

ELECTION OF DIRECTORS NOMINATION PROCEDURES



SEPTEMBER 21, 2005





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	Lunsford W. Bridges President and CEO Metropolitan National Bank Little Rock, Ark.
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Class B Director	Vacancy
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Mr. Bridges was elected by banks in Group 2 to a three-year term that expires Dec. 31, 2005. He is not eligible for re-election. His successor will be chosen by banks in Group 2, which consists of member banks having capital and surplus greater than \$5,035,000, but less than \$55 million.

A Class B director will be elected for a term that will expire Dec. 31, 2008, and be chosen by banks in Group 1, which consists of member banks having capital and surplus of \$55 million or more.

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 letter, 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 B director and each bank in Group 2 may nominate one candidate for Class A 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. 21, 2005.** A form for this purpose is enclosed.

On Nov. 4, 2005, 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 15 days after receipt. The polls will open at 9 a.m. on Nov. 8, 2005, and close at 2 p.m. on Nov. 23, 2005. At that time, the ballot box will be opened in the Board Room of this Bank, the votes will be counted and results of the election will be 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 3 will not vote in this election**, this circular is sent to them without forms for their information. Group 3 consists of member banks having capital and surplus of \$5,035,000 or less.

Walter L. Metcalfe Jr.
Chairman of the Board

Sept. 21, 2005

- * 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 or more.

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.....	Enterprise National Bank	Chairman, President, Vice President or Cashier
Memphis.....	First Tennessee Bank, N.A. Memphis.....	Chairman, President, Executive Vice President or Cashier

GROUP 2

Consisting of member banks having capital and surplus greater than \$5,035,000, but less than \$55 million.

ARKANSAS

City	Name of Bank	Authorized Signature
Batesville	The Citizens Bank	Chairman, President, Vice President or Cashier
Blytheville	The First National Bank in Blytheville.....	Chairman, President, Vice President or Cashier
Conway	First Security Bank of Conway.....	Chairman, Vice Chairman, President, Vice President, Cashier or Secretary
El Dorado	First Financial Bank	Chairman or Chief Executive Officer
Fayetteville	Bank of Arkansas, N.A.	Chairman or President
Fayetteville	Bank of Fayetteville, N.A.	Chairman, President, Vice President or Cashier
Fort Smith	The First National Bank of Fort Smith.....	Chairman, President, Vice President or Cashier
Hope.....	The First National Bank of Hope	Chairman, President, Vice President or Cashier
Hot Springs.....	First National Bank	Chairman, President, Vice President or Cashier
Little Rock.....	Arkansas Bankers' Bank.....	President or Chief Executive Officer
Little Rock.....	Metropolitan National Bank.....	President
Little Rock.....	One Bank and Trust, N.A.	Chairman, President, Vice President or Cashier
Little Rock.....	Pulaski Bank and Trust Co.	Chairman, President, Vice President or Cashier
Little Rock.....	The Capital Bank	Chairman, President or Senior Vice President
Marion.....	First Community Bank of Eastern Arkansas	
Mountain Home.....	First National Bank & Trust Company.....	Chairman, President, Vice President or Cashier
North Little Rock.....	National Bank of Arkansas in North Little Rock ..	Chairman, President, Vice President or Cashier
Pine Bluff.....	Pine Bluff National Bank.....	Chairman, Secretary, President, Vice President or Cashier
Pine Bluff.....	Simmons First National Bank of Pine Bluff.....	Chairman, President, Vice President or Cashier
Rogers	ANB Financial, N.A.	Chairman, President, Vice President or Cashier
Rogers	Bank of Rogers.....	Chairman, President, Vice President or Cashier
Russellville	Simmons First Bank of Russellville	Chairman, President, Vice President or Cashier
Searcy	Simmons First Bank.....	Chairman, President, Vice President or Cashier
Springdale.....	Legacy National Bank	Chairman, President, Vice President or Cashier
Waldron.....	First National Bank	Chairman, President, Vice President or Cashier
West Helena.....	First Bank of the Delta, N.A.....	Chairman, Vice Chairman, President, Vice President or Cashier

ILLINOIS

City	Name of Bank	Authorized Signature
Carmi	The First National Bank of Carmi.....	President or Cashier
Carrollton	Cornerstone Bank & Trust, N.A.	Chairman, President, Executive Vice President, Vice President or Cashier
Chester.....	Chester National Bank	Chairman, President, Vice President, Cashier or Chief Executive Officer
Effingham.....	Midland States Bank.....	Chairman, President, Vice President, Cashier or Assistant Cashier
Fairfield.....	The Fairfield National Bank.....	Chairman, President, Vice President or Cashier
Hillsboro.....	National Bank	President, Vice President or Cashier
McLeansboro	The Peoples National Bank of McLeansboro.....	Chairman, President, Vice President or Cashier
Nokomis	First National Bank of Nokomis.....	Chairman, President, Vice President or Cashier
Olney.....	First Community Bank, N.A.....	Chairman, President, Vice President or Cashier
Olney.....	First National Bank in Olney	Chairman, President, Vice President or Cashier
Quincy	First Bankers Trust Co., N.A.....	Chairman, President, Vice President or Cashier
Robinson	First Robinson Savings Bank, N.A.....	Chairman, President, Vice President or Cashier
Teutopolis.....	Teutopolis State Bank	President or Cashier

INDIANA

City	Name of Bank	Authorized Signature
Corydon	Community First Bank.....	Chairman, President, Vice President or Cashier
Evansville.....	Bank of Evansville	
New Albany.....	National City Bank of Southern Indiana	Chairman, President, Vice President or Cashier

KENTUCKY

City	Name of Bank	Authorized Signature
Columbia.....	The First National Bank of Columbia	Chairman, President, Vice President or Cashier
Danville	The Farmers National Bank of Danville.....	President, Vice President or Cashier
Elizabethtown.....	Kentucky National Bank	Chairman, President, Vice President or Cashier
Leitchfield.....	Leitchfield Deposit Bank & Trust Co.	Chairman, President, Vice President or Cashier

MISSISSIPPI

City	Name of Bank	Authorized Signature
Clarksdale	First National Bank of Clarksdale.....	Chairman, President, Vice President or Cashier
Iuka.....	First American National Bank	Chairman, President, Vice President or Cashier
Oxford.....	The First National Bank of Oxford	Chairman, President, Vice President or Cashier
Pontotoc	The First National Bank of Pontotoc.....	Chairman, President, Vice President or Cashier

MISSOURI

City	Name of Bank	Authorized Signature
Bridgeton.....	Cass Commercial Bank.....	Chairman, President or Vice President
Clayton	First National Bank of St. Louis	Chairman, President, Vice President or Cashier
Columbia.....	First National Bank and Trust Co.....	Chairman, President, Vice President or Cashier
Columbia.....	The Boone County National Bank of Columbia..	Chairman, President, Vice President or Cashier
Dixon	Mid America Bank & Trust Co.	Chairman, President, Vice President or Cashier
Jefferson City.....	Midwest Independent Bank	Chairman, President, Vice President or Cashier
Jefferson City.....	The Exchange National Bank of Jefferson City....	Chairman, President, Vice President or Cashier
Kahoka.....	Exchange Bank of Northeast Missouri	Chairman, President, Vice President or Cashier
Lemay	Midwest BankCentre.....	President or Vice President
Malden.....	First National Bank	Chairman, President, Vice President or Cashier
Monett.....	Community National Bank	Chairman, President, Senior Executive Vice President, Vice President or Cashier
Mountain View.....	First National Bank	Chairman, President, Vice President or Cashier
Sikeston	Montgomery First National Bank.....	Chairman, President, Vice President or Cashier
Springfield	Metropolitan National Bank.....	Chairman, President, Vice President or Cashier
Springfield	Old Missouri National Bank.....	Chairman, President, Vice President or Cashier
St. Louis.....	Lindell Bank & Trust Co.	President, Executive Vice President or Vice President
St. Louis.....	Truman Bank	Chairman, President, Vice President or Cashier
Sullivan.....	Progress Bank of Missouri	Chairman, President, Vice President or Cashier
West Plains.....	Community First National Bank of West Plains....	Chairman, President, Vice President or Cashier

TENNESSEE

City	Name of Bank	Authorized Signature
Bartlett.....	Bank of Bartlett	Chairman, President, Executive Vice President, Senior Vice President, Vice President or Cashier
Collierville	BankTennessee	Chairman, President, Vice President or Cashier
Dyersburg	First Citizens National Bank.....	Chairman, President, Senior Vice President, Vice President or Cashier
Jackson.....	The Bank of Jackson.....	
Memphis.....	Community Bank, N.A.....	Chairman, President, Vice President or Cashier
Memphis.....	Paragon National Bank.....	
Millington	Patriot 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 B 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 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)

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. 2

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]**

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)