UNITED STATES OF AMERICA
Before The
OFFICE OF THRIFT SUPERVISION

In the Matter of: EVERETT P. RAMSEY, III, Former Director and Institution-Affiliated Party of: Davy Crockett Federal Savings Bank, Crockett, Texas	RE: Resolution No. DAL-91-105 DATED: August 7, 1991

STIPULATION AND CONSENT TO ISSUANCE OF
ORDER OF CIVIL MONEY PENALTY ASSESSMENT

The Office of Thrift Supervision ("OTS"), by and through the Regional Director for the Midwest Regional Office of the OTS, and Everett P. Ramsey ("Ramsey") stipulate and agree as follows:

1. Consideration. The OTS, based upon information reported to it, is of the opinion that grounds exist to initiate an administrative civil money penalty assessment proceeding against Ramsey pursuant to Section 8(i)(2) of the Federal Deposit Insurance Act ("FDIA"), as amended by Section 907(a)(2)(A) of the Financial Institutions Reform, Recovery and Enforcement Act of 1989 ("FIRREA"), Pub. L. No. 101-73, 103 Stat. 183, 12 U.S.C. § 1818(i)(2). Ramsey desires to cooperate with the OTS and to avoid the time and expense of such administrative litigation. Without admitting or denying that grounds for such proceeding exist, Ramsey hereby stipulates and agrees to the following terms in consideration of the forbearance by the OTS from initiating such administrative civil money penalty assessment litigation, and the

agreement by the OTS to refrain from seeking the issuance of additional civil money penalty assessments against Ramsey with respect to any matters (a) reported in the OTS Report of Examination of the Institution for the examination commenced April 16, 1990, or (b) discovered by the OTS as a result of its investigative proceeding, commenced pursuant to OTS Resolution No. DAL-91-14, dated March 11, 1991. This Stipulation and the attached Order are issued solely to settle this proceeding, and are not the result of factual findings. Ramsey acknowledges that the imposition of the Civil Money Penalty in this administrative proceeding by the OTS, and the payment of such Civil Money Penalty, are for the purpose of resolving this administrative proceeding only, and do not resolve, affect or preclude any other criminal proceeding which has been or may be brought against Ramsey in the future.

2. Jurisdiction.

(a) The Institution, at all times relevant to the allegations set forth herein, was a "savings association" within the meaning of Section 3(b) of the FDIA (12 U.S.C. § 1813(b), and Section 2(4) of the Home Owners' Loan Act of 1933, as amended by FIRREA, 12 U.S.C. § 1813(c). Accordingly it is an "insured depository institution" as that term is defined in Section 3(c) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1813(c).

(b) Until August 9, 1989, the accounts of the Institution were insured by the Federal Savings and Loan Insurance Corporation ("FSLIC") pursuant to Section 403(b) of the National Housing Act of 1934 ("NHA"), 12 U.S.C. § 1726(b), by reason of which it was an "insured institution" within the meaning of the NHA.

(c) As of August 9, 1989, pursuant to the provisions of FIRREA, the insurance of the accounts of the Institution was transferred to the Federal Deposit Insurance Corporation.

(d) Until August 9, 1989, the Federal Home Loan Bank Board ("FHLBB"), as operating head of the FSLIC, was the regulatory agency with jurisdiction over the Institution and its directors and officers, including Ramsey pursuant to Section 5 of the HOLA, 12 U.S.C. § 1664.

(e) As of August 9, 1989, pursuant to Section 3(q) of the FDIA, as amended by Section 204 of the FIRREA, 12 U.S.C. § 1813(q), the OTS succeeded to the interests of the FHLBB with respect to the supervision and regulation of all savings associations, and thus became the "appropriate Federal banking agency" with jurisdiction over the Institution and institution-affiliated parties of the Institution.

(f) The Director of the OTS has the authority to bring administrative proceedings to assess civil money penalties against institution-affiliated parties pursuant to Section 8(i)(2) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1818(i)(2).

(g) Ramsey was at all times relevant to the allegations set forth herein, an "institution-affiliated party" as that term is defined in Section 3(u) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1813(u), and therefore is subject to the OTS's authority to maintain proceedings for the Assessment of Civil Money Penalties.

(h) Ramsey was a director of the Institution from July 20, 1987 until June 25, 1991. Through March 19, 1990, Ramsey, as director of the Institution approved or allowed fees the amount of $76,200.00 to be paid to advisory directors when said advisory directors were not properly appointed as required by 12 C.F.R. § 545.123.

(i) On August 21, 1989, in his capacity as a director of the Institution, Ramsey signed a Supervisory Agreement, by and between Davy Crockett Federal Savings Bank and the Office of Thrift Supervision (the "Agreement"). This Agreement provided, among other things, that:

> (4.) The Institution or its subsidiaries shall not, either directly or indirectly, engage in any transaction with an affiliated person of the Institution as defined in 12 C.F.R. § 561.29, that would violate any subsection of 12 C.F.R. §§ 563.41 and 563.43.
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> (5.) The Board of Directors shall review and familiarize themselves with 12 C.F.R. §§ 563.40, 563.41, 563.43, 571.1 and 571.9. Within ninety (90) days of the effective date of this Agreement, the Institution and the Board of Directors shall submit to the PSA for review and comment policy regarding officers' and directors' responsibilities,

including business ethics and conflicts of interest guidelines for the Institution, that are compatible with the aforementioned regulations and Bank Board Memoranda ("guidelines"). The Institution and the Board of Directors shall comply and monitor compliance with such guidelines and shall not deviate from such guidelines without the prior written direction of the PSA.

(j) Between August 21, 1989, and March 31, 1990, the Institution originated or renewed eighteen (18) loans to affiliated persons that were in direct violation of the aforementioned terms of the Agreement. Ramsey knew, or should have known, that the board of directors of the Institution was not in compliance with this Agreement, as it applied to those sections which related to "Conflicts of Interest."

3. Consent. Ramsey consents to the issuance by OTS of the accompanying Order and 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 issued under Section 8(i)(2) of the FDIA, as amended by FIRREA, 12 U.S.C § 1818(i)(2). Upon its issuance by the Regional Director for the Midwest Regional Office of OTS, it shall be a final order, effective and fully enforceable by OTS under the provisions of Section 8(i)(2) of the FDIA, as amended by FIRREA, 12 U.S.C. §1818(i)(2).

5. Waivers. Ramsey waives the right to a Notice of Assessment of Civil Money Penalty provided by Section 8(i)(2) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1818(i)(2), and the administrative hearing provided by Section 8(i)(2)(H) of the FDIA,

as amended by FIRREA, 12 U.S.C. § 1818(i)(2)(H), and further waives his right to seek judicial review of the Order, including any such right provided by Section 8(h) of the FDIA, as amended by FIRREA, 12 U.S.C. § 1818(h), or to otherwise challenge the validity of the Order. By signing this document, Ramsey hereby expressly waives and agrees not to assert any claim of double jeopardy based on the imposition and payment of this Civil Money Penalty in any future administrative, civil or criminal proceeding.

WHEREFORE, in consideration of the foregoing, the Regional Director for the Midwest Regional Office of OTS, and Ramsey execute this Stipulation and Consent to Issuance of Order of Civil Money Penalty Assessment.

OFFICE OF THRIFT SUPERVISION

By: /S/

Billy C. Wood
Regional Director
Midwest Regional Office

/S/

Everett P. Ramsey, III

UNITED STATES OF AMERICA
BEFORE THE
OFFICE OF THRIFT SUPERVISION

In the Matter of: EVERETT P. RAMSEY, III, Former Director and Institution-Affiliated Party of: Davy Crockett Federal Savings Bank, Crockett, Texas	RE: Resolution No. DAL-91-105 DATED: August 7, 1991

ORDER OF CIVIL MONEY PENALTY ASSESSMENT

WHEREAS, Everett P. Ramsey, III ("Ramsey") has executed a Stipulation and Consent to Issuance of Order of Civil Money Penalty Assessment, which is incorporated herein by reference ("Stipulation") and is accepted and approved by the Office of Thrift Supervision ("OTS") acting through the Regional Director for the Midwest Regional Office of the OTS; and,

WHEREAS, without admitting or denying that grounds for such action exist, Ramsey has consented in the Stipulation, to the issuance of this Order of Civil Money Penalty Assessment, pursuant to Section 8(i)(2) of the Federal Deposit Insurance Act ("FDIA"), as amended by Section 907(a)(2)(A) of the Financial Institutions Reform, Recovery and Enforcement Act of 1989 ("FIRREA"), 12 U.S.C. § 1818(i)(2) (1988 and Supp. I. 1989);

NOW THEREFORE, IT IS ORDERED that within five (5) days of the effective date of this Order, Ramsey shall pay to OTS a sum of

$20,000.00 by tendering a check to OTS in that amount made payable to the Treasurer of the United States.

OFFICE OF THRIFT SUPERVISION

By: /S/
Billy C. Wood
Regional Director
Midwest Regional Office