



STRATEGIC PLAN

Comptroller of the Currency
Administrator of National Banks
Washington, DC 20219

PUBLIC DISCLOSURE

May 10, 2004

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

**Bank Midwest, National Association
Charter Number 22015**

**1100 Main Street, Suite 350
Kansas City, Missouri 64105**

**Comptroller of the Currency
Kansas City South Field Office
6700 Antioch Road Suite 450
Merriam, Kansas 66204**

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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INSTITUTION

INSTITUTION'S CRA RATING: This institution is rated “**Outstanding.**”

Bank Midwest, N.A. (BMW) was evaluated under the Community Reinvestment Act strategic plan option. Our evaluation period included 2001, 2002, and 2003. BMW is rated “Outstanding” since overall goals were exceeded in 2002 and 2003. For 2001, 2002, and 2003, BMW’s total score is 96.18, 106.71, and 105.84, respectively. Per the strategic plan, a satisfactory score is 85 to 100 points. A total score of over 100 points is outstanding.

Loan types are scored based on the point system in the “Strategic Plan Scoring System.” These loan types consist of small business and farm, consumer, Home Mortgage Disclosure Act, and community development loans. Points are awarded for meeting goals based on both the dollar amount and number of loans originated in each assessment area (AA) for various categories. Specific categories include total loans, loans made to low- and moderate-income applicants, and loans made in low- and moderate-income census tracts.

Investment goals for 2001 are based on the dollar amount of investment established for each assessment area. For 2002 and 2003, investment goals were established for the total bank rather than each assessment area. Points are awarded under the Service Test based on the accessibility of delivery systems, changes in branch locations, reasonableness of business hours and services, and meeting of community development service goals. Bonus points are awarded for loan, investment, and community development service goals that are exceeded by 5 percent. BMW can also receive bonus points if delivery systems to low- and moderate-income individuals or geographies are enhanced.

Final scores are determined by multiplying each AA score by its percentage share of total deposits. Resulting scores are added together and applied to BMW’s scoring system to determine the overall rating. The percentage allocation for AA scores are adjusted annually based on the percentage of deposits, for the respective AA, as of December 31 of the preceding year.

At the last CRA examination dated April 23, 2001, BMW was rated “Satisfactory.”

CONCLUSIONS:

The information in this section is presented in a manner consistent with the format contained in the bank’s approved CRA strategic plan. A copy of the current strategic plan is available upon request from the bank.

The following tables represent how the bank achieved the total scores for 2001, 2002, and 2003 strategic plan years.

2001 PERFORMANCE

| ASSESSMENT AREAS | TOTAL LENDING TEST SCORE | TOTAL INVESTMENT TEST SCORE | TOTAL SERVICE TEST SCORE | TOTAL SCORE | ALLOCATION PERCENTAGE | TOTAL SCORE |
|-------------------------|---------------------------------|------------------------------------|---------------------------------|--------------------|------------------------------|--------------------|
| KANSAS CITY | 66.21 | 16.00 | 13.57 | 95.78 | 48.27% | 46.23 |
| NORTHEAST | 67.02 | 14.577 | 16.00 | 97.60 | 27.31% | 26.65 |
| NORTHWEST | 66.85 | 8.955 | 16.00 | 91.81 | 16.68% | 15.31 |
| ST. JOSEPH | 71.22 | 16.00 | 16.00 | 103.22 | 7.74% | 7.99 |
| TOTAL 2001 SCORE | | | | | | 96.18 |

In addition to the above AAs, we also considered BMW's performance in the following AAs, which were not part of the Strategic Plan in place during 2001:

- Atchison County, Kansas: BMW purchased a branch in this non-metropolitan AA in October 1999. During 2001, the bank originated and/or purchased 131 consumer loans, 12 HMDA loans, and five small business loans. The percentage of consumer loans to low-income borrowers is adequate. The percentage of consumer loans to moderate-income borrowers is excellent. The number of HMDA and small business loans is not significant. All census tracts in Atchison County are middle-income.
- Green County, Missouri: BMW opened a branch in this metropolitan AA in November 2000. During 2001, BMW originated and/or purchased 73 consumer loans and three HMDA loans. The percentage of consumer loans to low- and moderate-income borrowers is excellent. The percentage of consumer loans in moderate-income geographies is adequate. The bank did not make any loans in low-income geographies; however, less than one percent of households are in low-income census tracts. The number of HMDA loans is not significant. Three of the four branches in Green County are in middle-income tracts, and one is in an upper-income tract. Approximately 26 percent of the population resides in moderate-income tracts.
- St. Louis County, Missouri: BMW opened a branch in this metropolitan AA in October 2001. An evaluation of the bank's performance in this AA is not meaningful due to the limited amount of time it has been part of the bank.

Based on limited scope reviews, the bank's performance under the lending and service tests in Atchison County and Green County is not inconsistent with the bank's overall "Satisfactory" performance in 2001. BMW did not make any qualified investments or donations in these AAs in 2001 that count for CRA purposes. These were start up branches, and management was still becoming familiar with the areas.

2002 PERFORMANCE

| ASSESSMENT AREAS | TOTAL LENDING TEST SCORE | CD SERVICE TEST SCORE | TOTAL SCORE | ALLOCATION PERCENTAGE | TOTAL SCORE |
|--------------------------|---------------------------------|------------------------------|--------------------|------------------------------|--------------------|
| KANSAS CITY | 76.84 | 9.00 | 85.84 | 53.56% | 45.98 |
| NORTHERN MISSOURI | 71.95 | 7.78 | 79.73 | 38.40% | 30.62 |
| ST. JOSEPH | 68.28 | 8.67 | 76.95 | 7.70% | 5.93 |
| SPRINGFIELD | 44.08 | 8.04 | 52.12 | 0.22% | 0.11 |
| ST. LOUIS | 58.08 | 0 | 58.08 | 0.12% | 0.07 |
| C.D. INVESTMENTS* | | | | | 16.00 |
| DELIVERY SYSTEMS* | | | | | 8.00 |
| TOTAL 2002 SCORE | | | | | 106.71 |

* TOTAL BANK SCORE

2003 PERFORMANCE

| ASSESSMENT AREAS | TOTAL LENDING TEST SCORE | CD SERVICE TEST SCORE | TOTAL SCORE | ALLOCATION PERCENTAGE | TOTAL SCORE |
|--------------------------|---------------------------------|------------------------------|--------------------|------------------------------|--------------------|
| KANSAS CITY | 76.82 | 9.00 | 85.82 | 48.61% | 41.72 |
| NORTHERN MISSOURI | 67.82 | 9.00 | 76.82 | 43.64% | 33.52 |
| ST. JOSEPH | 76.82 | 9.00 | 85.82 | 7.27% | 6.24 |
| SPRINGFIELD | 66.00 | 8.67 | 74.67 | 0.21% | 0.16 |
| ST. LOUIS | 66.00 | 6.47 | 72.47 | 0.27% | 0.20 |
| C.D. INVESTMENTS* | | | | | 16.00 |
| DELIVERY SYSTEMS* | | | | | 8.00 |
| TOTAL 2002 SCORE | | | | | 105.84 |

* TOTAL BANK SCORE

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW

We found no evidence of discrimination or other illegal credit practices.

MULTISTATE METROPOLITAN AREA

CRA RATING FOR KANSAS CITY, MISSOURI-KANSAS MSA: OUTSTANDING

The following table represents BMW's total score for the Kansas City region if deposit allocation percentages are not considered.

| 2001 | 2002* | 2003* |
|-------|--------|--------|
| 95.78 | 109.84 | 109.82 |

*The total score includes the Investment Test Score of 16 and Service Test Score of 8 for the entire bank.

Based on points allocated to the Kansas City region, BMW's performance in 2001 is within the satisfactory rating category. For 2002 and 2003, BMW's performance is within the outstanding rating category.

CONCLUSIONS WITH RESPECT TO PERFORMANCE IN KANSAS CITY, MISSOURI-KANSAS MSA:

The following table combines loan goals for 2001, 2002, and 2003 in the Kansas City region. BMW's actual performance during this timeframe is compared to these goals. All goals are not shown. Instead, key areas of performance are highlighted.

| LOAN PRODUCTS | STRATEGIC PLAN GOAL* | ACTUAL PERFORMANCE |
|------------------------------------|---|---|
| Small Business/farm loans | 336 loans in low- and moderate-income tracts | 351 loans in low- and moderate-income tracts |
| | 558 loans to businesses with revenues of \$1 million or less ** | 635 loans to businesses with revenues of \$1 million or less ** |
| Consumer loans | 1,041 loans to low-income applicants | 2,131 loans to low-income applicants |
| | 1,061 loans to moderate-income applicants | 1,772 loans to moderate-income applicants |
| | 138 loans in low-income tracts | 111 loans in low-income tracts |
| | 1,445 loans in moderate-income tracts | 1,954 loans in moderate-income tracts |
| HMDA loans | 196 loans to low-income applicants | 474 loans to low-income applicants |
| | 244 loans to moderate-income applicants | 579 loans to moderate-income applicants |
| | 41 loans in low-income tracts | 36 loans in low-income tracts |
| | 323 loans in moderate-income tracts | 576 loans in moderate-income tracts |
| Community Development loans | \$671 total dollar amount* | \$2,490 total dollar amount* |
| Services | 71 organizations served | 79 organizations served |

*Dollar amounts in thousands

**2002-2003 only

In the Kansas City region, BMW exceeded a substantial majority of its lending goals. Lending performance in low-income tracts is adequate. BMW exceeded its goals under the Investment Test for 2001 in the Kansas City region. For 2002 and 2003, goals were set for the entire bank rather than by AA. These goals were also exceeded.

Small business loan numbers include 17 loans made in enterprise zones in the Kansas City metropolitan area. These loans also have a community development purpose.

BMW's AA is smaller than the boundaries of the multi-state metropolitan area. The Kansas City region includes the following Missouri counties: Cass, Clay, Clinton, Jackson, Johnson, Lafayette, Platte, and Ray. The region also includes the following Kansas counties: Johnson, Leavenworth, and Wyandotte. All counties are part of the MSA except Johnson County, Missouri, which is adjacent to Cass and Lafayette counties. Johnson County does not extend substantially beyond the MSA boundary.

STATE

CRA RATING FOR MISSOURI: OUTSTANDING

The major factors that support this rating are: In the Northern region, total scores for 2002 and 2003 are within the bank's outstanding rating category. In the St. Joseph region, total scores for each year during our evaluation period are also within the outstanding rating category. Total scores for the Springfield and St. Louis regions are within the bank's satisfactory rating category. Based on deposit allocation percentages, more weight is given to performance in the Northern and St. Joseph regions.

CONCLUSIONS WITH RESPECT TO PERFORMANCE IN MISSOURI:

Performance in the Northern region is outstanding. Total scores for 2002 and 2003 are within the outstanding rating category. For 2001, the total score is within the satisfactory range. For small business/small farm loans and consumer loans, BMW did an adequate job meeting a majority of its goals. In 2001, the number of unsecured consumer loans to low-and moderate-income borrowers and in moderate-income tracts exceeded goals. In 2002, the number of small business/small farm loans in moderate-income tracts and the number of consumer loans to moderate-income borrowers exceeded goals. For HMDA loans, BMW exceeded a substantial majority of its goals. Goals for the number community development loans and services provided to organizations were exceeded during each year of our evaluation period. In 2001, investment test goals were adequately met. In 2002 and 2003, investment goals were not set for individual AAs. BMW exceeded investment goals for the bank in each of these years.

Performance in the St. Joseph region is outstanding. Total scores for each year during our evaluation period are within the outstanding rating category. For small business/small farm, consumer, and HMDA loans, the bank exceeded a substantial majority of its goals. In 2001, BMW reached 42% of its goal for HMDA loans in low-income tracts. In 2002, performance is adequate in meeting HMDA loan goals in low- and moderate-income tracts. BMW substantially met its 2003 goal for consumer loans in low-income tracts. Community development loan goals were exceeded in 2003 and substantially met in 2001. In 2002, BMW met 25 percent of its community development loan goal. Goals for community development services provided to organizations were exceeded during each year of our evaluation period. In 2001, investment goals were exceeded.

Goals in 2001 for the St. Joseph region do not include Atchison County, Kansas, which was not part of the Strategic Plan at this time. Refer to conclusions on page 2 of this Evaluation for conclusions regarding the bank's performance in this AA in 2001.

Performance in the Springfield region is satisfactory. This AA was not part of the Strategic Plan in 2001. Refer to the conclusions section on page 2 of this Evaluation for conclusions regarding the bank's performance in 2001. Total scores for 2002 and 2003 are within the satisfactory rating category. No goals were set for small business and small farm loans due to the size and newness of the branches. For consumer loans, the bank exceeded a substantial majority of its goals in 2002 and 2003. The only goal not exceeded was for loans in low-income tracts. In 2002, BMW only made two HMDA loans; therefore, an analysis of performance is not meaningful. In 2003, BMW exceeded a substantial majority of its goals. The only goal not exceeded was for loans in low-income tracts. Goals for community development services provided to organizations were exceeded in 2002 and 2003. BMW did not make any community development loans during this timeframe.

Performance in the St. Louis region is satisfactory. This AA was not part of the Strategic Plan in 2001 and did not become part of the bank until October 2001. Therefore, an analysis of performance in 2001 was not performed. Total scores for 2002 and 2003 are within the satisfactory rating category. No goals were set for small business and small farm loans. For consumer loans, BMW exceeded a substantial majority of its goals in 2002 and 2003. Only six HMDA loans were originated in 2002; therefore, an analysis of performance is not meaningful. In 2003, all HMDA goals were exceeded except for goals related to loans in low-income tracts. In 2002, BMW did not provide any community development services to organizations. However, in 2003, the bank met its goal of providing community development services. BMW did not make any community development loans during this timeframe.

PERFORMANCE IN THE NORTHERN REGION:

The following table represents the bank’s total score for the Northern region if the deposit allocation percentages are not considered.

| 2001** | 2002* | 2003* |
|---------------|--------------|--------------|
| 97.60 | 103.73 | 100.82 |

*The total score includes the Investment Test Score of 16 and Service Test Score of 8 for the entire bank.

** Represents an average of combined scores from the Northeast region and Northwest region.

Based on points allocated to the Northern region, BMW’s performance in 2001 is within the satisfactory rating category. For 2002 and 2003, performance is within the outstanding rating category.

The following table combines loan goals for 2001, 2002, and 2003 in the Northern region. BMW’s actual performance during this timeframe is compared to these goals. All goals are not shown. Instead, key areas of performance are highlighted.

| LOAN PRODUCTS | STRATEGIC PLAN GOAL* | ACTUAL PERFORMANCE |
|------------------------------------|---|---|
| Small Business/farm loans | 78 loans in moderate-income tracts | 70 loans in moderate-income tracts |
| | 4,174 loans to businesses with revenues of \$1 million or less ** | 3,242 loans to businesses with revenues of \$1 million or less ** |
| Consumer loans | 1,282 loans to low-income applicants | 1,026 loans to low-income applicants |
| | 1,373 loans to moderate-income applicants | 1,244 loans to moderate-income applicants |
| | 240 loans in moderate-income tracts | 202 loans in moderate-income tracts |
| HMDA loans | 171 loans to low-income applicants | 326 loans to low-income applicants |
| | 400 loans to moderate-income applicants | 604 loans to moderate-income applicants |
| | 72 loans in moderate-income tracts | 104 loans in moderate-income tracts |
| Community Development loans | \$264 total dollar amount* | \$748 total dollar amount* |
| Services | 48 organizations served | 78 organizations served |

*Dollar amounts in thousands

**2002-2003 only

There are no low-income tracts in the Northern region

PERFORMANCE IN THE ST. JOSEPH REGION:

The following table represents the bank’s total score for the St. Joseph region if the deposit allocation percentages are not considered.

| 2001 | 2002* | 2003* |
|--------|--------|--------|
| 103.22 | 100.95 | 109.82 |

*The total score includes the Investment Test Score of 16 and Service Test Score of 8 for the entire bank.

Based on points allocated to the St. Joseph region, BMW’s performance in each year during our evaluation period is within the outstanding rating category.

The following table combines loan goals for 2001, 2002, and 2003 in the St. Joseph region. BMW’s actual performance during this timeframe is compared to these goals. All goals are not shown. Instead, key areas of performance are highlighted.

| LOAN PRODUCTS | STRATEGIC PLAN GOAL* | ACTUAL PERFORMANCE |
|------------------------------------|---|---|
| Small Business/farm loans | 18 loans in low- and moderate-income tracts | 25 loans in low- and moderate-income tracts |
| | 445 loans to businesses with revenues of \$1 million or less ** | 545 loans to businesses with revenues of \$1 million or less ** |
| Consumer loans | 148 loans to low-income applicants | 274 loans to low-income applicants |
| | 183 loans to moderate-income applicants | 329 loans to moderate-income applicants |
| | 6 loans in low-income tracts | 13 loans in low-income tracts |
| | 40 loans in moderate-income tracts | 94 loans in moderate-income tracts |
| HMDA loans | 56 loans to low-income applicants | 183 loans to low-income applicants |
| | 113 loans to moderate-income applicants | 186 loans to moderate-income applicants |
| | 9 loans in low-income tracts | 4 loans in moderate-income tracts |
| | 52 loans in moderate-income tracts | 55 loans in moderate-income tracts |
| Community Development loans | \$95 total dollar amount* | \$124 total dollar amount* |
| Services | 15 organizations served | 34 organizations served |

*Dollar amounts in thousands

**2002-2003 only

PERFORMANCE IN THE SPRINGFIELD REGION:

The following table represents the bank’s total score for the Springfield region if the deposit allocation percentages are not considered.

| | |
|--------------|--------------|
| 2002* | 2003* |
| 76.12 | 98.67 |

*The total score includes the Investment Test Score of 16 and Service Test Score of 8 for the entire bank.

Based on points allocated to the Springfield region, BMW’s performance in 2002 and 2003 is within the satisfactory rating category. This AA was not part of the bank’s Strategic Plan in 2001.

The following table combines loan goals for 2002 and 2003 in the Springfield region. BMW’s actual performance during this timeframe is compared to these goals. All goals are not shown. Instead, key areas of performance are highlighted.

| LOAN PRODUCTS | STRATEGIC PLAN GOAL** | ACTUAL PERFORMANCE** |
|------------------------------------|---------------------------------------|---|
| Consumer loans | 6 loans to low-income applicants | 62 loans to low-income applicants |
| | 8 loans to moderate-income applicants | 23 loans to moderate-income applicants |
| | 1 loan in low-income tracts | No loans were made in low-income tracts |
| | 2 loans in moderate-income tracts | 33 loans in moderate-income tracts |
| HMDA loans | 2 loans to low-income applicants | 18 loans to low-income applicants |
| | 4 loans to moderate-income applicants | 25 loans to moderate-income applicants |
| | 1 loan in low-income tracts | No loans were made in low-income tracts |
| | 2 loans in moderate-income tracts | 26 loans in moderate-income tracts |
| Community Development loans | \$20 total dollar amount* | None |
| Services | 6 organizations served | 12 organizations served |

*Dollar amounts in thousands

**2002-2003 only

PERFORMANCE IN THE ST. LOUIS REGION:

The following table represents the bank’s total score for the St. Louis region if the deposit allocation percentages are not considered.

| | |
|--------------|--------------|
| 2002* | 2003* |
| 82.08 | 96.47 |

*The total score includes the Investment Test Score of 16 and Service Test Score of 8 for the entire bank.

Based on points allocated to the St. Louis region, BMW's performance in 2002 and 2003 is within the satisfactory rating category. This AA was not part of the bank's Strategic Plan in 2001.

The following table combines loan goals for 2002 and 2003 in the St. Louis region. BMW's actual performance during this timeframe is compared to these goals. All goals are not shown. Instead, key areas of performance are highlighted.

| LOAN PRODUCTS | STRATEGIC PLAN GOAL** | ACTUAL PERFORMANCE** |
|------------------------------------|---------------------------------------|---|
| Consumer loans | 6 loans to low-income applicants | 16 loans to low-income applicants |
| | 8 loans to moderate-income applicants | 14 loans to moderate-income applicants |
| | 1 loan in low-income tracts | No loans were made in low-income tracts |
| | 2 loans in moderate-income tracts | 2 loans in moderate-income tracts |
| HMDA loans | 2 loans to low-income applicants | 10 loans to low-income applicants |
| | 4 loans to moderate-income applicants | 12 loans to moderate-income applicants |
| | 1 loan in low-income tracts | No loans were made in low-income tracts |
| | 2 loans in moderate-income tracts | 4 loans in moderate-income tracts |
| Community Development loans | \$20 total dollar amount* | None |
| Services | 6 organizations served | 3 organizations served |

*Dollar amounts in thousands
 **2002-2003 only

STATE

CRA RATING FOR KANSAS: OUTSTANDING

BMW only has one branch outside of the multistate metropolitan area that is located in the state of Kansas. The branch is in Atchison County. According to the Strategic Plan, this county is part of the St. Joseph region. Atchison County is in a non-metropolitan area that is contiguous to Buchanan County, Missouri in the St. Joseph region. Atchison County does not extend substantially beyond the St. Joseph metropolitan area.

Performance goals are part of the St. Joseph region, which was part of our evaluation. Our rating of outstanding corresponds to the excellent performance in the St. Joseph region, and the state of Missouri, which includes this region. Based on points allocated to the St. Joseph region, BMW's performance in each year during our evaluation period is within the outstanding rating category.

CONCLUSIONS WITH RESPECT TO PERFORMANCE IN KANSAS:

Refer to conclusions in the state of Missouri regarding performance in the St. Joseph region.

APPENDIX A - SCOPE OF EXAMINATION

| SCOPE OF EXAMINATION | | | |
|---|-----------------------------------|---|---|
| We evaluated BMW's small business/small farm, consumer, HMDA, and community development loan data for 2001, 2002, and 2003 under the bank's Strategic Plan. We also evaluated the bank's performance under the Plan for investments and services during the same timeframe. | | | |
| TIME PERIOD REVIEWED | | March 1, 2001 to December 31, 2003 | |
| FINANCIAL INSTITUTION | | Bank Midwest, National Association | PRODUCTS REVIEWED Small business, small farm, consumer, HMDA, and community development loans. |
| FINANCIAL INSTITUTION/ AFFILIATE | AFFILIATE RELATIONSHIP | | PRODUCTS REVIEWED |
| None | | | |
| LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION | | | |
| ASSESSMENT AREA | TYPE OF EXAMINATION | BRANCHES VISITED | OTHER INFORMATION |
| Kansas City Region | Strategic Plan | One | Part of the Kansas City, Missouri-Kansas MSA. Includes Johnson County, Missouri, which is contiguous to counties in the MSA and does not extend substantially beyond the MSA. |
| Northern Region | Strategic Plan | None | Non-metropolitan area. |
| St. Joseph Region | Strategic Plan | None | St. Joseph MSA and Atchison County, Kansas (non-metropolitan area). Atchison County is contiguous with Buchanan County and does not extend substantially beyond the MSA. |
| Springfield Region | Strategic Plan | None | Part of Springfield MSA. |
| St. Louis Region | Strategic Plan | None | Part of the St. Louis, MO-IL MSA. Bank was purchased in October 2001. |

APPENDIX B - SUMMARY OF STATE AND MULTISTATE METROPOLITAN AREA RATINGS

| State or Multistate Metropolitan area Name | State Rating |
|---|---------------------|
| Kansas City, Missouri-Kansas MSA | Outstanding |
| Missouri | Outstanding |
| Kansas | Outstanding |
| | |