

COMMUNITY DEPOSITORY INSTITUTIONS ADVISORY COUNCIL CHARTER

Effective Date: March 1, 2022

Establishment: There is established at the Federal Reserve Bank of New York (“New York Fed”) an advisory council on community depository institutions (“Council”).

Purpose: The purpose of the Council is to provide information, advice, and recommendations to the New York Fed and to the Board of Governors of the Federal Reserve System (“Board of Governors”) from the perspective of community depository institutions.

Membership Selection and Composition: The New York Fed selects the Council’s members, each of whom shall be a representative of a depository institution in the Second Federal Reserve District with total assets of less than \$10 billion. The New York Fed will have sole discretion to appoint and remove Council members. Membership will rotate over time to ensure that a range of views are represented. The term of membership is three years with the possibility of serving two terms. The Council may have up to twelve members and will include at least two representatives from commercial banks (state member banks, state nonmember banks, or national banks), two representatives from thrift institutions (state or federal savings and loan associations or savings banks), and two representatives from credit unions (state or federal). If a member departs from his or her institution or if an institution no longer meets the criteria for representation on the Council, the member will be asked to resign from the Council. If a member wishes to resign from the Council, the member shall inform the New York Fed as soon as practicable. Each member should attend all Council meetings, contribute as appropriate to the Council’s discussions, and participate actively in any Council-sponsored projects to which he or she is assigned.

Governance: The New York Fed will select a Chair, who will be responsible for conducting Council meetings. A New York Fed senior management official will be responsible for setting the Council’s agenda, overseeing any projects sponsored by the Council and reviewing the Council’s documents and public communications. One or more New York Fed staff members will serve as Secretariat. The Secretariat will have responsibility for maintaining the official repository of Council documents. A member of the New York Fed’s Legal Group will attend all Council meetings.

The Council may establish standing subcommittees or working groups to focus on specific issues or projects.

Everyone who participates on the Council, a subcommittee or working group must (i) conduct themselves according to the spirit and letter of state and federal antitrust laws; (ii) adhere to the terms of this Charter and any Antitrust Guidelines supplied by the New York Fed, and (iii) review and acknowledge the Charter and Antitrust Guidelines at least annually.

Meeting Procedures: The Council will meet not less than twice a year with the President of the New York Fed and other senior officers. Each meeting of the Council will have a pre-announced agenda which will include questions provided by the Board of Governors. Meeting agendas and any additional materials will be prepared for each meeting by the Secretariat and circulated in advance of the meeting as well as posted on the Bank’s public website. Any materials presented by members at Council

meetings may be published on the Bank's public website. Members sharing presentation materials at Council meetings are responsible for ensuring that they have all necessary rights and licenses to enable the Council/New York Fed to publish the contents of such materials and that such materials do not contain competitively sensitive information. Council members will consider and discuss commonly encountered issues that affect the ability of community depository institutions to serve local markets. The Secretariat will keep minutes of each meeting to include, at a minimum: (i) a list of attendees and (ii) a general description of the topics and input discussed. The Secretariat will circulate draft minutes for review and comment to Council members as soon as practicable following each meeting. The Secretariat will publish final minutes on the Bank's public website generally no later than 30 days after each meeting.

Meetings with the Federal Reserve Board: The Board of Governors, in consultation with the New York Fed, will appoint one member from the Council to serve for a period of three years as the Council's representative ("Council Representative") on the Community Depository Institution Advisory Council at the Board of Governors ("Board CDIAAC"). The Chair of the Council typically serves as Council Representative on the Board CDIAAC. The Board CDIAAC is composed of one Council representative from each of the 12 Reserve Banks. The Board CDIAAC will meet with the Board of Governors in Washington, D.C., at least twice a year to convey information, advice, and recommendations that were developed in the meetings of the Federal Reserve Bank Councils.

Federal Reserve Conduct Rules¹: New York Fed staff are subject to the Code of Conduct and Communicating with the Public Policy and the Federal Open Market Committee's Policy on External Communications of Federal Reserve System Staff. New York Fed staff are prohibited from discussing material non-public or confidential supervisory information with members of the Council. Opinions expressed or statements made by New York Fed staff in the course of the Council's activities are solely those of the participant and do not necessarily reflect the views of the New York Fed or the Federal Reserve System.

Statements published by the Council do not reflect the views of the New York Fed or the Federal Reserve System.

¹ For purposes of this section, the term "Council" shall also encompass any subcommittees and working groups that the Council may establish.