

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

In the Matter of:)	
)	
Stephen Baltz, Former Director)	AA-EC-08-82
)	
First United Bank, N.A. (Sold))	
Englewood, Colorado)	
)	

STIPULATION AND CONSENT ORDER

WHEREAS, the Comptroller of the Currency of the United States of America (“Comptroller”) initiated personal cease and desist and civil money penalty proceedings against Stephen Baltz (“Respondent”), pursuant to 12 U.S.C. §§ 1818(b) and (i), through the filing of a Notice of Charges for an Order to Cease and Desist and Notice of Assessment of Civil Money Penalties (“Notice”), for alleged violations of a consent order issued to First United Bank, N.A., Englewood, Colorado, by the Comptroller on or about October 5, 2006, and an alleged violation of 12 U.S.C. § 161(a); and

WHEREAS Respondent filed an Answer denying the allegations in the Notice; and

WHEREAS, without admitting or denying any wrongdoing, but, in the interest of cooperation and to avoid the costs associated with future administrative and judicial proceedings with respect to the above matter, and pursuant to Rule 408 of the Federal Rules of Evidence, Respondent desires 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

JURISDICTION

(1) First United Bank, N.A. (Sold) (“Bank”), Englewood, Colorado, was 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 was an “insured depository institution,” as that term is defined in 12 U.S.C. § 1813(c)(2).

(2) Respondent was a Director and thus an “institution-affiliated party” of the Bank, as that term is defined in 12 U.S.C. § 1813(u), having served in such capacity within six (6) years from the date hereof (see 12 U.S.C. § 1818(i)(3)).

(3) Pursuant to 12 U.S.C. §§ 1813(q) and 1818(i)(3), the Comptroller is the “appropriate Federal banking agency” to maintain enforcement proceedings against an institution-affiliated party. Therefore, Respondent is subject to the authority of the Comptroller to initiate and maintain personal cease and desist and civil money penalty proceedings against him, pursuant to 12 U.S.C. §§ 1818(b)(1) and (i).

ARTICLE II

ORDER FOR PERSONAL CEASE AND DESIST

(1) Pursuant to the authority vested in him by the Federal Deposit Insurance Act, as amended, 12 U.S.C. § 1818, the Comptroller hereby orders that whenever Respondent becomes an institution-affiliated party within the meaning of 12 U.S.C. § 1813(u), Respondent shall:

- (a) Comply fully with all laws, rules, regulations, and policies applicable to any insured depository institution with which he is or may become affiliated.
 - (b) Avoid engaging in any unsafe or unsound practices, as that term is used in Title 12 of the United States Code.
 - (c) Not breach the fiduciary duties of loyalty or care owed to any insured depository institution with which he is or may become affiliated and shall, at all times, avoid placing his own interests above those of the institution.
 - (d) Comply fully with (1) any final or temporary order issued by, or any condition imposed in writing by, a Federal or state banking agency, and (2) any written agreement, formal or informal, between any insured depository institution with which he is or may become affiliated and a Federal or state banking agency.
 - (e) Adhere to all written policies and procedures adopted by any insured depository institution with which he is or may become affiliated. In the event that the Respondent is affiliated with an insured depository institution with written policies and procedures that are more stringent than the provisions of this Order, Respondent shall adhere to the written policies and procedures of such insured depository institution.
- (2) Prior to becoming an institution-affiliated party at any insured depository institution, Respondent shall provide the chief executive officer and the board of directors of the insured depository institution with a copy of this Order. In the case of a *de novo* application for a bank charter in which Respondent would become an institution-

affiliated party upon approval of the charter application, Respondent shall provide the other organizers with a copy of this Order. Respondent shall provide written certification of his compliance with the terms of this paragraph to the Director, Enforcement and Compliance, Office of the Comptroller of the Currency, 250 E Street SW, Washington, D.C. 20219, within ten (10) business days after becoming an institution-affiliated party at any insured depository institution.

(3) 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(b).

ARTICLE III

ORDER FOR CIVIL MONEY PENALTY

(1) Respondent hereby consents to the payment of a civil money penalty in the amount of eighty thousand dollars (\$80,000), which shall be paid upon execution of this Order.

(2) Respondent shall make payment in full by certified check or cashier's check, made payable to the Treasurer of the United States, and shall deliver the payment to: Comptroller of the Currency, P.O. Box 979012, St. Louis, Missouri 63197-9000. The docket number of this case shall be entered on the check.

(3) Respondent shall send a copy of the check to the Director, Enforcement and Compliance Division, Office of the Comptroller of the Currency, 250 E Street SW, Washington, D.C. 20219 ("Director"), with reference to the docket number of this case.

(4) 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 IV

WAIVERS

- (1) By executing this Order, Respondent waives:
 - (a) all rights to a hearing and a final agency decision pursuant to 12 U.S.C. § 1818(b), (i) and 12 C.F.R. Part 19;
 - (b) all rights to seek judicial review of this Order;
 - (c) all rights in any way to contest the validity of this Order; and
 - (d) any and all claims for fees, costs or expenses against the Comptroller, or any of 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.

ARTICLE V

CLOSING

(1) Respondent shall not cause, participate in, or authorize any Bank (or any subsidiary or affiliate thereof) to incur, directly or indirectly, any expense for the payment of the civil money penalty under this Order, or any legal (or other professional) expense relative to the negotiation and issuance of this Order, except as permitted by 12 C.F.R. § 7.2014 and Part 359; and Respondent shall not, directly or indirectly, obtain or accept any indemnification (or other reimbursement) from any Bank (or any subsidiary or

affiliate thereof) for any expense related to the payment of the civil money penalty under this Order, or any legal (or other professional) expense relative to the negotiation and issuance of this Order, except as permitted by 12 C.F.R. § 7.2014 and Part 359.

(2) Respondent acknowledges that he has read and understands the premises and obligations of this Order and declares that no separate promise or inducement of any kind has been made by the Comptroller, his agents, or employees to cause or induce Respondent to agree to consent to the issuance of this Order and/or to execute this Order.

(3) It is hereby agreed that the provisions of this Order constitute a settlement of the personal cease and desist and civil money penalty proceedings initiated by the Comptroller through the filing of the Notice. The Comptroller agrees not to institute proceedings for the specific acts, omissions, or violations referenced in the Notice, or any acts associated therewith, unless such acts, omissions, or violations reoccur.

(4) It is further agreed that the provisions of this Order shall not be construed as an adjudication on the merits and, except as set forth above in paragraph (3), shall not inhibit, estop, bar, or otherwise prevent the Comptroller from taking any action affecting 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.

(5) Respondent understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order. Respondent further agrees 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.

(6) The terms of this Order, including this paragraph, are not subject to amendment or modification by any extraneous expression, prior agreements or arrangements or negotiations between the parties, whether oral or written.

IN TESTIMONY WHEREOF, the undersigned has hereunto set his hand.

/s/
Stephen Baltz

2-6-09
Date

IT IS SO ORDERED.

/s/
Ronald G. Schneck
Director
Special Supervision Division

2-12-09
Date