



## Notice of Special Meeting - Members of Wellness Federal Credit Union

The Board of Directors of Wellness Federal Credit Union (WFCU) have called a special meeting of the members of this credit union at *15 Van Dyke Avenue, Hartford, CT*, on Thursday, June 20, 2024, at 4:30 p.m.

### The purpose of this meeting is:

1. To consider and act upon a plan and proposal for merging WFCU with and into American Eagle Financial Credit Union (hereinafter referred to as the "Continuing Credit Union"), whereby all assets and liabilities of WFCU will be merged with and into the Continuing Credit Union. All members of WFCU will become members of the Continuing Credit Union and will be entitled to and will receive shares in the Continuing Credit Union for the shares they own in WFCU on the effective date of the merger.
2. To ratify, confirm and approve the action of the Board of Directors in authorizing the officers of WFCU, subject to the approval of members, to do all things and to execute all agreements, documents, and other papers necessary to carry out the proposed merger.

The Board of Directors of WFCU encourages you to attend the meeting and vote on the proposed merger. **Whether or not you expect to attend the meeting, we urge you to sign, date and promptly return the enclosed ballot to vote on the proposed merger.**

If you wish to submit comments about the merger to share with other members, you may submit them to the National Credit Union Administration (NCUA) at <https://ncua.gov/support-services/credit-union-resources-expansion/credit-union-merger-resources/comments-proposed-credit-union-mergers> or mail to:

NCUA - Office of Credit Union Resources and Expansion  
1775 Duke Street  
Alexandria, VA 22314  
RE: Member-to-Member Communication for Wellness Federal Credit Union

The NCUA will post comments received from members on its website, along with the member's name, subject to the limitations and requirements of its regulations.

### Other Information Related to the Proposed Merger:

The Board of Directors has carefully evaluated and analyzed the assets and liabilities of the credit unions and the value of shares in both credit unions. The financial statements of both credit unions, as well as the projected combined financial statement of the continuing credit union, follow as separate documents. In addition, the following information applies to the proposed merger.

*Reasons for merger:* In order to position WFCU for the future, the WFCU Board of Directors believes it is the right time for this merger because it has become increasingly difficult for our small credit union to meet financial demands for technology and the growing burden of federal regulatory compliance and cybersecurity. The Continuing Credit Union is more qualified to manage these changes and to serve our members in the future. Additionally, the Continuing Credit Union offers more branch locations, extended

weekday and Saturday hours, access to Allpoint & SUM ATM network, plus, many products and services we do not offer, such as Certificates of Deposit, IRAs, and in-house first mortgages.

*Net worth:* The net worth of a merging credit union at the time of a merger transfers to the Continuing Credit Union. WFCU has a higher net worth ratio than the Continuing Credit Union.

*Share adjustment or distribution:* WFCU will not distribute a portion of its net worth to its members in the merger. The board of directors has determined a share adjustment, or other distribution is unnecessary because the ratios are comparable and American Eagle Financial Credit Union's position is strong and meets NCUA's well-capitalized criteria.

*Locations of the merging and continuing credit union:* The main office of the Continuing Credit Union will be at 333 East River Drive, East Hartford, CT 06109.

The full-service branch offices of the Continuing Credit Union are listed below.

427 West Avon Road  
Avon, CT 06001

304 Broad Street  
Manchester, CT 06040

888 Queen Street  
Southington, CT 06489

699 Cottage Grove Road  
Bloomfield, CT 06002

3579A Berlin Turnpike  
Newington, CT 06111

455 Hartford Turnpike, Route 30  
Vernon, CT 06066

4 Hammerhead Place  
Cromwell, CT 06416

84 Washington Avenue  
North Haven, CT 06472

1245 New Britain Avenue  
West Hartford, CT 06110

361 Main Street  
East Hartford, CT 06118

378 New Britain Avenue  
Plainville, CT 06062

201 Elm Street  
Enfield, CT 06082

109 Sycamore Street  
Glastonbury, CT 06033

530 Buckland Road  
South Windsor, CT 06074

The full-service branch offices of WFCU are listed below. The Continuing Credit Union will continue to operate these branches following the merger.

15 Van Dyke Avenue  
Hartford, CT 06106

85 Jefferson Street - Hartford Hospital  
Hartford, CT 06106

*Changes to services and member benefits:* The Continuing Credit Union offers greater access for members and a larger selection of products and services. Members will benefit from:

- Access to 16 branch locations with extended hours
- Access to over 60,000 no-fee ATMs (Allpoint & SUM network)
- Additional features on Mobile app and Online banking
- More products - First Mortgages, Certificates of Deposit, IRAs, Investment Services
- Competitive Savings and Loan rates
- Auto-decisioning on certain Loans
- Financial education seminars and community giving

For a complete list of products and services members may take advantage of, please visit <https://www.americaneagle.org>.

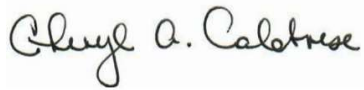
*Merger-related financial arrangements:* NCUA Regulations require merging credit unions to disclose certain increases in compensation that any of the merging credit union's officials or the five most highly compensated employees have received or will receive in connection with the merger. The following individuals have received or will receive such compensation:

Name	Title	Description of Increase	Amount
Cheryl Calabrese	CEO	3-year employment agreement (previously she was an "at-will" employee).	There will be no increase in salary, her annual salary will continue at the same rate as before the merger.

Please note that the proposed merger must have the approval of the majority of members who vote.

Enclosed with this Notice of Special Meeting is a Ballot for Merger Proposal. **If you cannot attend the meeting, please complete the Ballot and return it to Wellness Federal Credit Union, 15 Van Dyke Ave., Hartford, CT 06106. To be counted, your Ballot must be received by June 20, 2024 at 4:30 p.m.**

BY THE ORDER OF THE BOARD OF DIRECTORS



CEO - Wellness Federal Credit Union  
April 30, 2024