FEDERAL HOUSING FINANCE AGENCY

Federal Home Loan Bank Independent Director Application Form

FHFA Form #129 (03/2023)

INSTRUCTIONS | **Clear Form**

You either have expressed interest in, or have been recommended for, nomination to stand for election as an independent director of the Federal Home Loan Bank of Des Moines (Bank). **If you would like the Bank's board of directors to consider you as a possible nominee for an independent directorship, you must complete and execute this Federal Home Loan Bank Independent Director Application Form and submit it to the Bank on or before July 25, 2024**. If you do not submit a completed and executed Form by that date, you will be deemed to have declined to be considered for nomination.

By law, the Bank's board of directors may nominate you for an independent directorship only if it has verified that you meet the legal eligibility requirements applying to independent directors and possess the professional qualifications that are specified by law for the type of independent directorship for which you are being considered. Your responses to the questions on this Form will assist the Bank in verifying that you are legally eligible, and possess the required professional qualifications, to serve as an independent director of the Bank if elected.

You are eligible to serve as an independent director of the Bank only if you meet all of the following requirements:

- You are a citizen of the United States.
- You are a *bona fide* resident of the Bank District, as determined by meeting either one of the following two sets of criteria:
  - Your principal residence is located in the Bank District; or
  - You both:
    - Own or lease in your own name a residence in the Bank District; and
    - Are employed in a voting state in the Bank District.
- Neither you nor your spouse are:
  - An officer of any Federal Home Loan Bank; or
  - An officer, employee, or director of any member of, or recipient of advances from, the Bank. For purposes of this prohibition:
    - "Advances" includes any form of lending, regardless of whether it is denominated as an "advance"; and
    - "Member" and "recipient of advances" include the institution itself and the institution's holding company, except where the assets of all members or all recipients of advances constitute less than 35 percent of the assets of the holding company, on a consolidated basis.

These eligibility requirements may be found in sections 7(a) and (b) of the Federal Home Loan Bank Act (Bank Act), 12 U.S.C. 1427(a) and (b), and in Federal Housing Finance Agency regulations at 12 CFR 1261.5(c) and 1261.10.

In addition, you must demonstrate that you possess certain professional qualifications, which differ depending on whether you are seeking nomination for a "regular" or a "public interest" independent directorship. By law, the Bank must designate at least two of the independent directorships on its board as "public interest" directorships. These independent directorships may be filled only by individuals having, at the time of nomination, more than four (4) years of experience representing consumer or community interests in banking services, credit needs, housing, or consumer financial protections.

Regular independent directorships, that is, those that are not public interest directorships, must be filled by individuals having, at the time of nomination, experience in or knowledge of one or more of the following areas: auditing and accounting, derivatives, financial management, organizational management, project development, risk management practices, and the law. Such knowledge or experience must be commensurate with that needed to oversee a financial institution with a size and complexity comparable to that of the Bank. The requirements regarding professional qualifications may be found in section 7(a)(3)(B) of the Bank Act, 12 U.S.C. 1427(a)(3)(B), and in FHFA's regulations at 12 CFR 1261.7(e).

Please answer all applicable questions in full and do not answer any question by referring to another document, except where expressly permitted to do so. You may continue your answers on additional pages, if necessary, each of which shall be attached to, and deemed a part of, this Form.

PERSONAL INFORMATION

Please provide your personal information as indicated in Questions 1 - 4

1. **Full Name:**

2. **Other Names Used or Known by:**

3. **Contact Information:**

   Phone Number:

   Home: Office: Cell:

   E-mail Address:

   Mailing Address:

   Number/Street (or PO Box) City State ZIP Code

4. **Current Employment, if applicable:**

   Current Employer:

   Your Title:

   Your Employment Address:

   Number/Street City State ZIP Code

ELIGIBILITY REQUIREMENTS

Please answer Question 5 – 8, regarding your eligibility to serve as an independent director, in full.

Citizenship and Residency

You must meet the legal requirements as to U.S. citizenship and Bank District residency to be eligible for nomination for an independent directorship.

5. Citizenship.

Are you a citizen of the United States? ☐ Yes ☐ No

6. Residency.

A. Please provide the street address of your principal residence.

Address:

Number/Street City State ZIP Code

If the residence entered in response to Question 6A is located within the Bank District, you meet the residency requirement and may skip to Question 7.

If your principal residence is not located within the Bank District, you may still meet the residency requirement if you own or lease another residence located within the Bank District and are employed within the Bank District; in this case, please continue with Question 6B. If you do not own or lease any residence within the Bank District, you are ineligible to be nominated for an independent directorship.

B. If your principal residence is not located within the Bank District, but you own or lease another residence within the Bank District, please provide the address of that residence.

Address:

Number/Street City State ZIP Code

C. Are you employed within the Bank District? ☐ Yes ☐ No

D. If you answered Yes to Question 6C, please identify your in-District employer:

☐ Check if your in-District employment information is the same as that entered in response to Question 4.

☐ Check if your in-District employment information is different from that entered in response to Question 4, then provide the following information:

Name of Your In-District Employer:

Your Title:

Your Employment Address:

Number/Street City State ZIP Code

Independence

The information you provide below will enable the Bank to determine whether you meet the independence requirements. You may be nominated if you do not currently meet the independence requirements, but you must agree as part of the certification at the end of this Form that you and your spouse will relinquish any positions that the Bank determines to be prohibited under those requirements. If elected, you may not be seated as an independent director so long as you or your spouse hold any such prohibited positions and, once seated, would become ineligible to continue to serve as an independent director if you or your spouse were to take any such prohibited positions.

7. Employment by a Federal Home Loan Bank.

A. Are you or your spouse an officer or employee of any Federal Home Loan Bank? ☐ Yes ☐ No

B. If you answered Yes to Question 7A, please provide the following information for each such position held by you or your spouse:

Name of the Person Holding the Position:

Federal Home Loan Bank of:

Title:

Date Position Began:

8. Employment by a Bank Member, Housing Associate, or Holding Company.

A. Are you or your spouse an officer, director, or employee of a member of the Bank, an entity certified as a housing associate of the Bank, or a holding company that controls one or more members or housing associates of the Bank? ☐ Yes ☐ No

B. If you answered Yes to Question 8A, please provide the following information for each such position held by you or your spouse:

Name of the Person Holding the Position:

Name of the Employer:

Check the appropriate response below to indicate whether the employer is:

☐ a member

☐ a holding company of a member

☐ a housing associate

☐ a holding company of a housing associate

Title:

Date Position Began:

If the employer is a holding company:

- Indicate the total assets of the holding company;
- Indicate the total assets of each member or housing associate of the Bank controlled by the holding company; and
- Provide documentation to support those amounts.

ACADEMIC AND EMPLOYMENT HISTORY

Please answer in full Questions 9 - 11, regarding your academic and employment background. If you wish, you may answer any or all of these questions by attaching a resume or CV, so long as you provide all of the information requested. Any such attachments shall be deemed a part of this Form.

☐ Check if you have attached a resume or CV in response to Questions 9 – 11.

9. Academic Degrees. Please list any college or advanced academic degrees that you have been awarded, specifying for each: the type of degree, the name and location of the academic institution that awarded your degree, and the date awarded.

10. Employment History. Please list, from most to least recent, the positions you have held during your professional career, specifying for each: the name and location of your employer, your position, and the date range (including month and year) during which you served in that position. Please explain any major gaps in your employment chronology.

11. Other Relevant Experience and Achievements. Please list any other significant positions you have held, or currently hold, (such as other directorships or volunteer positions) and any professional certifications that you believe are relevant to your qualifications to serve as an independent director of the Bank, specifying for each: the name and location of the organization with which you served, your position, and the date range (including month and year) during which you served in that position; for each certification, list the certification name, the certifying entity, and the date of your certification.

PROFESSIONAL QUALIFICATIONS

Please indicate in response to Question 12 whether you are seeking nomination for a public interest independent directorship or a regular independent directorship and then complete the appropriate questions regarding your qualifications for that type of independent directorship. If you wish to be considered for both types of independent directorships, or are unsure, please check both options. If you wish to be considered for a public interest independent directorship, you must answer Question 13 in full. If you wish to be considered for a regular independent directorship, you must answer Questions 14 – 15 in full. If you wish to be considered for only one type of independent directorship, you are not required to answer the question or questions pertaining to the other type of independent directorship, although you may choose to do so if you wish to highlight relevant knowledge or experience in the areas addressed in those questions.

12. Type of Independent Directorship Being Sought. Please check one or both of the boxes below to indicate the type of independent directorship you are seeking.

☐ Check if you are seeking a public interest independent directorship.

☐ Check if you are seeking a regular independent directorship.

Public Interest Independent Directorship

By statute, a nominee for a public interest independent directorship must have "more than 4 years of experience in representing consumer or community interests on banking services, credit needs, housing, or consumer financial protections." Qualifying experience in one of the four enumerated areas may have been acquired in professional, public service, or volunteer positions, so long as the work done was substantial in terms of time commitment and responsibility. As indicated by the statute's use of the word "representing," the experience must have involved advocating for, or otherwise acting primarily for the direct benefit of, consumer or community interests in one of the four enumerated areas. Further, the experience must accrue from activities personally undertaken by the individual seeking nomination as a public interest independent director, as opposed to being attributed based solely on the activities of an organization with which the person was associated. Please reach out to the Bank if you have questions as to whether your experience meets the statutory requirements to qualify for service as a public interest independent director.

13. Representation of Consumer and Community Interests. Please explain in detail how you have represented consumer or community interests in banking services, credit needs, housing, or consumer financial protections for more than four years. At a minimum:

- Identify the positions through which you obtained your qualifying experience and specify the dates during which you served in those positions.
- Specify whether those positions involved banking services, credit needs, housing, or consumer financial protections.
- To the extent that your experience was obtained with an organization or agency, describe generally the mission of each such organization or agency and the manner in which its mission is typically fulfilled.
- Describe your responsibilities in those positions and, if any were not full-time paid employment, indicate the amount of time you spent fulfilling those responsibilities annually.
- Describe your major accomplishments in those positions that relate to the experience needed to qualify as a public interest independent director.

Answer to Question 13

Regular Independent Directorship

If you are seeking a regular independent directorship, please answer in full Questions 14 – 15, which pertain to your professional qualifications to serve in that capacity. If you are seeking a public interest independent directorship, you are not required to answer these questions, but may choose to do so if you possess relevant knowledge and experience that you wish to highlight.

14. Primary Areas of Knowledge and Experience. Please indicate below, by checking the appropriate boxes, the professional areas in which you have significant knowledge or experience that is commensurate with that needed to oversee a financial institution with a size and complexity comparable to that of the Bank.

- ☐ Auditing and accounting
- ☐ Derivatives
- ☐ Financial management
- ☐ Organizational management
- ☐ Project development
- ☐ Risk management practices
- ☐ The law

15. Description of Knowledge and Experience. For each of your primary areas of professional knowledge and experience indicated in response to Question 14, please describe in detail the nature of that knowledge and experience and the circumstances under which you obtained it. At a minimum, for each area:

- Identify the entities with which you were employed or otherwise associated when you gained the knowledge or experience and briefly describe the business or mission of those entities (e.g., "investment bank," "law firm," etc.).
- Identify the positions you have held with those entities and describe your major accomplishments in those positions with respect to the relevant areas.

Note if more space needed for answer to Question 15, continue typing response onto page 11.

Continuation of Answer to Question 15

Other Matters

16. Personal Integrity. Is there anything in your background that might cause a reasonable person to question your personal integrity, your ability to fulfill the fiduciary duties of a board director, or your competence to supervise the management of the Bank (issues of concern could include, but are not limited to: past felony convictions or pending felony charges; any findings by a court or administrative body that you have violated federal or state civil laws relating to securities, banking, housing, or real estate; suspension or revocation of a professional license; a personal or business bankruptcy filing; a foreclosure action; or having been the subject of a tax lien)?

☐ Yes ☐ No

If you answered Yes, please fully describe the incidents, the timeframes in which they occurred, and their ultimate disposition and provide supporting documentation where appropriate.

17. Conflicts of Interest. Other than any relationships described in response to Questions 7 – 8, do you or, to your knowledge, do any of your immediate family members (i.e., a parent, sibling, spouse, child, other dependent, or any relative sharing your residence) or close business associates (i.e., a corporation or organization of which you are an officer or a partner, or in which you own more than ten percent of any class of equity security (including subordinated debt); an individual that is an officer or a partner of, or who owns more than ten percent of any class of equity security (including subordinated debt) in, such a corporation or organization; or a trust in which you have a substantial interest or serve in a fiduciary capacity) have any financial interests or other relationships that might create actual or apparent conflicts of interest or might otherwise lead a reasonable person to question your ability to administer the affairs of the Bank fairly and impartially?

☐ Yes ☐ No

If you answered Yes, please fully describe the nature of those interests or relationships, the individuals or entities involved, and their relationship to you.

By executing this Form, you are certifying that:

- **The information you have provided is true, correct, and complete to the best of your knowledge;**
- **You acknowledge that the Bank and the Federal Housing Finance Agency may perform a background check on you, including without limitation regarding any information disclosed herein;**
- **You understand that you have a continuing obligation to inform the Bank of any facts that may call into question your eligibility or ability to serve as a Bank director; and**
- **If you are nominated and elected to serve as a Bank director:**
    - **You and your spouse will relinquish any positions that the Bank determines to be prohibited by the statutory and regulatory independence requirements for independent directors; and**
    - **You will regularly attend the meetings of the Bank's board of directors and the Bank's board committees to which you are assigned and will devote the time necessary to adequately prepare for those meetings and execute your other responsibilities as an independent director.**

Signature/Date:

Reminder: Apply your electronic signature above here. If you physically sign, please include date.

Privacy Act Statement: In accordance with the Privacy Act (5 U.S.C. 552a), the following notice is provided. This information is solicited under authority of 12 U.S.C. 1427(a) and (b) and 12 CFR 1261.5, 1261.7, and 1261.10 to 1261.13. Furnishing the information on this Form is voluntary, but failure to do so may result in your not meeting the statutory and regulatory eligibility requirements to serve as a Federal Home Loan Bank independent director. The purpose of this information is to facilitate the timely determination of your eligibility to serve as an independent director. Information may be disclosed in accordance with the routine uses identified in FHFA-System of Records Notice FHFA-8 Federal Home Loan Bank Directors, which may be found on the FHFA privacy webpage here.

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