

From: [Izinski](#)
To: [CLEV Comments Applications](#)
Cc: [Serafini, David](#)
Subject: [External] Comment on PNC Acquiring BBVA
Date: Friday, February 05, 2021 3:36:01 PM

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To: Anne E. Misback, Secretary of the Board
Federal Reserve Bank of Cleveland

RE: *PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama*

The Mon Valley Initiative (MVI) is a regional community development corporation serving the distressed communities just outside of Pittsburgh along the Monongahela River Valley that are still suffering from the exodus of major manufacturing industries during the late 1980s. With the Monongahela River forming our connecting corridor, MVI serves communities across three counties, Allegheny, Washington, and Westmoreland. We provide real estate development services, workforce development and financial coaching services, and housing counseling services.

MVI's partnership with PNC is a long-standing one, having started during MVI's initial formation in 1988. We have partnered on loan programs, undertaken major real estate development projects, and benefited from direct organizational support, both financial and in volunteer time from PNC employees.

More recently PNC has been a partner in a 6-year Neighborhood Partnership Program with MVI and the Braddock Carnegie Library, serving the 15104 zip code communities with consistent program services and transformational real estate development, including new for-sale homes and a major public plaza and greenspace. In 2020, we were also pleased to partner with PNC as our investor on a major mixed-use development in the heart of Clairton, with 49 units of LIHTC housing now under construction along with five new commercial spaces.

We have also benefitted from having an ongoing line of credit with PNC that provides us with working capital for any of our real estate development projects. The PNC staff that work with us are attentive and helpful, even though we are certainly a small customer. This strong relationship was clearly in evidence this past year when the pandemic impacted our work, and we had the opportunity to access a PPP loan. Our friends at PNC helped us every step of the way from application to forgiveness, and it ensured that we were able to maintain our staff and continue to serve our neighbors during this very difficult year.

Even as they continue to grow, we are confident that PNC will continue to be a responsive and

strong partner for low-income communities and organizations who work to bring equity and justice to people and places that have been left behind. We are grateful for their partnership.

Sincerely,

Laura R. Zinski

CEO

Mon Valley Initiative

303-305 East 8th Avenue

Homestead, PA 15120

P: (412) 464-4000 x4005

F: (412) 464-1750

www.monvalleyinitiative.com

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From: [Marten Jenkins](#)
To: [CLEV Comments Applications](#)
Cc: [Don Harrington \(walter.harrington@pnc.com\)](#); [Marten Jenkins](#)
Subject: [External] NCIFund Letter of Support
Date: Friday, February 05, 2021 3:36:54 PM
Attachments: [image010.png](#)
[image011.png](#)
[image012.png](#)
[NCIFund Letter of Support Cleveland FRB.pdf](#)

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Marten R. Jenkins, Jr.
President
mjenkins@conservationfund.org
www.ncifund.org

Please note we have moved to a new office:

Natural Capital Investment Fund
Office: (681) 252-4306, ext. 105; Cell (304) 261-4883
Fax (304) 885-8177
PO Box 839, Charles Town, WV 25414

Physical address for FedEx, UPS:

106 W. Washington Street – 2nd floor, Charles Town, WV 25414

Check out our latest [Impact Report!](#)

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<https://www.linkedin.com/in/martenjenkins/>

<https://www.facebook.com/ncifund>

@JenkinsMarten

Natural Capital Investment Fund, Inc

February 5, 2021

Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551-001

Mary S. Johnson
Vice President
Federal Reserve Bank of Cleveland
1455 East Sixth Street
Cleveland, OH 44101-2566

PO Box 839
106 W. Washington St-2nd FL
Charles Town, WV 25414
PHONE: 681-252-4306
FAX: 304-885-8177

RE: PNC Financial Services Group, Inc., Pittsburgh, PA, and PNC Bancorp, Inc., Wilmington, DE; to acquire BBVA USA Bancshares, Inc., Houston, TX, and thereby indirectly acquire BBVA USA, Birmingham, AL.

To whom it may concern:

I am writing re: PNC Bank's acquisition of BBVA and PNC's past support for Natural Capital Investment Fund, Inc. (NCIFund).

NCIFund is an AERIS rated, US Treasury certified small business loan fund. NCIFund lends and delivers advisory services to small businesses, agricultural enterprises, and community organizations in rural, minority and low-wealth communities. Our service area includes the entire states of West Virginia and North Carolina and the Appalachian Regional Commission-designated counties of Maryland, Ohio, Kentucky, Tennessee, Virginia, Georgia, and South Carolina. Our goal is to catalyze environmentally and socially responsible business development and wealth creation in the communities we serve.

NCIFund has worked with PNC Bank to increase access to capital for small businesses in underserved communities across the bank's North Carolina, West Virginia, and Maryland service area since 2014. PNC has supported NCIFund in two ways:

1. \$1.5 million in equity equivalent investment (EQ2) financing to support our small business lending programs in North Carolina, West Virginia, and Maryland.
2. Operating grants to support our business advisory services in North Carolina. These services help start-up and early-stage small businesses with consulting and advice, so they can better deploy bookkeeping, marketing and operations systems and make the best use of NCIFund's loans.

Through its support of NCIFund, PNC has demonstrated a commitment to addressing the challenges faced by residents of LMI communities in the bank's service area.

We are grateful for PNC's support of NCIFund's lending and advisory services, which helps us better assist businesses and entrepreneurs in the underserved communities where we work. Based on the bank's track record of support for NCIFund, we are hopeful that the acquisition of BBVA by PNC Bank will result in increased community development resources for the communities currently served by both PNC and BBVA.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Marten R. Jenkins, Jr.', written in a cursive style.

Marten R. Jenkins, Jr.
President and CEO, NCIFund

From: [Rich Rollason](#)
To: [CLEV Comments Applications; "LargeBanks@occ.treas.gov"](#)
Cc: [Ignacio Esteban](#)
Subject: [External] PNC Financial Services Group, Inc., and PNC Bancorp, Inc., acquire BBVA USA
Date: Friday, February 05, 2021 3:38:22 PM
Attachments: [FCLFLogo2015Final_439f3f52-442c-4ede-8203-3ac2125dc02a.png](#)
[Twitter2015_b82a10fd-030e-4b3a-b36a-e026346927b1.png](#)
[LinkedIn2015_8cfb89ae-c7b0-4275-8205-5679fa40c079.png](#)
[Facebook2015_cea17e72-041a-45a5-a348-47c0a101f668.png](#)
[2021 FCLF PNC letter of support.pdf](#)

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RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

Comptroller of the Currency

Reference: 2020-LB-Combination-31899

Thank you for the opportunity to provide comments on the PNC acquisition of BBVA USA. Please see our attached letter of support and remarks.

Kindest regards,

Rich Rollason
Development Officer
Florida Community Loan Fund



800 N. Magnolia Ave., Suite 106 | Orlando, FL 32803
p 407.246.0846 | direct 407.413.9215 | m 407.340.2535 | f 407.246.0856
rrollason@fclf.org | www.fclf.org



This institution is an equal opportunity provider.

February 5, 2021

Ann E. Misback
Secretary of the Board
Federal Reserve
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

Mary S. Johnson
Vice President
Federal Reserve Bank of Cleveland
1455 East Sixth Street
Cleveland, Ohio 44101-2566

Comments.applications@clev.frb.org:

David Reilly
Director of Large Bank Licensing
Comptroller of the Currency
400 7th St, SW
Mail Stop 10E-2
Washington, DC 20219-0001

LargeBanks@occ.treas.gov

Reference: 2020-LB-Combination-31899

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To whom it may concern:

As Florida's leading statewide community development financial institution (CDFI), the Florida Community Loan Fund (FCLF) would like to comment positively on the above acquisition.

For the past twenty-five years FCLF has successfully financed community development in Florida. Since inception, FCLF has financed \$470 million through 383 loans, into projects that have leveraged over \$1.21 billion. FCLF provides flexible financing for mission-based nonprofits and for-profit organizations engaged in affordable housing, supportive housing and projects offering essential social services, such as healthcare, education, and food access.

To achieve its mission, FCLF relies on operating grants to support its operations and on community development investments to support its lending. FCLF counts as its investors a wide range of religious investors, trade associations, foundations, individuals and hospital systems. But banks represent the largest portion of our total investment capital. The vast majority of large financial institutions with a Florida presence are both donors and investors in FCLF.

PNC and BBVA are no exception.

On the investment side PNC (\$10MM) and BBVA (\$5MM) are among the largest investors in FCLF. Debt capital from both banks allows FCLF to deploy financing to a wide range of community projects statewide. Relative to their size and market share in Florida, both banks are among the most active investors in FCLF.

Both banks have also supported FCLF through operating grants. Support of this kind has been reasonable and relatively consistent, but not as large or as consistent as other peers relative to their asset size and market share.

Overall, we find both PNC and BBVA separately take their role in community development seriously and have been thoughtful about meeting their CRA responsibilities. We do not have a reason to believe that the commitment to community development would decrease for the resulting combined entity.

One important caveat in our recommendation is that we would hope and anticipate that the resulting entity expands its community development work in Florida. Of specific concern, as with any merger of two banking institutions that are separately investors in FCLF, is the potential that the combined investments would be deemed outside of the concentration of risk parameters for the resulting entity. We believe, based on past experience with both of our partners, that the resulting entity will recognize the importance of maintaining and growing the relationship with FCLF.

Sincerely,

A handwritten signature in black ink, consisting of a series of overlapping, fluid strokes that form a stylized, somewhat abstract shape.

Ignacio Esteban
CEO

From: [Gillian Sarjeant-Allen](#)
To: [CLEV Comments Applications](#)
Cc: william.best@pnc.com
Subject: [External] Letter of Support - PNC Acquisition of BBVA
Date: Friday, February 05, 2021 3:39:45 PM
Attachments: [RTC Letter_PNC_020521.pdf](#)

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Dear Ms. Misback & Ms. Johnson:

Attached, please find the letter of support from Rising Tide Capital (RTC) regarding PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama.

Please feel free to contact us with any questions.

Best,

Gillian Sarjeant-Allen

Executive Director - Rising Tide Capital NJ

A: 384 Martin Luther King Drive, Jersey City, NJ 07305

P: 201-432-4316 x 107

E: Gillian@RisingTideCapital.org

W: risingtidecapital.org



RISING TIDE
CAPITAL

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Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551

Federal Reserve Bank of Cleveland
(Mary S. Johnson, Vice President)
1455 East Sixth Street
Cleveland, Ohio 44101

Reference: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

February 4, 2021

I am writing this letter in reference to PNC's recent application to acquire BBVA and to testify to the sustained charitable support our nonprofit organization has received over the years from PNC as a result of their strong commitment to the economic empowerment of low-income individuals and communities through micro-enterprise development.

Rising Tide Capital (www.RisingTideCapital.org) is a nonprofit organization based in Jersey City, NJ whose mission is to transform lives and communities through entrepreneurship. Our vision pursues scaled impact by making available a data-driven, gold-standard model for high quality business education and consulting services for women and minority entrepreneurs that social entrepreneurs around the country can use as a platform for local impact, scale, and innovation. In NJ, where Rising Tide Capital was first established, the organization has grown significantly over the years and now works statewide with over 1,000 entrepreneurs per year, in two languages. Within two years, Rising Tide entrepreneurs experience an average 84% increase in business revenue and a 62% increase in household income. Furthermore, these businesses have an 80% five-year survival rate compared to the national average of 50%.

Our success providing small business development services to primarily low-income, minority women in underserved communities would not have been possible without the support of PNC, one of our very first supporters. Since 2007, PNC has been providing annual support for our business training and technical assistance programs through charitable grants, corporate volunteers, professional development scholarships, and donated program space. PNC has distinguished itself in our eyes by the thoughtfulness and depth of engagement it pursues with its nonprofit partners. Through volunteer support and corporate engagement, PNC has actively explored ways to increase access to banking and credit products for low-income entrepreneurs, partnered with us to host business training workshops on nights and weekends, and served on our Strategic Advisory Board. While financial support is of critical importance, PNC's practice of establishing collaborative, problem-solving partnerships with community development nonprofits significantly increases the impact of its charitable initiatives.

Rising Tide Capital is proud of its partnership with PNC and most grateful for their uniquely focused dedication to economic opportunity for low-income individuals and communities through entrepreneurship. We hope that they have the opportunity to grow this commitment over time and continue to promote the powerful role of micro-enterprise development in community revitalization.

Sincerely,

Alfa Demmellash
Chief Executive Officer
Rising Tide Capital

From: [Janet Foster](#)
To: [CLEV Comments Applications](#)
Cc: [Davidson, Bethany](#)
Subject: [External] RE: PNC Financial Services Group, Inc.
Date: Friday, February 05, 2021 3:44:54 PM
Attachments: [image001.png](#)
[image002.png](#)
[PNC Support Letter 2021.docx](#)

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Ms. Misback,

Please find our letter of support attached. Feel free to contact us with any questions.

Regards,

Janet Foster

Administrative Assistant

Economic Growth Connection

40 N. Pennsylvania Avenue, Suite 510

Greensburg, PA 15601



724-830-1833



724-850-3974



jfoster@egcw.org





Economic Growth Connection

February 5, 2021

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To Whom it May Concern:

It is my privilege to provide this letter of support for PNC Financial Services Group & PNC Bancorp, Inc. regarding the above referenced acquisition. I have known and had working relationships with both PNC entities since 2008. The relationships, business activities, and transactions of our organization with PNC have given me insight into their business model and how they live out their pledge to serving the community on a daily basis.

Organizations are composed of people and people together make and build organizations. Both bring character, values, and commitments to the other. PNC is a highly regarded community partner for banking relationships, community reinvestment activities, affordable housing tax credit projects, employee community service initiatives, and philanthropy that benefit our community in significant and targeted ways.

Economic Growth Connection is proud to partner with PNC and strongly supports its growth to provide additional communities with the benefits and relationships we have with PNC in our own.

Please let me know if I can assist with any additional information.

Sincerely,

James L. Smith

James L. Smith
President & CEO

40 North Pennsylvania Avenue
Suite 510
Greensburg, PA 15601



T: (724) 830-3604 · F: (724) 850-3974
www.egcw.org
egc@egcw.org

From: [Tallent, Nikki](#)
To: [CLEV Comments Applications](#)
Cc: [PNC - GRANT Michelle Jenkins-Utomi Jenkins-Utomi](#)
Subject: [External] Aquisition letter of support
Date: Friday, February 05, 2021 3:45:05 PM

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To Whom it may Concern,

Habitat for Humanity of Morgan County would like to extend its support of PNC's acquisition of BBVA Compass (PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama).

In 2020, PNC partnered financially with Habitat for Humanity to build our fall House. After our fundraising efforts were cancelled due to COVID-19 and funding was low, PNC became a partial house sponsor giving the Alexander family the tools to break the cycle of poverty. PNC's willingness to partner allowed Habitat to make decent, affordable housing possible for a low-income family who is ready to become a successful, first-time homeowner.

Habitat for Humanity of Morgan County, along with the Alexander family, have been blessed with the unwavering support of PNC. Thank you for building alongside our partner families and volunteers.

Sincerely,

Landis Griffin
Executive Director

--

Nikki Tallent | Habitat for Humanity
Resource Development Director
1123 Central Pkwy. SW
Decatur, AL 35601
P: 256-340-9609, ext. 227 | F: 256-340-9667

From: [Cynthia Todd](#)
To: [CLEV Comments Applications](#)
Subject: [External] Letter of Support - PNC Financial Services Group
Date: Friday, February 05, 2021 3:52:02 PM
Attachments: [Letter of Support-PNC 2-5-2021.pdf](#)

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Good afternoon. On behalf of our president and CEO, Diane Bell-McKoy, attached please find letter of support on behalf of PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama. Kindly acknowledge receipt of same and thank you for the opportunity to submit said comments.

Cynthia

Cynthia L. Todd, *Executive Administrator*



Associated Black Charities

2 Hamill Road, Suite 272 N, Baltimore, MD 21210

Ph: 410-659-0000 x 1201 **Direct:** 443-524-7701 **Fax:** 410-659-5121

ctodd@abc-md.org www.abc-md.org

Stay safe, Stay healthy, Stay home!

Per the State of Maryland "Stay at Home Directive," all ABC employees continue to work remotely until further notice.

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Christopher “Chris” R. Rockey
PNC Bank

Zed Smith
The Cordish Companies

Mimi Roeder Vaughan, 2nd Vice Chair
Roeder Travel

February 5, 2021

Federal Reserve Bank of Cleveland
1455 East Sixth Street
Cleveland, Ohio 44101–2566

Attention: Ms. Mary S. Johnson, Vice President

Dear Ms. Johnson:

I am submitting a letter to share information about the outstanding community impact funding and support provided by PNC Bank in the Baltimore area.

We have found them to be invaluable partners in so many different ways. Our agenda is related to closing the racial wealth gap for African Americans and they have been a partner with us as it relates to addressing structural racism within the workforce ecosystem. This has not just been a funding partnership, this has been a partnership with their digging deep into the issues, supporting workforce organizations who seek to address racialized barriers for Black and brown workers. Their leadership serves on our Board of Directors and other parts of their leadership participates in a community effort to address structural racism in partnership with the business community.

PNC has been an innovator and willing to address systemic racialized barriers long before the issues brought to light last year with the death of George Floyd. We know factually that PNC as a bank is also looking at these issues inside of their own organizational structure because they know it is a key barrier to closing the racial wealth gap for citizens.

Again, I must restate that PNC is a partner with community in Baltimore and they seek first to understand the community’s needs and not just “jump in,” but they come to listen first and then seek to find ways to join in the developing solutions.

You could not ask for a better financial institution partner in reference to PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania and PNC Bancorp, Inc., Wilmington, Delaware, to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama.

Sincerely,

Diane Bell-McKoy
President and CEO

DBM:ct

From: [Grace Fricks](#)
To: [CLEV Comments Applications](#)
Subject: [External] Transaction - PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama
Date: Friday, February 05, 2021 3:58:50 PM
Attachments: [image005.png](#)
[PNC BBVA Letter of Support.pdf](#)
Importance: High

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Good afternoon,

Please find our Letter of Support for the PNC BBVA transaction.

Best,

Grace Fricks
President and CEO
Access to Capital for Entrepreneurs
3173 Hwy 129 North, Cleveland, GA 30528
10 College Street, Norcross, GA 30071
504 Fair Street, SW, Atlanta, GA 30313
O: 678.335.5600 ext. 101
F: 877.287.6081





678.335.5600 p | 877.287.6081 f | info@aceloans.org e | www.aceloans.org w

To: David Reilly, Director of Large Bank Licensing, Comptroller of the Currency

Re: 2020-LB-Combination-31899

To: Ann E. Misback, Secretary of the Board, Federal Reserve Bank of Cleveland
Mary S. Johnson, Vice President, Federal Reserve Bank of Cleveland

Re: Transaction - PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

Date: February 5, 2021

I am writing in support of the acquisition of BBVA by PNC Bank.

Access to Capital for Entrepreneurs (ACE) located in Atlanta and Gwinnett County, with offices in rural Georgia has a long history with PNC Bank.

CDFIs like ACE that specialize in small business development provide loans and entrepreneur development resources that help underserved borrowers to create and grow sustainable businesses which generate jobs.

While small business ownership is not the solution for every underserved person, entrepreneurship is a proven pathway from poverty to the middle class. Successful businesses break intergenerational poverty through creating the wealth-building asset of enterprise ownership.

PNC Bank supports our work as a CDFI in -- important ways.

The first vital support is service through representation on the Governing Board. As the first male and first African American, Mr. Courtney Smith, Sr. VP, Market Manager of Community Development Banking at PNC Bank was elected as Chair of the Board and served for three consecutive years. His previous service was Credit Committee Chair helping to ensure ACE's mission and commitment to underserved business owners. Mr. Smith remains on the ACE Board. Other PNC Bank staff teach financial management classes for ACE's Women's Business Center and provide financial coaching at our speed coaching events.

504 Fair Street SW
Atlanta, GA 30313

3173 Hwy 129 North
Cleveland, GA 30528

10 College St. NW
Norcross, GA 30071

The second support is through a direct investment of \$1,500,000 to ACE so that we can relend to our borrowers who need both capital and our business advisory services. Also, PNC Bank refers businesses and non-profit organizations to ACE when the bank is unable to offer financing. Due to the cost of providing high-touch business consulting to those most in need PNC Bank annually provides grant dollars to assist ACE.

Lastly PNC Bank supports ACE staff with opportunities to further staff education and our community presence through including us in the bank's annual economic market forecast events. PNC Bank is known throughout their Georgia footprint for supporting many affordable housing, health education, mentoring and other valuable organizations.

BBVA is not in the Georgia market so we have no knowledge of their culture and lending practices.

To better ensure continued support to low income and minority-owned businesses and neighborhoods we ask that a comprehensive Community Benefits Plan be developed. Included in the plan should be a commitment to providing low cost, patient capital as well as much needed grants to CDFIs. This enables CDFIs to expand capacity and assist more underserved people to be successful which we believe ultimately strengthens the health and resiliency of their families, businesses, and communities.

If additional information is needed please feel free to contact me.

Sincerely,

A handwritten signature in blue ink that reads "Grace C. Fricks". The signature is written in a cursive style with a large initial "G".

Grace C. Fricks
President and CEO

From: [Staci Berger](#)
To: [CLEV Comments Applications](#)
Subject: [External] PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama
Date: Friday, February 05, 2021 4:20:01 PM
Attachments: [image001.png](#)

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Ms. Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

Federal Reserve Bank of Cleveland
(Mary S. Johnson, Vice President)
1455 East Sixth Street, Cleveland, Ohio 44101-2566

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

February 5, 2021

Dear Ms. Misback,

The Housing and Community Development Network of New Jersey (“the Network”) is the statewide association of more than 250 nonprofit developers and private sector members committed to making sure everyone can afford to call New Jersey home. The Network and PNC Bank have been strong and committed partners for more than two decades and have worked together, during that time, to create and support thriving communities. We are proud to work with PNC to deliver affordable homes, community development lending and other economic investments to meet that goal.

We have worked with PNC in many ways, including:

- Signing multiple Community Reinvestment Act agreements with PNC that have designated

billions of dollars for NJ's underserved neighborhood in below market mortgages and home improvement loans, construction and permanent financing for affordable housing, small business loans targeted to women and minorities, community and economic development and grants to nonprofit organizations;

- Working with PNC leaders to expand and strengthen NJ's signature community investment tool, the Neighborhood Revitalization Tax Credit, providing 100% tax credit to investors with a state tax liability for investing in resident-driven neighborhood plans and projects;
- Serving on the Bank's Community Advisory Board for multiple years, providing feedback on the CRA agreements and progress towards their benchmarks;
- Recruiting Bank staff to participate in our volunteer Community Development mentoring program, to increase the capacity of young professionals from diverse backgrounds in our sector;
- Inviting Bank leaders to help found and participate in our Community Development Investment Advisory Board, where market leaders incubate ideas and innovate products to meet the dynamic needs of the underserved communities.

PNC and its leaders have supported the Network's housing counseling program, helping us to launch our HUD-certified, funded housing counseling intermediary. We have grown, with the bank's support, to be the largest intermediary in the Garden State, providing technical assistance and training to nine sub-grantees and 40 other counseling organizations who participate in our counseling work. The bank has been a valuable partner, supporting our Healthy Homes and Communities Summit and Under One Roof, our Annual Membership meeting. Both events bring community development practitioners, private sector lenders, public officials and industry leaders together to share strategies and build pathways to safe, stable and affordable communities.

We support the view of our NJ partners that a community benefits agreement between PNC and community stakeholders is the best way to ensure that the needs of low and moderate income consumers are met through the merger review process. We look forward to working with all stakeholders in this process, including mechanisms for implementing PNC's bold commitment to addressing systemic racism.

Sincerely,

Staci Berger

President and CEO

****Please note, our office is closed and all staff are working remotely. Thanks for your patience as our replies may be delayed****

Staci Berger, President & CEO, sberger@hcdnnj.org
Housing & Community Development Network of NJ
145 W. Hanover Street, Trenton NJ 08618
CELL: 732/406-7604 - <http://www.hcdnnj.org>
@hcdnnj - @staciberger



From: [Holly Hilton](#)
To: [CLEV Comments Applications](#)
Cc: [Jenkins-Utomi, Michele](#); [Maria Underwood](#)
Subject: [External] YWCA Central Alabama supports PNC
Date: Friday, February 05, 2021 4:21:52 PM
Attachments: [image001.png](#)
[YWCA support PNC Johnson 2.5.21.pdf](#)

PLEASE NOTE: This email is not from a Federal Reserve address.

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Ms. Misback and Ms. Johnson,
Please see attached letter in support of PNC.
Thank you,

Holly Jaap Hilton, CFRE | Grants Manager

Pronouns: She, Her, Hers

T: 205.322.9922 ext. 347

E: hhilton@ywcabham.org

YWCA Central Alabama
309 23rd Street North
Birmingham, Alabama 35203

eliminating racism
empowering women
ywca
Central Alabama



Please wear your mask at all times on YW premises • Practice social distancing • Use proper hand hygiene often.

eliminating racism
empowering women

ywca

Central Alabama

309 23rd Street North
Birmingham, Alabama 35203

P 205.322.9922

F 205.521.9652

ywcabham.org

February 5, 2021

Ms. Mary S. Johnson, Vice President
Federal Reserve Bank of Cleveland
1455 East Sixth Street
Cleveland, Ohio 44101-2566

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

Dear Ms. Johnson,

The YWCA Central Alabama supports PNC's acquisition of BBVA USA. PNC is a very strong community partner with our organization and also known to support many other worthy organizations in the Greater Birmingham Area. PNC has given generous philanthropic grants and Community Reinvestment Act funds, and sponsored our fundraising events. We are fortunate to have Erin K. Stephenson, serving on our Board of Directors since 2018. We are so grateful that she and Michele Jenkins-Utomi are champions for our work in the fields of child development and workforce development.

PNC's Growing Up Great initiative has funded the YWCA's Child Development Center since 2012 with grants ranging from \$15,000 to \$30,000. This program serves children ages eight weeks to five years from families experiencing homelessness or very low incomes. PNC's CRA funding has been supporting CREW, a job training program for teens since 2014. This program offers teens in a low-income neighborhood with paid summer work as well as outings to local colleges and professional development opportunities. PNC has supported this program with grants ranging from \$20,000 to \$35,000. PNC has also generously sponsored our fundraising luncheons since 2013. For the past five years it has been the title sponsor of the Kids Korner luncheon, which supports our Child Development Center. Additionally, PNC matches philanthropic giving by its staff.

For these reasons, we are happy to support of PNC's acquisition of BBVA USA. We are better able to support the women and children we serve because of our partnership with PNC. If I can offer more information, please feel free to contact me at (205) 322-9922 or lmagras@ywcabham.org.

Sincerely,



Dr. LaRhonda S. Magras
CEO

YWCA IS ON A MISSION



eliminating racism
empowering women

ywca

Central Alabama

309 23rd Street North
Birmingham, Alabama 35203

P 205.322.9922

F 205.521.9652

ywcabham.org

February 5, 2021

Ms. Ann E. Misback, Secretary of the Board
Federal Reserve Bank of Cleveland
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

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Sincerely,



Dr. LaRhonda S. Magras
CEO

From: [Tricia Jenkins](#)
To: [CLEV Comments Applications](#)
Cc: [Lucy Carr \(lucy.carr@pnc.com\)](#); [Melanie Wiles](#)
Subject: [External] Letters of Support for PNC
Date: Friday, February 05, 2021 4:22:43 PM
Attachments: [image002.png](#)
[image003.png](#)
[image004.png](#)
[image005.png](#)
[image006.png](#)
[Ltr of support for PNC.docx](#)
[Ltr of support for PNC 3.docx](#)

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Good afternoon, Ms. Misback –
Attached are two letters of support for PNC. Enjoy your weekend!

[Tricia Jenkins](#)
Executive Assistant to Will Armstead, CEO



tjenkins@bgcofslc.org
3104 Avenue J | Ft. Pierce, FL 34947
Office: 772.460.9918 ext. 114
Cell: 772.579.2291

[BGCSLC Facebook](#) | [BGCSLC Twitter](#) | [BGCSLC Instagram](#) | [BGCSLC YouTube](#) | [BGC Website](#)





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February 2021

Ann E. Misback
 Secretary of the Board
 20th Street and Constitution Avenue NW
 Washington, DC 20551-0001

Dear Ms. Misback –

Boys & Girls Clubs of St. Lucie County supports the transaction of PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama.

PNC is an outstanding partner in our community. They support a variety of education and career development programs and invest in organizations such as Boys & Girls Clubs to enrich the lives of diverse youth and their families. Recently, PNC funded a Clubhouse STEM Center where Club members are busy exploring Science, Technology, Engineering, and Math.

The community spirit of PNC is clearly demonstrated by their employees who volunteer to teach financial literacy at our Clubs. This past summer, our community was closed down due to COVID-19 leaving many without work and food. PNC donated funds to supply meals for hundreds of our neighbors in need.

We greatly value our partnership with PNC and appreciate their contributions to our organization and community.

Sincerely,

Will Armstead, CEO



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- Dr. Kevin Perry
- Michael Piazza
- Sarah Pride
- Nate Spera
- Mark Tremblay
- William Armstead
Chief Executive Officer

PROUDLY SUPPORTED BY:



February 2021

Federal Reserve Bank of Cleveland
Mary S. Johnson, Vice President
1455 East Sixth Street
Cleveland, Ohio 44101-2566

Dear Ms. Johnson -

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We greatly value our partnership with PNC and appreciate their contributions to our organization and community.

Sincerely,

Will Armstead, CEO

From: [Jomal Vailes](#)
To: [CLEV Comments Applications](#)
Cc: [Humphries, Yvette](#)
Subject: [External] RE: PNC Bank Merger Application
Date: Friday, February 05, 2021 4:23:22 PM
Attachments: [image013.png](#)
[image014.png](#)
[image015.png](#)
[image016.png](#)
[image017.png](#)
[image018.png](#)
[STRIVE Atlanta Support Letter 02.05.21 FRB MJ.docx](#)
[STRIVE Atlanta Support Letter 02.05.21 FRB.docx](#)

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February 5, 2021

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

STRIVE Atlanta enthusiastically supports PNC Bank's merger application with the Federal Regulatory Agencies to acquire BBVA USA. Please find attached letters affirming this position.

Best,

Jomal Vailes

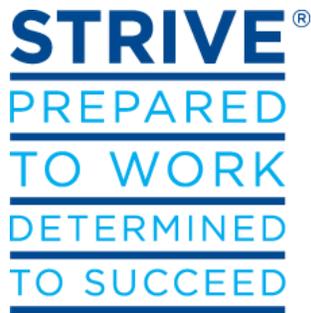
Executive Director | STRIVE Atlanta
1270 Caroline St., Suite D120-416
Atlanta, GA 30307
(He/Him/His)

Direct: (470) 616-1225 | Office: 470-297-1290 | Email: jvailes@strive.org | Web: www.strive.org

Take a minute to view our new [video](#)!

(he/him/his)





February 5, 2021

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Laura Slutsky

Tony Steadman

Philip Weinberg
President & CEO

Randy Zeno

Federal Reserve Bank of Cleveland
Attn: Mary S. Johnson, Vice President
1455 East Sixth Street
Cleveland, Ohio 44101-2566

Dear Ms. Johnson,

It is our understanding that PNC Bank has filed a merger application with the Federal Regulatory Agencies to acquire BBVA USA. STRIVE Atlanta emphatically supports this merger. We are confident this proposed merger will serve to strengthen PNC Bank's position to partner in our community and across a national footprint. STRIVE Atlanta has been a partner of PNC Bank and we are grateful for the bank's continued commitment to our organizational mission.

STRIVE's mission is to help people acquire the life-changing skills and attitudes needed to overcome challenging circumstances, find sustained employment, and remain valuable contributors to their families, their employers, and their communities. Founded in 1984 in Harlem, New York, and now more than three decades later in 12 cities, STRIVE's programs serve as a national workforce model. STRIVE's 80,000 graduates demonstrate the impact and effectiveness of our training and supporting individuals from underserved communities in obtaining meaningful employment and achieving economic self-sufficiency.

PNC Bank's commitment to improving the financial success and well-being of the customer is directly aligned with STRIVE's mission. The Bank recognizes and understands the unique challenges of economically distressed communities and individuals. Our partnership is rooted in the belief that financial literacy is vital to creating pathways to economic mobility. PNC Bank's support and partnership including grants, technical assistance and volunteer engagement has been critical to our impact in the community.

STRIVE Atlanta enthusiastically supports PNC Bank's merger application.

Sincerely,

Jomal Vailes, Executive Director
STRIVE Atlanta

[CONTACT](#)

STRIVE Atlanta
1270 Caroline Street
Suite D120-416
Atlanta, GA 30307

www.strive.org/atlanta

STRIVE
205 East 122nd Street,
3rd Floor
New York, NY 10035

www.strive.org



February 5, 2021

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Yvan-Claude Pierre

Laurie Rosenfield

Jay Sheehy

Laura Slutsky

Tony Steadman

Philip Weinberg
President & CEO

Randy Zeno

Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

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STRIVE Atlanta enthusiastically supports PNC Bank's merger application.

Sincerely,

Jomal Vailes, Executive Director
STRIVE Atlanta

[CONTACT](#)

STRIVE Atlanta
1270 Caroline Street
Suite D120-416
Atlanta, GA 30307

www.strive.org/atlanta

STRIVE
205 East 122nd Street,
3rd Floor
New York, NY 10035

www.strive.org

From: [Lynda Charles](#)
To: [CLEV Comments Applications](#)
Subject: [External] Reference: PNC acquisition of BBVA
Date: Friday, February 05, 2021 4:27:44 PM
Attachments: [CPHi-ResLogoNEW2_small_c90aa262-febd-482b-8ddd-bf9c74ad5a7d.png](#)
[twitter_small_b7d2bfb4-550d-45e9-b9f6-34e14d1c5dc7.png](#)
[facebook_small_77c0d464-2775-4179-b975-07b04ef1c1f0.png](#)
[instagram_small_a8b8855f-9c58-4139-8837-7ace10ef3742.png](#)
[env_email_pic_7d219232-0c10-41ed-bf04-7da3b963502a.PNG](#)
[PNC Letter of Support 2.2021.pdf](#)

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Lynda Charles
Vice President | Housing Services
Community Partners of South Florida
P 561.841.3500 ext 1014
F 561-208-6162
2001 W Blue Heron Blvd
Riviera Beach, FL 33404
www.cp-cto.org

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Contributions made benefit Housing Partnership, Inc. dba Community Partners of South Florida, a not-for-profit, 501(c)(3) tax exempt organization, EIN 59-2704597. A copy of the official registration and financial information may be obtained from the Division of Consumer Services by calling toll-free 1.800.435.7352 within the State of Florida or on the web at <https://www.fdacs.gov/ConsumerServices>. Registration does not imply endorsement, approval, or recommendation by the state. Registration #CH8174



2001 Blue Heron Blvd. W.
Riviera Beach, FL 33404-5003
561.841.3500
cp-cto.org

February 5, 2021

Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

RE:

**PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc.,
Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby
indirectly acquire BBVA USA, Birmingham, Alabama**

Dear Ms. Misback:

Community Partners of South Florida (CPSFL) is pleased to provide comment to support PNC's Leadership and work with the non-profit sector and particularly relative to affordable housing and residential lending. We have a long-standing relationship with PNC and have enjoyed their continuous support. We work closely with the CRA Vice President of Community Development in Palm Beach County and we receive financial and technical support in the financial capabilities and homeownership promotion and preservation areas.

We believe that PNC's acquisition of BBVA will provide positive benefits to the community, particularly in the disadvantaged communities where CPSFL provides services. We believe a larger market share will enable the organization to continue to showcase their leadership and interests in the community. We hope that the acquisition process goes through smoothly and benefits both PNC and BBVA.

Sincerely,

Scott Hansel
CEO

[#ChangingTheOdds](https://www.instagram.com/ChangingTheOdds)

From: [Jo Ellen Welsh](#)
To: [CLEV Comments Applications](#)
Cc: [Davidson, Bethany](#)
Subject: [External] PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc.,
Date: Friday, February 05, 2021 4:27:49 PM
Attachments: [image001.png](#)
[PNC Bank Federal Reserve Bank 2.5.2021.pdf](#)

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Please accept the attached letter from our CEO.

Thank you,

JoEllen

JoEllen Welsh
East Liberty Family Health Care Center
Director of Development, Marketing and Business Outreach
6023 Harvard Street
Pittsburgh PA 15206
412-345-0418 office



www.elfhcc.com



East Liberty Family Health Care Center

A CHRISTIAN MINISTRY OF
WHOLE PERSON HEALTH CARE

Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

February 5, 2021

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To Whom It May Concern:

It is my privilege to provide this letter of support for PNC Financial Services Group & PNC Bancorp, Inc. regarding the above referenced acquisition. I have known and had working relationships with both PNC entities since 2015. The relationships, business activities, and transactions of our organization with PNC have given me insight into their business model and how they live out their pledge to serving the community on a daily basis.

Organizations are composed of people and people together make and build organizations. Both bring character, values, and commitments to the other. PNC is a highly-regarded community partner for banking relationships, community reinvestment activities, affordable housing tax credit projects, employee community service initiatives, and philanthropy that benefit our community in significant and targeted ways.

East Liberty Family Health Care Center is proud to partner with PNC and strongly supports its growth to provide additional communities with the benefits and relationships we have with PNC in our community.

Please let me know if I can assist with any additional information.

Sincerely,

Rodney B. Jones, Sr.

East Liberty Family Health Care Center | T: 412.661.2802 | F: 412.661.8020 | www.ELFHCC.com

EL – Medical

6023 Harvard Street
First Floor
Pittsburgh, PA 15206

EL – Pediatric Suite

6023 Harvard Street
Second Floor
Pittsburgh, PA 15206

LL – Medical & Dental

7171 Churchland Street
Pittsburgh, PA 15206

W – Dental

807 Wallace Avenue
Wilkinsburg, PA 15221

HD – Medical

373 Burrows Street
Pittsburgh, PA 15213

From: [Kären Haley](#)
To: [CLEV Comments Applications](#)
Cc: [Sarah Frey](#); [Gamble-Moore, Patricia](#)
Subject: [External] PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama
Date: Friday, February 05, 2021 4:29:04 PM
Attachments: [PNC Letter ICT FederalReserveBankofCleveland 210205.pdf](#)

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To Whom It May Concern:

Indianapolis Cultural Trail Inc has been a banking and community partner of PNC Bank in Indianapolis for almost ten years. We appreciate their banking and financial services and expertise they provide. We applaud PNC for being a strong community partner to many not-for-profit organizations in the Indianapolis area including Indianapolis Cultural Trail Inc. Their employees serve on many boards throughout the region and their foundation provides generous grant making which strengthens our community.

Please feel free to contact me if you have any questions. I can be reached at KHaley@IndyCulturalTrail.org or 317-653-1948.

A letter with signature is attached to this email.

Sincerely,
Kären

Kären Haley
she/her/hers
Executive Director
Indianapolis Cultural Trail, Inc.

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INDIANAPOLIS
CULTURAL TRAIL
A Legacy of Gene & Marilyn Glick



To: Federal Reserve Bank of Cleveland

From: Indianapolis Cultural Trail Inc, Kären Haley executive director

Date: February 5, 2021

Re: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

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- Patrick Murphy
- Dan Parker
- Myrta Pulliam
- Karen Spatero
- Richard J. Thrapp
- Mark Zwoyer

To whom it may concern,

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Please feel free to contact me if you have any questions. I can be reached at KHaley@IndyCulturalTrail.org or 317-653-1948.

Founders Circle

- Margot Lacy Eccles
- Lori Efroymsen
- Gene & Marilyn Glick
- Brian Payne
- Myrta Pulliam

Sincerely,

Kären Haley
Executive Director
Indianapolis Cultural Trail Inc

From: [gcchh g](#)
To: [CLEV Comments Applications](#)
Cc: [Matthew Glover](#)
Subject: [External] PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama
Date: Friday, February 05, 2021 4:30:23 PM
Attachments: [Ann Micback - Federal Reserve Bank of Cleveland.pdf](#)

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Ann,

Attached is our letter of support regarding the above mentioned acquisition.

Please feel free to contact me with any questions.

Melanie Cage

Board Chair

Greater Columbus Community Helping Hands, Inc.

4200 Regent Street, Ste. 200

Columbus, Ohio 43219

614.747.0649



Greater Columbus Community Helping Hands, Inc.

February 5, 2021

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GCCHH
4200 Regent Street
Suite 200
Columbus, Ohio 43219

Phone: 614/747-0649

Email address:
gcchh2006@yahoo.com

Ms. Ann E. Misback
Secretary of the Board
Federal Reserve Bank of Cleveland
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To Whom it May Concern:

It is my privilege to submit this letter of support on behalf of PNC Bank regarding the above referenced acquisition. Since the inception of our relationship with PNC in 2014 we have experienced stellar customer service and outstanding support of our program. This support has included:

- Awarding several grants to our organization in support of our Stepping Off to College program.
- Presenting information about banking services, credit and managing your money at our Stepping Off to College workshops.
- Assisting our high school seniors with opening IDA accounts.
- Being a guest speaker and presenter at our annual Stepping Off to College graduation celebration.
- Serving as a member of our Board of Directors.

Through these interactions PNC has demonstrated their commitment to the broader community. Based on the support of PNC our collective reach and capacity has positively impacted the lives of 652 high school seniors. As a result, these young people are now better informed about the banking industry and services. This is information we know they would not have received at such an early age if it were not for the investment that PNC made in them through our joint effort.

Greater Columbus Community Helping Hands is proud of the partnership we have developed with PNC. We deeply appreciate the opportunity to demonstrate our support of PNC's acquisition.

Sincerely,

Melanie Cage
Board Chair

From: [Van Taylor](#)
To: [CLEV Comments Applications](#)
Cc: [Becky Taylor](#); [Gamble-Moore, Patricia](#)
Subject: [External] PNC Bank to FRS Bank of Cleveland
Date: Friday, February 05, 2021 4:46:19 PM
Attachments: [PNC Bank to FRB of Cleveland.pdf](#)

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To Ms. Ann Misback

I have attached a Letter of Support concerning PNC Bank

Reference: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc. Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

If you have any additional questions, please do not hesitate to contact me.

Van C. Taylor
Executive Director

Kokomo Rescue Mission

765-456-3838

vtaylor@rescuekokomo.org

www.kokomorescuemission.org



February 4, 2021

Ms. Ann E. Misback
Secretary of the Board
Federal Reserve Bank of Cleveland
20th Street and Constitution Avenue NW
Washington, DC 20551-0001
Email – Comments.applications@clev.frb.org

Ref: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc. Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To Whom It May Concern:

The Kokomo Rescue Mission is an established 501c3 that has been providing shelter for the homeless and food for the hungry since 1953.

PNC Bank has been a difference maker in our community. Their support and expertise has helped the Kokomo Rescue Mission secure an AHP grant that provided an eighteen bed shelter for homeless women.

During the onset of the Covid 19 pandemic they navigated Kokomo Rescue Mission through the PPP loan process and these funds secured our employee payroll even as parts of our organization were closed due to the State and County mandates.

PNC awarded Kokomo Rescue Mission a grant that allowed us to purchase a commercial convection oven that enabled us to shorten cook time of meat by 61%. This shorten cooking time facilitated feeding more people efficiently. Typically, we feed 120,000 meals a year. During the pandemic we served 30,000 Grab and Go meals to the food insecure in our community.

PNC Bank serves and improves the communities where they live and work. They have made a lasting impact in the lives of the homeless and hungry here in Kokomo, Indiana.

If you have any additional questions or comments, please do not hesitate to contact me at 765-456-3838.

With best regards,

Van C. Taylor
Executive Director

From: [MK Dietrich](#)
To: [CLEV Comments Applications](#)
Cc: [Davidson, Bethany](#)
Subject: [External] Support Letter to PNC Regulators Referencing Our Acquisition of BBVA
Date: Friday, February 05, 2021 4:47:40 PM
Importance: High

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RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

Dear Ms. Misback:

I am pleased to provide a letter of support for PNC Financial Services Group & PNC Bancorp, Inc., regarding the above referenced acquisition. I have known and had working relationships with PNC entities since 2004 when I began my work as Vice President for Development at the Urban League of Greater Pittsburgh. PNC's relationship to the Urban League goes back years before that.

Throughout the past several decades, PNC has demonstrated a depth of concern and compassion for, and commitment toward the community.

From significant financial investment to deep and meaningful volunteer involvement and leadership, PNC displays its corporate values of inclusivity, interest in the growth and development of individuals and families, and socially responsible awareness and action to assist those who are often most economically disadvantaged.

PNC is a highly-regarded community partner for banking relationships, community reinvestment activities, affordable housing tax credit projects, employee community service initiatives, and philanthropy that benefit our community in significant and targeted ways. The Urban League of Greater Pittsburgh is honored to count PNC as one of our Corporate Allies who is partnering with us to bring underemployed and unemployed working-age adults onto a continuum that will lead to sustainable economic self-reliance.

We endorse PNC's efforts to grow and through that growth, to extend its exemplary corporate citizenship into even more communities.

Please let me know if I can assist with any additional information.

Sincerely,
Mary Kay

Mary Kay Filter Dietrich
Vice President of Development & External Relations

Urban League of Greater Pittsburgh

The Warner Centre
332 Fifth Avenue, 4th Floor
Pittsburgh, PA 15222
www.ulpgh.org
412-227-4229 (Ph)
412-227-4162 (Fax)

Choose United Way Code #103 to direct your support to the Urban League of Greater Pittsburgh



From: [Joseph Jones](#)
To: [CLEV Comments Applications](#)
Cc: [Christopher Rockey](#)
Subject: [External] PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama
Date: Friday, February 05, 2021 4:48:17 PM
Attachments: [Jasmine-Roberts.png](#)

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Federal Reserve Bank of Cleveland
(Mary S. Johnson, Vice President)
1455 East Sixth Street, Cleveland, Ohio 44101-2566

Dear Ms. Johnson,

I offer this letter as community support for PNC Bank in its proposed acquisition of the BBVA USA franchise. I represent the Center For Urban Families (CFUF) in Baltimore, Maryland. CFUF is recognized as a 501 C 3 under the Internal Revenue Code. CFUF's core mission is to strengthen urban communities by helping fathers and families achieve stability and economic success. PNC Bank has been a long time and strong supporter by providing banking services, financial support, pro bono counsel and board membership through its senior leadership, Christopher Rockey.

Given the breathe and depth of our extensive relationship I offer my strongest recommendation for PNC Bank. PNC Bank has a network of professionals that have a sincere commitment to community and work tirelessly to ensure that the community needs are met.

Sincerely,

Joe

Joe Jones

President / CEO

Center for Urban Families

[2201 North Monroe Street](#)

[Baltimore, Maryland 21217](#)

Phone: [\(410\) 367-5691](#)

Direct: [\(410\) 246-1292](#)



www.cfuf.org



Connect with the Center for Urban Families on social media!

From: [Laura Boustani](#)
To: [CLEV Comments Applications](#)
Cc: [Michael J Taylor \(michael.j.taylor@pnc.com\)](#); [Roberson, Daniel](#); [Kevin J. Nowak](#)
Subject: [External] Support letter for PNC Financial Service and PNC Bancorp
Date: Friday, February 05, 2021 5:02:46 PM
Attachments: [sigblock2020-pt2_272a5ed3-433f-4268-bc97-70b828d2da2d.png](#)
[PNC Support Letter from CHN.pdf](#)

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Please find the attached letter of support for PNC Financial Services Group and PNC Bancorp.

Thank you!

Laura

CHN Logo



Laura Boustani, Director of Fundraising and Strategic Communications

LBoustani@chnhousingpartners.org

direct 216-774-2337 | cell 216-789-3626 | main 216-574-7100

2999 Payne Ave. | Ste. 134 | Cleveland, OH 44114

[website](#) | [twitter](#) | [facebook](#) | [instagram](#)



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February 5, 2021

RE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To Whom it May Concern:

I am writing to express my strong support for PNC Financial Services Group & PNC Bancorp, Inc. regarding the above referenced acquisition. PNC has been an enormous contributor to our hometown, Cleveland, and to our organization as we work to serve low to moderate income residents in one of America's poorest cities.

CHN Housing Partners (CHN) is a 501(c)(3) nonprofit organization based in Cleveland, Ohio. Founded in 1981, CHN focuses on the power of a permanent address, working to secure and maintain housing stability and homeownership opportunities for the families we serve. Annually, CHN serves approximately 40,000 individuals and families. CHN has developed 6,500 homes, owns or manages 2,200 units and has helped 2,700 families become homeowners. Also, in 2019, CHN established a lending affiliate, CHN Housing Capital to in response to the deficit of traditional home financing available to LMI families, homebuyers of color and homebuyers with imperfect credit in Cuyahoga County.

Perhaps the best way to illustrate PNC's contribution to our work is to share some specifics:

1. PNC has been a core capital provider for flexible and innovative financing that has filled critical gaps in the local home mortgage lending ecosystem. For example, PNC is the lead bank investor in the Lead Safe Home Fund, the financial arm of the Lead Safe Cleveland Coalition (LSCC), a group of City officials, nonprofits, philanthropic groups, relators, and neighborhood advocates formed in January 2019 to make Cleveland lead safe. CHN is the Administrator of this first-of-its-kind Lead Safe Home Fund. The Fund is designed to help residents and landlords prevent lead poisoning. While LSCC continues its fundraising, CHN has launched the fund and is already working with homeowners seeking grants and loans to obtain their lead certification. As the lead bank investor, PNC helped us work through the structuring of the fund and helped us attract other bank investors to make the fund's work a reality for Cleveland.
2. PNC was the lead bank investor in CHN's loan fund to create our lease purchase lending pool. From that original pool, we have made loans to nearly 700 low-income families who otherwise did not have access to traditional mortgage financing. They did this in the middle of the Great Recession while other banks pulled back their support. We will forever be grateful for that investment which has been critical to growing our nationally recognized Lease Purchase Program.



The Power of a Permanent Address.SM

3. PNC has funded our programming for youth services, a program to support youth living in our Lease Purchase homes and help put them on a path to success, offering opportunities for summer jobs, career development and access to life and employment skills training. Through that program, we have served nearly 700 Cleveland youths and continue to expand our efforts with PNC's support.
4. PNC has helped us provide financial counseling to our low-income customers for the last several years. We are currently finalizing a sponsorship by PNC of a whole month of homeownership and money management classes, an effort through which we serve 4,000 Clevelanders annually. Additionally, PNC has funded foreclosure prevention efforts to help at-risk Cuyahoga county families.
5. Lastly, some of the best minds on the board of CHN Housing Partners and the advisory board of our lending arm, CHN Housing Capital, have been from PNC. Those individuals provide extremely valuable insight as we set our strategic direction and launch new efforts in our community.

Without generous partners like PNC, our work would simply not be possible. CHN has been working on housing stability in Cleveland and beyond for nearly 40 years. We measure our work by the impact we make on peoples' lives. PNC's support makes it possible for us not only to help families in time of crisis but also help them thrive.

We are enormously proud to partner with PNC and strongly support its growth to provide additional communities with the benefits and relationships we have with the company in our own community.

Please feel free to reach out to me if you want to discuss this further. I would be happy to share more about our work with PNC and the bank's dedication to our work and our community.

Sincerely,

A handwritten signature in black ink that reads 'K.J. Nowak'.

Kevin J. Nowak
Executive Director

2999 Payne Avenue, Suite 134
Cleveland, Ohio 44114
P: 216-574-7100
www.chnhousingpartners.org



From: [Joshua Wilmoth](#)
To: [CLEV Comments Applications; LargeBanks@occ.treas.gov](#)
Cc: [Nestor, Monclaude](#)
Subject: [External] PNC Financial Services Acquisition of BBVA
Date: Friday, February 05, 2021 5:34:07 PM
Attachments: [PNC Support Letter.pdf](#)

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****Please Note Our New Phone Numbers****

Joshua Wilmoth

president & ceo

full circle communities, inc.

310 s. peoria, suite 500

chicago, il 60607

312-530-9600 - main

312-530-9630 - direct

he/him/his

www.fccommunities.org

housing is the foundation



FULL CIRCLE communities

February 5, 2021

Comments.applications@clev.frb.org

Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

Federal Reserve Bank of Cleveland
(Mary S. Johnson, Vice President)
1455 East Sixth Street, Cleveland, Ohio 44101-2566

LargeBanks@occ.treas.gov

David Reilly
Director of Large Bank Licensing
Comptroller of the Currency
400 7th St, SW
Mail Stop 10E-2
Washington, DC 20219-0001

Reference: 2020-LB-Combination-31899

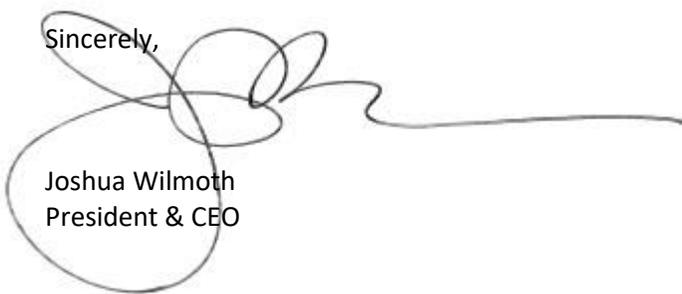
Re: PNC Financial Services Group, Inc. Pittsburg, Pennsylvania, and PNC Bancorp, Inc, Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc. Houston, Texas and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To Whom It May Concern:

Please accept this letter in support of PNC's acquisition of BBVA Bank. My organization had the pleasure of working with PNC on the refinancing of an affordable housing development, and we selected PNC because of their creative and flexible approach to community lending. We had very specific lending requirements, given our non-profit status and the underlying HUD regulations of the property, and PNC was able to create a loan product explicitly for our needs. When the property in question was subsequently struck by a hurricane, sustaining massive damage, PNC again brought their creativity to bear, providing us with a new construction/repair loan.

PNC's creativity and concern for their clients is top notch, and we support their ability to expand their footprint to provide even greater access to flexible community investment.

Sincerely,


Joshua Wilmoth
President & CEO



From: [Shalettha Mitchell](#)
To: [CLEV Comments Applications](#)
Cc: [Taylor, Michael J](#); daniel.roberson@pnc.com; [Wanda Davis](#)
Subject: [External] REFERENCE: PNC Financial Services Group, Inc...
Date: Friday, February 05, 2021 6:16:38 PM

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February 5, 2021

FEDERAL RESERVE BANK OF CLEVELAND

REFERENCE: PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas, and thereby indirectly acquire BBVA USA, Birmingham, Alabama

To Whom It May Concern:

Ashbury Senior Computer Community Center (ASC³) is a 501c-3 nonprofit organization, located in the Glenville community, in the heart of inner-city Cleveland, Ohio. ASC³ was established in 2002 to implement positive initiatives, which provide empowering technology resources to greater Cleveland residents, with an emphasis on senior citizens. The mission and continued goal at ASC³ is to bridge the gap in the “Digital Divide” in our marginalized communities, by addressing the technology needs of young, mature and older adults with limited income via: education, resources, digital skills training, and access to technology and Broadband.

ASC³ is a humble and proud supporter of PNC Financial Services Group & PNC Bancorp, Inc. (PNC). It is our pleasure to express the continued, formal commitment of ASC³ in partnering with PNC, to collaborate and implement vital initiatives that E-Power (electronically empower) the community, and other services. We will continue to support and participate in coalition building with PNC, as we have done for the past 15 years. As a result of this vast partnership and others, ASC³ has trained nearly 8,000 disadvantaged seniors and other residents throughout greater Cleveland in Digital Literacy.

PNC is highly-regarded in our community as one of the esteemed leaders for banking relationships, community reinvestment activities, affordable housing tax credit projects, and employee community service initiatives. Their commitment to making our community a better place is why at ASC³, we think the “P” in PNC, stands for Philanthropy. Resultantly, we are honored to provide this letter of support for PNC Financial Services Group & PNC Bancorp, Inc., regarding the above referenced acquisition.

Again, ASC³ is proud to partner with PNC and strongly supports its growth and potential to positively impact additional areas, as they have done to ours. We are confident they will build an integrated and sustainable infrastructure that will proactively address the needs of those communities.

If we may provide further commentary on behalf of PNC, please do not hesitate to contact us at (216) 421-2305.

Sincerely,

Wanda Davis

Wanda Davis,
ASC³ Executive Director
wdavis@asc3.org

Shaletha Mitchell

Shaletha Mitchell, M.Ed., MCHES[®]
ASC³ Board President
Smitchell.well4u@gmail.com

From: [Arkela Black-Wills](#)
To: [CLEV Comments Applications](#)
Cc: [Kevin Dick](#)
Subject: [External] Letter of Support for PNC
Date: Friday, February 05, 2021 6:18:23 PM
Attachments: [image001.png](#)
[Letter of Support for PNC2.pdf](#)

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Good Evening,

I hope that you are doing well! Please see the attached Letter of Support for PNC, sent on behalf of Mr. Kevin Dick, President and CEO of Carolina Small Business Development Fund. Please let us know if we may be of further assistance.

Regards,

Arkela Black-Wills

Executive Assistant

carolinasmallbusiness.org

3128 Highwoods Blvd, Suite 170 // Raleigh, NC 27604

Main Office: [919\) 803-1437 x 236](tel:9198031437) // Direct: [919\) 355-4959](tel:9193554959)





February 5, 2021

Ann E. Misback
Secretary of the Board
20th Street and Constitution Avenue NW
Washington, DC 20551-0001

Federal Reserve Bank of Cleveland
(Mary S. Johnson, Vice President)
1455 East Sixth Street,
Cleveland, Ohio 44101-2566

RE: PSNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware; to acquire BBVA USA Bancshares, Inc., Houston, Texas and thereby directly acquire BBVA USA, Birmingham, Alabama

Dear: Ms. Misback:

My name is Kevin Dick and I am the President and Chief Operating Officer of Carolina Small Business Development Fund. It is my honor to write a letter of support of PNC and its efforts to acquire BBVA. CSBDF is a certified Community Development Finance Institution (CDFI), located in Raleigh NC that has worked to promote community economic development in North Carolina for three decades. Since 2010, our efforts have focused on promoting entrepreneurship across the region, primarily through the deployment of affordable small business loans.

CSBDF and PNC have both worked and collaborated with one another for a several years. We have had the privilege of Mrs. Lori Jones-Gibbs, Senior Vice President and Community Development Carolina Market Manager, and currently Arnold Alston, the Senior Healthcare Banker, to serve as Board Members a combined four years. We at CSBDF truly value this relationship and are excited for any upcoming partnerships.

CSBDF has received a total of \$122,500 in operating grants, a \$100,000 grant for lending to assist small businesses adversely impacted by Hurricane Florence, and \$3,000,000 in lending debt.

We fully support PNC in acquiring BBVA and are in support of any regulatory approvals they may need. If you have any additional questions or concerns, please do not hesitate to reach out to me at kdick@carolinasmallbusiness.org or on my mobile number at 919.265.7054.

Sincerely,

A handwritten signature in black ink that reads "Kevin S. Dick". The signature is written in a cursive, flowing style.

Kevin Dick
President and Chief Executive Officer