



Comptroller of the Currency
Administrator of National Banks

250 E Street, SW
Washington, DC 20219
202-874-5060

Licensing Activities

**Corporate Decision #2012-15
October 2012**

August 29, 2012

James C. Oppenheimer
General Counsel
NCB, FSB
2001 Pennsylvania Avenue, NW, Suite 625
Washington, DC 20006

Re: Notice to Establish an Operating Subsidiary
NCB, FSB, Hillsboro, Ohio
OCC Control Number R3-2012-0056

Dear Mr. Oppenheimer:

The Office of the Comptroller of the Currency (OCC) hereby approves the subject application (Application) to establish operating subsidiary, NCB Coop Funding, LLC (NCB Funding). The entity will be a Delaware limited liability company whose sole activity will be to facilitate the sale and securitization of multi-family cooperative mortgage loans originated by NCB, FSB.

12 C.F.R. Part 159 requires that the OCC, in determining whether to approve an operating subsidiary application, consider whether: (1) the subsidiary will engage only in activities permissible for Federal savings associations to engage in directly; (2) the Federal savings association will own, directly or indirectly, more than 50 percent of the voting shares of the operating subsidiary; and (3) any person or entity other than the Federal savings association will exercise effective operating control over the operating subsidiary.¹ In addition, the OCC may, at any time, limit a Federal savings association's investment in operating subsidiaries, or may limit or refuse to permit any activities of an operating subsidiary, for supervisory, legal, or safety and soundness reasons.²

Based on a thorough review of all available information, including the representations and commitments made in the Application and by NCB, FSB's representative, the OCC concludes that the activities of NCB Funding are legally permissible for Federal savings associations and their operating subsidiaries.

¹ 12 C.F.R. §§ 159.2, 159.3(c)(1), and (e)(1).

² 12 C.F.R. § 159.1(a).

Operating Subsidiary
NCB, FSB, Hillsboro, OH
OCC Control Number R3-2012-0056

This decision and the activities and communications by OCC employees in connection with the filing do not constitute a contract, express or implied, or any other obligation binding upon the OCC, the United States, any agency or entity of the United States, or any officer or employee of the United States, and do not affect the ability of the OCC to exercise its supervisory, regulatory or examination authorities under applicable law and regulations. Our decision is based on the bank's representations, submissions, and information available to the OCC as of this date. The OCC may modify, suspend or rescind this decision if a material change in the information on which the OCC relied occurs prior to the date of the transaction to which this decision pertains. The foregoing may not be waived or modified by any employee or agent of the OCC or the United States.

If you have questions, contact Licensing Analyst Valarina Oliver-Dumont at (312) 360-8886 or at Valarina.Oliver-Dumont@occ.treas.gov.

Sincerely,

Stephen A. Lybarger

Stephen A. Lybarger
Deputy Comptroller for Licensing

Enclosure