

WEST VIRGINIA DIVISION OF FINANCIAL INSTITUTIONS

Notice to Establish a Denovo Branch Bank (Expedited Procedure under WV Code §31A-8-12d)

NAME OF BANK:

COMPLETE PHYSICAL AND MAILING ADDRESS OF MAIN BANKING OFFICE:

COMPLETE PHYSICAL AND MAILING ADDRESS OF PROPOSED BRANCH OFFICE:

REPRESENTATIVE RESPONSIBLE FOR THIS NOTICE: (INCLUDE SIGNATURE, NAME, TITLE, EMAIL, AND TELEPHONE)

Signature

Date

Name, Title

Fee Submitted:

Email and Telephone

Check #:

____ Full Service Branch _____

____ Limited Service Branch (please detail) _____

Proposed Opening Date _____

Schedules or exhibits may be attached to this Notice whenever the space provided is insufficient.

A copy of the completed Notice with original signatures is to be forwarded to the West Virginia Division of Financial Institutions where a copy of the public portion will be made available for public inspection. Applications may be submitted electronically to the Commissioner and Staff Analyst. Notice to the proper federal regulator should be provided simultaneously.

The Commissioner of Financial Institutions has 21 days after receipt to review the Notice and either approve or raise objections to the branch establishment. Requests for additional information shall extend the Commissioner's review time for an additional 15 days from the receipt of the requested information.

You may provide any information in addition to that requested in this Notice, which, in your opinion, might aid in the disposition of your proposal. Failure to complete all questions or to

provide the requested information may result in a delay or loss of opportunity to use the expedited process.

In preparing your Notice, keep in mind that State public policy warrants making all information submitted in connection with your Notice available for public review unless it is confidential in nature and it qualifies for exemption under provisions of the West Virginia Code.

It is the responsibility of the applicant to clearly identify the information submitted with the proposal which it deems **CONFIDENTIAL** and to attach it separately. However, the determination of the question of confidentiality and the discretion to release information submitted resides with the West Virginia Division of Financial Institutions. Specific information for which you may request confidential treatment may be made available for public review after consideration of the Notice.

PUBLICATION REQUIREMENTS

The WVDFI will only require publication of intent to establish a branch should the applicant's primary federal regulator require publication. The FDIC and the Board of Governors of the Federal Reserve System may require publication of the intent to establish a branch in a newspaper of general circulation in the community in which the branch will be established as well as the community in which the main office of the bank is located. Refer to federal statutes for publication requirements and timing of these publications. In connection with these publications, the bank must include the following language:

"The public is also invited to submit written comments regarding this Notice to the West Virginia Board of Banking and Financial Institutions. Write Commissioner of Financial Institutions, 900 Pennsylvania Avenue, Suite 306, Charleston, West Virginia 25302."

This requirement is pursuant to §106-12-5 of the General Rules Implementing the West Virginia Community Reinvestment Act, effective July 1, 1993.

Please provide an affidavit of publication or copy of such affidavit upon completion of the publication cycle:

Date of Initial Publication: _____ Date of Final Publication: _____
(If Applicable)

GENERAL INFORMATION

1. West Virginia Code §§31A-8B-1, *et seq* requires that the assessment of the record of performance under the Community Reinvestment Act be taken into account in connection with this Notice. Provide the date of the most recent evaluation, the agency performing such evaluation and the rating assigned.
2. If the proposal includes a lease, a bankruptcy clause should be included in the lease(s). An example of such a clause follows:

"Notwithstanding any other provisions contained in this lease, in the event the Lessee is closed or taken over by the banking authority of the State of West Virginia, or other bank supervisory authority, the Lessor may terminate the lease only with the concurrence of such banking authority or other bank supervisory authority, and any such authority shall, in any event, have the election to either continue or to terminate the lease as provided in West Virginia Code §31A-7-10."

3. Provide a certified copy of the Resolution of the Bank's Board of Directors approving the establishment of a denovo branch at the proposed site.
4. Provide copies of all information submitted to federal banking regulatory authorities regarding establishing this branch.

PREMISES AND FIXED ASSETS

Brief Physical Description: (including at a minimum: size, number of teller and drive through stations, ATM, security system, etc.)

What type of physical quarters are anticipated upon opening?

☐ Temporary ☐ Permanent

If permanent, will the facility be (check one):

☐ Owned ☐ Leased

Provide basic lease terms (term, renewal or purchase options, etc.):

If temporary quarters will be utilized, provide the address, distance from the permanent branch site, monthly rental, and brief description of the facility on a separate exhibit.

Funding for the branch facility will be provided by (check all that apply):

☐ Existing Assets	☐ Sale of Additional Capital
☐ New Debt	☐ Other – Specify _____

If other than existing assets, list in detail any plans to provide funding for the branch bank on a separate page.

PROFORMA CALCULATIONS

Provide **PROFORMA** ratios for total investment in premises and fixed assets pursuant to West Virginia Code §31A-8-12d(b)(4), §31A-4-13(b), and §31A-4-13(k) as a percent of equity capital reported on the most recent Report of Condition. **NOTE: If the bank's capital has undergone a material change since the latest Call Report date, please submit information that includes such changes. Month-end financial statements are preferred.**

Category	As Reported on Most Recent Call Report	Proposed Branch Expenditure	Proforma Totals	Proforma Totals as a Percent of Equity Capital as of latest Call Report Date
	Date			
	\$	\$	Add columns 2 & 3 \$	%
Premises (Land & Building)				
Fixed Assets				
Total				

RELATIONSHIPS AND ASSOCIATIONS WITH THE BANK

Are any architects, real estate brokers, the sellers or lessors of land, buildings or equipment listed herein otherwise directly or indirectly associated with the Bank? ____ Yes ____ No

If yes, complete the following information:

Name	Item (Mark Appropriate Column)			Relationship or Association with Bank Specify Director, Officer, 5% Stockholder, or their relatives. Designate any business interests of the aforementioned.
	Land	Building	Equipment	

If fixed assets are to be purchased or leased from a related party, evidence of the reasonableness of the cost(s) must be provided. **Attach copies of at least two competitive bids, independent appraisals, and/or other supporting evidence.**

If an insider is a party to **any** contract in connection with this Notice, explain the manner in which price and/or payments were determined. **YOU MAY BE ASKED TO FURNISH ADDITIONAL SUPPORTING DOCUMENTATION FROM THIRD PARTIES TO SUPPORT REASONABLENESS.** If bank is proposing to invest in any real estate in excess of \$500,000, then an appraisal of such real estate must be completed per federal appraisal regulations and a copy included with this Notice.

ESTIMATED DEPOSITS AND ASSETS FOR THE PROPOSED BRANCH

TYPE OF DEPOSIT	ESTIMATED VOLUME AT END OF		
	FIRST YEAR	SECOND YEAR	THIRD YEAR
Demand Deposits			
Time Deposits			
NOW, MM, ATS, and Savings			
Total Deposits			
Total Assets			

Provide data and assumptions used in estimating total deposits and total assets.

Do estimated deposits for the proposed branch includes any amount indicated in deposits to be transferred? ___Yes ___No (If Yes, please detail by type of deposit and amount.)

ESTIMATED AVERAGE DEPOSITS AND ASSETS FOR THE PROPOSED BRANCH

DESCRIPTION	ESTIMATED AVERAGE DEPOSIT VOLUME DURING		
	FIRST YEAR	SECOND YEAR	THIRD YEAR
Average Demand Deposits			
Average Interest Bearing Deposits			
Total Average Deposits			
Total Average Assets			

Instructions: Average branch deposits for year one are generally calculated at 75% of year end totals. Average branch deposits for the second and third years are computed by adding figures at the preceding year end to the totals at the end of the subject year and dividing by two. Other calculations may be substituted with an explanation of the method utilized.

Provide a detailed spreadsheet reflecting projected sources of income and expenses to be incurred for the first three years. Each year should be itemized separately and reflect a full twelve months of operation.

Describe bank's current earnings performance, the impact of the branch's addition on both current earnings and future earnings for three years after opening.

The End