

**FEDERAL HOME LOAN BANK OF INDIANAPOLIS  
BOARD OF DIRECTORS  
DESIRED EXPERIENCE AND ATTRIBUTES STATEMENT**

The Board of Directors (the “Board”) of the Federal Home Loan Bank of Indianapolis (the “Bank”) is comprised of both Member Directors and Independent Directors. The Director of the Federal Housing Finance Agency (the “FHFA”) determines the size and composition of the Board. Member Directors must make up at least a majority, but no more than 60% of the Board’s membership. At least two Independent Directors must qualify to serve as a Public Interest Independent Director and be so designated by the Board. The statutory and regulatory eligibility requirements for Directors are described in the Director Position Description published on the Bank’s public website.<sup>1</sup>

**DIVERSITY, EQUITY, & INCLUSION**

The Bank encourages the consideration of diversity in nominating or soliciting nominees for positions on the Board.

To enrich decision making and governance and to represent the needs and concerns of the communities and people served by the Bank, the Board values a diversity of perspectives. The Board will conduct its policies and practices in a manner which treats all individuals fairly on the basis of merit, experience, and other work-related criteria. No individual interested in Board service or working with the Board in any capacity will be excluded due to race, color, religion, national origin, sex, age, sexual orientation, gender identity, genetic information, veteran's status, or mental or physical disability, in accordance with federal law.

In addition to all statutory and regulatory eligibility requirements, below is a non-exhaustive list of desired experience, attributes, characteristics, and core competencies that represent guidelines for targeted recruitment designed to achieve a Board with diversity of perspective, thought, and experience.

**EXPERIENCE**

Directors should have a proven track record of success in one or more of the following areas:

- Affordable housing development
- Auditing and accounting, including public accounting and auditing
- Bank or insurance company asset/liability management
- Capital markets and market risk management
- Community development
- Corporate governance
- Derivatives

---

<sup>1</sup> <https://www.fhlbi.com/who-we-are/become-a-board-member/>

- Diversity, equity, and inclusion ("DEI")<sup>2</sup>
- Economic modeling, forecasting, or analysis
- Experience representing consumer or community interests in banking services, credit needs, housing, or consumer financial protections
- Financial management, including corporate financial planning and analysis
- Government, public policy, or regulatory matters
- Information technology or information security
- Legal experience, including experience representing businesses in securities, business transaction, secured lending, employment, litigation, and other corporate matters
- Marketing and sales
- Organizational management
- Project development
- Risk management practices, including enterprise risk management and risk assessment
- SEC registration and reporting
- Staff development
- Strategic planning

## **PERSONAL CHARACTERISTICS OF DIRECTORS**

Each Director should exhibit:

### **Integrity and Accountability**

Character is the primary consideration in evaluating any Director. Directors must have high ethical standards and integrity in their personal and professional dealings. Directors must be willing to act on and remain accountable for their Boardroom decisions.

---

<sup>2</sup> To be consistent with FHFA Advisory Bulletin 2020-02 Board Diversity, specific DEI competencies include the following:

- An ability to assess whether Bank management seeks to promote DEI (i.e. has experience working with minorities, women, and individuals with disabilities and in seeking skill sets from a diverse group for employment and contracting);
- An understanding of fundamental equal employment opportunity and DEI principles;
- An ability to assess whether the Bank's management and Office of Minority and Women Inclusion ("OMWI") Officer have the requisite ability to develop initiatives and to deploy programs that support inclusion of diverse populations in employment and contracting;
- An ability to assess the Bank's management's and OMWI Officer's ability to manage organizational change (i.e. lead organizational development and corporate communications, and facilitate outreach and new projects with various internal or external stakeholders); and
- An ability to provide strategic leadership, through experience in adopting and communicating DEI objectives.

### **Informed Judgment**

A Director should be able to provide wise, thoughtful counsel on a wide range of issues. Directors should possess high intelligence and wisdom, and be able to apply it to decision making. Directors should be able to comprehend new concepts quickly.

### **Financial Literacy**

Directors should be financially literate. Directors should know how to read a financial statement and understand financial ratios. Directors should have a working familiarity with basic finance and accounting practices.

### **Mature Confidence**

Directors should approach others in a self-assured, responsible and supportive manner. Directors should value board and team performance over individual performance. Directors should be able to raise tough questions in a manner that encourages open discussions. Directors should be inquisitive and curious and ask questions of management.

### **High Performance Standards**

Directors should have a history of achievement that reflects high standards for themselves and others. Directors must be able to travel by air to attend Board and System meetings throughout the United States.

### **Political Awareness**

Directors should possess an awareness of the importance of political and public policy considerations, and comprehend the public-private partnership inherent to the operation of a government-sponsored enterprise.

## **CORE COMPETENCIES OF THE BOARD**

The Board as a whole should possess the following core competencies:

### **Accounting and Finance**

The Board must be able to see that shareholder value is enhanced through corporate performance and protected through adequate internal controls. The Board should possess expertise in financial accounting and corporate finance.

### **Business Judgment**

The Board needs to be able to monitor corporate management. Directors should understand general management best practices in the banking industry and bring a depth of experience.

**Crisis Response**

Directors need to be able to perform their duties and provide time for doing so during periods of crisis.

**Industry Knowledge**

The Board should have one or more Directors with in-depth industry specific knowledge, including housing, community/economic development, banking, and SEC reporting.

**Risk Management**

The Board should have one or more Directors with experience in managing financial, operational, political, and other kinds of risk.

**Leadership**

Directors need to possess empowerment skills and be able to motivate high-performing talent.

**Strategy/Vision**

Directors should possess the skill and capacity to provide strategic insight and direction by encouraging innovation, conceptualizing key trends, evaluating strategic decisions, and continuously challenging the organization to achieve its vision.

**Political Savvy**

The Board should have one or more Directors that possess the skill to be influential with policy makers at all levels.

o:\legal\confidential\board\director experience & attributes\director experience and attributes 03-23 final.docx