

## Notice of Meeting of the Members of APS Federal Credit Union

The Board of Directors of APS Federal Credit Union have called a special meeting of the members of this credit union at 259 Fremont Road, Charleroi PA, 15022 on October 25, 2024 at 5:30 PM. The purpose of this meeting is:

1. To consider and act upon a plan and proposal for merging APS Federal Credit Union with and into Frick Financial Federal Credit Union (hereinafter referred to as the “Continuing Credit Union”), whereby all assets and liabilities of the APS Federal Credit Union will be merged with and into the Continuing Credit Union. All members of APS Federal Credit Union 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 APS Federal Credit Union 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 APS Federal Credit Union, 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 APS Federal Credit Union 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://www.ncua.gov/support-services/credit-union-resources-expansion/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 APS 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:*

The Board of Directors has concluded that the proposed merger is desirable and in the best interest of APS FCU members as they will benefit from broader product and service offerings. Frick Financial Federal Credit Union has four convenient office locations and ATMs. They offer a wider range of deposit and transaction accounts that pay higher dividends than similar services offered by APS.

*Net worth:*

The net worth of a merging credit union at the time of a merger transfers to the continuing credit union. APS Federal Credit Union does not have a higher net worth ratio than Frick Financial Federal Credit Union.

*Share adjustment or distribution:*

APS Federal Credit Union 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 of APS Federal Credit Union's net worth is unnecessary because APS members have the opportunity to earn higher dividend rates and obtain more services as a result of the merger.

*Locations of merging and continuing credit union:*

APS Federal Credit Union's main office at 259 Fremont Road, Charleroi PA, 15022 will close December 31, 2024. Frick Financial Federal Credit Union has the following full-service locations that are near APS Federal Credit Union.

141 Pennsylvania Avenue, Charleroi PA, 15022  
235 Pittsburgh Street, Uniontown PA, 15401 (main branch)  
222 Elm Drive, Suite 2, Wayneburg PA, 15370  
1245 Park Avenue, Washington PA, 15401

*Changes to services and member benefits:*

Frick Financial generally pays higher dividend rates than APS Federal Credit Union. Members will have four branches of which to access with the closest branch approximately 1.8 miles away from APS’s current location. Frick Financial offers a robust Online Banking platform, adding services such as a Mobile App, Remote Deposit Capture, Bill Pay and transaction text alerts. Members will enjoy more options for share certificates which, at the time of preparing this notice, offer APYs ranging from 3.30% to 5.30%. Additional account options include tiered-rate money market accounts and youth accounts. Members will have more access to additional loan products, including home equity loans, as a result of the merger.

*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:

<b>Name</b>	<b>Title</b>	<b>Description of increase</b>	<b>Amount</b>
Michael King	Manager/ CEO	Not Applicable	Not Applicable


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:

Attn: Barbara Godish  
Godish Accounting Solutions  
804 Sunnehanna Drive  
Johnstown, PA 15905

To be counted, your Ballot must be received by October 25, 2024 at 5:30 PM.

BY THE ORDER OF THE BOARD OF DIRECTORS:

  
Mark Snodgrass (Aug 14, 2024 14:10 EDT)

President

**September 1, 2024**

Date