

FEDERAL RESERVE BANK OF CHICAGO  
MINUTES OF THE JOINT MEETING  
OF THE BOARDS OF DIRECTORS  
MARCH 7, 2024

A joint meeting of the Chicago and Detroit Branch Boards of Directors of the Federal Reserve Bank of Chicago convened at 9:00 a.m. on Thursday, March 7, 2024, pursuant to notice duly given.

MEETING PARTICIPANTS

Chair: Ms. Scanlon

Chicago Directors: Mr. Habiger  
Ms. Hubbard  
Ms. Jojo  
Mr. Murphy  
Mr. O'Grady  
Mr. Salgado  
Mr. Smith  
Ms. Whitson

Detroit Directors: Mr. Bonner  
Ms. Chavez  
Ms. Goss  
Mr. Hall  
Mr. Nowlan

Bank Management: Mr. Austan Goolsbee, President & Chief Executive Officer  
Ms. Ellen Bromagen, First Vice President & Chief Operating Officer  
Ms. Tiffany Butler, VP, Corporate Administration and Office of Directors  
Ms. Jessica Calendine-Smith, VP, People & Culture  
Ms. Theresa Chiang, Manager, Office of Directors  
Ms. Shonda Clay, EVP, Federal Reserve Financial Services & FedNow Chicago  
Ms. Tracy Harrington, EVP & CIO, Federal Reserve Financial Services  
Mr. Michael Keppler, EVP, Central Bank Services & District Cash Services  
Mr. Spencer Krane, SVP, Research, Policy, & Public Engagement  
Mr. Fred Martin, EVP & CFO, Administrative Services & Finance  
Mr. Rick Mattoon, VP & Regional Executive, Detroit Branch  
Ms. Kathryn Medina, EVP, People & Culture  
Ms. Anna Paulson, EVP & Director of Research, Research, Policy, & Public Engagement  
Mr. Mark Peters, AVP, Public Affairs  
Ms. Ellen Rissman, AVP, Business Cycle Analysis & Communications, Research, Policy, & Public Engagement  
Ms. Kathy Schrepfer, EVP, Legal, Office of Directors, IS, Strategy, & Risk  
Mr. Brett Schur, SVP, General Auditor  
Mr. Pat Wilder, SVP, Supervision & Regulation  
Ms. Katie Wisby, EVP, IT, System Leadership Initiative, & Innovation

Economic Research: Mr. Benjamin Henken, Senior Research Analyst

Office of the Directors: Ms. Melissa Joslyn, Senior Business Project Manager

Guests: Mr. Pat Adler, SVP, Federal Reserve Financial Services  
Ms. Krystal Pernell-Little, VP, Administrative Services  
Ms. Dimple Vashi, VP, Federal Reserve Financial Services

Not Present: Mr. Nicholson

CHAIR’S REMARKS

Ms. Scanlon welcomed everyone to the meeting and provided an overview of the agenda.

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APPROVAL OF CONSENT AGENDA

UPON MOTION duly made and seconded, the Chicago Board unanimously approved the following consent agenda item:

**1. Board Meeting Minutes**

- D-2284 – January 11, 2024; Discount Rate Telephone Meeting
- D-2285 – January 18, 2024; In-person Board Meeting
- D-2286 – February 1, 2024; Discount Rate Notational Vote
- D-2287 – February 15, 2024; Discount Rate Telephone Meeting

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PRESIDENT’S REMARKS

Mr. Goolsbee updated the directors on Bank activities.

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ECONOMIC OUTLOOK

Mr. Krane gave a summary of recent economic activities and concluded by responding to directors’ questions.

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REPORTS FROM DIRECTORS ON BUSINESS DEVELOPMENTS

The directors discussed business conditions in their respective sectors of the economy. Their comments are reflected in the letter from Mr. Goolsbee to Secretary Misback dated March 8, 2024.

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DISCOUNT RATE RECOMMENDATION

Mr. Goolsbee shared his perspectives on monetary policy and recommended that the directors maintain the primary credit rate at 5.5 percent and to determine the secondary and seasonal credit rates according to the agreed upon formulas.

UPON MOTION duly made and seconded, the directors voted unanimously to maintain the primary credit rate at 5.5 percent, to reaffirm that the rate for secondary credit be set 50 basis points above the primary credit rate, and to continue setting the rate for seasonal credit according to the approved formula.

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AUDIT COMMITTEE REPORT

Mr. Murphy reported on the Audit Committee meeting held the previous day. He updated the directors on the following:

- The Committee performed their final review of the Bank’s 2023 financial statements.
- KPMG presented the results of their integrated audit of the financial statements.
- The System’s opinion date is March 18<sup>th</sup> and the publication of the financial statements on the Board of Governors public website will take place on March 26<sup>th</sup>.
- Internal Audit shared their 2023 audit plan and highlights of their work to-date on the 2024 audit plan.
- Ms. Schrepfer shared the annual update on the Bank’s Code of Conduct Program and the Bank’s litigation report for Q4 2023.

Mr. Murphy reported that there are no situations that require action by the full Board.

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SABOR COMMITTEE REPORT

Ms. Jojo reported on the System Activities, Bank Operations and Risk Committee meeting held the previous day. She updated the directors on the following:

- Bank Management shared strategic priorities and initiatives for the areas of:
  - District & System IT
  - Federal Reserve Financial Services (FRFS)
  - Credit Risk Management Support Office (CRMSO)
  - FedCash and District Cash Services

Ms. Jojo reported that there are no situations that require action by the full Board.

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RECOGNITION OF RETIRING DIRECTOR

Ms. Scanlon recognized Kevin Nowlan as a retiring director and thanked him for his service on the Detroit Branch Board.

UPON MOTION duly made and seconded, the directors voted unanimously to approve the Citation for Distinguished Service.

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The Regular Session adjourned at 11:20 a.m.

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EXECUTIVE SESSION

*(All attendees except Chicago directors exited the meeting; Ms. Calendine-Smith entered the meeting.)*

President and First Vice President 2023 Performance Discussion

The meeting moved into Executive Session with the Chicago directors and Ms. Calendine-Smith. Directors provided their feedback regarding the President and First Vice President’s 2023 performance.

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*(Mr. Goolsbee re-entered the meeting.)*

Compensation Actions

The meeting continued in Executive Session with the Chicago directors, Ms. Calendine-Smith, and Mr. Goolsbee.

UPON MOTION duly made and seconded, the directors voted unanimously to approve Ms. Bromagen's variable pay and merit.

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*(Ms. Calendine-Smith exited the meeting; Ms. Bromagen and Ms. Schrepfer re-entered the meeting.)*

Bank Strategic Framework

The meeting continued in Executive Session with the Chicago directors, Mr. Goolsbee, Ms. Bromagen, and Ms. Schrepfer. Ms. Schrepfer provided directors with an overview of the Bank's 2024 Strategic Framework.

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*(Ms. Schrepfer exited the meeting.)*

President & First Vice President 2024 Priorities

The meeting moved into Executive Session with the Chicago directors, Mr. Goolsbee, and Ms. Bromagen. Mr. Goolsbee and Ms. Bromagen provided an overview of their priorities for 2024.

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The Executive Session adjourned at 12:06 p.m.

- Corporate Secretary