**Panel I Delivering Value as a Board Member. Extracting Value as a CEO.**

**Moderator led questions (30 minutes)**

*Kelvin and Nelda* *… Delivering Value as a Board Member …*

-Personal Journey-

1. What led to multiple boards over the course of multiple decades?
   1. What is the biggest change the you have seen in what is required from directors?
   2. How has your personal approach to serving on boards changed?
   3. What is different today being a corporate director who is African American versus when you were appointed to your first board?

*-Achieving Distinction-*

1. Without divulging anything proprietary, what is the most significant contribution that your personal input as a board member has delivered? Or: Without divulging confidential information, think of a significant business challenge addressed in the board room.
   1. How did the you and or the board add value to the situation?
   2. Top decile performance. Does someone come to mind if I ask you to identify a top performing board member?
   3. How did/does that person distinguish themselves.
   4. How do you as a board member stay fresh? Stay current?

*Vince* … *“Extracting Value as a CEO.”*

Congratulations on FNB’s achievements since you took over the helm six (?) years ago. … $10B and X employees to $31B and Y employees. Successfully transitioned from being a local bank to being a regional powerhouse.

*-Personal Experience-*

1. The FNB board has been significantly refreshed and the size has dropped dramatically. How did this refresh affect dynamics/conversations in the board room? Impact of board composition on collegiality?
   1. How did board design and selection figure into filling the openings on your board since you took over as CEO?
   2. You do not have all CEOs on your board. What do you see as the trade-off between having a functional leader versus a CEO on your board?
   3. From your proxy, the age span of your board is X to Y. What changes are seeing as you add younger directors?

-Achieving Distinction

1. What constitutes an outstanding director?

*Questions for everyone .. African American/Pittsburgh Perspective?*

1. Pittsburgh has the challenge of being one of the least diverse large cities in the country. Pittsburgh has also acknowledged that accessing the full talent pool is critical to its success. How can diversity at the board level help address the broader challenge of diversity or lack thereof for the City?
2. FNB’s market place has expanded from the Pittsburgh Region to now encompass Baltimore, Charlotte and, Columbus. How have the changing demographics of your customer and employee base affected conversations on diversity and inclusion?
3. How can the perspective of a Directors who are African American bring value to this challenge?
4. How should Pittsburgh boards respond when recruiters say they cannot find a candidate who is African American?

**Questions from the audience (30 minutes)**