

BCB BANCORP INC  
Form DFAN14A  
May 05, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant o

Filed by a Party other than the Registrant y

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**BCB Bancorp, Inc.**

(Name of Registrant as Specified In Its Charter)

**Committee for Sound Corporate Governance**

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

\_\_\_\_\_

(2) Aggregate number of securities to which transaction applies:

\_\_\_\_\_

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

\_\_\_\_\_

(4) Proposed maximum aggregate value of transaction:

\_\_\_\_\_

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(5) Total fee paid:

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- o Fee paid previously with preliminary materials.
- o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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**Committee For Sound Corporate Governance**

**Power Point Presentation at Meeting of Shareholders**

**May 4, 2004**

(1)

Committee for Sound Corporate Governance

(2)

*NOT ABOUT PERSONALITIES*

*NOT ABOUT THE SALE OF THE BANK*

*IT IS ABOUT THE GOVERNANCE OF THE BANK*

(3)

**MISSION STATEMENT**

We will provide expanding but responsible financial services to all members of the community following all ethical and legal standards while attaining reasonable profitability and controlled growth through the team work of well trained and dedicated employees operating in congenial working environments.

(4)

**Founding Principals**

Ethical standards

Shareholder value

Customer Service

(5)

All members of the Committee for Sound Corporate Governance remain committed to that Mission and those principals.

(6)

This election is NOT about selling the bank.

(7)

This election is about continuing that Mission.

(8)

This is about the future governance of the bank.

(9)

Personal Interest

Inside Directors

Service contracts

Directors fees

Related contracts

(10)

Need for additional capital

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(11)

Golden parachutes

(12)

Business Alternatives

(13)

Complex Questions?

(14)

How would the combination affect the Mission of the Bank?

How would it affect the banking services in this community?

How would it affect the customers?

How would it affect the employees?

How would it affect the shareholders?

(15)

Some people were only concerned with how it would affect the directors!

(16)

All the members of CSCG recognize that it is the shareholders' bank NOT the directors' bank.

(17)

Governance must be taken from the Group of 10 and returned to those who will protect the shareholders.

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