

2. Without the prior written approval of the OTS (and, if appropriate, another Federal financial institutions regulatory agency), Lonnie E. Chunn 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 Section 904(a) of the 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 Section 903(a)(3) of the FIRREA (to be codified at 12 U.S.C. § 1818(e)(6)), conduct prohibited by this Order includes, inter alia, the solicitation or exercise of any voting rights with respect to any securities issued by any insured depository institution.

3. With respect to all shares of stock of Executive Banc owned or controlled by Mr. Chunn, Mr. Chunn shall execute a proxy to vote such stock. The form of the proxy and the name of the proxy holder shall be subject to the prior written approval of the Supervisory Agent at the Dallas, Texas Regional Office of the OTS.

4. The Stipulation is made a part hereof and is incorporated herein by this reference.

5. This Order is subject to the provisions of Section 8(j) of the FDIA, as amended by Section 908(a) of the FIRREA (to be codified at § 1818(j)), and shall become effective on the date it is issued.

THE OFFICE OF THRIFT SUPERVISION

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Rosemary Stewart
Secretary, Enforcement Review
Committee and
Director of Enforcement

UNITED STATES OF AMERICA
Before The
OFFICE OF THRIFT SUPERVISION

In the Matter of)	
LONNIE E. CHUNN,)	Re: Enforcement Review
A Former Director of)	Committee Resolution
EXECUTIVE BANC SAVINGS)	No. ERC-89-144
ASSOCIATION,)	
New Braunfels, Texas)	Dated: December 6, 1989

STIPULATION AND CONSENT
TO ISSUANCE OF ORDER OF PROHIBITION

The Office of Thrift Supervision ("OTS"), by and through its Enforcement Review Committee ("ERC"), and Lonnie E. Chunn, a former director of Executive Banc Savings Association, New Braunfels, Texas ("Executive Banc") hereby stipulate and agree as follows:

1. Consideration. The OTS, based upon information reported to it, is of the opinion that the grounds exist to initiate an administrative prohibition proceeding against Lonnie E. Chunn pursuant to Section 8(e) of the Federal Deposit Insurance Act ("FDIA"), as amended by Section 903(a) of the Financial Institutions Reform, Recovery, and Enforcement Act of 1989, Pub. L. No. 101-73, 103 Stat. 183 ("FIRREA") (to be codified at 12 U.S.C. § 1818(e)). Mr. Chunn desires to cooperate with the OTS and to avoid the time and expense of such administrative litigation and, while denying that such grounds exist, hereby stipulates and agrees to the following

terms in consideration of the forbearance of OTS from initiating such administrative prohibition litigation against him.

2. Jurisdiction.

(a) Executive Banc 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 Section 204(b) of the FIRREA. Accordingly, it is an "insured depository institution" as that term is defined in Section 3(c) of the FDIA, as amended by Section 204(c) of the FIRREA (to be codified at 12 U.S.C. § 1813(c)).

(b) Lonnie E. Chunn, as a former director of Executive Banc, is an "institution-affiliated party" as that term is defined in Section 3(c) of the FDIA, as amended by Section 204(f)(6) of the FIRREA (to be codified at 12 U.S.C. § 1813(c)).

(c) Pursuant to Section 3 of the FDIA as amended by Section 204(f)(4) of the FIRREA, the OTS is the "appropriate Federal banking agency" to maintain enforcement proceedings against such a savings association or its institution-affiliated parties. Therefore, Lonnie E. Chunn 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 Section 903(a) of the FIRREA (to be codified at 12 U.S.C. § 1818(e)).

3. Consent. Lonnie E. Chunn 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 Section 903(a) of the 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 Section 907 of the FIRREA (to be codified at 12 U.S.C. § 1818(i)).

5. Waivers. Lonnie E. Chunn 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 Sections 901(b) and 903(a) of the 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)(2) of the FDIA, as amended by Section 901(b)(1)(H) of the FIRREA (to be codified at 12 U.S.C. § 1818(h)(2)), or otherwise to challenge the validity of the Order.

6. Interpretation. The OTS agrees that it will not interpret the phrase "participating in the conduct of the affairs" of an institution as precluding Mr. Chunn from performing legal services as an independent contractor on an arms-length basis for savings associations as defined in Section 3 of the FDIA and Section 2 of the Home Owners' Loan

Act of 1933, as amended by Section 204(b) of the FIRREA,
subject to all applicable laws, rules, and regulations.
Nothing herein shall be construed as permitting Mr. Chunn to
serve or act as a staff or "in-house" attorney for any such
institution or association, or to represent any such
institution or association or institution affiliated party in
any proceeding before any "appropriate Federal banking agency"
as defined by Section 204(f)(4) of the FIRREA.

WHEREFORE, in consideration of the foregoing, the ERC, on
behalf of the OTS, and Lonnie E. Chunn execute this Stipulation
and Consent to Issuance of Order of Prohibition.

OFFICE OF THRIFT SUPERVISION

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Rosemary Stewart
Secretary, Enforcement
Review Committee and
Director of Enforcement

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Lonnie E. Chunn