

STATE OF OHIO
DEPARTMENT OF COMMERCE
DIVISION OF FINANCIAL INSTITUTIONS

"An Equal Opportunity Employer and Service Provider"

**NOTICE OF INTENT FOR A BANK, SAVINGS AND LOAN ASSOCIATION, OR
SAVINGS BANK TO ESTABLISH, ACQUIRE, OR RELOCATE A BANKING
OFFICE**

GENERAL INFORMATION AND INSTRUCTIONS

APPLICATION PROCEDURE

A bank, savings and loan association, or savings bank seeking the Division's approval to establish, acquire, or relocate (except as provided below for relocations within the same service area) one or more banking offices shall deliver to the Division a letter notice of the institution's intentions at least 60 days before taking the intended action. (The Division's approval is required by Ohio Revised Code §1117.02 for banks, §1151.05 for savings and loan associations, and §1161.05 for savings banks.)

Within 30 days of receiving a letter notice, or the next business day thereafter, the Division will either

- approve the banking office;
- inform the institution the Division has not yet completed its review of the matter and request any needed additional information; or
- notify the institution of the Division's intent to deny the proposal.

After the thirtieth calendar day following the Division's receipt of the notice, if the institution has not received (by mail or facsimile) the Division's decision or notification the Division needs additional time to consider the proposal, the institution may consider its proposal approved and may proceed to establish, acquire, or relocate one or more banking offices as stated in the notice. The Division will not act on a proposal unless the institution has submitted proof of compliance with the publication requirement and the related comment period has run. The Division may take different actions on individual banking offices proposed in the same notice.

CONTENTS OF THE NOTICE

The letter notice shall include the following for each proposed banking office:

- 1) If a proposed banking office will be a mobile unit, the fixed locations and times of its operation or other plan of utilization.
- 2) If a proposed banking office will be fixed, the permanent location and, if applicable, initial temporary location.
- 3) For relocations or consolidations:
 - a) The current and proposed locations of the banking office; and
 - b) Whether the new location is within the current service area of the banking office being relocated.
- 4) Whether or not the institution will:
 - a) Purchase or lease real property or other fixed assets of a proposed banking office from a director, officer, or principal shareholder; or
 - b) Have premises constructed, improved, or equipped by a company in which a director, officer, or principal shareholder of the institution has an interest.
(A principal shareholder is one owning directly or beneficially ten per cent or more of any class of voting shares of the institution.)

If a banking office is to be relocated within its service area or consolidated with one or more other banking offices within the same service area, the notice need only indicate the present and new addresses of the banking office being relocated, the date it will open for business at the new location, and how the institution will notify customers of the relocation. However, the Division reserves the right to determine that the impact of a change of location is sufficient to require additional disclosure to customers notwithstanding the fact that the institution believes the relocation is within the same service area.

The institution will be bound by, and will be expected to conform in all material respects with, all oral and written representations made in or in connection with the letter notice. Further, all representations and commitments made by the institution or on its behalf in or in connection with the notice are conditions imposed in writing by the Division and may be enforced under statutory provisions for addressing violations of conditions imposed by the Division in writing.

PUBLICATION REQUIREMENTS (not applicable to relocations within the same service area)

For each proposed banking office, the institution must also publish in a newspaper of general circulation in the county where the proposed banking office is to be located and in the county where the institution maintains its principal place of business. The publication should include the following information:

- The name and address of the institution;
- The fact that notice of the proposed banking office(s) has been filed with the Ohio Division of Financial Institutions, 77 South High Street, Columbus, Ohio 43215-6120;
- The location (street address, city, and county) of the proposed banking office(s); and
- That any person who wishes to comment on the proposed banking office(s) must do so in writing to the Division within fourteen days after the date of publication.

To avoid a delay in approval for the comment period to run, the Division suggests the institution combine this publication with any federally required publication and make the publication as early as is permitted.

The institution must provide the Division proof the institution has satisfied the publication requirement. This may take the form of a publisher's affidavit of publication or the entire original newspaper page ("tear sheet") upon which the publication appears showing the newspaper's name and publication date. The tear-sheet option is sufficient proof of publication and usually takes less time.

MISCELLANEOUS

- If the proposal represents a relocation of a banking office beyond its current service area, the new location is considered a new banking office, and the current location must be formally closed. The institution must give written notice of the closing to customers at least 90 days in advance and post notice of the closing at the banking office at least 30 days in advance of the closing date. If federal law or regulation requires the institution to give written notice of the closing to customers, the institution may satisfy the Division's requirement by providing notice to customers as required by its federal regulator.
- The service area is defined as the smallest area from which the banking office obtains 75 percent of its deposits. Every institution is expected to maintain a map or description of the service area of each of its banking offices.

- If the institution proposes to relocate a banking office that is also its principal place of business to a location other than that stated in its Articles of Incorporation, the Articles must be amended, which may require the approval of the institution's shareholders.