



AmeriServ Financial, Inc.  
**Board Technology Committee**  
Roles and Responsibilities

Version 4.2

Adopted by BTC - December 20, 2018

## 1. Role

The Board Technology Committee (BTC) of AmeriServ, Inc. (ASRV) has been established to facilitate communication and cooperation between the ASRV Board of Directors and the management of ASRV (including all affiliates) regarding important issues related to technology, cyber security, and disaster recovery. The BTC is comprised of appointed Directors and is supported by management personnel.

- ✓ The Committee monitors the deployment and usage of **Information Technology** within ASRV (and affiliates) through reports and presentations from management. Major area of focus include:
  - Corporate technology infrastructure;
  - Support for individual business units with their specific technology requirements;
  - Support of operating applications for self-service banking and wealth management services.
- ✓ The Committee monitors **cyber security preparedness** through Information Security reports and events, discussion of pertinent cyber security topics, and oversight of the application of the FFIEC Cyber Security Assessment Tool.
- ✓ The Committee monitors activities in support of the ASRV **Disaster Recovery/Business Continuity (DR/BC) Plan**. The Disaster Recovery Coordinator presents an annual summary outline of the DR/BC plan and reports on periodic testing activities.

The BTC also provides broad guidance on the technology direction of ASRV by providing input into the Strategic Technology Plan, attendance at special education sessions, and discussion during the meetings.

## 2. Responsibilities

- Monitors new technology implementation activities
- Provides oversight and guidance regarding significant technology capital expenditures
- Approves certain policies related to Information Technology, Cyber Security, and DR/BC
- Reviews current information on Cyber Security issues related to the financial sector
- Monitors the ongoing evaluation of ASRV's Cyber Security preparedness using the FFIEC Cyber Security Assessment Tool
- Monitors continual development of the DR/BC Plan
- Monitors testing of the DR/BC Plan
- Monitors progress on the Strategic Technology Plan

### **3. Membership and frequency of meetings**

Membership on the BTC will be determined in accordance with Article 3 Section 3.10 of the AmeriServ Financial, Inc. bylaws and consist of not less than five (5) members of the Board of Directors of which a majority of the members are not officers of the Corporation or a subsidiary or affiliate of the Corporation. Article 3 Section 3.5 of the AmeriServ Financial, Inc. bylaws states that the Non-Executive Chairman of the Board of Directors, after consulting with the President and Chief Executive Officer, make recommendations to the Nominating Committee for all committees, their chairs, and their vice chairs. The Nominating Committee will review the recommendations, amend as needed, and present the slate to the Board for final approval.

The BTC will meet the third month of each calendar quarter in the fourth floor Boardroom at a time prior to the monthly full Board meeting. BTC Minutes will be provided to the full Board.

The chairperson or vice chairperson of the BTC, with the assistance of the Chief Information Officer, will determine agenda items. The chairperson will provide a suitable briefing on items of significance to the full AmeriServ Financial, Inc. Board of Directors.

Committee meeting minutes will be maintained and provided to the AmeriServ Financial, Inc. Board of Directors.

A meeting notice and agenda with supporting information will be mailed (or posted to BoardWorks) at least three working days prior to the meeting.