

Federal Reserve Bank of Dallas

Dallas, Texas 75265-5906

Notice 99-85
October 6, 1999

ELECTION OF DIRECTORS REPORT OF NOMINATIONS—VOTING PROCEDURES

To All Member Banks in the Eleventh Federal Reserve District:

In accordance with the provisions of Section 4 of the Federal Reserve Act and my notice dated August 24, 1999, regarding the election of directors of this Bank to succeed Gayle M. Earls, Class A Director, and Dan Angel, Class B Director, whose terms expire December 31, 1999, the names of the candidates nominated and the names of the banks that made the nominations are set out on pages 3, 4, and 5.

Except in the case of any member banks that are subsidiaries of the same bank holding company, * there is sent as an enclosure to each bank in Group 1 a ballot for use in voting for a Class A Director and to each bank in Group 2 a ballot for use in voting for a Class B Director. Also enclosed are an envelope bearing on its face the certificate in regard to the vote and a colored envelope marked "Ballot-Directors' Election," in which the ballot is to be sealed. When several banks are subsidiaries of a bank holding company, **the voting forms are being sent only to the bank designated to participate in this election**; therefore, banks in Groups 1 and 2 that will not participate in this election are being sent this notice, without forms, only for their information.

The ballot and certificate on the envelope must be executed by an officer who has been authorized to cast the vote. A list of the designated officers, revised to date, forms a part of this notice. In order that the balloting may be secret, the name of the bank and the voting officer should not be written on the ballot but only on the certificate envelope. **If the official signature of the officer casting the ballot has not been filed with this Federal Reserve Bank, such official signature should be filed before the polls close.**

Please follow carefully the instructions that are printed on the ballot, the envelopes, and page 3 of this notice.

The following procedure is required in the case of both the Class A and Class B ballots:

- (1) The preferential ballot should be marked.**
- (2) It should be placed in the colored envelope marked "Ballot-Directors' Election" and that envelope sealed.**
- (3) After the certificate on the white certificate envelope is executed, the colored sealed envelope (containing the ballot) should be placed within the white certificate envelope and that envelope sealed.**
- (4) The sealed white certificate envelope containing the sealed ballot envelope should then be returned to me in the enclosed self-addressed envelope.**

***Section 4 of the Federal Reserve Act, as amended, reads in part as follows:**

"...That whenever any member banks within the same Federal Reserve district are subsidiaries of the same bank holding company within the meaning of the Bank Holding Company Act of 1956, participation in any such nomination or election by such member banks, including such bank holding company if it is also a member bank, shall be confined to one of such banks, which may be designated for the purpose by such holding company."

The Board of Governors of the Federal Reserve System has ruled that a holding company affiliate, having one or more subsidiary banks in each of the three groups into which member banks of a Federal Reserve district are divided for the purpose of electing directors, may designate one such bank in each group to participate in the nomination and election of each Class A Director and each Class B Director chosen by the group of which such bank is a member and such member bank so designated may validly participate in such nomination and election. **Accordingly, banks in Groups 1 and 2 affected by the foregoing provision of law are requested to take prompt action to have the appropriate bank holding company designate one of such banks to participate in this election, if it has not already made that designation.**

Under the law, the ballot must be returned so as to reach me within 15 days after its receipt. The polls will open on October 13, 1999, and close at 2 p.m. on October 28, 1999. At that time, the ballot box will be opened at this Bank, the sealed envelopes containing the ballots will be opened, the votes counted, and the results of the election announced. The candidates are invited to be present or represented on that occasion.

While the banks in Group 3 will not vote in this election, this notice is sent to them, without forms, for their information. Group 3 consists of member banks with combined capital and surplus of \$2,500,000 and under.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Roger B. H. A.", written in a cursive style.

Chairman of the Board

Enclosures (4)

IMPORTANT

For your information, there is quoted below an extract from Section 4 of the Federal Reserve Act that sets forth the method of balloting:

"Within fifteen days after receipt of the list of candidates the duly authorized officer of a member bank shall certify to the chairman his first, second, and other choices for director of Class A or Class B, respectively, upon a preferential ballot upon a form furnished by the chairman of the board of directors of the Federal Reserve Bank of the district. Each such officer shall make a cross opposite the name of the first, second, and other choices for a director of Class A and for a director of Class B, but shall not vote more than one choice for any one candidate."

In the case of the Class A ballots (Group 1), where there are three candidates involved, a member bank, in making its first and second choices, will be deemed to have indicated the other candidate as its third choice.

CANDIDATES FOR CLASS A DIRECTOR
(Listed Alphabetically)

Joaquin G. Cigarroa, III

Chief Operating Officer
The Laredo National Bank
Laredo, Texas

Cigarroa is the chief operating officer of The Laredo National Bank, where he began his banking career in 1975. He started as a cash vault teller and subsequently was a participant in the officer training program of the bank. He served in many capacities at the bank, with an emphasis on treasury and portfolio management. He became chief operating officer in 1998. The Laredo National Bank is the principal subsidiary of the \$2.2 billion holding company Laredo National Bancshares Inc. Banking offices are located in four Texas cities in addition to three representative offices in Mexico.

A lifelong resident of Laredo, Cigarroa is active in civic affairs in the city. He received his B.A. degree from St. Edward's University in 1974. He attended the Stonier Graduate School of Banking, graduating in June 1986.

Nominated by the following bank in Group 1:

TEXAS

Laredo The Laredo National Bank

Kenneth T. Murphy

Chairman, President and Chief Executive Officer
First Financial Bankshares Inc.
Abilene, Texas

Murphy has served since 1984 as the chief executive officer of First Financial Bankshares Inc., the parent holding company of nine Texas banks: First National Bank of Abilene; First National Bank in Cleburne; Eastland National Bank; Hereford State Bank; San Angelo National Bank; Texas National Bank, Southlake; Stephenville Bank & Trust Co.; First National Bank, Sweetwater; and Weatherford National Bank.

He began his banking career in 1962 with the Office of the Comptroller of the Currency in Dallas. He served as a national bank examiner in Texas and as examiner-in-charge of Oklahoma before joining First National Bank of Tulsa in 1968 as a vice president. He joined First National Bank of Abilene as an executive vice president in 1971, was named president in 1975 and became chairman of the board of directors in 1984.

Murphy has participated for many years in banking affairs, having served in 1981-1982 as treasurer of the Texas Bankers Association and as the Association's chairman in 1990-1991. He has served on the American Bankers Association's Leadership Council and Education Policy and Development Committee.

NOTE—A list of the banks in Group 1, showing the officers authorized to cast the vote of each bank, is given on pages 6 and 7 of this notice.

CANDIDATES FOR CLASS A DIRECTOR—Continued

He is active in numerous civic affairs and currently serves as a director of the Industrial Foundation of the Abilene Chamber of Commerce, The Grace Museum of Abilene and the West Texas Rehabilitation Center. He is a past president of the Abilene Chamber of Commerce, the West Texas Rehabilitation Center, and was the chairman of Abilene's United Way campaign in 1974. At the state level, he serves as a director and executive committee member of the Texas Taxpayers and Research Association.

Murphy received a B.B.A. degree from the University of Texas at El Paso in 1960.

Nominated by the following banks in Group 1:

TEXAS

Dallas TIB The Independent BankersBank
Henderson Citizens National Bank
Jacksonville Austin Bank, Texas National Association

Lester L. Parker

President and Chief Operating Officer
Bank of the West
El Paso, Texas

Parker organized El Paso's Bank of the West in 1990 and serves as its president and chief operating officer. Before opening the bank, he was a strategic management consultant, private business agent and financial advisor.

He has served as chairman, president and chief executive officer at The Coronado Bank and First City Bank-West. He taught economics and finance at the University of Texas at El Paso and served as a captain in the U.S. Army.

Parker is currently a director of the Federal Reserve Bank of Dallas' El Paso Branch and of the Texas Bankers Association. He is also a director of the El Paso Community College Foundation and Project ARRIBA, a border jobs initiative. He is chairman of Rio Vista Rehabilitation Hospital and has chaired the Coalition for Affordable Housing in Greater El Paso.

He received the Conquistador Award from the city of El Paso and the Silver Beaver Award from the Boy Scouts of America. Parker holds a B.B.A. and M.B.A. from the University of Texas at El Paso and a graduate certificate in marketing from the University of Colorado.

Nominated by the following bank in Group 1:

TEXAS

El Paso Bank of the West

NOTE—A list of the banks in Group 1, showing the officers authorized to cast the vote of each bank, is given on pages 6 and 7 of this notice.

CANDIDATE FOR CLASS B DIRECTOR

Dr. Malcolm Gillis

President
Rice University
Houston, Texas

Gillis became president of Rice University in 1993 and has spent more than 25 years teaching economics and providing expertise in public policy. His research and teaching focus upon national and international fiscal reform and environmental policy. He has written more than 70 articles and several books, including a leading economics textbook, *Economics of Development*.

Gillis was dean of Duke University's Faculty of Arts and Sciences, graduate school dean and vice provost for Academic Affairs. For 15 years, he taught economics at Harvard. He co-edited *Quarterly Journal of Economics*, the country's oldest economics journal.

Gillis has served on economic development councils in China, North Carolina and Alaska; the Oak Ridge National Laboratory Energy Division; and the American Forest Association. He serves on boards of the Houston Advanced Research Center, St. Luke's Episcopal Hospital, AMIGOS de las Americas, Houston Symphony, Greater Houston Partnership, Texas Aviation Hall of Fame, Texas Council on Economic Education, the Tax Committee of the Association of American Universities and other organizations.

Gillis holds degrees from the University of Florida and the University of Illinois.

Nominated by the following banks in Group 2:

TEXAS

Brenham The Brenham National Bank
Pecos The Security State Bank of Pecos
Ralls Security Bank

NOTE—A list of the banks in Group 2, showing the officers authorized to cast the vote of each bank, is given on pages 8 through 11 of this notice.

GROUP 1

Consists of all member banks having capital and surplus of \$10,000,000 and over.

Banks in this group elect one Class A Director.

LOUISIANA		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Minden	Minden Bank & Trust Company	President
NEW MEXICO		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Las Cruces	First Security Bank of Southern New Mexico, National Association	President, Vice President, Cashier
TEXAS		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Abilene	First National Bank of Abilene	Chairman, President, Vice President, Cashier
Abilene	First State Bank, National Association	President
Amarillo	Amarillo National Bank	Chairman, President, Vice President, Cashier
Amarillo	First Bank Southwest, N.A.	President
Amarillo	The First National Bank Amarillo	President
Baytown	Citizens Bank and Trust Company of Baytown, Texas	Chairman
Bellaire	Citizens National Bank of Texas	President
Brenham	Texas National Bank	Chairman, President
Dallas	Bank of Texas, National Association	Tom E. Turner, Chairman; C. Thomas Abbott, President; Jane Colesar, Cashier & Sr. Vice President
Dallas	Bank One, Texas, National Association	Chairman
Dallas	Inwood National Bank of Dallas	President
Dallas	Northern Trust Bank of Texas N.A.	President
Dallas	Texas Capital Bank, National Association	*
Dallas	TIB The Independent BankersBank	President, Chief Executive Officer
Dallas	U.S. Trust Company of Texas, National Association	Chairman, President, Senior Vice President
Edinburg	First National Bank	Chairman, President, Vice President, Cashier
El Paso	Bank of the West	Chairman
El Paso	Norwest Bank El Paso, N.A.	President
Garland	United Central Bank	President
Granbury	Community Bank	*
Henderson	Citizens National Bank	Cashier
Houston	American First National Bank	President
Houston	Banco Popular, National Association (Texas)	Chairman, President
Houston	Bank of Tanglewood, National Association	Chairman, President, Executive Vice President
Houston	Chase Bank of Texas, National Association	Chairman, President, Vice President, Cashier
Houston	First Bank Texas National Association	Chairman, President, Vice President, Cashier
Houston	MetroBank, National Association	Chairman, President, Vice President, Cashier
Houston	Northwest Bank, National Association	Chairman, President
Houston	Republic National Bank	President
Houston	Southwest Bank of Texas, N.A.	Chairman, President, Vice President, Cashier
Houston	Texas First National Bank	President
Houston	Wells Fargo Bank (Texas), National Association	Chairman of Executive Committee, President
Houston	Woodforest National Bank	Chairman, President, Vice President, Cashier

GROUP 1 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Hurst	Surety Bank, National Association	Chairman, President, Vice President, Cashier
Jacksonville	Austin Bank, Texas National Association	Chairman, President, Vice President, Cashier
Kilgore	City National Bank of Kilgore	President
La Porte	Bayshore National Bank of La Porte	President
Laredo	The Laredo National Bank	President, Vice President
Livingston	The First National Bank of Livingston	Chairman, President, Vice President, Cashier
Lubbock	PNB Financial Bank	Alan White, Chairman; John C. Owens, President; DeWayne V. Pierce, Senior Executive Vice President
Lubbock	State National Bank of West Texas	Chairman
Marble Falls	Marble Falls National Bank	President
McAllen	Inter National Bank	Chairman, President, Cashier
McAllen	Texas State Bank	Chairman, President, Cashier
Nacogdoches	Commercial Bank of Texas, N.A.	President
Pharr	Lone Star National Bank	President, Vice President, Cashier
Plainview	Hale County State Bank	Chairman
Plano	Legacy Bank of Texas	Chairman, President, Vice President, Cashier
Richardson	Canyon Creek National Bank	President
San Angelo	San Angelo National Bank	*
San Antonio	Broadway National Bank	Chairman, President, Vice President, Cashier
San Antonio	CaminoReal Bank, N.A.	Chairman, President and Chief Executive Officer
San Antonio	The Frost National Bank	President, Vice President, Cashier
San Antonio	Norwest Bank Texas, National Association	President, Vice President, Cashier
Temple	Extraco Banks, National Association	President
Victoria	Citizens National Bank	President
Victoria	First Victoria National Bank	Chairman, President, Vice President, Cashier
Weatherford	Texas Bank	President
Weatherford	Weatherford National Bank	Vice President and Cashier

GROUP 2

Consists of all member banks having capital and surplus of over \$2,500,000 but under \$10,000,000.

Banks in this group elect one Class B Director.

LOUISIANA		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Bossier City	Citizens National Bank of Bossier City Louisiana	President
Mansfield	Progressive National Bank of DeSoto Parish	Chairman, President
NEW MEXICO		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Artesia	The First National Bank of Artesia	Chairman, President, Vice President, Cashier
Carlsbad	The Carlsbad National Bank	President, Vice President, Cashier
Clovis	First National Bank of Clovis	President
Las Cruces	Bank of the Rio Grande, National Association	President
Las Cruces	Community First National Bank	President
TEXAS		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Abilene	Citizens Bank, National Association	*
Abilene	United Bank & Trust	President
Alice	First Community Bank, National Association	Chairman
Alvin	First National Bank of Alvin	President, Executive Vice President
Andrews	The National Bank of Andrews	President, Cashier
Arlington	Arlington National Bank	President
Arlington	Northwest National Bank of Arlington	President, Vice President, Cashier
Athens	The First National Bank of Athens	President, Senior Vice President, Vice President, Cashier
Austin	City National Bank	*
Austin	Hartland Bank, National Association	President, Cashier
Ballinger	Ballinger National Bank	President, Executive Vice President
Ballinger	The First National Bank of Ballinger	Chairman, President, Vice President
Bastrop	The First National Bank of Bastrop	Chairman, President, Vice President, Cashier
Bay City	First National Bank of Bay City	President
Bedford	Western American National Bank	James N. McMahon, Chairman and President
Beeville	The Commercial National Bank of Beeville	Chairman, President, Vice President, Cashier
Bellaire	First National Bank of Bellaire	Chairman, President, Vice President, Cashier
Bellville	The First National Bank of Bellville	President, Vice President, Cashier
Borger	First National Bank of Borger	President
Bowie	The First National Bank of Bowie	President
Breckenridge	Citizens National Bank of Breckenridge	President, Vice President, Cashier
Brenham	The Brenham National Bank	Chairman, President, Vice President, Cashier
Burleson	First National Bank of Burleson	President
Cameron	The Citizens National Bank of Milam County	Chairman, President, Vice President, Cashier
Canadian	First State Bank of Canadian, N.A.	*
Carthage	Panola National Bank	President
Childress	Citizens National Bank of Childress	President
Cleburne	The First National Bank in Cleburne	President, Vice President
Coleman	First Coleman National Bank	Cashier
Corpus Christi	American Bank, N. A.	President
Dallas	Abrams Centre National Bank	*
Dallas	Brookhollow National Bank	President
Dallas	Dallas National Bank	Michaux Nash, Jr., Chairman, President & Chief Executive Officer

GROUP 2 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Dallas	Eagle National Bank	President
Dallas	First Citizens Bank, National Association	President
Dallas	First Mercantile Bank, National Association	President, Cashier, Assistant Cashier
Dallas	Founders National Bank–Skillman	President
Dallas	Gateway National Bank	President
Dallas	Texas Community Bank & Trust, N.A.	Chairman, President
Dallas	United Texas Bank	President
Decatur	The First National Bank of Texas	Chairman, President, Vice President, Cashier
Denison	Landmark Bank, National Association	Chairman, President, Vice President, Cashier
Dublin	First National Bank of Dublin	Chairman
Eagle Pass	NBC Bank, National Association	Cashier
Eastland	Eastland National Bank	Chairman, President, Vice President, Cashier
El Paso	State National Bank	President
Eules	Landmark Bank	President, Vice President, Cashier
Fabens	The First National Bank of Fabens	President
Fort Worth	Citizens National Bank	President
Fort Worth	Fort Worth National Bank	*
Fort Worth	Riverbend Bank, National Association	President
Fort Worth	Summit Community Bank, National Association	Chairman, President, Vice President, Cashier
Fort Worth	Woodhaven National Bank	President, Executive Vice President
Freeport	Texas Gulf Bank, National Association	Chairman, President, Vice President, Cashier
Gainesville	Guaranty National Bank	President, Vice President
Galveston	The Moody National Bank of Galveston	Chairman, President, Executive Vice President
Galveston	United States National Bank of Galveston	Chairman, President, Vice President, Cashier
Garland	Security Bank, National Association–Garland	President
Gatesville	National Bank	Chairman, President, Vice President, Cashier
Giddings	First National Bank of Giddings	Chief Executive Officer
Gilmer	The First National Bank of Gilmer	Chairman, President, Vice President, Cashier
Gladewater	Gladewater National Bank	Chairman, President, Vice President, Cashier
Gonzales	American National Bank	President
Graham	First National Bank in Graham	Chairman, President, Vice President, Cashier
Graham	Graham National Bank	Jeff Glazner, Chairman and Chief Executive Officer
Granbury	Heritage National Bank	Frank B. Kimmell, President
Granbury	Liberty National Bank	*
Granger	The First State Bank	Chairman, President, Vice President, Cashier
Harlingen	The Harlingen National Bank	President, Vice President, Cashier
Highland Village	United Community Bank, N.A.	President
Houston	Asian American National Bank	Secretary of the Board
Houston	Bank of Houston	President, Vice President, Cashier
Houston	CompuBank, National Association	*
Houston	Lone Star Bank	President, Cashier
Houston	Omnibank National Association	Chairman, President, Vice President, Cashier
Houston	Redstone Bank, N. A.	President
Houston	Southwest Guaranty Trust Company, National Association	Chairman
Houston	Southwestern National Bank	*
Houston	The State Bank of Texas	William B. Black, III, Chairman
Houston	Texas Guaranty Bank, National Association	President
Houston	Tradition Bank	Executive Vice President
Houston	Unity National Bank of Houston	Chairman (Co-Chairman)
Huntsville	First National Bank of Huntsville	Chairman, President, Vice President, Cashier
Hurst	Mid-Cities National Bank	Chairman
Hutto	Texas Heritage Bank	President, Vice President, Cashier
Iowa Park	State National Bank of Texas	Chairman, President, Vice President, Cashier
Irving	Independent National Bank	President
Katy	Community Bank	Chairman, Vice Chairman, President
Kerrville	Bank of the Hills, National Association	Cashier
Killeen	First National Bank Texas	Chairman, President, Vice President, Cashier
Kingsville	Kleberg First National Bank of Kingsville	Chairman, President, Vice President, Cashier

GROUP 2 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Lake Worth	Worth National Bank	President
Lamesa	The First National Bank of Lamesa	Chairman, President, Vice President, Cashier
Lamesa	The Lamesa National Bank	Chairman, President, Vice President, Cashier
Laredo	Falcon National Bank	President, Cashier
Laredo	South Texas National Bank of Laredo	President, Vice President
Liberty	The First Liberty National Bank	Chairman, President
Livingston	First State Bank	*
Lubbock	Lubbock National Bank	Chairman, President, Executive Vice President
Lubbock	Whisperwood National Bank	President
Luling	NBC Bank Central, N.A.	Chairman, President, Vice President, Cashier
McAllen	McAllen National Bank	President
McAllen	Rio National Bank	Chairman/Chief Executive Officer
Mesquite	Townbank, National Association	Chairman
Mexia	First National Bank of Mexia	President, Vice President, Cashier
Midland	Community National Bank	President
Midland	First National Bank of Midland	Chairman, President, Chief Executive Officer
Mineral Wells	First State Bank of Mineral Wells	President
Mount Pleasant	The American National Bank of Mount Pleasant	President
Muleshoe	First Bank of Muleshoe	President
New Waverly	Citizens Bank of Texas, National Association	President
Odessa	Western National Bank	Chairman, President, Vice President, Cashier
Ozona	Crockett National Bank	President, Vice President
Palestine	The East Texas National Bank of Palestine	President
Pampa	National Bank of Commerce	President, Vice President
Pearland	First Community Bank, N.A.	*
Pecos	The First National Bank of Pecos	President, Cashier
Pecos	The Security State Bank of Pecos	President, Vice President, Cashier
Plano	First Independent National Bank	President
Port Lavaca	First National Bank in Port Lavaca	President
Quitman	Wood County National Bank	President
Ralls	Security Bank	Chairman, President, Vice President, Cashier
Refugio	The First National Bank of Refugio	Cashier
Rotan	First National Bank	President
San Antonio	Clear Lake National Bank	*
San Antonio	Intercontinental National Bank	President, Vice President, Cashier
San Antonio	Mission National Bank	President
San Antonio	Security National Bank of San Antonio	President
San Antonio	The Trust Company, National Association	Chairman
Sanger	Sanger Bank	Charles Fenoglio, Chairman/President
Seguin	First Commercial Bank, National Association	President
Seminole	Seminole National Bank	Chairman, President, Vice President, Cashier
Slaton	Citizens Bank	Chairman, President, Executive Vice President, Senior Vice President
South Padre Island	South Padre Bank, National Association	President
Snyder	Snyder National Bank	Chairman, President, Executive Vice President, Vice President
Sugar Land	Southern National Bank of Texas	Chairman, Chief Executive Officer, President
Sweetwater	First National Bank, Sweetwater, Texas	President, Executive Vice President
Sweetwater	Texas National Bank	Chairman, President
Terrell	The American National Bank of Texas	Chairman, President, Vice President, Cashier
Tomball	Texas National Bank	*
Vernon	The Herring National Bank of Vernon	President, Vice President, Cashier
Waco	American Bank National Association	William C. Landiss, President and Chief Executive Officer
Waco	Central National Bank	President, Vice President, Cashier
Waco	First National Bank of Central Texas	President, Vice President, Cashier
Wellington	Wellington State Bank	President
Wichita Falls	American National Bank	President

GROUP 2 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Wichita Falls	First National Bank	Chairman, President, Cashier
Wills Point	Citizens National Bank of Wills Point	President
Winnsboro	The First National Bank of Winnsboro	Chairman, President, Vice President, Cashier

**Directors of the Federal Reserve Bank of Dallas
As of October 6, 1999**

Name	Occupation	Elected by Banks in Group	Class	Term Expires Dec. 31
Gayle M. Earls	President and Chief Executive Officer, TIB The Independent BankersBank, Dallas, Texas	1	A	1999
Dudley K. Montgomery	President and Chief Executive Officer, The Security State Bank of Pecos, Pecos, Texas	2	A	2001
Kirk A. McLaughlin	President and Chief Executive Officer, Security Bank, Ralls, Texas	3	A	2000
VACANCY		1	B	2000
Dan Angel	President, Stephen F. Austin State University, Nacogdoches, Texas	2	B	1999
Julie Spicer England	Vice President, Texas Instruments, Dallas, Texas	3	B	2001
Roger R. Hemminghaus	Chairman of the Board, Ultramar Diamond Shamrock Corp., San Antonio, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	2001
James A. Martin	Retired Second General Vice President, International Association of Bridge, Structural, Ornamental, and Reinforcing Iron Workers, Austin, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	1999
H. B. Zachry, Jr.	Chairman and Chief Executive Officer, H. B. Zachry Company, San Antonio, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	2000