

FEDERAL RESERVE BANK OF DALLAS

DALLAS, TEXAS 75222

Notice 94-43
April 19, 1994

SPECIAL ELECTION OF CLASS A DIRECTOR NOMINATION PROCEDURES

To All Member Banks in the Eleventh Federal Reserve District:

A special election will be held under the provisions of Section 4 of the Federal Reserve Act to choose a successor to Jeff Austin, Jr. Mr. Austin resigned as a Class A Director effective February 10, 1994, to accept appointment to the Texas State Finance Commission. His successor will be elected to fill the unexpired portion of a three-year term ending December 31, 1995.

Mr. Austin was elected by the banks in Group 2 (consisting of banks having capital and surplus of over \$2,500,000, but under \$10,000,000), and his successor will be chosen by the banks in this group. The banks comprising Group 2 are listed on the following pages.

The group in which a member bank will be entitled to vote will be determined by its classification as of the date of this letter, even though its capital and surplus may subsequently change prior to the date of the election.

Except in the case of any member banks that are subsidiaries of the same bank holding company,* each bank in Group 2 is permitted to nominate one candidate for Class A Director. When several banks are subsidiaries of a bank holding company, the nomination form is being sent only to the bank designated to participate in this election; therefore, banks in Group 2 that will not participate in this election are being sent this notice, without forms, for their information. **The nominations must be made by resolution of the Board of Directors, certified to me and received in my office on or before May 20, 1994.** A form and return envelope for this purpose are enclosed. On June 1, a list of the candidates (indicating the nominating banks) and a preferential ballot will be mailed to each bank in the voting group. The ballot must be cast within 15 days after receipt. The polls will open at 9 a.m. on June 8, and close at 2 p.m. on June 23. At that time, the ballot box will be opened at this Bank, the votes counted, and the results of the election announced. The candidates are invited to be present or represented on that occasion.

In order to be counted, the ballot must be executed by an officer authorized to cast the vote. The officers so authorized by their bank are listed on the following pages. The authority conferred on these officers continues until revoked; they need not be redesignated. Each member bank which has not designated an officer, or officers, for the purpose of signing the ballot, or any bank that desires to change its designation, should do so by resolution of its Board of Directors and certify the designation to me before the polls close. A form for this purpose will be furnished upon request. **If the official signature of the officer, or officers, authorized to cast the ballot has not been filed with this Federal Reserve Bank, that official signature should be filed before the polls close.**

*Section 4 of the Federal Reserve Act, as amended, reads in part as follows:

"...That whenever any member banks within the same Federal Reserve district are subsidiaries of the same bank holding company within the meaning of the Bank Holding Company Act of 1956, participation in any such nomination or election by such member banks, including such bank holding company if it is also a member bank, shall be confined to one of such banks, which may be designated for the purpose by such holding company."

The Board of Governors of the Federal Reserve System has ruled that a holding company affiliate, having one or more subsidiary banks in each of the three groups into which member banks of a Federal Reserve district are divided for the purpose of electing directors, may designate one such bank in each group to participate in the nomination and election of each Class A Director and each Class B Director chosen by the group of which such bank is a member and such member bank so designated may validly participate in such nomination and election. **Accordingly, banks in Group 2 affected by this provision of law are requested to take prompt action to have the appropriate bank holding company designate, if it has not already designated, one of its banks to participate in this election.**

While the banks in Group 1 (consisting of banks having capital and surplus of \$10,000,000 and over) and Group 3 (consisting of banks having capital and surplus of \$2,500,000 and under) will not vote in this election, this notice is sent to them, without forms, for their information.

Sincerely yours,

A handwritten signature in black ink that reads "Cece Smith". The signature is written in a cursive, flowing style.

Chairman of the Board

Enclosures (2)

**Information Concerning Eligibility for
Class A Directorship of a Federal Reserve Bank**

Section 4 of the Federal Reserve Act, as amended by the Federal Reserve Reform Act of 1977, contains the following provisions: "Class A shall consist of three members, without discrimination on the basis of race, creed, color, sex, or national origin, who shall be chosen by and be representative of the stockholding banks." "No officer or director of a member bank shall be eligible to serve as a Class A director unless nominated and elected by banks which are members of the same group as the member bank of which he is an officer or director." "Any person who is an officer or director of more than one member bank shall not be eligible for nomination as a Class A director except by banks in the same group as the bank having the largest aggregate resources of any of those of which such person is an officer or director." "No Senator or Representative in Congress shall be a member of the Board of Governors of the Federal Reserve System or an officer or a director of a Federal Reserve Bank."

The Board of Governors of the Federal Reserve System has expressed the opinion "...that, to be consistent with the spirit and underlying principles of the Federal Reserve Act, it is inappropriate, as a general rule, for officers and directors of Federal Reserve Banks and Branches to hold partisan political or public office in the service of the United States, or of any state, territory, county, district, political subdivision, or municipality thereof, or to act as members of political party committees."

GROUP 2

Consists of all member banks having capital and surplus of over \$2,500,000, but under \$10,000,000.

Banks in this group elect one Class A Director.

LOUISIANA

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Bossier City	Citizens National Bank of Bossier City Louisiana	President
Mansfield	First National Bank in Mansfield	Cashier
West Monroe	First National Bank of West Monroe	President, Vice President, Cashier

NEW MEXICO

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Artesia	The First National Bank of Artesia	Chairman, President, Vice President, Cashier
Carlsbad	The Carlsbad National Bank	President, Vice President, Cashier
Clovis	First National Bank of Clovis	President
Clovis	Sunwest Bank of Clovis, National Association	Chairman, President, Vice President, Cashier
Hobbs	Sunwest Bank of Hobbs, National Association	President
Las Cruces	Bank of the Rio Grande, National Association	President
Las Cruces	Sunwest Bank of Las Cruces, National Association	Chairman
Roswell	Sunwest Bank of Roswell, National Association	President
Silver City	Sunwest Bank of Grant County	President, Cashier
Tucumcari	The First National Bank in Tucumcari	Chairman, President, Vice President

GROUP 2 — Continued

TEXAS		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Abilene	United Bank & Trust	President
Addison	Addison National Bank	President
Addison	Bent Tree National Bank	Chairman, President
Alice	Alice Bank of Texas	Chairman, President, Vice President, Cashier
Alice	First Community Bank, National Association	Chairman
Alvin	First National Bank of Alvin	President, Executive Vice President
Andrews	The National Bank of Andrews	President, Cashier
Arlington	Arlington National Bank	President
Athens	The First National Bank of Athens	President, Senior Vice President, Vice President, Cashier
Atlanta	The Atlanta National Bank	Chairman, President, Vice President, Cashier
Austin	Hartland Bank, National Association	President, Cashier
Austin	Liberty National Bank	Raymond H. Johnson, President
Austin	Worthen National Bank of Texas	Chairman, President
Bastrop	The First National Bank of Bastrop	Chairman, President, Vice President, Cashier
Bay City	The First National Bank of Bay City	Chairman, President, Vice President, Cashier
Baytown	Citizens Bank and Trust Company of Baytown, Texas	Chairman, President, Vice President, Cashier
Bedford	Bedford National Bank	President
Bedford	Western American National Bank	James N. McMahon, Chairman and President
Beeville	The Commercial National Bank of Beeville	Chairman, President, Vice President, Cashier
Bellaire	First National Bank of Bellaire	Chairman, President, Vice President, Cashier
Bellville	The First National Bank of Bellville	President, Vice President, Cashier
Big Spring	The First National Bank in Big Spring	Chairman, President, Vice President, Cashier
Borger	First National Bank of Borger	Chairman, President, Vice President
Bowie	The First National Bank of Bowie	President
Brenham	The Brenham National Bank	Chairman, President, Vice President, Cashier
Brownsville	Brownsville National Bank	President
Burleson	First National Bank of Burleson	President
Canton	The Bank of Van Zandt	Albert M. Coleman, President; Ottis R. Metzger, Cashier
Carrizo Spring	Camino Real Bank, National Association	Chairman, President, Vice President, Cashier
Carthage	The First National Bank of Carthage	Chairman, President, Vice President, Cashier
Carthage	Panola National Bank	President
Cleburne	The First National Bank in Cleburne	President, Vice President
Coleman	First Coleman National Bank	Cashier
Conroe	National Bank of Conroe	*
Corpus Christi	American National Bank	President
Dallas	Abrams Centre National Bank	*
Dallas	Brookhollow National Bank	President
Dallas	EastPark National Bank	Chairman
Dallas	Fidelity Bank, National Association	William C. Murphy, Chairman and President; Edward D. Mahon, Executive Vice President; Virginia L. Anderson, Secretary
Dallas	First National Bank of Park Cities	Tom E. Turner, Chairman; C. Thomas Abbott, President; Jane Colesar, Cashier & Senior Vice President
Dallas	Founders National Bank-Skillman	President
Dallas	Gateway National Bank	President
Dallas	Interstate National Bank	President
Dallas	Inwood National Bank of Dallas	President
Dallas	Park Central Bank of Dallas	President
Dallas	Texas Bank and Trust, National Association	Chairman, President
Dallas	Texas Central Bank, National Association	James C. Veirs, Chairman/President
Dallas	Texas Community Bank, N.A.	Chairman, President
Dallas	Turtle Creek National Bank	President
Decatur	The First National Bank in Decatur	Chairman, President, Vice President, Cashier
Denver City	First National Bank	President
Eagle Pass	NBC Bank – Eagle Pass, National Association	Cashier
Eastland	Eastland National Bank	Chairman, President, Vice President, Cashier
Edinburg	First National Bank in Edinburg	Chairman, President, Vice President, Cashier

GROUP 2 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
El Paso	Bank of El Paso	President
El Paso	Continental National Bank	President
El Paso	Montwood National Bank	President
Eules	Landmark Bank—Mid Cities	President, Vice President, Cashier
Fabens	The First National Bank of Fabens	President
Fort Worth	Bank of North Texas, N.A.	Chairman, President, Secretary
Fort Worth	Camp Bowie National Bank	Chairman, President, Vice President, Cashier
Fort Worth	Citizens National Bank	President
Fort Worth	Woodhaven National Bank	President
Freeport	Texas Gulf Bank, National Association	Chairman, President, Vice President, Cashier
Gainesville	The Gainesville National Bank in Gainesville	President, Vice President
Galveston	The Moody National Bank of Galveston	Vice President
Galveston	United States National Bank of Galveston	Chairman, President, Vice President, Cashier
Galveston	University National Bank	Chairman, President
Garland	Security Bank, National Association-Garland	President
Giddings	First National Bank of Giddings	President
Gilmer	The First National Bank of Gilmer	Chairman, President, Vice President, Cashier
Gladewater	Gladewater National Bank	Chairman, President, Vice President, Cashier
Gonzales	American National Bank	J.L. Mills, President
Graham	First National Bank in Graham	Chairman, President, Vice President, Cashier
Graham	Graham National Bank	*
Granbury	Heritage National Bank	Frank B. Kimmell, President
Grand Prairie	First Continental Bank of Grand Prairie, National Association ...	President
Harlingen	The Harlingen National Bank	President, Vice President, Cashier
Hereford	The First National Bank of Hereford	Cashier
Highland Village	United Commerce Bank of Highland Village, National Association	President
Houston	Antoine National Bank	*
Houston	Asian American National Bank	Secretary of the Board
Houston	Bank of Houston	President, Vice President, Cashier
Houston	Champions Bank, N.A.	President
Houston	Charter National Bank – Colonial	Chairman, President, Vice President, Cashier
Houston	Clear Lake National Bank	President
Houston	Cypress National Bank	Chairman, President, Vice President, Cashier
Houston	First Northwestern Bank, National Association	President
Houston	Houston Independent Bank, National Association	President
Houston	Houston National Bank	President
Houston	Langham Creek National Bank	President
Houston	Lone Star Bank, N.A.	President, Cashier
Houston	National Commerce Bank	Chairman, President
Houston	Omnibank National Association	Chairman, President, Vice President, Cashier
Houston	Park National Bank of Houston	Chairman
Houston	Questar Bank, National Association	Chairman, President, Vice President, Cashier
Houston	Security Bank, National Association	Chairman, President, Vice President, Cashier
Houston	Southern National Bank of Texas	Chairman, Chief Executive Officer
Houston	Sunbelt National Bank	Chairman, President
Houston	Tanglewood Bank, National Association	Chairman, President, Cashier
Houston	Texas Capital Bank, National Association	President
Houston	Texas First National Bank	President
Houston	Texas Guaranty National Bank	*
Houston	Woodforest National Bank	Chairman, President, Vice President, Cashier
Jacksonville	The First National Bank of Jacksonville	Chairman, President, Vice President, Cashier
Katy	Community Bank	Chairman, Vice Chairman, President
Kerrville	First National Bank of Kerrville	Chairman, President, Vice President, Cashier
Kilgore	City National Bank of Kilgore	President
Killeen	First National Bank	Chairman, President, Vice President, Cashier
Kingsville	Kleberg First National Bank of Kingsville	Chairman, President, Vice President, Cashier
Kingwood	Kingwood Bank, National Association	President, Cashier
Lake Worth	Lake Worth National Bank	President
Lamesa	The First National Bank of Lamesa	Chairman, President, Vice President, Cashier

GROUP 2 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Lamesa	The Lamesa National Bank	Chairman, President, Vice President, Cashier
La Porte	Bayshore National Bank of La Porte	President
Laredo	South Texas National Bank of Laredo	President, Vice President
Liberty	The First Liberty National Bank	Chairman, President
Livingston	The First National Bank of Livingston	Chairman, President, Vice President, Cashier
Longview	Texas National Bank	President
Lubbock	Lubbock National Bank	Chairman, President, Executive Vice President
Lubbock	Western National Bank	President
Lubbock	Whisperwood National Bank	President
Lufkin	Surety Bank, National Association	President, Vice President, Cashier
Marshall	First National Bank	President, Vice President and Cashier
McAllen	Inter National Bank	Chairman, President, Cashier
McAllen	McAllen National Bank	President
Mexia	First National Bank of Mexia	President, Vice President, Cashier
Midland	Midland American Bank	Chairman, President
Missouri City	First National Bank of Missouri City	President
Mount Pleasant	The American National Bank of Mount Pleasant	President
Nacogdoches	Commercial National Bank in Nacogdoches	President
Nacogdoches	The Stone Fort National Bank of Nacogdoches	Chairman, President, Vice President, Cashier
Odessa	Bank of the West, National Association	President, Vice President
Odessa	First State Bank, National Association	President
Odessa	Western National Bank	Chairman, President, Vice President, Cashier
Ozona	Crockett County National Bank	President, Vice President
Pampa	First National Bank in Pampa	President
Panhandle	The First National Bank of Panhandle	President
Pearland	First Bank Pearland	President, Vice President, Cashier
Pearland	West Side National Bank of Pearland	Chairman
Pecos	The Security State Bank of Pecos	President, Vice President, Cashier
Plainview	First National Bank of Plainview	President, Cashier
Refugio	The First National Bank of Refugio	Cashier
Richardson	Canyon Creek National Bank	President
San Antonio	Intercontinental National Bank	President, Vice President, Cashier
San Antonio	Kelly Field National Bank	Chairman, President, Vice President, Cashier
San Antonio	Security National Bank of San Antonio	President
San Antonio	Stone Oak National Bank	President
San Antonio	Texas Bank, N.A.	Chairman, President and Chief Executive Officer
San Antonio	Valley—Hi National Bank of San Antonio	President, Vice President
San Marcos	State Bank and Trust Company	Chairman, President
Seguin	First Commercial Bank, National Association	President
Seminole	Seminole National Bank	Chairman, President, Vice President, Cashier
Silsbee	Silsbee State Bank	Chairman, President, Vice President, Cashier
Snyder	Snyder National Bank	Chairman, President, Executive Vice President, Vice President
Sulphur Springs	First National Bank of Sulphur Springs	President
Sulphur Springs	Sulphur Springs State Bank	President, Cashier
Sweetwater	First National Bank, Sweetwater, Texas	President
Temple	First National Bank of Temple	President
Terrell	The American National Bank of Terrell	Chairman, President, Vice President, Cashier
Texarkana	The Texarkana National Bank	Chairman, President, First Executive President
Texas City	Texas City Bank	Chairman, President, Vice President
Tomball	Texas National Bank	President
Universal City	Converse National Bank	President
Waco	American Bank National Association	William C. Landiss, President and Chief Executive Officer
Waco	Central National Bank	President, Vice President, Cashier
Waco	First Waco National Bank	President
Wichita Falls	American National Bank	President
Wichita Falls	First National Bank	President
Wichita Falls	Parker Square Bank, N.A.	President, Cashier
Winnsboro	The First National Bank of Winnsboro	Chairman, President, Vice President, Cashier

**Directors of the Federal Reserve Bank of Dallas
As of April 19, 1994**

Name	Occupation	Elected by Banks in Group	Class	Term Expires Dec. 31
Gayle M. Earls	President and Chief Executive Officer, Texas Independent Bank, Dallas, Texas	1	A	1996
VACANCY		2	A	1995
Eugene M. Phillips	Chairman of the Board and President, The First National Bank of Panhandle, Panhandle, Texas	3	A	1994
Peyton Yates	President, Yates Drilling Company, Artesia, New Mexico	1	B	1994
J. B. Cooper, Jr.	Farmer, Roscoe, Texas	2	B	1996
Milton Carroll	Chairman of the Board and Chief Executive Officer, Instrument Products, Inc., Houston, Texas	3	B	1995
Cece Smith	General Partner, Phillips-Smith Specialty Retail Group, Dallas, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	1994
Roger R. Hemminghaus	Chairman of the Board, President, and Chief Executive Officer, Diamond Shamrock, Inc., San Antonio, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	1995
James A. Martin	Third General Vice President, International Association of Bridge, Structural & Ornamental Iron Workers, Austin, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	1996