



OUR PARTNERSHIP WITH PAHO/WHO FEDERAL CREDIT UNION

Dear Member,

On behalf of your volunteer Board of Directors and credit union executives, we're pleased to share exciting news. We have received regulatory approval to pursue a merger with PAHO/WHO Federal Credit Union. PAHO/WHO Federal Credit Union already serves MedStar's Georgetown University Hospital, Faculty Practice Network, and Community Practice Network. This expansion combines all of the MedStar community in Washington, D.C. into a single Credit Union with broader product and service offerings.

Like HEMA Federal Credit Union, PAHO/WHO Federal Credit Union is committed to helping members live healthier financial lives, serving those working with and retired from MedStar and other health-related fields and organizations. That includes MedStar employees and faculty, staff at both George Washington University and Georgetown University, members of the D.C. Public Health Association, and employees of the Pan American Health Organization (PAHO) and the World Health Organization (WHO).

What You'll Get from This Merger

Merging our two organizations will result in a merged credit union with approximately \$340M in assets and approximately 8,700 members. With the merger, members of HEMA FCU will have access to a wider variety of competitive services, products and conveniences, including:

- Checking and savings accounts
- Share Certificate accounts
- High-Yield savings accounts
- Individual Retirement Accounts
- Electronic Funds Transfer Options to Deposit and withdraw from your accounts including Wire Transfers, Web Bill Pay, and Next Day ACH transfers.
- Digital Banking including Online Banking and Mobile Banking
- Mobile deposits and access to your finances from any mobile device or computer
- An additional branch location and full-service call center that is fully bilingual
- Network of shared-branching credit union locations and thousands of surcharge-free CO-OP Network ATMs
- Credit and debit cards (including digital wallet options for your smartphone)
- The PAHOFCUCards App
- Home Equity Lines of Credit
- Mortgage loans
- Online loan applications (to manage debit and credit cards)
- Financial wellness programs and workshops (in-person and online)
- Access to certified financial counselors and planning services

In addition to all the added benefits of membership with PAHO/WHO Federal Credit Union, your accounts and finances will continue to be federally insured through the National Credit Union Share Insurance Fund (NCUSIF).

What Happens to HEMA Federal Credit Union?

We will merge with PAHO/WHO Federal Credit Union to form one combined organization. As part of this merger we will move forward under a new name that reflects our shared future: Bienestar Federal Credit Union.

This new name reflects who we are today, and who we are becoming together. Bienestar, Spanish for “well-being,” represents our shared commitment to improving the financial welfare and well-being of all members across our one organization. The combined credit union will operate under the new name of Bienestar Federal Credit Union.

As we move forward, this name better reflects the unity and future of our expanded membership, while continuing the mission of helping people live healthier financial lives.

Your Vote Matters

The Board of Directors of HEMA Federal Credit Union and management support this merger. However, the final decision is up to you. Your vote to approve this merger is very important. The merger must have the approval of the majority of the members of the credit union who vote on the proposal. There will be a special meeting to consider the merger proposal on **Friday, July 10 at 5:00 pm at The DoubleTree Hotel located at 8777 Georgia Ave, Silver Spring, MD 20910.**

To cast your vote, choose one of the following:

- Complete the enclosed ballot and return it in the business reply envelope
- Scan the QR code on the ballot to vote online
- Bring your ballot to the special meeting
- Drop off your ballot at the branch: 8701 Georgia Avenue, Suite 407, Silver Spring, MD 20910

The election is being conducted by a third-party firm, CU Ballot. Ballots must be received prior to the special meeting on July 10 to be counted.

If you wish to submit comments about the merger to share with other members, you may submit them to the National Credit Union Administration (NCUA) online form at <https://www.ncua.gov/support-services/credit-union-resources-expansion/credit-union-merger-resources/comments-proposed-credit-union-mergers> or mail to the Office of Credit Union Resources and Expansion (CURE), NCUA, 1775 Duke Street, Alexandria, VA 22314. The NCUA will post comments received from members on its website, along with the member’s name, subject to the limitations and requirements of its regulations.

We greatly appreciate your membership and thank you for your support.

Andrea Edmonds

Andrea Edmonds

Board Chair

HEMA Federal Credit Union

Thomas Mather

Thomas H. Mather

CEO

HEMA Federal Credit Union



BIENESTAR
FEDERAL CREDIT UNION

NOTICE OF MEETING

OF THE MEMBERS OF HEMA FEDERAL CREDIT UNION

The Board of Directors of HEMA Federal Credit Union have called a special meeting of the members of this credit union on **Friday, July 10 at 5:00 pm at The Double Tree Hotel located at 8777 Georgia Ave, Silver Spring, MD 20910.**

The purpose of this meeting is:

1. To consider and act upon a plan and proposal for merging HEMA Federal Credit Union with and into PAHO/WHO Federal Credit Union (hereinafter referred to as the "Continuing Credit Union"), whereby all assets and liabilities of HEMA Federal Credit Union be merged with and into the Continuing Credit Union. All members of HEMA Federal Credit Union will become members of the Continuing Credit Union and will be entitled to and will receive shares in the Continuing Credit Union for the shares they own in HEMA Federal Credit Union on the effective date of the merger.
2. To ratify, confirm, and approve the action of the Board of Directors authorizing the officers of HEMA Federal Credit Union, subject to the approval of members, to do all things necessary to execute all agreements, documents, and other papers necessary to carry out the proposed merger.

The Board of Directors of HEMA Federal Credit Union encourages you to attend the meeting and vote on the proposed merger. Whether or not you expect to attend the meeting, we urge you to sign, date, and promptly return the enclosed ballot to vote on the proposed merger.

If you wish to submit comments about the merger to share with other members, you may submit them to the National Credit Union Administration (NCUA) at <https://www.ncua.gov/support-services/credit-union-resources-expansion/credit-union-merger-resources/comments-proposed-credit-union-mergers>. You may also mail your comments to: National Credit Union Administration, Office of Credit Union Resources and Expansion, 1775 Duke Street, Alexandria, VA 22314. The NCUA will post comments received from members on its website, along with the member's name, subject to the limitations and requirements of regulations.

Other Information Related to the Proposed Merger:

The Board of Directors has carefully evaluated and analyzed the assets and liabilities of both Credit Unions and the value of shares in both Credit Unions. The financial statements of both credit unions, as well as the projected combined financial statement of the continuing credit union, follow as separate documents. In addition, the following information applies to the proposed merger.

Reasons for Merger:

The Board of Directors has concluded that the proposed merger of HEMA Federal Credit Union and PAHO/WHO Federal Credit Union is desirable and in the best interests of members for several reasons including broader product and service offerings, improved convenience and account access via online and mobile technologies, and lower operating costs as a larger combined financial institution. Additionally, the pending retirement of the current CEO and lack of ability to identify new Board and Supervisory Committee Members has created an urgent need to identify the best way to continue serving members in the future. The combination with PAHO/WHO Federal Credit Union is deemed ideal as the Continuing Credit Union is in a much stronger financial position and has a strong succession plan for both volunteer leadership and management of the Credit Union. Given that PAHO/WHO Federal Credit Union also serves the MedStar community, the Board has determined that the opportunity to merge with this Credit Union is in the best interest of the members.

If the merger is approved by the members, your savings with the Continuing Credit Union will remain federally insured by the National Credit Union Share Insurance Fund (NCUSIF), an arm of the National Credit Union administration, and backed by the full faith and credit of the United States Government.

Net Worth: The net worth of a merging credit union at the time of a merger transfers to the continuing credit union. HEMA Federal Credit Union (10.08%) has a lower net worth ratio than PAHO/WHO Federal Credit Union (14.29%).

Share adjustment or distribution: HEMA Federal Credit Union will not distribute a portion of its net worth to its members in the merger. The board of directors has determined a share adjustment, or other distribution of net worth, is unnecessary because HEMA Federal Credit Union's net worth ratio is less than PAHO/WHO Federal Credit Union's net worth ratio. Further, the merger provides a benefit to both credit union and both credit unions desire to maintain strong capital positioning for further growth and member service and convenience initiatives.

Locations of merging and continuing credit union: The current office of HEMA Federal Credit Union will remain open until December 31, 2026, upon the completion of the merger. The offices of PAHO/WHO Federal Credit Union will also be available following the merger conversion. The combined offices are as follows:

Office Name:	Address:	City, State:	ZIP:
PAHO/WHO FCU (HQ)	2300 Wilson Blvd, Suite 420	Arlington, VA	22201
PAHO/WHO FCU Branch	506 23rd St NW	Washington, DC	20037
HEMA FCU	8701 Georgia Ave, Ste 407	Silver Spring, MD	20910

Changes to services and member benefits: The credit unions have made the plan to close the existing office in Silver Spring, MD as the office lease will expire in February 2027. However, PAHO/WHO Federal Credit Union has additional offices and is part of a Shared Branching and a Fee-Free ATM Network which will expand access for members in addition to online banking.

Merger-related financial arrangements:

NCUA regulations require merging credit unions to disclose certain increases in compensation that any of the merging credit union's officials or the five most highly compensated employees have received or will receive in connection with the merger. Given the small number of staff, traditional retirement plans such as Defined Contribution Plans or Defined Benefit Plans have not been provided to the employees of HEMA Federal Credit Union. The Board, the Board of Directors of HEMA Federal Credit Union have authorized payments to the two employees of the Credit Union. This is in line with the Credit Union's historical practices with other employees. No other persons will receive any compensation as a result of this merger.

Thomas Mather, the Chief Executive Officer and Board Treasurer, will receive a one-time payment of \$250,000 in recognition of his 45 years of service to the Credit Union. Mr. Mather will retire following the completion of the merger

Marbely Martinez, Operations Manager, will receive a one-time payment of \$25,000 in recognition of her 7 years of service to the Credit Union. Ms. Martinez will be offered employment at the Continuing Credit Union who will compensate her according to the pay practices of the Credit Union which include a wide-range of benefits not currently offered by HEMA Federal Credit Union including health insurance, dental insurance, vision insurance, group-term life insurance, a 401(k) retirement plan, and many other benefits.

Member Approval and Ballot:

Please note that the proposed merger must have the approval of the majority of members who vote. In accordance with its Bylaws, HEMA Federal Credit Union is conducting the member vote on the merger proposal through a mail-in or in-person ballot to the HEMA Federal Credit Union members. The ballot distribution, collection, custody, and tabulation will be conducted by an independent third-party company, CU Ballot – E-Space Communications, Inc.

Enclosed with this Notice of Special Meeting is a Ballot for Merger Proposal. If you cannot attend the meeting, please complete the Ballot and return it to:

P.O. Box 3156, Dublin, OH 43016-9842

To be counted, your ballot must be received by **Friday, July 10th at 5:00 pm**. You may also cast your vote in-person at the meeting. PAHO/WHO Federal Credit Union offices cannot accept ballots or mail ballots for members.

BY THE ORDER OF THE BOARD OF DIRECTORS:

Andrea Edmonds

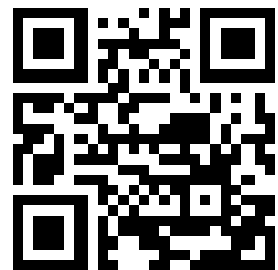
Chair, Board of Directors
Andrea Edmonds

4-28-2026

Date

HEMA FEDERAL CREDIT UNION BALLOT FOR MERGER PROPOSAL

Your credit union **must receive this ballot by July 10, 2026.**
Scan the QR code and use PIN below.



Or mail this ballot to:

CU BALLOT
P.O. Box 3156
Dublin, OH 43016

Or bring this ballot to the Special Meeting on Friday, July 10 at 5:00 pm at The Double Tree Hotel located at 8777 Georgia Ave, Silver Spring, MD 20910

I have read the Notice of Special Meeting for the members of HEMA Federal Credit Union. The meeting will be held on the above date to consider and act upon the merger proposal described in the notice. I vote on the proposal as follows: (Check only one box)

APPROVE the proposed merger with PAHO/WHO Federal Credit Union and authorize the Board of Directors to take all necessary actions to accomplish the merger.

DO NOT APPROVE the proposed merger.

Member Signature _____ Date _____

Account Number _____

Member's Name (printed): _____