



Community
Bankers
Association
of Illinois®

Community Bank Directors' Workshop

Director
Responsibility

in a

CHANGING
WORLD

April 5, 2010

Naperville

April 6, 2010

Springfield

April 7, 2010

Mt. Vernon

Key Topics

What a time to serve on a bank board! Community leadership and prestige are not the operative descriptions of today's director. With more than 135 bank failures last year and a record number of banks on the regulators "Problem Bank" list, more accurate descriptions would be:

- Potential Personal Liability
- Media Villain

In addition, directors tend to have substantial portions of their personal net worth tied up in bank stock. Fellow shareholders will not hesitate to express their concerns directly to bank directors.

Community bank directors must exercise their authority and responsibilities relative to oversight of management and governance of enterprise risk. This one day program is designed to provide today's director with the tools and knowledge to carry out their duties. The program will primarily focus on management and asset quality. Most of the banks that get into trouble fall short in these areas. A poor camel rating in these two areas will also impact earnings & capital. In these circumstances, a board must recognize that its interest may not be exactly aligned with management's interest. The board must often rely on "outside advisors" to properly respond to Administrative Regulatory Orders.

Most often these outside experts include:

- Legal Counsel: to review the terms of an administrative order
- Outside Loan Review
- Management Study
- Compliance Advisors: assistance with compiling with the order
- Problem Asset Quality Management

Lending for directors includes:

- The directors role in approving loans
- Credit Scoring
- Commercial Real Estate Exposure
- Board Reports
- Loan Review

- The relationship between the board and regulators
- Formal and Informal Enforcement Actions
- CEO Evaluations
- Negotiating and Enforcement Actions
- Communicating Enforcement Actions
 - › The Media
 - › The Staff
 - › Shareholders

This program is a must for today's directors! CEO's and directors cannot respond with "I Did Not Know."

"Dave Kemp gets the message across in a fun but educational way. Great seminar. Dave Kemp = A+."

Andrew Black, President & CEO
Princeville State Bank

"Dave Kemp brings to attention many things of importance that we, as directors, need to consider."

Tom Feyerabend, Director
Jersey State Bank, Jerseyville

"Outstanding presentation and delivery. This is the best seminar I have ever attended."

Steve Rhoads, Director
Southern Illinois Bank, Johnston
City, (West Frankfort Branch)

Who Should Attend?

Community bank board members, presidents, CEO's, and senior management would all benefit from attending this seminar.

About the Presenter

David Kemp is president of Bankers Management, Inc., College Park, GA, a nationally recognized company in financial services training and bank consulting. Prior to forming his own company, Kemp served as vice president and director of credit services for Cannon Financial Institute in Athens, GA, where he trained bankers nationwide in Cannon Lending Schools, as well as through banking associations, and in tailored credit and sales training sessions for financial institutions. Kemp is also lead faculty member at CBAI's Community Bankers School.

Kemp has more than 20 years' experience and management responsibility in the areas of consulting, training, credit administration, and new-business development. He was vice president of corporate finance with Citicorp North America where he was responsible for marketing investment and commercial-banking services throughout the Southeast. Prior to joining Citicorp, Kemp was a branch manager and commercial lender for the First National Bank of Atlanta and Citizens & Southern National Bank, Atlanta, GA. He is a graduate of Morris Brown College in Atlanta and has completed graduate studies at Georgia State University in Atlanta and Harvard University in Cambridge, MA.



Kemp

Registration Fees

***Early bird registration fees apply to those individuals registering one month prior to the date of the program. Persons registering after this date must pay the regular registration fee. Late registrants cannot be guaranteed admission if seminars reach capacity.**

Fees include hand-out materials, refreshment breaks, and lunch.

An income-tax deduction may be allowed for educational expenses undertaken to maintain or improve

Policy

Registrants cancelling two days prior to each seminar receive 100% refund; one day prior, 50%; the day of the seminar, no refund. All cancellations must be made in writing prior to the seminar day. Invoices and training materials will be sent to all "no shows."

CBAI MEMBER

First Director	\$239
Second Director	\$109
Third Director	\$109
Fourth Director	FREE
Fifth Director	\$109

**PROSPECTIVE-MEMBER

First Director	\$389
Second Director	\$259
Third Director	\$259
Fourth Director	FREE
Fifth Director	\$259

CDD members receive a 10% discount.

****Only financial institutions/firms eligible for CBAI membership.**

Please note that CBAI does not issue confirmations, with the exception of on-line registrations, but feel free to call the Association headquarters to confirm your registration.

Registration Form

COMMUNITY BANK DIRECTORS' WORKSHOP
APRIL 5 - 7, 2010

Please specify preferred date and location.

- April 5, 2010, Holiday Inn Select, Naperville
 April 6, 2010, Crowne Plaza Hotel, Springfield
 April 7, 2010, Holiday Inn, Mt. Vernon

Please Print

Name of Bank _____

City, State, Zip _____

Tel No. _____

Name/Title _____

E-Mail _____

Name/Title _____

E-Mail _____

I have special needs, please contact me before the seminar.

Please select your payment method.

- Check Enclosed Check in Mail
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**If you are paying by credit card, please fill out the following information.
(Visa & MasterCard accepted).*

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Mail it in:
CBAI Education Department
901 Community Drive
Springfield, IL 62703-5184



Fax it in:
(217) 585-8738



Call it in:
(800) 736-2224 (Illinois only)



Click it in:
www.cbai.com

Dates and Locations

April 5, 2010
Holiday Inn Select
1801 Naper Boulevard, Naperville, IL
630/505-4900

April 6, 2010
Crowne Plaza Hotel
3000 S. Dirksen Pkwy, Springfield, IL
217/529-7777

April 7, 2010
Holiday Inn
222 Potomac Avenue, Mt. Vernon
618/244-7100

Agenda

Registration begins at 8:30 a.m. The seminar runs from 9 a.m. to approximately 4 p.m. A continental breakfast and lunch are provided.

CBAI is a registered Public Accounting Continuing Professional Education (CPE) provider by the Illinois Dept. of Financial and Professional Regulation.

For More Information

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Education & Vice President of
Special Events

Sandra McAvoyn, Senior Vice President of
Special Events & Vice President of
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