

Corporate Governance

Based on its commitment to being a partner for prosperity for local communities, the Bank is upgrading its corporate governance system to ensure the soundness, efficiency, and transparency of management. In addition to strengthening risk management, we are pursuing a number of specific initiatives. These include improving operating efficiency, instilling widespread compliance with legal and ethical rules, disclosing information in an appropriate and timely manner, and upgrading the content of materials disclosed.

In addition, we intend to constantly review the status of corporate governance in order to properly address the ever-changing business conditions that we face.

Conduct of Business, Auditing, and Supervisory Systems

(1) Board of Directors

The Board of Directors, with 17 members, meets once a month in principle. At the meetings, decisions are made on important business matters for conduct business. Corporate auditors attend all such meetings to monitor the performance of directors.

(2) Board of Corporate Auditors

The Board of Corporate Auditors has four statutory auditors, including two from outside the Bank. The Board meets at least once every month, in principle. Corporate auditors also attend other important meetings, including those of the Board of Directors and Executive Committee, as well as internal audit briefing sessions. They also audit the performance of directors in their duties through ongoing examination of the Bank's business performance and financial position.

In addition, corporate auditors maintain close interaction with the Bank's accounting auditors, holding regular meetings to exchange opinions and information. They also conduct audits as appropriate based on reports from the Internal Audit Department.

(3) Executive Committee

The Executive Committee consists of the president, senior managing directors, and managing directors. It meets as necessary to make swift decisions about overall operations, including investment plans, new product development, business structural changes and monitoring the risk environment.

Important items related to the execution of business are submitted to the Board of Directors.

(4) Internal Audit System

Seeking to conduct its business in a sound and appropriate manner, the Bank established the Audit & Inspection Department to undertake internal audits. The Department performs audits of the Bank's branches to ensure that their internal control mechanisms are functioning properly and effectively, in accordance with annual internal audit plans approved each year by the Board of Directors.

In addition, the Bank holds internal audit briefing sessions each month in principle, with attendance by the president and other members of management. At these sessions, participants examine reports of audits, as well as the status, problems, and issues concerning branches that have been audited. The objective of these sessions is to alleviate risk, enhance administrative reliability, and ensure appropriate business operations.

(5) Compliance Committee

The task of the Compliance Committee, headed by a senior managing director and with participation of corporate auditors as observers, is to help ensure that the Bank conducts its activities in a sincere and fair manner.

The Committee conducts extensive investigations of issues related to compliance with social norms, laws, and the Bank's internal regulations.

(6) ALM Committee

The objective of the ALM Committee, headed by the president, is to help ensure steady earnings growth by upgrading risk management. In addition to analyzing, discussing, and reporting on risk-related matters, the Committee performs asset-liability management.