

OPPORTUNITY PROSPECTUS

**SENIOR VICE PRESIDENT,
GENERAL COUNSEL
& CHIEF COMPLIANCE OFFICER**

FOR



FEDERAL RESERVE BANK *of* KANSAS CITY

barkergilmore

INTRODUCTION

We are pleased to present you with a premier General Counsel opportunity represented exclusively by BarkerGilmore. The following pages describe the opportunity for a strategic, business-minded leader who will serve as the SVP, General Counsel and Chief Compliance Officer for the Federal Reserve Bank of Kansas City (FRBKC). The successful candidate will be expected to form trusted relationships and influence the Board, the executive team, key leaders within the Bank and across the Federal Reserve System. The ideal candidate will be expected to guide FRBKC in all legal matters, provide oversight of the legal department, serve as the Bank's chief compliance officer, and advise various operations including, but not limited to, supervision and regulation, payments, and human resources. This lawyer serves as a critical member of the Bank's senior leadership team, contributing to the overall strategic direction of the Bank. This role reports to the Bank's President and Chief Executive Officer, and the First Vice President (FVP) and Chief Operating Officer.

The following profile was written after several meetings with the leadership at FRBKC. This direct access to our client enabled us to assess the culture of the company, the personalities that make up the team, and the organization's goals, objectives, capabilities, and hindrances.

In applying our proprietary CustomFitsm process, BarkerGilmore's success rate is unprecedented. Over the past three years, 96% of our placements are still employed with and producing results for our clients. This success is attributed to our ability to understand clients' requirements and culture along with the in-depth assessment of the talent we present. We look forward to providing our personalized services resulting in success for candidates and clients alike. By documenting our findings in the enclosed profile, we hope to elicit positive responses from successful candidates. We trust the following pages will achieve this goal and welcome the opportunity to discuss the position further.

Please give serious consideration to this truly unique opportunity. If you know someone better suited for this assignment, your help sharing this information with your colleagues is greatly appreciated. I look forward to discussing your, or your colleagues', interest in this opportunity.

CONFIDENTIALITY

We fully respect the need for confidentiality of information supplied by interested parties and assure them that their backgrounds and interests will not be discussed with anyone, including our clients, without their prior written consent.

If you know someone who meets the requirements described in this prospectus, please feel free to suggest that person contact BarkerGilmore to be considered for this unique opportunity.

BARKERGILMORE LLC

BarkerGilmore LLC is a two-decade old management consulting firm specializing in executive search & selection. We specialize in locating and hiring leadership talent within the 90th percentile. Our global capabilities and tailored approach have led to success with over 3,000 placements. Our mission is to help our clients build world-class teams that deliver a competitive advantage.

OUR CLIENT

The Federal Reserve System is the central bank of the United States and includes the Board of Governors in Washington, D.C., 12 Districts, each served by an independently chartered regional Reserve Bank, and the Federal Open Market Committee (FOMC), the Fed's principal monetary policymaking body. Through the combined efforts of these components, the Federal Reserve System is in a strong position to make monetary policy, provide a safe banking system, and contribute to an effective payments system, all of which contribute to a healthy economy.

The Tenth District is headquartered in Kansas City and operates three branches located in Denver, Oklahoma City, and Omaha.

The Kansas City Federal Reserve Bank's mission is to promote a stable, healthy economy through formulated monetary policy, protecting the nation's banking system, and ensuring the safety of the payments system. FRBKC has a diverse staff who demonstrate integrity and pride. A positive attitude, along with the ability to get results and think strategically, is required. FRBKC emphasizes leadership and professional development, and strong problem-solving and communication skills. FRBKC rewards employees through a pay-for-performance philosophy.

FACTORS MAKING THIS OPPORTUNITY ATTRACTIVE

- We are looking for a charismatic leader with broad legal skills who can forge sound relationships, motivate others, and strategize to optimize the Bank's performance.
- This is an exceptional opportunity to mold and manage the legal division and become a trusted and strategic advisor to the executive leadership team and Board. You will be a key influencer at a broader level.
- The decisions and policies made by the Federal Reserve make a significant impact on banking policies and public well-being. This is an outstanding opportunity for someone passionate about public service.
- You will form deep relationships with the leaders across the Federal Reserve and make an impact on the overall System.
- The work environment and people are exceptional – integrity is paramount. The culture is collegial, collaborative, and values continuous personal development, customer service, diversity and inclusion, and innovation. FRBKC places strong emphasis on leadership and professional development for all employees.
- The Federal Reserve is an independent government agency that is directly accountable to the Congress but, unlike many other public agencies, it is not funded by congressional appropriations. As part of the Fed's regional structure, FRBKC and other regional Reserve Banks are organized similar to private corporations, each separately incorporated with its own Board of Directors.
- This position offers a competitive salary including base and annual variable pay opportunity. The Bank also offers a core benefits package including a defined contribution plan, defined benefit plan, medical/dental/vision plan, vacation, parental leave, adoption benefits, etc. The facility offers an onsite fitness center, parking, and café.
- Ability to live in the Kansas City area which offers big city amenities with a small-town feel. Enjoy an exceptional quality of life in an area with a vibrant housing market, beautiful parks and outdoor activities, a rich historical and art scene, top restaurants, and an extremely affordable cost of living.
- Full relocation is included for this high priority position, along with a variety of other employee perks and benefits.

KEY EXECUTIVES

ESTHER L. GEORGE, PRESIDENT AND CHIEF EXECUTIVE OFFICER

As CEO of the Kansas City Fed, Esther George leads a workforce of nearly 2,000 employees located at the Bank's Kansas City headquarters and Branch offices in Denver, Oklahoma City and Omaha. The Kansas City Fed oversees seven states: western Missouri, Kansas, Nebraska, Oklahoma, Colorado, Wyoming and northern New Mexico. Throughout this region, the Kansas City Fed plays a role in national monetary policy, supervises financial institutions and provides payment and financial services to depository institutions and the U.S. Treasury.

Ms. George joined the Fed in 1982 and served much of her career in the Division of Supervision and Risk Management. She began by becoming a commissioned bank examiner and eventually served for ten years as the District's chief regulator. In that capacity, she was responsible for oversight of the District's state-chartered member banks and nearly 1,000 bank and financial holding companies, as well as the Bank's discount window and risk management functions. She was directly involved in the Tenth District's banking supervision and discount window lending activities during the banking crisis of the 1980s and post-9/11.

She is a former chair of the Federal Reserve System's Community Banking Organizations Management Group. Ms. George has also served as the acting director of the Federal Reserve's Division of Banking Supervision and Regulation at the Board of Governors of the Federal Reserve System in Washington, D.C.

Ms. George is a native of Missouri. Beyond the Tenth District, she hosts the Federal Reserve Bank of Kansas City's annual Jackson Hole Economic Symposium. She has also participated in the Bank for International Settlement's Financial Stability Institute programs in Lima, Abu Dhabi, Beijing and Malaysia.

KELLY J. DUBBERT, FIRST VICE PRESIDENT AND CHIEF OPERATING OFFICER

Kelly J. Dubbert is first vice president and chief operating officer of the Federal Reserve Bank of Kansas City. He is responsible for the Bank's operations and budget administration and also has direct oversight of several areas in the Bank, including Information Technology, Treasury Services, Financial Services, Retail Payments Technology Services, Administrative Services and Legal. He is also a member of the Kansas City Bank's Management Committee, which is responsible for strategic planning and policy direction.

Before being named to his current position in January 2012, Mr. Dubbert was senior vice president and chief information officer (CIO) over the Bank's Information Technology Division. In this role, which he assumed in 2006, he had management oversight for the Bank's central information technology functions, including the delivery of various local and Federal Reserve System IT services.

Mr. Dubbert joined the Bank in 1986 and was appointed to the official staff in 1993. He has held various leadership positions in administrative, operations and information technology areas during his career. He also served as branch manager of the Bank's Oklahoma City Branch from 1996 to 2001. Mr. Dubbert has participated in numerous Federal Reserve System information technology leadership groups. He has served as co-chair of the Technology Services Council, a group representing all Reserve Bank and national business line CIOs. He has also served as a liaison member to the Business Technology Council, which represents leadership of the national business lines that use IT services, and the Information Technology Oversight Committee, which has governance oversight for all national IT services. In addition, he has participated in a Financial Services Volunteer Council outreach program to the central bank of Morocco.

Mr. Dubbert is a native of Cawker City, Kan., and holds a B.S.B.A. in finance from Kansas State University. He is a graduate of the Graduate School of Banking at the University of Wisconsin and the Advanced Management Program at the Harvard University School of Business.

THE OPPORTUNITY

Title: SVP, General Counsel and Chief Compliance Officer

Reports to: The Bank's President and Chief Executive Officer and First Vice President (FVP) and Chief Operating Officer

Location: 1 Memorial Drive, Kansas City, MO, 64198

Position Purpose:

The Bank's General Counsel guides the Federal Reserve Bank of Kansas City in all legal matters, provides executive oversight of the Legal Division, serves as Chief Compliance Officer and oversees the Bank's ethics function. In addition, this position serves as a critical advisor to the Bank's senior leadership team contributing to the overall strategic direction of the Bank. This role is accountable to the Bank's President and Chief Executive Officer and First Vice President and Chief Operating Officer.

Job Responsibilities:

- Provides executive oversight for the Legal Division. Determines and directs the strategic direction; oversees the development of goals, key objectives and budgets; and attracts, engages, and develops the Bank's legal team
- Provides legal advice and counsel to Bank senior management to ensure that all actions are consistent with sound interpretation and application of relevant law. Acts as a trusted advisor to the President and CEO, First Vice President and COO, colleagues, and team members
- Provides legal advice and counsel to the Bank's Board of Directors in its oversight role
- Leads the Bank in strategic and tactical legal initiatives including corporate governance, banking, payments, compliance, procurement, and employment law related matters
- Actively contributes to the Bank's senior leadership initiatives including strategic planning, goals and objectives setting, policy development, diversity and inclusion and cultural initiatives, and organizational level staff development, mentorship, and succession
- Monitors current and emerging legal developments and advises the Bank accordingly
- Identifies and works with outside counsel as appropriate
- Maintains accountability for the Bank's legal posture. Represents the best interest of, and serves as an advocate for, the Bank in all matters
- Ensures the Bank's business is performed in an ethical manner, consistent with requirements of the Bank's Code of Conduct. Oversees the Bank's ethics program, including completion of ethics training for Bank staff, advising on potential violations to the Bank's Code of Conduct, and review/completion of annual disclosure forms
- Serves as advisor to the Bank's Board of Directors regarding key organizational legal matters, and consults with directors regarding eligibility requirements and activity restrictions applicable to reserve bank directors
- Serves as Chief Compliance Officer, with responsibility for the Bank's OFAC/AML compliance program
- Engages effectively with other Federal Reserve System colleagues and actively participates in System legal groups and discussions. Advocates the Bank's position and influences System initiatives and direction. Serves in a lead capacity when appropriate

Professional Experience/Qualifications:

- J.D. degree from an accredited U.S. law school
- 15+ years of progressive legal experience- at a law firm or other in-house position
- 8+ years of leadership experience
- Public institution/agency experience preferred.
- Licensed to practice law in a state, with commitment to become licensed in Missouri within one year of hire
- Strong executive presence and outstanding communication and negotiation skills to influence direction and facilitate positive outcomes
- Strong leadership and talent management skills including attracting and hiring talent, engagement with staff, and a focus on individual and team development. Demonstrated proficiency in the Bank's leadership competencies
- Demonstrated ability to establish and maintain positive, collaborative working relationships with, and act as a trusted advisor to, leaders and colleagues from varied backgrounds
- Strong organizational agility skills and political savviness; demonstrated personal resilience when faced with challenges and setbacks
- Demonstrated ability to work cross-functionally to solve complex problems, manage change, and improve quality and service
- Ability to develop and leverage a strong external network
- Demonstrated commitment to diversity and inclusion
- Ability to obtain top secret security clearance

CONTACT INFORMATION

For further information on, or consideration for this position, please contact:

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