

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

In the Matter of: Dean Z. Pinard Former officer of the Bank of America, N.A. Charlotte, North Carolina)))))	AA-EC-2013-21
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CONSENT ORDER

WHEREAS, the Comptroller of the Currency of the United States of America (“Comptroller”) intends to initiate prohibition proceedings against Dean Z. Pinard (“Respondent”) pursuant to 12 U.S.C. § 1818(e) on the basis of Respondent’s activities while serving as an officer of the Bank of America, N.A., Charlotte, North Carolina (“Bank”) and marketer on the Bank’s Municipal Reinvestment and Risk Management Group Desk during May 1999 through at least 2002;

WHEREAS, in the interest of cooperation and to avoid the costs associated with future administrative and judicial proceedings with respect to the above matter, Respondent, without admitting or denying any wrongdoing, desires to enter into this Consent Order (“Order”) issued pursuant to 12 U.S.C. § 1818(e);

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) The 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 is a former officer and employee of the Bank and is 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), 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 prohibition action against him pursuant to 12 U.S.C. § 1818(e).

Article II

COMPTROLLER’S FINDINGS

The Comptroller finds, and Respondent neither admits nor denies, the following:

(1) Respondent was employed by the Bank on the Municipal Reinvestment and Risk Management Group Desk (the “Desk”) during March 1999 until his resignation in April 2007. He served as a marketer of investment agreements and other municipal finance contracts, and beginning in January 2003, as head of the Desk. His duties included marketing Bank products to municipalities and bidding on or negotiating municipal derivative transactions associated with the issuance of municipal debt.

(2) Respondent, beginning in at least May 1999 and continuing through at least 2002, participated in improper anticompetitive bidding practices with others on the Desk, and caused the Bank to enter into a number of tainted collateralized certificate of deposit transactions with certain of the Bank’s municipal customers.

(3) On December 7, 2010, the Bank entered into a Formal Agreement with the OCC, which required it to pay its profits, including prejudgment interest, to certain municipalities that may have been harmed by the misconduct of Respondent and others on the Desk and are listed in the Formal Agreement.

(4) By reason of the foregoing conduct, Respondent engaged in violations of law, unsafe or unsound practices, breached his fiduciary duty to the Bank and demonstrated personal dishonesty, and a willful or continuing disregard for the safety and soundness of the Bank that resulted in financial loss or other damage to the Bank.

Article III

ORDER OF PROHIBITION

Respondent consents to, and it is ORDERED that:

- (1) With respect to the institutions and agencies set forth in paragraph (2) of this Article, Respondent shall not:
 - (a) participate in any manner in the conduct of their affairs;
 - (b) solicit, procure, transfer, attempt to transfer, vote, or attempt to vote any proxy, consent, or authorization with respect to any voting rights;
 - (c) violate any voting agreement previously approved by the “appropriate Federal banking agency,” as defined in 12 U.S.C. § 1813(q); or
 - (d) vote for a director, or serve or act as an “institution-affiliated party,” as defined in 12 U.S.C. § 1813(u).
- (2) The prohibitions in paragraph (1) of this Article apply to the following institutions and agencies:
 - (a) any insured depository institution, as defined in 12 U.S.C. § 1813(c);
 - (b) any institution treated as an insured depository institution under 12 U.S.C. §§ 1818(b)(3), (b)(4) or (b)(5), including, but not limited to, bank holding companies and any subsidiary of

such institution, or treated as a savings and loan holding company or subsidiary under 12 U.S.C. § 1818(b)(9);

- (c) any insured credit union under the Federal Credit Union Act;
- (d) any institution chartered under the Farm Credit Act of 1971;
- (e) any appropriate Federal depository institution regulatory agency; and
- (f) the Federal Housing Finance Board and any Federal Home Loan Bank.

(3) The prohibitions of paragraphs (1) and (2) of this Article shall cease to apply with respect to a particular institution if Respondent obtains the prior written consent of both the Comptroller and the institution's "appropriate Federal financial institutions regulatory agency," as defined in 12 U.S.C. § 1818(e)(7)(D).

(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(e) and (h).

Article IV

OTHER PROVISIONS

- (1) By consenting to the issuance of this Order, Respondent waives:
 - (a) the right to the issuance of a Notice of Intention to Prohibit Further Participation under 12 U.S.C. § 1818(e);

- (b) all rights to a hearing and a final agency decision pursuant to 12 U.S.C. § 1818(e) 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; and
- (e) 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.

(2) Respondent shall not cause, participate in or authorize the Bank (or any subsidiary or affiliate thereof) to incur, directly or indirectly, 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 the Bank (or any subsidiary or affiliate thereof) with respect to such amounts except as permitted by 12 C.F.R. § 7.2014 and Part 359.

(3) 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 him to agree to consent to the issuance of this Order or to execute this Order.

(4) Respondent undertakes to cooperate fully with the OCC in any and all investigations, litigations or other proceedings relating to or arising from the matters described in this Order. In connection with such cooperation, Respondent agrees to be interviewed by the OCC at such times as the OCC reasonably may request and to appear and testify truthfully and completely without service of a notice or subpoena in this matter, including for deposition, hearing or trial as may be requested by the OCC.

(5) This Order constitutes a settlement of prohibition proceedings arising out of the specific acts, omissions, or violations described in the Comptroller's Findings (Article II of this Order). However, the specific acts, omissions, or violations described in Article II may be used by the OCC in future enforcement actions to establish a pattern or practice of misconduct or the continuation of a pattern or practice of misconduct.

(6) This Order shall not be construed as an adjudication on the merits and, except as set forth above in paragraph (5), 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.

(7) Nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order, and 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.

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

s/ Dean Z. Pinard

4/10/13

Dean Z. Pinard

Date

IT IS SO ORDERED.

s/ Morris R. Morgan for

4/11/13

Sally G. Belshaw
Deputy Comptroller for Large Bank
Supervision

Date