

**UNITED STATES OF AMERICA
DEPARTMENT OF THE TREASURY
OFFICE OF THE COMPTROLLER OF THE CURRENCY**

In the Matter of:)
Larry Henson)
former Chief Executive Officer and Director)
First Illinois National Bank)
Savanna, Illinois)

STIPULATION AND CONSENT ORDER

WHEREAS, the Comptroller of the Currency of the United States of America (Comptroller) intends to initiate a civil money penalty proceeding against Larry Henson (Respondent) pursuant to 12 U.S.C. § 1818(i) (as amended) for activities detailed in a Report of Examination dated March 31, 1999; and

WHEREAS, in the interest of cooperation and to avoid the costs associated with future administrative and judicial proceedings with respect to the above matter, the Comptroller and Respondent desire to enter into this Stipulation and Consent Order (Order);

NOW, THEREFORE, in consideration of the above premises, it is stipulated by and between the Comptroller, through his duly authorized representative, and Respondent that:

Article I

(1) First Illinois National Bank (Bank) is a national banking association, chartered and examined by the Comptroller, pursuant to the National Bank Act of 1864, as amended, 12 U.S.C. § 1 et seq. Accordingly, the Bank is an “insured depository institution” as that term is defined in 12 U.S.C. § 1813(c)(2).

(2) Respondent a former Chief Executive Officer and Director of the Bank and is an “institution-affiliated party” of the Bank as that term is defined in 12 U.S.C. § 1813(u), h§).

(3) Pursuant to 12 U.S.C. § 1813(q), the Comptroller is the “appropriate Federal banking agency” to maintain an enforcement proceeding against institution-affiliated parties. Therefore, Respondent is subject to the authority of the Comptroller to initiate and maintain a civil money penalty proceeding against him pursuant to 12 U.S.C. § 1818(i).

Article II

(1) Without admitting or denying any wrongdoing, Respondent hereby consents to a payment in the amount of Fifteen Thousand dollars (\$15,000) to settle the civil money penalty proceeding contemplated by the Comptroller which shall be paid upon execution of this Order. Respondent shall make payment in full by check made payable to the Treasurer of the United States and shall be delivered to: Comptroller of the Currency, P.O. Box 73150, Chicago, Illinois 60673-7150. The docket number of this case should be entered on all checks.

(2) This Order shall be enforceable to the same extent and in the same manner as an effective and outstanding order that has been issued and has become final pursuant to 12 U.S.C. §§ 1818(h) and (i) (as amended).

Article III

(1) By executing this Order, the Comptroller and the Respondent waive, with respect only to the specific acts, omissions, or violations contained in the Report of Examination dated March 31, 1999 and in the Comptroller's letters to Mr. Henson dated December 2, 1999 and March 7, 2000:

- (a) the right to the issuance of a Notice under 12 U.S.C. § 1818(i);
- (b) all rights to a hearing and a final agency decision pursuant to 12 U.S.C. § 1818(i) and 12 C.F.R. Part 19;
- (c) all rights to seek judicial review of this Order;
- (d) all rights in any way to contest the validity of this Order;
- (e) any and all claims for fees, costs or expenses against each other, or any of its or his agents or employees, related in any way to this enforcement matter or this Order, whether arising under common law or under the terms of any statute, including, but not limited to, the Equal Access to Justice Act, 5 U.S.C. § 504 and 28 U.S.C. § 2412; and
- (f) all rights to assert a "double jeopardy" claim in the event of a criminal prosecution brought by the Department of Justice for the acts which form the basis for issuance of this Order.

(2) Respondent shall not cause, participate in or authorize the Bank (or any subsidiary or affiliate thereof) to incur, directly or indirectly, any expense for the payment of the settlement amount under this Order, or any legal (or other professional) expense relative to the negotiation and issuance of this Order; and, in accordance with 12 C.F.R. § 7.2014, Respondent shall not, directly or indirectly, obtain or accept any indemnification (or other reimbursement) from the Bank (or any subsidiary or affiliate thereof) with respect to such amounts.

(3) It is hereby agreed that the provisions of this Order constitute a settlement of the civil money penalty proceeding contemplated by the Comptroller. The Comptroller agrees not to institute proceedings and waives any right to bring a proceeding solely for the specific acts, omissions, or violations contained in the Report of Examination dated March 31, 1999, and in the Comptroller's letters to Mr. Henson dated December 2, 1999 and March 7, 2000, unless such acts, omissions, or violations reoccur.

(4) It is further agreed that the provisions of this Order are not, and shall not be construed as an adjudication on the merits and, except as set forth above, shall not inhibit, estop, bar, or otherwise prevent the Comptroller from taking any action affecting the Respondent if, at any time, he deems it appropriate to do so to fulfill the responsibilities placed upon him by the several laws of the United States of America. It is further agreed that the provisions of this Order are not, and shall not be construed as, an adjudication on the merits and, except as set forth above, shall not inhibit, estop, bar, or otherwise prevent the Respondent from defending any subsequent action, proceeding, suit or claim brought

by the Comptroller or any other regulatory agency or party based on allegations arising out of the entry of this Order or the allegations contained in the Report of Examination dated March 31, 1999, and in the Comptroller's letters to Mr. Henson dated December 2, 1999 and March 7, 2000.

(5) Respondent understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order, and that nothing herein constitutes, nor shall Respondent contend that it constitutes, a waiver of any right, power, or authority of any other representatives of the United States or agencies thereof, including the Department of Justice, to bring other actions deemed appropriate, except as provided in Article III (3) hereof.

IN TESTIMONY WHEREOF, the undersigned have hereunto set their hands.

Signed

May 10, 2000

Bert A. Otto
Deputy Comptroller
Central District

Date

Signed

May 7, 2000

Larry Henson

Date