

**Conference Call with Federal Reserve Board Staff
and Representatives of The American Bankers Association, the Subchapter S Bank
Association, and Various Banking Organizations
May 28, 2013**

Participants: Anna Lee Hewko, Juan Carlos Climent, Vitus Ukwuoma (Federal Reserve Board).

Beth Knickerbocker, Fran Mordi, Alison Touhey (American Bankers Association), Patrick J. Kennedy, Jr., William Sutherland (Subchapter S Bank Association), John J. Madden (First National Bank of La Grange), Al Jones (American Bank), Mark A. Long (First Commercial Bank, NA), L. Jackson McConnell (Pinnacle Bank), Curtis Davidson (First National Bank and Trust Company of Ardmore), Troy Lewis (Heritage Bank).

Summary: Representatives from the American Bankers Association, and the Subchapter S Bank Association, as well as representatives from several banking organizations that have elected to have the sub-chapter S corporation status (the “Representatives”) discussed several concerns regarding the joint notice of proposed rulemaking on regulatory capital requirements (Docket No. R-1442) with staff of the Federal Reserve Board. The Representatives discussed sub-chapter S bank capital raising issues as well as certain specific aspects of the proposed rule that could have an impact on sub-chapter S corporations, including the capital conservation buffer, the treatment of accumulated other comprehensive income, the treatment of residential mortgages, and the phase-out of certain non-qualifying capital instruments.