



77th Annual Meeting

June 19, 2018

This is your opportunity to learn more about the credit union, the progress that was made in the past year, and our plans for the future. It's also a chance to visit with friends and make some new ones.

Board of Directors Election

In accordance with the Bylaws of Highmark Federal Credit Union, the Board Chair appointed three members of the Board of Directors to nominate a slate of candidates to fill three expiring terms on the Board. The Nominating Committee has nominated the Highmark members on the following page (listed in alphabetic order) to serve on the Board of Directors.

In addition, Highmark's Bylaws enable members to petition the Board Secretary to add the name(s) of an additional nominee(s) to the list of candidates selected by the Nominating Committee. To be valid, petitions must contain the signatures and addresses of at least 1% of Highmark's membership and a statement signed by the nominee indicating a willingness to serve if elected. The nominee and any person signing the petition must be at least 16 years of age, must be the primary owner of a Highmark account, and the nominee cannot have been convicted of a crime involving dishonesty or breach of trust. Currently, Highmark has a membership of approximately 8,582 natural persons so the petition must have at least 86 signatures. The petition must be received by Highmark's Board Secretary by May 10, 2018. Please hand deliver the petition (or send via certified mail return receipt requested) to:

Dorothy Peacock, Secretary
Highmark FCU PO Box 2506
Rapid City SD 57709-2506

If the number of nominees exceeds the number of vacancies, the election of Directors will be by ballot. There will be no nominations from the floor at the annual meeting. When

only one member is nominated for each position to be filled, nominees will be elected by acclamation. Consequently, if no petitions are presented to the Board Secretary on or before May 10, 2018, no ballots will be mailed and the three nominees will be elected by acclamation.

Election Schedule:

Mar 21, 2018 Nominations from the Nominating Committee must be recorded by Board Secretary

Apr 1-5, 2018 Notification of membership of date of annual meeting and list of nominations

May 10, 2018 Nominations by petition must be received by Board Secretary

May 15, 2018 Second notification of membership of the date of the annual meeting. Official ballots will be mailed or will be available electronically if there are more nominees than positions to be filled.

Jun 13, 2018 All completed ballots must be received no later than midnight on this date

Jun 19, 2018 Election results will be announced at Highmark's Annual Meeting

Lynn Greff (Incumbent)

- Member of Highmark since 1978. Incumbent Board Member for 29 years (1986-1997 and 2000-2015). Served as Board Secretary (1990-1991), Board Treasurer (2001-2003), Board Vice Chairman (1992-1993, 2004-2005), and Board Chairman (1994-1996, 2006-2007).
- Holds Bachelor Degree from BHSU in Biology/Chemistry and a Bachelor Degree in Pharmacy from SDSU College of Pharmacy.
- As a volunteer at Highmark, completed numerous continuing education modules and received: Credit Committee Award, Supervisory Committee Award, Credit Union Services Award, Volunteer Achievement Program Certificate, Edward A. Filene Award, Friedrich W. Raiffeisen Award, Roy F. Bergengren Award, Alphonse Desjardins Award.

Served in or is currently serving in leadership positions in local, state, and national pharmacy associations including: SD Pharmacists Association, Medical Advisory Committee to SD

Lynn Greff (Incumbent) continued...

- Department of Social Services, Advisory Council to SDSU - College of Pharmacy, Committee of Long Term Care Pharmacy Services with National Association of Community Pharmacists, Professional Affairs Council of American Society of Consultant Pharmacists. In addition, has been a Fellow in the American Society of Consultant Pharmacists for 26 years, and has served on the Board of Directors of the SD Pharmacists Association for 5 years. Recipient of the SD Innovative Pharmacy Practice Award in 1996 and the Bowl of Hygeia Award by the SD Pharmacists Association in 2009. Serves in church leadership positions including Elder, Treasurer, and Financial Secretary for 19 years. Served on the Board of Directors of the Black Hills Bluegrass Association for 21 years (currently serves as Secretary Treasurer).

I have been an active Highmark Board Director overseeing Highmark's growth from \$7 million in assets to almost \$123 million and am proud to have worked with my colleagues to see this accomplished. I enjoy working with our current credit union leadership and our Board of Directors and would be honored to be re-elected and continue serving our membership.

Dana West (Incumbent)

- Member of Highmark since 1976. Incumbent Board member for 11 years (2007-2018). Served as Board Treasurer for 6 years (2009-2015), Board Vice Chairman (2017-2018).
- Earned a Bachelor of Education Degree from Huron College in 1974 and a Master of Education Degree from SDSU in 1989.
- Teacher for 34 years, 33 years in Rapid City at South Junior High & Central High School. Awards and accolades include: Distinguished Teacher Award from the White House Commission on Presidential Scholars in 1997, SDSMT's Mines Award for Outstanding Teaching in 2007, induction into Rapid City Sports Hall of Fame in 2005, and twice awarded Central High School's Teacher of the Year award.

I joined the credit union in the 'closet' of Rapid City High School on Columbus Street. The assistance and loans that I received when starting out were invaluable. Through coaching and working/volunteering at a plethora of activities I have learned to work with a variety of people. Working together and treating people fairly is the key. I have the interest, time, and passion to help Highmark continue its mission. I would truly appreciate the opportunity

to continue serving as your representative on the Board of Directors at Highmark.

Kim Morey (Incumbent)

- Member of Highmark since 1993. Incumbent Board Member since 2008. Served as Board Chairman (2010-2016).
- Education – Bachelor of Science Degree in Business Administration and Accounting from Black Hill State, a Master of Business Administration (MBA) from USD, and a Doctor of Education from USD.
- Retired from the Air Force in 1991, taught human resource management, economics, and accounting for BHSU. Retired administrator from Western Dakota Tech in 2011. Part owner of Black Hills Manufacturing Services since 2012. Private consultant in organizational development and human resource management.
- Current volunteer activity other than Highmark includes Treasurer, Historic Rapid City and board member of the Ellsworth Heritage Foundation (non-profit entity supporting the South Dakota Air and Space Museum). Some of my past volunteer activities include: Treasurer of Grandview PTA, President of Black Hills Society for Human Resource Management, Chairman of Chamber of Commerce Leadership Rapid City Committee, Head Elder for Bethlehem Lutheran Church, and other short-term volunteer work associated with those organizations.

My education and experience have prepared me well to fulfill the duties of a Highmark board member. I have been involved in budgeting and performance tracking in many jobs from my time in the Air Force until the present day. I have been a certified professional in Human Resources and taught classes in employment law, human resource management, money and banking, management, writing, and accounting. Leadership experience includes chair or president of many non-profit/not-for-profit organizations, service clubs, and my church. Highmark has done very well in the past several years. I would sincerely appreciate the opportunity to continue my service to Highmark and help it to continue toward a very bright future for all of us members.