



following terms in consideration of the forbearance of OTS from initiating such administrative prohibition or civil money penalty litigation against him.

2. Jurisdiction.

(a) First Savings is a "savings association" within the meaning of Section 3 of the FDIA and Section 2 of the Home Owners' Loan Act of 1933, as amended by FIRREA. Accordingly, it is an "insured depository institution" as that term is defined in Section 3(c) of the FDIA, as amended by FIRREA (to be codified at 12 U.S.C. § 1813(c)).

(b) Jerry W. Dickson, as a former director and officer of First Savings, is an "institution-affiliated party" as that term is defined in Section 3(u) of the FDIA, as amended by FIRREA (to be codified at 12 U.S.C. § 1813(u)).

(c) Pursuant to Section 3 of the FDIA as amended by FIRREA, the OTS is the "appropriate Federal banking agency" to maintain enforcement proceedings against such a savings association or its institution-affiliated parties. Therefore, Jerry W. Dickson is subject to the authority of the OTS to initiate and maintain a prohibition proceeding against him pursuant to Section 8(e) of the FDIA, as amended by FIRREA (to be codified at 12 U.S.C. § 1818(e)).

3. Consent. Jerry W. Dickson consents to the issuance by the OTS of the accompanying Order of Prohibition ("Order"). 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 issued under Section 8(e) of the FDIA, as amended by FIRREA (to be codified at 12 U.S.C. § 1818(e)). Upon its issuance by the ERC, it shall be a final order, effective and fully enforceable by the OTS under the provisions of Section 8(i) of the FDIA, as amended by FIRREA (to be codified at 12 U.S.C. § 1818(i)).

5. Waivers. Jerry W. Dickson waives his right to a notice of intention to prohibit and the administrative hearing provided by Section 8(e) of the FDIA, as amended by FIRREA (to be codified at 12 U.S.C. § 1818(e)), 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 (to be codified at 12 U.S.C. § 1818(h)), or otherwise to challenge the validity of the Order.

6. Trust. Jerry W. Dickson hereby consents and agrees that within thirty (30) days of the approval of the Order he shall transfer to a trust (the "Trust"), all of the outstanding stock held or controlled by him in First Savings and any of its holding company(ies) or service corporation(s). The form of the Trust shall be approved in advance in writing by the OTS Enforcement and the name of the trustee and any subsequent trustee shall be approved in advance in writing by a Supervisory Agent of the OTS Des Moines District. It is further agreed that FSB Holding Company, Inc. and the JBE Irrevocable Trust #1 shall remain liable under the Net Worth Maintenance Stipulation dated January 29, 1986, until the Trust completes the sale, to any buyer(s) who has (have) received all required regulatory clearances, of all stock

held by the Trust of First Savings and any of its holding company(ies) or service corporation(s).

WHEREFORE, in consideration of the foregoing, the ERC, on behalf of the OTS, and Jerry W. Dickson execute this Stipulation and Consent to Issuance of Order of Prohibition.

OFFICE OF THRIFT SUPERVISION

By: 15/

Rosemary Stewart  
Secretary, Enforcement Review  
Committee and  
Director of Enforcement

15/  
Jerry W. Dickson

UNITED STATES OF AMERICA  
Before The  
OFFICE OF THRIFT SUPERVISION

In the Matter of )

Jerry W. Dickson )

Former Director and Officer )  
of First Savings Bank and )  
Trust, F.S.B., )

Kansas City, Missouri )

Re: Enforcement Review Committee  
Resolution No. ERC 90-16  
dated January 17, 1990

ORDER OF PROHIBITION

WHEREAS, Jerry W. Dickson, has executed a Stipulation and Consent to Issuance of Order of Prohibition ("Stipulation"), which is accepted and approved by the Office of Thrift Supervision ("OTS") acting through its Enforcement Review Committee; and

WHEREAS, Jerry W. Dickson, 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"), Pub. L. No. 101-73, 103 Stat. 183;

NOW THEREFORE, IT IS ORDERED that:

1. Jerry W. Dickson, is prohibited from further participation, in any manner, in the conduct of the affairs of First Savings Bank and Trust, F.S.B., Kansas City, Missouri ("First Savings"), its holding company(ies), or service corporation(s).
2. Without the prior written approval of the OTS (and, if appropriate, another Federal financial institutions regulatory agency), Jerry W. Dickson, may not 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 (to be codified at 12 U.S.C. § 1818(e)(7)(A)). Pursuant to Section 8(e)(6) of the FDIA, as amended by FIRREA (to be codified at 12 U.S.C. § 1818(e)(6)), conduct prohibited by this Order includes, inter alia, the solicitation, transfer, or exercise of any voting rights with respect to any securities issued by any insured depository institution.
3. The Stipulation is made a part hereof and is incorporated herein by this reference.
4. This Order is subject to the provisions of Section 8(j) of the FDIA, as amended by FIRREA (to be codified at § 1818(j)), and shall become effective on the date it is issued.
5. Furthermore, it is hereby ordered that within thirty (30) days of the approval of the Order, Jerry W. Dickson shall transfer to a trust (the "Trust") all of the outstanding stock held or controlled by him in First Savings and any of its holding company(ies) or service corporation(s). The form of the Trust shall be approved in advance in writing by OTS Enforcement and the

name of the trustee and any subsequent trustee shall be approved in advance in writing by a Supervisory Agent of the OTS Des Moines District. FSB Holding Company, Inc. and the JBE Irrevocable Trust #1 shall remain liable under the Net Worth Maintenance Stipulation dated January 29, 1986, until the Trust completes the sale, to any buyer(s) who has (have) received all required regulatory clearances, of all stock held by the Trust of First Savings and any of its holding company(ies) or service corporation(s).

THE OFFICE OF THRIFT SUPERVISION

By: 131

Rosemary Stewart  
Secretary, Enforcement Review  
Committee and  
Director of Enforcement