

UNITED STATES OF AMERICA
Before the
OFFICE OF THRIFT SUPERVISION

In the Matter of)
Larry C. Kelliher)
A Former Director and Executive)
Vice President of Civic)
Federal Savings Bank)
Chicago, Illinois)
Docket No. 0169)

Re: Resolution No. CHI-91-16
Dated: September 18, 1991

STIPULATION AND CONSENT TO
ISSUANCE OF ORDER OF PROHIBITION

The Office of Thrift Supervision ("OTS"), by and through its Regional Director for the Central Region, and Larry C. Kelliher, a former director and executive vice president of Civic Federal Savings Bank, Chicago, Illinois ("Civic"), 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 Larry C. Kelliher pursuant to Section 8(e) of the Federal Deposit Insurance Act ("FDIA"), as amended by the Financial Institution Reform, Recovery, and Enforcement Act of 1989 ("FIRREA"), 12 U.S.C. Section 1818(e). Larry C. Kelliher desires to cooperate with the OTS and to avoid the time and expense of such administrative litigation and, without admitting or 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 Larry C. Kelliher.

2. Jurisdiction.

(a) Civic is a "savings association" within the meaning of Section 3 of the FDIA and Section 2 of the Home Owner's 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 12 U.S.C. Section 1813(c).

(b) Larry C. Kelliher, as a former director and executive vice president of Civic is an "institution-affiliated party" as that term is defined in Section 3(u) of the FDIA, as

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ORDER OF PROHIBITION

WHEREAS, Larry C. Kelliher 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 Regional Director for the Central Region; and

WHEREAS, Larry C. Kelliher 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. Section 1818(e),

NOW THEREFORE, IT IS ORDERED that:

1. Larry C. Kelliher is prohibited from further participation, in any manner, in the conduct of the affairs of Civic Federal Savings Bank, Chicago, Illinois ("Civic").
2. Without the prior written approval of the Regional Director for the Central Region and, if appropriate, another Federal financial institutions regulatory agency, Larry Kelliher 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, 12 U.S.C. Section 1818(e)(7)(A). Pursuant to Section 8(e)(6) of the FDIA, as amended by FIRREA, 12 U.S.C. Section 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.

