



## **DIRECTOR INDEPENDENCE**

*date last revised January 24, 2019*

Under regulations promulgated by the NYSE American and the Securities and Exchange Commission (“SEC”), at least a majority of Directors of Tompkins Financial Corporation [the “Company”] must be “independent,” as defined in the NYSE American Company Guide.

The Company’s Board has reviewed each director and determined that a majority of directors are independent within this definition. They are: John E. Alexander, Paul J. Battaglia, Daniel J. Fessenden, James W. Fulmer, Patricia A. Johnson, Frank C. Milewski, Thomas R. Rochon, Alfred J. Weber and Craig Yunker