



**ETHICS DISCLOSURE STATEMENT  
CONFLICTS OF INTEREST – DECISIONS AND VOTING**  
State Form 55860 (R / 10-16)  
OFFICE OF THE INSPECTOR GENERAL  
IC 4-2-6-9

INDIANA  
STATE ETHICS COMMISSION

RECEIVED

JAN 29 2016

FILED

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 (last) Wojtowicz	Name (first) Jean	Name (middle) L.
Name of office or agency Department of Financial Institutions		Job title Department of Financial Institutions Board Member
Address of office (number and street) 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 (required) gwilliams@dfi.in.gov (ethics officer's e-mail)	

Describe the conflict of interest:

On January 19, 2016, First Merchants Bank, National Association ("First Merchants") filed a Plan of Charter Conversion to convert from a national bank to an Indiana commercial bank. Upon consummation of the charter conversion, First Merchants will be regulated by the Department of Financial Institutions ("DFI").

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 28-3-2-1, the conversion of First Merchants to an Indiana commercial bank must be approved by the Members of the DFI.

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.

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 Merchants' conversion to a state chartered commercial bank.

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

The following screens have been established by the DFI's ethics officer:

1.) Ms. Wojtowicz will not discuss the conversion of First Merchants Bank with any of the Members of the DFI prior to the meeting at which any decision or vote will be taken on the conversion.

2.) Ms. Wojtowicz will recuse herself from that part of any Members' meeting during which the conversion is discussed or a vote is taken.

It is anticipated the request by First Merchants to convert to a state chartered commercial bank will be presented to the Members of the DFI for their consideration during the April 2016 meeting.

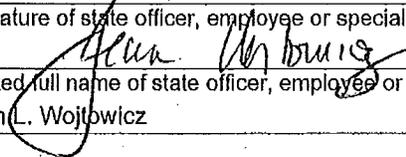
Attached is a copy of the e-mail Ms. Wojtowicz sent on January 22, 2016, notifying Director Tom Fite and Ethics Officer Gina Williams of the conflict of interest.

#### 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

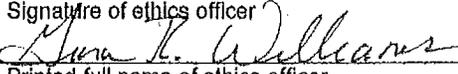
1/25/16

#### 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

1/29/16

## Williams, Gina

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**From:** Jean Wojtowicz [jwojtowicz@cambridgecapitalmgmt.com]  
**Sent:** Friday, January 22, 2016 4:54 PM  
**To:** Fite, Tom; Williams, Gina  
**Subject:** First Merchants Bank

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

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Tom and Gina,

As you know I am a member of the board of directors of First Merchants Corp. The bank is considering an application to the Department to convert from a nationally chartered bank to a state chartered bank.

Since I also serve as a member of the Department – I will not be discussing this application with any of the members and will recuse myself when the application comes before the members for action.

Please let me know if there is anything else I should do regarding this situation.

Thanks you

Jean

Jean Wojtowicz  
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