



Application and Petition Process

For Nomination to BECU Board of Directors and Audit Committee

Application Process

Resumes and letters of interest are now being accepted from members for nomination for election to positions on the Board of Directors (Board) and Audit Committee. The deadline for submitting your resume and letter of interest is Friday, November 30, 2018. Following an initial screening, interviews of any selected applicants will be conducted. The Board Nominating Committee decides which applicants will be nominated and placed on the nomination slate.

For additional information, please contact Maureen McFaddin at 206-436-2875. To submit your resume and letter of interest to the Nominating Committee, please email it to:

BECUNominatingCommittee@becu.org.

Petition Process

Members may also secure a place on the nomination slate through a petition process. Members so interested must submit a qualified petition by November 30, 2018. In order for a petition to be qualified:

1. The petition must be signed by at least 2% of the eligible voting members of BECU (approximately 19,324 signatures) for 2018.
2. The petition must be accompanied by a certificate from the petitioner stating that he or she is agreeable to candidacy and will serve if elected to office.
3. The petitioner must meet all of the eligibility requirements listed in Article VI, Section 3 or Article VII, Section 3 of BECU's Bylaws. ([click here](#)).
4. The petition must be received at BECU, Attn: Legal Department, 12770 Gateway Drive, Tukwila WA 98168 by November 30, 2018.
5. The BECU Secretary will determine if the petition is qualified.

Additional information on the petition process is set forth in Article V, Section 2 of BECU's Bylaws. Members submitting qualified petitions will be placed on the nomination slate.

Key Responsibilities of the BECU Board of Directors and Audit Committee

The Board of Directors is responsible for, among other things:

- managing the business and affairs of BECU;
- hiring and evaluating the President/CEO and determining his or her compensation;
- reviewing and approving BECU's policies;
- approving BECU's annual operating budget;
- reviewing the Audit Committee's annual report;
- reviewing and approving long-term strategic objectives; and
- monitoring operations for compliance with the law, BECU's Bylaws, BECU's policies, and principles of safety and soundness.

The Audit Committee is responsible for, among other things:

- keeping informed of BECU's financial condition;
- reviewing and evaluating the effectiveness of BECU's internal controls, including:
 - adequate control environment and governance compliance;
 - compliance with applicable law;
 - safeguarding BECU's assets; and
 - operational efficiency and effectiveness of controls;
- reviewing and approving the annual audit plan and all major significant changes to the plan;
- reviewing internal audit's activity performance relative to its plan;
- approving decisions regarding the appointment, replacement, or dismissal of the chief audit executive; and
- making a report to members at the Annual Membership Meeting.

Time Commitment

The Board meets in person at least six times a year. On those days, Board Committee meetings are held in the morning and the regular Board meeting is held in the afternoon.

There are three standing Board Committees that meet several times each year: the Finance and Risk Committee, the Governance Committee, and the Compensation Committee. Each Director is usually assigned to two Board Committees. The Audit Committee meets at least quarterly.

Each spring the Board conducts a Strategic Session. This is usually scheduled from Thursday afternoon through Friday. The Strategic Session is usually held at an offsite location.

BECU Officials are expected to become members of the National Association of Corporate Directors (www.nacdonline.org) and are expected to attend the NACD board professionalism workshop during their first two years of Board or Audit Committee service. In addition, they are expected to attend at least one conference each year related to the credit union industry or a relevant topic. Expenses related to fulfilling these requirements are paid by BECU.

Other Considerations

The Credit Union indemnifies each Official in accordance with BECU's Articles of Incorporation and BECU's Bylaws. Each Official is also covered by a Directors and Officers Bond that is reviewed annually.

Directors and Audit Committee members receive a stipend from BECU for their time and expertise. The stipend currently ranges from \$40,000-\$50,000 per year, depending on the position.

Updated 07/10/18