



# 2022 Election - Petition Process Summary

Nomination to Orange County's Credit Union  
Volunteer Board of Directors

## **Election Process**

Each year Credit Union members elect volunteers from among the membership to serve on the Board of Directors. Nominations can be made by the Nominating Committee and by members by petition. If there are more nominees than open positions, the nominees receiving the most number of votes are elected. If the number of nominations equals the number of positions to be filled, the nominees are declared elected by acclamation at the Annual Meeting of Members. There shall be no nominations from the floor.

Orange County's Credit Union's 2022 Annual Meeting will be held Tuesday, June 28, 2022, at 3:00 p.m. at the Credit Union's Headquarters Building, 1701 E. Saint Andrew Place, Santa Ana, CA 92705.

## **Nomination by Petition Process**

Members interested in running for the 2022 Orange County's Credit Union's election may submit a petition signed by at least 1% of the Credit Union membership (as of February 28, 2021, this number was 123,616 primary members). In the Credit Union's care, the Secretary of the Board must receive the petitions no later than 4:00 p.m., Thursday, May 19, 2022.

Petition forms are available at any Credit Union branch. For each and every member signing the petition, the petition must include the member's name, last four digits of membership number, date and signature for membership verification. The petition shall also be submitted with a statement of qualification, including, for example, biographical data such as the petitioner's affiliation with the Credit Union (and other credit unions), education and career highlights (not to exceed 250 words), and a statement from the petitioner of willingness to serve if elected.

Orange County's Credit Union Election Campaign Rules shall be complied with at all times. All submitted materials become the property of Orange County's Credit Union and will not be returned.

Below is a brief, non-exhaustive summary of the Orange County's Credit Union Board of Directors' responsibilities, qualifications, and time commitment.

For additional information concerning the election process, petition process, and Board responsibilities, qualifications and commitment, and/or to submit your petition along with the required documentation, please email Alitt Marroquin at [eaassistant@orangecountyscu.org](mailto:eaassistant@orangecountyscu.org).

## **Responsibilities of the Orange County's Credit Union Board of Directors**

The Board of Directors has the responsibility for the general direction and control of the Credit Union. General direction refers to establishing strategic policies within the guidelines and limitations outlined in the bylaws and current regulations. The Board is also in charge of ensuring financial soundness and stability, hiring and reviewing the President CEO's performance annually, and reporting to Members at the Annual Meeting.

### 1. Each Board of Directors has the fiduciary responsibility as follows:

- Duty of loyalty requires the Board of Directors to avoid using their position as Directors to gain personal advantage. This duty of loyalty means that business or investment opportunities properly belonging to the Credit Union cannot be diverted to the personal benefit of a Director in a position to decide on behalf of the Credit Union. Duty of loyalty includes the avoidance of conflicts of interest/and or the appearance of conflicts.
- Duty of care requires the Board of Directors to act with due consideration to fulfill their policymaking tasks and monitor the Credit Unions' performance. This standard in measuring this duty of care has been defined as the degree of care and prudence that people prompted by self-interest generally exercise to conduct their own affairs.
- Duty of oversight requires the Board of Directors to have the duty of general management of the affairs, funds, and records of this credit union, or they may delegate this to a President hired for this purpose. The Board of Directors shall possess all express or implied powers and duties conferred or imposed upon them under applicable law and regulations or elsewhere in the Credit Union bylaws, which are not specifically reserved to or conferred or imposed upon the members of the credit union.
- Duty of Liability requires the Board of Directors oversight of the fidelity bond coverage; the policy protects the Board of Directors, Volunteers, and Associates from liability arising out of their duties performed for the Credit Union.

### 2. Additional Duties and Responsibilities:

- Attend a minimum of 75% of all Board Meetings, education or planning sessions, the Annual Membership Meeting, and any other special meetings called at the Chair's direction. If unable to attend the meeting, then the Chair will be notified in advance.
- Provide direction through setting policy within the guidelines and limitations set forth by the Credit Union's charter, bylaws, law, and prudent business practices.
- Determine overall objectives, set and approve goals, and establish policies to provide an operational framework for the Credit Union.
- Co-create long-range strategic planning with the CEO.
- Establish and assess measurements to monitor the alignment of results with Strategic Plan goals.
- Select, employ, set standards of performance, and evaluate President/CEO annually.
- Review and approve the annual budget and review monthly financial statements.
- Receive, review and act on management and Supervisory Committee recommendations and reports.
- Ensure proper internal controls and disaster recovery plans to protect assets and resources.
- Set specific policies, parameters, and limits to guide management and staff in the Credit Union operation.
- Approve loan policies, including maximums, interest rate maturities, securities, and collection policies.

- Approve and review investment policy and authorize investments and borrowing.
- Conduct Annual Meeting, report to Members, and maintain minutes and records as required.
- Maintain a personal commitment to the Credit Union and Credit Union principles to assure proper and efficient administration and attainment of goals and objectives.
- Review materials before meetings and attend regular monthly Board of Directors meetings and planning sessions.
- Participate in training and educational conferences and seminars as appropriate to further the cause and effectiveness of the Credit Union.
- Maintain all business and Member affairs professionally and confidentially and refrain from conduct that may present a conflict of interest to the Credit Union.
- Serve as a representative of the Credit Union to its Membership and the community-at-large and inspire confidence in its services and service to the Credit Union's communities.

### **Qualifications of the Orange County's Credit Union Board of Directors Volunteer**

1. Each Board of Director, and each nominee to a Board of Director position, shall be:
  - A Member of Orange County's Credit Union in his or her right.
  - At least eighteen (18) years of age.
2. Before nominating an individual for a Director position, the Credit Union's Nominating Committee shall determine that the nominee is a member in good standing, bondable, and has, among other things, the knowledge or experience commensurate with that needed to oversee a financial institution with the size and complexity of Orange County's Credit Union.

### **Time Commitment of the Orange County's Credit Union Board of Directors**

The Board meets in person at least six times a year. The Board volunteers are also expected to attend the Annual Strategic Session, the Annual Planning Session, and the Annual Meeting of Members.