

## **Federal Home Loan Bank of Des Moines Regulatory Committee Charter**

### **I. Objectives**

The Regulatory Committee ("Committee") of the Federal Home Loan Bank of Des Moines ("Bank") is initially formed as an ad hoc committee on a temporary basis to assist the Board of Directors of the Bank ("Board") in overseeing focused efforts to (i) respond to findings of examinations and other actions of the Federal Housing Finance Agency ("FHFA"), and (ii) monitor the Bank's progress with addressing other matters set forth in the Board's 2018 Resolution as the same may be amended or superseded, including action plans set forth in the Bank's Strategic Business Plan ("SBP") to ensure such action plans will achieve the goals and objectives of the SBP.

The Committee's responsibilities as described below are intended to ensure appropriate coordination of regulatory expectations, Bank responses, corrective activities and effectiveness. The Committee shall ensure Bank management is appropriately responsive and action plans are adequately designed to ensure deliverables meet expectations.

The Committee is committed to fostering diversity and inclusion in its deliberations. The Committee also will conduct its business in a manner consistent with the Bank's values of Respect, Integrity, Empowerment, Authenticity, Teamwork, and Excellence, which are the foundation of the Bank's culture, and in accordance with the Bank's commitment to an improved operating environment.

### **II. Authority and Responsibilities**

The following describes the authority and responsibilities of the Committee to assist the Board in fulfilling its oversight responsibilities. The Committee may assume such other responsibilities as the Board (or a committee thereof, at the Board's direction) may delegate from time to time. Any responsibilities that are delegated to the Committee by the Board may be addressed by the Board without a Committee meeting provided that such action does not violate any laws or regulations requiring specific Committee action.

- Oversee and review reports on responses to examination findings and other actions of the FHFA, and determine the effectiveness of the responses as it relates to meeting regulatory goals;
- Oversee and review reports on management's progress with action plans related to the 2018 Resolution and/or SBP, and determine the effectiveness of those plans as it relates to meeting regulatory goals;
- Escalate to the Board or a committee thereof, as appropriate, any issues identified with respect to responses to FHFA findings or actions, or SBP or 2018 Resolution action plans, or general regulatory compliance matters, and make recommendations to the Board or committee, as appropriate, regarding such matters, including resource allocation, budgeting and compensation, and action plans;
- Serve as a primary Board contact, along with the Board Chair and Vice Chair, with the FHFA and Bank management relating to examination findings and any FHFA actions;

- Review, monitor and make recommendations to the Board and/or Bank management on applicable regulatory supervision policies and practices of the Bank; and
- Take any and all such other actions, review such other matters, make such inquiries, determinations and recommendations to the Board as the Committee, in its sole and absolute discretion determines is necessary and/or appropriate to carry out the duties assigned to it.

The Committee shall perform the above responsibilities and other responsibilities delegated to it in a manner consistent with the Board's fiduciary obligations to assure that the Bank operates in a safe and sound manner consistent with the regulations and policies of the Federal Housing Finance Agency. In the course of fulfilling its responsibilities under this Charter, the Committee has the authority to retain outside consultants, experts, or other independent third parties to advise it. The Committee may request any officer or employee of the Bank – in particular, those who are in the position of overseeing regulatory matters – to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee.

### **III. Committee Membership**

The Committee shall be composed of five or more directors as approved by the Chairman of the Board and ratified by the Board. To the extent practicable, the vice chairs of each Board committee shall serve as a member of the Committee, as well as the Board's Chair and Vice Chair. The Board Chair may designate other directors as Committee members from time to time.

### **IV. Committee Meetings**

Meetings shall be chaired by the Committee Chair, or the Committee Vice Chair should the Chair be unavailable. The Committee shall meet no less than once quarterly, or more frequently as necessary to permit full and timely completion of the Committee's functions. A majority of Committee members shall be necessary to constitute a quorum, and the affirmative vote of a majority of the Committee members in attendance at a meeting at which a quorum is present shall be necessary for any action. Minutes of the Committee shall be maintained along with the minutes of the Bank's Board meetings, and all matters of significance to come before the Committee are regularly reported to the Board, with action recommended as required.

### **V. Review and Approval of Committee Charter and Work Plan**

The Committee Charter shall be reviewed and approved at least annually by the Committee and Board of Directors. The Committee shall also maintain and periodically review and approve any changes to a Work Plan. The Committee shall perform an annual self-assessment to conduct an evaluation of its performance, and as part of that self-assessment, confirm that all responsibilities outlined in this Charter and Committee Work Plan have been fulfilled.

### **VI. Limitations**

- The Committee's oversight responsibilities are limited solely to the matters outlined in the Objectives set forth in Section I of this Charter. It is not the duty of the Committee to assure the Bank's compliance with all regulatory matters.
- In performing its responsibilities, Committee members are entitled to rely in good faith on information, opinions, reports or statements prepared or presented by Bank management or staff, or outside advisors whom the Committee reasonably believes to be reliable and competent in the matters presented, or another committee of the Board with responsibility over the subject matter.