

Federal Reserve Bank of Dallas

Dallas, Texas 75265-5906

Notice 00-59
October 4, 2000

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 22, 2000, regarding the election of directors of this Bank to succeed Kirk A. McLaughlin, Class A Director, and Judy Ley Allen, Class B Director, whose terms expire December 31, 2000, the names of the candidates nominated and the names of the banks that made the nominations are set out on pages 3 and 4

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 B Director and to each bank in Group 3 a ballot for use in voting for a Class A 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 3 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 and on the certificate envelope.

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

- (1) The 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 3 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 11, 2000, and close at 2 p.m. on October 26, 2000. 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 2 will not vote in this election, this notice is sent to them, without forms, for their information. Group 2 consists of member banks with combined capital and surplus of over \$2,500,000 but under \$10,000,000.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Roger R. Hemminghaus". The signature is fluid and cursive, with a prominent initial "R" and a long, sweeping underline.

Roger R. Hemminghaus
Chairman of the Board

Enclosures (4)

CANDIDATE FOR CLASS B DIRECTOR

Judy Ley Allen

Co-Manager and Partner
The Fairways at Pole Creek Development, L.L.C.
Houston, Texas

Judy Ley Allen is co-manager and partner of The Fairways at Pole Creek Development, L.L.C. The Fairways is a 1,000-acre, 27-hole golf course and residential development in Winter Park, Colorado. Allen has co-responsibility for land planning, financing, and governmental approvals and total responsibility for marketing and accounting. She also performs asset management for five family members, including stock and bond, real estate, oil and gas, and timberland investments, and supervises all accounting functions and state and federal income tax return preparations.

Allen is active in numerous civic organizations. She serves on the Rice University Advisory Board of Governors, the Houston Ballet Foundation Board and the Museum of Natural Science Finance Committee. Also, she is a board member of Bellwether Exploration Company.

Allen has a bachelor's degree from Stanford University and an M.B.A. from Harvard Business School.

Nominated by the following banks in Group 1:

TEXAS

- Abilene First National Bank of Abilene
- Dallas Bank of Texas, National Association
- El Paso Bank of the West
- Jacksonville Austin Bank, Texas National Association
- McAllen Texas State Bank
- San Antonio Caminoreal Bank, N.A.

NOTE—A list of the banks in Group 1, showing the officers authorized to cast the vote of each bank, is given on pages 5 and 6 of this notice.

CANDIDATE FOR CLASS A DIRECTOR

Matthew T. Doyle

Vice Chairman of the Board and Chief Executive Officer
Texas First Banks

Matthew T. Doyle is vice chairman of the board and chief executive officer of Texas First Banks, three banks with thirteen locations. A 1980 graduate of Texas Tech University with a bachelor's degree in finance, his alma mater honored him with the Young Alumnus Outstanding Achievement Award in 1993. Doyle has completed additional studies at the American Bankers Association Collection School, Houston; Oklahoma University/American Bankers Association Installment School; and the Southwestern Graduate School of Banking at Southern Methodist University.

After graduating from college, he was affiliated with the Mangum Brick Co., Mangum, Oklahoma; and in 1981, he was elected to the board of directors, assuming the seat held by his grandfather. The company was founded by his great-grandfather.

An Eagle Scout, Doyle began his successful journey as a banker in 1981 when he joined Bank of Santa Fe, Santa Fe, Texas (now Texas First Bank – Santa Fe). After management training, he was elected assistant vice president.

In 1982, Doyle was involved in a diving accident that left him paralyzed from the chest down. After four months in rehabilitation, he made a remarkable recovery and returned to his job just months after the accident.

Doyle continued his career as an independent community banker in Galveston County, and his portfolio has grown to become the largest and most profitable of all the lending officers in the system. In 1985, Doyle was elected president of the Bank of Santa Fe and the Bank of the West (now Texas First Bank – Galveston).

In 1992, he was elected vice chairman of the board of directors at the Gulf National Bank (now Texas First Bank – Texas City) and a board member of the First State Bank of Hitchcock (now Texas First Bank – Hitchcock).

In addition to serving on several boards, Doyle has been a driving force and past president of the Texas City Jaycees; trustee and foundation member of the College of the Mainland, Texas City; chairman of the Independent Living Board of Texas City; member, Finance Committee, St. Mary's Catholic Church; and trustee, Gulf Coast for Mental Health and Mental Retardation. He was appointed by the governor to the Texas Rehabilitation Commission and currently serves as mayor pro tem of Texas City.

Doyle was named one of Ten Outstanding Young Americans for 1994 in recognition of his commitment to community service and his ability to overcome adversity to succeed professionally. He was previously honored as one of the Five Outstanding Young Texans in 1993.

Doyle resides in Texas City with his wife, the former Debbie Faulkner of Abilene. The couple has two children: Sean Thomas, age 12, and Erin Elizabeth, age 9.

Nominated by the following bank in Group 3:

TEXAS

Byers	The First National Bank of Byers
Claude	The First National Bank of Claude
Cotulla	Stockmens National Bank in Cotulla
Moody	The First National Bank of Moody
Mount Vernon	The First National Bank of Mount Vernon
Saint Jo	The First National Bank of Saint Jo
San Benito	First National Bank of San Benito
Taylor	The City National Bank of Taylor
Texas City	Texas First Bank

NOTE—A list of the banks in Group 3, showing the officers authorized to cast the vote of each bank, is given on pages 7 through 10 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 B Director.

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
Abilene	United Bank & Trust	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
Fort Worth	Surety Bank, National Association	President, Vice President, Cashier
Garland	United Central Bank	President
Granbury	Community Bank	Chairman, President, Cashier
Henderson	Citizens National Bank	Cashier
Houston	American First National Bank	President
Houston	Bank of Houston	President, Vice President, Cashier
Houston	Bank of Tanglewood, National Association	Chairman, President, Executive Vice President
Houston	CompuBank, National Association	*
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	Chief Financial Officer
Houston	Southwest Bank of Texas, N.A.	Chairman, President, Vice President, Cashier
Houston	Texas First National Bank	President
Houston	Woodforest National Bank	Chairman, President, Vice President, Cashier
Jacksonville	Austin Bank, Texas National Association	Chairman, President, Vice President, Cashier
Kilgore	City National Bank of Kilgore	President
Lake Worth	Worth National Bank	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
Lubbock	Wells Fargo Bank Texas, National Association	President, Vice President, Cashier
Marble Falls	Marble Falls National Bank	President
McAllen	Inter National Bank	Chairman, President, Cashier
McAllen	Texas State Bank	Chairman, President, Cashier
Midland	Community National Bank	President
Nacogdoches	Commercial Bank of Texas, N.A.	President
New Waverly	Citizens Bank of Texas, National Association	President
Pearland	First Community Bank, N.A.	*
Pharr	Lone Star National Bank	President, Vice President, Cashier
Plainview	Hale County State Bank	Chairman

GROUP 1 — Continued

TEXAS — Continued		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Plano	Legacy Bank of Texas	Chairman, President, Vice President, Cashier
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
Sugar Land	Southern National Bank of Texas	Chairman, Chief Executive Officer, President
Temple	Extraco Banks, National Association	President
Victoria	First Victoria National Bank	Chairman, President, Vice President, Cashier
Weatherford	Texas Bank	President
Weatherford	Weatherford National Bank	Vice President and Cashier

GROUP 3

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

Banks in this group elect one Class A Director.

LOUISIANA		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Arcadia	First National Bank	President
Benton	First National Bank of Benton	President
Ruston	American Bank of Ruston, National Association	President, Vice President, Cashier

NEW MEXICO		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Alamogordo	First National Bank in Alamogordo	Chairman, President, Executive Vice President, Vice President
Lordsburg	Western Bank	President
Ruidoso	First National Bank of Ruidoso	*

TEXAS		
Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Albany	First National Bank of Albany/Breckenridge	Chairman, President, Vice President
Amarillo	Western National Bank	President, Vice President, Cashier
Amherst	The First National Bank of Amherst	President
Anahuac	Anahuac National Bank	President
Anderson	The First National Bank of Anderson	Chairman, President, Vice President, Cashier
Anson	The First National Bank of Anson	President, Vice President, Cashier
Aspermont	The First National Bank of Aspermont	President, Vice President, Cashier
Baird	The First National Bank of Baird	Chairman, President, Vice President, Cashier
Beeville	The First National Bank of Beeville	Chairman, President, Vice President, Cashier
Bells	The First National Bank of Bells/Savoy	President
Big Lake	Big Lake Bank, National Association	Cashier
Big Spring	The State National Bank of Big Spring	Chairman, President, Vice President, Cashier
Blanco	The Blanco National Bank	President, Vice President, Cashier
Brady	The Brady National Bank	President
Brady	The Commercial National Bank of Brady	Chairman, President, Vice President, Cashier
Bridgeport	The First National Bank of Bridgeport	Chairman, President, Vice President, Cashier
Bronte	First National Bank in Bronte	President
Brookshire	Texas Premier Bank, National Association	President
Brownfield	The First National Bank of Brownfield	Chairman, President, Vice President, Cashier
Brownwood	Citizens National Bank at Brownwood	President
Bryan	The First National Bank of Bryan	Chairman, President, Vice President, Cashier
Bullard	First National Bank of Bullard	President, Cashier
Burkburnett	First Bank	President
Byers	The First National Bank of Byers	President
Caddo Mills	The State National Bank of Caddo Mills	President
Cameron	First National Bank in Cameron	Chairman, President, Vice President
Canadian	The First National Bank of Canadian	President, Vice President, Cashier
Canton	The First National Bank of Canton	Chairman, President, Vice President, Cashier
Chillicothe	The First National Bank of Chillicothe	President
Cisco	First National Bank in Cisco	Chairman, President, Vice President
Claude	The First National Bank of Claude	Chairman, President, Vice President, Cashier
Cleveland	Main Street National Bank	Chief Executive Officer
Colorado City	The City National Bank of Colorado City	Chairman, President, Vice President, Cashier
Colorado City	First National Bank of Colorado City	Mark A. Waldrip, President
Comanche	The Comanche National Bank	President

GROUP 3 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Conroe	First Bank of Conroe, National Association	*
Cooper	The First National Bank in Cooper	Vice President
Corsicana	City National Bank	President
Corsicana	Corsicana National Bank and Trust	President, Vice President, Cashier
Cotulla	Stockmens National Bank in Cotulla	Chairman, President, Vice President
Crockett	Citizens National Bank	Chairman, President, Vice President, Cashier
Crockett	First National Bank of Crockett	Chairman, President
Crosbyton	Citizens National Bank of Crosbyton	President, Vice President
Crowell	Crowell State Bank	Chairman, President, Vice President, Cashier
Daingerfield	The National Bank of Daingerfield	President
Dalhart	First National Bank in Dalhart	President
Dallas	American Bank, National Association	President
Dallas	Main Bank, National Association	Chairman, President
Dallas	Preston National Bank	Chairman, Vice Chairman, President
Dawson	First Bank & Trust Company	Chairman, President, Vice President
Del Rio	Del Rio National Bank	Chairman, President, Vice President, Cashier
De Soto	Bank of De Soto, National Association	Chairman, President, Vice President, Cashier
Detroit	Community National Bank	*
Dublin	The Dublin National Bank	President
Eagle Lake	The First National Bank of Eagle Lake	President
Edgewood	The First National Bank of Edgewood	Chairman, President, Vice President, Cashier
El Campo	The First National Bank of El Campo	President, Cashier
Eldorado	The First National Bank of Eldorado	President, Vice President, Cashier
Emory	The First National Bank of Emory	Vice President, Cashier
Evant	The First National Bank of Evant	President, Vice President
Fairfield	First National Bank	Chairman, President, Vice President, Cashier
Falfurrias	The First National Bank in Falfurrias	President
Falls City	The Falls City National Bank	Chairman, President, Vice President, Cashier
Farmers Branch	Town North National Bank	Chairman, President, Senior Vice President, Cashier
Floydada	The First National Bank of Floydada	President
Forney	The Farmers National Bank of Forney	Vice President
Fort Hood	Fort Hood National Bank	Chairman, President, Vice President, Cashier
Fort Sam Houston	Eisenhower National Bank	President, Vice President/Cashier
Fort Stockton	First National Bank of Fort Stockton	Chairman, President, Cashier
Fort Worth	The National Bank of Texas at Fort Worth	Chairman, President
Fort Worth	Summit National Bank	President
Fredericksburg	Pioneer National Bank	President
Galveston	Hometown Bank, National Association	Chairman, President, Vice President, Cashier
Garland	Northeast National Bank	President
George West	First National Bank	Chairman, President, Vice President, Cashier
Gilmer	Gilmer National Bank	Vice President
Glen Rose	First National Bank	President, Vice President
Goliad	The First National Bank of Goliad	Vice President, Cashier
Graford	First National Bank, Graford	President
Granbury	The First National Bank of Granbury	Vice President and Cashier
Granger	The Granger National Bank	Chairman, President, Vice President, Cashier
Groesbeck	First National Bank	Cashier
Groom	The State National Bank of Groom	Chairman, President, Vice President, Cashier
Hale Center	First National Bank West Texas	President, Vice President
Hamilton	First National Bank of Hamilton	Chairman, President
Hamlin	Hamlin National Bank	Chairman, President, Vice President, Cashier
Haskell	First National Bank	President, Executive Vice President
Haskell	Haskell National Bank	Chairman, President, Vice President
Hebbronville	The First National Bank of Hebbronville	President
Hico	The First National Bank of Hico	Vice President
Hillsboro	The Citizens National Bank of Hillsboro	Chairman, President, Vice President, Cashier
Holland	The First National Bank of Holland	*
Hondo	Community National Bank	President
Hondo	The Hondo National Bank	Cashier

GROUP 3 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Houston	Houston Community Bank, National Association	Chairman, President
Hughes Springs	The First National Bank of Hughes Springs	Chairman
Jacksboro	The First National Bank of Jacksboro	Chairman, President, Vice President, Cashier
Jacksboro	The Jacksboro National Bank	Chairman, Vice President, Cashier
Jacksonville	Texas National Bank of Jacksonville	Chairman, President
Jasper	First National Bank of Jasper	President
Junction	First State Bank	President
Junction	Junction National Bank	President, Vice President, Cashier
Karnes City	The Karnes County National Bank of Karnes City	Chairman, President, Vice President, Cashier
Katy	Katy Bank, National Association	President, Executive Vice President
Kemp	The First National Bank of Kemp	President
Kenedy	First-Nichols National Bank	Chairman, President, Vice President, Cashier
Kress	Kress National Bank	President
La Coste	The La Coste National Bank	Cashier
La Grange	Colorado Valley Bank	*
La Grange	National Bank & Trust	Chairman, President, Vice President, Cashier
Lake Jackson	First National Bank of Lake Jackson	President
Linden	The First National Bank of Linden	Cashier
Lipan	The First National Bank of Lipan	President
Littlefield	The First National Bank of Littlefield	Chairman, President, Vice President, Cashier
Llano	Llano National Bank	David Willmann, President
Lockhart	First-Lockhart National Bank	President
Madisonville	The National Bank of Madisonville	President
Marfa	The Marfa National Bank	Chairman, President, Vice President, Cashier Assistant Cashier
Mason	The Mason National Bank	President, Vice President
Matador	First State Bank of Matador	Vice President
Mauriceville	Mauriceville National Bank	President
McGregor	The First National Bank of McGregor	President, Vice President, Cashier
McLean	Bank of Commerce	President
Memphis	Memphis State Bank	*
Menard	The Menard National Bank	President
Mercedes	Mercedes National Bank	Chairman, President, Vice President
Mertzon	The First National Bank of Mertzon	President, Cashier
Mineola	The First National Bank of Mineola	Chairman, President
Mineral Wells	The City National Bank of Mineral Wells	President
Monahans	First National Bank of Monahans	Executive Vice President, Vice President
Moody	The First National Bank of Moody	President
Mount Vernon	The First National Bank of Mount Vernon	President, Vice President
Mount Vernon	Franklin National Bank	President
Munday	First National Bank in Munday	President, Vice President, Cashier
Naples	Morris County National Bank	Chairman, President, Vice President, Cashier
Navasota	The Bank of Navasota, National Association	President
New Boston	Century Bank, National Association	Chairman, President, Vice President, Cashier
New Castle	Farmers National Bank of Newcastle	President, Vice President
Newton	First National Bank of Newton	President, Executive Vice President, Vice President, Cashier
O'Donnell	The First National Bank of O'Donnell	President
Olney	First National Bank of Olney	President, Vice President, Cashier
Ore City	Security State Bank, National Association	*
Ozona	The Ozona National Bank	President
Paducah	The First National Bank	President
Paris	Lamar National Bank	President
Paris	The Liberty National Bank in Paris	Chairman, President, Vice President, Cashier
Paris	Peoples National Bank	*
Pasadena	Texas Coastal Bank	Chairman, President, Executive Vice President, Vice President, Cashier
Perryton	The Perryton National Bank	Chairman, President, Vice President, Cashier
Pilot Point	Pointbank, National Association	President, Cashier
Pleasanton	Atascosa National Bank	President, Vice President, Cashier

GROUP 3 — Continued

TEXAS — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Quanah	First National Bank in Quanah	Chairman, President, Vice President, Cashier
Quanah	The Security National Bank of Quanah	President, Executive Vice President
Quitaque	The First National Bank of Quitaque	President, Vice President, Cashier
Quitman	The First National Bank of Quitman	President
Richwood	Brazoswood National Bank	Vice President, Cashier
Rockwall	Lakeside National Bank	President
Round Mountain	Cattleman's National Bank	Chairman, President
Sachse	First National Bank of Sachse	President
Saint Jo	The First National Bank of Saint Jo	President, Cashier
San Angelo	Chase Bank of Texas - San Angelo, National Association ..	President, Cashier
San Antonio	Credicard National Bank	Chairman
San Benito	First National Bank of San Benito	President
San Saba	The City National Bank of San Saba	President, Vice President, Cashier
Santa Anna	The Santa Anna National Bank	Vice President, Cashier
Santo	The First National Bank of Santo	Cashier
Seymour	The Farmers National Bank of Seymour	Vice President
Seymour	The First National Bank of Seymour	Chairman, President, Vice President, Cashier
Shamrock	The First National Bank of Shamrock	Chairman, President, Vice President, Cashier
Shiner	The First National Bank of Shiner	Chairman, President, Vice President, Cashier
Smithville	Lost Pines National Bank	President
Snook	First Bank of Snook	President
Somerset	Somerset National Bank	Chairman, President, Vice President, Cashier
Sonora	The First National Bank of Sonora	President, Cashier
Southlake	Texas National Bank	Chairman, President, Vice President, Cashier
South Padre Island	First National Bank of South Padre Island	Chairman
Spearman	First National Bank	President
Stanton	The First National Bank of Stanton	President
Sterling City	The First National Bank of Sterling City	President, Vice President
Sulphur Springs	The City National Bank of Sulphur Springs	President, Vice President, Cashier
Tahoka	The First National Bank of Tahoka	Chairman, President, Vice President, Cashier
Taylor	The City National Bank of Taylor	Chairman, President, Vice President, Cashier
Teague	Citizens National Bank	President
Texarkana	Commercial National Bank of Texarkana	*
Texas City	Texas First Bank	Chairman, President
Throckmorton	The First National Bank of Throckmorton	President, Vice President, Cashier
Tom Bean	The First National Bank of Tom Bean	President
Trenton	The First National Bank of Trenton	President
Trinity	The First National Bank of Trinity	President, Vice President
Trinity	Lake Area National Bank	President, Vice President, Cashier
Uvalde	ClarityBank.Com, National Association	President, Vice President, Cashier
Valley Mills	First National Bank of Bosque County	Chairman, President, Vice President, Cashier
Van Alstyne	The First National Bank of Van Alstyne	President
Van Horn	Van Horn State Bank	President
Vernon	The Waggoner National Bank of Vernon	President, Vice President
Weatherford	First National Bank of Weatherford	Cashier
Weslaco	City National Bank	Chairman, President, Cashier
West	The State National Bank in West	President
Whitney	First National Bank in Whitney	Chairman, President, Vice President, Cashier
Woodsboro	The First National Bank of Woodsboro	Cashier
Yoakum	The Yoakum National Bank	President, Vice President, Cashier
Zapata	Zapata National Bank	Chairman, President, Cashier

**Directors of the Federal Reserve Bank of Dallas
As of October 4, 2000**

Name	Occupation	Elected by Banks in Group	Class	Term Expires Dec. 31
Kenneth T. Murphy	Chairman, President and Chief Executive Officer, First Financial Bankshares, Inc., Abilene, Texas	1	A	2002
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
Judy Ley Allen	Partner, Allen Investments, Houston, Texas	1	B	2000
Malcolm Gillis	President, Rice University, Houston, Texas	2	B	2002
Julie Spicer England	Vice President, Texas Instruments, Dallas, Texas	3	B	2001
Roger R. Hemminghaus <i>Chairman</i>	Chairman of the Board, Ultramar Diamond Shamrock Corp., San Antonio, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	2001
H. B. Zachry, Jr. <i>Deputy Chairman</i>	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
Patricia M. Patterson.	President, Patterson Investments, Inc., Dallas, Texas	Appointed by the Board of Governors of the Federal	C	2002
