



**VIZO FINANCIAL CORPORATE CREDIT UNION
2019 ANNUAL MEETING
September 11, 2019**

The 2019 annual meeting of Vizo Financial Corporate Credit Union (Vizo Financial) was called to order by Chair James McCaw at 12:15 p.m. on September 11, 2019, at the Ballantyne Hotel, 10000 Ballantyne Commons Parkway, Charlotte, North Carolina.

Chair McCaw welcomed the board of directors, supervisory committee, credit committee, member credit unions, staff and guests to the 2019 annual meeting of Vizo Financial.

Chair McCaw reminded participants that only the Corporate's authorized representatives may address the meeting. In order to properly record the minutes of the meeting, member credit union authorized representatives were asked to identify themselves, and the member credit union they represent, prior to addressing the meeting.

Chair McCaw introduced himself as chair of Vizo Financial's board of directors, representing Viriva Community Credit Union.

Chair McCaw introduced the board of directors: Scott Woods, vice chair, South Carolina Federal Credit Union; Joan M. Moran, treasurer, Department of Labor Federal Credit Union; Scott Weaver, secretary, Carolina Foothills Federal Credit Union; Bob Bruns, director, Charlotte Metro Federal Credit Union; Jeff Chelius, director, Riverfront Federal Credit Union; Alison DeTuncq, director, University of Virginia Community Credit Union; Jerry King, director, DEXSTA Federal Credit Union; and Brian J. Vittek, director, Destinations Credit Union.

Chair McCaw introduced the supervisory committee: Richard C. Burtnett, chair, Belco Community Credit Union; Michal Parker, Secured Advantage Federal Credit Union; and Mark Volponi, U\$X Federal Credit Union.

Chair McCaw introduced the credit committee: Jerry King, chair, DEXSTA Federal Credit Union; Dan Berry, Duke University Federal Credit Union; and Kimberly Witt, MTC Federal Credit Union.

Chair McCaw asked the Corporate staff in attendance to stand and be recognized.

Chair McCaw appointed Scott Weaver as the recording secretary.

Chair McCaw asked Secretary Weaver if a quorum was present. Mr. Weaver reported there was a quorum present.

Chair McCaw asked if there were any corrections or changes to the minutes of the 2018 Vizo Financial annual meeting held on August 9, 2018. There were no corrections or changes. A motion was made and seconded to approve the August 9, 2018 annual meeting minutes. The motion was approved.

Report of the Chair:

This year's Annual Report was once again produced in electronic format and a link to the report was provided to all registered attendees. It is also available on the Vizo Financial website. The official written Chair and Executive Reports appear in the 2018 Annual Report.

In addition to the written report, Chair McCaw made the following comments:

This October represents three years since First Carolina and Mid-Atlantic Corporate voluntarily agreed to merge and form Vizo Financial. While management has worked diligently to consolidate operations and re-structure the organization for the future, the board has focused on plotting out a long-term vision for the organization. Much of this vision has focused on leveraging the full potential of the cooperative model and clearly aligning all that we do with Vizo Financial's core values. The merger has yielded clear results in building a much stronger financial base and broadened the level of expertise we can provide members in terms of both personnel and products. Original members of Mid-Atlantic Corporate have clearly benefited from the improved investment returns on deposited funds, whereas those from First Carolina now have access to a plethora of payment and risk management services at extremely attractive price levels.

Looking toward the future to achieve the greatest value for our collective membership, we talk about these recurring themes: trust, aligning products with member needs, and deepening member relationships. Vizo Financial's success and the value we provide is proportionate to the level of member collaboration and product usage. To achieve this greater level of participation and maximize the benefits of the corporate credit union model, we want to be more tuned into our member needs by working closer together in selecting future innovations and products for development.

To accomplish this task, we will make our staff more accessible to our membership, in terms of providing support and advisory services.

We want to create more opportunities to interact with our members to better understand your specific needs. The board of directors, management and staff of Vizo Financial care deeply about what we do each and every day for our members. We want to clearly demonstrate a high level of service predicated on a deeply engaged partnership with our members.

The message I would like to leave with you today is that the primary motivation for consolidating organizations was to create a more financially sound and vibrant corporate for our

members, and we are well on our way to realizing these goals. Thanks to your ongoing support, we are a much stronger organization today and better positioned to take on the challenges ahead. Every step along the way has been focused on strategically creating a corporate that can do more for its members.

We have complete confidence in our leadership team, that they will make the right decisions for the right reasons – always keeping benefit to the membership as our top priority.

In closing, it has been my pleasure to serve as your corporate's Chairman over the past year. It is an honor to represent all of you and to work alongside this board and management team to lead this organization into the future. I want to thank my fellow board members for this opportunity, and I thank you, our members, for your continued support.

Chair McCaw advised that the reports of the treasurer, credit committee and supervisory committee are printed in the annual report. There were no questions on the reports and they were accepted as printed.

Executive Reports:

Mr. Brehmer, president, noted Vizo Financial's vision of driving credit union success through proven excellence, unmatched expertise and engaged partnerships, and emphasized the focus on people through this vision statement. He also noted that the Corporate's core values are integrity above all, passion for service, one unified team and continue to learn.

Mr. Brehmer reported that assets are over \$4 billion, retained earnings are over \$102 million, and there is \$214 million in member capital. Total capital is \$325 million. Mr. Brehmer provided additional financial information on capital, earnings, asset trends, capital ratio trends, net income, retained earnings and the investment portfolio, and provided an update on the corporate stabilization fund.

Mr. Brehmer explained that Vizo Financial is focused on five pillars of business, including managing liquidity and investments, managing technology, managing payments, managing risk and managing/leading people. He also stressed the importance of member engagement.

Mr. Brehmer reviewed the key initiatives for 2019, including organizational structure, a core processing strategy, P2P, a common payments platform, a combined international wires platform, managed IT services, a CECL solution, the I-Care healthcare solution and aggregation pricing.

Mr. Murray, chief executive officer, discussed the future outlook and impact that technology will have in the future on credit unions and their members, including artificial intelligence, technological integration and how to meet changing needs, and staying relevant. He noted the importance of cooperative initiatives.

Mr. Murray addressed points that will impact the financial stability of a credit union including how money flows, credit demands, revenue sources, staffing skills, smart technology and how it integrates with people, and relationship building in the technology age.

Mr. Murray advised the ways the Corporate is working to address impact points of technology in the future include investing in technology to provide solutions for core processing, a CECL solution, mobile convenience, integrating payments, cooperative back office support, skilled staffing, deeper engagements by understanding retail needs, and working with other corporate credit unions.

Mr. Murray emphasized Vizo Financial's commitment to the cooperative credit union movement and thanked the Corporate's members, board and staff.

Chair McCaw asked if there were any items under old business to be presented. There were no old business items to address.

Chair McCaw asked if there were any items under new business to be presented. There were no new business items to address.

Chair McCaw introduced Bob Bruns, chair of the nominating committee.

Mr. Bruns introduced the other members of the nominating committee: Sue DeStephano of First Capital Federal Credit union, and Patty Idol, of Mountain Credit Union.

Nominating Committee Report:

The nominating committee met in accordance with the Corporate's bylaws and the following candidates for the 2019 election were selected: Daniel Berry, Duke University Federal Credit Union, Durham, North Carolina; Jeff Chelius, Riverfront Federal Credit Union, Reading, Pennsylvania; Genice DeCorte, HealthShare Credit Union, Greensboro, North Carolina; Alison DeTuncq, University of Virginia Community Credit Union, Charlottesville, Virginia; Lisa Lambrecht, ValleyStar Credit Union, Martinsville, Virginia; and Scott Woods, South Carolina Federal Credit Union, N. Charleston, South Carolina.

No recommendations for nomination were rejected and no nominations by petition were received.

Chair McCaw reported this year's board election was conducted via an online platform hosted by Survey & Ballot Systems. There were 221 total ballots cast, just below the 2018 voting total of 235 ballots. The election results were compiled by Survey & Ballot Systems.

The nominees elected for a three-year term, which expire in 2022 are Scott Woods, South Carolina Federal Credit Union; Alison DeTuncq, University of Virginia Community Credit Union; and Jeff Chelius, Riverfront Federal Credit Union.

The nominee elected for a two-year term, which expires in 2021 is Daniel Berry, Duke University Federal Credit Union.

Chair McCaw extended his congratulations to the candidates who were elected and discharged the nominating committee, expressing his appreciation for their work during the 2019 nomination process.

Chair McCaw acknowledged Brian Vittek, who is retiring from the board. Mr. Vittek has been an active and dedicated credit union leader for over 29 years. He was appointed to the Mid-Atlantic Corporate supervisory committee in 2002 and served as committee chair from 2005 to 2007. He was appointed to Mid-Atlantic Corporate's board in 2005 and elected to the board in 2006, serving as board secretary from 2007 to 2016. Mr. Vittek actively participated in and became part of the newly created Vizo Financial board of directors in 2016, serving as chair of the ERM committee from 2018 to 2019. He was also appointed to the MY CU Services board of directors in 2011, served as treasurer from 2014 to 2019 and as secretary/treasurer in 2019.

Mr. Vittek was presented with a plaque commemorating his years of service with the Corporate.

Chair McCaw affirmed that Mid-Atlantic Corporate and Vizo Financial have both benefitted from Mr. Vittek's leadership during one of the most critical times for this nation's financial industry and culminating in the successful merger of First Carolina and Mid-Atlantic Corporate, and beyond. He is highly respected for his leadership, dedication and integrity over his many years of service to the credit union community. Chair McCaw thanked Mr. Vittek for his dedication and integrity, and leadership provided to the entire credit union movement.

Mr. Vittek expressed his thanks for the opportunity to serve on the board and his support of the Corporate.

Chair McCaw asked if there were any objections to adjourning the 2018 Vizo Financial annual meeting. There were no objections. The 2019 Vizo Financial annual business meeting adjourned at 1:15 p.m.

Respectfully submitted,

R. Scott Weaver, Secretary

Attest: _____
James F. McCaw, Chair