CHARTER | MISSION AND GOVERNANCE COMMITTEE

June 28, 2024

Members

The Mission and Governance committee (committee) of the board of directors (board) of the Federal Home Loan Bank of Topeka (FHLBank) will consist of at least five directors appointed by the board chair who will also appoint the chair of the committee.

Purpose

The committee shall assist the board by providing oversight of, and management of risks associated with, FHLBank's mission, corporate governance, corporate strategy, government and industry relations, and corporate communications activities. The committee is delegated the responsibility to administer director elections and shall do so by annually creating a subcommittee of disinterested directors to administer and conduct the annual election of directors. The committee also serves as the board's primary liaison with the Affordable Housing Advisory Council (AHAC).

Specific Duties and Responsibilities

The committee is responsible for advising the board with respect to the following:

Mission

- Overseeing FHLBank's mission alignment and mission-related activities
- AHAC appointments
- Affordable Housing Program (AHP) Implementation Plan
- Community Support Program and Targeted Community Lending Plan
- AHAC Charter
- Approval of AHP competitive awards
- Any voluntary affordable housing or community lending program offered by FHLBank

Corporate Governance

- Board and committee structure, board-level succession planning, including consideration of board diversity, and performance assessment
- Board of Directors Operating Guidelines including the board's role in setting the strategic direction for FHLBank
- Board of Directors Reporting Requirements
- Charter and Bylaws
- Code of Ethics
- Director Elections
- Director Development and Education (determined by the chair of the committee)
- Property, Casualty and Liability Insurance Coverage
- SEC Compliance Policies

Corporate Strategy

- Strategic Business Plan and associated updates
- Goals and initiatives updates

Government and Industry Relations

- Government relations activities
- Legislative positions

Corporate Communications

- Corporate communications initiatives and activities

Outside Advisors / Consultants / Counsel

The committee shall have the authority to retain and terminate independent advisors, consultants and counsel as it determines appropriate to assist it in the full performance of its duties and responsibilities. The committee shall also have authority to approve any related fees and other retention terms related to the independent advisors, consultants and counsel. FHLBank shall provide for appropriate funding, as determined by the committee, for payment of compensation to any advisor, consultant or counsel retained by the committee. Any communications between the committee and legal counsel in the course of obtaining legal advice will be considered privileged communications of the FHLBank, and the committee will take all necessary steps to preserve the privileged nature of those communications.

Meetings

The committee will meet at least on a quarterly basis, either in person, via video conference or telephonically, and at such times as the committee shall determine. It will report all of its activities to the board and make such recommendations to the board for action from time to time as deemed appropriate related to its charter duties and responsibilities. Quorum requirements and procedures for calling special meetings are set forth in the Board of Directors' Operating Guidelines.

Charter

The committee shall review its charter annually. The committee shall perform an annual self-assessment to conduct an evaluation of its performance and, as part of that self-assessment, confirm that all responsibilities outlined in this charter have been fulfilled.

Minutes

Written minutes shall be prepared for each meeting, with a copy made available to the board.

Federal Housing Finance Agency Reporting

Committee meeting materials and approved minutes will be provided to the Federal Housing Finance Agency.