

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

In the Matter of	)	
	)	
TERRELL E. BISHOP,	)	Re: ATL-92-71
	)	
Former Director, Executive	)	Dated: July 27, 1992
Vice President, Treasurer,	)	
and Managing Officer, of	)	
	)	
Charter Federal Savings and	)	
Loan Association,	)	
West Point, Georgia.	)	
	)	

STIPULATION AND CONSENT TO  
ISSUANCE OF ORDER TO CEASE AND DESIST

Terrell E. Bishop, former Director, Executive Vice President, Treasurer and Managing Officer ("Bishop") of Charter Federal Savings and Loan Association, West Point, Georgia ("Charter"), hereby submits this Stipulation and Consent to Issuance of Order to Cease and Desist with Restitution ("Consent") to the Office of Thrift Supervision of the United States Department of the Treasury ("OTS") for the purposes of settlement in consideration of OTS's forbearance from initiating administrative proceedings on the matters covered in the accompanying Order to Cease and Desist ("Order").

OTS, on the basis of current information, is of the opinion, as set forth in the Order, that grounds exist to initiate an administrative cease and desist proceeding against Bishop 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, Pub. L. No. 101-73, 103 Stat. 183 ("FIRREA") ( 12 U.S.C. § 1818(b) (1988 & Supp. I 1989)). Without admitting or denying that such grounds exist, except those allegations set forth in paragraph 1 below, which are admitted, Bishop consents to the entry of the attached Order pursuant to Section 8(b) of the FDIA, as amended by FIRREA (12 U.S.C. § 1818(b) (1988 & Supp. I 1989)).

1. Bishop admits the jurisdiction of OTS over him and over the subject matter of this action pursuant to Section 8(b) of the FDIA, as amended by FIRREA (12 U.S.C. § 1818(b) (1988 & Supp. I 1989)), and admits that he is an "institution-affiliated party" of Charter as that term is defined in Section 3(u) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1813(u) (1988 & Supp. I 1989)).

2. Bishop consents to the issuance of the accompanying Order, agrees to comply with its terms upon issuance, and stipulates that the Order complies with all the requirements of law.

3. Bishop acknowledges and states that he enters into this Consent willingly and without coercion or promises of any kind from OTS or any officer, attorney, agent or employee thereof.

4. Bishop hereby waives his rights to a hearing, all post-hearing proceedings, and the entry of findings of fact and conclusions of law under the Administrative Procedure Act (5 U.S.C. §§ 554-557); Sections 8(b) of the FDIA, as amended by FIRREA (12 U.S.C. § 1818(b) (1988 & Supp. I 1989)); and OTS Rules of Practice and Procedure in Adjudicatory Proceedings (12 C.F.R. § 509, et seq. (1991)); or any other applicable provision of law.

5. Bishop 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) (1988 & Supp. I 1989)), or any other applicable provision of law.

6. Bishop agrees to cooperate with OTS by providing truthful and complete information, upon request, concerning matters relating to OTS's investigation of Charter's attempted Voluntary Supervisory Conversion ("VSC") -- including, but not limited to, cooperation in any subsequent administrative enforcement action concerning Charter's attempted VSC.

7. Bishop agrees that this Stipulation and Consent, the Order and the payment by him 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, or charges against, or liability of Bishop that arise pursuant to this action or otherwise, and that may be or have been brought by the Resolution Trust Corporation or any other governmental entity other than OTS. This action resolves enforcement matters involving OTS under 12 U.S.C. § 1818: arising in connection with the OTS's formal investigation of Charter, Resolution No. ENF 90-2, dated November 27, 1990, and all matters known to OTS as of the date of this stipulation.

WHEREFORE, in consideration of the foregoing, Terrell E. Bishop executes this Stipulation and Consent to Issuance of Order to Cease and Desist.

Dated: July 6, 1992

By: /S/ Terrell E. Bishop

NOTARIZATION

STATE OF ALABAMA

)

ss.

COUNTY OF

Lee

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Terrell E. Bishop, being known to me, did subscribe to the foregoing in my presence, this 6<sup>th</sup> day of July, 1992.

Angela J. McEnty (SEAL)  
Notary Public

My commission expires: \_\_\_\_\_

MY COMMISSION EXPIRES AUG 27 1995

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

In the Matter of )

TERRELL E. BISHOP, )

Former Director, Executive )  
Vice President, Treasurer, )  
and Managing Officer, of )

Charter Federal Savings and )  
Loan Association, )  
West Point, Georgia. )

Re: ATL-92-71

Dated: July 27, 1992

ORDER TO CEASE AND DESIST

WHEREAS, Terrell E. Bishop, former Director, Executive Vice President, Treasurer and Managing Officer ("Bishop") of Charter Federal Savings and Loan Association, West Point, Georgia ("Charter"), has engaged in the following conduct:

(1) During the period of at least 1988 through his resignation from employment at Charter in November 1990, Bishop was involved in causing Charter to pursue a Voluntary Supervisory Conversion ("VSC").

(2) Had Charter's VSC been approved, various Charter directors and officers ("Insiders"), including Bishop, stood to

benefit immensely from the VSC, as they stood to purchase a majority of Charter's stock.

(3) In August 1989, the Federal Home Loan Bank Board ("FHLBB") denied Charter's VSC, as it found, among other things, that the VSC was not in the best interests of Charter, Charter's members, or the deposit insurance fund. In October 1990, the FHLBB's denial of the VSC was upheld by the U.S. Court of Appeals for the 11th Circuit.

(4) During the period of at least 1988 through September 1990, Charter incurred approximately \$800,000 in conversion related expenses.

(5) Despite the fact that Charter's insiders, including Bishop, stood to benefit immensely from the VSC, they paid none of the expenses incurred by Charter in pursuit of the conversion.

**WHEREAS**, the Office of Thrift Supervision ("OTS") is of the opinion that as a result of the aforementioned actions, Bishop has violated laws and regulations, or engaged in unsafe or unsound practices, and that in connection with such violations or practices was unjustly enriched, or such violations or practices involved a reckless disregard for the law or any applicable regulation or prior order of OTS; and

**WHEREAS**, Bishop has executed a Stipulation and Consent to the Issuance of Order to Cease and Desist with Restitution, which is incorporated herein by reference ("Stipulation") and is accepted and approved by the OTS, acting through its Southeast Regional Director; and

**WHEREAS**, Bishop in the Stipulation has consented and agreed to the issuance of this Order to Cease and Desist with Restitution ("Order") 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, Pub. L. No. 101-73, 103 Stat. 183 ("FIRREA") (codified at 12 U.S.C. § 1818(b)).

**NOW THEREFORE, IT IS ORDERED** that Bishop, as an officer or director of a federally insured depository institution, shall:

(1) abstain from voting or participating in any matter or transaction in which Bishop has a personal interest or may experience a direct or indirect benefit; and

(2) in connection with any matter or transaction subject to subparagraph (1), make full disclosure of the existence of Bishop's interest and its nature and extent, and of the facts known to Bishop as to the matter or transaction under consideration.

IT IS FURTHER ORDERED that Bishop shall take affirmative action to correct the conditions resulting from Charter's pursuit of the VSC by making restitution for his pro rata share of certain conversion related expenses. Within thirty (30) days of the entry of this Order, Bishop shall pay the amount of \$24,000 as payment of the aforementioned restitution. Payment of the \$24,000 figure shall be made accordingly:

(1) Payment of \$22,000 shall be made to:

Charter Federal Savings and  
Loan Association  
c/o Jack E. Ryan  
Regional Director  
Office of Thrift Supervision  
1475 Peachtree Street, N.E.  
Atlanta, Georgia 30348-5217

(2) Payment of \$2,000 shall be made to:

Office of Thrift Supervision  
Office of Enforcement  
c/o Therese D. Pritchard  
Deputy Chief Counsel, Enforcement  
1700 G Street, N.W.  
Washington, D.C. 20552

IT IS FURTHER ORDERED that all technical words or terms used in this Order, for which meanings are not specified or otherwise provided by the provisions of this Order shall, insofar as applicable, have meaning as defined in the Code of Federal

