

UNITED STATES OF AMERICA  
Before The  
OFFICE OF THRIFT SUPERVISION

\_\_\_\_\_  
In the Matter of )  
George W. Underwood )  
Former Chairman of the Board )  
of Directors, Grand Federal )  
Savings Bank )  
Grove, Oklahoma )  
\_\_\_\_\_ )

Re: Resolution No. TOP-91-37  
Dated: September 26, 1991

STIPULATION AND CONSENT TO  
ISSUANCE OF ORDER OF PROHIBITION

The Office of Thrift Supervision ("OTS"), by and through its Regional Director for the Midwest Regional Office, and George W. Underwood, a former chairman of the board of directors of Grand Federal Savings Bank, Grove, Oklahoma ("Grand Federal"), hereby stipulate and agree as follows:

1. Consideration. The OTS, based upon information reported to it, is of the opinion that George W. Underwood has violated 12 C.F.R. Sections 563.43 and 571.7, thereby providing grounds to initiate an administrative prohibition proceeding against him 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, Pub. L. No. 101-73, 103 Stat. 183 ("FIRREA"), 12 U.S.C. § 1818(e) (1988 & Supp. I 1989). George W. Underwood 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 him.

2. Jurisdiction.

(a) Grand Federal is a "savings association" within the meaning of Section 3 of the FDIA and Section 2 of the Home Owners' Loan Act, 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. § 1813(c) (1988 & Supp. I 1989).

(b) George W. Underwood, as a former chairman of the board of directors of Grand Federal, is 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) (1988 & Supp. I 1989).

(c) Pursuant to Section 3 of the FDIA, as amended by FIRREA, the OTS is the "appropriate Federal banking agency" to maintain an enforcement proceeding against such a savings association or its institution-affiliated parties. Therefore, George W. Underwood 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, 12 U.S.C. § 1818(e) (1988 & Supp. I 1989).

3. Consent. George W. Underwood consents to the issuance by the OTS of the accompanying Order of Prohibition ("Order"). He



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ORDER OF PROHIBITION

WHEREAS, George W. Underwood has executed a Stipulation and Consent to Issuance of Order Prohibition ("Stipulation"), which is accepted and approved by the Office of Thrift Supervision ("OTS") acting through its Regional Director for the Midwest Regional Office; and

WHEREAS, George W. Underwood, 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, Pub. L. No. 101-73, 103 Stat. 183 ("FIRREA"), 12 U.S.C. § 1818(e) (1988 & Supp. I 1989);

NOW THEREFORE, IT IS ORDERED that:

1. George W. Underwood is prohibited from further participation, in any manner, in the conduct of the affairs of Grand Federal Savings Bank, Grove, Oklahoma ("Grand Federal"), its holding company(ies), or service corporation(s).

