



# LARGE BANK

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Comptroller of the Currency  
Administrator of National Banks

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Washington, DC 20219

## **PUBLIC DISCLOSURE**

April 27, 2009

### **COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION**

American National Bank  
Charter Number: 15435

8990 West Dodge  
Omaha, Nebraska 68114

Office of the Comptroller of the Currency

Omaha Field Office  
13710 FNB Parkway, Suite 110  
Omaha, Nebraska 68154-5298

**NOTE:** This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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## Overall CRA Rating

**Institution’s CRA Rating:** This institution is rated Satisfactory.

The following table indicates the performance level of **American National Bank (ANB)** with respect to the Lending, Investment, and Service Tests:

Performance Levels	American National Bank Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory	X	X	X
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

\* The Lending Test is weighted more heavily than the investment and service tests when arriving at an overall rating.

The major factors that support this rating include:

- The bank’s performance in the Omaha-Council Bluffs, NE-IA MSA assessment area strongly influenced ANB’s overall rating. This assessment area accounted for 87 percent of total reported loans during the evaluation period, and 86 percent of total deposits.
- ANB originated a good volume of loans throughout all its assessment areas.
- The bank’s geographic distribution of loans throughout the Omaha-Council Bluffs, NE-IA MSA assessment area was good.
- Distribution of loans to borrowers of different income levels was excellent, especially in both the Omaha-Council Bluffs, NE-IA MSA and Nonmetropolitan NE assessment areas.
- ANB provided a relatively high level of community development loans.
- The level of qualified investments benefiting the Omaha-Council Bluffs, NE-IA MSA assessment area was good.
- Service delivery systems were reasonably accessible to geographies and individuals of different income levels.
- ANB personnel provided a good level of community development services.

## Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

**Affiliate:** Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

**Aggregate Lending:** The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

**Census Tract (CT):** A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

**Community Development:** Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low- or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
  - a. Rates of poverty, unemployment, and population loss; or
  - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

**Community Reinvestment Act (CRA):** the statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

**Consumer Loan(s):** A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

**Family:** Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

**Full Review:** Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

**Geography:** A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

**Home Mortgage Disclosure Act (HMDA):** The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, and the disposition of the application (e.g., approved, denied, and withdrawn). Beginning in 2004, the reports also include data on loan pricing, the lien status of the collateral, any requests for preapproval and loans for manufactured housing.

**Home Mortgage Loans:** Such loans include home purchase, home improvement and refinancings, as defined in the HMDA regulation. These include loans for multifamily (five or more families) dwellings, manufactured housing and one-to-four family dwellings other than manufactured housing.

**Household:** Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

**Limited Review:** Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

**Low-Income:** Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

**Market Share:** The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

**Median Family Income (MFI):** The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

**Metropolitan Area (MA):** Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, and any other area designated as such by the appropriate federal financial supervisory agency.

**Metropolitan Division:** As defined by Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

**Metropolitan Statistical Area (MSA):** An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

**Middle-Income:** Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography

**Moderate-Income:** Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

**Multifamily:** Refers to a residential structure that contains five or more units.

**Other Products:** Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

**Owner-Occupied Units:** Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

**Qualified Investment:** A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

**Rated Area:** A rated area is a state or multi-state metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multi-state metropolitan area, the institution will receive a rating for the multi-state metropolitan area.

**Small Loan(s) to Business(es):** A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

**Small Loan(s) to Farm(s):** A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

**Tier One Capital:** The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

**Upper-Income:** Individual income that is at least 120 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

## Description of Institution

American National Bank (ANB) is a \$1.78 billion institution headquartered in Omaha, Nebraska. ANB is a wholly owned subsidiary of a one bank holding company, American National Corporation.

ANB is an interstate bank with offices located in Nebraska and Iowa. As of the start date of this examination, the bank had 24 office locations and 60 automated teller machines (ATMs) in the Omaha-Council Bluffs, NE-IA MSA assessment area. In the Nonmetropolitan NE assessment area, ANB had six offices and eight ATMs located in Jefferson, Johnson, Otoe, and Richardson Counties. In the Lincoln, NE MSA assessment area, the bank had one office and one ATM. In addition, the bank also had 11 ATMs not located in any of the assessment areas. None of the ATMs are deposit-taking.

ANB has one subsidiary. American National Community Development Corporation (ANCDC), established in 2004, focuses on lending and investing in LMI areas within the bank's assessment areas. The bank's investment in ANCDC and the subsidiary's activities were considered in this evaluation of the bank's CRA performance.

The bank offers a full range of credit products within its assessment areas including consumer, commercial, and real estate loan products. However, the bank has well-established niche markets in automobile dealer paper, commercial relationship banking, and residential mortgage originations. Indirect auto lending comprises about 36 percent of ANB's loans.

Net loans represented 73 percent of total assets as of March 31, 2009. By dollar volume, the loan portfolio was comprised of the following types of credit: 38 percent consumer; 32 percent commercial and commercial real estate; 16 percent residential real estate; 6 percent construction and development; 5 percent agricultural and agricultural real estate; and 3 percent other loans. The loan-to-deposit ratio and loan portfolio mix do not reflect the volume of home purchase and refinance mortgage loans originated by ANB and sold on the secondary market. From January 1, 2005 to April 27, 2009, there were 4,371 such loans totaling \$825 million. Tier 1 capital totaled \$156 million at March 31, 2009.

There are no known legal, financial, or other factors impeding the bank's ability to help meet the credit needs in its assessment areas. ANB received a "Satisfactory" rating at the prior CRA examination dated March 22, 2005.

## Scope of the Evaluation

### Evaluation Period/Products Evaluated

The evaluation period for home mortgage loans, small loans to businesses, and small loans to farms was January 1, 2005 to December 31, 2008. We based market comparisons on 2008 peer data. For community development loans, the Investment Test, and the Service Test, the evaluation period was March 22, 2005 to April 27, 2009.

## **Data Integrity**

As part of the CRA evaluation, we tested the accuracy of ANB's publicly filed information on HMDA loans, small loans to businesses, and small loans to farms. We noted significant errors in the 2007 and 2008 HMDA information, and required ANB to correct the errors and resubmit their HMDA data. Our analysis is based on the corrected HMDA data, which contained only isolated errors that did not impact our ability to analyze the bank's CRA performance. We also noted errors in the 2005 and 2006 data; however, these errors did not preclude an accurate analysis of the bank's CRA performance, and the bank was not required to correct and resubmit this information. No significant errors were noted in the publicly filed small loans to businesses and small loans to farms data.

We also reviewed community development loans, investments, and services submitted by ANB management to ensure they met the regulatory definition for community development. We excluded from this evaluation some items submitted for consideration because they did not meet the definition or purpose of community development.

## **Selection of Areas for Full-Scope Review**

In each state and multistate metropolitan area where the bank has an office, a sample of assessment areas within that state/multistate metropolitan area was selected for full-scope reviews. Refer to the "Scope" section under each State and Multistate Metropolitan Area Rating section for details regarding how the areas were selected.

## **Ratings**

The bank's overall rating is a blend of the multistate metropolitan area rating and state of Nebraska rating. The rating for the Omaha-Council Bluffs, NE-IA MSA assessment area was weighted more heavily than the rating for the state of Nebraska, as the majority of ANB's lending and deposit activities were focused in the Omaha-Council Bluffs, NE-IA MSA assessment area. During the evaluation period, 87 percent of total reported loans and 86 percent of deposits were from the Omaha-Council Bluffs, NE-IA MSA assessment area, while 13 percent of loans and 14 percent of deposits were from the Nonmetropolitan NE and Lincoln, NE MSA assessment areas combined.

The state of Nebraska rating was based primarily on the area that received a full-scope review. Refer to the "Scope" section under the state of Nebraska rating section for details.

## **Fair Lending or Other Illegal Credit Practices Review**

We found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.

## Multistate Metropolitan Area Rating

### Omaha-Council Bluffs, NE-IA MSA #36540

**CRA rating for the Omaha-Council Bluffs, NE-IA MSA<sup>1</sup>: High Satisfactory**

**The Lending Test is rated:** High Satisfactory

**The Investment Test is rated:** High Satisfactory

**The Service Test is rated:** High Satisfactory

The major factors that support this rating include:

- ANB originated a good volume of loans in the Omaha-Council Bluffs, NE-IA MSA assessment area. The geographic distribution of loans was good, and the bank's distribution of loans by borrower income level was excellent. The bank provided a relatively high volume of community development loans in the assessment area.
- ANB's level of qualified investments benefiting the Omaha-Council Bluffs, NE-IA MSA assessment area was good. Investments reflected a good responsiveness by the bank to meet the community development needs of the assessment area.
- The bank's service delivery systems were reasonably accessible to geographies and individuals of different income levels throughout the Omaha-Council Bluffs, NE-IA MSA assessment area. ANB provided a relatively high level of community development services.

### Description of Institution's Operations in Omaha-Council Bluffs, NE-IA MSA

During the evaluation period, ANB had one assessment area comprised of a portion of the Omaha-Council Bluffs, NE-IA MSA. As of the date of this evaluation, ANB had 24 office locations and 60 ATMs in the Omaha-Council Bluffs NE-IA MSA assessment area. The Omaha-Council Bluffs, NE-IA MSA assessment area was ANB's major market and accounted for approximately 86 percent of the bank's deposits and 87 percent of all reported loans in the evaluation period.

ANB reported \$1.15 billion in deposits in the Omaha-Council Bluffs, NE-IA MSA as of June 30, 2008. According to FDIC deposit market share information as of that date, this ranked ANB as fourth in the assessment area with a deposit market share of nearly seven percent.

Throughout the Omaha-Council Bluffs, NE-IA MSA assessment area, ANB offered a full range of credit products, including consumer, commercial, and real estate loans. Specifically in the Omaha-Council Bluffs, NE-IA MSA assessment area, the bank has well-established niche markets in automobile dealer paper, commercial relationship banking, and residential mortgage originations.

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<sup>1</sup> This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Refer to the market profile for the Omaha-Council Bluffs, NE-IA MSA in Appendix C for detailed demographics and other performance context information for this assessment area.

## **Scope of Evaluation in Omaha-Council Bluffs, NE-IA MSA**

ANB had only one assessment area in the Omaha-Council Bluffs, NE-IA MSA assessment area. The multistate metropolitan area rating was based on a full-scope review of this area. Please refer to the table in Appendix A for more information.

When determining conclusions for the Lending Test, we weighted loan products to be reflective of ANB's loan volume by product type over the evaluation period. Home mortgage loans were weighted more heavily than small loans to businesses in the Omaha-Council Bluffs, NE-IA MSA assessment area. Home mortgage loans comprised 60 percent of the total reported loans, while small loans to businesses represented 28 percent of total loans. Among HMDA loan categories, home purchase, home mortgage refinance, and home improvement loans represented 28 percent, 21 percent, and 11 percent of total reported loans, respectively. Small loans to farms only comprised two percent of total reported loans and therefore, we did not evaluate small loans to farms during the Lending Test of the Omaha-Council Bluffs, NE-IA MSA assessment area.

The CRA regulation also gives consideration to a bank's multifamily mortgage lending. We did not include multifamily lending in our analysis of any assessment area as the volume of these loans represented one percent or less of total reported loans in each area.

## **LENDING TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Lending Test in Omaha-Council Bluffs, NE-IA MSA assessment area is rated "High Satisfactory". Based on the full-scope review, the bank's performance in the Omaha-Council Bluffs, NE-IA MSA assessment is good.

### **Lending Activity**

Refer to Table 1 in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels reflect good responsiveness to the credit needs of the Omaha-Council Bluffs, NE-IA MSA assessment area.

To analyze lending activity of ANB, we compared the bank's deposit market share with its lending market share for each loan product. In comparing market share percentages, we took into consideration that deposit market share analysis only included deposit-taking financial institutions with one or more offices in the assessment area. However, the lending market share calculations included lenders who did not have deposit-taking facilities in the assessment area, as well as some non-bank lenders.

Based on FDIC deposit market share data as of June 30, 2008, there were 75 deposit-taking institutions with 331 offices in the area. ANB was ranked the fourth largest deposit-taking financial institution with a market share of seven percent.

The bank's market share for home improvement loans was excellent. ANB ranked fifth of 123 lenders reporting home improvement loans in the Omaha-Council Bluffs, NE-IA MSA assessment area with a seven percent market share.

ANB's volume of reportable home purchase and home mortgage refinance lending was good. There were 273 lenders reporting home purchase and home mortgage refinance loans in the assessment area. For home purchase loans, the bank ranked eighth among these lenders with a four percent market share. For home mortgage refinance loans, ANB also had a four percent market share, which ranked them fifth among lenders reporting home mortgage refinance loans.

The bank's volume of small loans to businesses was adequate. ANB was ranked eleventh among 63 lenders who reported business loans; and the bank had a two percent market share. This was below the bank's deposit market share and rank.

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Refer to Tables 2, 3, and 4 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The geographic distribution of home mortgage refinance and home improvement loans was good in the Omaha-Council Bluffs, NE-IA MSA assessment area. The bank's percentage of loans in low-income tracts met or exceeded the percentage of owner-occupied housing units located in these areas. The percentage of the bank's loans originated in moderate-income tracts was slightly below the percentage of owner-occupied housing units that were within those geographies. ANB's market share of home mortgage refinance loans in low- or moderate-income (LMI) geographies was comparable to its overall market share for home mortgage refinance loans. Also, the bank's market share for home improvement loans in low-income tracts greatly exceeded its overall market share for this product, and was equal to its overall market share in the moderate-income tracts.

ANB achieved an adequate geographic distribution of home purchase loans throughout the assessment area. The bank's percentage of home purchase loans made in the moderate-income geographies was lower than the percentage of owner-occupied housing units in those geographies. In the low-income census tracts, the bank's percentage of loans was equal to the comparator. ANB's market share of home purchase loans in LMI census tracts was below its overall market share for this mortgage product.

### ***Small Loans to Businesses***

Refer to Table 6 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

ANB's distribution of small loans to businesses by geographic income level in the Omaha-Council Bluffs, NE-IA MSA assessment area was excellent. The percentage of small loans to businesses in the moderate-income geographies exceeded the percentage of businesses within those geographies. The bank originated a slightly lower percentage of small loans to businesses in the low-income geographies than the comparator. Market share performance was strong, as the bank's market share percentage of small loans to businesses in LMI tracts exceeded its overall market share for business loans.

### ***Lending Gap Analysis***

A lending gap analysis showed no conspicuous gaps in the bank's lending. During the evaluation period, ANB originated at least one home mortgage or small business loan in each census tract in the assessment area, with the exception of one small census tract located in downtown Omaha in Douglas County. There are limited home mortgage and small business lending opportunities in this census tract.

### ***Inside/Outside Ratio***

The bank originated a substantial majority of the bank's reported loans within its assessment areas. During the evaluation period, the bank originated 92 percent of the total number of its reported home mortgage loans, small loans to businesses, and small loans to farms within its assessment area. This factored favorably in the overall conclusions regarding the geographic distribution of loans. This analysis was performed at the bank level instead of the assessment area level.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of ANB's home purchase and home improvement loans by borrower income level throughout the Omaha-Council Bluffs, NE-IA MSA assessment area was excellent. For both loan products, the bank's percentage of loans to moderate-income borrowers exceeded the percentage of families in the assessment area that were moderate-income. ANB's percentage of home purchase and home improvement loans to low-income borrowers was below the portion of families in the assessment area that were low-income. This is mitigated by the fact that six percent of families are below poverty levels and would have difficulty qualifying for a residential mortgage loan due to their limited income.

Market share performance for home purchase loans to LMI borrowers was slightly lower than the bank's overall market share for home purchase loans. Market share performance for home improvement loans was comparable to the bank's overall market share for home improvement loans.

Borrower distribution of home mortgage refinance loans was good. The bank's percentage of home mortgage refinance loans originated to moderate-income borrowers was just slightly below the percentage of moderate-income families in the Omaha-Council Bluffs, NE-IA MSA assessment area. ANB's portion of reported loans to low-income borrowers was below the percentage of families that were low-income; however, this is mitigated by the number of families below poverty level as discussed above. The bank's market share of home mortgage refinance loans to LMI borrowers was near to or met its overall market share for this home mortgage product.

### ***Small Loans to Businesses***

Refer to Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

The bank's borrower distribution of small loans to businesses in the Omaha-Council Bluffs, NE-IA MSA assessment area was excellent. ANB's percentage of reported loans to businesses with gross annual revenues of \$1 million or less was greater than the percentage of businesses in the assessment area with revenues of \$1 million or less. Market share performance was also strong, with the bank's percentage of loans to businesses with revenues of \$1 million or less exceeding its overall market share of small loans to businesses.

ANB also originated a good majority of its reported loans to businesses in amounts of \$100 thousand or less. Loan size often loosely correlates to the size of the business.

### **Community Development Lending**

Refer to Table 1 of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending levels had a positive impact on the Lending Test conclusions. ANB provided a relatively high volume of community development loans in the Omaha-Council Bluffs, NE-IA MSA assessment area. During the evaluation period, the bank originated 42 community development loans totaling \$29 million. This dollar volume represented 19 percent of Tier 1 Capital.

Community development loans originated by ANB were responsive to a variety of community needs. Over \$12 million of the reported loans funded nonprofit organizations dedicated to providing community services targeted to LMI persons. An additional \$9 million helped provide affordable housing for LMI persons, and \$8 million funded activities which promoted economic development in the Omaha-Council Bluffs, NE-IA MSA assessment area.

## **Product Innovation and Flexibility**

During the evaluation period, ANB participated in a variety of flexible loan programs in the Omaha-Council Bluffs, NE-IA MSA assessment area. The bank's participation in these programs received positive consideration in our analysis of the Lending Test performance.

The bank participated in several loan programs sponsored by the federal government that primarily serve LMI home mortgage applicants. These housing programs generally offered reduced down payment requirements, lower closing costs, lower interest rates, and more liberal underwriting criteria than conventional loans. From 2005 through 2008, the bank originated 591 loans totaling \$69 million under the Veteran's Administration loan programs and 448 loans totaling \$60 million under the Federal Housing Authority (FHA) loan programs in the Omaha-Council Bluffs, NE-IA MSA assessment area.

The bank also participated in the Nebraska Investment Finance Authority (NIFA) loan programs. NIFA loan programs provided financing to qualified LMI borrowers throughout Nebraska and generally offered reduced interest rates and lower down payment requirements than traditional mortgage loan programs. From 2005 through 2008, ANB originated 53 NIFA loans totaling \$6 million in the Omaha-Council Bluffs, NE-IA MSA assessment area.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in the Omaha-Council Bluffs, NE-IA MSA assessment area is rated "High Satisfactory". Based on a full-scope review, the bank's performance in this assessment area is good.

Refer to Table 14 in Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

In total, ANB had \$976 thousand in qualified investments and donations directly benefiting the assessment area, \$56 thousand in donations benefiting statewide or regional areas that had the potential to benefit all of the bank's assessment area, and \$215 thousand in prior period investments from the Omaha-Council Bluffs, NE-IA MSA assessment area still outstanding as of this evaluation.

Additionally, the bank had a prior period investment of \$310 thousand and a current period investment of \$332 thousand in the ANCDC. The purpose of the ANCDC was to develop affordable housing, provide equity or debt financing for small businesses, and to create permanent jobs. The targeted service area for the ANCDC consisted of all ANB's assessment areas; however, throughout the evaluation period, the ANCDC mainly benefited the Omaha-Council Bluffs, NE-IA MSA assessment area.

Investments included \$245 thousand during the evaluation period and \$215 thousand during the prior period in Douglas County Housing Authority Revenue Bonds used to finance construction of a senior assisted living facility in Douglas County. Residents of the facility were

primarily LMI. The bank also made \$771 thousand in donations to over 110 organizations that had community development activities as their primary purpose.

The bank's investments were responsive to community needs in the Omaha-Council Bluffs, NE-IA MSA assessment area. Nearly all of the investments addressed affordable housing, community services to LMI persons, and small business development.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test in the Omaha-Council Bluffs, NE-IA MSA assessment area is rated "High Satisfactory". This is based primarily on ANB's good performance in this assessment area, which received a full-scope review.

### **Retail Banking Services**

Refer to Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

The bank's service delivery systems were reasonably accessible to geographies and individuals of different income levels throughout the Omaha-Council Bluffs, NE-IA MSA assessment area. The percentage of the bank's branches in LMI census tracts was comparable to the percentage of the population that resided in those areas.

ANB's record of opening and closing branches did not adversely affect the accessibility of its delivery systems, particularly in LMI geographies or to LMI individuals. During the evaluation period, the bank opened one new branch in the Omaha-Council Bluffs, NE/IA MSA assessment area in a moderate-income tract. Another branch was relocated from a middle-income geography to another middle-income tract. The bank also merged with an Iowa-based bank resulting in three new branches in moderate income tracts, and three new branches in middle income tracts.

The bank's hours and services offered throughout the Omaha-Council Bluffs, NE-IA MSA assessment area were good. Hours and services did not vary in a way that inconvenienced the assessment area, including LMI areas. Office hours varied slightly among locations based upon customer needs; however, all offices were open at least eight hours per day Monday through Friday. The majority of locations with drive-through capabilities also offered extended hours. Upon request, bank officers accommodated customers after hours to take loan applications, close loans, and open accounts. The bank's complete line of products and services were generally available at each branch.

The bank's ATM network offered a good alternative system for delivering retail banking services to LMI individuals and geographies. ANB operated 60 ATMs throughout the Omaha-Council Bluffs, NE/IA MSA assessment area. By geography income level, seven percent of the ATMs were in low-, 25 percent were in moderate-, 38 percent were in middle-, and 30 percent were in upper-income census tracts. This was comparable to the distribution of total population throughout the assessment area.

ANB offered other alternative delivery systems during the evaluation period, including banking by telephone, mail, and Internet. No information was available regarding the effectiveness of these services in reaching LMI individuals or geographies. We did not place significant weight on these systems when drawing conclusions under the Service Test.

## **Community Development Services**

ANB employees provided a relatively high level of community development services to numerous organizations serving the Omaha-Council Bluffs, NE-IA MSA assessment area. During the evaluation period, bank associates lent their expertise to nearly 30 organizations. In addition, two employees provided services to two organizations serving a broader statewide or regional area that included all of the bank's assessment areas. Organizations benefiting from these services were involved in a variety of community development activities, including affordable housing, community services targeted to LMI individuals, and economic development activities.

The following are examples of community development services ANB representatives provided during the evaluation period in the Omaha-Council Bluffs, NE-IA MSA assessment area:

- Three bank employees served in leadership roles for a nonprofit organization providing financing for affordable housing to LMI families. The bank also provided no-cost loan services to this organization, including collecting loan payments, tracking loan status, and escrow accounting.
- Three representatives provided leadership roles for a local food bank.
- Numerous employees provided financial expertise to entities primarily involved in the economic development in the Omaha-Council Bluffs, NE-IA MSA assessment area. Activities included membership on committees and serving as board members for these organizations.

## State Rating

### State of Nebraska

#### CRA Rating for State of Nebraska<sup>2</sup>: High Satisfactory

The Lending Test is rated: Outstanding  
 The Investment Test is rated: Low Satisfactory  
 The Service Test is rated: High Satisfactory

The major factors that support this rating include:

- ANB originated an excellent volume of loans in the Nonmetropolitan NE assessment area. The geographic and borrower distribution of loans in this assessment area was excellent. Community development loans had a positive impact on the Lending Test.
- The level of qualified investments in the Nonmetropolitan NE assessment area was adequate.
- The bank's service delivery systems were reasonably accessible to geographies and individuals of different income levels throughout the Nonmetropolitan NE assessment area. ANB provided a good level of community development services.
- Performance varied in the Lincoln, NE MSA assessment area; however, this performance did not positively or negatively impact the overall conclusions for the State of Nebraska. The Lincoln, NE MSA assessment area was a relatively small portion of the bank's overall market and only accounted for two percent of the bank's total deposits and loans.

### Description of Institution's Operations in Nebraska

During the evaluation period, ANB had two assessment areas in Nebraska, including the metropolitan area of Lincoln, NE, and the nonmetropolitan areas of Jefferson, Johnson, Otoe, and Richardson counties. As of the date of this evaluation, ANB had six offices and eight ATMs throughout the Nonmetropolitan NE assessment area and one office location and one ATM in the Lincoln, NE MSA assessment area.

Combined, the two Nebraska assessment areas comprised 14 percent of ANB's total deposits as of June 30, 2008, and 13 percent of all reported loans during the evaluation period. The Nonmetropolitan NE assessment area made up a greater portion of these two assessment areas. Approximately 83 percent of deposits and 86 percent of the loans in these two assessment areas were in the Nonmetropolitan NE assessment area.

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<sup>2</sup> For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

ANB reported \$186 million in deposits in the two Nebraska assessment areas as of June 30, 2008. According to FDIC deposit market share information as of that date, this ranked ANB as first in the Nonmetropolitan NE assessment area with a deposit market share of 17 percent. In the Lincoln, NE MSA assessment area, ANB ranked 16<sup>th</sup> with one percent deposit market share out of 27 institutions.

Throughout the two assessment areas in Nebraska, ANB offered a full range of credit products, including consumer, commercial, and real estate loans. In the nonmetropolitan areas, agricultural loans were also a primary business focus.

Refer to the market profile for the State of Nebraska in Appendix C for detailed demographics and other performance context information for the assessment area that received a full-scope review.

## **Scope of Evaluation in Nebraska**

We performed a full-scope review of CRA performance in the Nonmetropolitan NE assessment area and performed a limited-scope review of the Lincoln, NE MSA assessment area. ANB's market was larger in the Nonmetropolitan NE assessment area compared to the Lincoln, NE MSA assessment area.

The ratings in Nebraska were based primarily on the results of the Nonmetropolitan NE assessment area, which was the area that received a full-scope review. Appendix A contains additional information regarding the assessment areas receiving full-scope versus limited-scope reviews.

When assessing the bank's performance in the Lending Test, we weighted loan products to be reflective of ANB's loan volume by product type over the evaluation period for each assessment area. In the Nonmetropolitan NE assessment area, we weighted small loans to farms and home mortgage loans equally because each represented approximately 41 percent of total reported loans. Small loans to businesses comprised the remaining 18 percent of the total. Among HMDA loan categories, home purchase, home improvement, and home mortgage refinance loans each represent approximately 13 percent of total loans.

In the Lincoln, NE MSA assessment area, HMDA loans were weighted most heavily in our analysis because they represented 69 percent of the total number of loans originated by ANB during the evaluation period. Among HMDA loan categories, home purchase loans were the most significant and accounted for 32 percent of total reported loans. Small loans to business comprised 29 percent of the total loans. We did not evaluate small loans to farms as they represented only two percent of total reported loans in the Lincoln, NE MSA assessment area.

## LENDING TEST

### Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the Lending Test in Nebraska is rated "Outstanding". This was based primarily on the bank's excellent performance in the Nonmetropolitan NE assessment area.

### Lending Activity

Refer to Table 1 in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels reflect excellent responsiveness to the credit needs of the Nonmetropolitan NE assessment area. The bank's significant volume of small loans to farms, which was weighted most heavily in our analysis, was the primary factor supporting this conclusion.

To analyze lending activity of ANB, we compared the bank's deposit market share with its lending market share for each loan product. In comparing market share percentages, we considered the fact that the deposit market share analysis only included deposit-taking financial institutions with one or more offices in the assessment area. However, the lending market share calculations included lenders who did not have deposit-taking facilities in the assessment area, as well as some non-bank lenders. Additionally, comprehensive market share data included only institutions that were required to report HMDA data.

Based on FDIC deposit market share data as of June 30, 2008, there were 21 deposit-taking institutions with 39 offices in the assessment area. ANB was ranked first in size with a 17 percent market share.

ANB's volume of small loans to farms was excellent as the bank had 48 percent market share in the Nonmetropolitan NE assessment area. ANB was the leading financial institution in this market.

The bank's market share for home improvement and home purchase loans was also excellent. ANB's market share for home improvement loans of 27 percent substantially exceeded its deposit share. The bank ranked first among 34 institutions that reported at least one home improvement loan. There were 65 lenders reporting home purchase loans in the assessment area. The bank ranked first among these lenders with a 13 percent market share. ANB's home mortgage refinancing activity was considered good. The bank had a nine percent market share and ranked third.

The bank's volume of small loans to businesses was adequate. ANB was ranked ninth among 27 lenders who reported business loans and had only a four percent market share. This was below the bank's deposit market share and rank.

## **Distribution of Loans by Income Level of the Geography**

### ***Home Mortgage Loans***

Refer to Tables 2, 3, and 4 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

ANB achieved an excellent geographic distribution of home purchase and home improvement loans throughout the Nonmetropolitan NE assessment area. For both products, the bank's percentage of loans originated in the moderate-income geography exceeded the percentage of owner-occupied housing units that were located in that census tract. ANB's market share of these products in the moderate-income geography was well above its overall market share for home purchase and home improvement loans.

The bank's distribution of home mortgage refinance loans was good. The percentage of the bank's home mortgage refinance loans originated in the moderate-income tract was slightly below the percentage of owner-occupied housing units within that geography. Market share performance was stronger, as ANB's market share of this loan product in the moderate income census tract was much greater than its overall market share for home mortgage refinance loans.

### ***Small Loans to Businesses***

Refer to Table 6 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The bank's geographic distribution of small loans to businesses by geographic income level was excellent. The bank originated substantially more small loans to businesses than the number of businesses located in the moderate-income geography. Similarly, ANB's market share for small loans to businesses in the moderate-income geography was greater than its overall market share for small loans to businesses in the Nonmetropolitan NE assessment area.

### ***Small Loans to Farms***

Refer to Table 7 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to farms.

ANB's geographic distribution of small loans to farms in the assessment area was good. The percentage of small loans to farms was equal to the percentage of farms located in the moderate-income census tract. Market share for small loans to farms in the moderate-income geography was below its overall market share for small loans to farms in the Nonmetropolitan NE assessment area.

### ***Lending Gap Analysis***

The bank had no conspicuous gaps in their lending. ANB originated at least one home mortgage, small business, or small farm loan in 12 of the 13 census tracts in the

Nonmetropolitan NE assessment area during the evaluation period. There were limited lending opportunities in the census tract in which no lending occurred.

## **Distribution of Loans by Income Level of the Borrower**

### ***Home Mortgage Loans***

Refer to Tables 8, 9, and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

Borrower distribution of home purchase and home improvement loans was excellent. For both loan products, the percentage of home purchase and home improvement loans exceeded the percentage of families in the Nonmetropolitan NE assessment area that were moderate-income. The bank's portion of reported loans to low-income borrowers was below the percentage of families in the assessment area that were low-income. Performance was strong given the fact that seven percent of families in the Nonmetropolitan NE assessment area were below poverty level and would have difficulty qualifying for a residential mortgage loan due to their limited income. Market share data indicated excellent performance as ANB's market share of loans to LMI borrowers generally met or exceeded the bank's overall market share for these products.

The bank's borrower distribution of home mortgage refinance loans in the Nonmetropolitan NE assessment area was good. ANB's originated a slightly lower amount of bank loans to moderate-income borrowers than the comparator. The bank's portion of reported loans to low-income borrowers was also below the percentage of families in the assessment area that were low-income; however, as discussed above, this performance was still considered good given the number of families below poverty level. ANB's market share of home mortgage refinance loans to LMI borrowers generally met the bank's overall market share for home mortgage refinance loans.

### ***Small Loans to Businesses***

Refer to Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The distribution of ANB's small loans to businesses by borrower income level throughout the Nonmetropolitan NE assessment area was excellent. ANB's percentage of reported loans to businesses with gross annual revenues of \$1 million or less was substantially greater than the percentage of businesses in the assessment area with revenues of \$1 million or less. Performance was also strong when looking at market share. The bank's market share of loans to businesses with revenues of \$1 million or less exceeded its overall market share of small loans to businesses.

Another indication of the bank's excellent distribution of small loans to businesses was the percentage of loans originated in amounts of \$100 thousand or less. Loan size often loosely correlates to the size of the business. During the evaluation period, ANB originated a good majority of its reported loans to businesses in amounts of \$100 thousand or less.

### ***Small Loans to Farms***

Refer to Table 12 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

ANB's distribution of small loans to farms with different revenues was good. The bank originated a slightly lower percentage of loans to farms with revenues of \$1 million or less than the number of farms with known revenues that have gross annual revenues of \$1 million or less in the Nonmetropolitan NE assessment area. Market share performance was good, as ANB's market share of loans to farms with revenues of \$1 million or less exceeded its overall market share of small loans to farms. Additionally, the bank made a substantial majority of its reported loans to farms in amounts of \$100 thousand or less during the evaluation period. Loan size often loosely correlates to the size of the farm.

### **Community Development Lending**

Refer to Table 1 in Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans. Table 5 does not separately list CD loans, however.

The bank originated a relatively high volume of community development loans in the Nonmetropolitan NE assessment area which had a positive impact on the Lending Test conclusions. ANB originated five community development loans totaling approximately \$1 million in the Nonmetropolitan NE assessment area. These loans were responsive to community needs. Over half of the loans funded provided affordable housing for LMI persons.

Additionally, the bank made one community loan totaling \$3.4 million that benefited the Nonmetropolitan NE and the Lincoln MSA assessment areas. This loan funded an organization dedicated to providing community services targeted to LMI persons.

### **Product Innovation and Flexibility**

During the evaluation period, ANB participated in a variety of flexible loan programs in the Nonmetropolitan NE assessment area. The bank's participation in these programs received positive consideration in our analysis of the Lending Test performance.

The bank participated in several loan programs sponsored by the federal government that primarily serve LMI home mortgage applicants. These housing programs generally offered reduced down payment requirements, lower closing costs, lower interest rates, and more liberal underwriting criteria than conventional loans. From 2005 through 2008, the bank originated 19 loans totaling \$1.5 million under the Federal Housing Authority loan programs and 7 loans totaling \$1 million under the Veteran's Administration loan programs in the Nonmetropolitan NE assessment area.

The bank also participated in the NIFA loan programs. NIFA loan programs provided financing to qualified LMI borrowers throughout Nebraska and generally offered reduced interest rates

and lower down payment requirements than traditional mortgage loan programs. From 2005 through 2008, ANB originated 12 NIFA loans totaling \$1 million in the Nonmetropolitan NE assessment area.

### **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Lending Test in the Lincoln, NE MSA assessment is weaker than the bank's overall "Outstanding" performance in the State of Nebraska. However, ANB still originated a good volume of loans in the Lincoln, NE MSA assessment area. The bank's geographic distribution of loans was adequate and the distribution of loans by borrower income level was good in the Lincoln, NE MSA assessment area. The weaker performance did not negatively impact the overall conclusions for the State of Nebraska Lending Test as the Lincoln MSA assessment area only constitutes two percent of the bank's total reported loans and deposits.

Refer to the Tables 1 through 13 in Appendix D for the facts and data that support these conclusions.

## **INVESTMENT TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Investment Test in Nebraska is rated "Low Satisfactory". Based on full-scope review of the Nonmetropolitan NE area, the bank's performance is adequate.

Refer to Table 14 in the state of Nebraska section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

ANB provided an adequate level of qualified investments in the Nonmetropolitan NE assessment area. During the evaluation period, ANB had four donations totaling three thousand dollars that benefited the assessment area. The donations were to organizations that promote economic development or provide community services throughout the assessment area.

The volume of investments was adequate given the extremely limited investment opportunities in the Nonmetropolitan NE assessment area. Please refer to the Market Profile in Appendix C for more information regarding community development investment opportunities in the area.

### **Conclusions for Area Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Investment Test in the Lincoln, NE MSA is stronger than the bank's overall performance in Nebraska. Refer to the Table 14 in Appendix D for the facts and data that support these conclusions.

The stronger performance in the Lincoln, NE MSA assessment area was due to the higher volume of qualified investments benefiting this area. ANB had \$103 thousand in investments

that benefited the Lincoln, NE MSA assessment area. This stronger performance did not positively impact the overall conclusions for the State of Nebraska Investment Test as the Lincoln, NE MSA assessment area is a relatively small portion of the bank's overall market and only accounts for two percent of the bank's total deposits.

## **SERVICE TEST**

### **Conclusions for Areas Receiving Full-Scope Reviews**

The bank's performance under the Service Test is rated "High Satisfactory". This is based primarily on ANB's good performance in the Nonmetropolitan NE assessment area, which received a full-scope review.

### **Retail Banking Services**

Refer to Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

The bank's service delivery systems were reasonably accessible to geographies and individuals of different income levels. The bank did not have any branches in LMI census tracts. However, there was only one moderate-income census tract in the assessment area and branches were accessible to residents of that census tract.

ANB's record of opening and closing branches did not adversely affect the accessibility of its delivery systems to LMI individuals in the Nonmetropolitan NE assessment area. The bank did not open, close, or relocate any branches in this assessment area during the evaluation period.

The bank's hours and services offered throughout the Nonmetropolitan NE assessment area were good. Hours and services did not vary in a way that inconvenienced the assessment area, include the moderate-income census tract. Officer hours varied slightly among locations based upon customer needs; however all offices were open at least eight hours per day Monday through Friday. Upon request, bank officers accommodated customers after hours to take loan applications, close loans, and open accounts. The bank's complete line of products and services were generally available at each branch.

The bank's ATM network offered a good alternative system for delivering retail banking services to LMI individuals and geographies. ANB operated eight ATMs throughout the Nonmetropolitan NE assessment area. By geography income level, 87 percent were in middle- and 13 percent were in upper-income census tracts. The distribution of ATMs was comparable to the distribution of total population throughout the assessment area.

ANB offered other alternative delivery systems during the evaluation period, including banking by telephone, mail, and Internet. No information was available regarding the effectiveness of these services in reaching LMI individuals or geographies. We did not place significant weight on these systems when drawing conclusions under the Service Test.

## **Community Development Services**

ANB representatives provided a good level of community development services by participating in a variety of organizations that benefit LMI individuals, promote economic development, and provide affordable housing. In total, bank personnel provided services to approximately ten organizations serving the Nonmetropolitan NE assessment area during the evaluation period.

The following examples illustrate some of the community development services provided:

- One individual served on a committee which made recommendations to the Tecumseh City Council for housing rehabilitation programs.
- Another individual served on the Board of Directors for the Southeast Nebraska Community Action organization which subsidizes down payments for low-income families to purchase homes. The organization also provides a variety of social service programs for LMI persons.
- Three employees served as either a board member or treasurer for economic development organizations in small communities located in the Nonmetropolitan NE assessment area.

## **Conclusions for Areas Receiving Limited-Scope Reviews**

Based on limited-scope reviews, the bank's performance under the Service Test in the Lincoln, NE MSA assessment area is not inconsistent with the bank's "High Satisfactory" performance for Nebraska. Refer to Table 15 in Appendix D for the facts and data that support these conclusions.

## Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the metropolitan and nonmetropolitan areas that received comprehensive examination review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

<b>Time Period Reviewed</b>	Lending Test (excludes CD loans): 1/1/2005 to 12/31/2008 CD Loans: 3/22/2005 to 4/27/2009 Investment and Service Tests: 3/22/2005 to 4/27/2009	
<b>Financial Institution</b>	<b>Products Reviewed</b>	
American National Bank (ANB) Omaha, Nebraska	Home Mortgage Loans; Small Loans to Businesses and Farms; Community Development (CD) Loans, Investments, and Services	
<b>Affiliate(s)</b>	<b>Affiliate Relationship</b>	<b>Products Reviewed</b>
None		
<b>List of Assessment Areas and Type of Examination</b>		
<b>Assessment Area</b>	<b>Type of Exam</b>	<b>Other Information</b>
Omaha-Council Bluffs, NE-IA MSA #36540	Full-Scope	Metropolitan AA consisting of Douglas, Sarpy, and the eastern portion of Cass Counties in Nebraska; and Pottawattamie and Harrison Counties in Iowa
State of Nebraska: Nonmetropolitan NE	Full-Scope	Nonmetropolitan AA in southeast Nebraska consisting of Jefferson, Johnson, Otoe, and Richardson Counties
Lincoln, NE MSA #30700	Limited-Scope	Metropolitan AA consisting of census tracts located in the city limits of Lincoln, Nebraska in Lancaster County

## Appendix B: Summary of Multistate Metropolitan Area and State Ratings

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Ratings for American National Bank				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
American National Bank	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory
Multistate Metropolitan Area or State:				
Omaha-Council Bluffs, NE-IA MSA	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory
State of Nebraska	Outstanding	Low Satisfactory	High Satisfactory	Satisfactory

(\*) The Lending Test is weighted more heavily than the Investment and Service Tests in the overall rating.

## Appendix C: Market Profiles for Full-Scope Areas

### Omaha-Council Bluffs, NE-IA MSA #36540

Demographic Information for Full-Scope Area: Omaha-Council Bluffs, NE-IA MSA # 36540						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	220	3%	28%	45%	24%	0%
Population by Geography	706,086	2%	27%	46%	25%	NA
Owner-Occupied Housing by Geography	178,852	1%	21%	49%	29%	NA
Businesses by Geography	49,755	2%	21%	10%	21%	NA
Farms by Geography	2,315	<1%	10%	68%	21%	NA
Family Distribution by Income Level	182,130	18%	19%	24%	39%	0.00%
Distribution of Low- and Moderate-Income Families throughout AA Geographies	67,501	3%	41%	45%	11%	NA
Median Family Income	\$53,955	Median Housing Value		\$126,600		
HUD Adjusted Median Family Income for 2008	\$67,100	Unemployment Rate **		5.1%		
Households Below the Poverty Level	8.2%					

(\*) The NA category consists of geographies that have not been assigned an income classification.

(\*\*) Bureau of Labor Statistics as of March 2009.

Source: 1990 U.S. Census, and 2008 HUD updated MFI.

ANB designated Douglas, Sarpy, and the eastern portion of Cass County in Nebraska, as well as Pottawattamie and Harrison Counties in Iowa as their Omaha-Council Bluffs, NE-IA MSA #36540 assessment area. The multistate MSA consisted of five counties in Nebraska and three counties in Iowa; however, ANB limited their assessment area to area where the majority of its lending and banking services were available. The census tracts excluded from the bank's assessment area were not geographically close in proximity to any ANB branch. Including these geographies in the bank's assessment area would have made the area too large for the bank to reasonably serve. Please refer to the bank's CRA Public File for a map and list of census tracts within the Omaha-Council Bluffs, NE-IA MSA assessment area.

The assessment area contained ANB's main office, 23 branches, and 60 ATMs. As of June 30, 2008, 86 percent of the bank's deposits were attributed to this area. Over the evaluation period, the bank originated 87 percent of its reported loans within the Omaha-Council Bluffs, NE-IA MSA assessment area.

The bank's deposits in the Omaha-Council Bluffs, NE-IA MSA assessment area totaled approximately \$1.1 billion as of June 30, 2008. Based on FDIC deposit market share data as of that date, ANB was ranked the fourth largest deposit-taking financial institution in the assessment area among 75 area institutions, with a market share of seven percent. The three higher market share institutions were considerably larger than ANB; and one institution dominated the market with a 37 percent market share.

Competition among financial institutions was strong. There were 75 deposit-taking financial institutions with 331 banking offices in the Omaha-Council Bluffs, NE-IA MSA assessment area as of June 30, 2008. Major competitors included First National Bank of Omaha, Wells Fargo Bank, N.A., U.S. Bank, N.A., Great Western Bank, and Bank of the West. Credit unions, finance companies, and mortgage companies also competed for loan production throughout the assessment area.

Local economic conditions were good, especially given the national economic turmoil. The March 2009 unemployment rate for the Omaha-Council Bluffs, NE-IA MSA was 5.1 percent. For comparison, the national unemployment rate was 8.9 percent at the same time period. Major employers included Offutt Air Force Base, Alegent Health, Nebraska Medical Center, and Omaha Public Schools. During the past six years, Omaha's central business district has benefited from \$2 billion in development.

Representatives from two affordable housing organizations were contacted in connection with this examination. Other contacts with a community service provider and a business association were also reviewed. These contacts noted the need for affordable housing stock, community services for the poor and the working poor, small business loan programs, and banker education and outreach programs. Contacts were generally complimentary of local banks' responsiveness to community credit needs and participation in community development activities.

Affordable housing continues to be a need in the community. Contacts noted a large volume of vacant lots and homes in the assessment area. They also noted a number of condemned homes and homes slated to be demolished. Contacts also expressed a need for small business loans which would attract, retain, and expand these businesses in the assessment area.

A moderate level of resources and opportunities existed in the Omaha-Council Bluffs, NE-IA MSA assessment area to facilitate activities to meet unmet credit and community development needs in the area. There were several non-profit organizations serving LMI persons located in the assessment area. Additional opportunities existed to provide resources for affordable housing. Qualified investments were limited to low-income housing tax credits and occasional bonds issued by the City of Omaha for specific community development projects.

## State of Nebraska

### Nonmetropolitan NE Assessment Area

Demographic Information for Full-Scope Area: Nonmetropolitan NE Assessment Area						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	14	0%	7%	93%	0%	0%
Population by Geography	37,748	NA	4%	96%	NA	NA
Owner-Occupied Housing by Geography	11,557	NA	4%	93%	NA	NA
Businesses by Geography	3,929	NA	7%	93%	NA	NA
Farms by Geography	726	NA	1%	99%	NA	NA
Family Distribution by Income Level	10,455	17%	20%	26%	38%	0%
Distribution of Low- and Moderate-Income Families throughout AA Geographies	3,810	NA	5%	95%	NA	NA
Median Family Income	\$41,596	Median Housing Value		\$122,200		
HUD Adjusted Median Family Income for 2008	\$51,800	Unemployment Rate **		4.9%		
Households Below the Poverty Level	9.9%					

(\*) The NA category consists of geographies that have not been assigned an income classification.

(\*\*) Bureau of Labor Statistics as of March 2009.

Source: 1990 U.S. Census, and 2008 HUD updated MFI.

The Nonmetropolitan NE assessment area consisted of four counties: Jefferson, Johnson, Otoe, and Richardson. These counties were all located in southeast Nebraska. For purposes of analyzing and presenting data in this evaluation, we combined the four counties into one assessment area. These areas were geographically proximate and had similar performance contexts and demographic information. Please refer to the bank's CRA Public File for a map and list of census tracts in the Nonmetropolitan NE assessment area.

ANB had six offices and eight ATMs in the Nonmetropolitan NE assessment area. As of June 30, 2008, only 12 percent of the bank's total deposits and 11 percent of total reported loans were attributed to this area. The bank's deposits in this assessment area totaled \$154 million. Based on FDIC deposit market share data, this equated to a market share of 17 percent and ranked ANB first among 21 deposit-taking financial institutions.

The bank operated in a competitive environment, especially considering the limited population in the rural areas. Financial institutions operated 39 banking offices in the Nonmetropolitan NE assessment area as of June 30, 2008. There were also a few mortgage companies and credit unions that competed for loan production in the assessment area.

The local economy remained fairly stable, especially in light of the national economic turmoil. The state of Nebraska unemployment rate as of April 2009 was 4.9 percent. This compared favorably to the national unemployment rate of 8.9 percent over the same time period.

The primary industry in the Nonmetropolitan NE assessment area was agriculture. Lower commodity prices and higher input costs have recently led to a small downturn in the agricultural economy. The main credit need for the assessment area was for small farm loans.

A significantly low level of resources and opportunities existed in the Nonmetropolitan NE assessment area to address unmet credit and community development needs. The assessment area contained only one small moderate income census tracts so opportunities for community development loans and investments were extremely limited. Jefferson County was composed of census tracts that were considered distressed, and Johnson and Richardson counties consisted of census tracts that were designated as underserved. This designation means that community development activities that revitalize or stabilize these tracts could receive CRA consideration even though the tracts are not low- or moderate-income. However, investments to revitalize or stabilize these distressed or underserved counties were limited during the evaluation period.

Qualified investment securities were very rare. The primary opportunity for qualified investments is in the form of grants or donations; however, there were only a very small number of qualifying organizations. There were very few non-profit organizations serving LMI families and a sparse number of affordable housing rental units in the assessment area. There were also no designated Enterprise Communities, Enterprise Zones, Community Development Financial Institution Funds, or significant low-income housing tax credit projects in the Nonmetropolitan NE assessment area.

We completed one contact with a local community organization and reviewed three others completed for previous examination. Contacts have been conducted with representatives from a community services organization, a school district, and several economic development organizations. These contacts emphasized the need for community services for individuals and development programs for small businesses. The majority of the contacts were complimentary of local banks' community development performance.

## Appendix D: Tables of Performance Data

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### Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan areas are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to Appendix A: Scope of the Examination). For purposes of reviewing the Lending Test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30<sup>th</sup> of each year. Tables without data are not included in this PE.

The following is a listing and brief description of the tables included in each set:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As \_\_.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank, if applicable, over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.
- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.

- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 10. Borrower Distribution of Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.
- Table 12. Borrower Distribution of Small Loans to Farms** - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated

and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

**Table 13. Geographic and Borrower Distribution of Consumer Loans (OPTIONAL)** - For geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage of households by income level in each MA/assessment area.

**Table 14. Qualified Investments** - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As \_\_.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.

**Table 15. Distribution of Branch Delivery System and Branch Openings/Closings** - Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Table 1. Lending Volume

LENDING VOLUME												Evaluation Period: January 1, 2005 to December 31, 2008	
MA/Assessment Area:	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***	
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)		
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>													
<b>Full Review:</b>													
Omaha-Council Bluffs, NE-IA MSA	100%	6,148	700,343	2,854	318,290	1,261	95,778	42	29,010	10,305	1,143,421	100%	
<b>Geography: Nebraska</b>													
<b>Full Review:</b>													
Nonmetropolitan NE	86%	542	30,545	241	19,478	568	25,050	5	738	1,356	75,811	83%	
<b>Limited Review:</b>													
Lincoln, NE MSA	14%	157	15,081	65	8,076	4	215	1	3,400	227	26,772	17%	

\* Loan Data as of December 31, 2008. Rated area refers to either the state or multi-state MA rating area.

\*\* The evaluation period for Community Development Loans is March 22, 2005 to April 27, 2009.

\*\*\* Deposit Data as of June 30, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE											Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>															
<b>Full Review:</b>															
Omaha-Council Bluffs, NE-IA MSA	2,904	100%	1%	1%	21%	15%	49%	44%	29%	40%	4%	1%	3%	3%	4%
<b>Geography: Nebraska</b>															
<b>Full Review:</b>															
Nonmetropolitan NE	192	73%	NA	NA	4%	6%	96%	94%	NA	NA	13%	NA	25%	13%	NA
<b>Limited Review:</b>															
Lincoln, NE MSA	71	27%	1%	0%	15%	8%	51%	41%	33%	51%	<1%	0%	<1%	<1%	<1%

\* Based on 2007 Peer Mortgage Data: Western Region.

\*\* Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT												Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total **	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp	
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>																
<b>Full Review:</b>																
Omaha-Council Bluffs, NE-IA MSA	1,097	100%	1%	2%	21%	19%	49%	49%	29%	30%	7%	24%	7%	8%	7%	
<b>Geography: Nebraska</b>																
<b>Full Review:</b>																
Nonmetropolitan NE	177	80%	NA	NA	4%	9%	96%	91%	NA	NA	27%	NA	75%	25%	NA	
<b>Limited Review:</b>																
Lincoln, NE MSA	43	20%	1%	0%	15%	7%	51%	42%	33%	51%	1%	0%	1%	1%	2%	

\* Based on 2007 Peer Mortgage Data: Western Region.

\*\* Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by number of owner occupied housing units in the area based on 2000 Census information.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE											Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>															
<b>Full Review:</b>															
Omaha-Council Bluffs, NE-IA MSA	2,147	100%	1%	1%	21%	18%	49%	44%	29%	37%	4%	5%	3%	4%	5%
<b>Geography: Nebraska</b>															
<b>Full Review:</b>															
Nonmetropolitan NE	173	80%	NA	NA	4%	3%	96%	97%	NA	NA	9%	NA	22%	9%	NA
<b>Limited Review:</b>															
Lincoln, NE MSA	43	20%	1%	0%	15%	7%	51%	33%	33%	60%	<1%	NA	<1%	<1%	<1%

\* Based on 2007 Peer Mortgage Data: Western Region.

\*\* Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

\*\*\* Percentage of Owner Occupied Units is the number of owner occupied housing units in a particular geography divided by number of owner occupied housing units in the area based on 2000 Census information.

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY												Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% of MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Over all	Low	Mod	Mid	Upp	
<b>Geography: Omaha-Council Bluffs, NE-IA MSA # 36540</b>																
<b>Full Review:</b>																
Omaha-Council Bluffs, NE-IA MSA	26	100%	2%	4%	31%	69%	52%	27%	15%	0%	5%	0%	6%	2%	7%	
<b>Geography: Nebraska</b>																
<b>Full Review:</b>																
Nonmetropolitan NE	3	100%	NA	NA	16%	0%	84%	100%	NA	NA	50%	NA	0%	50%	NA	
<b>Limited Review:</b>																
Lincoln, NE MSA	0	0%	15%	0%	33%	0%	35%	0%	18%	0%	0%	0%	0%	0%	0%	

\* Based on 2007 Peer Mortgage Data: Western Region.

\*\* Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

\*\*\* Percentage of multifamily units is the number of multifamily housing units in a particular geography divided by number of multifamily housing units in the area based on 2000 Census information.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES												Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total **	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	Overall	Low	Mod	Mid	Upp	
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>																
<b>Full Review:</b>																
Omaha-Council Bluffs, NE-IA MSA	2,854	100%	2%	1%	21%	24%	48%	48%	29%	28%	2%	3%	4%	2%	2%	
<b>Geography: Nebraska</b>																
<b>Full Review:</b>																
Nonmetropolitan NE	241	79%	NA	NA	7%	17%	93%	83%	NA	NA	4%	NA	11%	3%	NA	
<b>Limited Review:</b>																
Lincoln, NE MSA	65	21%	3%	0%	30%	29%	36%	37%	30%	34%	<1%	0%	<1%	<1%	<1%	

\* Based on 2007 Peer Small Business Data: US.

\*\* Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

\*\*\* Source Data - Dun and Bradstreet (2008).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS											Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	% of Farms***	% BANK Loans	Overall	Low	Mod	Mid	Upp
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>															
<b>Full Review:</b>															
Omaha-Council Bluffs, NE-IA MSA	1,261	100%	<1%	0%	10%	3%	68%	91%	21%	6%	36%	0%	13%	42%	15%
<b>Geography: Nebraska</b>															
<b>Full Review:</b>															
Nonmetropolitan NE	568	99%	NA	NA	1%	<1%	99%	100%	NA	NA	48%	NA	0%	48%	NA
<b>Limited Review:</b>															
Lincoln, NE MSA	4	1%	1%	0%	18%	25%	40%	75%	41%	0%	2%	0%	7%	2%	0%

\* Based on 2007 Peer Small Business Data: US.

\*\* Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

\*\*\* Source Data - Dun and Bradstreet (2008).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE												Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share *					
	#	% of Total**	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Over all	Low	Mod	Mid	Upp	
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>																
<b>Full Review:</b>																
Omaha-Council Bluffs, NE-IA MSA	2,904	100%	18%	8%	19%	24%	24%	25%	39%	43%	4%	3%	3%	4%	5%	
<b>Geography: Nebraska</b>																
<b>Full Review:</b>																
Nonmetropolitan NE	192	73%	17%	11%	20%	24%	26%	24%	38%	41%	13%	17%	13%	17%	14%	
<b>Limited Review:</b>																
Lincoln, NE MSA	71	27%	18%	10%	19%	22%	26%	29%	37%	38%	<1%	<1%	<1%	<1%	1%	

\* Based on 2007 Peer Mortgage Data: Western Region.

\*\* Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

\*\*\* Percentage of Families is based on the 2000 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 2.85% of loans originated and purchased by Bank.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT											Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share *				
	#	% of Total**	% Families ***	% BANK Loans****	% Families ***	% BANK Loans****	% Families ***	% BANK Loans****	% Families ***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>															
<b>Full Review:</b>															
Omaha-Council Bluffs, NE-IA MSA	1,097	100%	18%	11%	19%	21%	24%	25%	39%	43%	7%	8%	6%	7%	8%
<b>Geography: Nebraska</b>															
<b>Full Review:</b>															
Nonmetropolitan NE	177	80%	17%	11%	20%	21%	26%	19%	38%	49%	27%	35%	21%	17%	33%
<b>Limited Review:</b>															
Lincoln, NE MSA	43	20%	18%	7%	19%	17%	26%	19%	37%	57%	1%	1%	1%	<1%	3%

\* Based on 2007 Peer Mortgage Data: Western Region.

\*\* Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

\*\*\* Percentage of Families is based on the 2000 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 2.20% of loans originated and purchased by Bank.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE												Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Over all	Low	Mod	Mid	Upp	
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>																
<b>Full Review:</b>																
Omaha-Council Bluffs, NE-IA MSA	2,147	100%	18%	8%	19%	18%	24%	23%	39%	50%	4%	3%	4%	4%	6%	
<b>Geography: Nebraska</b>																
<b>Full Review:</b>																
Nonmetropolitan NE	173	80%	17%	5%	20%	19%	26%	26%	38%	50%	9%	7%	7%	10%	12%	
<b>Limited Review:</b>																
Lincoln, NE MSA	43	20%	18%	2%	19%	15%	26%	22%	37%	61%	<1%	0%	<1%	<1%	<1%	

\* Based on 2007 Peer Mortgage Data: Western Region.

\*\* Home mortgage refinance loans originated and purchased in the MA/AA as a percentage of all home mortgage refinance loans originated and purchased in the rated area.

\*\*\* Percentage of Families is based on the 2000 Census information.

\*\*\*\* As a percentage of loans with borrower income information available. No information was available for 4.19% of loans originated and purchased by Bank.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES					Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 Million or Less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>									
<b>Full Review:</b>									
Omaha-Council Bluffs, NE-IA MSA	2,854	100%	62%	65%	72%	16%	12%	2%	4%
<b>Geography: Nebraska</b>									
<b>Full Review:</b>									
Nonmetropolitan NE	241	79%	49%	66%	78%	15%	7%	4%	6%
<b>Limited Review:</b>									
Lincoln, NE MSA	65	21%	64%	62%	62%	25%	14%	<1%	<1%

\* Based on 2007 Peer Small Business Data: US.

\*\* Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

\*\*\* Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B – 2008).

\*\*\*\* Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 8.29% of small loans to businesses originated and purchased by the Bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS					Evaluation Period: January 1, 2005 to December 31, 2008				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 Million or Less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$500,000	All	Rev \$1 Million or Less
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>									
<b>Full Review:</b>									
Omaha-Council Bluffs, NE-IA MSA	1,261	100%	98%	94%	76%	19%	5%	36%	39%
<b>Geography: Nebraska</b>									
<b>Full Review:</b>									
Nonmetropolitan NE	568	99%	99%	96%	90%	8%	2%	48%	51%
<b>Limited Review:</b>									
Lincoln, NE MSA	4	1%	96%	100%	100%	0%	0%	2%	1%

\* Based on 2007 Peer Small Business Data: US.

\*\* Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

\*\*\* Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2008).

\*\*\*\* Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 3.11% of small loans to farms originated and purchased by Bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS								Evaluation Period: January 1, 2005 to December 31, 2008	
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>									
<b>Full Review:</b>									
Omaha-Council Bluffs, NE-IA MSA	1	215	121	976	122	1,191	60%	0	0
<b>Geography: Nebraska</b>									
<b>Full Review:</b>									
Nonmetropolitan NE	0	0	4	3	4	3	<1%	0	0
<b>Limited Review:</b>									
Lincoln, NE MSA	1	87	8	16	9	103	5%	0	0
<b>Geography: Bankwide</b>									
Investment Benefiting all ANB AAs	1	310	1	332	2	642	32%	0	0
Statewide/Regional Investment with Potential Benefit to One or More AAs	0	0	16	56	16	56	3%	0	0

\* 'Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

\*\* 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS														Evaluation Period: March 22, 2005 to April 27, 2009			
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population Within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
<b>Geography: Omaha-Council Bluffs, NE-IA MSA #36540</b>																	
<b>Full Review:</b>																	
Omaha-Council Bluffs, NE-IA MSA	100%	24	100%	0%	27%	64%	9%	7	0	0	+4	+3	0	2%	27%	46%	25%
<b>Geography: Nebraska</b>																	
<b>Full Review:</b>																	
Nonmetropolitan NE	83%	6	86%	NA	0%	100%	NA	0	0	NA	0	0	NA	NA	4%	96%	NA
<b>Limited Review:</b>																	
Lincoln, NE MSA	17%	1	14%	0%	0%	100%	0%	0	0	0	0	0	0	4%	23%	45%	26%