

March 22, 2011

Dear Fellow Member,

In our last communication we reported that the Charter Advisory Group (CAG) had made significant progress toward the goal of chartering a new corporate credit union. We are pleased to report that all of the steps in the initial phase of the chartering process have been completed, as follows:

Status

Charter Application – **The official application to charter a new corporate credit union was submitted to NCUA on March 18, 2011.** As noted in our last report, the required elements of that application included the business plan, bylaws, policies and the name for the new corporate. In addition, the sponsoring individuals, interim board and senior management needed to complete the proper forms to allow NCUA to determine their suitability to serve. Finally, an application for share insurance had to be submitted. For more information about each of these items, please see the communication we sent to you on February 28, 2011.

Capital Plan (due 3/31/11) – Submitted with the charter application. This capital plan is unique in the industry in that it is tied to credit union debit settlement and not assets, so it represents how members actually use the corporate. This will help minimize the capital contribution asked of members, likely to a level lower than any of the other corporate capital plans we have seen to date.

Name – Management has received a trademark clearance opinion from the attorneys and has filed application with the trademark office to register both the name and the logo. The name still must be approved by NCUA as part of its review of the application.

Sponsors and Board – As reported last time, seven members of the CAG have agreed to officially sponsor the charter application, and have volunteered to serve as the interim board of the new corporate until such time as an election can be held to seat a permanent board (in 2012). Shortly after our last report, one of those volunteers asked to be excused from the interim board for personal reasons, although he will remain as a member of the CAG. Lynn Kothe has agreed to serve in Bill Raker's place.

Share Insurance Request – The required forms have been completed and submitted.

Merger Application – We noted previously that the phrases “coming out of bridge” or “reconstituting the corporate” do not accurately portray what is occurring. We are building a brand new corporate credit union that will retain the valuable assets, processes and people of Members United Bridge Corporate Federal Credit Union. However, since our last communication, NCUA informed us that this would be accomplished through the merger of the bridge into the new corporate, and that a merger application (filed March 18, 2011) was a necessary part of the submission process.

Availability of Documents

Copies of the business plan, bylaws, policies and the capital plan will be made available to the membership after NCUA has approved the plans and applications.

Timeline

With the filing of these documents, the initial stages of the process have been completed. NCUA will now review the various plans and documents. The approval process is expected to take from 30 to 60 days. Assuming approval within that timeframe, the capital raise process is expected to begin in late May or early June (beginning with the distribution of the offering prospectus), and conclude at the end of August. Assuming that the business conditions stated in the prospectus are met, Members United Bridge will merge into the new corporate after the close of business on September 30, and the new corporate will be “open for business” on October 1, 2011.

Future Communication

With the filing of the application, we are now entering a quasi “blackout” period regarding the details of the plan and the status of the applications. We will share information with you as soon as possible. While we await NCUA’s decision, we will prepare the offering circular and prospectus, as well as other communication materials so that we can move forward as quickly as possible.

In the meantime, the dedicated website we mentioned in our last report is now “live” at www.membersunited.org/MembersAdvisoryCouncil. On that site you will find information about the composition and charter of the Members Advisory Council and the Charter Advisory Group, the interim board, and copies of the three reports we have sent to you so far. In the future, all communications to members will also be posted to this website, as will the plans and other documents referenced above. You will also find an answer board (similar to the one on the Forward Together page, which will be decommissioned) where you can direct comments and questions to the interim board.

Conclusion

We know that the past few years have been both difficult and frustrating. With the filing of these applications and plans, we have begun the process of putting this behind us, and establishing a new corporate credit union to continue to serve our most important needs. Since the new corporate will utilize the same systems and people that you know today, there will be no disruption to the daily processes that you already have in place. Once completed we will have a strong, profitable corporate and can go back to focusing on our own members.

Finally, we would be remiss if we did not mention the hard work and dedication of the bridge employees. The various plans and applications total over 700 pages, and have been subject to multiple reviews, reforecasts and modifications. Since the conservation of

Members United Corporate in September of last year, employees throughout the corporate have worked with us to build these materials, welcomed 150 member credit unions that were formerly members of Constitution State Corporate (converting them in only 90 days), and have never failed to provide the professional, efficient and personal service we have come to expect of them.

Thank you for your continuing support as we work to build your corporate of the future.

Sincerely,

John Fiore
Chairman