

Harry Read  
NorthEast Community Bank  
325 Hamilton Avenue  
White Plains, NY 10601

October 31, 2011

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

Dear Ms. Johnson,

NorthEast is a grandfathered mutual holding Co. under the provisions of the Dodd-Frank Act and the interim final rules. It is my hope that you will preserve the structure of the MHC in a manner that ensures the continued viability of this structure.

No where in the Dodd-Frank Act is there a requirement for the members of an MHC to approve the dividend waiver. A significant cost and time for an MHC to obtain member approval of the dividend waiver on an annual basis is a real hardship on a small bank. It really should be the decision of the directors of the MHC.

I would add that waiver of dividends allow for retention of Capital at the Company and avoid adverse tax consequences as well as retention of funds at the stock holding company for investment.

I would respectfully request that Federal Reserve Board amend in Interim Final Rule to remove the requirement that MHC's members approve dividend waivers by Grandfathered MHC's.

Sincerely

Harry A Read  
Director, NorthEast Community Bank

C.c. Board of Directors