 - **Attendance:** If the conference or seminar involves overnight lodging and/or air travel, attendance is limited to one (1) event per term year per Director. No more than two (2) non-Management Directors may attend the same event. Further, the conference or seminar must pertain to the Director's role with the organization and, upon return, the Director must provide a brief oral report on the event at the next Board or Board Committee meeting as appropriate.

- **Online/Webinar Training**
 - With the exception of the FinPro webinars and Bank Director Online Training Series that are part of annual Bank subscriptions, as well as complimentary Crowe Quarterly Financial Services Audit Committee and NACD webinars, participation in online/webinar training requires the approval of the Chairman or Vice Chairman.
 - **Participation:** Online/webinar training programs are limited to twelve (12) hours per term year, and must be relevant to the Director's role with the organization.

- **Request for Director Continuing Education**
 - With the exception of the Online/Webinar trainings listed above, the request and approval process for continuing education programs must be submitted per the instructions on the Request for Director Continuing Education form.

- **Director Continuing Education Expectations and Compensation**
 - A Director should attain fifteen (15) continuing education (CE) hours per term year with a requirement of completing forty-five (45) hours within the three-year term of office.
 - A Director may carry over any excess hours above fifteen (15) CE hours per term year for one (1) year only.
 - The annual Board of Directors Retreat shall count towards the fulfillment of CE hours.
 - A Director may attain a maximum of twelve (12) CE hours per term year via online/webinar training, with credit and payment in increments of 15 minutes.
 - Director compensation for continuing education is as recommended by the Compensation Committee and approved by the Board of Directors on an annual basis.