ANNUAL MEMBERSHIP METING ORDER OF EVENTS

ORDER OF EVENTS

April 26, 2025

Call to Order and Ascertain Quorum Vince Huerta, Board Chairperson

Invocation

Scot Haines, Senior VP/Operations Manager

Approval of Minutes - 71st Annual Meeting

Dr. Marty Warren, Secretary

Board of Directors' Report Vince Huerta, Board Chairperson

President's Report Byron Norton, President/CEO

Credit Committee Report

John Griffin, Senior VP/Lending Operations Manager

Financial Review

Jenny Smith, Senior VP/Accounting Manager

Audit Committee Report

Dr. Marty Warren, Secretary

Unfinished Business

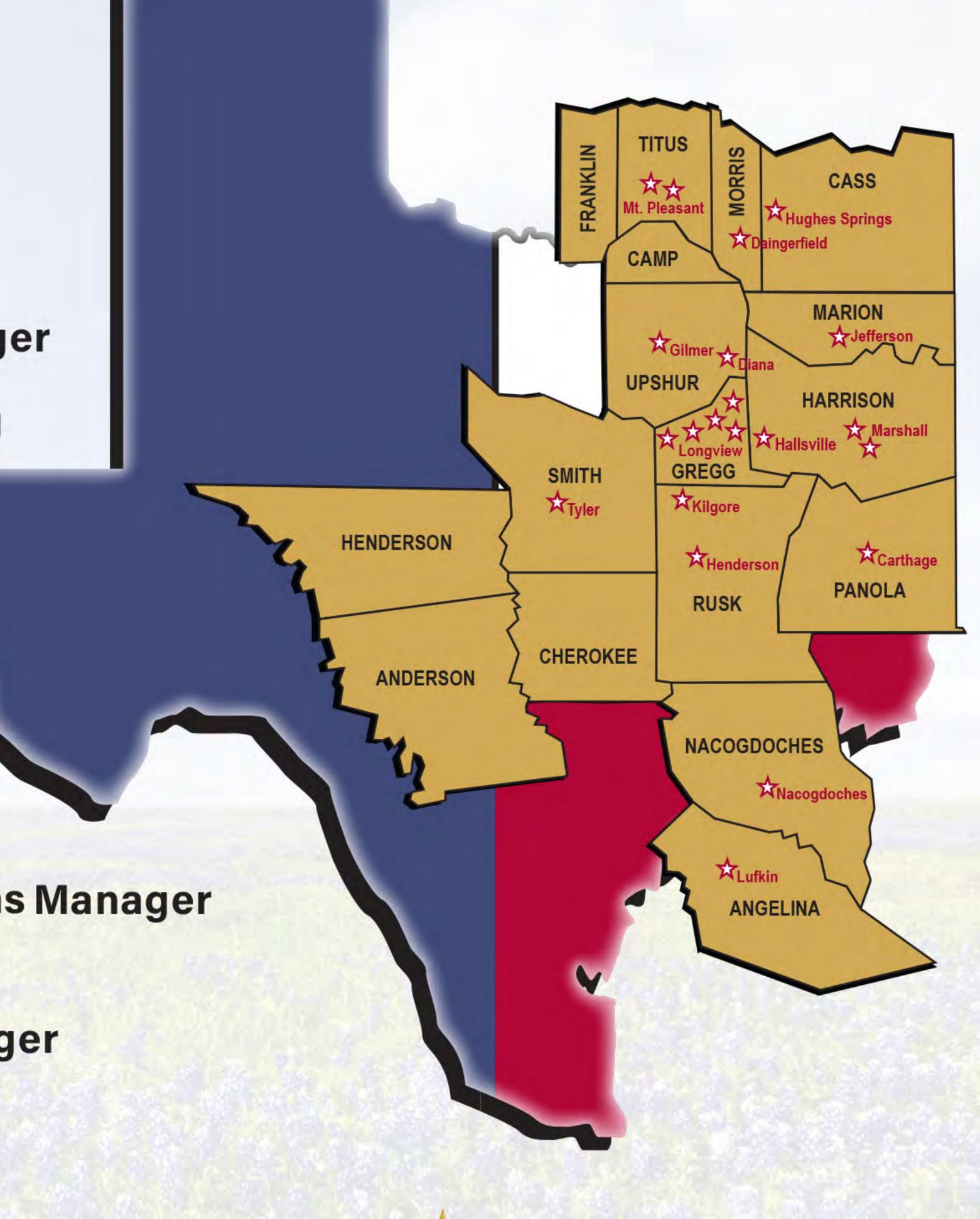
New Business (Other Than Elections)

Nominating Committee Report Joanna Luna, Committee Chairperson

Board of Director Elections

Adjournment

Cash Prize Drawings





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ANNUAL MEETING MINUTES * APRIL 20, 2024

The 71st Annual Meeting of the East Texas Professional Credit Union was held at the Holiday Inn Longview - North (300 Tuttle Cir, Longview, TX 75605) on Saturday, April 20, 2024. Chairperson of the Board, Joel Hale, called the meeting to order at 2:08 p.m. He began by ascertaining and recognizing a quorum of members (25) present. He then called on Greg Jeffery, VP/Branch Operations Manager, to give the invocation. Joel Hale then appointed Dr. Marty Warren, to serve as Parliamentarian of the meeting. Dr. Warren accepted the appointment.

Joel Hale then called on Dr. Marty Warren, Secretary, to present the minutes of the 70th Annual Meeting (held April 22, 2023) for approval. Arthur Lorenzo, member, made a motion to dispense with the reading of the minutes and approve them as printed. George Shankle, member, seconded the motion, and the motion carried without objection. Joel Hale noted that these minutes would become part of the permanent file and available for future review.

Joel Hale then proceeded with the introductions of our current Board of Directors. The Directors in attendance included: Joel Hale from Henderson, Texas; Wilma Jamerson from Longview, Texas; Maylene Neal from Nacogdoches, Texas; Dr. Rutledge McClaran from Marshall, Texas; Dr. Marty Warren from Longview, Texas; Vince Huerta from Tyler, Texas; Debbie Martin from Longview, Texas; Theresa Sparks from Longview, Texas; Dr. Donna Porter from Carthage, Texas; Kay Stewart from Dangerfield, Texas; and Harold Whitaker from Nacogdoches, Texas.

After releasing the Chair to Vice-Chairperson, Vince Huerta, Joel then presented the Board of Directors' Report. The entire Board of Directors' Report was included in the Annual Meeting brochure. It focused on the successes of East Texas Professional Credit Union in 2023. He further stated that East Texas Professional Credit Union, with dedication from its Board of Directors, management and staff, is well positioned to overcome any challenges and seize any opportunities that arise in 2024. Upon completion, he asked for any questions to be voiced. Hearing none, he submitted the report as part of the permanent Annual Meeting file and resumed the Chair.

Joel Hale then called on Byron Norton, President/CEO, to present the President's Report. Mr. Norton read the report that was included in the Annual Meeting brochure. He gave the state of the Credit Union address, and his commitment to our members for 2024. Upon completion, he asked for any questions to be voiced. Hearing none, he submitted the report to become part of the permanent Annual Meeting file.

Joel Hale called on John Griffin, Senior Vice-President/ Lending Operations Manager, to present the Credit Committee's Report. The report reflected 17,930 loans granted to members, constituting a total amount financed of \$374,504,687. Total loans increased by over \$87.9 million for the year. Time was allowed for any questions to be voiced. Hearing none, Mr. Griffin submitted the report to become part of the permanent Annual Meeting file.

Joel Hale then called on Debbie Pearce, Senior Vice-President/Accounting Manager to present the 2023

Year-End Financial Review. She gave a brief review of the Statement of Financial Condition. Time was allowed for any questions to be voiced. Hearing none, she submitted the report to become part of the permanent Annual Meeting file.

At this time, Joel Hale called on Secretary, Dr. Marty Warren, to present the Audit Committee's Report for 2023. The report noted that the Texas Credit Union Department (TCUD) conducted an annual exam as of December 31, 2023. In addition, the accounting firm Doeren Mayhew performed an independent audit as of September 30, 2023. Each closely reviewed all areas of operation and found the Credit Union to be in excellent financial condition. Doeren Mayhew also conducted an Annual Automated Clearinghouse (ACH) Audit as of October 31, 2023. Internal audits and compliance audits were conducted quarterly in order to ensure safety and soundness as well as general compliance with federal and state regulations. Time was allowed for any questions to be voiced. Hearing none, she submitted the report to become part of the permanent Annual Meeting file.

Joel Hale then asked if there was any unfinished business. Hearing none, he asked if there was any new business, other than the election of the board members. Hearing no further business, Joel Hale called on Tonya Emberton to present the Nominating Committee Report. Those members who served on the 2024 Nominating Committee were Tonya Emberton, Mike Toon, and Cheryl Cannon. The Committee met on Tuesday, February 27, 2024, to select a slate of nominees to present as candidates to serve on the Credit Union's Board of Directors. The Committee voted unanimously to re-nominate Dr. Marty Warren, Wilma Jamerson, Vince Huerta, and Harold Whitaker. At that meeting, they also named Ms. Emberton as Nominating Committee Chairperson, and Mr. Toon as Vice-Chairperson. On behalf of the Nominating Committee, Ms. Emberton submitted the names of Dr. Marty Warren, Wilma Jamerson, Vince Huerta, and Harold Whitaker for consideration and approval. Time was allowed for any questions to be voiced. Hearing none, Joel Hale proceeded with the elections.

Joel Hale asked those present three (3) times for any other nominations from the floor. Hearing none, he declared the nominations closed. Cindy Hull, member, then made a motion to accept the slate of candidates by acclamation. Theodore Lloyd, member, seconded the motion. The motion carried by a voice vote, with no opposing votes being cast. Joel Hale then recognized Dr. Marty Warren, Wilma Jamerson, Vince Huerta, and Harold Whitaker as re-elected board members, each to serve an additional three-year term.

Joel Hale then allowed time for any further business to be introduced. Hearing none, he declared the business portion of the meeting adjourned at approximately 2:37 p.m.

Cash prizes were then handed out at the conclusion of the meeting. There were a total of two hundred seventy (270) members in attendance.



BOARD OF DIRECTORS' REPORT

Welcome to the 72nd Annual Meeting of East Texas Professional Credit Union.

I'd like to take this opportunity to thank my fellow Board members for their continual commitment and service to ETPCU. Their dedication has contributed greatly to its overall success. I also want to thank *you*, our members, for your unwavering loyalty and commitment to East Texas Professional Credit Union.

Your ongoing participation in our Credit Union means that we will remain in a strong financial position to continue meeting your financial needs. We continue to hope and plan for a bright future for us all, and we want to look at new and better ways of defining and redefining our success as we grow and learn and change.

As shown in the Annual Report, despite all the economic challenges and obstacles that presented in 2024, the Credit Union had an exceptional year and performed well. Last year, the Members and Owners of this institution borrowed more than \$437.8 million with the number of new loans booked surpassing 18,500. Of those loans, 369 were home and commercial loans (totaling \$59.5 million) and over 18,100 were consumer loans (totaling over \$378 million). The 2024 year-end delinquency ratio continued to remain low at 0.12 percent, which is a direct reflection of the steadfast dedication that all of you have toward fulfilling your financial obligations with ETPCU.

Since its inception in 1953, East Texas Professional Credit Union has persevered through every challenge and adapted with every change brought to its doorstep and this past year was no exception; 2024 was a year full of growth and opportunity.

Above all else, the Board remains focused on supporting you with products and services that help you attain your financial goals. The continued success of the Credit Union allows us to offer a wealth of savings tools, financial products, and services that enhance your life, improve our delivery channels, and expand our outreach in the community. By exercising sound business and service strategies, ETPCU strives to help you navigate your life-cycle challenges, endure uncertain economic periods, and recognize the true benefits of your membership with the Credit Union.

In closing, let me express my confidence in the leadership of Byron Norton, the guidance of our esteemed board of directors, the commitment of our dedicated staff, and the support and loyalty of our more than 101,909 members. I am proud of, and humbled by, the level of trust and support you have placed in your board of directors, and I look forward to another successful year for the Credit Union. While 2025 will undoubtedly present its own set of challenges, let me assure you that East Texas Professional Credit Union is well-positioned to overcome any obstacles, and seize all opportunities, that arise.

I wish you all the best for 2025!

Vince Huerta, Chairperson

PRESIDENT'S REPORT

Good afternoon, members and friends, and welcome to the 72nd Annual Meeting of East Texas Professional Credit Union (ETPCU). My name is Byron Norton, and for the past twenty-one years I have had the honor of serving as President and CEO of this great financial institution.

Since 1953, ETPCU has stood tall among local banks and credit unions, successfully navigating and meeting each challenge the financial services industry has presented. While 2024 had its own unique set of challenges, the year would be defined by longer-term inflationary pressures, the most aggressive Federal Reserve interest rate hikes in over 40 years, geopolitical instability, and shifting economic conditions. Despite these adversities, ETPCU continues to work diligently to provide a safe and secure place for East Texans to borrow and save. ETPCU remains focused on improving the financial well-being of our members, while maintaining the long-term financial stability of the Credit Union for both today and the future.

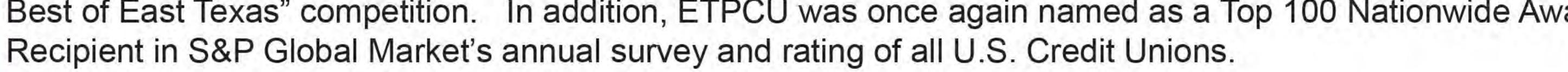
Our hard work and efforts in 2024 did not go unnoticed. East Texas Professional Credit Union was voted number one and "Best in Banking in the Locals Love Us" competition as well as the "Best Credit Union in the



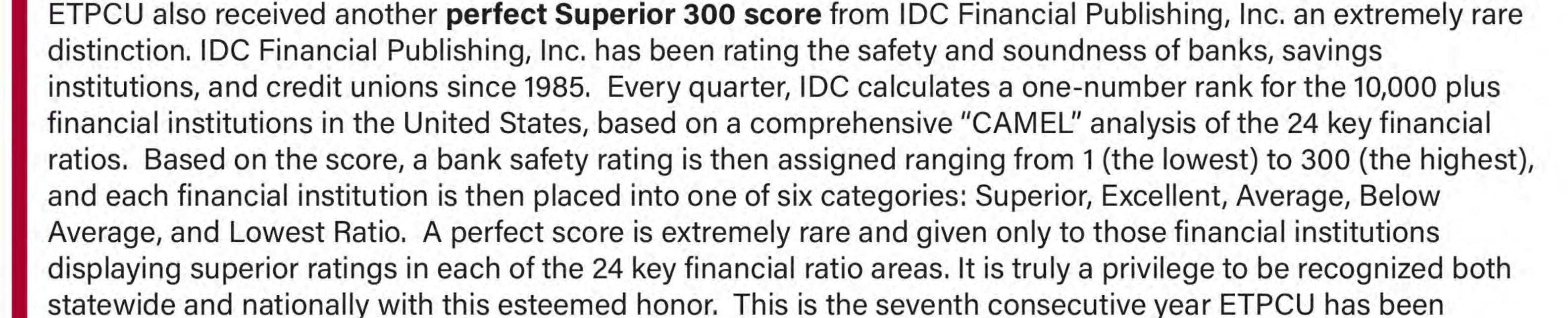






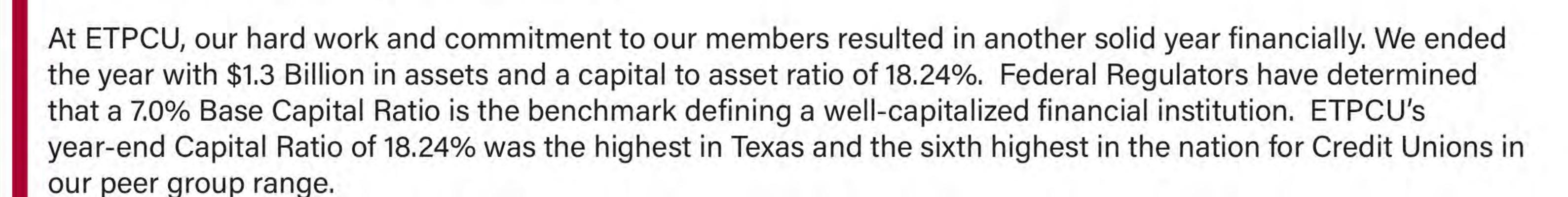








awarded their perfect Superior 300 score.





Strong loan growth is vital to the continued success of our membership and is a cornerstone to our credit union's long-term financial stability. Outstanding loans grew from \$784 Million to \$896 Million at year-end 2024, an increase of \$112 Million dollars or 14.3%! Nationwide, credit unions in the one-to-ten-billion-dollar asset range grew at only 5.0%. ETPCU almost tripled their average growth rate, another outstanding accomplishment. Loan asset quality remained strong and near historic lows with delinquencies and net-charge offs at 12 and 28 basis points respectively.



During our 72-year history, ETPCU has operated with conservative management principles designed to create and maintain one of the top-rated and safest financial institutions in the United States. Our roots extend back to 1953, when thirteen East Texas teachers shared a vision for providing trusted financial services to members of modest means. Our identity is built on a legacy of dependable financial solutions for our members and the East Texas Community.



Throughout the Great Recession, the Pandemic, and now the current inflationary crisis, East Texas Professional Credit Union has been a safe harbor for our members. The Board of Directors and management team will continue to manage our credit union with the conservative principles that have led to ETPCU being recognized both statewide and nationally for its financial stability and consistent strong performance.



would like to recognize both our Board of Directors and our management staff for their leadership, dedication, and passion for the credit union movement. We continually look for better ways to serve our membership and are humbled by the trust that you place in us collectively.



As the Annual Report reflects, East Texas Professional Credit Union significantly outperformed the industry once again during 2024. Our primary goal is to provide our membership with the highest quality of member service while ensuring your credit union remains financially healthy and well positioned to continue leading the way in banking in East Texas. We focus on offering our members competitive rates on their loans and deposits, conveniently delivered products and services, and we continually work to reduce or eliminate fees wherever possible. Some of the highlights of this year's report include:



- The number of primary accounts increased from 98,111 to 101,491 members, representing a year-over-year membership growth of 3.45%.
- Capital equates to financial strength and in 2024, ETPCU's capital grew from \$220 Million to \$241.2 Million, an increase of \$21.2 Million or 9.6%. Your Credit Union remains well capitalized and East Texas Professional Credit Union is proud to announce that this achievement ranked ETPCU as the highest rated Credit Union in Texas in our peer group.





PRESIDENT'S REPORT (CONT'D)

- ETPCU once again received a five-star rating, the highest awarded, by Bauer Financial Ratings for the twenty-second consecutive year.
- During 2024, we looked for better ways to serve our members with new technologies to both improve and enhance product and service offerings. A few examples are listed below:
 - o ETPCU reduced or eliminated several member fees:
 - NSF Fee reduced from \$25 to \$10
 - Return Check Fee eliminated
 - Credit Card late charge fee reduced to \$10
 - o Began design & planning for a new 11,000 sq ft Main Branch Office and Mortgage Center to be located at 409 E Loop 281, Suite B, to better serve our members.
 - o Developed Mobile "Branch in a Box" for outside events & business continuity.
 - o Added new software to assist with vendor due diligence, check fraud, and BSA and AML compliance.
 - o Member credit scores were added to monthly statements for better awareness.
 - o Expanded our F.I.T. and Dollar Dog youth financial education programs throughout our field of membership to improve financial literacy in our schools.
 - o Replaced four NCR 30 Series ATMs with the new 80 Series ATMs with ITM capability.

At ETPCU, we also have a strong commitment to giving back to the community by fostering economic and social well-being, as well as encouraging our members to improve their financial health. ETPCU employees volunteered for many non-profit organizations across East Texas during 2024. Staff members graciously donated hundreds of hours of service to volunteer work throughout the course of the year. ETPCU sponsored and supported numerous community events such as, but not limited to:

- Awarded 15 East Texas scholarships totaling thirty thousand dollars
- BCFS Health and Human Services Tyler collected and donated diapers and wipes
- Carthage ISD Financial Expo cooked and served free lunch from the Gold Star Chuck Wagon
- CASA collected more than 1000 pairs of shoes for CASA organizations across East Texas
- Christmas Families fulfilled the Christmas wish lists of 50 East Texas children
- Crossroads Missionary Baptist Church / Daingerfield handed out candy from the ETPCU Trunk or Treat booth
- Daingerfield Christmas Parade and City Park Christmas ETPCU staff and Dollar Dog rode in the parade
- Daingerfield ISD Tiger football team packed and delivered pre-game snack bags before the Homecoming game
- Daingerfield Lone Star ISD employee Back to School event ETPCU cooked and served free lunch from the Gold Star Chuck Wagon
- Diana ISD Community Pep Rally cooked and served free food from the Gold Star Chuck Wagon
- East Texas Yamboree School Parade sponsored and rode in the Gold Star Chuck Wagon in the parade
- Gilmer ISD In-Service Day / ETPCU members cooked and served free lunch from the Gold Star Chuck Wagon
- Gilmer Treats on the Square handed out candy from the ETPCU booth
- Hallsville ISD Bobcat Belles served drinks and snacks to the Belles attending summer workouts
- Hallsville ISD Community Pep Rally cooked and served free food from the Gold Star Chuck Wagon
- Heartis Senior Living, Hawkins Creek Assisted Living, Arabella of Longview delivered Valentine roses to residents
- Henderson ISD New Teacher Orientation cooked and served free lunch from the Gold Star Chuck Wagon
- Kilgore Christmas Parade served 15 gallons of FREE hot chocolate
- Kilgore Police Department delivered FREE meals from the Gold Star Chuck Wagon
- Kilgore Trick or Treat Downtown handed out candy from the ETPCU booth
- Longview ISD Lobo Strength and Conditioning Camp served drinks and snacks to students attending
- Marshall Trunk or Treat handed out candy from the ETPCU Trunk or Treat booth
- Mission Carthage packed and delivered food boxes to clients
- Panola County Christmas Parade served FREE hot chocolate and peppermints
- Pewitt Consolidated ISD cooked and served free lunch from the Gold Star Chuck Wagon
- Planner Calendars delivered over 30,000 FREE planner calendars to school districts across East Texas































PRESIDENT'S REPORT (CONT'D)

- Rusk & Gregg County Peace Officers Association Annual Back the Blue Golf Tournament cooked and served free food from the Gold Star Chuck Wagon
- Spring Hill ISD Education Foundation / BINGO Night cooked and served free food from the Gold Star Chuck Wagon
- Skeeter Performance Fishing Boats cooked and served free food from the Gold Star Chuck Wagon / financial presentation and on-site account opening
- UIL Region IV 5A Marching Competition / Mt. Pleasant volunteered to work check-in and informational tables
- Waskom ISD Community Care Closet collected and donated personal hygiene baskets

We believe helping our neighbors and working with local organizations across the many communities we serve is a prerequisite for being a premier financial institution. Giving back is one way of showing our appreciation for the continued support of our membership.

In 2025, we will continue to focus on improving the financial well-being of our members. ETPCU will leverage emerging technologies to expand convenience and develop new products and services to make our members' lives simpler and more productive.

We will continue to enhance our Contact Center to deliver enhancements in phone, video, chat, and texting interactions.

One of our new projects currently underway is the design and build of a new Main Branch Office and new Mortgage Center located in Longview at the site of the old Mortgage Department and Drive-thru facility.

In closing, I'd like to express my extreme confidence in the guidance and wisdom shown by our Board of Directors. I fully applaud the hard work and dedication of our strong management team and capable staff, and I fully appreciate the loyalty and support given to us by our 103,000 Member Owners who have chosen East Texas Professional Credit Union as their financial institution of choice. While we look back and celebrate our accomplishments in 2024, we want our members to know that ETPCU stands ready and is well positioned to face both the challenges and opportunities that 2025 may bring.

Once again, I want to express my gratitude for your trust, confidence, and your continued support, and I wish each of you the very best that 2025 has to offer.

Thank You!

Byron Norton, President/CEO































It is my pleasure to present to you the Credit Committee's Report for 2024. During the course of the year, there were 18,528 loans granted to members, constituting a total amount financed of \$437,888,201. Loans increased by more than \$112.4 million overall. The Indirect Lending loan portfolio saw the largest net increase at more than \$87 million for the year.

An analysis of the Credit Union's loans outstanding as of December 31, 2024 is evidenced below.

| | 2,351 | New Vehicle Loans | | \$78,308,582 |
|---|----------------|---|---------------|---------------|
| | 10,685 | 10,685 Used Vehicle Loans | | \$188,331,577 |
| | 4,398 | New Vehicles - Indirect Financing | | \$177,975,661 |
| | 4,487 | Used Vehicles - Indirect Financing | | \$117,808,256 |
| | 2,262 | Real Estate Loans (includes HI and HE Loans) | | \$243,610,480 |
| | 127 | Commercial Loans | | \$20,205,497 |
| | 7,526 | Credit Cards/Lines of Credit All Other Personal Loans | | \$10,201,972 |
| | 10,206 | | | \$56,061,660 |
| | 42,042 | Total Outstanding Loans* | | \$892,503,686 |
| *Total | Outstanding Lo | ans includes Allowance for Loan Loss | Allowance | \$4,792,330 |
| and Repossessions and excludes Dealer Reserves Dealer Reserves | | | (\$2,658,144) | |
| | | | | |

John Griffin, Senior VP/Lending Operations Manager

Repossession

\$2,484,722

STATEMENT OF FINANCIAL CONDITION

AS OF DECEMBER 31, 2024 - AFTER CLOSING

| Current Assets | 2023 | 2024 |
|-------------------------|-----------------|-----------------|
| Loans | \$784,392,140 | \$895,701,074 |
| Allowance for Loan Loss | (\$4,158,599) | (\$4,792,330) |
| Net Loans | \$780,233,541 | \$890,908,744 |
| Cash And Investments | \$324,245,713 | \$342,060,163 |
| Fixed Assets | \$36,622,186 | \$35,606,479 |
| Other Assets | \$55,792,976 | \$53,913,403 |
| Total Assets | \$1,196,894,416 | \$1,322,488,788 |
| | | |

Current Liabilities

Total Liabilities & Equity

| Accounts Payable & Other Liabilities | \$23,050,354 | \$14,702,275 |
|--------------------------------------|---------------|---------------|
| Shares | \$398,382,340 | \$383,496,604 |
| Member Deposits | \$559,610,045 | \$687,914,954 |
| Equity | | |
| Reserves | \$12,435,322 | \$12,435,322 |
| Capital Acquired | \$20,823,249 | \$20,823,249 |
| Undivided Earnings | \$186,104,371 | \$208,178,742 |
| AFS | (\$3,511,265) | (\$5,062,359) |
| Total Equity | \$215,851,678 | \$236,374,955 |
| | | |

Jenny Smith, Senior VP/Accounting Manager

\$1,196,894,416

\$1,322,488,788





























AUDIT COMMITTEE'S REPORT

East Texas Professional Credit Union has a foundation of sound business practices and procedures. Annual examinations and audits of our operations provide valuable insight in maintaining these strong financial policies.

The Texas Credit Union Department (TCUD) conducted an annual exam as of December 31, 2024. In addition, the accounting firm Doeren Mayhew performed their regulatory required independent audit as of September 30, 2024. All areas of operation were closely reviewed and found the Credit Union to be in excellent financial condition. The Board reviewed the written reports of the findings, and any exceptions were noted and corrected accordingly.

An Annual Account Verification was conducted to ensure the accuracy of our member records. Random notices were sent as of June 30, 2024, asking members to review their accounts. Discrepancies were to be reported directly to Doeren Mayhew.

An annual automated clearing house (ACH) audit as of September 30, 2024, was conducted by Doeren Mayhew. In addition, internal audits and compliance audits were conducted quarterly to ensure safety and soundness as well as general compliance with federal and state regulations.

Dr. Marty Warren, Board Secretary

BOARD OF DIRECTORS

Vince Huerta Chairperson Term Expiration: 2027

Wilma Jamerson Vice - Chairperson Term Expiration: 2027

Dr. Marty Warren Secretary Term Expiration: 2027

Dr. Donna Porter Treasurer Term Expiration: 2025

Joel Hale **Board Member** Term Expiration: 2026

Debbie Martin **Board Member** Term Expiration: 2025 Dr. Rutledge McClaran **Board Member** Term Expiration: 2025

Maylene Neal **Board Member** Term Expiration: 2025

Theresa Sparks **Board Member** Term Expiration: 2026

Kay Stewart **Board Member** Term Expiration: 2026

Harold Whitaker **Board Member** Term Expiration: 2027

SENIOR MANAGEMENT

Byron Norton President/CEO

Kerri Dalme Senior Vice President Branch Operations Manager

John Griffin Senior Vice President Lending Operations Manager

> Scot Haines Senior Vice President Operations Manager

Keitha Nilsson Senior Vice President Branch Operations Manager

Jenny Smith Senior Vice President Accounting Manager

Niki Carpenter Vice President Real Estate Manager

Janice Crews Vice President Marketing Manager

Kelly Evans Vice President Account Resolution Manager

Douglas Gonzalez Vice President Information Technology Manager

Greg Jeffery Vice President Branch Operations Manager

Doug Martin Vice President Indirect Lending Manager

Meagan Staples Vice President Human Resource Manager



NOMINATING COMMITTEE REPORT

Good afternoon. My name is Joanna Luna. I was honored to serve on the 2025 East Texas Professional Credit Union Nominating Committee, alongside Larry East, Tamika Landon and Eddie Cannon. Our meeting was held on Tuesday, February 25, 2025, at the Administration Building in Longview, TX. At that meeting, I agreed to serve as Chairperson of the Committee and Larry East agreed to serve as Vice-Chairperson.

Our Credit Union Board of Directors is currently composed of eleven individuals. Each director is responsible for serving a staggered three-year term, with three or four directors eligible for re-nomination or replacement each year. Our job, as the Nominating Committee, was to select a slate of four members to present to you as candidates to serve on the East Texas Professional Credit Union Board.

The four Board members whose terms will expire at today's meeting are Dr. Rutledge McClaran, Maylene Neal, Dr. Donna Porter and Debbie Martin. Each has expressed their desire to serve an additional term, and each returned an application for the Committee to review.

Throughout the course of our meeting, all applications were reviewed and discussed. The qualifications to serve, the amount of volunteer time committed, and the training required to be a Board of Director were disclosed. The current geographical makeup of the Board was also examined.

After review, our committee voted unanimously to re-nominate each of the Board members whose terms expire at this year's Annual Meeting.

Therefore, as Chairperson of the 2025 Nominating Committee, I submit the following nominations for member approval:

- -Dr. Rutledge McClaran
- -Maylene Neal
- -Dr. Donna Porter
- -Debbie Martin

Joanna Luna, 2025 Nominating Committee Chairperson

