

FEDERAL RESERVE BANK OF DALLAS

DALLAS, TEXAS 75222

Notice 94-94
September 28, 1994

ELECTION OF DIRECTORS REPORT OF NOMINATIONS—VOTING PROCEDURES

To All Member Banks in the Eleventh Federal Reserve District:

In accordance with the provisions of Section 4 of the Federal Reserve Act and my notice dated August 16, 1994, regarding the election of directors of this Bank to succeed Eugene M. Phillips, Class A Director, and Peyton Yates, Class B Director, whose terms expire December 31, 1994, the names of the candidates nominated and the names of the banks that made the nominations are set out on pages 3, 4, 5, and 6.

Except in the case of any member banks that are subsidiaries of the same bank holding company, * there is sent as an enclosure to each bank in Group 1 a ballot for use in voting for a Class B Director and to each bank in Group 3 a ballot for use in voting for a Class A Director. Also enclosed are an envelope bearing on its face the certificate in regard to the vote and a colored envelope marked "Ballot-Directors' Election," in which the ballot is to be sealed. When several banks are subsidiaries of a bank holding company, **the voting forms are being sent only to the bank designated to participate in this election**; therefore, banks in Groups 1 and 3 that will not participate in this election are being sent this notice, without forms, only for their information.

The ballot and certificate on the envelope must be executed by an officer who has been authorized to cast the vote. A list of the designated officers, revised to date, forms a part of this notice. In order that the balloting may be secret, the name of the bank and the voting officer should not be written on the ballot but only on the certificate envelope. **If the official signature of the officer casting the ballot has not been filed with this Federal Reserve Bank, such official signature should be filed before the polls close.**

Please follow carefully the instructions that are printed on the ballot, on the envelopes, and on page 4 of this notice.

The following procedure is required in the case of both the Class A and Class B ballots:

- (1) The preferential ballot should be marked.**
- (2) It should be placed in the colored envelope marked "Ballot-Directors' Election" and that envelope sealed.**
- (3) Then after the certificate on the white certificate envelope is executed, the colored sealed envelope (containing the ballot) should be placed within the white certificate envelope and that envelope sealed.**
- (4) The sealed white certificate envelope containing the sealed ballot envelope should then be returned to me in the enclosed self-addressed envelope.**

***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 Groups 1 and 3 affected by the foregoing provision of law are requested to take prompt action to have the appropriate bank holding company designate one of such banks to participate in this election, if it has not already made that designation.**

Under the law, the ballot must be returned so as to reach me within 15 days after its receipt. The polls will open on October 5, 1994, and close at 2 p.m. on October 20, 1994. At that time, the ballot box will be opened at this Bank, the sealed envelopes containing the ballots will be opened, the votes counted, and the results of the election announced. The candidates are invited to be present or represented on that occasion.

While the banks in Group 2 will not vote in this election, this notice is sent to them, without forms, for their information. Group 2 consists of members banks with combined capital and surplus of over \$2,500,000, but under \$10,000,000.

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)

CANDIDATE FOR CLASS B DIRECTOR

PEYTON YATES

President
Yates Drilling Company
Artesia, New Mexico

Peyton Yates was born and reared in Artesia, New Mexico. He graduated from Artesia High School and received his B.S. and M.S. in Petroleum Engineering from the University of Texas.

He worked for Chevron Oil Company as a petroleum engineer for two years. He also served in the United States Army for two years with a tour in Viet Nam. Peyton Yates went to work for the Yates companies in 1970 and is presently President of Yates Drilling Company and Executive Vice President of Yates Petroleum Corporation. He is a member of the Board of Directors of the Federal Reserve Bank of Dallas.

He is past president of the Independent Petroleum Association of New Mexico, past president of the Boy Scouts of America Conquistador Council in Southeast New Mexico, past president of the New Mexico Academy of Science, past director of the Federal Reserve Bank of Dallas—El Paso Branch, and past director of Team Bank in Fort Worth, Texas.

He has three children, Jennifer, Mary Beth, and Hanson.

Nominated by the Following Banks in Group 1:

TEXAS

Dallas Texas Independent Bank
Houston Southwest Bank of Texas, N.A.
McAllen Texas State Bank
San Antonio The Frost National Bank of San Antonio

NOTE—A list of the banks in Group 1, showing the officers authorized to cast the vote of each bank, is given on pages 7 through 8 of this notice.

IMPORTANT

For your information, there is quoted below an extract from Section 4 of the Federal Reserve Act that sets forth the method of balloting:

"Within fifteen days after receipt of the list of candidates the duly authorized officer of a member bank shall certify to the chairman his first, second, and other choices for director of Class A or Class B, respectively, upon a preferential ballot upon a form furnished by the chairman of the board of directors of the Federal Reserve Bank of the district. Each such officer shall make a cross opposite the name of the first, second, and other choices for a director of Class A and for a director of Class B, but shall not vote more than one choice for any one candidate."

In the case of the Class A ballots (Group 3), where there are three candidates involved, a member bank, in making its first and second choices, will be deemed to have indicated the other candidate as its third choice.

CANDIDATES FOR CLASS A DIRECTOR (Listed Alphabetically)

MATTHEW T. DOYLE

Vice Chairman
Gulf National Bank
Texas City, Texas

Matt Doyle was born in Frankfurt, Germany, in 1958, and grew up in Texas City, where he graduated from Texas City High School. He is a 1980 graduate of Texas Tech University, Lubbock, with a Bachelor's Degree in finance. In 1993 his alma mater honored him with the Texas Tech College of Business Young Alumnus Outstanding Achievement Award. Mr. Doyle has completed additional studies at the American Bankers Association Collection School, Houston; Oklahoma University/American Bankers Association Installment School, Norman; and the Southwestern Graduate School of Banking at Southern Methodist University, Dallas.

Upon graduation from college, he was affiliated with the Mangum Brick Company, Mangum, Oklahoma, which was founded by his great grandfather in 1902. In 1981, Mr. Doyle was elected to the board of directors, assuming the seat held by his grandfather for more than 50 years.

In 1981, he joined the Bank of Santa Fe, Santa Fe, Texas, as a management trainee. He quickly advanced and was soon elected Assistant Vice President of the bank. In 1988, Mr. Doyle was elected President of the Bank of Santa Fe and Bank of the West in Galveston County. He expanded the Bank of the West in 1991 with an additional banking facility on Galveston's Broadway. In 1992, he was elected Vice Chairman of the Board of Directors at the Gulf National Bank in Texas City and a Board member of the First State Bank of Hitchcock. The following

year, Mr. Doyle was elected President of Texas Independent Bancshares and American Independent Bancshares, holding companies for the four-community banks with which he is affiliated in Galveston County. He presently serves as a board member and Chairman of the Building Fund, Independent Bankers Association of Texas, and a member of the Young Bankers Association, serving as president in 1990.

Mr. Doyle is Executive Vice President and board member of the United States Management Corporation, Hitchcock, and was recently named to the Executive Board of the Governor's Texas Rehabilitation Commission. He is a trustee and former foundation member of the College of the Mainland in Texas City. Mr. Doyle has been an outstanding example by leading United Fund drives in dollars raised; encouraging bank employees to serve in a program that provides individual attention to grade school students; providing bank financing to restore the Historic District of Galveston; and assisting with the Galveston County Fair and Rodeo. His interests extend beyond his professional life. Mr. Doyle is a driving force in the reorganization of the Texas City Jaycees and is a founding member for the Krewe of Brew, which stages the feature parade for the first weekend of Mardi Gras on Galveston Island.

Mr. Doyle served as Chairman of the Independent Living Board for the City of Texas City and is on the Finance Committee for St. Mary's Catholic Church. For the past several years, Mr. Doyle has been a trustee with the Gulf Coast Center of Mental Health and Retardation and, in 1992, was honored as "Citizen of the Year" by that group. In addition, he was named one of the "Five Outstanding Young Texans" in 1993 and was honored as one of the "Ten Outstanding Young Americans" in 1994.

CANDIDATES FOR CLASS A DIRECTOR—Continued

Mr. Doyle resides in Texas City, Texas, with his wife, Debbie, and two children, Sean Thomas and Erin Elizabeth.

Nominated by the Following Banks in Group 3:

TEXAS

College Station Commerce National Bank
Fort Worth Shady Oaks National Bank
Mount Vernon First National Bank of Mount Vernon
Texas City Gulf National Bank

DON R. JONES

President and Chief Executive Officer
The City National Bank of Colorado City
Colorado City, Texas

Don R. Jones was born in the community of Fairfax, Missouri, in 1948. He received a B.S. and a M.B.A. from Northwest Missouri State University, Maryville, Missouri, and has completed numerous banking courses and curriculum. Mr. Jones was an adjunct professor of economics at the University of Missouri, Columbia, Missouri.

He was elected President and Chief Executive Officer of The City National Bank of Colorado City, Texas, in April 1992. Previously, he served from 1986 as the President and Chief Executive Officer of Interfirst Bank, Conroe, Texas, which is now NationsBank of Texas, N.A., Conroe. He began his banking career at Traders National Bank in 1971 as a trainee. Mr. Jones also completed credit training, becoming a commercial lender and manager. After receiving his M.B.A. degree, he joined the First National Bank of St. Louis handling affiliate participation loans. He has 21 years of banking experience.

Among civic activities, Mr. Jones has served on the Boards of Big Brothers/Big Sisters and United Way. He is currently President-Elect of the Mitchell County Chamber of Commerce and has been a member of the Economic Development Committee for his community. Mr. Jones is involved in various other civic organizations. He is President-Elect of the Rotary Club and has served as a Board member of the Mitchell County Empowerment Zone-Enterprise Community project.

Mr. Jones and his wife, Terrie, have two sons who are active in academics and sports.

Nominated by the Following Bank in Group 3:

TEXAS

Colorado City The City National Bank of Colorado City

KIRK A. MCLAUGHLIN

President and Chief Executive Officer
Security Bank
Ralls, Texas

Kirk McLaughlin, a fourth-generation banker, is President and Chief Executive Officer of his family's Security Bank, Ralls, which was begun in 1912 by W. E. McLaughlin. A native of Ralls, Mr. McLaughlin joined the bank in 1982 and was named President in 1989. He is Vice Chairman of Security Bank and South Plains Bancshares, Idalou, and McLaughlin Bancshares, Ralls. He is also an owner and President of Caprock Insurance Agency in Ralls.

He now serves as a member of the Community Bankers Council of the Texas Banker's Association. He is a past director of the Texas Tech Agricultural Credit Conference and is an instructor and a former director for the Lubbock Chapter of the American Institute of Banking.

Mr. McLaughlin is a former two-term Mayor of Ralls. While serving as Mayor, he was appointed by the Governor to chair the Community Block Grant Regional Review Committee for the Texas South Plains. He currently serves as a Trustee of the Texas Boys Ranch in Lubbock and as a Director of the Ralls Housing Development Corporation. He is Secretary of the Ralls Rotary Club, having previously served two terms as President.

He was born in 1958, graduated from Ralls High School in 1976, and earned a B.B.A. with honors from Texas Tech University in accounting and finance in 1980. Following his graduation, Mr. McLaughlin worked in the credit and commercial loan department of the First National Bank of Amarillo. He has attended a number of professional schools and seminars, including the Texas Tech School of Banking (to which he received a scholarship) and the National Agricultural Credit School in Ames, Iowa.

Currently, Mr. McLaughlin is Senior Warden of St. Paul's Episcopal Church, holds the office of Trustee of the Episcopal Diocese of Northwest Texas, and is the Administrator of its Education Fund for Clergy Children.

He and his wife, Sara, have one daughter, Miranda.

Nominated by the Following Banks in Group 3:

TEXAS

Andrews First National Bank of Andrews
Brady The Brady National Bank
Brownfield The First National Bank of Brownfield
Claude The First National Bank of Claude
Crowell Crowell State Bank

CANDIDATES FOR CLASS A DIRECTOR—Continued

Nominated by the Following Banks in Group 3:

TEXAS—continued

Floydada The First National Bank of Floydada
Hale Center The First National Bank of Hale Center
Hamlin Hamlin National Bank
Midland Community National Bank
Muleshoe First Bank of Muleshoe
Ozona The Ozona National Bank
Quitaque The First National Bank of Quitaque
Ralls Security Bank
Rotan The First National Bank of Rotan
Seymour The First National Bank of Seymour
Stanton The First National Bank of Stanton
Stanton Stanton National Bank
Tulia The First National Bank of Tulia

NOTE—A list of the banks in Group 3, showing the officers authorized to cast the vote of each bank, is given on pages 9 through 15 of this notice.

GROUP 1

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

Banks in this group elect one Class B Director.

LOUISIANA		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Minden	Minden Bank & Trust Company	President
Monroe	Central Bank	President, Vice President, Cashier
Shreveport	Commercial National Bank in Shreveport	Chairman, President, Vice President, Cashier
NEW MEXICO		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Las Cruces	First National Bank of Dona Ana County	President, Vice President, Cashier
TEXAS		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Abilene	First National Bank of Abilene	Chairman, President, Vice President, Cashier
Amarillo	Amarillo National Bank	Chairman, President, Vice President, Cashier
Amarillo	Boatmen's First National Bank of Amarillo	President, Cashier
Bellaire	Citizens National Bank of Texas	President
Brownsville	The Mercantile Bank, N.A.	Chairman, President, Cashier
Dallas	Bank One, Texas, National Association	Chairman
Dallas	NationsBank of Texas, National Association	Chairman, President
Dallas	Northern Trust Bank of Texas, N.A.	President
Dallas	Texas Independent Bank	President, Chief Executive Officer
Dallas	U.S. Trust Company of Texas, National Association	Chairman, President, Senior Vice President
El Paso	Bank of the West	Chairman
El Paso	State National Bank	President
Fort Worth	Overton Bank and Trust, National Association	President
Grand Prairie	Riverside National Bank	Vice Chairman, President
Grapevine	First National Bank of Grapevine	Chairman, President, Vice President, Cashier
Henderson	Citizens National Bank of Henderson	Cashier
Houston	BankTEXAS National Association	Chairman, President, Vice President, Cashier
Houston	Charter National Bank - Houston	President
Houston	First Interstate Bank of Texas, N.A.	President, Chairman of the Executive Committee
Houston	Lockwood National Bank of Houston	President
Houston	MetroBank, National Association	Chairman, President, Vice President, Cashier
Houston	Southwest Bank of Texas, N.A.	Chairman, President, Vice President, Cashier
Houston	Texas Commerce Bank National Association	Chairman, President, Vice President, Cashier
Huntsville	First National Bank of Huntsville	Chairman, President, Vice President, Cashier
Irving	Bank of America Texas, N.A.	Richard Levy, Vice President
Laredo	The Laredo National Bank	President, Vice President
Laredo	Union National Bank of Texas	Chairman, President
Longview	Longview National Bank	Vice President, Cashier
Lubbock	First National Bank of West Texas	President, Vice President, Cashier
Lubbock	The Plains National Bank of Lubbock	Alan White, Chairman; John C. Owens, President; DeWayne V. Pierce, Senior Executive Vice President
Lufkin	Lufkin National Bank	Chairman, President, Vice President
McAllen	Texas State Bank	Chairman, President, Cashier

GROUP 1 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Midland	Midland National Bank	*
Midland	Texas National Bank - Midland	President, Executive Vice President/Chief Operating Officer
San Angelo	Texas Commerce Bank - San Angelo, National Association	President, Cashier
San Antonio	Broadway National Bank	Chairman, President, Vice President, Cashier
San Antonio	The Frost National Bank of San Antonio	President, Vice President, Cashier
San Antonio	Groos Bank, National Association	Chairman, President, Vice President, Cashier
Tyler	Tyler Bank & Trust, National Association	Neil S. West, Chairman
Victoria	First Victoria National Bank	Chairman, President, Vice President, Cashier
Waco	First National Bank of Central Texas	President
Weatherford	Texas Bank	President

GROUP 3

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

Banks in this group elect one Class A Director.

LOUISIANA		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Arcadia	First National Bank, Bienville Parish	President
Benton	First National Bank of Benton	President
Homer	The Homer National Bank	Chairman, President, Vice President, Cashier
Lake Providence	The First National Bank of Lake Providence	President
Mansfield	Progressive National Bank of DeSoto Parish	Chairman, President
Oak Grove	West Carroll National Bank of Oak Grove	President
Ruston	American Bank of Ruston, National Association	President, Vice President, Cashier
NEW MEXICO		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Alamogordo	First National Bank in Alamogordo	Chairman, President, Executive Vice President, Vice President
Las Cruces	United New Mexico Bank, National Association	President
Lordsburg	Western Bank	President
Portales	The Portales National Bank	President, Cashier
Portales	United New Mexico Bank, National Association	President, Vice President, Cashier
Roswell	First National Bank of Chaves County	President, Executive Vice President, Cashier
Ruidoso	First National Bank of Ruidoso	*
Silver City	The American National Bank of Silver City	Cashier
Socorro	United New Mexico Bank, National Association	President
Tucumcari	McFarland Brothers Bank	G. A. Poling, Jr., President
TEXAS		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Abilene	First State Bank, National Association	President
Addison	Addison National Bank	President
Albany	The First National Bank of Albany/Breckenridge	Chairman, President, Vice President
Alpine	First National Bank in Alpine	President
Amarillo	Western National Bank	President, Vice President, Cashier
Amherst	The First National Bank of Amherst	President
Anahuac	Anahuac National Bank	President
Anderson	The First National Bank of Anderson	Chairman, President, Vice President, Cashier
Andrews	First National Bank of Andrews	President
Anson	The First National Bank of Anson	President, Vice President, Cashier
Arlington	Northwest National Bank of Arlington	President, Vice President, Cashier
Arlington	Security Bank of Arlington	President
Aspermont	The First National Bank of Aspermont	President, Vice President, Cashier
Austin	Austin National Bank	President
Baird	The First National Bank of Baird	Chairman, President, Vice President, Cashier
Ballinger	The First National Bank of Ballinger	Chairman, President, Vice President
Baytown	Texas National Bank of Baytown	Executive Vice President
Beeville	The First National Bank of Beeville	Chairman, President, Vice President, Cashier
Bells	The First National Bank of Bells	President
Belton	Peoples National Bank	President, Vice President, Cashier
Big Lake	First National Bank of Big Lake	Cashier
Big Spring	The State National Bank of Big Spring	Chairman, President, Vice President, Cashier
Blanco	The Blanco National Bank	President, Vice President, Cashier
Brackettville	The First State Bank	Cashier

GROUP 3 — Continued

TEXAS		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Brady	The Brady National Bank	Vice President
Brady	The Commercial National Bank of Brady	Chairman, President, Vice President, Cashier
Breckenridge	Citizens National Bank of Breckenridge	President, Vice President, Cashier
Brenham	Texas National Bank	Chairman, President
Bridgeport	The First National Bank of Bridgeport	Chairman, President, Vice President, Cashier
Bronte	First National Bank in Bronte	President
Brookshire	Texas Premier Bank, National Association	President
Brownfield	The First National Bank of Brownfield	Chairman, President, Vice President, Cashier
Brownwood	Citizens National Bank at Brownwood	President
Bryan	The First National Bank of Bryan	Chairman, President, Vice President, Cashier
Buchanan Dam	Lake Buchanan State Bank	President
Bullard	First National Bank of Bullard	President
Burkburnett	First National Bank in Burkburnett	President
Byers	The First National Bank of Byers	President
Caddo Mills	The State National Bank of Caddo Mills	President
Caldwell	Caldwell National Bank	President, Vice President, Cashier
Cameron	The Citizens National Bank of Milam County	Chairman, President, Vice President, Cashier
Cameron	First National Bank in Cameron	Chairman, President, Vice President
Canadian	The First National Bank of Canadian	President, Vice President, Cashier
Canton	The First National Bank of Canton	Chairman, President, Vice President, Cashier
Canyon	The First National Bank in Canyon	President, Vice President, Cashier
Chillicothe	The First National Bank of Chillicothe	President
Cisco	First National Bank in Cisco	Chairman, President, Vice President
Clarendon	First Bank & Trust of Clarendon	President
Claude	The First National Bank of Claude	Chairman, President, Vice President, Cashier
Cleveland	First National Bank of Cleveland	Chief Executive Officer
College Station	Commerce National Bank	President
Colorado City	The City National Bank of Colorado City	Chairman, President, Vice President, Cashier
Colorado City	First National Bank of Colorado City	Mark A. Waldrip, President
Comanche	The Comanche National Bank	President
Conroe	First Bank of Conroe, National Association	*
Cooper	The First National Bank in Cooper	Vice President
Corpus Christi	Nueces National Bank	President
Corsicana	City National Bank	President
Corsicana	Corsicana National Bank	President, Vice President, Cashier
Cotulla	Stockmens National Bank in Cotulla	Chairman, President, Vice President
Crockett	Citizens National Bank	Chairman, President, Vice President, Cashier
Crockett	First National Bank of Crockett	Chairman, President
Crosbyton	Citizens National Bank of Crosbyton	President, Vice President
Crowell	Crowell State Bank	Chairman, President, Vice President, Cashier
Daingerfield	The National Bank of Daingerfield	President
Dalhart	First National Bank in Dalhart	President
Dallas	American Bank, National Association	President
Dallas	Commercial National Bank of Dallas	President
Dallas	Park Forest National Bank	President, Executive Vice President
Dallas	Preston National Bank	Chairman, Vice Chairman, President,
Dawson	First Bank & Trust Company	Chairman, President, Vice President
Dayton	First National Bank of Dayton	Chairman, President, Vice President, Cashier
Del Rio	Del Rio National Bank	President
De Soto	Bank of De Soto, National Association	Chairman, President, Vice President, Cashier
Detroit	Community National Bank	*
Dublin	The Dublin National Bank	President
Dublin	First National Bank of Dublin	Chairman
Duncanville	Duncanville National Bank	President
Eagle Lake	The First National Bank of Eagle Lake	President
Edgewood	The First National Bank of Edgewood	Chairman, President, Vice President, Cashier
El Campo	The First National Bank of El Campo	President, Cashier
Eldorado	The First National Bank of Eldorado	President, Vice President, Cashier
Emory	The First National Bank of Emory	Vice President, Cashier
Ennis	First National Bank of Ennis	Chairman, President, Vice President, Cashier

GROUP 3 — Continued

TEXAS — Continued		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Evant	The First National Bank of Evant	President, Vice President
Fairfield	First National Bank	Chairman, President, Vice President, Cashier
Falfurrias	The First National Bank in Falfurrias	President
Falls City	The Falls City National Bank	Chairman, President, Vice President, Cashier
Farmers Branch	Town North National Bank	Chairman, President, Senior Vice President, Cashier
Floydada	The First National Bank of Floydada	President
Follett	The Follett National Bank	President
Forney	The Farmers National Bank of Forney	Vice President
Fort Hood	Fort Hood National Bank	Chairman, President, Vice President, Cashier
Fort Sam Houston	Eisenhower National Bank	President, Vice President/Cashier
Fort Stockton	First National Bank of Fort Stockton	Chairman, President, Cashier
Fort Worth	Alta Mesa National Bank	President
Fort Worth	The National Bank of Texas at Fort Worth	Chairman, President
Fort Worth	Riverbend Bank, National Association	President
Fort Worth	Shady Oaks National Bank	President
Fort Worth	Summit National Bank	President
Franklin	The First National Bank of Franklin	President, Vice President, Cashier
Fredericksburg	Pioneer National Bank	President
Gainesville	North Texas Bank & Trust	President
Galveston	Bank of Galveston, National Association	Chairman, President, Vice President, Cashier
Garland	Central Bank	President
Garland	Northeast National Bank	*
Gatesville	National Bank	Chairman, President, Vice President, Cashier
George West	First National Bank in George West	Chairman, President, Vice President, Cashier
Giddings	Lee County National Bank	President
Gilmer	Gilmer National Bank	Vice President
Glen Rose	First National Bank	President, Vice President
Goldthwaite	First National Bank	President
Goliad	The First National Bank of Goliad	Vice President, Cashier
Graford	First National Bank, Graford	President
Granbury	The First National Bank of Granbury	Vice President and Cashier
Granger	The First State Bank	Chairman, President, Vice President, Cashier
Granger	The Granger National Bank	Chairman, President, Vice President, Cashier
Groesbeck	First National Bank	Cashier
Groom	The State National Bank of Groom	Chairman, President, Vice President, Cashier
Hale Center	The First National Bank of Hale Center	President, Vice President
Hamilton	First National Bank of Hamilton	Chairman, President
Hamlin	Hamlin National Bank	Chairman, President, Vice President, Cashier
Haskell	First National Bank	President, Executive Vice President
Haskell	Haskell National Bank	Chairman, President, Vice President
Hebbronville	The First National Bank of Hebbronville	President
Henrietta	The First National Bank of Henrietta	President
Hico	The First National Bank of Hico	Vice President
Hillsboro	The Citizens National Bank of Hillsboro	Chairman, President, Vice President, Cashier
Holland	The First National Bank of Holland	*
Hondo	Community National Bank	President
Hondo	The Hondo National Bank	Cashier
Houston	Alief Alamo Bank	Executive Vice President
Houston	Citizens National Bank	Chairman, President
Houston	Houston Community Bank, National Association	Chairman, President
Houston	Independence Bank, National Association	President
Houston	Texas Guaranty National	*
Houston	Unity National Bank of Houston	Chairman, Co-Chairman
Houston	West University Bank, National Association	President, Vice President
Hughes Springs	The First National Bank of Hughes Springs	Chairman
Humble	Humble National Bank	President
Hurst	Mid-Cities National Bank	Chairman
Hutto	Hutto State Bank	President, Vice President, Cashier
Iowa Park	The State National Bank of Iowa Park	Chairman, President, Vice President, Cashier

GROUP 3 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Irving	Irving National Bank	President
Jacksboro	The First National Bank of Jacksboro	Chairman, President, Vice President, Cashier
Jacksboro	The Jacksboro National Bank	Chairman, Vice President, Cashier
Jacksonville	Texas National Bank of Jacksonville	Chairman, President
Jasper	First National Bank of Jasper	President
Jefferson	The First National Bank of Jefferson	President
Jefferson	Jefferson National Bank	President
Joshua	Brazos Bank, N.A.	Chairman, President, Vice President
Junction	First State Bank	President
Junction	Junction National Bank	President, Vice President, Cashier
Karnes City	The Karnes County National Bank of Karnes City	Chairman, President, Vice President, Cashier
Katy	Mayde Creek Bank, National Association	President, Executive Vice President
Kaufman	The Farmers and Merchants National Bank of Kaufman	Chairman, President, Vice President, Cashier
Kemp	The First National Bank of Kemp	President
Kenedy	First-Nichols National Bank	Chairman, President, Vice President, Cashier
Kilgore	Kilgore First National Bank	President, Cashier
Kress	Kress National Bank	President
La Coste	The La Coste National Bank	Cashier
La Feria	The First National Bank of La Feria	Chairman, President, Vice President
La Grange	Colorado Valley Bank	*
La Grange	The First National Bank of La Grange	Chairman, President, Vice President, Cashier
Lake Jackson	First National Bank of Lake Jackson	President
Laredo	Falcon National Bank	President, Cashier
Laredo	NBC Bank - Laredo, National Association	President, Cashier
Leonard	The Leonard National Bank	President
Lindale	Lindale National Bank	President
Linden	The First National Bank of Linden	Cashier
Lipan	The First National Bank of Lipan	President
Littlefield	The First National Bank of Littlefield	Chairman, President, Vice President, Cashier
Livingston	The Bank of Livingston	Chairman, President, Vice President, Cashier
Llano	Llano National Bank	David Willmann, President
Lockhart	First-Lockhart National Bank	President
Lockney	First National Bank in Lockney	President
Lorena	Lorena State Bank	President
Lubbock	Shadow Hills National Bank	President, Vice President, Cashier
Luling	The First National Bank in Luling	Chairman, President, Vice President, Cashier
Madisonville	First Madisonville National Bank	President
Marble Falls	Marble Falls National Bank	President
Marfa	The Marfa National Bank	Chairman, President, Vice President, Cashier Assistant Cashier
Marshall	East Texas National Bank of Marshall	Cashier
Mart	The Farmers and Merchants National Bank of Mart	President
Mart	The First National Bank of Mart	President, Vice President, Cashier
Mason	The Mason National Bank	President, Vice President
Matador	First State Bank of Matador	Vice President
Mauriceville	Mauriceville National Bank	President
McAllen	Rio National Bank	Chairman, Chief Executive Officer
McAllen	The Valley National Bank	Chairman, President, Vice President, Cashier
McGregor	The First National Bank of McGregor	President, Vice President, Cashier
Menard	The Menard National Bank	President
Mercedes	Mercedes National Bank	Chairman, President, Vice President
Mertzton	The First National Bank of Mertzton	President, Cashier
Midland	Community National Bank	President
Midlothian	First National Bank in Midlothian	Chairman, President, Vice President, Cashier
Mineola	The First National Bank of Mineola	Chairman, President
Mineral Wells	The City National Bank of Mineral Wells	President
Monahans	First National Bank of Monahans	Executive Vice President, Vice President
Moody	The First National Bank of Moody	President
Mount Vernon	The First National Bank of Mount Vernon	President, Vice President

GROUP 3 — Continued

TEXAS — Continued		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Mount Vernon	Franklin National Bank	President
Muleshoe	First Bank of Muleshoe	President
Munday	First National Bank in Munday	President, Vice President, Cashier
Nacogdoches	Security National Bank	President
Naples	Morris County National Bank	Chairman, President, Vice President, Cashier
Navasota	The Bank of Navasota, National Association	President
New Boston	The First National Bank of New Boston	Chairman, President, Vice President, Cashier
New Braunfels	Citizens Bank	President
Newcastle	Farmers National Bank of Newcastle	President, Vice President
Newton	First National Bank of Newton	President, Executive Vice President, Vice President, Cashier
New Waverly	Citizens Bank of Texas, National Association	President
O'Donnell	The First National Bank of O'Donnell	President
Olney	First National Bank of Olney	President, Vice President, Cashier
Ozona	The Ozona National Bank	President
Paducah	The First National Bank	President
Palestine	The East Texas National Bank of Palestine	President
Palestine	The First National Bank of Palestine	President, Vice President, Cashier
Palestine	The Royall National Bank of Palestine	President, Vice President, Cashier
Pampa	National Bank of Commerce	President, Vice President
Paris	First National Bank of Paris	President, Executive Vice President, Cashier
Paris	Lamar National Bank	President
Paris	The Liberty National Bank in Paris	Chairman, President, Vice President, Cashier
Paris	Peoples National Bank	*
Pasadena	Texas Coastal Bank	Chairman, President, Executive Vice President, Vice President, Cashier
Pecos	The First National Bank of Pecos	President, Cashier
Perryton	The First National Bank of Perryton	President
Perryton	The Perryton National Bank	Chairman, President, Vice President, Cashier
Pilot Point	The Pilot Point National Bank	President, Cashier
Pittsburg	The Pittsburg National Bank	President
Pleasanton	Atascosa National Bank	President, Vice President, Cashier
Port Lavaca	First National Bank in Port Lavaca	President
Port Neches	The First National Bank	Chairman, President, Cashier
Post	The First National Bank of Post	President
Pottsboro	American National Bank of Pottsboro	President
Quanah	First National Bank in Quanah	Chairman, President, Vice President, Cashier
Quanah	The Security National Bank of Quanah	President, Executive Vice President
Quitaque	The First National Bank of Quitaque	President, Vice President, Cashier
Quitman	The First National Bank of Quitman	President
Quitman	Wood County National Bank	President
Ralls	Security Bank	Chairman, President, Vice President, Cashier
Richardson	Brookhollow National Bank	*
Richwood	Brazoswood National Bank	Vice President, Cashier
Rio Grande City	First National Bank of South Texas	President
Rockwall	Lakeside National Bank	President
Rosenberg	The First National Bank of Rosenberg	Chairman, President, Vice President, Cashier
Rotan	The First National Bank of Rotan	President
Round Mountain	Cattleman's National Bank	Chairman, President
Rowena	The First National Bank of Rowena	Cashier
Royse City	Citizens State Bank	President, Vice President
Rule	The Farmers National Bank of Rule, Texas	Cashier
Sachse	First National Bank of Sachse	President
Saint Jo	The First National Bank of Saint Jo	President, Cashier
San Angelo	Tom Green National Bank	President
San Antonio	Plaza Bank, N. A.	President
San Augustine	The First National Bank of San Augustine	Chairman, President, Vice President, Cashier
San Benito	First National Bank of San Benito	President
Sanger	Sanger Bank	Charles Fenoglio, Chairman/President
San Saba	The City National Bank of San Saba	President, Vice President, Cashier

GROUP 3 — Continued

TEXAS — Continued		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Santa Anna	The Santa Anna National Bank	Vice President, Cashier
Santo	The First National Bank of Santo	Cashier
Seminole	First National Bank	President
Seymour	The Farmers National Bank of Seymour	Vice President
Seymour	The First National Bank of Seymour	Chairman, President, Vice President, Cashier
Shamrock	The First National Bank of Shamrock	Chairman, President, Vice President, Cashier
Shiner	The First National Bank of Shiner	Chairman, President, Vice President, Cashier
Silsbee	First National Bank of Silsbee	Chairman, President, Vice President, Cashier
Smithville	Lost Pines National Bank	President
Snook	First Bank of Snook	President
Somerset	Somerset National Bank	Chairman, President, Vice President, Cashier
Sonora	The First National Bank of Sonora	President, Cashier
Sonora	Sutton County National Bank	President, Vice President and Cashier
Southlake	Texas National Bank	Chairman, President, Vice President, Cashier
South Padre Island	First National Bank of South Padre Island	Chairman
Spearman	First National Bank	President
Stamford	The First National Bank in Stamford	President, Cashier
Stanton	The First National Bank of Stanton	President
Stanton	Stanton National Bank	President
Sterling City	The First National Bank of Sterling City	President, Vice President
Sudan	The First National Bank of Sudan	Chairman, President, Vice President, Cashier
Sulphur Springs	The City National Bank of Sulphur Springs	President, Vice President, Cashier
Sulphur Springs	First American Bank and Mortgage Sulphur Springs, National Association	President, Vice President, Cashier
Taft	The First National Bank of Taft	President, Vice President
Tahoka	The First National Bank of Tahoka	Chairman, President, Vice President, Cashier
Taylor	The City National Bank of Taylor	Chairman, President, Vice President, Cashier
Teague	Citizens National Bank	President
Texarkana	American National Bank	Chairman, President, Vice President, Cashier
Texas City	Gulf National Bank	Chairman, President
Throckmorton	The First National Bank of Throckmorton	President, Vice President, Cashier
Tom Bean	The First National Bank of Tom Bean	President
Trenton	The First National Bank of Trenton	President
Trinity	The First National Bank of Trinity	President, Vice President
Trinity	Lake Area National Bank	*
Troy	Bank of Troy	Chairman, President
Tulia	The First National Bank of Tulia	President, Executive Vice President
Uvalde	First National Bank	President, Vice President, Cashier
Valley Mills	First National Bank of Bosque County	Chairman, President, Vice President, Cashier
Van Alstyne	The First National Bank of Van Alstyne	President
Van Horn	Van Horn State Bank	President
Vernon	The Herring National Bank of Vernon	President, Vice President, Cashier
Vernon	The Waggoner National Bank of Vernon	President, Vice President
Victoria	Citizens National Bank	President
Waco	The Texas National Bank of Waco	President, Vice President, Cashier
Waxahachie	Citizens National Bank in Waxahachie	President
Weatherford	The Citizens National Bank of Weatherford	President
Weatherford	First National Bank and Trust Company of Weatherford	Cashier
Weatherford	Weatherford National Bank	Vice President and Cashier
Wellington	Wellington State Bank	President
Weslaco	City National Bank	Chairman
West	The State National Bank in West	President
West Columbia	West Columbia National Bank	Chairman, President, Vice President, Cashier
Whitehouse	City National Bank	President
Whitehouse	First National Bank of Whitehouse	President, Vice President and Cashier
Whitesboro	First National Bank	President
Whitewright	The First National Bank of Whitewright	President
Whitney	First National Bank in Whitney	Chairman, President, Vice President, Cashier
Wills Point	Citizens National Bank of Wills Point	President
Wills Point	The First National Bank of Wills Point	*

GROUP 3 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Windthorst	Windthorst National Bank	President
Winters	Peoples National Bank	Mac Sayles, President
Woodsboro	The First National Bank of Woodsboro	Cashier
Yoakum	The Yoakum National Bank	President, Vice President, Cashier
Zapata	Zapata National Bank	Chairman, President, Cashier

**Directors of the Federal Reserve Bank of Dallas
As of September 28, 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
Eugene M. Phillips	Chairman of the Board and President, The First National Bank of Panhandle, Panhandle, Texas	2	A	1995
VACANCY		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
<i>Chairman</i>				
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
<i>Deputy Chairman</i>				
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