

Commerce Bancshares, Inc.
Compliance Department, TB12-1
922 Walnut P.O. Box 13686
Kansas City, MO 64199-3686
September 14, 2009

Jennifer J. Johnson, Secretary
Board of Governors of the Federal Reserve System
20th Street and Constitution Avenue, NW.
Washington, DC 20551

Delivered via email:

RE: Docket Number R-1367

Dear Sir or Madam:

Commerce Bancshares, Inc. is a registered bank holding company with total assets of \$17.9 billion at March 31, 2009, and one bank subsidiary. The bank is a full-service bank, with approximately 360 branch locations in Missouri, Illinois, Kansas, Oklahoma, and Colorado and card operations in Nebraska. A full line of banking services, including investment management and securities brokerage are offered. The Company also has operating subsidiaries involved in mortgage banking, credit related insurance, and private equity activities.

We appreciate the opportunity to comment on the proposal to Regulation Z, which implements the Truth in Lending Act (TILA), and the staff commentary to the regulation, as part of a comprehensive review of TILA rules for open-end credit home secured credit, or home-equity lines of credit (HELOCs).

Due to the overwhelming number of regulatory changes that have been finalized to date and those that will be finalized before the end of the currently stated comment period, we would like to request that the comment period be extended to the Second Quarter 2010. Staff is currently working diligently on the current regulatory changes, which require major restructuring of processes, procedures, and significant enhancements to systems, as well as training for staff to be ready for the various final implementation dates. The additional time is critical for us to fully analyze the impact of the proposed changes and make beneficial comments.

We have listed the current regulatory changes with corresponding final implementation dates.

Mandatory Dates for Compliance.	Overview of Regulatory Change
Sept. 18, 2009	International ACH Transactions (IAT): <ul style="list-style-type: none">• FI's must be able to receive IAT transactions• Perform OFAC checks on IATs
Oct. 1, 2009	Regulation Z <ul style="list-style-type: none">• Loan applications taken to use HPML threshold• Underwriting requirement for HPML
Oct. 1, 2009	Regulation Z <ul style="list-style-type: none">• Open-end and Closed end advertising rules for real estate secured advertisements
Oct. 1, 2009	Regulation C, HMDA reporting changes for rate spreads using HPML thresholds

Dec. 31, 2009	FDIC/Sweep <ul style="list-style-type: none"> Remove unlimited coverage notice for non-interest bearing transaction accounts un TAGP/TLGP.
Dec. 1, 2009	UIGEA: <ul style="list-style-type: none"> Written procedures & policies Revised Account opening process for screening commercial accounts Copies of card system operators policies and procedures obtained Create action plan for when prohibited transactions are discovered.
Dec. 1, 2009	FINCEN <ul style="list-style-type: none"> Adobe CTR filing
Jan. 1, 2010	RESPA <ul style="list-style-type: none"> Revised GFE and HUD-1/1A
Jan. 1, 2010	FDIC/Sweep <ul style="list-style-type: none"> Overdraft disclosure practices on statements
Feb. 22, 2010	Credit Card Accountability and Responsibility Act. (CARD Act) unless otherwise specified.
Apr. 1, 2010	Regulation Z <ul style="list-style-type: none"> Escrows on HPML's for site-built homes
Jul. 1, 2010	Regulation Z <ul style="list-style-type: none"> Account opening disclosure table Solicitation and periodic statements Advertising Rate change, "two-cycle" billing, Fees, etc.
Jul. 1, 2010	FACT Act: <ul style="list-style-type: none"> Accuracy & Integrity Guidelines Consumer Dispute Procedures
Aug. 22, 2010	CARD Act: <ul style="list-style-type: none"> Interest rate reduction Reasonable Penalty Fees Gift Cards
Oct. 1, 2010	Regulation Z <ul style="list-style-type: none"> Escrows for HPML's for manufactured homes
Pending Final Rules	SAFE Act <ul style="list-style-type: none"> Registration
Pending Final Rules	Flood FAQ

Thank you for the opportunity to comment.

Sincerely,

Sally J. Feistner, CRCM
Compliance Officer