



## Community Bank Directors Conference

Sponsored by  
The Independent Bankers Division  
September 9 & 10, 2010  
Nashville Hilton Downtown, Nashville



## Optional Bonus Program New Directors Orientation Program

September 9, 2010  
Nashville Hilton Downtown, Nashville  
Full conference registration is required  
to attend this program

## Agenda At-A-Glance

### New Directors Orientation Program Thursday, September 9

- 1:30 – 2:00 pm **Registration**
- 2:00 – 3:00 pm **Welcome and Introductions**  
*Identifying Red Flags in Compliance Audit Reports and Exam Reports*  
- Edwards
- 3:00 pm **Break**
- 3:15 – 4:15 pm **BSA/AML Red Flags for New Directors**  
- Evans
- 4:15 – 5:15 pm **Emerging Compliance Issues and Their Impact on Your Institution's Bottom Line**  
- Edwards
- 5:15 pm **Program Adjourns for the Day**

### Community Bank Directors Conference Thursday, September 9

- 4:30 – 5:30 pm **Registration**
- 5:30 – 6:30 pm **Community Bank Directors Conference Kick-off Reception**

### Community Bank Directors Conference Friday, September 10

- Speaker for all sessions - *Wilson*
- 8:00 – 9:00 am **Registration/Continental Breakfast**  
- Sponsored by *Warren, Averett, Kimbrough, & Marino, LLC, Birmingham, AL*
  - 9:00 – 10:20 am **Welcome and Introduction** - Smith
    - *Being a Post Turtle*
    - *How Good Is a Good Idea?*
    - *Is Director Effectiveness Critical? Why?*
  - 10:20 **Break**
  - 10:35 am – Noon **Shareholder Expectations**
    - *Accountabilities*
    - *Relationships*
    - *Bank Needs and Expectations*
  - Noon – 1:00 pm **Lunch**
  - 1:00 – 2:10 pm **The Competitive Advantage (Positive Differentiating Experience)**
  - 2:10 **Break** - Sponsored by *Warren, Averett, Kimbrough, & Marino, LLC, Birmingham, AL*
  - 2:25 – 3:30 pm **The Competitive Advantage continued (Positive Differentiating Experience)**
  - 3:30 – 4:00 pm **Questions and Wrap Up**
  - 4:00 pm **Adjourn**

Full conference registration is required to attend this program

## Optional Bonus Program

# New Directors Orientation Program

September 9, 2010

Nashville Hilton Downtown, Nashville



## Who Should Attend

This *New Directors Orientation Program* is a separate and optional program designed specifically for new directors. It requires separate registration for those interested in attending and is available only to directors also registered for the full conference on Friday. The focus is on current and emerging compliance issues.

## Benefits of Attending

- Learn how to identify red flags in audit reports, exam reports, and BSA/AML
- Learn how to understand your bank's BSA annual report
- Discuss emerging compliance issues and their impact on your bank's bottom line
- Identify potential compliance changes coming from Washington

## Agenda

### New Directors Orientation Program Thursday, September 9

1:30 – 2:00 pm **Registration**

2:00 – 3:00 pm **Welcome and Introductions**  
**Identifying Red Flags in Compliance Audit Reports and Exam Reports**  
- **Connie Edwards**, CRCM, President & Owner, Banc Compliance Group, Inc, Franklin, TN

Have you ever been in an audit committee meeting and wondered what MRAs are? Do you know the status of your institution's consumer compliance program from the perspective of your bank's regulatory agency? Get clarification on this and more in this session.

3:00 **Break**

3:15 – 4:15 pm **BSA/AML Red Flags for New Directors**  
- **Paula Evans**, CRCM, Senior Vice President/Compliance Executive, Banc Compliance Group, Inc, Franklin, TN

Do you know how to identify Bank Secrecy Act (BSA)/Anti-Money Laundering (AML) red flags in your board reports? Do you understand the BSA annual report from your institution's BSA officer? Is the lingo confusing? Join Paula Evans for clarification in these areas.

4:15 – 5:15 pm **Emerging Compliance Issues and Their Impact on Your Institution's Bottom Line**  
- **Connie Edwards**, CRCM, President & Owner, Banc Compliance Group, Inc, Franklin, TN

Higher-Priced Mortgage Loans (HPML), changed circumstances, new escrow requirements, overdraft protection (ODP) changes...how have these new emerging compliance issues affected your institution's bottom line? Do we expect additional compliance changes coming from Washington?

5:15 pm **Program Adjourns for the Day**

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4:30 – 5:30 pm **Registration**

5:30 – 6:30 pm **Community Bank Directors Conference Kick-off Reception**

## New Directors Orientation Speakers



**Connie Edwards, CRCM**, is president and owner of Banc Compliance Group, Inc (BCG). During her 19 plus years' career in the legal and financial industries, her mission has been to promote the highest degree of compliance excellence in the organizations with which she has worked. In addition to her banking and compliance expertise, Edwards is also a dynamic, effective train-

er, as evidenced by the superior evaluations given by participants in her training programs. The positive regulatory examination results enjoyed by BCG's client banks from their respective regulatory examiners is a testament to her success as a communicator and compliance professional. Edwards holds a BA degree in legal studies from the University of Central Florida and is a graduate of the American Bankers Association's National Compliance School. In June, 2003, she earned the distinguished designation of Certified Regulatory Compliance Manager from the Institute of Certified Bankers, a division of the American Bankers Association.



**Paula Evans, CRCM**, is senior vice president and compliance executive with Banc Compliance Group, Inc. She brings more than 15 years of compliance experience to her position. She has been responsible for compliance and CRA matters at both Union Planters Corporation and SunTrust Banks, in addition to serving for nearly nine years as senior vice president/BSA officer for Wilson Bank & Trust, Lebanon, TN.

Evans has had direct responsibility for a wide range of regulatory compliance, internal audit, and loan review matters, including maintaining compliance with the Home Mortgage Disclosure Act, the Bank Secrecy Act, and the conduct and analysis of a variety of internal audits, reporting directly to the bank's audit committee and senior management. She also has been responsible for implementing corrective actions for cited deficiencies, developing and delivering compliance training and communications programs, and has extensive experience working with the Office of the Comptroller of the Currency and the Federal Deposit Insurance Corporation. Evans holds the designation of Certified Regulatory Compliance Manager from the Institute of Certified Bankers of the American Bankers Association. She is a graduate of the Graduate School of Banking at LSU as well as The Southeastern School of Banking.



**TENNESSEE BANKERS**  
ASSOCIATION *Service Since 1890*™

## MARK YOUR CALENDAR

# Independent Bankers Division Convention

## October 26 & 27, 2010

### Nashville Hilton Downtown, Nashville

### Sponsored by The Independent Bankers Division



*Each year, over 150 bankers from across the state come together at the Independent Bankers Division Convention. The afternoon of the first day includes a golf tournament followed by a reception for all convention participants. The general sessions on the following morning cover current issues of interest to community banks and include the election of division officers and directors.*

For more information about this program, contact:  
**Susan R Taylor, CMP** - [srtaylor@TNBankers.org](mailto:srtaylor@TNBankers.org)  
Vice President, Director of Professional Development  
Tennessee Bankers Association  
211 Athens Way, Ste 100 • Nashville, TN 37228-1381  
800/964-5525 or 615/244-4871 or [www.TNBankers.org](http://www.TNBankers.org).



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- 4:30 – 5:30 pm **Registration**
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### Community Bank Directors Conference Friday, September 10

Speaker for all sessions - *Charles E. (Chuck) Wilson, Principal, Banking Industry Group, Inc, Sylacauga, AL*

- 8:00 – 9:00 am **Registration/Continental Breakfast - Sponsored by Warren, Averett, Kimbrough, & Marino, LLC, Birmingham, AL**

- 9:00 – 10:20 am **Welcome and Introduction - Anderson L. Smith, Vice Chairman, Tennessee Bankers Association; Immediate Past President, Independent Bankers Division; and President/CEO, Jefferson Federal Bank, Morristown, TN**

#### **Being a Post Turtle**

Unfortunately, some folks are in situations much like the “Post Turtle” — not sure where they are, how they got there, or how to get down from where they are. Do you know any “Post Turtles”?

#### **How Good Is a Good Idea?**

We encounter many really good ideas each day. In

## Who Should Attend

Both outside and inside board members, CEOs and presidents of community banks, and internal auditors throughout the state will benefit from the information available at this conference. We encourage you to bring your full board and schedule your board meeting in conjunction with this conference.

## Benefits of Attending

- Reinforcement of the things you are doing that are effective
- New insights to the best practices of effectiveness
- Challenge the old traditions that are no longer effective
- Information to assist in assessing their effectiveness

Each attendant will receive a handout for taking notes during the presentation. The handout, along with the notes taken, can be used back at the bank or in the boardroom to begin to assess and determine really good ideas and critical issues that the board of directors and the bank management team need to address in your Fall 2010 planning process. ***How good is a really good idea? Only as good as.....You will find the answers in the session. Ya'll come!***

this session, we will discuss what is required when we hear or see a good idea in order to make that idea become a reality.

#### ***Is Director Effectiveness Critical? Why?***

If the answer to this question for your bank is YES, the answer as to WHY needs to be clearly identified, understood, and agreed to. Then develop and act upon a plan.

10:20 **Break**

10:35 am – Noon **Shareholder Expectations**

#### ***Accountabilities***

Few banks' boards have identified clearly and agreed on what the shareholders expect. In today's economic environment, a few of the “musts” are:

- **Enhancing shareholder value**
- **Safety and soundness**
- **Succession management plan(s)**
- **Effectiveness**

#### ***Relationships***

- **Effective Communications**
  - What
  - How often
  - By what method(s)
  - How

- **Annual Meeting**

#### ***Bank Needs and Expectations***

- **Vision**

Why was our bank founded? Are we still on

# Community Bank Directors Conference Speaker



**Charles E. (Chuck) Wilson** is managing principal of Banking Industry Group, Inc, a company providing onsite consulting, education, training, speaking, and coaching services in all aspects of customer relationship management (CRM) consultative selling/sales and quality customer service culture, strategic planning facilitation, board of

directors effectiveness, and best practices in high performance banking organizational issues. Wilson has more than 30 years of hands-on community banking and financial services industry experience. He recently served as executive vice president of Middleburg Financial Corporation, responsible for consumer banking and marketing. He also has been employed with IBM Global Services as principal, North America Bank Consulting Practice, with responsibilities for providing an array of consulting services with community banks under \$10 billion in assets in the United States, Canada, and the Caribbean. Before

joining IBM Global Services, Wilson was a senior relationship manager for Sheshunoff Management Services as a facilitator in the CEO Affiliation Program and provided consulting services to community banks across the USA. He was executive vice president and director of the strategic resources group of a multi-bank holding company with six community banks in Georgia, Florida, and Tennessee. Wilson has served as senior vice president with an international multi-company insurance holding company. He holds an undergraduate degree in marketing and management from Mercer University, a graduate degree in organizational development from the University of Louisville, and a professional master's degree in banking from Louisiana State University. He is a faculty member with SMU Southwest Graduate School of Banking and with the Graduate School of Banking at LSU. He also is a facilitator with LSU's Academy of Professional Banking in Scottsdale, AZ. Wilson is recognized nationally by the financial services industry as a popular speaker at national and state conventions, conferences, and seminars.

that track, or are we on a new track? There is an old and important saying, "without vision, the people will perish."

- **Values**

This is how we behave/act individually. The image of our organization is determined when the values are clear and internalized.

- **Clear Strategic Direction**

As representatives of the owners (shareholders) in a highly competitive environment of financial services, now more than ever before, the board of directors must know where we are going.

- **Loyalty and Active Support**

It all begins in the board room. Employees and customers will mirror what they see, not what they hear. What is it, and how is it achieved?

Noon – 1:00 pm **Lunch**

1:00 – 2:10 pm ***The Competitive Advantage — Positive Differentiating Experience***

What are the roles, and how can directors insure the bank achieves a clear competitive advantage in its market(s) with.....

- **Consumers**

- Existing customers
- New or first-time customers
- Prospective (selected) customers

2:10

**Break - Sponsored by Warren, Averett, Kimbrough, & Marino, LLC, Birmingham, AL**

2:25 – 3:30 pm

***The Competitive Advantage — Positive Differentiating Experience continued***

What are the roles, and how can directors insure that the bank achieves a clear competitive advantage in its markets with....

- **RIGHT Employees Doing RIGHT Things RIGHT**

If effectiveness of directors is critical, then the effective deployment of our human capital is the primary "must" of the bank.

- Clear profile of a RIGHT employee is where it begins
- Measurable accountabilities and responsibilities
- Processes, practices, and standards are a "must"

- **A Few NEW Things that Effective Directors Must Address**

- Generational understanding
- Virtual consumers
- Electronic delivery channels
- What will become of the traditional branch?

3:30 – 4:00 pm

***Questions and Wrap Up***

4:00 pm

**Adjourn**

## THANK YOU TO OUR SPONSOR

**Warren, Averett, Kimbrough, & Marino, LLC, Birmingham, AL**

– Friday Continental Breakfast & Afternoon Coffee Break

**WARREN, AVERETT, & MARINO, LLC**  
CERTIFIED PUBLIC ACCOUNTANTS • BUSINESS & FINANCIAL CONSULTANTS

## Dates and Location

September 9 & 10, 2010

Nashville Hilton Downtown, Nashville

## Hotel Information

The conference is being held at the Hilton Nashville Downtown, 121 Fourth Avenue, South, conveniently located in the heart of the entertainment district and adjacent to the Bridgestone Arena and the beautiful Country Music Hall of Fame and Museum.

The Hilton is holding a block of rooms on a first-come, first-served basis at a special group rate of \$165 per night single/double occupancy.

**The deadline for making reservations at this rate is Wednesday, August 18. When the allotted room block is sold, rates will return to standard prices even if it is before the August 18 deadline. After August 18, the block will be released to the general public, and rates return to standard prices on a space-available basis, so be sure to reserve your accommodations early.**

To make reservations, contact the hotel locally at 615/620-1000 and ask for the Tennessee Bankers Association *Community Bank Directors Conference* block of rooms to receive this special group rate. Hotel check-in is 3:00 pm.

## Registration Fees

Fee covers instruction, instructional materials, reception on Thursday, continental breakfast and lunch on Friday, and refreshment breaks. Please register early. At-the-door registrants will be assessed an additional \$25 late registration fee.

No written confirmation of seminar registration will be sent from the TBA.

Participation in TBA programs is limited to members, associate members, and nonmembers from an eligible membership category at applicable member or nonmember rates.

### September 10

**Conference Only** (Conference includes reception on Sept 9)

	TBA Members / Associate Members	Nonmembers
Early Registration	\$205	\$410
<i>Early registration deadline is August 25</i>		
Registration	\$230	\$435
At-the-door	\$255	\$460

### September 9 & 10

**Conference & New Directors Orientation Program Pricing**

	TBA Members / Associate Members	Nonmembers
Early Registration	\$255	\$510
<i>Early registration deadline is August 25</i>		
Registration	\$280	\$535
At-the-door	\$305	\$560

## Continuing Education Credit

Those attending **only** the Friday conference qualify for 6.5 hours of Continuing Professional Education (CPE) credit in the area of Business Management and Organization. Those attending **both** Thursday afternoon directors orientation and Friday conference qualify for 9.5 hours of Continuing Professional Education (CPE) in the area of Business Management and Organization. No prerequisites are required for this program. For more information regarding administrative policies or complaints, please contact our offices at 615/244-4871.

Tennessee Bankers Association is registered with the National Association of State Boards of Accountancy (NASBA) as a sponsor of continuing professional education on the National Registry of CPE Sponsors. State boards of accountancy have final authority on the acceptance of individual courses for CPE credit. Complaints regarding registered sponsors may be addressed to the National Registry of CPE Sponsors, 150 Fourth Avenue, North, Suite 700, Nashville, TN, 37219-2417. Web site: [www.nasba.org](http://www.nasba.org)

To obtain continuing education credit applications or more information, call the TBA education department at 800/964-5525 or 615/244-4871.

**Delivery Method:** Group-live

**Program Level:** The program on Thursday afternoon is designed specifically for new bank directors. The program on Friday is for any bank directors currently serving their institution.

**Prerequisites & Preparation:** No prerequisites or advance preparation are required for this conference.

## General Information

**Attire:** Business casual attire is appropriate for all TBA programs. Because of temperature variations in meeting rooms, please bring a sweater or jacket for your comfort.

**Special Needs:** If you have a disability that may affect your participation in this program, please send TBA a statement regarding any special needs at least 10 days before the program. We will contact you to discuss accommodations.

**Cancellation Policy:** Cancellations received in the TBA office 7 business days prior to the scheduled program will be refunded in full. Due to commitments with hotels, cancellations received less than 7 business days prior to the scheduled program are not refundable. Substitutions are welcome. Registrants who do not attend the program or send a substitute will be responsible for the entire registration fee.

For more information about this program, contact:

**Susan R Taylor, CMP** - [srtaylor@TNBankers.org](mailto:srtaylor@TNBankers.org)

Vice President, Director of Professional Development

Tennessee Bankers Association

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You must select the program(s) you wish to attend

Conference  
Only

Conference  
& Orientation  
Program

Please print or type.

**To register online go to  
[www.TNBankers.org](http://www.TNBankers.org)**

SS# Must be included.  
For educational tracking only.

<input type="checkbox"/>	<input type="checkbox"/>	Name _____	Nickname _____	E-mail _____	SS# _____
<input type="checkbox"/>	<input type="checkbox"/>	Name _____	Nickname _____	E-mail _____	SS# _____
<input type="checkbox"/>	<input type="checkbox"/>	Name _____	Nickname _____	E-mail _____	SS# _____
<input type="checkbox"/>	<input type="checkbox"/>	Name _____	Nickname _____	E-mail _____	SS# _____
<input type="checkbox"/>	<input type="checkbox"/>	Name _____	Nickname _____	E-mail _____	SS# _____
<input type="checkbox"/>	<input type="checkbox"/>	Name _____	Nickname _____	E-mail _____	SS# _____

Company \_\_\_\_\_ Contact \_\_\_\_\_ E-mail \_\_\_\_\_  
 Address \_\_\_\_\_ City \_\_\_\_\_  
 State \_\_\_\_\_ Zip \_\_\_\_\_ Phone \_\_\_\_\_ Fax \_\_\_\_\_

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	Number	Fee	Total
Directors Orientation & Conference	_____ @ \$ _____	= \$ _____	
Conference Only	_____ @ \$ _____	= \$ _____	
<b>Grand Total</b>			<b>\$ _____</b>

Method of payment:  VISA  MasterCard  Check CK# \_\_\_\_\_  
 Card # \_\_\_\_\_ Exp Date \_\_\_\_\_  
 Name as appears on card (please print) \_\_\_\_\_  
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 City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_ Phone \_\_\_\_\_  
 Signature of cardholder \_\_\_\_\_



**RETURN COMPLETED FORM AND PAYMENT TO:**

Tennessee Bankers Association  
 ATTN: Monique Jenkins  
 211 Athens Way, Ste 100  
 Nashville, TN 37228-1381  
 Phone: 615/244-4871 or 800/964-5525  
 Fax: 615/324-1990