

UNITED STATES OF AMERICA
BEFORE THE
OFFICE OF THRIFT SUPERVISION
DEPARTMENT OF THE TREASURY

In the Matter of)
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)

Bradley D. Bishoff, Former Treasurer,)
Secretary of the Corporation and)
Chief Financial Officer)
of First Standard Savings, F.A.,)
and its successor First Standard)
Federal Savings Association,)
Fairmont, West Virginia)
)
)
)

RE: Resolution No. NE93-004

Dated: January 28, 1993

CONSENT TO ISSUANCE OF ORDER TO CEASE AND DESIST
AND
TO DIRECT RESTITUTION

The Office of Thrift Supervision ("OTS") and Bradley D. Bishoff ("Bishoff") former Treasurer, Corporate Secretary and Chief Financial Officer of First Standard Savings, F.A., Fairmont, West Virginia, ("First Standard"), hereby stipulate and agree as follows:

1. The OTS, based upon an investigation into the affairs of First Standard, has determined that grounds exist to initiate administrative proceedings against Bishoff pursuant to Section 8(b) of the Federal Deposit Insurance Act ("FDIA"), as amended by the Financial Institutions Reform, Recovery, and Enforcement Act of 1989, P.L. 101-73 (Aug. 9, 1989) ("FIRREA"), 12 U.S.C. §1818(b) based on the following:

(a) Between July 1, 1989 and February 28, 1990, Bishoff received eight separate payments of \$225.00 from First Standard which were characterized as "board fees." The payment of such "board fees", which were paid to Bishoff on account of his position as secretary to the First Standard board of directors, nevertheless had not been authorized or ratified by either the Board of Directors or its Personnel Committee. The aggregate amount of the fees paid to Bishoff was \$1,800.00.

(b) Bishoff executed a certification which former President Donald R.

Downs' utilized to enable him (Downs) to misappropriate 64 shares of stock which was owned by First Standard Federal Savings Association ("First Standard FS"). On May 11, 1990 (after the date of receivership), Bishoff executed a document which represented him as the First Standard FS "Secretary of the Corporation" and certified to the transfer agent that the First Standard FS Board of Directors had authorized former President Downs to sell or transfer the stock. Subsequently, Mr. Downs did cause the stock to be sold and benefited personally in the amount of \$640.00. The relevant facts uncovered pursuant to the formal investigation disclose that on the date (May 11, 1990) Bishoff executed the aforementioned certification he was not, in fact, serving in the capacity of "corporate secretary" to First Standard and that the Board of Directors had not authorized Mr. Downs to sell or transfer the aforesaid stock.

2. Bishoff desires to cooperate with the OTS to avoid the time and expense of such administrative litigation, and without admitting or denying the allegations set forth above, hereby stipulates and agrees to the following terms in consideration of the forbearance of OTS from initiating such a proceeding against him with respect to those matters.

3. First Standard was a federally-chartered mutual savings association that maintained its principal place of business in Fairmont, West Virginia.

4. First Standard was determined to be insolvent and had to undergo a pass-through receivership and be placed into conservatorship with the Resolution Trust Corporation ("RTC") on February 23, 1990. The separate existence of First Standard terminated on that date, with a new federal charter granted to First Standard Federal Savings Association, Fairmont, West Virginia, ("First Standard FS") the successor to all the rights of First Standard.

5. First Standard and First Standard FS were "savings association[s]", as defined by Section 2(4) of the Home Owners' Loan Act of 1933 ("HOLA"), as amended by Section 301 of the FIRREA [12 U.S.C. §1462(4)], and Section 3(b) of the FDIA, as amended by Section 204 of the FIRREA [12 U.S.C. §1813(b)] and were "insured depository institution[s]" as defined by Section 3(c)(2) of the FDIA as amended by Section 204 of the FIRREA [12 U.S.C. §1813(c)].

6. Bishoff, as a former officer of First Standard and First Standard FS, was an "institution-affiliated party," as that term is defined by FDIA Section 3(u)(3), [12 U.S.C. §1813(u)(3)].

7. Pursuant to Section 3(q) of the FDIA, 12 U.S.C. §§1813(q)(4) and §1818(i)(3), the Director of OTS is the "appropriate Federal banking agency" with jurisdiction over First Standard, First Standard FS, and over Bishoff, as former Treasurer, Corporate Secretary and Chief Financial Officer, and institution-affiliated parties who participated in the conduct of the affairs of First Standard and First Standard FS. The OTS Northeast Regional Director, on behalf of the Director of OTS, has the authority to issue an administrative order to cease and desist directing restitution against the RESPONDENT, pursuant to Section 5(d)(1)(A) of the HOLA, as amended by Section 301 of the FIRREA (12 U.S.C. § 1464(d)(1)(A), Section 8 of the FDIA, as amended by FIRREA (12 U.S.C. §1818.

8. Bishoff acknowledges and states that he enters into this Consent willingly and without any coercion or promises of any kind from the OTS or any officer, attorney, agent or employee thereof, except as stated herein or in the Order.

9. Bishoff hereby waives his right to a notice of charges, a hearing, all post-hearing proceedings, and the entry of findings of fact and conclusions of law under the Administrative Procedure Act ("APA"), 5 U.S.C. §§554-557, Section 8(b) of the FDIA, as amended by FIRREA [12 U.S.C. §1818(b)], and the OTS Rules of Practice and Procedure in Adjudicatory Proceedings, 12 C.F.R. §509.1 (1991) et. seq., or any other applicable provision law.

10. Bishoff hereby waives his right to appeal the Order pursuant to Section 8(h) of the FDIA, as amended by FIRREA [12 U.S.C. § 1818(h)] or any other applicable provision of law.

11. Bishoff acknowledges and agrees that this proceeding, the payment of the restitution contemplated as part of the resolution thereof, and Bishoff's consent to the entry of the Order are for the purposes of resolving this OTS enforcement matter only, and do not resolve, affect or preclude any other civil or criminal proceeding which may be or have been brought against Bishoff by the OTS or another governmental entity.

By signing this document, Bishoff agrees that he will not assert the payment of this restitution as the basis for a claim of double jeopardy in any pending or future proceeding brought by the United States Department of Justice or any other governmental entity.

12. With respect to paragraph 11 above, the phrase "this OTS enforcement matter" refers to OTS actions against the Bishoff based on claims arising from the facts alleged and set forth in this Consent or the Order.

13. This Consent, the Order and the payment by Bishoff of any monies or providing any other financial relief as contemplated by the Order, does not compromise, settle, dismiss, resolve, or in any way affect any civil actions, charges against, or liability of Bishoff that arise pursuant to this action or otherwise, and that may be or have been brought by the RTC or any other governmental entity other than the OTS.

14. Bishoff, by his signatures hereto, without admitting or denying the allegations set forth in the Order, except as to jurisdiction which is admitted, agrees to the terms of this Consent to Order to Cease and Desist and to Direct Restitution ("Consent") and the attached Order, and undertakes and agrees to ensure that he will comply with this Consent and Order.

15. This Order is entered pursuant to Section 8(b) of the FDIA, 12 U.S.C. §1818(b) and upon its issuance by OTS, the Order shall be a final order, effective and fully enforceable by OTS pursuant to Section 8(i) of the FDIA, 12 U.S.C. §1818(i).

17. Bishoff, by his signature hereto, acknowledges and agrees that if it is found by the OTS, after appropriate notice and hearing as set forth in Sections 8(b), (c), (e) and (i) of the FDIA, 12 U.S.C. §§1818(b), (c), (e) and (i), that Bishoff has failed to comply with the terms of this Order, then Bishoff shall be liable for: (a) all administrative remedies under Section 8 of the FDIA, 12 U.S.C. §1818, including but not limited to cease and desist orders and civil money penalties under Sections 8(b), (c) and (i) of the FDIA, 12 U.S.C. §§1818(b), (c) and (i), for violation of the Order; and (b) all administrative remedies under Section 8 of the FDIA, 12 U.S.C. §1818, as though he were a respondent in a Notice of Charges for his conduct as an institution-affiliated party of First Standard or First Standard FS as alleged in the Order, and Bishoff further expressly waives any and all defenses he might otherwise claim as to the collateral estoppel or res judicata effect of findings of fact and conclusions of law entered in an administrative proceeding against other respondents initiated by the OTS filing of a Notice of Charges involving the allegations set forth in the Order.

18. Bishoff agrees and acknowledges that his obligation to make restitution pursuant to this Consent and the Order shall not be dischargeable in bankruptcy under any circumstances.

WHEREFORE, in consideration of the foregoing and intending to be legally bound hereby, the OTS (acting by and through the undersigned) and Bradley D. Bishoff execute this Consent as of the date written above.

OFFICE OF THRIFT SUPERVISION

By:

/S/

Angelo A. Vigna
Regional Director
Northeast Region

/S/

Bradley D. Bishoff

UNITED STATES OF AMERICA
BEFORE THE
OFFICE OF THRIFT SUPERVISION
DEPARTMENT OF THE TREASURY

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In the Matter of)
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) RE: Resolution No. NE93-004
Bradley D. Bishoff, Former Treasurer,)
Secretary of the Corporation and)
Chief Financial Officer)
of First Standard Savings, F.A.,)
and its successor First Standard)
Federal Savings Association,)
Fairmont, West Virginia)
)
)
_____) Dated: January 28, 1993

ORDER TO CEASE AND DESIST
AND
TO DIRECT RESTITUTION

WHEREAS, the Office of Thrift Supervision ("OTS") has conducted an investigation into the affairs of First Standard Savings, F.A., Fairmont, West Virginia ("First Standard"), pursuant to Sections 4 and 5 of the Home Owners' Loan Act ("HOLA"), as amended by the Financial Institutions Reform, Recovery, and Enforcement Act of 1989 ("FIRREA"), pursuant to Resolution No. PIT 90-24, issued on December 7, 1990; and

WHEREAS, First Standard was determined to be insolvent and had undergone a pass-through receivership on February 23, 1990. Consequently, the separate existence of First Standard terminated on that date, with First Standard being issued a new federal charter, First Standard Federal Savings Association ("First Standard FS"), and placed into conservatorship with the Resolution Trust Corporation ("RTC"). Under the terms of the issuance of the new federal charter and the conservatorship, First Standard FS was the successor to all rights of First Standard; and

WHEREAS, the accounts of First Standard and its successor First Standard FS, were insured by the Federal Savings and Loan Insurance Corporation ("FSLIC") and, after August 9, 1989, by the Savings Association Insurance Fund (collectively referred to herein as "the Fund"); and

WHEREAS, Bradley D. Bishoff ("Bishoff"), as former Treasurer, Corporate Secretary and Chief Financial Officer of First Standard and First Standard FS, was an institution-affiliated party of First Standard and its successor First Standard FS as that term is defined by Section 3(u) of the Federal Deposit Insurance Act ("FDIA"), as amended by Section 204 of the FIRREA [12 U.S.C. § 1813(u)]; and

WHEREAS, the Bishoff has executed a Consent to Issuance of an Order to Cease and Desist and to Direct Restitution ("Consent"), which is accepted and approved by the OTS acting by and through the Northeast Regional Director and which is attached hereto, made a part hereof and incorporated by reference herein; and

WHEREAS, Bishoff, by execution of the Consent has consented and agreed to the issuance of this Order to Cease and Desist and to Direct Restitution (the "Order"), pursuant to Section 8(b) of the FDIA, as amended, 12 U.S.C. §1818(b); and

WHEREAS, as a former institution-affiliated party of First Standard and its successor First Standard FS, Bishoff is subject to the OTS' authority to maintain against him cease and desist proceedings.

NOW THEREFORE, it is ORDERED that:

1. Bishoff shall obey all laws, regulations, and governmental requirements governing the affairs, conduct, or operations of any "savings association," as defined by Section 2(4) of the HOLA as amended by Section 301 of the FIRREA [12 U.S.C. § 1462(4)] and Section 3(b) of the FDIA, as amended by Section 204 of the FIRREA [12 U.S.C. § 1813(b)] and of any "insured depository institution" as defined by Section 3(c)(2) of the FDIA as amended by Section 204 of the FIRREA [12 U.S.C. § 1813(c)].

2. Bishoff, so long as employed by any "savings association" or by any "insured depository institution", shall not sign or execute any document in any capacity or for any reason which document shall not first have been fully and totally completed and until such time as Bishoff shall have made inquiry concerning the facts and circumstances underlying the document to which he is to affix his signature.

3. Bishoff, so long as employed by any "savings association" or by any "insured depository institution", shall not accept any payment for any services rendered directly or indirectly to, for, or on behalf of any such association, institution, or any holding company, subsidiary, sister subsidiary, or service corporation thereof (collectively referred to as "entity"), until such time as Bishoff has determined that such payment has been authorized by the highest level of management, including the board of directors, of the association, institution, or entity.

4. As affirmative action to correct conditions resulting from the conduct with respect to which the Order is issued, pursuant to 12 U.S.C. §1818(b)(6)(A), Bishoff shall pay, within thirty (30) days of the entry of this Order, restitution in the amount of \$1,800 to CB&T, as the successor in interest of the RTC interest and acquiror of First Standard FS through merger. Bishoff's remittance of this restitution shall be made payable to CB&T, and shall be delivered to:

CB&T Financial Corporation
Post Office Box 432
Fairmont, WV 26554

5. A copy of the transmittal letter to CB&T along with evidence of the payments of the restitution shall be sent to:

Richard B. Pow, Regional Deputy Director
Office of Thrift Supervision
One Riverfront Center
Twenty Stanwix Street
Pittsburgh, PA 15222

and to:

Eugene M. Schwartz
Senior Attorney
Office of Thrift Supervision
10 Exchange Place, 18th Floor
Jersey City, N.J. 07302

6. This Order is subject to the provisions of Section 8(j) of the FDIA, as amended by FIRREA [12 U.S.C. § 1818(j)], and shall become effective on the date it is issued.

7. The Consent is made a part hereof and is incorporated herein by this reference.

8. Reference in this Order to provisions of statutes and regulations shall be deemed to include references to all amendments to such provisions as have been made as of the Effective Date hereof and references to successor provisions as they become applicable.

9. The Order is effective and enforceable immediately upon the date of its issuance by the OTS ("Effective Date"), which date is set forth herein.

