

UNITED STATES OF AMERICA
DEPARTMENT OF THE TREASURY
OFFICE OF THE COMPTROLLER OF THE CURRENCY

In the Matter of:

U.S. Bank National Association
Cincinnati, Ohio

AA-EC-2017-37

**STIPULATION AND CONSENT TO THE ISSUANCE
OF AN ORDER FOR A CIVIL MONETARY PENALTY**

WHEREAS, the Comptroller of the Currency of the United States of America (“Comptroller”), based upon information derived from the exercise of his regulatory and supervisory responsibilities, intends to initiate a civil monetary penalty (“CMP”) proceeding against U.S. Bank National Association, Cincinnati, Ohio (“Bank”), pursuant to 42 U.S.C. § 4012a(f), based on its pattern or practice of violations of the National Flood Insurance Act of 1968, as amended, and/or the Flood Disaster Protection Act of 1973, as amended (collectively, “Flood Acts”), 42 U.S.C. § 4001, *et seq.*, and/or their implementing regulations, specifically 12 C.F.R. § 22.7(a);

WHEREAS, in the interest of cooperation and to avoid the costs associated with future administrative and judicial proceedings with respect to the above matter, the Bank, without admitting or denying any wrongdoing, has agreed to execute this Stipulation and Consent to the Issuance of a Consent Order for a Civil Monetary Penalty (“Order”); and

NOW, THEREFORE, in consideration of the above premises, the Comptroller, through his duly authorized representative, and the Bank, through its duly elected and acting Board of Directors, stipulate and agree to the following:

Article I

JURISDICTION

(1) The Bank is a national banking association, chartered and examined by the Comptroller. *See* 12 U.S.C. § 1 *et seq.*

(2) The Bank is a “regulated lending institution” as that term is defined in 42 U.S.C. § 4003(a)(10).

(3) Pursuant to 42 U.S.C. §§ 4003(a)(5) and 4012a(f), the Comptroller is the appropriate “Federal entity for lending regulation” to maintain a civil monetary proceeding against the Bank for violations of the Flood Acts.

Article II

ORDER FOR CIVIL MONETARY PENALTY

The Bank hereby consents, and the Comptroller orders that:

(1) The Bank shall pay a civil monetary penalty in the amount of one hundred eighty-three thousand, nine hundred twenty dollars (\$183,920.00) upon execution of this Order.

(2) The Bank shall make payment in full by check made payable to the National Flood Insurance Program and shall deliver the payment to: Kevin Montgomery, Federal Emergency Management Agency, 400 C St. SW, 3rd Floor, Washington, D.C. 20472. The docket number of this action shall be entered on the check.

(3) The Bank shall submit a copy of the check immediately, by overnight delivery, to the Director, Enforcement & Compliance Division, Office of the Comptroller of the Currency, 400 7th Street S.W., Washington, D.C. 20219.

(4) This Order shall be enforceable to the same extent and in the same manner as an effective and outstanding order that has been issued and has become final pursuant to

12 U.S.C. §§ 1818(h) and (i).

Article III

CONSENT

(1) The Bank, without admitting or denying any wrongdoing, consents and agrees to issuance of the Order by the Comptroller.

(2) The terms and provisions of the Order apply to the Bank and all its subsidiaries, even those subsidiaries not named as parties to the Order.

(3) The Bank consents and agrees that the Order shall be deemed an “order issued with the consent of the depository institution” pursuant to 12 U.S.C. § 1818(h)(2), will become effective upon its execution by the Comptroller through his authorized representative, and will be fully enforceable by the Comptroller pursuant to 12 U.S.C. § 1818(i).

(4) Notwithstanding the absence of mutuality of obligation, or of consideration, or of a contract, the Comptroller may enforce any of the commitments or obligations herein undertaken by the Bank under his supervisory powers, including 12 U.S.C. § 1818(i), and not as a matter of contract law. The Bank expressly acknowledges that neither the Bank nor the Comptroller has any intention to enter into a contract.

(5) The Bank declares that no separate promise or inducement of any kind has been made by the Comptroller, his agents or employees, to cause or induce the Bank to agree to consent to the issuance of this Order and/or to execute this Order.

(6) The Bank expressly acknowledges that no officer or employee of the Comptroller has statutory or other authority to bind the United States, the United States Treasury Department, the Comptroller, or any other federal bank regulatory agency or entity, or any officer or

employee of any of those entities to a contract affecting the Comptroller's exercise of his supervisory responsibilities.

Article IV

WAIVERS

- (1) By executing this Order, the Bank waives:
 - (a) Any and all rights to the issuance of a Notice pursuant to 12 C.F.R. Part 19 and 42 U.S.C. § 4012a(f)(4);
 - (b) Any and all procedural rights available in connection with the issuance of the Order;
 - (c) Any and all rights to a hearing and a final agency decision pursuant to 12 C.F.R. Part 19 and 42 U.S.C. § 4012a(f)(4);
 - (d) Any and all rights to seek any type of administrative or judicial review of this Order;
 - (e) Any and all claims for fees, costs, or expenses against the Comptroller, or any of his agents or employees, related in any way to this enforcement matter or the Order, whether arising under common law or under the terms of any statute, including, but not limited to, the Equal Access to Justice Act, 5 U.S.C. § 504 and 28 U.S.C. § 2412;
 - (f) Any and all rights to assert this proceeding, this Order and/or the issuance of the Order, as the basis for a claim of double jeopardy in any pending or future proceeding brought by the United States Department of Justice or any other governmental entity; and

- (g) Any and all rights in any way to challenge or contest the validity of the Order.

Article V

CLOSING

(1) This Order constitutes a settlement of the civil monetary penalty proceeding, pursuant to 42 U.S.C. § 4012a(f), contemplated by the Comptroller on the basis of the Bank's violations of the Flood Acts and regulations as described in this Order. The Comptroller releases and discharges the Bank from all potential liability for a civil monetary penalty under 42 U.S.C. § 4012a(f) that has been or might have been asserted by the Comptroller based on the violations described in the Order, to the extent known to the Comptroller as of the effective date of the Order. Nothing in this Order, however, shall prevent the Comptroller from:

- (a) instituting enforcement actions, other than a civil monetary penalty under 42 U.S.C. § 4012a(f), against the Bank based on the findings set forth in the Order;
- (b) instituting enforcement actions against the Bank based on any other findings;
- (c) instituting enforcement actions against the Bank's institution-affiliated parties based on the findings set forth in the Order, or any other findings;
or
- (d) utilizing the findings set forth in the Order in future enforcement actions against the Bank or its institution-affiliated parties to establish a pattern or the continuation of a pattern.

Further, nothing in the Stipulation or this Order shall affect any right of the Comptroller to determine and ensure compliance with the terms and provisions of this Order.

(2) The provisions of this Order shall not inhibit, estop, bar, or otherwise prevent the Comptroller from taking any other action affecting the Bank if, at any time, he deems it appropriate to do so to fulfill the responsibilities placed upon him by the several laws of the United States of America.

(3) The Bank understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order, and that nothing herein constitutes, a release, discharge, compromise, settlement, dismissal, or resolution of any actions, or in any way affects any actions, that may be or have been brought by any other representatives of the United States or agencies thereof, including, without limitation, the Department of Justice.

(4) The terms of this Order, including this paragraph, are not subject to amendment or modification by extraneous expression, prior agreements, or prior arrangement between the parties, whether oral or written.

IN TESTIMONY WHEREOF, the undersigned, as the duly elected and acting Board of Directors of the Bank, have hereunto set their hands on behalf of the Bank.

/s/Jennie P. Carlson
Jennie P. Carlson

8/14/17
Date

/s/Andrew Cecere
Andrew Cecere

8/14/17
Date

/s/James L. Chosy
James L. Chosy

8/14/17
Date

/s/Terrance R. Dolan
Terrance R. Dolan

8/14/17
Date

/s/John R. Elmore
John R. Elmore

8/14/17
Date

/s/Leslie V. Godridge
Leslie V. Godridge

8/14/17
Date

/s/Gunian Kedia
Gunian Kedia

8/14/17
Date

/s/James B. Kelligrew
James B. Kelligrew

8/14/17
Date

/s/Shailesh M. Kotwal
Shailesh M. Kotwal

8/14/17
Date

/s/Karen S. Lynch
Karen S. Lynch

8/14/17
Date

/s/P.W. (Bill) Parker
P.W. (Bill) Parker

8/14/17
Date

/s/Katherine B. Quinn
Katherine B. Quinn

8/14/17
Date

/s/Mark G. Runkel
Mark G. Runkel

8/14/17
Date

/s/Jeffry H. von Gillern
Jeffry H. von Gillern

8/14/17
Date

/s/Timothy A. Welsh
Timothy A. Welsh

8/14/17
Date

/s/Scott W. Wine
Scott W. Wine

8/14/17
Date

Accepted by:

THE COMPTROLLER OF THE CURRENCY

By: /s/Maryann H. Kennedy
Maryann H. Kennedy
Deputy Comptroller
Large Bank Supervision

8/16/17
Date

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THE COMPTROLLER OF THE CURRENCY

By: /s/Maryann H. Kennedy
Maryann H. Kennedy
Deputy Comptroller
Large Bank Supervision

8/16/17
Date