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May 4, 2018

Gerard Poliquin
Secretary of the Board
National Credit Union Administration
1775 Duke Street
Alexandria, VA 22314-3428

RE: Advanced Notice of Proposed Rulemaking - Federal Credit Union Bylaws

Dear Mr. Poliquin,

Advia Credit Union is grateful for the invitation to comment on possible changes to the standard federal credit union bylaws. We are a peer group of 6 state-chartered credit unions offering financial advantages to a diverse membership across the Great Lakes region. With over \$1.6B in assets and almost 150,000 members, we share many of the same challenges and opportunities as our federally chartered cohort. Like many of them, we support greater flexibility in recruiting, retaining and developing directors who are qualified and committed to the task of helming increasingly large and complex organizations. We also encourage a fresh look at annual and special member meetings, with the goal of saving members money.

How can the Board improve the FCU bylaws to facilitate the recruitment and development of directors?

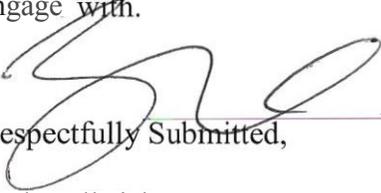
As the number of credit unions nationwide shrinks, the asset size of the remaining credit unions increases. This trend across our industry has yielded, generally speaking, greater operational efficiencies and more financial advantages for members. Along with these changes comes greater pressure on boards of directors. Boards must now guide credit unions with exponential growth in market share, assets, members, and employees. The stakes are higher and the path forward is less certain. Credit union boards must now lead the way with robustly developed strategic plans that anticipate shifting market dynamics. Their interactions with executive management must now be more frequent and more in depth, and their understanding of nuanced economic and legal issues must be deeper.

A standard FCU bylaw which allows for reasonable compensation of board members would encourage both state and federally chartered credit unions to attract and retain the best leadership possible.

How can the Board improve the FCU bylaws to encourage member attendance at annual and special meetings?

The annual meeting is increasingly irrelevant. As the number of members per credit union increases, the cost of the meeting is soaring without the benefit of actual business being conducted. Again, it is time for a second look at this practice.

In the age of virtual meetings, online learning and mobile banking, we have a duty to ask ourselves, as fiduciaries for our members, whether the bulk mailing, staffing and facilities costs of the traditional annual meeting are justified. We do not suggest that members lose their opportunity to be heard. On the contrary, we propose that the FCU bylaws be amended to empower credit unions to enfranchise their membership with more efficient means of participation that members will actually engage with.



Respectfully Submitted,

Zack Fallstich
Staff Attorney & Manager of Recovery
Advia Credit Union