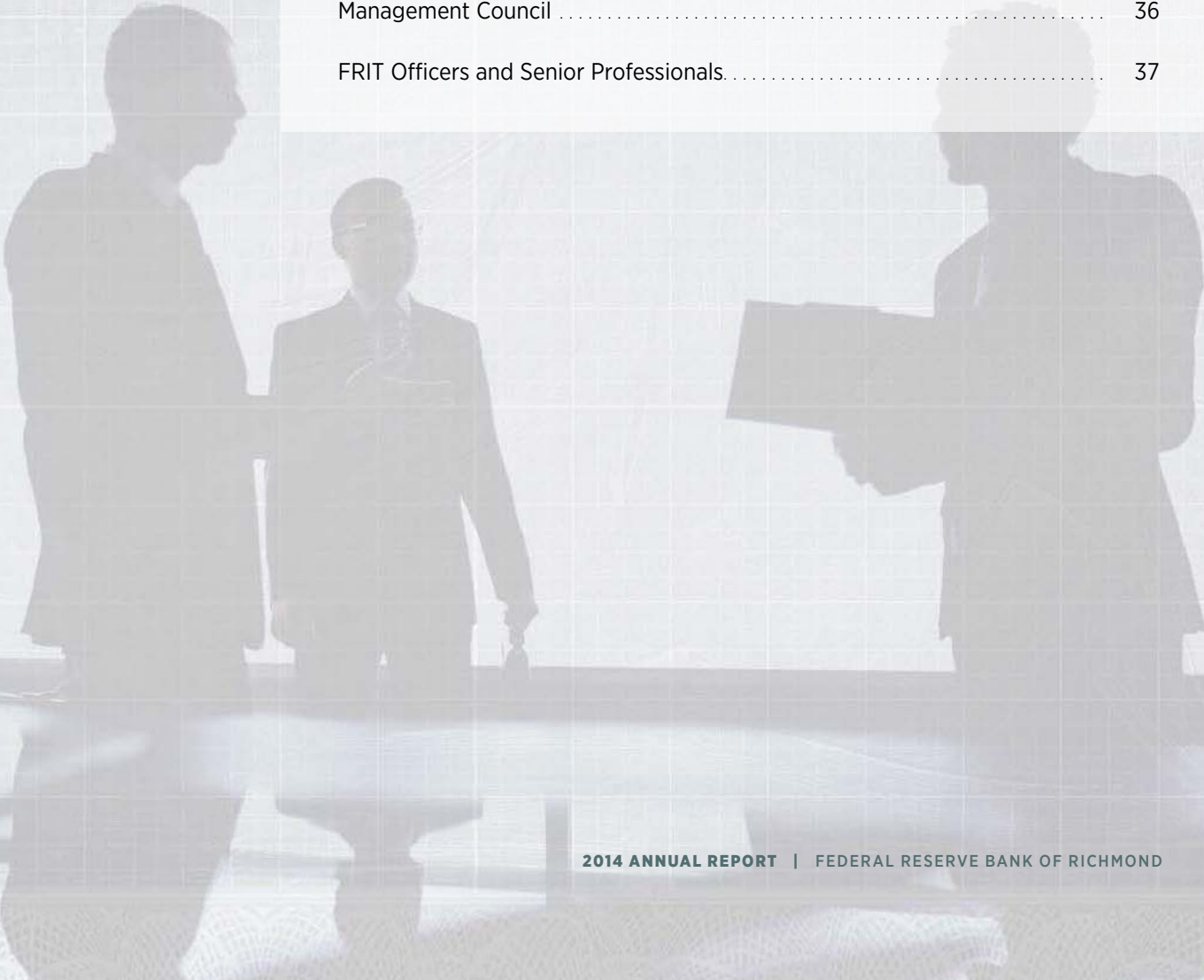


Boards, Councils, Officers, and Senior Professionals

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Federal Reserve Bank of Richmond Board of Directors

The Bank's board of directors oversees management of the Bank and its Fifth District offices, provides timely business and economic information, participates in the formulation of national monetary and credit policies, and serves as a link between the Federal Reserve System and the private sector. Six directors are elected by banks in the Fifth District that are members of the Federal Reserve System, and three are appointed by the Board of Governors. Directors who are not bankers appoint the Bank's president and first vice president with approval from the Board of Governors.

The Bank's board of directors annually appoints the Fifth District's representative to the Federal Advisory Council, which consists of one member from each of the 12 Federal Reserve Districts. The council meets four times a year with the Board of Governors to consult on business conditions and issues related to the banking industry.

Baltimore and Charlotte Branches Boards of Directors

The Bank's Baltimore and Charlotte branches have separate boards that oversee operations at their respective locations and, like the Richmond Board, contribute to policymaking and provide timely business and economic information about the District. Four directors on each of these boards are appointed by the Richmond directors, and three are appointed by the Board of Governors.

Community Depository Institutions Advisory Council

Created in 2011, the Bank's Community Depository Institutions Advisory Council advises the Bank's management and the Board of Governors on the economy, lending conditions, and other issues from the perspective of banks, thrifts, and credit unions with total assets under \$10 billion. The council's members are appointed by the Bank's president.

Community Investment Council

Established in 2011, the Community Investment Council advises the Bank's management about emerging issues and trends in communities across the Fifth District, including low- and moderate-income neighborhoods in urban and rural areas. The council's members are appointed by the Bank's president.

Payments Advisory Council

Created in 1978, the Payments Advisory Council serves as a forum for communication with financial institutions about financial services provided by the Federal Reserve. The council helps the Bank respond to the evolving needs of its banking constituency. Council members are appointed by the Bank's first vice president.

Listings of boards and councils include members and titles as of December 31, 2014, unless otherwise noted.

Thank You

Thank you to those directors who have completed their service: Marshall O. Larsen, Linda D. Rabbitt, and Edward L. Willingham, IV of the Richmond Board; Richard Bernstein and Jenny G. Morgan of the Baltimore Board; and Robert R. Hill, Jr., and John S. Kreighbaum of the Charlotte Board.

The Bank also welcomes seven new directors: Robert R. Hill, Jr., Thomas C. Nelson, and Kathy J. Warden have joined the Richmond Board; Susan J. Ganz and Austin J. Slater, Jr., have joined the Baltimore Board; and Michael C. Crapps and Mark L. Williamson have joined the Charlotte Board.



FEDERAL ADVISORY COUNCIL
REPRESENTATIVE

Kelly S. King

Chairman and Chief Executive Officer
BB&T Corporation
Winston-Salem, North Carolina

First row, from the left: Margaret G. Lewis, Linda D. Rabbitt, C. Richard Miller, Jr.;
Second row: Charles R. Patton, Brad E. Schwartz, Marshall O. Larsen;
Third row: Edward L. Willingham, IV, Wilbur E. Johnson, Russell C. Lindner

CHAIRMAN

Linda D. Rabbitt

Chairman and Chief Executive Officer
Rand Construction Corporation
Washington, D.C.

DEPUTY CHAIRMAN

Russell C. Lindner

Chairman and Chief Executive Officer
The Forge Company
Washington, D.C.

Wilbur E. Johnson

Managing Partner
Young Clement Rivers, LLP
Charleston, South Carolina

Marshall O. Larsen

*Retired Chairman, President,
and Chief Executive Officer*
Goodrich Corporation
Charlotte, North Carolina

Margaret G. Lewis

Retired President
HCA Capital Division
Richmond, Virginia

C. Richard Miller, Jr.

President and Chief Executive Officer
Woodsboro Bank
Woodsboro, Maryland

Charles R. Patton

President and Chief Operating Officer
Appalachian Power Company
Charleston, West Virginia

Brad E. Schwartz

Chief Executive Officer
Monarch Financial Holdings, Inc.
and Monarch Bank
Chesapeake, Virginia

Edward L. Willingham, IV

Chief Operating Officer
First Citizens BancShares, Inc.
and First Citizens Bank
Raleigh, North Carolina

Board of Directors, Baltimore Branch

CHAIRMAN

Jenny G. Morgan

President and Chief Executive Officer
basys, inc.
Linthicum, Maryland

Richard Bernstein

President and Chief Executive Officer
LWRC International, LLC
Cambridge, Maryland

Anita G. Newcomb

President
A.G. Newcomb & Company
Columbia, Maryland

Christopher J. Estes

President and Chief Executive Officer
National Housing Conference
Washington, D.C.

Samuel L. Ross

Chief Executive Officer
Bon Secours Baltimore Health System
Baltimore, Maryland

Mary Ann Scully

*Chairman, President, and
Chief Executive Officer*
Howard Bancorp
Ellicott City, Maryland

Stephen R. Sleigh

Fund Director
IAM National Pension Fund
Washington, D.C.



Front row, from left: Mary Ann Scully, Richard Bernstein;
Second row: Anita G. Newcomb, Samuel L. Ross, Jenny G. Morgan;
Third row: Christopher J. Estes, Stephen R. Sleigh



CHAIRMAN

Claude Z. Demby
*Vice President of
Business Development
Cree, Inc.
Durham, North Carolina*

Laura Y. Clark
*Executive Director
Renaissance West Community
Initiative
Charlotte, North Carolina*

Elizabeth A. Fleming
*President
Converse College
Spartanburg, South Carolina*

Lucia Z. Griffith
*Chief Executive Officer and Principal
METRO Landmarks
Charlotte, North Carolina*

Robert R. Hill, Jr.
*Chief Executive Officer
South State Corporation and
South State Bank
Columbia, South Carolina*

John S. Kreighbaum
*Former President and
Chief Executive Officer
Carolina Premier Bank
and Premara Financial, Inc.
Charlotte, North Carolina*

Paul E. Szurek
*Chief Financial Officer
Biltmore Farms, LLC
Asheville, North Carolina*

Front row, from left:
Lucia Z. Griffith, Laura Y. Clark;
Second row: Claude Z. Demby,
Robert R. Hill, Jr., Elizabeth A. Fleming;
Third row: John S. Kreighbaum,
Paul E. Szurek

Community Depository Institutions Advisory Council



CHAIRMAN

Jan Roche*

*President and Chief Executive Officer
State Department Federal Credit
Union
Alexandria, Virginia*

VICE CHAIRMAN

Michael L. Middleton

*Chairman and Chief Executive Officer
Community Bank of the Chesapeake
Waldorf, Maryland*

Michael C. Crapps

*President and Chief Executive Officer
First Community Bank
Lexington, South Carolina*

Robert A. DeAlmeida

*President and Chief Executive Officer
Hamilton Bank and
Hamilton Bancorp, Inc.
Towson, Maryland*

Suzanne S. DeFerie

*President and Chief Executive Officer
Asheville Savings Bank
and ASB Bancorp, Inc.
Asheville, North Carolina*

R. Wayne Hall

*President
South State Corporation
Columbia, South Carolina*

Michael P. Fitzgerald

*Chairman, President, and Chief
Executive Officer
Bank of Georgetown
Washington, D.C.*

Charles H. Majors

*Chairman and Chief Executive Officer
American National Bank and
American National Bankshares, Inc.
Danville, Virginia*

*Front row: Suzanne S. DeFerie; Second row, from left: Brian Thomas, Kim D. Saunders;
Third row: Jan Roche, Millard C. Ratcliff, Jr., Michael L. Middleton;
Fourth row: Michael C. Crapps, Michael P. Fitzgerald; Last row: R. Wayne Hall*

Millard C. Ratcliff, Jr.

*President and Chief Executive Officer
ABNB Federal Credit Union
Chesapeake, Virginia*

Kim D. Saunders

*Retired President and Chief
Executive Officer
Mechanics & Farmers Bank
Durham, North Carolina*

Brian Thomas

*President and Chief Executive Officer
Clear Mountain Bank
Bruceeton Mills, West Virginia*

Frank W. Wilkinson

*President and Chief Executive Officer
First Century Bank
Bluefield, West Virginia*

**In 2014, Jan Roche served as the Fifth District's representative on the Community
Depository Institutions Advisory Council at the Federal Reserve's Board of Governors.*



CHAIRMAN

Chris Kukla

*Senior Counsel for Government Affairs
Center for Responsible Lending
Durham, North Carolina*

Samuel L. Erwin

*President and Chief Executive Officer
The Palmetto Bank and
Palmetto Bancshares, Inc.
Greenville, South Carolina*

Christopher J. Estes

*President and Chief Executive Officer
National Housing Conference
Washington, D.C.*

John Hamilton

*President
City First Enterprises
Washington, D.C.*

Deborah Hooper

*President
Greensboro Chamber of Commerce
Greensboro, North Carolina*

Mary Hunt

*Senior Program Officer
The Claude Worthington Benedum
Foundation
Pittsburgh, Pennsylvania*

Chuck Martin

*Administrative Vice President and
Regional Community Reinvestment
Officer
M&T Bank
Baltimore, Maryland*

Paul Phillips

*President and Chief Executive Officer
Freedom First Federal Credit Union
Roanoke, Virginia*

George Rothman

*President and Chief Executive Officer
Manna, Inc.
Washington, D.C.*

Mark Sissman

*President
Healthy Neighborhoods, Inc.
Baltimore, Maryland*

Kent Spellman

*Executive Director
WV Community Development Hub
Stonewood, West Virginia*

Tamea Franco

*President and Chief Executive Officer
Global Metal Finishing, Inc.
Roanoke, Virginia*

Michel Zajur

*President and Chief Executive Officer
Virginia Hispanic Chamber of
Commerce
Richmond, Virginia*

*First row, from left: Tamea Franco, George Rothman;
Second row: John Hamilton, Kent Spellman, Michel Zajur;
Third row: Chuck Martin, Mary Hunt, Paul Phillips, Deborah Hooper;
Last row: Chris Kukla, Mark Sissman*

Payments Advisory Council

CHAIRMAN

Martin W. Patterson

*Senior Vice President,
Banking Operations
SunTrust Banks, Inc.
Richmond, Virginia*

William E. Albert

*Senior Vice President
First Century Bank
Bluefield, West Virginia*

Ronald L. Bowling

*President and
Chief Executive Officer
First Peoples Bank
Mullens, West Virginia*

Kim L. Bunn

*Senior Vice President and
Operations Executive
Bank of America
Jacksonville, Florida*

Mitch Christensen

*Executive Vice President,
Innovation and Payments Strategy
Wells Fargo & Company
Scottsdale, Arizona*

R. Lee Clark

*Executive Vice President, Operations
TowneBank
Suffolk, Virginia*

Peter Davey

*Vice President and Director,
Enterprise Payments
CapitalOne Bank
Richmond, Virginia*

Jeff W. Dick

*President and
Chief Executive Officer
MainStreet Bank
Herndon, Virginia*

Tim Dillow

*Senior Vice President
BB&T Corporation
Wilson, North Carolina*

Kristi A. Eller

*Chief Information Officer and
Executive Vice President,
Operations
Yadkin Valley Bank and
Trust Company
Elkin, North Carolina*



Front row, from left: Kristi A. Eller, Rick Rhoads; *Second row:* Rex Hockemeyer, A. Mitchell Godwin, Rodney Epps; *Third row:* John Zazzera, Steve Shuford; *Last row:* Jeff W. Dick

Rodney Epps

*Senior Vice President and
Chief Operating Officer
Industrial Bank of Washington
Washington, D.C.*

Gerry Felton

*Senior Vice President and
Operations Director
PNC Bank
Rocky Mount, North Carolina*

Janine George

*Senior Vice President and
Director of Operations
Paragon Commercial Bank
Raleigh, North Carolina*

Tina Giorgio

*Senior Vice President
Sandy Spring Bank
Columbia, Maryland*

A. Mitchell Godwin

*Vice President
The Conway National Bank
Conway, South Carolina*

Leton L. Harding, Jr.

*Chief Executive Officer
Powell Valley National Bank
Wise, Virginia*

Chad Harmon

*Senior Vice President and
Operations Manager
South State Bank
Orangeburg, South Carolina*

Rex Hockemeyer

*Executive Vice President,
Director of Operations and IT
Union First Market Bankshares
Ruther Glen, Virginia*



First row: Chris Tolomeo; *Second row, from left:* Kim L. Bunn, William E. Albert;
Third row: Steve Stone, Adrian S. Johnson, Tina Giorgio;
Fourth row: Ronald L. Bowling, Chad Harmon; *Last row:* Martin W. Patterson

Jamin M. Hujik
Executive Vice President
 CresCom Bank
 Charleston, South Carolina

Scott Jennings
*Senior Vice President and
 Chief Operating Officer*
 Summit Community Bank
 Moorefield, West Virginia

Adrian S. Johnson
*Senior Vice President and
 Chief Financial Officer*
 MECU of Baltimore, Inc.
 Baltimore, Maryland

E. Stephen Lilly
*Executive Vice President and
 Chief Operating Officer*
 First Community Bank
 Bluefield, Virginia

Rick Rhoads
Senior Vice President, E-Services
 State Employees' Credit Union
 Raleigh, North Carolina

Susan G. Riel
*Senior Executive Vice President
 and Chief Operating Officer*
 EagleBank
 Bethesda, Maryland

Norman Robinson
President and Chief Executive Officer
 EastPay Inc.
 Richmond, Virginia

Steve Shuford
*Senior Vice President,
 Director of Treasury Management*
 Paragon Bank
 Raleigh, North Carolina

Woody Shuler
Vice President, Finance
 SRP Federal Credit Union
 North Augusta, South Carolina

Steve Stone
Executive Vice President
 United Bank
 Charleston, West Virginia

Chris Tolomeo
*Senior Vice President,
 Banking Services*
 M&T Bank
 Amherst, New York

Paul Trozzo
Senior Vice President
 PNC Bank
 Pittsburgh, Pennsylvania

Samuel A. Vallandingham
President
 The First State Bank
 Barboursville, West Virginia

David Willis
*Senior Vice President,
 Debit Card and Funds Services*
 Navy Federal Credit Union
 Vienna, Virginia

Gayle Youngblood
*Assistant Vice President,
 Product Management*
 State Employees Credit
 Union of Maryland
 Linthicum, Maryland

John Zazzera
*Senior Vice President,
 Head of Payment Operations*
 TD Bank
 Mount Laurel, New Jersey

Note: The council's membership year runs from June 1 to May 31, but this listing includes all members who served during 2014.