

# FEDERAL RESERVE BANK OF DALLAS

DALLAS, TEXAS 75265-5906

Notice 14-32  
July 28, 2014

## ELECTION OF DIRECTORS NOMINATION PROCEDURES

### To All Member Banks in the Eleventh Federal Reserve District:

An election will be conducted under the provisions of Section 4 of the Federal Reserve Act for the positions held by the following directors of this Bank, whose terms expire December 31, 2014:

Class A Director —	George F. Jones Jr. Retired CEO Texas Capital Bank Dallas, Texas
Class B Director —	Jorge A. Bermudez President and CEO The Byebrook Group LLC College Station, Texas

Mr. Jones, the Class A Director, was elected by banks in Group 1, consisting of banks with combined capital and surplus of \$15,000,000 and over. At the conclusion of his present term, Mr. Jones will have served two three-year terms and is not eligible for reelection.

Mr. Bermudez, the Class B Director, was elected by banks in Group 2, consisting of banks with combined capital and surplus of over \$3,500,000 but under \$15,000,000. At the conclusion of his present term, Mr. Bermudez will have served one three-year term and is eligible for reelection.

The banks composing Groups 1 and 2 are listed on the following pages.

The group in which a member bank will be entitled to vote will be determined by its classification as of the date of this letter, even though its capital and surplus may subsequently change prior to the date of the election.

Except in the case of any member banks that are subsidiaries of the same bank holding company,<sup>1</sup> each bank in Group 1 is permitted to nominate one candidate for Class A Director, and each bank in Group 2 is permitted to nominate one candidate for Class B Director. When several banks are subsidiaries of a bank holding company, the nomination form is 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, for their information. **The nominations must be made by resolution of the Board of Directors and received in my office on or before August 28.** A form and return envelope for this purpose are enclosed. On September 9, a list of the candidates (indicating the nominating banks) and a preferential ballot will be mailed to each bank in the voting groups. The polls will open at 9:00 a.m. on September 23 and close at 2:00 p.m. on October 8. When the polls close, the ballot box will be opened at this Reserve Bank, the votes counted, and the results of the election announced.

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### <sup>1</sup>Section 4 of the Federal Reserve Act 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, if it has not already designated, one of such banks to participate in this election.**

**In order to be counted, the ballot must be executed by an officer authorized to cast the vote.** Officers so authorized are listed on the following pages. The authority conferred on these officers continues until revoked; they need not be redesignated. Each member bank that has not designated an officer or officers for signing the ballot, or any bank that desires to change its designation, should do so by resolution of its Board of Directors and certify the designation to me **before** the polls close. A form for this purpose will be furnished upon request; please contact the Secretary's Office at the Federal Reserve Bank of Dallas (214-922-5016) for a copy of the form.

**While 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 \$3,500,000 and under.

Sincerely,

A handwritten signature in black ink, appearing to read "M. E. Ullman III", with a stylized flourish at the end.

Myron E. Ullman III  
Chairman of the Board

Enclosures (2)

**Information Concerning Eligibility for  
Class A Directorship of a Federal Reserve Bank**

Section 4 of the Federal Reserve Act, as amended by the Federal Reserve Reform Act of 1977, contains the following provisions: "Class A shall consist of three members, without discrimination on the basis of race, creed, color, sex, or national origin, who shall be chosen by and be representative of the stockholding banks." "No officer or director of a member bank shall be eligible to serve as a Class A director unless nominated and elected by banks that are members of the same group as the member bank of which he is an officer or director." "Any person who is an officer or director of more than one member bank shall not be eligible for nomination as a Class A director except by banks in the same group as the bank having the largest aggregate resources of any of those of which such person is an officer or director." "No Senator or Representative in Congress shall be a member of the Board of Governors of the Federal Reserve System or an officer or a director of a Federal Reserve Bank."

The Board of Governors of the Federal Reserve System has expressed the opinion "...that, to be consistent with the spirit and underlying principles of the Federal Reserve Act, it is inappropriate, as a general rule, for officers and directors of Federal Reserve Banks and Branches to hold partisan political or public office in the service of the United States, or of any state, territory, county, district, political subdivision, or municipality thereof, or to act as members of political party committees."

**GROUP 1**

Consists of all member banks with combined capital stock and surplus of \$15,000,000 and over.

**Banks in this group elect one Class A Director.**

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
<b>Louisiana</b>		
<b>Zone: Dallas</b>		
Bossier City	Citizen's National Bank, N.A. ....	President
Choudrant	Community Trust Bank .....	President
<b>Texas</b>		
<b>Zone: Dallas</b>		
Abilene	First Financial Bank, N.A. ....	Chairman, President, Vice President, Cashier
Amarillo	Amarillo National Bank .....	Chairman, President, Vice President, Cashier
Arlington	Worthington National Bank .....	Chairman, CEO, President, Vice President, Cashier
Arp	American State Bank .....	*
Dallas	Comerica Bank .....	Chairman, Vice Chairman, CEO, President, CFO
Dallas	Inwood National Bank .....	President
Dallas	Plainscapital Bank .....	Chairman, President
Dallas	T Bank, N.A. ....	Chairman, President, Vice President, Cashier
Dallas	Texas Capital Bank, N.A. ....	President
Dallas	TIB The Independent Bankers Bank .....	CEO, President
Dallas	Town North Bank, N.A. ....	Chairman, President, Senior Vice President, Cashier
Dallas	United Texas Bank .....	President
Dallas	Veritex Community Bank .....	President
Denton	Northstar Bank of Texas .....	*
Fort Worth	Community Bank .....	Chairman, President, Cashier
Fort Worth	Southwest Bank .....	Chairman
Gainesville	First State Bank .....	*
Gilmer	First National Bank .....	Chairman, President, Vice President, Cashier
Graham	Ciera Bank .....	Chairman, President, Vice President, Cashier
Henderson	Citizens National Bank .....	Cashier
Hurst	Liberty Bank .....	*
Lubbock	Centennial Bank .....	Chairman

## GROUP 1 — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Lubbock	Lone Star State Bank of West Texas .....	President
Lubbock	Peoples Bank .....	Chairman, President, Executive Vice President, Senior Vice President
Midland	Bank of Texas .....	Chairman, President, Vice President, CFO, Executive Vice President, Cashier
Mount Pleasant	Guaranty Bond Bank, N.A. ....	Chairman, President, Vice President, Cashier
Pearland	Heritage Bank, N.A. ....	Chairman, President, Senior Vice President
Pilot Point	Pointbank .....	President, Cashier,
Plano	LegacyTexas Bank .....	Chairman, CEO
Plano	Viewpoint Bank National Association .....	President, CEO, CFO
Quitman	Bank Texas, N.A. ....	President
Ralls	Vista Bank .....	Chairman, President, Vice President, Cashier
Temple	Extraco Banks, N.A. ....	Chairman, President, CEO
Terrell	American National Bank of Texas .....	President
Texarkana	1st Bank .....	Chairman, President, Vice President, Cashier
Waco	First National Bank of Central Texas .....	President, Vice President, Cashier
<b>Zone: El Paso</b>		
El Paso	WestStar Bank .....	Chairman
Midland	Community National Bank .....	President
Midland	First Capital Bank of Texas .....	Chairman, President, CEO
Midland	West Texas National Bank .....	President
<b>Zone: Houston</b>		
Beaumont	Community Bank of Texas, N.A. ....	CEO, President, Cashier
Bellaire	Tradition Bank .....	Chairman, CEO, CFO
Bellville	First National Bank .....	President, Vice President, Cashier
Conroe	First Bank, N.A. ....	President
El Campo	Commercial State Bank .....	*
Houston	Amegy Bank, N.A. ....	CEO, President
Houston	American First National Bank .....	President
Houston	Golden Bank, N.A. ....	Chairman, President, Executive Vice President, Cashier
Houston	Green Bank, N.A. ....	Chairman, President
Houston	ICON Bank of Texas, N.A. ....	*
Houston	Post Oak Bank, N.A. ....	Chairman, President, Vice President, Cashier
Houston	Southwestern National Bank .....	President
Houston	Wells Fargo Bank South Central, N.A. ....	*
Houston	Woodforest National Bank .....	Chairman, President, Vice President, Cashier
Jacksonville	Austin Bank, N.A. ....	Chairman, President, Vice President, Cashier
Nacogdoches	Commercial Bank of Texas, N.A. ....	Chairman, President
Pasadena	Texas Citizens Bank, N.A. ....	Chairman, President, Vice President, Cashier
Shiner	First National Bank .....	Chairman, President, Vice President, Cashier
Sugar Land	First Community Bank, N.A. ....	Chairman, President, Chief Financial Officer
Texas City	Texas First Bank .....	Chairman, President
Tyler	Citizens 1st Bank.....	*
<b>Zone: San Antonio</b>		
Del Rio	The Bank & Trust, SSB.....	*
Kingsville	Kleberg First National Bank .....	Chairman, President, Vice President, Cashier
Laredo	Texas Community Bank, N.A. ....	Chairman, President, Vice President
McAllen	Inter National Bank .....	Chairman, President, Cashier
Pharr	Lone Star National Bank .....	President, Vice President, Cashier
San Antonio	Broadway National Bank .....	Chairman, President, Vice President, Cashier
San Antonio	Frost National Bank .....	President, Vice President, Cashier
San Antonio	Lone Star Capital Bank .....	Chairman, President, CEO
San Antonio	Vantage Bank .....	President, Vice President, Cashier
Universal City	Texstar National Bank .....	Chairman

\* No designation of authorized officer on file.

**Information Concerning Eligibility for  
Class B Directorship of a Federal Reserve Bank**

Section 4 of the Federal Reserve Act, as amended by the Federal Reserve Reform Act of 1977, contains the following provisions: "Class B shall consist of three members who shall represent the public and shall be elected without discrimination on the basis of race, creed, color, sex, or national origin, and with due but not exclusive consideration to the interests of agriculture, commerce, industry, services, labor, and consumers." "No director of Class B shall be an officer, director, or employee of any bank." "No Senator or Representative in Congress shall be a member of the Board of Governors of the Federal Reserve System or an officer or a director of a Federal Reserve Bank."

The Board of Governors of the Federal Reserve System has expressed the opinion "...that, to be consistent with the spirit and underlying principles of the Federal Reserve Act, it is inappropriate, as a general rule, for officers and directors of Federal Reserve Banks and Branches to hold partisan political or public office in the service of the United States, or of any state, territory, county, district, political subdivision, or municipality thereof, or to act as members of political party committees."

**GROUP 2**

Consists of all member banks with combined capital stock and surplus of over \$3,500,000 but under \$15,000,000

**Banks in this group elect one Class B Director.**

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
<b>Louisiana</b>		
<b>Zone: Dallas</b>		
Arcadia	First National Bank .....	President
Ruston	Argent Trust Co.....	Chairman, President
<b>New Mexico</b>		
<b>Zone: El Paso</b>		
Alamogordo	First National Bank in Alamogordo .....	Chairman, President, Executive Vice President, Vice President
Carlsbad	Carlsbad National Bank.....	President, Vice President, Cashier
Lordsburg	Western Bank.....	President
<b>Texas</b>		
<b>Zone: Dallas</b>		
Abilene	Citizens Bank, N.A. ....	Chairman, President
Ballinger	Ballinger National Bank .....	President, Executive Vice President
Ballinger	First National Bank .....	Chairman, President, Vice President
Big Spring	State National Bank .....	Chairman, President, Vice President, Cashier
Bowie	Legend Bank, N.A. ....	President
Burleson	First National Bank of Burleson .....	President
Cameron	Classic Bank, N.A. ....	Chairman, President, Vice President, Cashier
Comanche	Comanche National Bank .....	President
Corsicana	Community National Bk & Tr of Texas .....	President, Vice President, Cashier
Daingerfield	Texas Heritage National Bank .....	President
Decatur	North Texas Bank, N.A. ....	*
Fort Worth	Trinity Bank, N.A. ....	Chairman, President
Fort Worth	Woodhaven National Bank .....	President, Executive Vice President
Frisco	Texas Republic Bank, N.A. ....	President, Executive Vice President
Gatesville	National Bank .....	Chairman, President, Vice President, Cashier
Gladewater	Gladewater National Bank .....	Chairman, President, Vice President, Cashier

## GROUP 2 — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Hereford	First National Bank of Hereford .....	President
Hughes Springs	First National Bank .....	Chairman
Iowa Park	State National Bank .....	Chairman, President, Vice President, Cashier
Irving	Independent Bank of Texas .....	President, Chief Executive Officer, Chief Financial Officer, Cashier
Kilgore	Kilgore National Bank .....	President
Killeen	First National Bank Texas .....	Chairman, President, Vice President, Cashier
Lamesa	Lamesa National Bank .....	Chairman, President, Vice President, Cashier
Linden	Texana Bank, N.A. ....	Cashier
Lubbock	Lubbock National Bank .....	Chairman, President, Executive Vice President
Mexia	Incommons Bank, N.A. ....	*
Mineral Wells	Titan Bank, N.A. ....	President
Plano	Shareplus Bank .....	*
San Angelo	Crockett National Bank .....	President
Sanger	Sanger Bank .....	Chairman, President
Sonora	First National Bank .....	President, Cashier
Sterling City	First National Bank .....	President, Vice President
Sulphur Springs	City National Bank .....	President, Vice President, Cashier
Sweetwater	Texas National Bank .....	Chairman, President
Trenton	First National Bank .....	President
Tyler	Citizens State Bank .....	*
Van Alstyne	Texas Star Bank .....	President
Vernon	Waggoner National Bank .....	President, Vice President
Waco	American Bank, N.A. ....	Chairman, President, Cashier
Waco	Central National Bank .....	President, Vice President, Cashier
Waxahachie	Citizens National Bank of Texas .....	President
Wellington	Wellington State Bank .....	President
Wichita Falls	American National Bank & Trust .....	President
Wichita Falls	First National Bank .....	Chairman, President, Cashier
Winnsboro	First National Bank .....	Chairman, President, Vice President, Cashier

### Zone: El Paso

Andrews	The National Bank of Andrews .....	President, Cashier
El Paso	United Bank of El Paso .....	Chairman, President, Executive Vice President, Cashier
Fabens	First National Bank .....	President
Marfa	The Marfa National Bank .....	Chairman, President, Vice President, Cashier, Asst. Cashier
Pecos	Transpecos Banks .....	President, Vice President, Cashier

### Zone: Houston

Alvin	First National Bank .....	President, Executive Vice President
Alvin	Texas Advantage Community Bank, N.A. ....	President
Anahuac	Anahuac National Bank .....	President
Brenham	Bank of Brenham, N.A. ....	President
Brenham	The Brenham National Bank .....	Chairman, President, Vice President, Cashier
El Campo	Newfirst National Bank .....	President, Cashier
Freeport	Texas Gulf Bank, N.A. ....	*
Galveston	Moody National Bank .....	Chairman, President, Executive Vice President
Giddings	First Nat'L Bank of Giddings .....	Chief Executive Officer
Houston	Houston Community Bank .....	Chairman, Vice Chairman, President
Houston	Legacy Trust Company, N.A. ....	*
Houston	The State Bank of Texas .....	Chairman
Houston	Unity National Bank of Houston .....	Chairman, Co-Chairman
Huntsville	First National Bank .....	Chairman, President, Vice President, Cashier
Jacksonville	Texas National Bank .....	Chairman, President
Jasper	First National Bank .....	President
Kingwood	Mint National Bank .....	Chairman, President, Vice President, Cashier
Liberty	First Liberty National Bank .....	Chairman, President
Livingston	First National Bank .....	Chairman, President, Vice President, Cashier

## GROUP 2 — Continued

Location	Name of Bank or Trust Company	Officers Authorized to Cast Vote
Livingston	First State Bank .....	*
Port Lavaca	First National Bank .....	President
Richwood	Brazos National Bank .....	*
<b>Zone: San Antonio</b>		
Austin	Business Bank of Texas, N.A. ....	Chairman, President
Bastrop	First National Bank .....	Chairman, President, Vice President, Cashier
Beeville	The First National Bank of Beeville .....	Chairman, President, Vice President, Cashier
Blanco	Blanco National Bank .....	President, Vice President, Cashier
Corpus Christi	American Bank, N.A. ....	President
Gonzales	Sage Capital Bank .....	President
Hondo	Community National Bank .....	President
Hondo	The Hondo National Bank .....	Cashier
Karnes City	The Karnes County National Bank of Karnes City .....	Chairman, President, Vice President, Cashier
Kerrville	Guadalupe National Bank .....	Chairman, President
Mercedes	Texas National Bank .....	Chairman, President, Vice President
San Benito	First Community Bank, N.A. ....	President
Seguin	First Commercial Bank, N.A. ....	President

\* No designation of authorized officer on file.

**Directors of the Federal Reserve Bank of Dallas**  
**As of**  
**July 28, 2014**

Name	Occupation	Elected by Banks in Group	Class	Term Expires Dec. 31
George F. Jones Jr.....	Retired Chief Executive Officer, Texas Capital Bank Dallas, Texas	1	A	2014
Russell Shannon .....	Chairman and Chief Executive Officer, National Bank of Andrews Andrews, Texas	2	A	2016
Allan James Rasmussen.....	President and Chief Executive Officer, HomeTown Bank, NA Galveston, Texas	3	A	2015
Ann B. Stern .....	President and Chief Executive Officer, Houston Endowment Inc. Houston, Texas	1	B	2015
Jorge A. Bermudez.....	President and Chief Executive Officer, The Byebrook Group LLC College Station, Texas	2	B	2014
Curtis V. Anastasio .....	Retired President and Chief Executive Officer, NuStar Energy LP San Antonio, Texas	3	B	2016
Myron E. Ullman III..... <i>Chair</i>	Chief Executive Officer, J.C. Penney Company Inc. Plano, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	2014
Renu Khator .....	Chancellor/President, University of Houston Houston, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	2014
Matthew K. Rose .....	Executive Chairman, BNSF Railway Company Fort Worth, Texas	Appointed by the Board of Governors of the Federal Reserve System	C	2016