



service corporations. Facts known to the OTS include, without limitation, those matters alleged by plaintiffs in the case of *Resolution Trust Corporation, et al., v. Joe G. Baker, et al.*, U.S.D.C. (C.D. Cal.), Case No. SAVC 89-386 AHS, and those matters referred to in any Reports of Examination issued by the Federal Home Loan Bank Board as to Pacific, its subsidiaries and/or service corporations.

This Stipulation and Consent, and the accompanying Order, does not compromise, settle, dismiss, resolve, constitute an admission of liability, or in any way affect any civil actions, charges against, or alleged liability of Leonard that may be or have been brought by the Resolution Trust Corporation ("RTC") or any other governmental entity other than the OTS.

Leonard and the OTS acknowledge and agree that this Stipulation and Consent are for the purposes of resolving this OTS enforcement matter only, without any admission of liability of wrongdoing, and do not resolve, affect or preclude any other civil or criminal proceeding which may be or have been brought against Leonard by the OTS or another governmental entity.

Notwithstanding the foregoing, "this OTS enforcement matter" as used in the preceding paragraph, refers to all enforcement matters by the OTS under 12 U.S.C. § 1818, et seq.: arising in connection with Leonard's involvement in the affairs of Pacific, and/or any service corporations or subsidiaries thereof; all matters referred to in any Pacific report-of-examination to date; and all matters known to the OTS as of the date of this Stipulation and Consent.

2. Jurisdiction.

(a) Pacific was a "savings association" within the meaning of Section 3 of the Federal Deposit Insurance Act ("FDIA") and Section 2 of the Home Owners' Loan Act ("HOLA"), as amended by FIRREA. Accordingly, it was an "insured depository institution" as that term is defined in Section 3(c)(2) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1813(c)(2).

(b) Leonard, as a member of the Board of Directors of Pacific, was an "institution-affiliated party" as that term is defined in Section 3(c) of the FDIA, as amended by FIRREA, 12 U.S.C. 1813(u)(1). Leonard voluntarily resigned as a member of the Board of Directors in August, 1987.

(c) Pursuant to Section 3 of the FDIA, as amended by FIRREA, the OTS is the "appropriate federal banking agency" to maintain an enforcement proceeding against such a savings association or its institution-affiliated parties. Therefore, Leonard is subject to the authority of the OTS to initiate and maintain administrative enforcement proceedings pursuant to 12 U.S.C. § 1818, et seq.

3. Consent.

Leonard consents to the issuance by the OTS of the accompanying Order of Prohibition ("Order") in the form attached hereto as "Exhibit A" and incorporated by reference. He further agrees to comply with its terms upon issuance and stipulates that the Order complies with all requirements of law.

4. Finality.

The Order is to be issued under Section 8(e) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1818(e), subject to the terms of



UNITED STATES OF AMERICA  
Before The  
OFFICE OF THRIFT SUPERVISION  
DEPARTMENT OF THE TREASURY

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In the Matter of: )  
 )  
 )  
WILLIAM E. LEONARD, a former )  
director of Pacific Savings )  
Bank, Costa Mesa, CA )  
\_\_\_\_\_ )

Order No.: SF-93-037  
Dated: November 1, 1993

ORDER OF PROHIBITION

WHEREAS, William E. Leonard ("Leonard") has executed a Stipulation and Consent to Issuance of Order of Prohibition ("Stipulation"), which is hereby accepted and approved by the Office of Thrift Supervision ("OTS") acting through its Regional Director for the West Region; and

WHEREAS, Leonard, in the Stipulation, has consented and agreed to the issuance of this Order of Prohibition ("Order") pursuant to Section 8(e) of the Federal Deposit Insurance Act ("FDIA"), as amended by the Financial Institutions Reform, Recovery and Enforcement Act of 1989 ("FIRREA"), 12 U.S.C. § 1818(e); Accordingly,

IT IS THEREFORE ORDERED that:

Without the prior written approval of the OTS (and, if appropriate, another federal financial institution regulatory agency), Leonard may not, after the effective date of this Order, hold any office in, or participate in any manner in the conduct of the affairs of any institution(s) or other entity as set forth in Section 8(e)(7)(A) of the FDIA, as amended by FIRREA, 12

