

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

IN THE MATTER OF)
Grace Hansmann, former employee) AA-EC-98-
Norwest Bank Texas, National Association (Lubbock))

STIPULATION AND CONSENT ORDER

WHEREAS, the Comptroller of the Currency of the United States of America (Comptroller) intends to initiate cease and desist and prohibition proceedings against Grace Hansmann (Respondent) pursuant to 12 U.S.C. §§ 1818(b)(6) and (e) (as amended) through the issuance of a Notice of Intention to Issue a Cease and Desist Order and to Prohibit Further Participation (Notice); 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 ("Consent 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) Norwest Bank Texas, National Association, Lubbock, Texas (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 was an 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) since she has served in such capacity within six (6) years from the date of execution of this Consent Order.

(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 proceeding for a Cease and Desist Order for Restitution and Prohibition against her pursuant to 12 U.S.C. § 1818(b)(6) and (e).

ARTICLE II

(1) With respect to the institutions and agencies set forth in paragraph (2) of this Article, and without admitting or denying any wrongdoing, Respondent hereby agrees that she 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) (as amended); or
- (d) vote for a director, or serve or act as an "institution-affiliated party," as defined in 12 U.S.C. § 1813(u) (as amended).

(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 bank under 12 U.S.C. § 1818(b)(3), (b)(4), or as a savings association under 12 U.S.C. § 1818(b)(9) (as amended);

- (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) (as amended).

ARTICLE III

(1) Without admitting or denying any wrongdoing, Respondent hereby consents to the payment of restitution to the Bank in the amount of eighteen thousand dollars and no cents (\$18,000.00), which shall be paid within thirty days of the execution of this Consent Order. Respondent shall make payment in full by check made payable to the Bank and delivered to the Office of the District Attorney, Lubbock County Court House, 2nd Floor, Lubbock, Texas.

ARTICLE IV

- (1) By executing this Consent Order, Respondent waives:
- (a) all rights to the issuance of a Notice of Charges and Intention to Prohibit pursuant to 12 U.S.C. §§ 1818(b) and (e);
 - (b) all rights to a hearing and a final agency decision pursuant to 12 U.S.C. §§ 1818(b), (e), (i), and 12 C.F.R. Part 19;
 - (c) all rights to seek judicial review of this Consent Order;
 - (d) all rights in any way to contest the validity of this Consent Order;
 - (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 and/or the Consent 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 Consent Order.

(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 Consent Order; and consistent 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) Respondent acknowledges that she has read and understands the premises and obligations of this Consent 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 the Respondent to agree to consent to the issuance of, and/or to execute this, Consent Order.

ARTICLE V

(1) It is hereby agreed that the provisions of this Consent Order constitute a settlement of the Prohibition and cease and desist action contemplated by the Comptroller.

(2) It is further agreed that the provisions of this Consent Order 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.

(3) Respondent understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Consent 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.

(4) This Consent 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), (e), (i), (j), and (h) (as amended).

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

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| _____ /s/ Leann G. Britton Senior Deputy Comptroller for Bank Supervision Operations | _____ 04-23-99 Date |
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| _____ /s/ Grace Hansmann | _____ 03-28-99 Date |
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