



BACKGROUND INFORMATION AND FORMS FOR MEMBERS INTERESTED IN BEING CONSIDERED FOR NOMINATION TO THE BOARD OF DIRECTORS

2024 ELECTION

State Employees' Credit Union®



"People Helping People"



TABLE OF CONTENTS

| | |
|------------------------------------------------------------------|-----------|
| TABLE OF CONTENTS..... | 2 |
| BACKGROUND | 3 |
| Board of Director Position Description..... | 4 |
| ELECTION POLICIES AND PROCEDURES..... | 6 |
| 2024 Board of Director Election Procedure Schedule..... | 9 |
| SECU DIRECTOR CANDIDATE QUESTIONNAIRE | 12 |
| CERTIFICATION OF INFORMATION | 29 |
| NOTIFICATION AND AUTHORIZATION FORM FOR EMPLOYMENT | |
| CONSUMER REPORT | 30 |
| CERTIFICATION OF CANDIDACY AND WILLINGNESS TO SERVE | 31 |
| VOLUNTARY SELF-IDENTIFICATION FORM | 32 |



BACKGROUND

State Employees' Credit Union is a member-owned, not-for-profit cooperative financial institution formed to promote thrift among its members, provide a source of credit at fair and reasonable rates, and assist its members in improving their economic and social condition. The leadership of the organization relies heavily on volunteers to provide direction and ensure sound operation. Currently, thousands of members serve on the various committees or Boards, all without compensation.

The Board of Directors consists of 11 members, all of whom must be members with SECU. Regular terms of office are for periods of three years, unless a Director is elected to serve out an unexpired term or is appointed by the Board to fill a vacant Director position until the next annual meeting. The terms are staggered such that each year at least three Directors' seats are presented to the membership for election.

Because of the frequency and length of Board and committee meetings, members serving on the Board must be available at the core administrative offices in Raleigh at least monthly. The Board meets monthly, typically on the 4th Tuesday, for several hours. Board members must also attend numerous committee meetings and events around the state throughout the year, as well as two annual off-site meetings spanning three days each. Additionally, Board members serve a dual duty as members of The State Employees' Credit Union Foundation Board, which also presents a significant meeting and decisional schedule. The amount of work and difficulty of subject matter, combined with the fact that these are unpaid positions, make the decision about serving a serious one. That said, the gratification that comes from working with loyal SECU employees to serve both our members and the larger population of North Carolina is commensurate with this required commitment and effort for those who bring their time and talent to the considerable work of the Board.

SECU utilizes an Application and a Nominating Committee as the primary means to identify, screen, and recruit members who are willing to serve on the Board. Because of the significant responsibility of a Director and the learning curve involved in becoming effective in this position, most Directors serve for multiple terms. There is a great benefit both in having seasoned Directors and in having new Board members bring fresh skill sets and ideas to the Board. It is the role of the Nominating Committee to help balance those essential competing benefits. Nominating Committees often focus on member-applicants who can fill certain voids in the current Board, such as state agency representation, demographics, specific skill sets, and other criteria.

Historically, most Directors have been nominated and elected as a result of the slate placed before the membership by the Nominating Committee. However, the Bylaws also allow for nominations to be made by petition through policies and procedures adopted by the Board of Directors.

Members have an opportunity to learn more about Board candidates prior to the election. Voting can take place through an absentee ballot or at the Annual Meeting.



This document summarizes the policies and procedures relative to the Director election process and supplies the required forms which should be submitted if a member is interested in being considered for a Director position. Please note that completion of the Voluntary Self-Identification form is voluntary and participation or refusal of participation will not affect consideration of a candidate by the Nominating Committee for service on the SECU Board of Directors. A Board of Director position description is included to explain the requirements of the position. Thank you for your interest in this process.



BOARD OF DIRECTOR POSITION DESCRIPTION

| | |
|------------------------------|-------------------------|
| POSITION TITLE: | Director |
| REPORTS TO: | Members |
| POSITIONS SUPERVISED: | Chief Executive Officer |

OVERALL RESPONSIBILITIES:

As part of an eleven-member team, sets the overall direction, strategy, and policies for SECU with the interest of the member and membership at the forefront. Ensures that the Credit Union is led and managed well, serves the members to the maximum extent possible, while protecting the safety and soundness of the organization, and assures compliance with legal requirements. Monitors and evaluates the Chief Executive Officer's progress in achieving the goals and objectives outlined for SECU and is responsible for succession planning.

COMPENSATION:

Unpaid

SPECIFIC DUTIES AND RESPONSIBILITIES:

Jointly with Other Board Members

- Hire, supervise, and evaluate the Chief Executive Officer
- Succession planning for the organization
- Develop, in conjunction with the CEO, the vision, strategy, and short-range, as well as long-range, planning objectives that meet the needs of members, reflect credit union philosophy, and assure sound operation
- Approve and monitor plans and budgets to support planning objectives
- Monitor financial condition and ensure sound operation
- Authorize and ensure adequate reserves in conjunction with appropriate asset/liability management
- Set policy guidelines for rates, fees, and dividends
- Develop/approve policies for all products, services, and operations
- Ensure implementation and compliance with all SECU bylaws and policies, as well as state and federal laws and regulations
- Ensure effective risk recognition and control in all areas, including insurance, bonding, and contingency planning
- Ensure establishment and implementation of internal controls, sound business practices, and security to protect member assets, including a focus on cybersecurity
- Authorize borrowing and investing
- Ensure adequate ongoing education for volunteers and staff
- Report to the membership at annual and special membership meetings



As an Individual Board Member

- Attend monthly and other called meetings of the Board, committee meetings, annual and special membership meetings, and periodic planning and strategy meetings
- Read and evaluate monthly financial reports and other Board materials before meetings
- Provide input and participate in decisions of the Board
- Represent the Credit Union in the community
- Represent and promote the Credit Union and its services to its members and potential members
- Receiving periodic training through educational opportunities commensurate with their responsibilities and duties as required by law

KNOWLEDGE/ABILITIES TO BE ACQUIRED WHILE SERVING AS A DIRECTOR:

- Understanding and commitment to credit union philosophy
- Ability to think and plan strategically
- Ability to read and interpret business and financial statements and analyses
- Adequate understanding of laws and regulations governing SECU and the credit union industry
- Familiarity with funds management, asset/liability management concepts, lending and collections, marketing concepts, and risk measurement and management
- Understanding of the impact of IT, cybersecurity, data management, e-commerce and social media to the growth and stability of the credit union
- Ability to work and communicate effectively as part of a team

PREREQUISITES:

Must be a member of SECU (18 years of age or older), be capable of attaining the knowledge and abilities described above, and have sufficient volunteer time to devote to the duties of the position.

TIME COMMITMENT:

Sixteen to twenty-four hours or more per month, depending upon committee assignments, tenure and positions held on the Board as follows:

- Six to eight hours per month to prepare for and attend monthly board meetings and periodic Foundation Board meetings
- Three to four hours per month to prepare for and attend committee meetings
- Two to four hours per month for ongoing education (more for new directors)
- Attendance at the Annual Meeting
- Attendance at two-day planning sessions twice a year
- Periodic attendance at some SECU, state, and national credit union meetings



- Periodic training through attendance at educational opportunities
- Additional time to serve as Board Officers and/or Committee Chairs, if applicable

ELECTION POLICIES AND PROCEDURES

IN-PERSON ELECTIONS; NOMINATING COMMITTEE AND SELF-NOMINATIONS; AND ABSENTEE BALLOTS

The Board will follow the following procedures in developing candidates for Board of Director vacancies, receiving nominations, and conducting the election of Directors.

1. **Nominating Committee.** At least 120 days prior to each annual meeting, the Chair of the Board of Directors will appoint a Nominating Committee, recommended to be not less than three members, to screen candidates and recommend nominees.
2. **Candidate Information.** Members may email the Assistant Corporate Secretary at board.corporate.secretary@ncsecu.org to request a State Employees' Credit Union (SECU) Director Candidate Questionnaire, Certification of Information, Notification and Authorization Form for Employment Consumer Report, Certification of Candidacy and Willingness to Serve, and Applicant Voluntary Self-Identification (together, the "Candidate Package") and submit them to SECU by the deadline in the current year Election Procedures Schedule for forwarding to the Chair of the Nominating Committee.
3. **Change in Election Procedure.** In any year for which the Board modifies its election procedures, proper notice will be provided to all members at least 180 days prior to the annual meeting. Such notice will indicate that the Board has modified its election procedures and disclose the change in procedures. The notice will be published in SECU branches and posted on the website, www.ncsecu.org.
4. **Nominations Process.** The Nominating Committee will nominate one member for each vacancy, including any unexpired term vacancy, for which elections are being held. The Nominating Committee will collect and review background information of all candidates considered. The Nominating Committee may choose to meet with any potential candidates. The Nominating Committee must confirm that nominees of the Nominating Committee are (i) eligible to hold a director position (member of the Credit Union, aged 18 years or older, and not convicted of (or entered into a pretrial diversion for) a disqualifying offense under applicable law), (ii) possessing the skills, experience and capabilities best suited for the role, (iii) agreeable to having their name placed in nomination, and (iv) willing and able to serve, if elected.
5. **Filing of Committee Nominations.** At least 60 days prior to the annual meeting, the Nominating Committee, or its designee, shall (i) notify each candidate whether



the candidate was selected by the Nominating Committee, (ii) file its nominations with the Corporate Secretary of the Credit Union, or his or her designee, and (iii) notify all members of the nominations by publishing them in SECU branches and posting them on the website, www.ncsecu.org.

6. **Self-nominations.** Self-nominations may be made only by those who sought, but did not receive, nomination by the Nominating Committee. For a self-nomination to be valid and be included on the ballot, the member must have submitted a completed Candidate Package for consideration by the Nominating Committee by the deadline in the current year Election Procedures Schedule. The notification to each candidate not selected by the Nominating Committee shall include a copy of the Official Nominating Petition for State Employees' Credit Union Board of Directors for the current election year (the "Official Nominating Petition"). Each member wishing to self-nominate must deliver (as described below) an Official Nominating Petition with valid signatures from at least 500 unique members aged 16 years or older with requested evidence confirming membership in SECU. The Official Nominating Petition must include the member name, telephone number, member address, signature and date of signature for each member supporting the candidate to count as a valid signature. Only signatures on the Official Nominating Petition will be accepted. No electronic, facsimile or other digital representation of signatures will be accepted. Joint petitions or petitions in support of more than one member will not be accepted. To avoid disruption to SECU's business and in furtherance of member privacy, solicitation of petition signatures on SECU property or at SECU events is prohibited. Valid signatures will be verified against the Credit Union's membership list to ensure the Official Nominating Petition meets the minimum 500-member signature requirement. Delivery of the Official Nominating Petition shall be made (i) by emailing a statement of intent to self-nominate with the completed Official Nominating Petition attached as a .pdf file to the email address designated for Petition delivery on the Official Nominating Petition by the required date in the current year Election Procedures Schedule (the "Petition Deadline"), or (ii) by sending via national overnight delivery service or hand delivery the completed Official Nominating Petition to the mailing address designated for Petition delivery on the Official Nominating Petition by the Petition Deadline. Candidates must maintain the original completed Official Nominating Petition and shall deliver such original via national overnight delivery service or hand delivery to the mailing address designated for Petition delivery within three (3) business days of SECU's written request to do so if made at any time prior to the annual meeting. Failure to deliver the Official Nominating Petition in the manner and by all applicable deadlines set forth in this section will render such Official Nominating Petitions invalid. Such Official Nominating Petitions will not be accepted and such members will not appear on the ballot.
7. **Statement of Background.** Information provided in the Candidate Questionnaire will be used to create a Statement of Background for that nominee. The Statement of Background will be posted on SECU's website, www.ncsecu.org, as described



below and otherwise distributed as described below. Candidates will be asked to provide information on their employment or retirement status, educational background, experience serving on boards, volunteer experience, and duration of their SECU membership. The Nominating Committee reserves the right to exclude answers, or portions thereof, that are defamatory, exceed the word length, or fail to respond to the question posed.

8. **Announcement of All Nominees.** The notice of annual meeting will identify both self-nominees and nominees of the Nominating Committee and will be posted in Credit Union branches and on SECU's website, www.ncsecu.org at least 45 days prior to the annual meeting. If there are more candidates on the ballot than vacancies to be filled, the ballot will identify whether the nominee is an incumbent and whether the nominee was nominated by the Nominating Committee or self-nominated. If there are more candidates on the ballot than vacancies to be filled, the Statement of Background of each nominee who submitted the requested information will be posted and may also be made available along with or as part of the ballot for voting.
9. **Voting.** Any member eligible to vote may vote either absentee or at the annual meeting, as described below.
 - a. **Absentee Voting.** If there are more candidates on the ballot than vacancies to be filled, each member may cast an absentee vote. Absentee votes may be cast online or by returning a paper absentee ballot. Paper absentee ballots (or instructions for requesting a paper absentee ballot) and instructions for casting a ballot will be included in the notice of the annual meeting. All absentee votes must be cast by the last day of the absentee voting period noted on the current year Election Procedure Schedule. Paper absentee ballots must be postmarked by the last day of the absentee voting period noted on the current year Election Procedure Schedule and received by the date that is three days after the last day of the absentee voting period noted on the current year Election Procedure Schedule. Tellers appointed by the Board Chair will tabulate the absentee votes prior to the annual meeting. If there is only one validly nominated candidate for each position to be filled, no absentee voting will be held.
 - b. **Annual Meeting Voting.** If there are more candidates on the ballot than vacancies to be filled, the names of the candidates will be placed before the membership. Tellers will be appointed by the Board Chair, and the vote will be taken using electronic devices and tallied by the tellers. (If there are technical issues preventing the use of electronic devices, voting at the Annual Meeting may be conducted by paper ballot.) The tally of votes cast at the Annual Meeting will be added to the absentee ballot preliminary results and the final results will be announced. The directors shall be elected by a plurality of the votes cast. If there is only one validly nominated



candidate for each position to be filled, in lieu of casting votes electronically, the Chair may take a voice vote or declare each nominee elected by general consent or acclamation at the annual meeting. In the event the annual meeting is held virtually, virtual voting may be available.

10. **Floor Nominations.** Because these policies and procedures provide for nomination by petition from the membership in lieu of nominations from the floor, nominations will not be allowed from the floor.
11. **Voting Eligibility.** Only persons who are members aged 16 years or older as of the date of the notice of the annual meeting may cast an absentee ballot. Only persons who are members aged 16 years or older as of the date of the annual meeting may cast an in-person ballot at the annual meeting. Each eligible member may cast only one ballot per election year.
12. **Tabulation.** When tabulating the ballots, tellers shall count any votes on “undervote” ballots (ballots where the number of choices selected by the member on the ballot is less than the number of vacancies to be filled), but discard all votes on “overvote” ballots (ballots where the number of choices selected by the member on the ballot is more than the number of vacancies to be filled). The tellers shall count the votes on the first ballot successfully cast by a member; any subsequent votes cast by the member shall be void and discarded.



2024 BOARD OF DIRECTOR ELECTION PROCEDURE SCHEDULE

| Activity | Days Prior to Annual Meeting | Date |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-------------|
| Notice given to membership of any change in Election Policies and Procedures | 183 | April 8 |
| Notice of Election Procedures posted in SECU branches and on SECU website, www.ncsecu.org and Candidate Package (the Director Candidate Questionnaire, Certification of Information, and Notification and Authorization Form for Employment Consumer Report) made available. | 153 | May 8 |
| Deadline for receipt by the Corporate Secretary of SECU of the Candidate Package from interested candidates. | 123 | June 7 |
| Chair appoints Nominating Committee (if not already appointed). | 120 | June 10 |
| Nominating Committee files nominations with Corporate Secretary of SECU and notifies membership of nominations. | 81 | July 19 |
| Deadline for receipt of self-nominations via Official Nominating Petitions | 60 | August 9 |
| Annual meeting notice/Candidates/Annual meeting rules of conduct posted in SECU branches and on www.ncsecu.org . | 46 | August 23 |
| Absentee voting period begins | 35 | September 3 |
| Absentee voting period ends | 7 | October 1 |
| Annual meeting/Election (for those not voting previously) | 0 | October 8 |



**STATE EMPLOYEES' CREDIT UNION
(SECU)
BOARD OF DIRECTORS CANDIDATE
PACKAGE**



GENERAL INSTRUCTIONS

- Please answer every question unless the question directs otherwise or if a section is designated as voluntary. Indicate “No” or “Not Applicable,” where appropriate. You are welcome to include a resume with the application but including a resume does not eliminate the need to complete all questions.
- Four parts of this Candidate Package are **mandatory** and must be completed in order for a candidate to be eligible to appear on the ballot: (1) Section 1 – Biographical Information of the *Director Candidate Questionnaire* form; (2) the *Notification and Authorization Form for Employment Consumer Report*; (3) the *Certification of Information* form; and (4) the *Certification of Candidacy and Willingness to Serve* form.
- Three parts of this Candidate Package are **voluntary** and, while candidates are strongly encouraged to complete them, the responses to these parts, or lack thereof, will not affect the candidate’s eligibility to appear on the ballot: (1) Section 2 – Statement of Background of the *Director Candidate Questionnaire* form; (2) Section 3 – Supplemental Background Information of the *Director Candidate Questionnaire* form; and (3) the *Voluntary Self-Identification* form.
- Give answers as of the date you complete the Candidate Questionnaire unless otherwise specified. Please sign and date the Certification of Information form immediately following the Director Candidate Questionnaire.
- Please return your completed and signed Candidate Package, including the Candidate Questionnaire and other forms by June 7, 2024. Send in your Candidate Package via e-mail to board.corporate.secretary@ncsecu.org, and/or via mail or overnight delivery, addressed to:

Via regular mail addressed to:

Assistant Corporate Secretary of SECU
PO Box 27665
Raleigh, NC 27611

Via overnight delivery addressed to:

Assistant Corporate Secretary of SECU
119 N Salisbury Street
Raleigh, NC 27603

Those who seek but do not receive nomination by the Nominating Committee must provide a completed Official Nominating Petition to the Assistant Corporate Secretary of SECU by



August 9, 2024 for self-nomination, as described in the Election Policies and Procedures above.

DIRECTOR CANDIDATE QUESTIONNAIRE

PLEASE PRINT OR TYPE YOUR FULL NAME:

Robert Mark Fleming

STRUCTURE OF THE CANDIDATE QUESTIONNAIRE:

We are grateful for your interest in service on the SECU Board and for your support of SECU and its members.

The Candidate Questionnaire is divided into three sections. The first section is mandatory and collects information that helps SECU confirm your eligibility to serve on the Board. The second section is voluntary and solicits information from you that will be used to prepare the statement of background that will be shared with the membership if your name appears on the ballot. The last section is voluntary and gathers information that better helps the Nominating Committee evaluate your candidacy.

Please be sure to read each question carefully. If you have any questions regarding this questionnaire, please email board.corporate.secretary@ncsecu.org.



SECTION 1 - BIOGRAPHICAL INFORMATION

This section of the Candidate Questionnaire is mandatory and collects information that helps enable SECU to confirm you are eligible to serve on the Board of Directors and have not been convicted of (or entered into pretrial diversion for) a disqualifying offense under federal law.

Name: **Robert Mark Fleming**

Date of Birth: [REDACTED]

Home Address: [REDACTED]

Business Address: [REDACTED]

Telephone numbers:

Home: [REDACTED]

Work: [REDACTED]

Cell: [REDACTED]

E-mail address (personal): [REDACTED]

SECU Share Account Number: [REDACTED]

(to be confidentially maintained)



SECTION 2 - STATEMENT OF BACKGROUND

This section of the Candidate Questionnaire permits you to provide certain background information to be shared with the membership if you are nominated or self-nominate. Completion of this Section 2 is voluntary but if the candidate does not supply the requested information or the information does not comply with the instructions, there will be no Statement of Background for that candidate. **The answers to these questions in Section 2 may not exceed 250 words in the aggregate for all four questions.** The Nominating Committee reserves the right to exclude answers, or portions thereof, that are defamatory, exceed the word length, or fail to respond to the question or prompt posed.

Please carefully read each question and respond to the question asked. The responses you provide will be used to prepare the Statement of Background that will be provided to members. For your reference, here is an example Statement of Background prepared using responses to the questions:

SAMPLE STATEMENT OF BACKGROUND

**JANE
MEMBER**

**SELF-
NOMINATED**

OCCUPATION:

Retired, North Carolina Department of Financial Literacy,
Ombudsman

EDUCATION:

- University of North Carolina at Chapel Hill, BA, 1990
- North Carolina State University, MS, 1992

BOARD AND VOLUNTEER EXPERIENCE:

- First in Personal Finance, Board of Directors
- Animals Take Flight Foundation, Board of Trustees
- Third United Church, Elder
- Capitol Food Kitchen, Volunteer
- Heels Housing Hope, Volunteer

SECU MEMBERSHIP:

32 years



QUESTION 1: CURRENT OCCUPATION

Are you currently employed?

☐

Yes

☐

No

☒

Retired

If you select yes, please provide your current employer, position, and title; if you select retired, please provide your most recent current employer, position, and title:

Blue Cross NC, Vice President, Government Affairs

QUESTION 2: EDUCATIONAL BACKGROUND

Please provide your educational background:

BS, NC State University, 1982, Raleigh, NC
MBA, Bellarmine University, 1992, Louisville, KY

QUESTION 3: BOARD AND VOLUNTEER EXPERIENCE

Please describe your experience serving on boards and your volunteer experience:

Attached is a document that shows 23 different organizations I have served either as President of the Board, Board member or volunteer. Each of these organizations have helped people in different ways and I have been honored to serve. In addition is a list of several awards I have received for my efforts. I have learned and gained much from this service. In addition, I volunteered and served in the US Army from 1984-1992 in the Virginia National Guard, DC National Guard and Ready Reserve. It was a honor to serve my country and I received my Honorable Discharge in October, 1992.

QUESTION 4: SECU MEMBERSHIP

How long have you been a member of SECU?

32 _____ years, 3 _____ months

Please note that your responses to Section 2, questions 1-4 may not exceed 250 words in total and must be responsive to the question.



CANDIDATE PHOTOGRAPHS:

SECU reserves the right to publish candidate photographs on or in connection with the ballot and, in doing so, may use a member photograph of you on file, if any. If you prefer that SECU use a different photograph, SECU will make its staff photographer available to take candidate photographs on select dates in summer 2024 at one of its offices in Raleigh. If you are interested in having your photograph taken, please contact board.corporate.secretary@ncsecu.org by July 21, 2024, and we will provide more information about dates and details.

SECTION 3 - SUPPLEMENTAL BACKGROUND INFORMATION

This section of the Candidate Questionnaire seeks information to allow you and the SECU Nominating Committee and/or Board of Directors to assess: (a) your qualification for Board service; (b) your views about what you bring to the SECU Board, considering the totality of your experience, skills and ideas; and (c) whether there are any material relationships or other issues that might impair your ability to serve as member of Board of Directors.

The purpose of this inquiry is to:

- help shape and organize the expression of interest and qualifications;
- identify attributes which, collectively possessed by the Board, provide the range of skills, experience, and other qualifications to competently direct the SECU, on behalf of its membership; and
- screen for and manage potential conflicts or other issues.

A description of your unique assets, experience and skill sets is an important part of this process and significantly aids the Nominating Committee in its deliberations.

However, like Section 2, all parts of this section are voluntary.

IMPORTANT NOTE: IT IS NOT EXPECTED THAT ANY SINGLE CANDIDATE WILL POSSESS ALL THE RELEVANT ATTRIBUTES THAT SUPPORT A WELL-ROUNDED BOARD.



PART I PERSONAL DATA

QUESTION 1: EDUCATIONAL BACKGROUND

Please describe your educational background, including names and locations of schools and institutions, dates of attendance, and certificates/degrees received. (You may cross-reference your response to the Section 2 - Statement of Background, Question 2 above.)

I receive my BS from the College of Agriculture and Life Sciences at NC State University in 1982. I received my Masters in Business Administration from Bellarmine University in Louisville, Kentucky while I worked there for Brown & Williamson Tobacco Company, the 3rd largest tobacco company in the US. The first half of my career was in agriculture and my education and experience has had a great positive influence on me.

QUESTION 2: BUSINESS AFFAIRS BIOGRAPHY

Your title, a description of your principal business activity (or if retired, your last business affiliation) and a brief summary of your career, including any memberships on Boards of Directors held by you in the last 15 years. The background should relate to the level of your professional competence, which may include, depending upon the circumstances, such specific information as the size of the operation supervised, led, organized or managed, amount of finances managed and role in employee performance management. Emphasis is requested regarding your experience with, and knowledge of, North Carolina State government as an employer. (You may cross-reference your response to the Section 2 - Statement of Background, Questions 1 and 3 above.)

Up until my recent retirement, I have served as an executive officer for Blue Cross, NC, the UNC System and for NC State University. In these roles, I was responsible for building, maintaining, and providing leadership and close working relationships with a wide array of organizations, including elected officials, regulators, customers, industry and trade associations, governmental agencies, business groups, and non-profit organizations.





QUESTION 3: COMMUNITY SERVICE BIOGRAPHY

A description of your principal community service activities, including any memberships on Boards of Directors or other leadership roles held by you during the last 15 years. The background should relate to your understanding of non-profit operational and financial management, your ability to develop and advance a non-profit mission and vision, and your commitment to serving people. The background should include such specific information as the size and mission of the organization or operation, your leadership and financial responsibilities, and your experience in measuring the effectiveness of the organization's work. (You may cross-reference your response to the Section 2 - Statement of Background, Question 3 above.)

I have served and volunteered for many community organizations, and I admit I have learned more from them than they have benefited from my leadership. I was honored to serve on the National Advisory Board for the Institute for Emerging Issues. This organization has been closely involved in Identifying and researching many areas of need for our state.

I have enjoyed working with NC State University and especially with their 100



Expanded Responses- Fleming

PART I

PERSONAL DATA

QUESTION 2: BUSINESS AFFAIRS BIOGRAPHY

Up until my recent retirement, I have served as an executive officer for Blue Cross, NC. the UNC System and for NC State University. In these roles, I was responsible for building, maintaining, and providing leadership and close working relationships with a wide array of organizations, including elected officials, regulators, customers, industry and trade associations, governmental agencies, business groups, and non-profit organizations.

During my career I have had tremendous opportunities to manage employees, departmental budgets, volunteering for many organizations and helping North Carolinians throughout our great state.

The SECU family are the kind of people I have served and helped during my career and it will be an honor to help our 2.7 million members if I am elected.

PART I

PERSONAL DATA

QUESTION 3: COMMUNITY SERVICE BIOGRAPHY

I have served and volunteered for many community organizations, and I admit I have learned more from them than they have benefited from my leadership. I was honored to serve on the National Advisory Board for the Institute for Emerging Issues. This organization has been closely involved in Identifying and researching many areas of need for our state.

I have enjoyed working with NC State University and especially with their 100 cooperative extension service offices in every county of NC. Very similar to SECU, this organization is involved in helping all North Carolinians.

PART 2

QUALIFICATIONS FOR SECU BOARD SERVICE

QUESTION 1: GOALS IN SERVICE

I have been honored to be elected to the SECU BOD twice and I believe my service and record has been beneficial for our 2.7 million members. I believe in our moto "people helping people." I believe we have a special role as a not-for-profit member-owned cooperative that is drastically different than for-profit banks and other financial organizations. I also believe we have a need to make sure we are helping all communities including the rural poor areas of our state. SECU does all this better than any other organization in North Carolina and I want to serve and help SECU.



PART 2

QUALIFICATIONS FOR SECU BOARD SERVICE

QUESTION 1: GOALS IN SERVICE

Please describe why you wish to serve on the SECU Board.

I have been honored to be elected to the SECU BOD twice and I believe my service and record has been beneficial for our 2.7 million members. I believe in our motto "people helping people." I believe we have a special role as a not-for-profit member-owned cooperative that is drastically different than for-profit banks and other financial organizations. I also believe we have a need to make sure we are helping all communities including the rural poor areas of our state. SECU does all this better than any other organization in North Carolina and I want to serve and help SECU.

QUESTION 2: SKILL-SETS AND ATTRIBUTES

The SECU Board of Directors consists of eleven individuals that bring diverse skill-sets, experiences, and ideas to the Board. While no single member possesses all skill-sets and attributes required by the Board, the 11 directors collectively constitute a strong, well-rounded Board that draws upon one another's strengths. Below is a list of skill-sets, experience and attributes that are relevant and useful for service on this Board. Please rate your strength in each area on a scale of 1 to 5 from weak to strong, with 1 meaning "not a strength" and 5 meaning "very strong."

| SKILLSET RATING (Rate on Scale of 1 to 5 from weak to strong) | RATING |
|------------------------------------------------------------------|--------|
| Accounting | 1 |
| Agency Management | 5 |
| Aggregate Membership Perspective | 5 |
| Audit Experience | 2 |
| Board Experience (Govt / Non-Profit) | 5 |
| Budgeting | 5 |
| Collaborative Skills | 5 |



| SKILLSET RATING (Rate on Scale of 1 to 5 from weak to strong) | RATING |
|--------------------------------------------------------------------------------|---------------|
| Communications | 5 |
| Community Service | 5 |
| Cybersecurity | 1 |
| Data & Analytics | 1 |
| Data Evaluation Expertise | 1 |
| Education | 5 |
| Energetic | 5 |
| Executive Experience (Business, Govt. or Non-Profit) | 5 |
| Financial Literacy | 5 |
| Financial Mgmt & Control | 5 |
| Financial Services Expertise | 5 |
| Foundation/Philanthropic Work | 5 |
| Governance Expertise | 5 |
| Healthcare | 5 |
| Human Resources Experience | 3 |
| Independent Minded | 5 |
| IT Planning & Operations | 1 |
| Legal / Compliance | 1 |
| Public Speaking | 5 |
| Real Estate | 1 |
| Regulatory Environment | 5 |



| SKILLSET RATING (Rate on Scale of 1 to 5 from weak to strong) | RATING |
|--------------------------------------------------------------------------------|---------------|
| Represents Core Membership Base | 5 |
| Risk Management | 4 |
| Social Media Expertise | 5 |
| State Govt Employment | 5 |
| Strategic Visioning & Planning | 5 |
| Strong Network | 5 |
| Understands Member Needs | 5 |
| Understands NC's Education, Housing, Healthcare and Human Services Needs | 5 |



QUESTION 3: RELEVANT EXPERIENCE

Describe your experience, qualifications, and/or expertise which are relevant to the skill sets, experience, and attributes listed in question 2, as well as to any other skill set or attribute that you think you would bring to this Board's work.

- (i) list any experience or expertise in operating, managing or advising companies in the same or related industries or lines of business in which SECU operates
- (ii) highlight relevant academic credentials, formal training, or certifications
- (iii) state specific qualifications that make you especially suited to serve as a member of any of SECU's Board committees (such as, with respect to the Audit Committee, any financial reporting expertise)
- (iv) list your volunteer activities with respect to SECU, such as Advisory Board memberships, Loan Review Committee work, participation in any fundraising or other charitable undertakings, etc.

describe the contributions you would like to make to the work of the SECU Board

I retired in 2021 as Vice President of Government Affairs for Blue Cross NC. I was fortunate to work for BCBSNC for 15 years and I was responsible for formulating, defending and advancing Blue Cross NC's business interest in the federal, state and public policy arena. In this role, I was responsible for building, maintaining, and providing leadership and close working relationships with a wide array of organizations, including elected officials, regulators, customers, industry and trade associations, governmental agencies, business groups, and non-profit organizations.

Before BCBSNC, for 15 years I was a state employee working at NC State University in the Chancellor's office and Vice President for Government Relations for the 17-campus University of North Carolina System.

I have been honored to serve on many boards and this experience will be beneficial if I am elected to be a member of the SECU Board of Directors.

During my career I have had tremendous opportunities to manage employees, departmental budgets, volunteering for many organizations and helping North Carolinians throughout our great state. I would be honored to be elected to the SECU Board and use my experience to help our 2.7 million SECU members and staff.



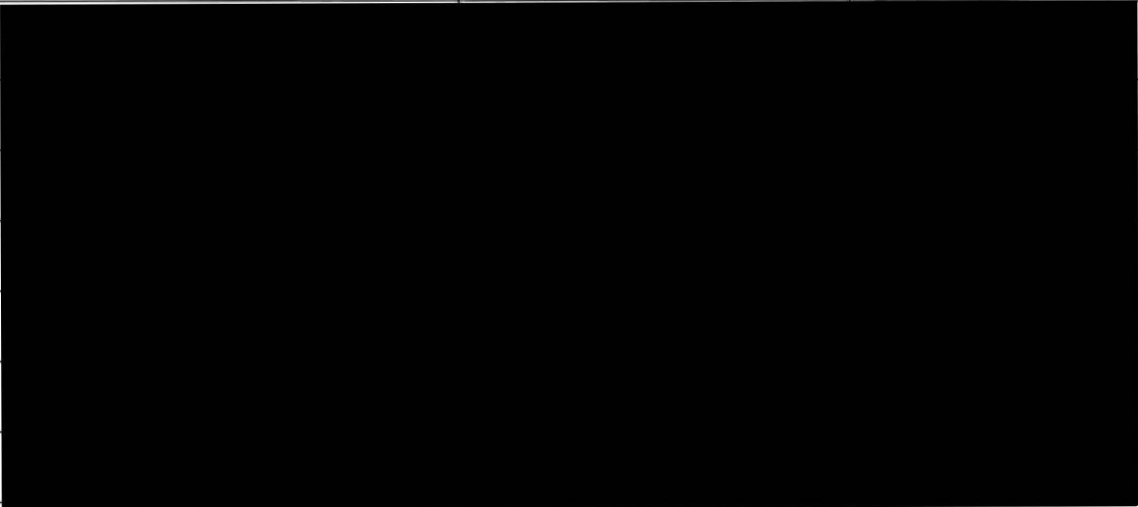
PART 3

SCREENING FOR MANAGEMENT OF POTENTIAL CONFLICTS

Note that the purpose of these questions is not to disqualify based upon various kinds of relationships, but rather to identify family and business relationships so that any potential for conflicts can be disclosed and managed. This is ordinary business practice and standard conflict management protocol.

QUESTION 1: IMMEDIATE FAMILY MEMBERS

Transactions and various relationships between a Board member or their family and the SECU must be tracked in certain ways. This information would allow SECU to do that. Please list below all your immediate family members. The term "immediate family member" means the following: spouse, child, sibling, parent, grandparent, grandchild, stepparent, stepchild, stepsibling, adoptive relationships and any other persons living in the same residence as you and maintaining a single economic unit.

| Name | Relationship to You | City of Residence |
|--------------------------------------------------------------------------------------|---------------------|-------------------|
|  | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |



QUESTION 2: BUSINESS INTERESTS

List any interests in (1) a non-publicly owned company or business interest (including interests in sole proprietorships, partnerships, limited partnerships, joint ventures, limited liability companies, limited liability partnerships, and closely held corporations), and (2) a publicly owned company where you control a majority of the voting shares.

QUESTION 3: TRANSACTIONS WITH SECU IN WHICH YOU MIGHT HAVE AN INTEREST

The purpose of this inquiry is to determine whether you, an immediate family member or a business with which you are affiliated either transacts significant business with, is employed or retained by, or is engaged in a consulting or other type of service-provider relationship with SECU or its affiliates. For purposes of this inquiry, SECU's affiliates include The State Employees' Credit Union Foundation, Credit Union Investment Services, Inc., SECU Brokerage Services, Inc., SECU*RE, Inc., and SECU Life Insurance Company. The kinds of activities that applicants should disclose include, for example, employment by, or ownership of, an organization that is a vendor of SECU or its affiliates, or is a contractor, service provider or consultant to SECU or its affiliates. These activities are not necessarily disqualifying; they simply should be disclosed so that the applicant, the Board, and the applicant's employers or associates can avoid and/or manage any potential conflicts.

- (a) Do you or any member of your immediate family have an ownership interest in a business providing goods or services to SECU or its affiliates (including vendors and accounting, financial, legal, and consulting and tax advisors)?

If so, please identify the family member, the name and address of the business, the type of business, and the nature of the contract/relationship with SECU or its affiliates.



- (b) Are you, or is any member of your immediate family, employed by a company or firm that provides goods or services to SECU or its affiliates (including vendors and accounting, financial, legal, consulting, and auditing and/or tax advisors)?

If so, please identify the family member, the name and address of the business, the type of business, and the nature of the contract/relationship with SECU or its affiliates.

- (c) Do you, any of your immediate family members, or business with which you or your immediate family members are associated have a personal services contract with SECU, its affiliates or their respective Directors or executive officers?

If yes, please provide details.

- (d) With respect to any of your business, employment or investment activities, are you aware of any circumstance that may place the interests of yourself or your business associates/clients/members/constituents in conflict with the interests of SECU or its affiliates?

If yes, please describe below.



[Redacted]

- (e) Please provide any other information regarding transactions or business relationships involving you, any member of your immediate family or any business with which you or your immediate family members are associated, on the one hand, and the SECU/SECU Foundation, their executive officers, or their Board members, on the other hand, that you think is relevant.

[Redacted]

- (f) Do you or any of your immediate family members have a financial interest in another credit union or other financial services provider? A person has a financial interest in an entity if the person has, directly or indirectly, through business, investment, or family an ownership interest in an entity (other than as a credit union member or through publicly traded stocks) or a compensation arrangement (including employment) with an entity.

[Redacted]

If yes, please provide details.

[Redacted]

- (g) Do you or any of your immediate family members have a position as a trustee, director, officer, key staff, or someone owing a fiduciary duty to another credit union or other financial services provider?

[Redacted]

If yes, please provide details.

[Redacted]

PART 4 LEGAL PROCEEDINGS

- If you answer “Yes” to any of the questions in this Part, please provide details concerning the event in the space provided after each question, including the court or agency in which the proceeding is, or was, pending, the date it was instituted, the principal parties, a docket or file number (if available), a description of the factual basis alleged to underlie the proceeding, the relief sought and any mitigating circumstances.

Please Note: the answers to these questions are not necessarily disqualifying — the inquiry is for the purposes of allowing evaluation of relevant factors.

QUESTION 1: BANKRUPTCY AND SIMILAR PROCEEDINGS

During the past 10 years, has a petition under the federal bankruptcy laws or any state insolvency law been filed by or against you, or has a receiver, fiscal agent or similar officer been appointed by a court for your business or property; or has such a petition been filed by or against, or such a receiver, agent or officer been appointed for, the business or property of (A) any partnership in which you were a general partner at or within two years before the time of such filing, or (B) any corporation or business association of which you were an executive officer at or within two years before the time of such filing?

If yes, please explain:

QUESTION 2: CRIMINAL PROCEEDINGS

During the past 10 years, have you been convicted in a criminal proceeding or are you a named defendant or subject of a pending criminal proceeding (excluding minor traffic violations)?

If yes, please explain:



QUESTION 3: VIOLATION OF LAWS

During the past 10 years, have you been found by a court of competent jurisdiction to have violated any federal or state law, or are you presently the subject of any formal or informal investigation or proceeding that could result in the finding of such a violation?

If yes, please explain:

QUESTION 4: PROCEEDINGS ADVERSE TO SECU

Have you, any business associate of yours, or any member of your immediate family, been a party to any proceeding in which you were, or are, a party adverse to SECU or its affiliates?

If yes, please explain:

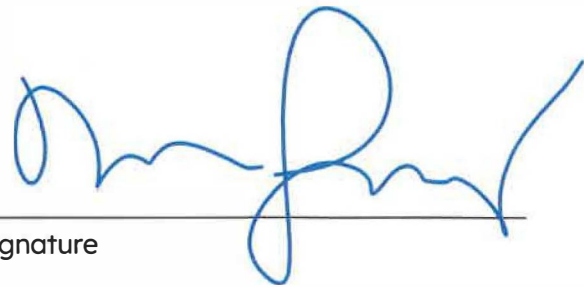


CERTIFICATION OF INFORMATION

The information I have provided in my responses to Board of Directors Candidate Package, including any appendices and attachments, is true, correct and complete as of the date given below. I agree to supplement or update the information I have provided to the extent there is any material change while my application for Board membership is pending. I understand that the information I am furnishing to you herein will be used by the Nominating Committee, the Board of Directors and/or their agents solely as necessary for evaluation of my interest in becoming a member of the SECU Board of Directors and in connection with the SECU Board of Directors 2024 elections. I irrevocably grant permission to SECU to use, in perpetuity and without compensation, my name, image, likeness, professional and personal biographical information and/or quotes in connection with the 2024 SECU Board of Directors election in any medium whatsoever, including, but not limited to, printed materials (ballots, newsletters, Annual Reports, etc.), video, social media and web content.

06/02/2024

Date



Signature

Robert Mark Fleming

Print Name



NOTIFICATION AND AUTHORIZATION FORM FOR EMPLOYMENT CONSUMER REPORT

- I understand and acknowledge that State Employees' Credit Union ("SECU") may obtain a consumer report on me for employment purposes in connection with my interest in serving on the SECU Board of Directors.
- I hereby authorize SECU to obtain a consumer report on me from a consumer reporting agency before being placed on the ballot as a candidate for election to the SECU Board of Directors.
- If I am elected by the membership to serve on the SECU Board of Directors, I further authorize SECU to check my consumer report as needed, on a continuing basis, as it relates to my service on the Board. This authorization will be valid during my tenure on the Board.

The consumer report may include such information which bears on my credit worthiness, credit standing, credit capacity, character, general reputation, personal characteristics, mode of living, or criminal record. SECU will evaluate the findings of the report(s) in terms of business necessities of the position and/or their relatedness to the duties of the position.

Signature of Applicant:  Date: 6/2/24

FOR INTERNAL USE ONLY:

Account Number: _____

Name (Please Print): _____

Current Address: _____

Birth Date: _____



CERTIFICATION OF CANDIDACY AND WILLINGNESS TO SERVE

Board Of Director Candidate: Robert Mark Fleming

If I am nominated by the Nominating Committee to run for a position on the Board of Directors with the State Employees' Credit Union or I validly self-nominate, by signature on this Certification Form, I agree to have my name placed before the membership as a candidate for election to the Board of Directors, and, if elected, agree to serve. Unless otherwise specified to me, my term of office shall be for three years.

Signature: Robert Mark Fleming Digitally signed by Robert Mark Fleming
Date: 2024.06.02 20:07:03 -04' 00 Date: 06/02/2024

PLEASE ALSO PROVIDE THE FOLLOWING INFORMATION, IF ANY APPLY:

☐ I might be interested in serving on an Advisory Board for my local SECU Branch Office.

MAIL TO:

Assistant Corporate Secretary
State Employees' Credit Union
119 N Salisbury Street
Raleigh, NC 27603

SECUCU BOARD OF DIRECTORS
APPLICANT VOLUNTARY SELF-IDENTIFICATION

We are grateful for your interest in service on the SECUCU Board and for your support of SECUCU. SECUCU provides equal opportunity to all qualified persons regardless of race, color, religion, age, genetics, sex, sexual orientation, gender identity, national origin, disability, or other classification protected by law. SECUCU is committed to Diversity and Inclusion and values the differences in our staff, Board of Directors, and in our North Carolina communities. We believe that embracing the uniqueness of individuals makes our cooperative stronger, more innovative and better able to serve SECUCU members. Completion of this form is voluntary, and participation or refusal of participation will not affect consideration for appointment to the SECUCU Board of Directors.

Please complete the following and submit with your application.

Last Name: Fleming First Name: Robert

Date: 06/02/2024

Signature: 

Signature must be handwritten

See next page for EEOC Race/Ethnic Identification category definitions



EEOC/Race/Ethnic Identification Categories

Hispanic or Latino: A person of Cuban, Mexican, Puerto Rican, South or Central American or other Spanish culture or origin, regardless of race.

White: A person having origins in any of the original peoples of Europe, the Middle East, or North Africa.

Black or African American: A person having origins in any of the black racial groups of Africa.

Native Hawaiian or Other Pacific Islander: A person having origins in any of the peoples of Hawaii, Guam, Samoa or other Pacific Islands.

Asian: A person having origins in any of the original peoples of the Far East, Southeast Asia, or the Indian Subcontinent, including for example, Cambodia, China, India, Japan, Korea, Malaysia, Pakistan, the Philippine Islands, Thailand and Vietnam.

American Indian or Alaska Native: A person having origins in any of the original peoples of North and South America (including Central America), and who maintain tribal affiliation or community attachment.

Two or More Races: All persons who identify with more than one of the above five races.

Attachment for Mark Fleming SECU Board Nomination

Board Membership, Volunteer Activities and Awards

MILITARY – Volunteered to join the US Army. Basic Infantry Training completed December 1984, Ft. Benning, Georgia. Served in the Virginia and Washington, DC National Guards. Honorable Discharge received October 20, 1992.

Member, Board of Directors, State Employees Credit Union
Chair, Member Relations Committee, SECU Board
Member, DEI Committee, SECU
Member, Board of Directors, State Employees Credit Union Foundation
Past Member of Nominating Committee, State Employees Credit Union
Member, Leadership Council, NFIB NC(National Federation of Independent Business)
President, Board of Directors, Raleigh Golf Association
Board of Directors, The Affordable Healthcare Coalition of North Carolina

Previous Board Membership and Other Positions:

President, Board of Directors, NC Association of Health Plans
Member, Board of Directors, NC Chamber Independent Expenditure
Member, Search Committee for NC Chamber Executive Director
Member, National Advisory Board, Institute for Emerging Issues
Member, Board of Directors, NC State University Alumni Association
Member, Board of Directors, Boy Scouts of America, Occoneechee Council
Member, Board of Advisors, Kenan Institute, Kenan Fellows Program
Member, Board of Directors, NCSU College of Agriculture and Life Sciences Alumni Society
Deacon, Hayes Barton Baptist Church
Chair of the Usher Committee, Hayes Barton Baptist Church
Member, Board of Directors, Cigar and Pipe Association, Washington, DC
Member, Board of Directors, Smokeless Tobacco Council, Washington, DC
President, North Carolina Society of Washington, oldest State Society formed in 1897
President, NC State University Club Board of Directors
Member, Alpha Zeta Agricultural Honor Fraternity
Faculty Advisor to Alpha Zeta

Honors:

The Old North State Award, 2006
2006 Distinguished Service Award from the North Carolina Agricultural Foundation
Resolution Honoring Service to The University of North Carolina, 2006
2004 NCSU College of Agriculture and Life Sciences Distinguished Alumnus Award
Award for Exceptional & Dedicated Service received from NCSU, 2000
Order of the Long Leaf Pine, 2021