

Thrift Bulletin

TB 64-1 was rescinded 12-5-95 by TB 64-1a. Click [HERE](#) to link to TB 64-1a

Handbooks: Holding Companies
Thrift Activities

Subjects: Insider Lending; Oversight by the Board of Directors

Sections: 400 (HC)
310 (TA)
TB 64-1

January 13, 1995

RESCINDED Reporting of Loans to Executive Officers

Summary: This bulletin clarifies reporting requirements that exist when an institution or correspondent bank extends credit to an executive officer. TB 64 is hereby rescinded.

For Further Information Contact: Your Regional Office, or Affiliates Policy, Washington, DC.

Thrift Bulletin 64-1

Background

The Financial Institutions Reform, Recovery and Enforcement Act of 1989 made savings associations subject to the same insider lending standards that apply to member banks of the Federal Reserve System. Specifically, Section 22(h) of the Federal Reserve Act (FRA) became applicable to thrifts in the same manner and to the same extent as if the association were a bank or a member bank of the Federal Reserve System. The Office of Thrift Supervision incorporated the Federal Reserve Board's implementing Regulation O (12 C.F.R. Part 215), Subpart A, by reference at 12 C.F.R. 563.43.

In 1991, the Federal Deposit Insurance Corporation Improvement Act made the provisions of Subpart B of Regulation O, as well as the additional restrictions on loans to executive officers contained in Sec-

tion 22(g) of the FRA, applicable to thrifts. By miscellaneous technical amendment published in the Federal Register on October 25, 1994 (Vol. 59 No. 205), the OTS clarified its regulations at 12 C.F.R. 563.43 to indicate that Subpart B of Regulation O also applies to thrifts.

Supplement to the Regulation

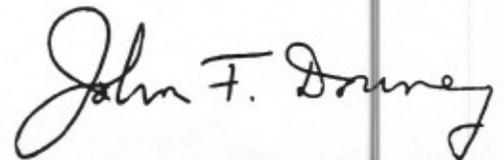
Section 215.10 of Regulation O requires each member bank to "include with (but not as part of)" each report of condition a separate report of all extensions of credit made by the member bank to its executive officers since the date of the bank's previous report of condition.

Beginning in March 1995, thrifts will be able to report this information on a new page that is filed electronically with the Thrift Financial Report. This special report has been added immediately after Schedule SI - Supplemental Information, and gathers three new line items. Specifically, the report requires information on the number of loans made to executive officers during the quarter, the total dollar amount

of such loans, and the range of interest charged on these loans. Thrifts will no longer be required to file a separate report with their local Regional Office.

Additionally, this bulletin serves as a reminder that executive officers and principal shareholders, and their related interests, must submit an annual report to their board of directors regarding their indebtedness to correspondent banks. This report is due to the board of directors by January 31st, and should be kept on file at the institution. (A copy does not need to be submitted directly to the OTS, but should be made available during your next examination.) For your convenience, we have attached a suggested format for complying with this requirement. To facilitate this reporting requirement, the institution shall advise each of its executive officers and principal shareholders (to the extent known) of the reports required and make available a list of the names and addresses of correspondent banks.

Attachment



—John F. Downey
Director of Supervision



Office of Thrift Supervision
Report on Indebtedness of Executive Officers and Principal Shareholders and their Related Interests to Correspondent Banks

For the Calendar Year Ending December 31, 19__

Name of Executive Officer or Principal Shareholder Submitting Report

Name of Thrift to which Report is Submitted

City

State

To be submitted by executive officers and principal shareholders of insured thrifts to the boards of directors of their thrifts in satisfaction of the reporting requirements of the Federal Reserve Board's Regulation O (12CFR Part 215) with respect to indebtedness to correspondent banks.

D. Terms and conditions of each extension of credit included as indebtedness in the amount reported (see Instruction 3). Use additional pages if indebtedness consists of more than three loans and/or more space is needed to report terms and conditions:

Status of Reporting Person:

Executive Officer Principal Shareholder

If the report is submitted for indebtedness of a related interest, name and address of related interest for which the report is submitted:

A. Maximum amount of indebtedness (in thousands of dollars) outstanding during the calendar year:

\$ _____

B. Method used to determine maximum amount of indebtedness outstanding (check one):

- i. highest outstanding indebtedness during the calendar year
- ii. highest end of the month indebtedness outstanding during the calendar year

C. Amount of indebtedness (in thousands of dollars) outstanding ten business days prior to the date of filing this report:

\$ _____

Loan 1:

Loan 2:

Loan 3:

Name and address of the correspondent bank to which the executive officer, principal shareholder, or related interest is indebted:

Disclosure of Estimated Burden

The burden associated with this information collection is estimated to vary from 1 to 2 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to the:

Office of Thrift Supervision
 Supervision Policy
 1700 G Street, N.W.
 Washington, D.C. 20552

I hereby certify that the information given above is complete, correct, and true to the best of my knowledge.

Signature of Official Responsible for Report

Date Signed

General Instructions

1. Persons Required to File Report

A Report on Indebtedness to Correspondent Banks must be completed by each executive officer and each principal shareholder of an insured thrift who was indebted, or whose related interests were indebted, during the calendar year for which the report is being submitted to a correspondent bank of their thrift. All insured thrifts are required by law to make available to their executive officers and principal shareholders a list of their correspondent banks. "Correspondent bank" means generally a bank or thrift that maintains a correspondent account in excess of a certain amount for the officer's or shareholder's thrift.

The executive officer or principal shareholder must file a separate report concerning the indebtedness of the officer or shareholder to each correspondent bank and a separate report concerning the indebtedness of each of the related interests of the officer or shareholder to each correspondent bank. For example, if an executive officer is indebted to two correspondent banks, the officer must file two reports, one for each correspondent bank. If the executive officer has two related interests that were also both indebted to two correspondent banks, the officer would file six reports, two for the officer's own indebtedness and four for the indebtedness of the officer's related interests. If the executive officer is not indebted to a correspondent bank, but a related interest of the officer is indebted to a correspondent bank, the executive officer must file a report concerning the indebtedness of the officer's related interest to the correspondent bank.

2. Where and When Reports are to be Filed

The executive officer or principal shareholder must submit the report on indebtedness to correspondent banks to the board of directors of the reporting person's thrift for each calendar year by January 31 of the next year.

3. What Must be Reported

The reporting person must include in each report on indebtedness to each correspondent bank: (a) the maximum amount of indebtedness outstanding during the calendar year, and (b) the terms and conditions of each extension of credit included in the maximum amount reported. The terms and conditions to be reported are: (1) the original amount and date; (2) the maturity date; (3) the payment terms; (4) the range of interest rates charged during the calendar year; (5) whether the extension of credit is secured or unsecured; (6) if secured, a description of the collateral and its value; and (7) any unusual terms or conditions.

In determining the maximum amount of indebtedness of a principal shareholder, the indebtedness of a member of the shareholder's immediate family is to be treated as indebtedness of the

principal shareholder. Each maximum amount of indebtedness reported may include several separate extensions of credit. The reporting person must report separately the terms and conditions of each of these extensions of credit.

Each report on indebtedness to each correspondent bank must also include the amount of indebtedness outstanding to the correspondent bank ten business days before the date on which the report on indebtedness is filed. If the information on the amount of indebtedness outstanding to a correspondent bank ten business days before the filing of the report is not available or cannot be readily ascertained by the filing date, an estimate of the amount of such indebtedness may be filed, provided that the actual amount of such indebtedness is submitted to the thrift's board of directors within the next thirty days.

4. Definitions

The following definitions are intended to provide general guidance in completing this report. For precise definitions, see the Federal Reserve Board's Regulation O (12 C.F.R. Part 215) and Section 563.43 of the OTS's Regulations (12 C.F.R. Section 563.43).

- a. "Executive officer" is defined in Section 215.2 of Regulation O and means generally an individual who participates or who has authority to participate (other than in the capacity of a director) in major policymaking functions of the thrift. Certain categories of thrift officers (e.g. vice presidents) are presumed in Regulation O to be executive officers unless they are excluded by resolution of the board of directors of the thrift or by its bylaws from participation in major policymaking functions of the thrift and do not participate therein.
- b. "Principal Shareholder" means any individual or company (other than an insured thrift or a foreign bank) that, directly or indirectly, owns, controls, or has the power to vote more than 10 percent of any class of voting securities of the thrift. The term includes a person that controls a principal shareholder (e.g., a person that controls a thrift holding company).

For the purpose of determining who is a principal shareholder, shares owned or controlled by a member of the individual's immediate family are presumed to be controlled by the individual.

"Immediate family" means the spouse of an individual, the individual's minor children, and any of the individual's children (including adults) residing in the individual's home. For reporting purposes, only one individual in the immediate family must file reports if that individual's reports include the information on indebtedness of the individual's immediate family.

- c. Control of a company is defined in Section 215.2(b) of Regulation O generally as ownership or control of 25 percent or more of a company's outstanding voting shares; however, the regulation presumes control in some cases where less than 25 percent ownership or control exists.
- d. "Related interest" means (2) a company that is controlled by a person or (2) a political or campaign committee that is controlled by a person or the funds or services of which will benefit a person.
- e. "Indebtedness" includes any extension of credit (as defined in Section 215.3 of Regulation O), but does not include:
 - i. commercial paper, bonds and debentures issued in the ordinary course of business; and
 - ii. indebtedness in an aggregate amount of \$5,000 or less from each correspondent bank, provided the credit is incurred under terms that are not more favorable than those offered the general public.
- f. "Maximum amount of indebtedness" means, at the option of the reporting person, either (i) the highest outstanding indebtedness during the calendar year for which the report is made, or (ii) the highest end of the month indebtedness outstanding during the calendar year for which the report is made. The method chosen should be consistently used for all indebtedness to the same correspondent bank. The reporting person must indicate on the report whether the maximum amount was determined as of the end of the month or on a daily basis.
- g. "Correspondent bank," "company," and other terms pertinent to this report are defined in Regulation O, 12 CFR Part 215.