

Panel 10

July 9, 1998

Ms. Joy Hoffman-Molloy
Community Affairs Officer
Federal Reserve Bank of San Francisco
Division of Banking Supervision and Regulation
Mail Stop 620
101 Market Street
San Francisco, California 94105

RE: Written testimony in favor of the proposal by NationsBank Corporation, Charlotte, North Carolina, to acquire BankAmerica Corporation, San Francis, California.

My name is Deborah Hughes Jones. I am here representing LEDIC Management Group of Atlanta, Georgia. LEDIC provides many facets of property management services in the Southeast. NationsBank is one of our valued clients.

NationsBank operates one of the first bank-owned Community Development Corporations in the Southeastern United States. Since opening its Atlanta office in 1993, NationsBank has invested more than \$75 million dollars in the acquisition and redevelopment of affordable housing in Atlanta's urban communities. In 1993 NationsBank engaged LEDIC to manage more than 4,200 apartment units in Georgia.

NationsBank takes an active role in community revitalization. In addition to providing safe, affordable housing, NationsBank is also very concerned about family needs. The Make A Difference concept was created in 1993 in hopes of providing meaningful services to residents of large, multifamily rental properties developed by NationsBank Community Development Corporation.

NationsBank provides the start-up and operating funds for the Centers as a way to provide a safe place for children to go after school and enhance the living environment for all residents.

The first Make A Difference opened in Atlanta in 1995. Our eighth center in Atlanta ,opened July 6, 1998. NationsBank has 16 such centers in states such as, North Carolina, Texas, Tennessee, the District of Columbia and Maryland. With the acquisition of Bank America we can envision centers from coast to coast and many more families impacted with the merger. Children will benefit the most.

In just three years we have grown from 1 center to 16. NationsBank has made a commitment to open a total of 25 centers by the year 2000. NationsBank had the unprecedented foresight to create the Make A Difference, imagine the obligation now to share this successful quality product. NationsBank has demonstrated its responsiveness to the needs of our resident families. It's corporate philosophy has set NationsBank apart from it's competitors.

The Make A Difference Center Goals

- To strengthen the parent-child relationship through interactive educational activities
- To provide a diverse range of learning opportunities for all residents
- To empower youth through academic assistance, educational programs and other resources
- To provide a nurturing and safe environment where children can learn and grow
- To further self-esteem, self identity, respect and responsibility in youth

Programs Offered

- Structured after-school program from 3-6 p.m. daily
- Homework assistance and tutoring for youth
- Computer skill training for youth and adults
- Money management skills for youth and adults
- Neighborhood watch meeting
- Health fairs
- Fire Safety classes/Bike safety programs
- Senior Adult meeting
- Community festivals and celebrations
- Stress management for youth and adults
- Urban gardening
- On site summer camp

Make A Difference Centers

Each Make A Difference is equipped with a computer lab connected to the Internet, a library with age appropriate books, reference materials, literature and games, a tutorial room, multi-purpose room, and a well equipped kitchen.

Many communities have already been revitalized with investments from NationsBank. Thousands of families have been positively impacted. We can touch the lives of many more through the various programs delivered by the Make A Difference Centers. We strongly support the acquisition of Bank-America by NationsBank. NationsBank has very high standards. We have seen a significant measure of success as a result of NationsBank caring commitment and diverse investments.

I am grateful for the opportunity to be associated with NationsBank and having a role in Making A Difference.

IMS
Independent
Mobility
Systems, Inc.

Greg Anesi

Stand by
10C

July 9, 1998

Federal Reserve Bank of San Francisco
Division of Banking Supervision and Regulation
Mail Stop 620
101 Market Street
San Francisco, California 94105

Re: NationsBank

Dear Members:

I am writing to express my support for the proposed merger between NationsBank and Bank of America.

I am the president of Independent Mobility Systems, Inc. We manufacture lowered floor mini vans to help over 3 million Americans, nation-wide, with mobility disabilities, meet their transportation needs. Unfortunately, due to accidents, disease or aging, we all know someone who has a mobility disability. The high incidence of these disabilities made them a major component of the Americans with Disabilities Act. Mobility is more than just getting from one point to another. Mobility is Independence, Freedom and Quality of Life!

One might ask what Mobility or lowered floor mini vans have to do with a proposed bank merger? These vans, new, including the chassis, cost approximately \$42,000 each. That's a lot of money! It is very much like purchasing your home. A program for installment purchase was needed. **In 1997, NationsBank implemented the first ever national program to provide financing for vehicles adapted for use by persons with Disabilities!**

Since we began to market these vehicles in 1987, the most common question has been: "How much are the payments?" Until NationsBank acquired Boatman's Sunwest in Farmington NM, the answer was always: "I'm sorry, but you'll have to find financing however you can." This was no small problem! Unfortunately, many banks and loan officers are frightened by disabled people! How can they drive? How do they work? What kind of jobs could they have? Most importantly, how in the world can they pay us back?

Disabled people, of course, have driver's licenses, can drive, have families, have children, work, pay their bills, vote, pay taxes and lead normal lives!

Maybe... if the loan officer personally knew the disabled person, or if the personal financial statements were extremely strong, the bank might make the loan. But of course, there was still the problem of the added conversion value when considering the loan analysis for collateral and residual value.

Banks as a rule assign zero value to the conversion part of the adapted van. This policy requires the borrower to place more money down in order to qualify for a loan. In the case of a lowered floor mini van, the chassis costs approximately \$28,000 and the conversion costs

approximately \$14,000 for a total cost of \$42,000. If a bank requires 10% down payment, the customer would be required to pay \$2,800 down for the chassis and \$14,000 for the conversion, for a total downpayment of \$16,800 or 40% down! Most people, disabled or not, would not own cars, homes or even appliances if they were required to put 40% down. The banking industry's conservative policies effectively stopped financing for disabled people. As a result, many disabled people's lives have been needlessly limited because of lack of affordable transportation. No transportation too often means: No job, No Independence, No life!

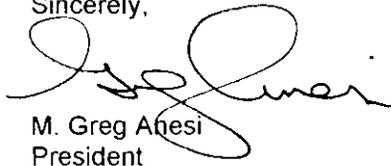
When NationsBank acquired Boatman's Bank in January 1997, as a small manufacturer in rural North West New Mexico, I assumed that the local responsiveness of the branch I dealt with would be lessened. Independent Mobility Systems was not a customer of NationsBank. Furthermore, I had been searching over five years to find a bank that would be willing to help disabled people with their financing needs. Boatman's Bank had been too busy. Local New Mexico banks could not make loans outside their market area. Other regional banks weren't even interested in understanding the market potential. When I presented the financing problem for disabled people to Steve Garrett, the Farmington NationsBank president, he went to work. Within one month of the merger of NationsBank and Boatman's, a regional CRA team from Dallas came to our plant in Farmington to hear our request for financing for disabled people. The team, headed by Tyrus Sanders, saw the need and wanted to help! Within two more months, NationsBank Dealer Financial Services group, headed by David Hollodick, came to Farmington again to present a program to meet the needs of our customers. Three months later NationsBank and IMS proudly offered the program to our customers! I think that is pretty dam responsive!!!

NationsBank has changed the Banking Industry! Through innovative, competitive financing up to ten years, NationsBank has made Mobility and Freedom available for more than 280 disabled people in the nine short months since the program started! NationsBank will lend up to 90% of total cost, including the conversion, for up to ten years. These flexible terms have made payments affordable and competitive for our disabled customers. NationsBank has had a 65% loan approval rate, which far exceeds the normal car loan approval rate of about 35%. NationsBank has also made available a special Advocacy team to seek extra help for those customers with special credit needs. By offering a national program, NationsBank has made all banks nation-wide more flexible and receptive to loans to disabled customers! This innovative loan program is a Win---Win---Win arrangement!!!

NationsBank took the time to listen! NationsBank investigated the Market, assessed the Need and took the Risk! NationsBank has made a positive difference in the lives of disabled Americans !!!

NationsBank has proven responsive to the needs of Our Community! I respectfully request the Federal Reserve Bank grant Approval to the Merger of NationsBank and Bank of America.

Sincerely,



M. Greg Anesi
President

PS: I am enclosing letters from our customers telling how helpful the program has been. Also enclosed is an overview of our company, a press packet, a copy of NHTSA report estimating the number of Vehicles Adapted for Use by Persons with Disabilities, brochures of our product and NationsBank product, and the results of the loan program at the end of nine months.