

INDIANA  
STATE ETHICS COMMISSION

MAY 11 2017

FILED



**ETHICS DISCLOSURE STATEMENT  
CONFLICTS OF INTEREST – DECISIONS AND VOTING**  
State Form 55860 (R / 10-15)  
OFFICE OF THE INSPECTOR GENERAL  
IC 4-2-6-9

In accordance with IC 4-2-6-9, you must file your disclosure with the State Ethics Commission no later than seven (7) days after the conduct that gives rise to the conflict. You must also include a copy of the notification provided to your agency appointing authority and ethics officer when filing this disclosure. This disclosure will be posted on the Inspector General's website.

Name ( <i>last</i> ) Wojtowicz	Name ( <i>first</i> ) Jean	Name ( <i>middle</i> ) L.
Name of office or agency Department of Financial Institutions		Job title Board Member
Address of office ( <i>number and street</i> ) 30 South Meridian Street, Suite 300		City Indianapolis
		ZIP code 46214
Office telephone number ( 317 ) 232-5841 (ethics officer's phone#)	Office e-mail address ( <i>required</i> ) gwilliams@dfi.in.gov (ethics officer's e-mail)	
Describe the conflict of interest:		
<p>First Merchants Bank ("First Merchants") filed an application with the Department of Financial Institutions to merge with The Arlington Bank, Upper Arlington, Ohio, pursuant to I.C. 28-1-7. First Merchants will survive the merger.</p>		
<p>Ms. Jean Wojtowicz serves on the board of directors of First Merchants and First Merchants Corporation, the sole shareholder of First Merchants, and is a Member of the DFI Board. Pursuant to IC 28-1-7, the merger of First Merchants and The Arlington Bank must be approved by the Members of the DFI.</p>		
<p>The Members consist of seven individuals who are appointed by the Governor. The Director of the DFI serves as an ex officio voting member. The remaining Members consist of three persons of practical experience at the executive level of a state chartered bank; a state chartered savings association; or a state chartered savings bank; one Member is a person of practical experience at the executive level of a lender licensed under IC 24-4-5; one Member is a person of practical experience at the executive level of a state chartered credit union. The remaining Member represents the consumer, agricultural, industrial and commercial interests of the state.</p>		
<p>Ms. Wojtowicz's appointment as a Member of the DFI and her affiliation with First Merchants Bank and First Merchants Corporation creates a conflict of interest for Ms. Wojtowicz concerning the Members' voting of First Merchant's merger with The Arlington Bank.</p>		

Describe the screen established by your ethics officer: *(Attach additional pages as needed.)*

The Members voted on the merger application of First Merchants and the Arlington Bank during their May 11, 2017

Members' meeting. The following screens were established by the DFI's ethics officer prior to the start of the meeting:

- 1.) Ms. Wojtowicz will not discuss the merger application with any of the Members of the DFI prior to the meeting.
- 2.) Ms. Wojtowicz will recuse herself from that part of the Members' meeting during which the merger application is discussed and a vote is taken.

Attached is a copy of the e-mail Ms. Wojtowicz sent to Director Tom Fite and Ethics Officer Gina Williams disclosing the conflict created by her affiliation with First Merchants and First Merchants Corporation as well as her adherence to the screens noted above.

#### AFFIRMATION

Your signature below affirms that your disclosures on this form are true, complete, and correct to the best of your knowledge and belief. In addition to this form, you have attached a copy of your written disclosure to your agency appointing authority and ethics officer.

Signature of state officer, employee or special state appointee

Date signed (month, day, year)

Printed full name of state officer, employee or special state appointee

Jean L. Wojtowicz

5/11/17

#### FOR ETHICS OFFICER USE ONLY

Your signature below affirms that you have reviewed this disclosure form and that it is true, complete, and correct to the best of your knowledge and belief. You also attest that your agency has implemented the screen described above.

Signature of ethics officer

Date signed (month, day, year)

Printed full name of ethics officer

Gina R. Williams

5/11/17

## Williams, Gina

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**From:** Jean Wojtowicz <jwojtowicz@cambridgecapitalmgmt.com>  
**Sent:** Thursday, May 11, 2017 10:51 AM  
**To:** Fite, Tom; Williams, Gina  
**Subject:** Members meeting May 11, 2017

\*\*\*\* This is an EXTERNAL email. Exercise caution. DO NOT open attachments or click links from unknown senders or unexpected email. \*\*\*\* \_\_\_\_\_

Tom and Gina,

Upon review of today's agenda, I noticed First Merchants Bank has a merger approval on the docket for discussion.

As you know, First Merchant's recently converted to a state chartered institution. I am a member of the board of First Merchants and will plan to step out of the meeting and recuse myself from any discussion.

If you have any questions please call me

Thank you

Jean Wojtowicz

Sent from my iPad

## Croft, Celeste

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**From:** Williams, Gina  
**Sent:** Thursday, May 11, 2017 12:18 PM  
**To:** IG Info  
**Subject:** Conflict of Interest – Decisions and Voting - Email Scanned Copies  
**Attachments:** Conflict of Interest - Wojtowicz merger.pdf

Attached is a completed Ethics Disclosure Statement for Jean Wojtowicz who is a Board Member of the Department of Financial Institutions. If you need any additional information please let me know.

Gina Williams  
Deputy Director of Administration  
Department of Financial Institutions  
30 South Meridian Street, Suite 300  
Indianapolis, IN 46204  
Phone: (317) 232-5841

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