

ELECTION OF DIRECTORS NOMINATION PROCEDURES



SEPTEMBER 22, 2004





To the Member Banks of the Eighth Federal Reserve District:

An election will be held under the provisions of Section 4 of the Federal Reserve Act, as amended, to choose successors to the following directors of this Bank.

Class A Director

Lewis F. Mallory Jr.
Chairman and Chief Executive Officer
National Bank of Commerce
Starkville, Miss.

Bradley W. Small
Principal
Mathis, Marifian, Richter & Grandy Ltd.
Belleville, Ill.

Class B Director

Bert Greenwalt
Partner
Greenwalt Co.
Hazen, Ark.

Mr. Mallory was elected by banks in Group 1 to a three-year term that expires Dec. 31, 2004. He is eligible for re-election for a term that will expire Dec. 31, 2007. His successor will be chosen by banks in Group 1, which consists of member banks having capital and surplus of \$55 million and over.

Mr. Small, now a principal with the law firm of Mathis, Marifian, Richter & Grandy Ltd., Belleville, Ill., and formerly of the Farmers and Merchants National Bank, Nashville, Ill., was elected by banks in Group 3 to a three-year term. He has announced his resignation effective Dec. 31, 2004. His successor will be elected for the unexpired portion of Mr. Small's three-year term, which will expire Dec. 31, 2006. His successor will be chosen by banks in Group 3, which consists of member banks having capital and surplus of \$4.3 million and less.

Mr. Greenwalt was elected by banks in Group 3 to a three-year term that expires Dec. 31, 2004. He is not eligible for re-election. His successor will be elected for a term that will expire Dec. 31, 2007. His successor will be chosen by banks in Group 3, which consists of member banks having capital and surplus of \$4.3 million and less.

This letter lists the member banks in each classification. The group in which a member bank is entitled to vote is determined by its classification as of the date of this let-

ter, even though its capital and surplus may subsequently change before the date of the election.

Each bank participating in this election* may make a nomination as follows: Each bank in Group 1 may nominate one candidate for Class A director, and each bank in Group 3 may nominate one candidate for Class A director and one candidate for Class B director. Limitations on eligibility for nomination for Class A and Class B directors are set forth on Page 3. **The nominations must be made by resolution of the Board of Directors and certified to me on or before Oct. 22, 2004.** A form for this purpose is enclosed.

On Nov. 5, 2004, a list of the candidates (including an indication of who nominated each candidate) and a preferential ballot will be mailed to each bank in the voting groups. The ballot must be cast within fifteen days after receipt. The polls will open at 9 a.m. on Nov. 9, 2004, and close at 2 p.m. on Nov. 24, 2004. At that time, the ballot box will be opened in the Board Room of this Bank, the votes counted and 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. If the official signature of the officer or officers authorized to cast the ballot has not been filed with this Federal Reserve Bank, such official signature should be filed before the polls close. Inasmuch as the authority conferred on these officers continues until revoked, they need not be reappointed. Each member bank that has not designated an officer or officers for the purpose of signing the ballot, or any bank that desires to change its authorization, should do so by resolution of its Board of Directors and certify the appointment to me before the polls close. A form for this purpose will be furnished upon request.

While the banks in Group 2 will not vote in this election, this circular is sent to them without forms for their information. Group 2 consists of member banks having capital and surplus over \$4.3 million, but less than \$55 million.

Walter L. Metcalfe Jr.
Chairman of the Board

Sept. 22, 2004

*Section 4 of the Federal Reserve Act, as amended, provides that whenever member banks in the same Federal Reserve district are subsidiaries of the same bank holding company, participation in the nomination and election is confined to the member bank designated for that purpose by the holding company.

LIMITATIONS ON ELIGIBILITY FOR NOMINATION

Section 4 of the Federal Reserve Act, as amended, 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.

Class B shall consist of three members, who shall represent the public and shall be elected without discrimination on the basis of race, creed, color, sex or national origin, and with due but not exclusive consideration to the interests of agriculture, commerce, industry, services, labor and consumers. . . No director of Class B shall be an officer, director or employee of any bank.

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 issued the following guidelines concerning qualifications of Class A and B directors:

Class A directors should be representatives of the member banks by which they are elected [and] should be residents of the district in which the Federal Reserve Bank is located.

The Federal Reserve Banks will be served best by directors whose business and financial interests are primarily within and representative of the bank or branch territory for which they are selected, rather than of interests controlled or owned outside of such territory.

A person whose sole occupation is that of the officer of a savings and loan association is not eligible for election as a Class B director of a Federal Reserve Bank.

On June 2, 1978, the Board of Governors restated its long-standing policy that activity that might be interpreted as associating the Federal Reserve with any political party or political activity is inconsistent with service as a Bank director. In addition, holding a public office in the service of the United States, or of any state, territory, county, district, municipality or political subdivision similarly is inconsistent with service as a Bank director.

Questions about eligibility to serve should be directed to the Secretary of the Bank.

GROUP 1 *Consisting of member banks having capital and surplus of \$55 million and over*

ARKANSAS

City	Name of Bank	Authorized Signature
Fayetteville	Arvest Bank	Chairman, President, Vice President or Cashier

INDIANA

City	Name of Bank	Authorized Signature
Evansville	Integra Bank, N.A.	Chairman, President, Vice President or Cashier
Evansville	Old National Bank	Chairman, President, Vice President or Cashier

KENTUCKY

City	Name of Bank	Authorized Signature
Louisville	National City Bank of Kentucky	Chairman, President, Executive Vice President or Secretary

MISSISSIPPI

City	Name of Bank	Authorized Signature
Starkville	National Bank of Commerce of Mississippi	Chairman, Chairman of Executive Committee, President, Vice President or Cashier

MISSOURI

City	Name of Bank	Authorized Signature
St. Louis	First Bank	Chairman or President
St. Louis	Southwest Bank of St. Louis	Chairman, Co-Presidents or Cashier

TENNESSEE

City	Name of Bank	Authorized Signature
Memphis	First Tennessee Bank N.A. Memphis	Chairman, President, Executive Vice President or Cashier
Memphis	National Bank of Commerce	Chairman, President, Vice President or Cashier
Memphis	Union Planters Bank, N.A.	Chairman, President, Vice President or Cashier

GROUP 3

Consisting of member banks having capital and surplus of \$4.3 million and less

ARKANSAS

City	Name of Bank	Authorized Signature
Altheimer	First National Bank of Altheimer	Chairman, President, Vice President or Cashier
Ashdown	First National Bank	Chairman, President, Vice President or Cashier
Berryville	The First National Bank of Berryville	Chairman, President, Vice President or Cashier
Blytheville	The Farmers Bank & Trust Co.	Chairman, President, Vice President or Cashier
Calico Rock	First National Bank of Izard County	Chairman, President, Vice President or Cashier
Crossett	First National Bank of Crossett	Chairman, President, Vice President or Cashier
De Queen	First State Bank of De Queen	Chairman, President, Vice President or Cashier
De Queen	The First National Bank of De Queen	Chairman, President, Vice President or Cashier
De Witt	The First National Bank of De Witt	Chairman, President, Vice President or Cashier
Dierks	National Bank of Howard County	Chairman, President, Vice President or Cashier
El Dorado	Simmons First Bank of El Dorado, N.A.	President
Forrest City	First National Bank of Eastern Arkansas	Chairman, President, Vice President or Cashier
Forrest City	Forrest City Bank, N.A.	Chairman, President, Vice President or Cashier
Green Forest	The First National Bank in Green Forest	President, Vice President or Cashier
Heber Springs	Heber Springs State Bank	Chairman, President, Vice President or Cashier
Helena	Helena National Bank	Chairman, President, Vice President or Cashier
Lewisville	The First National Bank of Lewisville	Chairman, President, Vice President or Cashier
Little Rock	Bank of Little Rock.....	
Little Rock	Eagle Bank and Trust Company	Chairman, President, Vice President, Cashier or Secretary/Treasurer
Malvern	The Malvern National Bank	Chairman, President, Vice President or Cashier
Marianna	First National Bank at Marianna	Vice President
McGehee	The First National Bank of McGehee	Chairman, President, Vice President or Cashier
Mena	First National Bank in Mena	Chairman, President, Vice President or Cashier
Mount Ida	First National Bank	Chairman, President, Vice President or Cashier
Mountain Home	First National Bank & Trust Co. of Mountain Home	Chairman, President, Vice President or Cashier
Mulberry	Allied Bank	Chairman
Nashville	Citizens National Bank of Nashville	Chairman, President, Vice President or Cashier
Paragould	Southern Bank of Commerce	
Paris	The First National Bank at Paris	Chairman, President, Vice President or Cashier
Pine Bluff	Simmons First Trust Company, N.A.	Chairman, President or Cashier
Rogers	Arvest Trust Company, N.A.	Chairman, President, Vice President or Cashier
Stuttgart	First National Bank of Stuttgart	Chairman, President, Vice President or Cashier
Stuttgart	The Farmers and Merchants Bank	Chairman, President, Vice President or Cashier
Van Buren	Citizens Bank & Trust Co.	Chairman, President or Cashier
Walnut Ridge	First National Bank of Lawrence County at Walnut Ridge	Chairman, President, Vice President or Cashier
Warren	Warren Bank and Trust Co.	Chairman or President
West Memphis	Fidelity National Bank	Chairman, President, Vice President or Cashier

GROUP 3

ILLINOIS

City	Name of Bank	Authorized Signature
Albion	Citizens National Bank of Albion	Chairman, President, Vice President or Cashier
Allendale	The First National Bank of Allendale	Chairman, President, Vice President or Cashier
Anna	The Anna National Bank	Chairman, President, Vice President or Cashier
Ava	The First National Bank of Ava	Chairman, President, Vice President or Cashier
Barry	The First National Bank of Barry	Chairman, President, Vice President or Cashier
Brownstown	The First National Bank of Brownstown	Chairman, President, Vice President or Cashier
Carlinville	The Carlinville National Bank	Chairman, President, Vice President or Cashier
Carlyle	The First National Bank of Carlyle	Chairman, President, Vice President or Cashier
Chester	Buena Vista National Bank of Chester	Chairman, President, Vice President or Cashier
Columbia	Columbia National Bank	Chairman, President, Vice President or Cashier
Dieterich	The First National Bank of Dieterich	Chairman, President, Vice President or Cashier
Dongola	The First State Bank of Dongola	Chairman, President, Vice President or Cashier
DuQuoin	DuQuoin State Bank	Chairman, President, Vice President or Cashier
East St. Louis	First Illinois Bank	Chairman, President, Vice President or Cashier
Flora	Flora Bank & Trust	Chairman, President, Vice President or Cashier
Greenville	The Bradford National Bank of Greenville	Chairman, President, Vice President or Cashier
Griggsville	Farmers National Bank of Griggsville	Chairman, President, Vice President or Cashier
Jacksonville	Premier Bank of Jacksonville	Chairman, President or Executive Vice President
Jonesboro	The First National Bank of Jonesboro	President, Vice President or Cashier
Kinmundy	The First National Bank of Kinmundy	Chairman, President, Vice President or Cashier
Lawrenceville	Heritage State Bank	Chairman, President, Vice President or Cashier
Lima	The State Bank of Lima	Chairman, President, Vice President or Cashier
Litchfield	The First National Bank of Litchfield	President or Cashier
Litchfield	The Litchfield National Bank	Chairman, President, Vice President or Cashier
Metropolis	The City National Bank of Metropolis	Chairman, President, Vice President or Cashier
Millstadt	First National Bank of Millstadt	Chairman, President, Vice President or Cashier
Mount Vernon	First National Bank of Mt. Vernon	Chairman, President, Vice President or Cashier
Nashville	The Farmers and Merchants National Bank of Nashville	Chairman, President, Vice President or Cashier
Okawville	The First National Bank of Okawville	Chairman, President, Vice President or Cashier
Okawville	The Old Exchange National Bank of Okawville	Chairman, President, Vice President or Cashier
Pinckneyville	First National Bank in Pinckneyville	President, Vice President or Cashier
Red Bud	First State Bank of Red Bud	President, Vice President or Cashier
Sandoval	The First National Bank of Sandoval	Chairman, President, Vice President or Cashier
Sparta	The First National Bank of Sparta	President, Vice President or Cashier
St. Elmo	Fayette County Bank	Chairman, President, Vice President or Cashier
St. Peter	First State Bank of St. Peter	Chairman, President, Vice President or Cashier
Staunton	The First National Bank in Staunton	Chairman, President or Cashier
Steeleville	First National Bank of Steeleville	Chairman, President, Vice President or Cashier
Sumner	The First National Bank of Sumner	Chairman, President, Vice President or Cashier
Vandalia	The First National Bank of Vandalia	Chairman, President, Vice President or Cashier
Waterloo	The First National Bank of Waterloo	Chairman, President, Vice President or Cashier

GROUP 3

WittSecurity National BankPresident, Vice President or Cashier
 XeniaFirst Community Bank, Xenia-FloraChairman, President, Vice President or Cashier

INDIANA

City	Name of Bank	Authorized Signature
Elberfeld	The Elberfeld State Bank	Chairman, President or Cashier
Jeffersonville	New Covenant Trust Co., N.A.	
Lynnville	The Lynnville National Bank	President or Vice President
Odon	The First National Bank of Odon	President, Vice President or Cashier

KENTUCKY

City	Name of Bank	Authorized Signature
Bowling Green	The Farmers National Bank of Scottsville	President or Cashier
Buffalo	Bank of Buffalo	Chairman, President, Vice President or Cashier
Campbellsville	Campbellsville National Bank	
Carrollton	The First National Bank of Carrollton	Chairman, President, Vice President or Cashier
Central City	First National Bank of Muhlenberg County, Kentucky	Chairman, President, Vice President or Cashier
Frankfort	The Bankers' Bank of Kentucky, Inc.	Chairman, President, Vice President or Cashier
Hardinsburg	The Farmers Bank	Chairman, President, Vice President or Cashier
Harrodsburg	The Lawrenceburg National Bank	Chairman, President, Vice President or Cashier
Hartford	Citizens Bank	Chairman, President, Vice President or Cashier
Henderson	Ohio Valley National Bank of Henderson	Chairman, President, Vice President or Cashier
Hodgenville	The Lincoln National Bank of Hodgenville	Chairman, President, Vice President or Cashier
Lebanon	The Citizens National Bank of Lebanon	President or Cashier
Lebanon	The Farmers National Bank of Lebanon	Chairman, President, Vice President or Cashier
Radcliff	Fort Knox National Bank	Chairman, President, Vice President or Cashier
Russell Springs	The First National Bank of Russell Springs	Chairman, President, Vice President or Cashier

MISSISSIPPI

City	Name of Bank	Authorized Signature
Corinth	Commerce National Bank	Chairman, President or Chief Financial Officer
Rosedale	First National Bank	Chairman, President, Vice President or Cashier

MISSOURI

City	Name of Bank	Authorized Signature
Altenburg	Peoples Bank of Altenburg	Chairman, President, Vice President or Cashier
Ashland	Mainstreet Bank	Chairman, President, Vice President or Cashier
Camdenton	First National Bank	Chairman, President, Vice President or Cashier

GROUP 3

Crane	Stone County National Bank	Chairman, President, Vice President or Cashier
Cuba	First Community National Bank	Chairman, President, Vice President or Cashier
Hannibal	Farmers & Merchants Bank and Trust Co.	Chairman, President, Vice President or Cashier
Hannibal	HNB National Bank	Cashier
Hermann	Bay-Hermann Berger Bank	Chairman, President, Vice President or Cashier
Hillsboro	Bank of Hillsboro	Chairman, President, Vice President or Cashier
Iberia	Bank of Iberia	Chairman, President, Vice President or Cashier
Kahoka	Exchange Bank of Northeast Missouri	Chairman, President, Vice President or Cashier
Kennett	Kennett National Bank	Chairman, President, Vice President or Cashier
Louisiana	Bank of Louisiana	Chairman, President, Vice President or Cashier
Maplewood	Citizens National Bank of Greater St. Louis	Chairman, Vice Chairman, President, Vice President or Cashier
Mexico	The First National Bank of Audrain County	Chairman, President, Vice President or Cashier
Moberly	Bank of Cairo and Moberly	Cashier
Moberly	City Bank and Trust Co. of Moberly	Chairman, President, Cashier or Assistant Cashier
Mount Vernon	The First National Bank of Mount Vernon	Chairman, President, Vice President or Cashier
Paris	The Paris National Bank	Chairman, President, Vice President or Cashier
Perryville	Chester National Bank of Missouri	Chairman, President, Vice President or Cashier
Plato	Legacy Bank & Trust Co.	Chairman, President, Vice President or Cashier
Springfield.....	Citizens National Bank of Springfield	Chairman, President, Vice President or Cashier
St. Louis	Southern Commercial Bank	Chairman, President, Vice President or Cashier
St. Robert.....	First State Bank of St. Robert	Chairman, President, Vice President or Cashier
Summersville	Community Bank, N.A.	Chairman, President, Vice President or Cashier
Tipton	The Tipton Latham Bank, N.A.....	
Troy	Peoples Bank & Trust Co.	Chairman, President, Vice President, Cashier or Secretary
Warrenton	The Missouri Bank	Chairman, President, Vice President or Cashier

TENNESSEE

City	Name of Bank	Authorized Signature
Bells	Bank of Crockett	Chairman, President, Vice President or Cashier
Dyer	Bank of Dyer	
Gates	Gates Banking and Trust Co.	Chairman, President, Vice President or Cashier
Halls	Bank of Halls	Chairman, President, Vice President or Cashier
Newbern	Security Bank	Chairman, President, Vice President or Cashier
Parsons	Farmers Bank	Chairman, President, Vice President or Cashier

ELECTION

**Chairman of the Board
Federal Reserve Bank of St. Louis
Post Office Box 442
St. Louis, Missouri 63166-0442**

Certificate of Nomination for Class A Director Federal Reserve Bank of St. Louis

Group No. 1

Chairman, Board of Directors
Federal Reserve Bank of St. Louis

At a meeting of the board of directors of the _____
(NAME OF BANK)

(CITY) (STATE)

duly called and held on the _____ day of _____, _____,
on motion duly made and seconded, it was

“RESOLVED, That _____,”

of _____,”

whose occupation is _____,

be, and is hereby nominated as a candidate for director of Class A of the Federal Reserve Bank of St. Louis, and the officer whose name appears below is hereby authorized, empowered, and directed to certify this nomination to the Chairman of the Board of Directors of the Federal Reserve Bank of St. Louis, in accordance with the provisions of Section 4 of the Federal Reserve Act.”

[
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BANK
SEAL
HERE
]

I hereby certify that the foregoing is a true and correct copy of a resolution of the Board of Directors of this bank duly adopted on the date specified.

(SIGNATURE)

(NAME AND TITLE OF OFFICER)

ELECTION

**Chairman of the Board
Federal Reserve Bank of St. Louis
Post Office Box 442
St. Louis, Missouri 63166-0442**

Certificate of Nomination for Class B Director Federal Reserve Bank of St. Louis

Group No. 3

Chairman, Board of Directors
Federal Reserve Bank of St. Louis

At a meeting of the board of directors of the _____
(NAME OF BANK)

(CITY)

(STATE)

duly called and held on the _____ day of _____, _____,
on motion duly made and seconded, it was

“RESOLVED, That _____,

of _____,

whose occupation is _____,

be, and is hereby nominated as a candidate for director of Class B of the Federal Reserve Bank of St. Louis, and the officer whose name appears below is hereby authorized, empowered, and directed to certify this nomination to the Chairman of the Board of Directors of the Federal Reserve Bank of St. Louis, in accordance with the provisions of Section 4 of the Federal Reserve Act.”

**IMPRINT
BANK
SEAL
HERE**

I hereby certify that the foregoing is a true and correct copy of a resolution of the Board of Directors of this bank duly adopted on the date specified.

(SIGNATURE)

(NAME AND TITLE OF OFFICER)

Certificate of Nomination for Class A Director Federal Reserve Bank of St. Louis

Group No. 3

Chairman, Board of Directors
Federal Reserve Bank of St. Louis

At a meeting of the board of directors of the _____
(NAME OF BANK)

(CITY)

(STATE)

duly called and held on the _____ day of _____, _____,
on motion duly made and seconded, it was

“RESOLVED, That _____,

of _____,

whose occupation is _____,

be, and is hereby nominated as a candidate for director of Class A of the Federal Reserve Bank of St. Louis, and the officer whose name appears below is hereby authorized, empowered, and directed to certify this nomination to the Chairman of the Board of Directors of the Federal Reserve Bank of St. Louis, in accordance with the provisions of Section 4 of the Federal Reserve Act.”

[
IMPRINT
BANK
SEAL
HERE
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I hereby certify that the foregoing is a true and correct copy of a resolution of the Board of Directors of this bank duly adopted on the date specified.

(SIGNATURE)

(NAME AND TITLE OF OFFICER)